

REQUEST FOR QUALIFICATIONS

Residential/Mixed-Use Development Opportunity

401 Broadway and 430 Broadway
Oakland California



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Alameda County Community Development Agency

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Request for Qualifications

401 and 430 Broadway, Oakland CA

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I. INTRODUCTION

Alameda County (“County”) is pleased to issue this Request for Qualifications (“RFQ”) to developers interested in leasing, developing and managing one or both of two County-owned properties in the City of Oakland, California, located on Broadway in the Jack London Square neighborhood. The County is seeking the qualifications of developers or developer teams with the capabilities and interest in developing urban residential/mixed-use mixed-income projects on these sites, utilizing long-term ground leases with the County.

The property offerings (the “Properties”) consists of two full city blocks between 4th and 5th Streets, separated by Broadway. The Properties are highly visible lynch-pin sites, serving as the gateway to the Jack London neighborhood on Broadway, and are well-served by public transit, less than a ten-minute walk to two BART stations and the San Francisco Ferry. The western block (“401 Broadway”) currently contains three vacant County buildings. The eastern block (“430 Broadway”) currently contains one County building. The Properties are described in more detail in Section II below.

Both Properties are available for development on long-term ground leases from the County to highly qualified development teams. Recognizing the on-going housing crisis, the County is seeking to have the Properties developed in a manner that produces the most housing units at the most affordable level possible, given current and potential funding sources, in the most expedient manner possible, while incorporating the City of Oakland’s vision for the Properties and with the active engagement of the surrounding community. Given these parameters, the County encourages development teams that have demonstrated experience in creative approaches to affordable housing financing, including a mix of both market-rate and affordable housing that can deliver a high-quality development project that meets the County’s goals in a timely manner.

The process for marketing the County Broadway Properties begins with this RFQ and will be followed by separate Request for Proposals (“RFPs”) issued for each of the Broadway Properties to a small number of respondents that the County, at its sole discretion, determines to be best qualified. Developers selected to submit responses to the RFPs will be able to make proposals on one, or both, of the Properties. The County will then select a developer team for each of the Properties (potentially selecting the same team for both) to enter into Exclusive Negotiating Agreements (“ENAs”) leading to Lease Disposition and Development Agreements (“LDDAs”) and long-term ground leases.

Responses to this RFQ must be received by the County by **September 10, 2020** at 4:00 p.m., PDT. Information regarding the RFQ can be found online at <https://www.acgov.org/cda/spa/properties.htm>. This website may be periodically updated with information pertaining to the Broadway Properties RFQ and it is the sole responsibility of interested applicants to ensure that they check this website frequently to ensure that they have the latest information on the Broadway Properties disposition process.

II. THE OPPORTUNITY

A. LOCATION AND SITE DESCRIPTIONS

The County Broadway Properties are located within the northern portion of the Jack London Square area of Oakland, just south of I-880 and the broader Downtown area (Figure 1). The Properties are located in a high-quality transit area with several modes of travel located within a half mile. These include the 12th Street and Lake Merritt BART stations, Amtrak Capitol Corridor Jack London Station, San Francisco Bay Ferry Jack London Terminal and several AC

Figure 1- Location and Context



Transit bus stops serving the larger Oakland and East Bay area. The Properties have a Walk Score of 98, a Transit Score of 80 and a Bike Score of 81.

In addition to transit, the Properties are located along the Broadway pedestrian corridor and together form a gateway between Downtown Oakland and Jack London Square. The Properties are prominently visible from the I-880 freeway and have largely unobstructed views of downtown Oakland, the Jack London neighborhood, Oakland waterfront and Port, as well as the San Francisco skyline (Figure 2).

430 Broadway is a 60,051 square foot parcel (APN 1-139-1) bounded by Broadway to the west, Franklin Street to the east and 4th and 5th Streets to the south and north. The property currently contains a 109,000 square foot 4-story County building, built in 1965, and associated surface parking. A small portion of the County building is currently being used by the County Probation Department, but it is anticipated to be completely vacant prior to development.

401 Broadway currently consists of two parcels (APNs 1-137-1-1 and 1-137-1-2) that together total 59,952 square feet; however, the County is currently working with the City of Oakland to merge the two parcels. The property is bounded by Washington Street to the west, Broadway to the east, and 4th Street and 5th Streets to the south and north. The site contains three vacant County buildings, including two five story buildings previously occupied by County Social Services and dating from the early 1960s that total approximately 156,000 square feet, as well as a two story, approximately 18,000 square foot former County Coroner's building, a portion of which dates to the 1920s.

An Alta survey covering both Properties, as well as recent preliminary title reports for each of the existing parcels, can be found in **Appendix I**.

B. SETTING

City of Oakland

The City of Oakland is the eighth largest city in California, with an estimated population of 435,000, an 11% increase from 2010. Oakland has consistently ranked as one of the most ethnically and culturally diverse major cities in the U.S., cultivates a thriving arts, food and culture scene, and benefits from a great climate and abundant recreational opportunities. Major corporate headquarters include Clorox and Kaiser Permanente, and P.G.E. recently announced it is moving its headquarters from San Francisco to Oakland. Recently, the City has attracted numerous high-tech companies, including Ask, Pandora, Revolution Foods and Square.

Oakland is also the center of international trade for the Bay Area, with the Port of Oakland the second busiest port on the West Coast, handling over \$40 billion in freight in 2014. Oakland also serves as a major governmental center, hosting a large number of federal and state agencies, as well as the headquarters for the University of California and Alameda County administration.

Figure 2 - The Broadway Properties



In recent years, Oakland has also experienced a boom in residential construction, with over 9,000 units under construction at the end of 2019 and over 10,000 additional units in the pipeline. Despite this construction, Oakland, like the rest of the Bay Area, is suffering from a housing affordability crisis. Median rent in the City increased 44% between 2014 and 2018, and homelessness increased by 47% from 2017 – 2019, with over 4,000 people estimated to be without shelter in 2019.

Jack London Square Neighborhood

The Broadway Properties frame the major Broadway “gateway” from downtown Oakland to the Jack London Square neighborhood. This mixed-use, working waterfront neighborhood, which is generally defined as the area south of I-880 between Brush and Fallon Streets, is one of Oakland’s oldest. It includes the Jack London Square entertainment area along the waterfront, the century-old wholesale Produce Market area along Franklin Street, warehouse and artist lofts, as well as numerous restaurants, clubs, shops, breweries, urban wineries and some 1,300 recently constructed residential units.

Over the last several decades, the Jack London neighborhood has been transformed from a largely working waterfront and warehouse/artist studio area into a highly desirable residential and commercial area, and is now considered one of the most sought-after destinations in the Bay Area. The Jack London Improvement District was established in 2013 with the goals of bringing more positive activity and increasing the attractiveness of the neighborhood to potential residents and businesses, through sidewalk sweeping, graffiti abatement, safety ambassadors, public art, signage and beautification of the District gateways under the I-880 freeway.

While the COVID-19 pandemic has made these proposals less certain, two major developments have recently been proposed for the Jack London neighborhood that would further increase its desirability as both a destination and a place to live. In November 2018, the Oakland Athletics proposed the construction of a new Major League Baseball stadium and multiuse development at Howard Terminal, with a proposed opening date in 2023. In November 2019, “Oakland Assemble”- a 40,000 square foot market hall in Jack London Square, was announced. The current status or timing of these major development projects is unknown at this time.

C. COUNTY OBJECTIVES

Housing Development

The County’s major objective is to have the two Broadway Properties developed with as much housing as possible, as affordable as possible (given potential funding sources), and as quickly as possible.

In furtherance of this objective, the County is seeking to enter into long-term ground leases, the length subject to negotiation but with a maximum of 99 years, with qualified developers under the provisions of Government Code Section 25539.4, which requires:

- A minimum of 80% of the area of any parcel of property be used for the development of housing.
- A minimum of 40% of the total number of housing units developed on any parcel be affordable to households whose incomes are equal to or less than 75% of the maximum income of lower income households, and at least half of those units must be affordable to very low income households. In other words, a minimum of 20% of the units on each

property must be affordable to households with incomes that do not exceed 60% of Oakland's Annual Median Income (AMI) and an additional 20% (minimum) of the units on each property must be affordable to households with incomes that do not exceed 50% AMI. Current Oakland household income levels and rents that meet these criteria can be found in **Appendix II**.

- Affordable units are restricted by a recorded regulatory agreement to remain continually affordable for the longest feasible time, and the agreement shall contain a provision making it binding on successors in interest.

The full text of Government Code Section 25539.4 can be found in **Appendix III**. While a minimum of 40% of units on each parcel must meet the affordability requirements of Government Code Section 25539.4, the County is seeking to develop the Properties to maximize both the number and the affordability of residential units – while creating a sustainable and financially feasible project that meet County and City design goals and that can be constructed in a timely fashion. A creative mix of market-rate and affordable units on each of the Properties that enhance the financial feasibility of development and help meet the County's design and financial objectives below are encouraged.

County Design Objectives

The County is seeking development projects that will:

- Conform with the City of Oakland's Downtown Oakland Specific Plan and is compatible with existing and planned development.
- Through urban design, maximize the Properties' prime location as the gateway to Jack London Square and Howard Terminal, and enhance the connection between Jack London and Downtown Oakland.
- Capitalize on the Properties' proximity to public transportation options and enhances the pedestrian environment.
- Use strong urban design to provide high quality, active and safe public spaces.
- Recognize and address design and equity issues regarding the adjacent freeway.
- Engage with the community in the development of the project(s), to ensure an equitable development that reflects and acknowledges both the surrounding neighborhood and the wider community.
- Enhance the livability and vitality of the Jack London neighborhood.
- Create active ground floors that enhance the adjacent streets, emphasizing uses that compliment and leverage the surrounding area.

- Incorporate green and sustainable design to minimize vehicle and building-related greenhouse gas emissions.

County Financial Objectives

The County is seeking development teams with the demonstrated financial capacity to:

- Fund and execute on the entitlement process in an expeditious manner
- Fund and carry out the demolition and clearance of the existing County buildings on the Properties.
- Provide all necessary equity for the development of the Properties.
- Secure all necessary financing, including affordable housing funds, necessary for the successful development of the Properties, without relying on County funds.
- Provide a fair long-term ground-lease revenue stream to the County.

The County does not anticipate the need to lease any space within the new developments on the Broadway Properties for County purposes.

D. CITY OF OAKLAND PLANNING AND ENTITLEMENTS

Development of the Broadway Properties pursuant to this RFQ will be subject to the City of Oakland's planning and entitlement process.

Existing Zoning

The current Oakland zoning for the Broadway Properties is "Community Shopping Center C-45". This designation permits commercial and residential development, with no height limit and a maximum Floor Area Ratio (FAR) of 7. One unit per 300 square feet of lot area is permitted, but both the maximum number of units and FAR can be increased by 10% for corner lots and up to 50% by going through the City's Conditional Use Permit process. Projects are also subject to the City's design review process.

The Broadway Properties are not within a designated "Qualified Opportunity Zone" created by the Tax Cuts and Jobs Act of 2017.

Downtown Oakland Specific Plan

For the past several years, the City of Oakland has been working on the Downtown Oakland Specific Plan (DOSP) to guide future development throughout the downtown, including the Jack London neighborhood and the Broadway Properties. A draft Specific Plan and a draft

Environmental Impact Report (EIR) were released in August, 2019. Oakland staff currently anticipate that a final Specific Plan and final EIR will be available in late 2020, as well as draft changes to existing zoning regulations consistent with the Specific Plan. Formal City consideration and adoption of the DOSP is anticipated in early 2021. More information on the Downtown Oakland Specific Plan and the draft Plan and EIR can be found at <https://www.oaklandca.gov/topics/downtown-oakland-specific-plan>.

The draft DOSP places both Broadway Properties within the “Mixed-Use Pedestrian Corridor III (highest intensity)” classification on the Proposed Land Use Character Map. This classification encourages a “walkable urban area” “with high intensity housing choices” “with non-residential ground floors at the sidewalk, to reinforce and enhance the vibrant city core and form complete neighborhoods with locally-serving retail, artisan and arts, services, employment, entertainment, civic, and public uses”. No front or side setbacks are encouraged, with ground floors flush with the sidewalk or slightly elevated.

The draft DOSP also includes a “Proposed Maximum Intensity Map” that indicates that the Broadway Properties are in “Intensity Area 5”, permitting a maximum height of 275 feet, a maximum Floor Area Ratio (FAR) of 17.0, and a Proposed Maximum Density of one residential unit per 90 square feet of land area.

Oakland staff anticipate that there will be no parking requirements for residential commercial uses on the Broadway Properties, and there may be a maximum (as yet undefined) parking ratio in the zoning code update.

The Broadway Properties are also within one of several “zoning incentive” areas that the draft DOSP identifies where the planned Zoning Code update will include an incentive program that will clearly identify a “menu” of public benefits that developers can choose to provide in exchange for maximizing the intensity of a given development project. While a draft incentive zoning program is still being finalized, Oakland staff believe that the menu of benefit options will include on-site affordable housing, affordable neighborhood retail/commercial uses (including nonprofit space) as ground floor uses, and contributions toward needed investment in the public realm adjacent to or near the project. The zoning incentive program is meant to replace the existing, and sometimes drawn-out negotiations that development projects often require to come up with acceptable community benefit agreements.

The draft Specific Plan identifies both of the Broadway Properties among a number of “development opportunity sites” that the City has identified in the Downtown area, and within one of several “Transformational Opportunity Areas” where opportunity sites are clustered. These opportunity sites are assumed to be where most new development anticipated in the Specific Plan will occur.

Housing cost and homelessness are key issues that the draft DOSP attempts to address. With more people unable to afford housing, the City is seeing higher levels of homelessness, with one survey estimating that homelessness in Oakland has increased by 26% since 2015. The draft Plan sets a goal of building between 4,365 and 7,275 affordable units in downtown by 2040, representing 15-25% of the total new units anticipated under the new Plan. The City seeks to

provide incentives and policy changes to encourage the construction of larger, family-friendly housing units and accessible units, such as an additional development density bonus option, and encourages housing to retain the City's artists.

Site-Specific Issues

Oakland staff have identified other site-specific issues and concerns that new development on the Broadway Properties should strive to address. These include:

- Building design and siting that creates a visual landmark as the gateway to Jack London Square.
- Activation and improvement of the pedestrian experience along Broadway, including the freeway underpass, to enhance the connection to downtown Oakland.
- Activation of the ground floor along the Broadway and Washington Street frontages with commercial uses and/or arts and culture space amenities.
- Recognition and synergy with the adjacent historic and iconic Produce District along Franklin Street.
- Development that advances racial equity.

City Entitlement Process

Under the City's existing entitlement process, development of the Broadway Properties would require both a Conditional Use Permit and design review, with projects reviewed by the City Planning Commission. Combined with California Environmental Quality Act (CEQA) review and typical community benefits package negotiation, the entitlement process would be expected to take 18 months or more, depending on the project complexity and backlog of other projects under review.

One of the anticipated benefits of the adoption of the Downtown Oakland Specific Plan and Zoning Code update will be an expedited development review process. Oakland staff believes that the review process for projects such as the Broadway Properties that comply with the Specific Plan will be typically six to twelve months, due to clearer design and use expectations, exemption from further CEQA review, and replacement of community benefit package negotiations with the incentive zoning.

E. POTENTIAL AFFORDABLE HOUSING FUNDING

Alameda County has helped fund the development of affordable housing over the last 30 years using through a combination of federal funding (Housing Opportunities for Persons with Aids (HOPWA), Home Investment Partnership Program (HOME) and Community Development

Block Grant (CDBG) funds) as well as the redistribution of tax increment revenues from the 2011 dissolution of redevelopment agencies (“Boomerang” funds), and most recently the Measure A1 General Obligation bond measure funds. The Measure A-1 affordable housing bond measure approved by voters in 2016, specified that over \$89 million be spent within the North County region that includes Oakland, and that an additional \$54.8 Million be allocated directly to Oakland for the construction of new affordable housing units. Currently, all North County and Oakland-specific Measure A-1 funds are allocated to development projects that are in predevelopment, under construction, or completed. Projects that are in predevelopment have specified time period in which to close construction financing, or the funds may be reallocated to new projects. While much of the federal funding is geographically dedicated to other areas of the County, the County has used Boomerang and HOPWA funds in Oakland to support development of affordable housing.

Other than the potential write-down of the underlying land value of the Broadway Properties, the County has not currently identified any specific funding that could be applied towards subsidizing the construction of affordable housing development on the Properties. The County will work collaboratively with the selected developer to identify capital and operation funding to sustain additional affordable housing units.

The City of Oakland allocates available funds towards affordable housing construction from a variety of sources, including the City’s Affordable Housing Trust Fund, HOME and CDBG allocations, Low and Moderate Income Housing Asset funds, and Redevelopment Agency Bond funds. Typically, City funding for affordable housing projects are allocated through the City’s yearly competitive Notice of Funding Availability Opportunities (NOFA) process. For the 2020 NOFA process, the City has at least \$4.35 Million available for affordable housing projects, but this amount varies year to year

More information on Oakland’s NOFA process and affordable housing development in general can be found online at: <https://www.oaklandca.gov/topics/affordable-housing-development>

III. SUBMITTAL REQUIREMENTS

A. OVERVIEW

The County’s disposition process for the Broadway Properties will be conducted in two phases, beginning first with this RFQ phase allowing respondents to submit qualifications to develop one or both Properties. In the second phase, the County will issue a separate RFP for each Property. Of those respondents found to be qualified in this RFQ stage, the County may elect to invite only the most qualified respondents to participate in the RFP phase for either or both Properties.

The primary purpose of this RFQ is to qualify development teams for eligibility to participate in the second RFP stage, and respondents must submit Statements of Qualifications (“SOQs”) that meet the requirements below in order to participate in the RFP process. Those respondents

invited to submit proposals in the second stage will, at that time, be asked to submit fully developed project concepts for all components of the project, including preliminary design drawings, financing strategies, pro-formas, plans for community engagement, and details addressing the affordable housing component proposed for the Properties. The development team providing the best proposal for each Property, as determined by the County, will be recommended to the Board of Supervisors to enter into an Exclusive Right to Negotiate leading to a Lease Disposition and Development Agreement and ground lease.

The County is the sole and final decision-maker regarding the selection of development teams for the Properties, and it reserves the absolute right to issue RFPs, to select a development team for each Property, to select one development team for both Properties, or to reject any or all submittals. The issuance of this Request for Qualifications or any subsequent Request for Proposals does not commit the County to select any firm, to pay any costs incurred in the preparation of submittals, to award any contract or development rights, or take any further actions with regard to the development of the Properties.

B. PREPARATION OF STATEMENTS OF QUALIFICATIONS

Please submit clear and concise responses with the information requested below, including a table of contents at the front of the response. Statements of Qualifications should be organized as follows:

1. Transmittal Letter

The transmittal letter should include the following information. If a submittal is being made by a development team comprised of more than one development company (e.g. a market-rate housing developer and an affordable housing developer), the information below should be provided for each firm:

- Description of the development team.
- Name, address, telephone, e-mail, etc. for the lead development company.
- Legal structure of lead development company or anticipated entity (e.g., corporation, joint venture, limited partnership, etc.).
- Name, title, address, telephone number, e-mail and address of the person designated as the primary contact for the lead development company.
- Name, title and contact information of the person(s) authorized to execute agreements with the County.
- Names and relationships of all companies included in the qualifications submittal (e.g., architect, consultants, etc.).

- A statement if the respondent seeks to qualify to propose on one Property, and if so, for which Property it seeks to qualify, or that it seeks to qualify to propose on both Properties.

2. Development Team

The County does not require respondents to identify all the professionals that might eventually be involved in the project at this time. At a minimum, the submittal should identify the lead development firm, joint venture partner firms, financial partners, lead planning and design firms and other proposed partners or consultants and provide the following information:

- Description of core business activities.
- Number of years in business.
- Number of full-time employees.
- Identify the staff person(s) who will provide day-to-day oversight and management for this Project.
- A description of the roles of key team members and one- to two-page resumes of relevant staff assigned to this project.
- Names, addresses, telephone, e-mail, etc.

3. Description of Relevant Experience

Please provide a description of at least three relevant projects completed by the development team. Members of the proposed development team for the project should have had a significant role in these past projects. To the extent possible, list developments that have been completed within the last five (5) years. For each project, please include the following:

- Project name, location and type of development.
- Description of the development (size, floors, acreage, construction type, parking spaces) as well as its qualities and amenities.
- Affordable housing units provided (if relevant), depth of affordability, percentage of affordable units, target population(s) served, and the financial structure and major funding sources used.
- Photos and site plans of the project.
- If LEED certified (or international equivalent) and at what level.

- Current status of the project (i.e. construction status or number of years since completion).
- Role of development team members on the project and the names and roles of other companies, organizations or partners involved in the project.
- Development cost and financing summary, including primary sources of equity and debt.
- Description of any unique or creative approaches to funding affordable housing.
- Description of the entitlement process for the project.
- Date of disposition (if relevant).
- Indication of whether the project involved a ground lease, and if so, the length of lease.
- Indication of whether the project involved a business relationship with a public agency and a description of the nature of any such relationship.
- Description of any culturally sensitive and/or neighborhood-serving elements of the development (in terms of design, use or programming).
- Description of any unique approaches to community engagement in project scoping, design and development.
- Description of negotiation process for community benefits packages (if relevant)

4. Preliminary Development Concept

Although this solicitation requests only qualifications, respondents should submit a narrative description of the type of project(s) or development that they are interested in pursuing, illustrated with a site plan and at least one elevation (preliminary development concept). The concept should include proposed uses, scale and/or density, any phasing, and demonstrated understanding of the neighborhood and community context. Detailed plans are not required or necessary.

Given the County's objective of maximizing the number and affordability of residential units developed on the Properties, the preliminary development concept should include the approximate percentage and level of affordable units, as well as potential sources of funding that the development team will seek.

5. Demonstration of Financial Capacity and Related Information

Please provide the following information to demonstrate the financial capacity to undertake and complete the development proposed in the preliminary development concept. If the respondent

wishes to keep this information confidential, please submit it in a separate envelope labeled “Confidential”, along with the name and address of the respondent. This information will be used solely for purposes of evaluation under the RFQ and will be treated as confidential.

- Financial Statements for the previous three fiscal years for the lead team members; certified statements are preferred.
- Most recent annual report(s) or Audits, if available.
- List of any current non-performing or loan defaults in the past five years.
- Description of instances in which a member of the development team or any named individual has been involved in litigation or other legal dispute regarding a real estate venture during the past ten years. Include information regarding the outcome of the litigation or dispute.
- Information about instances in which any member of the development team has ever filed bankruptcy or had projects that have been lost to foreclosure.
- Any letters of interest or commitment letters from potential lenders or equity partners, including interest in possible tax credit equity partners.

6. References

Please provide references with sufficient information to ensure easy contact. If the development team is a joint venture, references should be provided for all members of the joint venture. This should include company/organization names, titles, telephone numbers, and e-mail addresses for individuals who can provide information related to the following items:

Financial contacts – Identify at least three contacts that have provided members of the development team with debt or equity financing of at least the magnitude likely to be required for the proposed project.

Public or Government – Identify at least three public agency, county, city or other public officials who have been involved in a project completed by members of the development team (e.g., city managers, redevelopment staff, planning directors, economic development directors, transit officials, etc.)

7. Minimum Business Terms Statement

Upon selection of development teams through the RFP process, the County will enter into Exclusive Negotiating Agreements leading to long-term ground leases for the Properties with selected developers. The following section includes minimum business terms that the County will expect. Please provide a written statement that acknowledges and accepts each of the

following minimum business terms, or identify areas of proposed modification with an explanation and suggested alternative way to address the issue:

Ground Lease – Alameda County will only entertain the development of the Broadway Properties utilizing long term ground leases, the precise terms to be negotiated, but not exceeding 99 years. The County will not entertain the fee-simple sale of the Properties.

Subordination- The County will not subordinate its fee ownership of the Properties to any financing and the affordability regulatory agreements will also not be subordinated to the financing.

Predevelopment Costs- The development team will be responsible for all predevelopment costs, including the preparation of all required submittals to the City of Oakland in order to receive land use and environmental approvals.

Impact Fees- The development team will be responsible for the payment of all development impact fees associated with the project.

Demolition and Clearance of Existing Buildings- Alameda County anticipates that the chosen development team(s) will finance and carry out the demolition and clearance of the existing buildings on the Broadway Properties, with no financial assistance from the County. More information on the buildings and tours of the sites will be part of the RFP process.

Good Faith Deposit- The development team selected for each of the Broadway Properties will be required to submit a good-faith deposit of \$50,000 (cashier's check) to offset the County's costs associated with the Lease Disposition and Development Agreements (LDDAs) and ground leases prior to entering into the Exclusive Negotiating Agreement with the County.

Real Estate Commissions- Alameda County will not pay commissions to brokers in this transaction.

C. SUBMISSION OF STATEMENTS OF QUALIFICATION

Respondents should submit four (4) hard copies and one (1) unbound original of their SOQ, as well as one electronic PDF copy of the qualifications on a flash drive without financial information; and one (1) hard copy of financial information that respondents wish to keep confidential in a separate envelope labeled with the respondent's name and address and marked "Confidential" to:

Alameda County Community Development Agency,
Attn: Stuart Cook, Director of Surplus Property
224 W. Winton Ave., Room 110
Hayward, CA 94544
Stuart.cook@acgov.org

All submittals must be received by the County at the above address no later than 4:00 p.m., PDT on **Thursday, September 10, 2020**. Submittals by e-mail will not be accepted. Material received after this time may not be accepted.

Failure to provide a substantially complete response (as determined by the County in its sole judgment, reasonably exercised) may disqualify the responding party. The County seeks responses that are clear, concise and to the point. Respondents are requested to avoid inclusion of material that increases the size of the submittal without providing meaningful additional information for SOQ review.

The County reserves the right, in its sole discretion, to request additional clarifying information from one or more Respondents regarding the items listed in this Section III. A failure to provide such information may result in disqualifying the Respondent from consideration.

D. SUBMISSION CONFIDENTIALITY

The California Public Records Act (California Government Code Sections 6250 et seq.) mandates public access to government records. Therefore, unless the information is exempt from disclosure by law, the material submitted may be made available to the public.

The County will not release financial documents contained in the “Confidential” envelope. If requested, the County will return confidential financial information to the respondent at the end of the RFP selection process. Proposed pricing or terms and conditions regarding the Properties will not be treated as confidential and inclusion of such may result in the SOQ being considered as non-conforming.

All SOQs submitted in response to this RFQ become the property of the County. A respondent may request the return of its SOQ upon cancellation of the RFP by the County. The County may grant or deny a request to return a SOQ at its sole discretion.

It is understood and agreed by the respondent in submitting a SOQ that the County may, as allowed by law, withhold some or all of the documents regarding this RFQ until after the execution of a Lease Disposition and Development Agreement.

IV. EVALUATION OF QUALIFICATIONS

An Evaluation Committee, selected by the Alameda County Community Development Director, will be created to evaluate the submitted qualifications. The Committee, at its discretion, may choose to conduct interviews with all or a short list of respondents to further clarify qualifications and consider the interviews in making its recommendation.

Submitted qualifications, as clarified by interviews, if applicable, will be evaluated in accordance with the following criteria:

A. Direct relevant qualifications and experience of the development team.

- Proven track record developing, owning and managing affordable and market-rate urban infill residential projects.
- For teams – successful past experience working together.
- Recent and successful Oakland experience.
- Previous experience with ground lease development.
- Previous experience with public agency land owners.
- Previous successful experience with community outreach and engagement.
- Strong and experienced urban design team.

B. Financial capacity of the development team

- Strong balance sheet and depth of financing capacity.
- Strength of current relationships with financial institutions.
- Overall financial performance of past projects, including construction and operating experience.
- Demonstrated ability to secure and leverage affordable housing funds.
- Demonstrated ability to raise debt and equity for projects of similar magnitude.
- Ability to fund demolition and clearance of existing buildings.
- Experience with long-term ground leases.
- Litigation and bankruptcy disclosures.

C. Preliminary Development Concept

- Demonstrated understanding of County goals and objectives as shown and described in the preliminary development concept.

The above criteria will be used solely for the purposes of identifying and ranking qualified firms in a composite scoring range that best meet the Evaluation Committee's requirements.

The County may, at its sole discretion, elect to invite only the most qualified respondents to this RFQ, as determined by the Evaluation Committee, to participate in the subsequent RFP process.

V. RFP PROCESS

Following the evaluation and short-listing of respondents' qualifications, the County anticipates releasing separate Request for Proposals (RFP)s for the two Broadway Properties to the top qualified respondents. Respondents will be able to choose to propose on one or both of the Properties. The RFPs will specify the information required for proposals, including more detailed preliminary design drawings, detailed pro-formas, financing strategies and community outreach plans.

Due to the on-going COVID-19 crisis, site tours of the Broadway Properties prior to the submittal of SOQs will not be available. However, the County plans to conduct site tours of the Properties for RFP recipients, if possible.

Following a review of submitted proposals, the County will select development teams for each Broadway Property to enter into Exclusive Negotiating Agreements (ENAs). The County may select different teams for each Property or may elect to select one development team for both Properties. Following approval of the ENAs by the Alameda County Board of Supervisors, the selected team(s) will thereafter engage in due diligence and site review, and work with the County to develop mutually acceptable Project term sheets, as well as other terms and conditions for a Lease Disposition and Development Agreement (LDDA) and Ground Leases for each Property. The County Board of Supervisors will be presented with the final drafts of the LDDAs and Ground Leases for each Property for consideration and approval. The RFPs will contain more detailed information on each of these steps.

VI. QUESTIONS

Questions and requests for clarification related to the interpretation of this RFQ shall be submitted in writing by e-mail prior to 5:00 p.m. (PDT) on August 14, 2020 to stuart.cook@acgov.org. E-mailed questions regarding the RFQ should use "RFQ Question" in the subject line. No questions or requests for clarification will be accepted via telephone, and any oral explanations or instructions shall not bind the County. If the County determines that clarification is necessary, an addendum will be issued in response to questions or requests for clarification received in a timely manner. The addendum(s) will be posted on the Alameda County Community Development Agency County Broadway Properties web page at <https://www.acgov.org/cda/spa/properties.htm> by August 26. Respondents shall not otherwise communicate with County officials, be it either elected or staff, about the RFQ or Broadway Properties in general. Failure to comply with this requirement may be cause for the County, at its sole discretion, to disqualify the respondent.

VII. RFQ SCHEDULE

The following anticipated timeline is provided for your scheduling information but is subject to change at the County's discretion.

County Issues RFQ	July 22, 2020
Written Questions on RFQ Due	August 14, 2020
Written Responses to Questions Posted	August 26, 2020
Qualifications Submittal Due	September 10, 2020
Interviews of Respondents (as needed)	September 2020
Shortlisting of qualified respondents to participate in RFPs	September/October 2020
Requests for Proposals released to shortlisted respondents:	October 2020

VIII. ADDITIONAL INFORMATION

Respondents must examine this RFQ, including all appendices, carefully. No warranty is made or implied as to any of the information, descriptions, opinions or legal references contained in this RFQ (or otherwise provided by County staff) and Respondents are required to do their own due diligence.

This RFQ does not commit the County to issue RFP(s) for the Broadway Properties. The County shall have the sole right to reject or accept any or all SOQ, or any part of a SOQ for any reason at its sole discretion. Late submittals, incomplete submittals or submittals with incorrect information may be cause for disqualification in the County's sole discretion.

All expenses involved with preparation and submittal of responses to this RFQ, including costs for attending any associated oral presentation, interview, or other pre-award activities, will be borne by the Respondent. No reimbursable cost may be incurred in anticipation of the approval of the agreement(s) contemplated by this RFQ.

Should a Respondent find discrepancies in or omissions from the RFQ or other documents, or should a Respondent be in doubt as to their meaning, the Respondent shall at once notify the County in writing (in the manner stated in the Questions section above). If the County determines that clarification is necessary, a written addendum will be issued and posted on the County's website at <https://www.acgov.org/cda/spa/properties.htm>. It is the respondent's responsibility to periodically check the above website for any addenda, including any changes to the Schedule. It will be the respondent's responsibility to determine if any addenda to this RFQ have been posted on the website up to the final date of submittal. The County will not be responsible for any oral instructions nor for any written materials provided by any County personnel that are not also posted on the above website.

The County reserves the right to cancel this RFQ, in part or in its entirety, at any time without prior notice and makes no representation that any agreement will be awarded to any respondent or that any subsequent RFP will be issued. Additionally, the County expressly reserves the right to postpone opening responses to this RFQ for its own convenience, and/to waive any informality or irregularity in the responses received.