OFFICE OF COMMUNITY INVESTMENT AND INFRASTRUCTURE

SUCCESSOR TO THE SAN FRANCISCO REDEVELOPMENT AGENCY

Housing Development and Supportive Services

Request For Proposals

To develop and operate up to 135 units of affordable, family rental housing and related supportive services at:

1300 Fourth Street
(aka Mission Bay South Block 6 East)

Assessor’s Parcel Number 8711/21

Mission Bay South Redevelopment Project Area

Deadline for Submission
4 p.m. July 16, 2014

Issued by:
Office of Community Investment and Infrastructure
One South Van Ness Avenue, Fifth Floor
San Francisco, CA 94103

Contact: Ethan Warsh
Email: ethan.warsh@sfgov.org
Phone: (415)749-2577
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SECTION I. SUMMARY

The Office of Community Investment and Infrastructure ("OCII"), the Successor to the San Francisco Redevelopment Agency ("SFRA") is seeking submittals from qualified applicants to develop, own, operate, and provide related supportive services for up to 135 units of affordable, family rental housing including units serving formerly homeless families at Block 6 East (the "Project") in the Mission Bay South Redevelopment Project Area ("Project Area"). An applicant ("Applicant") is defined as a team comprised of only the following: a non-profit developer ("Developer"), property manager, an architect, and a qualified supportive service provider with experience in serving the target population. Selection of an Applicant is governed by the Mission Bay South Owner Participation Agreement ("OPA") which requires the selection of a Qualified Housing Developer for affordable housing parcels. Qualified Housing Developers are defined as nonprofit organizations not including joint ventures between a nonprofit developer and a for-profit developer. All other consultants will be selected in accordance with the OCII's Small Business Enterprise Program. The subject of this RFP is Assessor's Parcel Number 8711/21, a 63,256 square foot site located at the eastern portion of the block bounded by Mission Bay Boulevard North to the south, China Basin Street to the north, and Fourth Street to the east (the "Site").

Block 6 East is part of a 303-acre redevelopment district that was administered by the former SFRA. Pursuant to State Assembly Bill 26 ("AB 26") and Assembly Bill 1484 ("AB 1484") (together, "Dissolution Law"), redevelopment agencies throughout the State of California were eliminated on February 1, 2012. OCII is the Successor Agency to SFRA and is responsible for implementing SFRA's enforceable obligations. On January 24, 2014, the California Department of Finance ("DOF") determined "finally and conclusively" that the Mission Bay South OPA and tax allocation pledge agreement are enforceable obligations under AB 26 and AB 1484.

The Redevelopment Plan for the Mission Bay South Redevelopment Project Area ("Redevelopment Plan") and related documents continue to govern the development of the Project Area. OCII will select the development team and issue all project approvals for Block 6. Upon completion of the project, OCII's assets related to the site will be transferred to the Mayor's Office of Housing and Community Development ("MOHCD"), which is the designated Housing Successor Agency under Dissolution Law. MOHCD will therefore participate in the selection of the development team and will also review and comment on the project's financial underwriting and funding and disposition documents in order to ensure a smooth transition to MOHCD at project completion.

The Project will be affordable to households earning up to a maximum of 50% area median income as defined by MOHCD, and based on the U.S. Department of Housing and Urban Development's ("HUD") AMI for the area containing San Francisco adjusted for family size. The Project should include an equal mix of one, two and three bedroom units, of which 20% of the total number of units should be set aside for formerly homeless households referred by the City and County of San Francisco's Human Services Agency ("HSA"). Onsite supportive services and associated services space should be incorporated into the development. Services should be designed to serve the prospective resident families, including the formerly homeless households; services should include after school activities and other programming for youth. Services should be available to all households in the development. The Project requires a robust marketing plan that will outreach to low-income households, and facilitate the lease-up of the
Project to diverse communities including Certificate of Preference Holders. The development must include ground floor retail space of up to 8,800 square feet, along Fourth Street. Future retail tenants should be locally-oriented small businesses.

Unique attributes of the Site should be given special consideration. The Site is situated in a prominent location along 4th Street – the neighborhood-serving retail corridor of Mission Bay South – and directly across the street from a linear park, known as the Mission Bay Commons (the “Commons”), that serves as one of the centerpieces of the Mission Bay South development. Design should be sensitive to both its visual impact as a prominently located building along the Commons, which provides outdoor amenities that the Project should embrace, as well as its role as the portion of the retail corridor along Fourth Street closest to the University of California San Francisco (“UCSF”). The parcel is also less than a block from a Children’s Park. A Muni bus route will serve the Site along Mission Bay Boulevard. The Mission Bay Citizens Advisory Committee (the “CAC”) will be consulted at various times during the Applicant selection, design and construction process. This is the first RFP published for this Site.

Housing at the Site should be of high quality design, and should incorporate generally accepted architectural and construction best practices. Furthermore, the Developer shall construct, or cause to be constructed, the Improvements in accordance with the applicable provisions of the San Francisco Building Code and Administrative Bulletin AB-093, excepting that the Improvements shall be constructed to a Leadership in Energy and Environmental Design Gold standard or Green Point rated standard of 125 or above.

OCII staff will recommend an Applicant for the OCII Commission’s consideration based on the evaluation of an interdisciplinary panel comprised of representatives from OCII, MOHCD, HSA, and the CAC. The panel will evaluate the Applicant’s proposed development concept as well as demonstrated successful experience on relevant and comparable projects. **OCII may, in its sole discretion, disqualify any Developer and/or Architect or Other Personnel if they have any uncured defaults on any OCII, SFRA, or MOHCD agreement within the last five (5) years.** Applicants are advised that OCII is committed to vigorous equal opportunity employment and the payment of prevailing wages. Upon selection of an Applicant, OCII will seek to enter into an exclusive negotiation agreement with the selected Developer that will lead to a long term Ground Lease for the Site. The HSA will seek to enter into a separate agreement for the provision of supportive services with the Applicant’s supportive services provider.
SECTION II. IMPORTANT DATES & SUBMISSION PROCESS

A. Important Dates

Submittals are due by 4:00 PM, Wednesday, July 16, 2014

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<td>1. <strong>ISSUE DATE:</strong> RFP available at the OCII(^1) ($50.00 registration required)</td>
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| 2. **Pre-Submission Meeting at OCII** | 1:00 PM  
Friday , June 6, 2014 |
| 3. **Deadline for written questions / requests for additional information** | Wednesday, June 25, 2014 |
| 4. **PROPOSAL SUBMISSION DEADLINE** | 4:00 PM  
Wednesday, July 16, 2014 |
| 5. **Notification to Developer Teams who failed to meet minimum submission requirements** | Wednesday, July 30, 2014 |
| 6. **Developer Team interviews** | Week of August 4, 2014\(^2\) |
| 7. **Submittals Evaluated & Ranked** |   |
| 8. **Presentation of Panel’s Selection to Mission Bay Citizens Advisory Committee** | August 14, 2014\(^2\) |
| 9. **OCII Commission consideration of developer team selection and Exclusive Negotiations Agreement** | September 2, 2014\(^2\) |

B. **Pre-Submission Meeting**

A pre-submission meeting will be held at OCII’s offices, located at One South Van Ness Avenue, 2\(^{nd}\) Floor, on the date and time shown above, in Section II.A. The purpose of the meeting is to ensure that all teams understand the programmatic design and financing information that is required. Although attendance is not mandatory, it is highly recommended.

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\(^1\) Packets are available for pickup as of this date.

\(^2\) These dates and times are proposed, and are subject to change.
C. Questions and Requests for Additional Information

Please submit all questions and information requests to the attention of the contact person listed on the cover page of this RFP. All questions and requests for additional information regarding this RFP must be received in writing by OCI during the time and date as shown above in Section II.A. Questions received after the deadline may not be answered. All responses and additional information will be distributed to all registered RFP holders. OCI reserves the right, in its sole discretion, to determine the timing and content of the response, if any, to all questions and requests for additional information. In addition, OCI may respond via messenger, fax, or e-mail.

D. Registration and Fee for RFP Packet Required

Responses to this RFP will be accepted only from those Applicants who have registered with OCI by completing the RFP Registration Form and paid a non-refundable registration fee of Fifty Dollars ($50.00) at the time the RFP is obtained. RFP packets will be available on and following the Issue Date listed in Item II.A., above, at the offices of the Office of Community Investment and Infrastructure, One South Van Ness Avenue, Fifth Floor, San Francisco, CA 94103, and online at http://www.sfocii.org.

E. Submission Time, Place, Date, Contact

The MOHCD receptionist will collect and timestamp all submittals on behalf of OCI. One original plus six (6) copies, and one CD with a complete electronic copy, of the submittal must be received by the MOHCD receptionist no later than:

**Wednesday, July 16, 2014 at 4:00 p.m.**

Office of Community Investment and Infrastructure  
One South Van Ness Avenue, Fifth Floor  
San Francisco, California  94103  
Attn: Ethan Warsh

SECTION III. BACKGROUND

A. Project Overview

The Site for the proposed Project is located in the Mission Bay South Redevelopment Project Area. This Section III provides background information on the Project Area. Section IV provides detailed information on the development program components to be incorporated into the Project. OCI's website at http://www.sfocii.org provides links to the following documents that should be reviewed and considered as Applicants prepare submissions – all project documents found online are under the tab Project Areas, and by selecting Mission Bay:

- Mission Bay Overview
- Mission Bay Land Use Map
- Aerial Photo of Project Area
• Mission Bay South Redevelopment Plans
• Affordable Housing Information
• Design for Development for Mission Bay South Project Area

1. Overview of the Mission Bay Project Areas

Mission Bay North Redevelopment Project Area and Mission Bay South Redevelopment Project Area together comprise 303 acres of land (of which 65 acres is in the North). The development plan for Mission Bay includes up to 6,350 residential units, 29% of which will be affordable units; 4.4 million square feet of office and biotechnology space; 400,000 square feet of retail uses; a 250-room hotel; 49 acres of open space; and, a new UCSF medical center and research campus. Mission Bay is expected to create over 31,000 permanent jobs, in addition to hundreds of construction jobs. Development will have taken place over twenty to thirty years, and will have required investment of over $700 million in new public infrastructure, to be financed through Mello-Roos Community Facilities Districts and tax increment generated by the Project Areas.

The schedule of development is determined by FOCIL-MB, LLC (the “Master Developer”) based on market and economic factors. There is only one remaining developable parcel in Mission Bay North, which is expected to be completed in late 2016. Development in Mission Bay South is well under way, with 3,917 units already completed and 1,050 under construction.

2. Development Controls

The Mission Bay South Redevelopment Plan (available at http://www.sfocii.org) establishes general land use controls, including types and intensities of development and public open space in each sector of the Project Area. The companion Design for Development for the Mission Bay South Project Area (“Design for Development”) (also available online at http://www.sfocii.org) establishes detailed height, bulk, parking, street frontage and other design standards to ensure quality development.

The Mission Bay South Owner Participation Agreement (“OPA”) between SFRA and the Master Developer, and the Interagency Cooperation Agreement (“ICA”) between SFRA and other City departments, establish the protocols for development approvals in Mission Bay South. The Master Developer is required to submit its overall plans for development in “Major Phases” of one or more land use blocks, with each Major Phase consisting of the private development projects and related public improvements on these blocks. In the South, the Major Phase for Blocks 2-7 and 13, and Parks P5, P6, P13 and P15 have been approved and the primary use of these blocks is residential with ground floor retail uses along Fourth Street.

3. Affordable Housing in Mission Bay South

Of the up to 3,440 housing units to be developed in Mission Bay South, at least 1,108 units (32%) will be affordable. All of the 1,108 affordable units will be developed on OCII Affordable Housing Parcels contributed by the Master Developer to OCII, with the possibility of an additional 50 inclusionary units on Block 1. The Site is part of this land contribution. The development of the OCII-sponsored units will be subsidized through a minimum of 20% tax increment affordable housing set-aside generated by Mission Bay North and South, along with excess tax increment not needed for public infrastructure development.
4. Affordable Housing Parcels

The Affordable Housing Parcels have been pre-selected and are distributed throughout the Major Phases. Block 6 East will represent the Master Developer’s third land contribution in Mission Bay South. Each OCII Affordable Housing Parcel will be provided with appropriate infrastructure and will be remediated to the levels required by the Regional Water Quality Board and the Maher Act.

5. Mission Bay Affordable Housing Policy

SFRA adopted a Mission Bay Affordable Housing Policy (“Housing Policy”) on September 17, 1998 to guide the development of the Affordable Housing Parcels. The Housing Policy states that SFRA (now OCII) will select nonprofit housing development organizations with preference for organizations with headquarters in San Francisco to develop its sites through a Request for Qualifications process – in this document referred to as a Request for Proposals. OCII will then enter into an exclusive negotiations agreement and later, various development agreements with the selected developer. The type of housing to be built on each OCII site will generally be determined as part of the City’s Consolidated Plan. The Housing Policy establishes that for rental projects on the Affordable Housing Parcels average rents not exceed 60% of AMI with a 75-year initial term of affordability, and for homeownership projects average sales prices not exceed prices affordable to those earning 100% of AMI.

Block 6 East will be developed as affordable housing characterized by a mix of one-, two-, and three-bedroom units, no age restriction for residents, and supportive services which target the formerly homeless population however are available to all residents, including youth.

For the purposes of this RFP, OCII seeks submissions with rents on all units not to exceed 50% AMI as defined by MOHCD and based on HUD. In addition, 20% of the total number units (e.g. 27 units if the submittal assumes 135 units) will be set aside for formerly homeless families to be referred by HSA, and on those units the tenants will contribute 30% of their income toward rent and the difference between the rent level and the tenant contribution will be covered by the City’s Local Operating Subsidy Program (“LOSP”).

Pursuant to the Housing Policy, priority shall be given first to holders of Certificates of Preference, then San Francisco residents, then San Francisco workers, and then all others.

6. Development Context: Blocks 2-7 and 13 Major Phase

The Mission Bay Blocks 2-7 and 13 Major Phase Application (“Major Phase”) (Attachment #23) provides relevant pages from the Major Phase, in addition the complete Major Phase, available at [http://www.sfocii.org/](http://www.sfocii.org/) was approved on November 1, 2005 (Resolution 178-2005). The Major Phase is a binding development document and is an integral part of the Mission Bay South development controls and sets forth the allocation of low-rise, mid-rise and high-rise buildings, and among other controls, defines building entry location and vehicular ingress and egress. The developable site area on the seven blocks of the Major Phase is approximately 16.8 acres and is divided into twelve separate development parcels. Please note that the massing shown in the Major Phase was conceptual, and the ultimate design of the other blocks has been modified to an extent during the schematic design phase.

Block 6 East is in the heart of the Mission Bay South residential area. The many of the surrounding blocks have been approved for residential development and are under construction,
or about to start construction. Specifically, Block 5 directly to the north will include 172 market-rate rental units, Block 11 to the west will include 188 market-rate rental units, while to the east, Block 7 West will include 200 affordable housing units to be developer by a partnership comprised of Chinatown Community Development Center and Related California. All of those projects include on-site open space and bicycle and vehicular parking. Block 7 West also includes ground floor retail. Directly to the south, across from the Commons, is the UCSF campus. Several parks, including a children’s park on Park P6 to the northwest, and Park P13 of the Commons provide open space opportunities for the Site.

The Design for Development allows a maximum of one vehicular parking space per dwelling unit with no required minimum, and requires bicycle parking spaces at a ratio of 1 space per every 20 vehicular parking spaces, though applicants are strongly encouraged to exceed the bicycle parking requirement. Consistent with the standards and guidelines of the Design for Development, the proposed building massing for Mission Bay South residential area is characterized by a mix of low- and mid-rise residential buildings with several high-rise residential towers allocated among the development parcels. The residential developments along Fourth Street will have retail at the ground floor to create a retail corridor from the Fourth Street Bridge to Mission Bay Boulevard North.

7. **Block 6**

Block 6 consists of two mapped parcels, Block 6 East and Block 6 West. Block 6 East, the subject of this RFP, consists of a rectangular parcel of 1.45 acres (63,256 square feet) bordered by China Basin Street to the north, Fourth Street to the east, and Mission Bay Boulevard North to the south, and abuts what is imagined as a 30 foot wide public walkway separating it from Block 6 West, and provided for entirely within the footprint of Block 6 East. The Site is situated across Mission Bay Boulevard North from the Commons. (see Attachment #18 for Final Map)

Parcel 6 West is 49,436 square feet and is also an OCII Affordable Housing Parcel, but has not undergone an RFP process and is not planned to be developed until after Block 6 East.

*The final address of Block 6E may change from what is indicated in this document.*

8. **Major Phase Infrastructure Improvements and Amenities**

The OPA requires that the Master Developer improve the public streets surrounding Block 6 as described in the Major Phase. The public streets will be improved with new sidewalks, lighting, street trees, and street furnishings such as trash receptacles and bike racks in accordance with the approved South Plan Area Master Streetscape Plan ("Streetscape Plan"). New public pedestrian corridors will be created by the mid-block walkways on Blocks 6, 7, 12 and 13. The mid-block walkways will be landscaped with paving, street trees, lighting, and street furnishings to complement the Streetscape Plan. A children’s park is under construction for parcel P6 at the corner of China Basin Street and Long Bridge Street, one block from the Site.

Block 6 East will be well served by transit and open space. There is a Muni Metro T-Third light rail station within a two to three block walk from the Site, located at the corner of Mission Rock and Third Streets. The Caltrain station is located near Fourth and King Streets. In the future, a Muni bus route will serve the Site traveling along Mission Bay Boulevard. The Mission Bay Redevelopment Project will provide approximately 49 acres of open space.
With retail frontage along Fourth Street and the pedestrian-oriented Commons along Mission Bay Boulevard North, vehicular access to Block 6 East will occur only from China Basin Street. Fourth Street will have separate lanes to accommodate both automobile traffic and bicycles, and parallel parking on each side of the street.

OCII and the Developer are responsible for providing the Master Developer in a timely manner with development information sufficient to develop and locate utilities appropriately.

9. Citizens Advisory Committee

The Mission Bay CAC reviews all Major Phase submissions and Schematic Design submittals in Mission Bay. If requested by the CAC, OCII staff will arrange for the qualified Applicants to present their RFP submittals to the CAC prior to Commission action, and for the review of the selected design concept as it moves forward to Schematic Design approval.

10. California Environmental Quality Act

As part of its actions on September 17, 1998 establishing the Mission Bay Redevelopment Project Areas, the Redevelopment and Planning Commissions certified the Final Subsequent Environmental Impact Report (FSEIR), adopted findings under the California Environmental Quality Act (CEQA), adopted a series of mitigation measures, and established a comprehensive system for mitigation monitoring. The Board of Supervisors and other City departments adopted similar findings and mitigation monitoring plans. The selected team will work with the San Francisco Planning Department and OCII staff to ensure that the mitigation monitoring measures for Block 6 East are appropriately documented and implemented.

B. The Site

The Site is located at 1300 Fourth Street, and is a flat, rectangular 63,256 square foot lot. The parcel’s frontage is as follows: 230 feet along Mission Bay Boulevard North and China Basin Street, and 275 feet along Fourth Street and the mid-block walkway. The Site is currently vacant.

The Master Developer owns fee simple interest in the Site. At the start of construction, pursuant the OPA and a recorded Memorandum of Option, the Master Developer will transfer fee simple ownership to OCII at no cost. At that time, OCII will enter into a long-term ground lease with the Developer so that OCII will retain fee simple interest in the Site. The Site will be delivered in a developable condition with all infrastructure either in place or to be constructed in time for the Project completion. Once the project is constructed and occupied, the Ground Lease will be transferred to MOHCD as Housing Successor pursuant to Dissolution Law. Assuming the Applicant will require site control in order to access certain funding sources, OCII will enter into an appropriate agreement with the Applicant in order to meet the site control requirements of the approved funding source.

Development of the Site is subject to the Mission Bay South Design for Development guidelines further described in Section IV. G. below.
C. **Soil Conditions**

According to Figure V.J.1 of Volume Two of the Mission Bay Subsequent EIR (SEIR), Block 6 East was within Mission Bay before it was filled and still contains shallow water. The area south of the Channel that includes Block 6 East was filled between approximately 1884 and 1892.

Existing data at the Site and in the vicinity indicate there is about 15 to 30 feet of fill. The fill is typically composed of clay, sand and gravel mixtures with cobbles, boulders and debris. Groundwater ranges from 4 to 10 feet below the ground surface and is most typically encountered 7 feet below the ground surface. The fill is underlain by weak compressible clay known as Bay Mud with thicknesses of 90 to 120 feet at the western end of the site and 70 to 100 feet at the eastern end of the site. Below the Bay Mud, interlayered stiff to hard clay and dense sand are typically encountered. Bedrock grades from a high point of 160 feet below the ground surface to 220 feet below the ground surface in a general direction of southwest to northeast. Developers should incorporate the cost of appropriate structural systems in their proposed Sources and Uses of Financing. The selected developer will need to conduct its own geotechnical investigations specific to the Site.

**Hazardous Materials: Cleanup Responsibilities and Immunity**

a) **Soil Contaminants.** Soil contaminants currently exist in the Project Area and are assumed to exist at the Site. The principal chemicals that have been detected in the Project Area are petroleum hydrocarbons and inorganic compounds (e.g. heavy metals). Additionally, asbestos was detected in the soil primarily from serpentine rock, which was imported to fill Mission Bay. No significant concentrations of Volatile Organic Compounds were detected in soil or groundwater. Limited concentrations of select volatiles such as benzene were found around the former petroleum storage facilities in the Mission Bay South Redevelopment Project Area, but are not expected to affect the Site. None of the chemicals were detected at concentrations that would pose a threat to human health following the completion of the planned development in the Project Area.

b) **Risk Management Plan.** A Risk Management Plan ("RMP") has been approved for the Project Area that summarizes the types of contaminants present and the measures that must be taken. Current and future owners, occupants, and property managers must comply with these measures.

c) **Cleanup Roles and Responsibilities.** The OPA establishes the general principles by which responsibility for investigating and responding to environmental hazards is assigned. Further, a Memorandum of Agreement for Incremental Environmental Costs on Mission Bay Affordable Housing Sites ("MOA") between SFRA (now OCII) and the Master Developer and executed November 19, 2001, describes in more detail the methods by which incremental costs will be calculated and reimbursed by the Master Developer.

d) **Limitations to Incremental Costs: No Underground Parking.**
The Master Developer’s MOA to pay for all incremental costs is limited by (1) the exclusion for costs related to the construction of subterranean garages, and (2) the developer’s reasonable efforts to provide for grading to be balanced on site. For this reason, OCII will not accept development concepts that include underground parking.
SECTION IV. DEVELOPMENT PROGRAM COMPONENTS

A. Housing Development Concept

OCII’s development goal for the Site is the construction of up to 135 units of family rental housing for very low- and low-income families, including 20% of units serving formerly homeless families referred by HSA. Units will be affordable to households earning up to a maximum of 50% area median income (as defined by MOHCD). The Project units should include an equal mix of one, two and three bedroom units. Consistent with other affordable rental developments in Mission Bay, unit sizes should be approximately:

- 575 to 625 square feet for one-bedroom/one-bathroom units
- 850 to 925 square feet for two-bedroom/one-bathroom units
- 1050 to 1150 square feet for three bedroom/one and a half- or two-bathroom units

Consideration of 24-hour property management function should be incorporated. A community room with a kitchen should be included. The community room will be utilized for both building-wide resident meetings as well as for supportive services functions. The maximum off-street parking allowed is 1 space per unit, with no minimum requirement. If the proposed number of parking spaces is substantially lower than what is allowed, the Applicant is strongly encouraged to include the opportunity for a car sharing space in the garage. The Applicant is also strongly encouraged to identify opportunities to exceed the number of on-site secure bicycle parking spaces. The Applicant should determine the optimal construction type for the Site to meet the programming, design, and cost containment requirements of this RFP.

Of the total number of units, twenty percent (27 units of the 135) of the total units will be set aside for formerly homeless households. Onsite supportive services and associated services space should be incorporated into the development. Services should be designed to serve the prospective resident families, including the formerly homeless households; services should include after school activities and other programming for youth. The physical space provided for services delivery should include a community room with kitchen (as described in the above paragraph). Private and secure office space should be available for one-on-one sessions with clients and for maintaining client records. Indoor and outdoor space should be provided for children, as well as a designated space for teens to “hang out” for after-school, evening, and weekend activities. The OCII has partnered with the HSA to refer residents for the formerly homeless family units to the project, and to provide services and operating funding and oversight to the Project.

The selected Developer must possess the qualifications and experience to implement a financially sound development plan, construct, market, and operate the housing, ensure that appropriate supportive services are available to residents, and achieve a quality design with amenities that enhance unit livability.

Consistent with the Major Phase, the development must include ground floor retail space of up to 8,800 square feet, along Fourth Street. Locally-oriented small business retail uses are preferred, and will be an integral part of both the Project and the Mission Bay South community, and submittals should reflect the Applicant’s thorough consideration of this component of the Project. The design of the retail space, described in more detail in Section IV.G. below, should help create and further enhance the character of Fourth Street as a neighborhood serving retail
corridor. Submittals should respond in sufficient detail regarding retail space design, marketing and leasing, tenant selection, property management, and be consistent with the Policy on the Inclusion and Funding of Commercial Space in MOHCD-Funded Housing Developments (Attachment #22). OCI\textsuperscript{II} strongly recommends including a retail specialist on the Applicant team to help with the design, leasing and management strategies of the retail spaces.

Development shall be in accordance with this RFP, Mission Bay South Redevelopment Plan, OPA, Major Phase, Mission Bay South Design for Development, Mission Bay South Signage Master Plan, and other companion documents, and all other applicable federal, state and local regulations. Working within these above parameters, the Developer may use some discretion regarding unit count (without exceeding the maximum unit count of 135), unit sizes, and building layout, provided that the Project is suitable for family rental housing. The Mission Bay CAC will be consulted at various times during the developer selection, design and construction process. This is the first RFP published for this Site.

Please refer to Section IV.G below for all land use restrictions. OCI\textsuperscript{II} reserves the right to select a Developer and require significant redesign. OCI\textsuperscript{II} further reserves the right to change the scope of the development program and/or require changes to the building design and unit configuration as it deems appropriate.

B. **Affordability Restrictions and Financing Plan**

It is OCI\textsuperscript{II}’s goal that Block 6 East remains permanently affordable. To ensure this outcome, OCI\textsuperscript{II} will transfer site control to the selected developer through a long-term ground lease (with an initial term of 75 years), which will be transferred from OCI\textsuperscript{II} to MOHCD at the time the project is completed. Furthermore, the development program for the Site is in furtherance of the goals of MOHCD’s Consolidated Plan (2010) and San Francisco’s Ten Year Plan to Abolish Chronic Homelessness (2004) by requiring that 20% of the units be set aside for formerly homeless families, as referred by HSA.

This housing model depends on operating and services subsidies from the City’s Local Operating Subsidy Program (“LOSP”) and HSA to support the homeless units. Rent levels will be set as described below.

Developers should submit, as further described in Section VI.C.6, a financial plan that demonstrates project feasibility with these operating and services subsidies. Limited OCI\textsuperscript{II} resources may be available to assist in the development of the Project; however, the Applicant will be expected to aggressively pursue non-OCI\textsuperscript{II} sources of development financing. Submittals will be evaluated, in part, based on the level of OCI\textsuperscript{II} subsidy required and the extent to which these funds are leveraged to obtain non-OCI\textsuperscript{II} sources. Applicants must account for all costs of development, including environmental remediation, if any; utility connections and site work; demolition, grading and shoring; and all permitting and applicable City or other fees. To provide this information, Applicants should submit a detailed Sources & Uses budget that includes the following:

- Primary capital funding sources. Those sources should consist of currently available sources including but not limited to: 4% low income housing tax credits with tax-exempt bonds, Federal Home Loan Bank Affordable Housing Program funds, OCI\textsuperscript{II} subsidy, and
any other funding developers deem applicable. Proposals proposing to use 9% low income housing tax credits will not be considered.

- Rents set at the following affordability levels:

80% of the units with rents set not to exceed 50% of the unadjusted Area Median Income ("AMI") for HUD metro fair market rent area (HMFA) that contains San Francisco as established by MOHCD. The 50% MOHCD AMI for 2014 is $48,550 for a family of four. Depending on funding sources the Applicant proposes, rents may be tiered and be less than 50% AMI.

20% of the units to be set aside for the formerly homeless households with rents also set not to exceed 50% of the MOHCD AMI. However, it is anticipated these households will have incomes much lower than 50% AMI. These households will contribute 30% of their income toward rent. The difference between the cost to operate the homeless unit and the tenant contribution will be covered by the City’s Local Operating Subsidy Program ("LOSP"). The Applicant should use this assumption for the purposes of financial modeling only for their submittal. The assumption is subject to revision after an Applicant has been selected. The LOSP agreement may require that future cross subsidy of income generated from the higher income units may be used to offset lower income generated by the units set aside for the formerly homeless households.

- Funding from the LOSP, through a 15-year contract with the MOHCD, to cover the difference between the costs to operate the homeless set aside units and the tenant’s contribution. The Applicant should assume for the purposes of this RFP that the formerly homeless households (regardless of household size) will contribute $200 per month toward rent excluding the utility allowance for 1-bedroom units and $225 per month toward rent excluding the utility allowance for 2-bedroom and 3-bedroom units.

- An operating budget that includes all expenses necessary to properly operate and maintain the building but that excludes support services (i.e., case management counseling).

- A services budget that includes services staffing information (number of FTEs or percent thereof, type of services staff, roles of services staff) and identifies potential services funding sources. Please see Section IV.D., Resident Services, for further information regarding required social services.

- Construction type to be determined by the Applicant, and a construction commencement date of July 2016.

- A 75-year initial term ground lease agreement (with an option to extend to a total of 99 years) with OCII for the Site. Applicants may assume an Annual Rent to be set at 10% of the appraised value of the Site. Annual Rent shall be re-determined every fifteen years thereafter, as determined by an MAI appraiser selected by and at the sole cost of Tenant. Applicants should assume the Annual Rent will be comprised of a $15,000 annual Base Rent payment to be paid as an operating expense, with the remaining amount of the Annual Rent to be paid from surplus cash, if any, as the Residual Rent.

All proposed financing will be subject to underwriting using the most current version of OCII/City underwriting guidelines and MOHCD policies such as its Developer Fee policy, as
posted on the MOHCD website (http://www.sf-moh.org/). All Applicants should use these guidelines and policies in preparing their financing plans.

C. Occupancy Preferences and Resident Selection

Per the Mission Bay Affordable Housing Policy, adopted September 17, 1998 by Resolution 194-98, the Developer will be required to give occupancy preference to Certificate of Preference Holders (residents of redevelopment project areas who have been certified by the Agency to have been displaced by Agency action). Preference shall be given in the following order for all eligible applicants: 1) holders of Certificates of Preference, 2) San Francisco residents, 3) San Francisco workers, and 4) members of the general public. The preferences and their order as listed above also apply to the units set aside for formerly homeless families.

These preference referrals must meet the Developer’s established screening requirements for the project, and final selection will lie with the Developer. Any authorized residency preference shall be permitted only to the extent that such preference: (a) does not have the purpose or effect of delaying or otherwise denying access to a housing development or unit based on race, color, ethnic origin, gender, religion, disability, age, sexual orientation, or other protected characteristic of any member of an applicant household; and (b) is not based on how long an applicant has resided or worked in the area. OCII will work with the selected developer teams to resolve potential occupancy conflicts and determine additional occupancy preferences and marketing requirements. OCII will work with the selected Developer to ensure adherence to OCII occupancy preferences and marketing requirements. If more applicants apply than the number of units available, the Developer shall conduct a public lottery.

Formerly Homeless Families

The eligible population to be referred by HSA is homeless families with children under the age of 18, and homeless pregnant women. Single individuals and households without minor children are not eligible; however, this restriction only applies to the units set aside for formerly homeless families referred by the HSA. Family income must not exceed 30% of Area Median Income (AMI). The intended population is families who have experienced multiple episodes of homelessness and/or are in need of comprehensive case management services to obtain or maintain housing and financial stability. For determining eligibility the City’s definition of homelessness will be applied:

<table>
<thead>
<tr>
<th>Category</th>
<th>Description</th>
</tr>
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<tbody>
<tr>
<td>Shelter</td>
<td>Anyone staying in a mission or homeless or domestic violence shelter, i.e., a supervised public or private facility that provides temporary living accommodations. Anyone displaced from housing due to a disaster situation.</td>
</tr>
<tr>
<td>Street</td>
<td>Anyone staying outdoors; for example, street, sidewalk, doorway, park, freeway underpass.</td>
</tr>
<tr>
<td>Vehicle</td>
<td>Anyone staying in a car, van, bus, truck, RV, or similar vehicle.</td>
</tr>
<tr>
<td>Make-Shift</td>
<td>Anyone staying in an enclosure or structure that is not authorized or fit for human habitation by building or housing codes, including abandoned buildings (&quot;squats&quot;) or sub-standard apartments and dwellings.</td>
</tr>
<tr>
<td>Doubled-Up</td>
<td>Anyone staying with friends and/or extended family members (excluding parents and children), because they are otherwise unable to obtain housing, or, any family with children staying in a Single Room Occupancy (SRO) hotel room - whether or not they have tenancy rights, or, anyone staying in temporary housing for less than 6 months, and the accommodations provided the person are substandard or inadequate, for example, garage, small room, overly crowded space.</td>
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<tr>
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<tr>
<td>Transitional</td>
<td>Anyone staying in a Single Room Occupancy (SRO) hotel room without tenancy rights, or, anyone formerly homeless (formerly in one of the above categories) who is now incarcerated, hospitalized, or living in a treatment program, half-way house, transitional housing, or, anyone formerly homeless (formerly in one of the above categories) who has obtained supportive housing or permanent housing for less than 30 days.</td>
</tr>
</tbody>
</table>

**Advertising and Marketing**

OCII requires Developers to broadly advertise availability of new affordable units, as well as provide notice through public meetings and mailings, including outreaching to the Mission Bay Citizens Advisory Committee. OCII, in conjunction with MOHCD, assists Developers in notifying holders of a Certificate of Preference (Certificate Holders) and others on OCII’s mailing list of those interested in rental opportunities. The Developer will be required to start working with OCII and MOHCD staff on the marketing plan as soon as construction begins to ensure the maximum number of Certificate Holders and other potentially qualified applicants can overcome potential barriers to the units.

The selected Developer will be expected to implement a robust marketing plan that successfully outreaches to low income households. In addition, the Developer shall make available support service staff to Certificate of Preference holders, as they may require, for the purpose of assisting them throughout the application process and maximizing COP holder participation. Therefore to ensure that the marketing of the Project is successful, the Applicant must include in their proposal a marketing plan for the non-HSA referred affordable units that indicates the overall marketing strategy and how the Applicant intends to resource the marketing phase of the Project, such as either through direct staffing or through the use of a dedicated marketing or outreach consultant. There is no requirement to use an outside consultant, but if the Applicant proposes to use one, then such a consultant will be selected later in accordance with the OCII’s Small Business Enterprise Program.

**D. Resident Services**

The successful provision of support services for Block 6 East residents is critical to the overall success of the development program. Onsite supportive services and associated service space should be incorporated into the development. Services should be designed to serve the prospective resident families, including the formerly homeless households; services should include after school activities and other programming for youth. The submittal should address all elements of this Section IV. D.

1. **Minimum Requirements**
   a. An understanding of the housing and service needs of the eligible population.
   b. A clear program design that incorporates: tenant-based services; access to and coordination of mainstream community services; subcontracted and/or partner
services; and, a description of the minimum services to be provided as described below in Section 4 “Service Model”.

c. An understanding of employment issues as they relate to homeless families and a clear program design that incorporates direct services as well as access to and coordination with community-based subcontracted and/or partner services.

d. Experience providing required services in a housing setting.

e. A commitment by the service provider to coordinate with the property management through regularly scheduled tenant meetings to ensure sound operational and building management practices.

2. Organizational Capacity

a. A track record or other demonstration of effective collaboration that illustrates the ability of the organization to effectively coordinate and deliver services and other resources needed by families being served within a housing program.

b. Commitment(s) from housing and/or service providers; additional funders (public or private), describing in-kind, leveraged, or matching funds for proposed services that will compliment the applicant’s contribution, and a plan for securing additional resources over time.

c. Demonstrate a need for the funding and project readiness by responding to all application narrative, budget narrative and discussion.

3. Service Model

The service model should focus on permanent supportive housing with intensive wrap-around services available to formerly homeless and very low income families. Agencies should use a tenant-centered model that provides, or facilitates the provision of, an array of non-mandatory voluntary services that encourages tenants to utilize them. In addition to case management services, other supportive services identified to be necessary for housing stability should be available.

Children and youth activities should be coordinated on site for school age children that includes after school homework and/or tutoring help, arts and crafts, and other enrichment activities. Children’s service programming should also take into consideration the special needs of formerly homeless children and be prepared to address cases of emotional and behavioral issues.

4. Service Activities

- Ongoing outreach and engagement to the tenant population
- Help accessing benefits and educational opportunities as appropriate
- Substance abuse treatment with a focus on harm reduction
- Referrals and assistance with accessing primary medical care and other community services as needed
- Access to basic needs such as clothing and food
- Eviction prevention counseling and advocacy
- Referral to or provision of supported pre-vocational/vocational activities appropriate for the skill level of residents of the building
- Early intervention or problem solving on issues that may affect housing stability
• Advocacy or assistance in solving legal, financial or school system problems
• Coordination of tenants involvement with property management
• Adult education, employment skill development, and job placement and retention services
• Mental health and substance use management and recovery
• Parenting support and life skills counseling
• Conflict resolution among tenants
• Recreation, community building, social, and/or other group programming
• Children and youth services including academic support, after school enrichment, recreation, youth developments and counseling services

The successful applicant will propose and have the capacity to implement and maintain a client to staff ratio that reflects the level of case management and other services proposed. Respondents must justify their proposed ratio in the narrative portion of the application, providing an overview of how full time equivalent (“FTE”) hours will be allocated. Agencies will be looked upon to strengthen partnerships with other providers in their community to enhance services delivery.

5. Service Funding Assumption

Service funding is available to those projects that are recipients of a separate LOSP contract for the operating subsidy where requested and approved prior to construction completion. The Project’s Support Services will be funded by HSA, contracting directly with the service provider, through county general funds and will be conditioned on continuous compliance with terms of the sponsor’s local operating subsidy contract with MOHCD. HSA estimates that it will cost $300 to $400 per month per unit for the units set aside for the formerly homeless households, to provide appropriate services to residents; however the services will be available to all of the building’s residents

Funding awards will be made for four years with the possibility of a two year extension. Contract renewals are based upon the contractor’s ability to achieve outcomes identified in the contract, the continued availability of funds, and compliance with terms of the sponsor’s operating subsidy contract with MOHCD.

E. Property Management/Maintenance Oversight

Applicants must provide information regarding proposed property management team’s experience – including previous work with family rental housing. Please see Submission Requirements, Section VI.E., below. It is extremely important that the Applicant include a property management company that has demonstrated successful approaches to managing buildings with some component of formerly homeless people, many of whom will continue to struggle with behavioral health and medical issues. Therefore, Applicants should provide a narrative description of their property manager’s specific experience working with formerly homeless tenants as further described in Section IV.D., above, as well as a commitment by a property management firm to provide sound operational and building management, who is willing to meet with residents, the Developer, and service provider at regularly scheduled tenant meetings. In addition, Applicants should discuss their experience managing successful retail spaces.
F. **Land Use Restrictions**

The land use controls of the Mission Bay South Redevelopment Plan ("Plan") apply to Block 6 East, and its development is subject to the review and approval of OCII (Attachment #23 provides relevant pages from the Major Phase). The Major Phase is a binding development document and is an integral part of the Mission Bay South development controls.

A copy of the Redevelopment Plan and its companion Design for Development for Mission Bay South are available on OCII’s website (link provided in Section III. A. of this RFP or available upon request by contacting the staff person listed on the cover of this RFP. In addition, the Mission Bay South Signage Master Plan is also available at the same location.

The requirements include, but are not limited to, the following categories: density, open space, height/bulk, parking, off-street loading, bicycle parking, setbacks, signage, and utilities. Developers are responsible for ensuring that their proposal complies with all applicable design development requirements.

G. **Design and Construction**

OCII is seeking excellent architectural design and physical acknowledgement, through the highest design and construction standards, of the Site’s location in a high density, newly developing, master-planned, and mixed-use neighborhood. As mentioned previously, the Project is situated in a prime location both in relation to the retail corridor as well as the Commons – the central park of the development – as well as a Children’s Park. Schematic designs of these parks are available online at [http://www.sfocii.org](http://www.sfocii.org).

While the Applicant should carefully review the Major Phase, Design for Development and Redevelopment Plan to ensure the proposed Project design complies with all applicable design requirements, the following provides a highlight of some of the key design concepts that must be reflected in the proposed design. Since the Project is located within a Redevelopment Area, the City’s zoning regulations are replaced by the Redevelopment documents listed above. The Major Phase, approved on November 1, 2005 by Resolution No. 178-2005, is available at [http://www.sfocii.org/](http://www.sfocii.org/).

Below is an image of the suggested massing for Block 6 from page 47 of the Major Phase. The massing shown is conceptual in nature and can vary, as long as it meets the requirements of the Design for Development and the Major Phase. However, the building should focus onto the Fourth Street corridor, as it is the primary retail corridor in Mission Bay South.
The Mission Bay design regulations have been designed to allow the maximum amount of creativity from the Applicant by identifying basic standards, such as height and bulk, but otherwise depend primarily on design guidelines to direct the rest of the building design. Some of the basic design controls that the Project will need to work within include:

- Height limitations (Base Height [65’] = 80% of developable footprint of Site, and Mid-rise Height [90’] = 12,936 square feet maximum of developable footprint of Site.
- Lot coverage: 100% lot coverage to a maximum height of 40’.
- Streetwall regulations, including minimum frontages and heights, corner treatments, and projections.
- Pedestrian walkway between 6E and 6W with primary pedestrian residential access to the Project from two entrances, one on China Basin Street and the other on Mission Bay Boulevard North. Additional secondary residential entrances are encouraged along the pedestrian walkway, with primary retail entrances on Fourth Street.
- Private open space on-site; however, the applicant is discouraged from including private balconies into their design.
- Vehicular access from China Basin Street.

The applicant is encouraged to use variations in materials and massing to break up the façade of the building, and should consider creating an effect of multiple buildings, and should also endeavor to achieve an average building height of 55’ along China Basin Street.
The approximately 8,800 square feet of local serving retail space on the ground floor is key to helping activate the street frontage and the proposal should include some detail on how the retail portion of the project will interface with the streetscape, and the design shall include at least one flue that will support a full service restaurant. The retail space is considered to be an integral component of the Project and the Project must be designed such that both the residential and retail components are feasible and successful. The Major Phase includes requirements for retail design to ensure that it contributes to the sense of identity for the community, such as requiring:

- Retail to be located along the entire Fourth Street frontage
- Step-backs above the first floor
- First floor minimum heights for retail space (12 feet interior floor to ceiling and 15 feet exterior floor to floor)
- Minimum depths of 40' and minimum widths of 75' for retail space
- Visual variation on the façade through fenestration and transparency of store fronts

The applicant will be required to provide a 30' setback along the western edge of the parcel to accommodate a pedestrian walkway with access to any proposed ground floor units both on the Applicant’s parcel, as well as Block 6 West. The Applicant’s submission to this RFP should propose a design for the entire 30’ walkway to be developed as part of their project. At the time that it is developed, the developer of Block 6 West will be required to share any maintenance costs associated with the shared walkway. Prior to the completion of Block 6 West, the Developer of Block 6 East will be responsible for the on-going maintenance of the pedestrian walkway. The maintenance of the fronting street trees and street furniture/sidewalk (other than the street lights) is also the responsibility of the Developer.

Finally, the Applicant should pay close attention to proposed or existing development in the surrounding properties. The planning documents provide a good overview of what will be allowed on adjacent parcels, including:

- Surrounding residential low (55 to 65 feet) and mid-rise (up to 90 feet) on the adjacent properties.
- Major public open space areas, including the Children’s Park (P6) at China Basin Street and Long Bridge Street, and the Commons, located directly across the street.
- A neighborhood retail corridor along Fourth Street, extending north from the Project site.
- UCSF and other commercial spaces across from the Commons to the south.

OCII has a collaborative design review process in which the Applicant should be prepared to work closely with staff and the community to design a project that contributes significantly to the larger Mission Bay community.

OCII encourages developers coming in with a non-Small Business Enterprise ("SBE") architect to consider a joint venture with an OCII-certified SBE. In order for the SBE component of the joint venture to be recognized, the SBE must meet a 35 percent threshold for the architectural scope of work to be performed. Otherwise, the joint venture shall not be recognized as an SBE.

**Green Design Guidelines**

OCII requires that the Developer construct, or cause to be constructed, the Improvements in accordance with applicable provisions of the San Francisco Building Code and Administrative Bulletin AB-093, excepting that the Improvements shall be constructed to a Leadership in Energy and Environmental Design Gold standard or Green Point rated standard of 125 as
committed to in the proposal submitted by the Developer in response to the RFP. In addition, OCII seeks to maximize the overall sustainability of the Project to the extent possible through the integrated use of “green” building elements. Building features considered green or sustainable may include natural ventilation, daylighting, water conservation, and use of resource efficient and healthy building materials.

**Priority Permit Processing**

Pursuant to San Francisco Department of Building Inspection ("DBI") policy, this project qualifies as a designated priority permit because all of the units are affordable. The Applicant should become familiar with the priority permit procedures to ensure that DBI permits are reviewed expeditiously.

**H. Equal Opportunity Programs**

OCII has an Equal Opportunity Program ("EOP") that consists of various policies requiring OCII-sponsored projects to provide benefits to economically disadvantaged communities and local residents. The EOP consists of the various policies and programs that are described in Attachments 11 through 17 of this RFP. In particular, the Mission Bay Redevelopment Plan emphasizes the contracting and workforce components of the EOP and requires OCII to adopt and implement programs “that meet or exceed City policies regarding workforce development, contracting opportunities and equal opportunity, particularly for economically disadvantaged San Francisco residents and businesses.”

OCII implements this Redevelopment Plan requirement through a Small Business Enterprise Policy and various workforce agreements. As part of the RFP response, a development team shall submit a Workforce and Contracting Action Plan ("WCAP") that addresses how the team will implement the following policies and programs: Nondiscrimination in Contracts and Benefits, Small Business Enterprise Agreement, Minimum Compensation Policy, Health Care Accountability Policy (HCAP), Prevailing Wage, Permanent Workforce, and Construction Workforce.

**I. Community Outreach**

It is critical to the success of the development program that the selected Developer conducts extensive community outreach and establishes positive links with surrounding neighbors and the larger community throughout the development process. This RFP has been developed with the participation of the Mission Bay CAC, an advisory body, comprised of residents, business owners, and community organizations in the Project Area, which advises OCII on all matters which affect the Project Area. The CAC will be asked to make a recommendation regarding schematic design concerning the Site.

**SECTION V. SELECTION PROCESS AND CRITERIA**

**A. Selection Process**

1. Submittals will be accepted at OCII’s offices only until the date and time shown in Section II.A. and E.
2. Submittals must be complete with an original plus six (6) hard copies, and one CD with an electronic version of the submittal, to be considered. No submissions received by facsimile or electronic mail will be considered. The Applicant is solely responsible for ensuring that all information requested in Section VI, Submission Requirements, is submitted.

3. OCII staff will contact references.

4. Applicants who have provided Submittals that meet the requirements of this RFP will be interviewed. Interviews are scheduled to be held on the date(s) shown in Section II. A. These dates are subject to change. All Applicants should advise OCII staff of availability on these days. Interviews will be held at the Office of Community Investment and Infrastructure located at One South Van Ness Avenue in San Francisco on the Fifth Floor.

5. Further information or written material regarding qualifications or submittals may be requested prior to or following interviews.

6. OCII staff will make a recommendation to the OCII Commission based on evaluation of the Submittals, interviews, and reference checks.

7. The OCII Commission will approve selection of the successful Applicant.

B. Selection Criteria

The selection of the Applicant will be based on the strength of the proposed development concept as well as the Applicant team members' experience as described below:

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<tr>
<th>POINTS</th>
<th>CRITERIA</th>
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<tbody>
<tr>
<td>50</td>
<td>Proposed Development Concept</td>
</tr>
<tr>
<td>15</td>
<td>Proposed Massing Concept: strength and constructability of proposed massing concept, number of units, conformance with the Redevelopment Plan, Major Phase, and the Design for Development</td>
</tr>
<tr>
<td>15</td>
<td>Financial Feasibility &amp; Level of OCII Subsidy</td>
</tr>
<tr>
<td>10</td>
<td>Proposed Services Plan</td>
</tr>
<tr>
<td>5</td>
<td>Proposed Marketing Plan</td>
</tr>
<tr>
<td>5</td>
<td>Proposed concept for neighborhood serving retail component</td>
</tr>
<tr>
<td>50</td>
<td>Developer Team Experience and Capacity</td>
</tr>
<tr>
<td>10</td>
<td>Developer experience in developing and marketing affordable housing comparable to the housing proposed in this RFP</td>
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<tr>
<td>5</td>
<td>Developer experience with government assisted affordable</td>
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<tr>
<td></td>
<td>housing programs and financing sources and/or “green” housing; Developer Workload Capacity</td>
</tr>
<tr>
<td>----------------------</td>
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<tr>
<td>5</td>
<td>Workforce and Contracting Action Plan</td>
</tr>
<tr>
<td>15</td>
<td>Architect experience &amp; capacity, including “green” housing</td>
</tr>
<tr>
<td>10</td>
<td>Service Provider experience &amp; capacity</td>
</tr>
<tr>
<td>5</td>
<td>Property Manager experience &amp; capacity, including retail operation</td>
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<tr>
<td><strong>100</strong></td>
<td><strong>100</strong></td>
</tr>
</tbody>
</table>

For the Applicants as a whole, ranking will also be based on staff experience and capacity in light of current and projected future workloads; success of its Submittal presentation at community meetings and in OCI II staff interviews; and ability to comply with OCI II policies and requirements.

**SECTION VI. SUBMISSION REQUIREMENTS**

The Applicant must submit one original, plus six (6) copies and a CD with the complete electronic copy of the submittal containing the information requested in this RFP.

Applicants are to provide the requested information in the order indicated below, to include a table of contents, with sections separated by labeled tabs corresponding to sections A-G below and their sub-sections.

The submittal should be submitted to OCI II, on or before the time, date and at the place shown above in Section II. E. **Hand delivery is advised.** Late, incomplete, emailed or faxed submittals will not be considered.

**A. Development Concept and Financing Proposal**

Using standard estimating techniques, and clearly describing all important assumptions, provide the following documents:

1. **Narrative:**
   Submit a narrative of no more than three (3) pages describing the proposed project.

2. **Sources & Uses Pro-Forma:**
   Submit a construction and permanent sources and uses pro forma. The pro forma should be in approximately the same format as the MOHCD/OCI II Uses by Sources (See Attachment #21 for reference purposes). The retail/commercial shell space may be included in the project cost, consistent with MOHCD’s Policy on the Inclusion and Funding of Commercial Space in MOHCD-Funded Housing Developments.

3. **Financing Plan:**
   Submit a financing plan that is consistent with the Development Program Components as described in Section IV.
4. **Cash Flow:**
Submit a 20-year cash flow projection (See Attachment #21).

5. **Commercial Pro-Forma:**
Submit a separate commercial income, expense and cash flow analysis.

6. **Services Plan:**
Submit a services plan of no more than three (3) pages that is consistent with the resident services as described in Section IV (D) and that includes the following information:
- Services provider’s overall philosophy and plan for providing services to Block 6 East tenants. If the services provider has adopted an innovative approach to support service provision, please describe that approach.
- Methods which have been most useful in engaging clients. Please also describe ways to tailor those methods, or develop new approaches, to best serve Block 6 East tenants.
- Describe your proposed staffing model for the HSA Block 6 East program (i.e., note staff titles, position descriptions, salaries, and FTE) and explain how FTE time will be allocated. **Please include resumes for key staff who would work on the HSA Block 6 East program.**

7. **Services Budget:**
Submit a services budget that is consistent with the Services Plan as described in Section IV (D).

8. **Marketing Plan:**
Submit a marketing plan of no more than three (3) pages that includes the following information:
- Applicant’s overall philosophy and strategy for marketing the non-HSA referred units to very low-income households, particularly those receiving required preference (Certificate Holders, San Francisco residents and workers). Describe both outreach elements (advertisements, community meetings, etc.) as well as the proposed staffing model to support potential tenants through the application and leasing process, i.e. through internal staffing or through the use of a dedicated consultant.
- Specific outreach methods which have been most useful in engaging potential applicants, as well as methods to assist Certificate Holders successfully complete the leasing process. Please also describe ways to tailor those methods, or develop new approaches, to best serve Block 6 East tenants.
- A marketing budget that is consistent with the Applicants marketing plan.

9. **Massing Concept**
   
a. **Narrative:** Provide a narrative description of the design concept including the Applicant’s approach and the description of construction type, building materials, and green building strategies and elements.

   b. **Drawings:** Provide the following drawings in black and white (color may be used only to differentiate program areas from one another and shall not be used to depict material finishes):

      i. **Site Plan:** at 1/32" = 1'-0" showing building massing and the relationship of buildings, open space, private pedestrian walkway, streets and parking areas.
Indicate locations of community space, lobby entrance, main residential entrance, retail entrances, housing layout, elevator, auto ingress/egress, etc.

ii. **Sections:** Two site sections at 1/32” = 1’-0”, one longitudinal and one transverse, that best describe the massing concept.

iii. **Floor Plans:** Plans of all floors at 1/32” = 1’-0”, showing proposed uses. Floor plans should indicate the number of bedrooms per unit, but not show unit layouts or detail layouts of any of the uses except for parking.

iv. **Building Elevations:** All Elevations at 1/32” = 1’-0”.

> **NOTE:** The intent of the drawings is not to develop an architectural design for the Site, but to illustrate unit mix and the massing implications of the proposed development program. Applicants are required to submit only their proposed architecture massing concept in their proposal according to the criteria below.

No other drawings, renderings, elevations, or models of any kind are required or will be accepted at the time of submittal. Submittals in excess of the required materials shall be returned and will not be eligible for any payments pursuant to Section IX.G.2. Furthermore, Applicants are prohibited from presenting any additional drawings, renderings, elevations or models in excess of the accepted submission at community meetings, interviews, or Commission meetings.

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**B. Applicant Description**

1. **Applicant Description Form:**
   Complete Attachment #1, Applicant Description Form.

2. **Résumés:**
   Submit résumés for all persons identified on the Applicant Description Form.

3. **Organizational Documents:**
   Submit a current copy of the following documents. NOTE: If Applicant is a joint venture or partnership of multiple Developer entities, EACH Developer entity must submit the following:

   a. **Certificate of good standing from California Secretary of State.** (Please note that the Certificate must bear the official State of California seal and that web screen prints from the Secretary of State of California website are not acceptable).

   b. **Certification of 501(c)(3) status from the Internal Revenue Service** (if applicable, for any nonprofit corporations).
c. *Certification of 501(c)(3) status from the California Franchise Tax Board* (if applicable, for any nonprofit corporations).

d. *The latest two (2) years of either:*

i. signed federal income tax returns (including schedules or attachments, if any); or

ii. audited financial statements (with management letters, if any).

C. **Developer Experience & Capacity**

1. **Developer’s Experience in Comparable Projects**

a. *Project Details:* Complete *Attachment #3,* the Comparable Projects Experience Form. Developers should use this chart to convey their experience in up to a maximum of three (3) projects completed within the past five (5) years by the Developer(s), preferably in San Francisco, that are *comparable* to the proposed project. For purposes of this RFP, a comparable project would be affordable family rental housing of similar construction type and density with a retail component. Preferably those projects would have a comparable level of supportive services. Photos of projects may be included, but are not required.

b. *Community Outreach Narrative:* Provide a narrative of no more than three (3) pages describing how the Developer successfully conducted community outreach prior to construction commencement for the projects listed on *Attachment #3,* the Comparable Projects Experience Form.

2. **Developer’s Experience in Other San Francisco Projects**

Complete *Attachment #4,* the San Francisco Projects Experience Form. Developers should use this chart to convey their experience in any other projects developed *within San Francisco only.* Photos of projects may be included, but are not required.

3. **Developer’s Workload Capacity**

Complete *Attachment #2,* the Staffing Workload Form. All “Key Personnel” of the Developer must complete this form.

4. **Developer’s Workforce and Contracting Action Plan**

Submit a Workforce and Contracting Action Plan (“WCAP”) of no more than 3 pages describing the specific steps that the development team will take to meet or exceed the contracting and workforce obligations in Attachments 11 through 17 of this RFP and includes information regarding the following:

- Demonstration of the development team’s knowledge and familiarity with OCII/City workforce and contracting policies and programs.
- The person(s) that will assume primary responsibility for working with OCII in implementing the WCAP, the steps that the development team will take to meet the goals for participation by economically-disadvantaged and local businesses and workers (both construction jobs and the permanent jobs covered by the First Source Hiring Program).
- Any specific implementation actions that the development team proposes to achieve the best results for meeting or exceeding the goals.

D. **Architect’s Experience & Capacity**

1. **Architects Experience in Comparable Projects:**
   a. **Project Descriptions:** Describe at least one, but no more than three (3), completed comparable developments in San Francisco, including dates completed and client contact information for each. (If the Architect was not the sole architect, please describe the Architect’s role in the project).
   
   b. **Photos:** Submit three (3) photos of the interiors and exteriors of the comparable projects listed above, to display architectural design features, relationships of buildings and relationships with adjacent uses (other developments, streets, etc).

2. **Architect’s “Green” Experience:**
   Describe green building design experience and evidence of current Green Point Rated professionals, if any.

3. **Architect’s Project Experience Outside San Francisco:**
   Describe experience with comparable projects located outside San Francisco, if any.

4. **Architect’s Experience with Local Regulatory Agencies:**
   Describe experience working with the San Francisco Mayor’s Office on Disability (“MOD”) and the Department of Building Inspection, if any.

5. **Architect’s Workload Capacity:**
   Complete **Attachment #2**, the Staffing Workload Form.

E. **Property Management Experience:**

   Complete **Attachment #5** the Property Management Experience Form.

F. **Supportive Services Provider Experience**

1. **Narrative:**
   Provide a written narrative (no more than two (2) pages) describing the Supportive Services Provider’s approach to providing services to residents of affordable housing.

2. **Service Providers Experience in Comparable Projects:**
   Complete **Attachment #6**, Social Service Provider’s Experience Form.
G. Other Required Information

1. Disclosure Questions
Each Developer Entity, as defined in Section A of Attachment #1, Applicant Description Form, shall complete and submit Attachment #7, the Disclosure Questions. These questions are designed to identify any potential conflicts of interest and/or liability issues. A summary of Government Code Section 87103 containing the relevant portion of the Fair Political Practices Act is included as a footnote on the Disclosure Form for reference. *Failure to include a complete, signed certification will disqualify the submittal.

2. Statement of Compliance with OCII Policies
The Developer must agree to comply with all of OCII’s policies, including but not limited to, SBE Policy, Construction Workforce requirements, and insurance indemnification requirements found in this RFQ and shall execute a statement of compliance certifying the same, included as Attachment #8. *Failure to include a complete, signed certification will disqualify the submittal.

3. Offer to Negotiate Exclusively
   a. Form: The Applicant shall complete and submit Attachment #9, Offer to Negotiate Exclusively. The person signing this form must have the authority to bind the entire Applicant Team. *Failure to include a complete, signed Offer to Negotiate will disqualify the submittal.
   b. Deposit: The Applicant shall submit an “Offer to Negotiate Exclusively Deposit” in the amount of One Thousand Dollars ($1,000) (“Deposit”) made payable to OCII as part of the Proposal. This payment shall be refunded to all Applicants not selected by the OCII Commission. (It shall also be refunded in the event an Applicant selected by the OCII Commission does not obtain OCII Commission approval for development of the project.) *Failure to include a valid “Offer to Negotiate Exclusively Deposit” will disqualify the proposal.

4. Submission Checklist
The Applicant must complete and submit Attachment #10 Submission Checklist, certifying that all items on the Checklist are contained in the Proposal.

THIS IS THE END OF THE SUBMISSION REQUIREMENTS SECTION.
ALL INFORMATION REQUESTED ABOVE IN SECTION VI MUST BE SUBMITTED IN ORDER FOR A PROPOSAL TO BE DEEMED COMPLETE.
APPLICANTS SCORES MAY BE NEGATIVELY IMPACTED BY ANY INCOMPLETE INFORMATION.
SECTION VII. ADDITIONAL REQUIREMENTS  
(for Recommended Applicant Only)

After the evaluation panel’s interviews and presentation to the Mission Bay Citizens Advisory Committee, the recommended Applicant shall then be required to submit the following additional information prior to OCII Commission consideration.

DO NOT SUBMIT THESE FORMS WITH THE INITIAL PROPOSAL.

A. Nondiscrimination in Contracts and Benefits

The Applicant shall complete and submit Attachment #11, the Declaration of Nondiscrimination in Contracts and Benefits. OCII has established a policy prohibiting discrimination in contracting, which includes a prohibition on discrimination in providing benefits between employees with spouses and employees with domestic partners. For further information, see instructions contained in Attachment #11 or contact George Bridges with OCII’s Contract Compliance Department at George.bridges@sfgov.org.

B. Small Business Enterprise Program

The Applicant shall complete and submit Attachment #12, the Small Business Enterprise (“SBE”) Agreement. OCII has established a goal of 50 percent for SBE participation on all construction, professional services, and supply contracts. OCII requires the Developer to perform extensive good faith efforts to include SBEs in the performance of any agreement resulting from this solicitation, and any subsequent agreements between Developer and its contractors or consultants. If SBE participation goals are not met, compelling good faith efforts must be documented and provided to OCII.

OCII has established a policy where the Developer shall give priority will be given in awarding any contracts resulting from this solicitation in the following order: (1) Project and Survey Area SBEs, (2) Local SBEs (outside an OCII Project or Survey Area, but within San Francisco), and (3) all other SBEs (outside of San Francisco). Non-local SBEs should be used to satisfy participation goals only if Project and Survey Area SBEs or Local SBEs are not available or qualified, or if their bids or fees are significantly higher than those of non-local SBEs. OCII will accept the certifications of SBEs by the Contract Monitoring Division of the City and County of San Francisco and may accept SBE certifications from other agencies if the other agencies’ small business size standard is consistent with OCII’s. For further information, see Attachment #12 or contact George Bridges with OCII’s Contract Compliance Department at George.bridges@sfgov.org.

C. Construction Workforce Requirements

The Applicant shall comply with OCII’s Construction Workforce Requirements to ensure that all contractors/subcontractors demonstrate good faith efforts to meet workforce hiring goals. OCII has established a workforce hiring goal of 50 percent for San Francisco residents.
D. **Minimum Compensation Policy**

The Applicant (defined throughout this RFP as the Developer, the property manager, the architect, and the service provider) shall complete and submit *Attachment #13*, OCII’s Minimum Compensation Policy (“MCP”) Declaration. The MCP requires the payment of a minimum level of compensation to employees for all consultants working on OCII funded projects.

E. **Health Care Accountability Policy**

The Applicant shall complete and submit *Attachment #14*, the Health Care Accountability Policy (“HCAP”) Declaration. The HCAP requires that contractors offer certain health plan benefits to their employees or participate in a health benefits program developed by the City’s Department of Public Health, or make a payment in lieu of such benefits to the City’s Department of Public Health.

F. **Prevailing Wages**

The successful Developer’s General Contractor and their subcontractors shall comply with OCII’s Prevailing Wage Policy which includes payment of the State of California’s prevailing wages.

G. **Certification Regarding Insurance & Indemnification**

OCII must be listed as an additional insured on such policies and the Developer Team must provide current certificates of insurance as evidence of coverage. At the time of selection, the successful Developer team must procure and maintain insurance against claims for injuries to persons or damages to property, which may arise from or in connection with the performance of the work under OCII contract by the Developer team members, the general and subcontractors, their agents, representatives, and employees. Unless the insurance requirements are modified by OCII, the selected Developer team must procure and maintain insurance with an insurance company that has an A.M. Best rating of A:VII with at least the following coverages and limits:

| 1. Commercial General Liability: | $5,000,000 per occurrence for bodily injury, personal injury and property damage. If Commercial General Liability Insurance or other form with a general aggregate limit is used, either the general aggregate limit shall apply separately to this project/location or the general aggregate limit shall be twice the required occurrence limit. Policy must list Successor Agency as an additional insured.

As an alternative, the development team may provide a Consolidated Insurance Program (CIP or “Wrap Up”) covering its interest, the Successor Agency’s and City’s interest and the General and Subcontractors of every tier with minimum limits of $10,000,000 per occurrence. In any event the insurance must provide ten years of products and completed operations coverage beyond completion of construction.

2. Automobile Liability: | $1,000,000 combined single limit per accident for bodily injury |
3. Workers' Compensation and Employer’s Liability:

Workers’ Compensation as required by the State of California and Employer's Liability with limits of $1,000,000 for bodily injury by accident and $1,000,000 per person and in the annual aggregate for bodily injury by disease.

4. Professional Liability (Errors and Omissions):

$1,000,000 each claim/$2,000,000 policy aggregate covering all negligent acts, errors and omissions of Applicant’s design team members, including all architects, engineers and surveyors. Each design team member of the Applicant must submit proof of Professional Liability Insurance of $1,000,000/$2,000,000 covering negligent acts, errors, and omissions. If the design and engineering consultants’ professional liability insurance is “claims made” coverage, these minimum limits shall be maintained by the consultants for no less than ten years beyond the completion date of the construction.

5. Course of Construction (Builder’s Risk):

Completed value of the project with no coinsurance penalty provisions.

From the time of selection, the selected Developer team shall defend, hold harmless and indemnify OCII, the City and County of San Francisco and their respective commissioners, members, officers, agents and employees of and from all claims, loss, damage, injury, actions, causes of action and liability of every kind, nature and description directly or indirectly arising out of or connected with the performance of OCII contract and any of the contractor's operations or activities related thereto, excluding the willful misconduct or the gross negligence of the person or entity seeking to be defended, indemnified or held harmless.

H. Other Information, Forms and Attachments

“Intentionally Omitted”

SECTION VIII. OCII PAYMENTS & FEES

The selected Developer is responsible for any applicable payments, deposits and fees in connection with, but not limited to, the following:

A. RFP Fee & Offer Deposit

An RFP registration fee of Fifty Dollars ($50.00) is collected when the RFP is picked up. Offer to Negotiate Exclusively Deposit in the amount of One Thousand Dollars ($1,000.00) made payable to the Office of Community Investment and Infrastructure is due at the time of Proposal submission.

B. Performance Deposit (Selected Applicant Only)

If the OCII Commission approves entering into a development contract with the Developer, then the Developer shall deposit with OCII an additional Nine Thousand Dollars $9,000.00 (“Additional Deposit”). The Additional Deposit shall be combined with the Deposit to form the performance deposit (“Performance Deposit”). The Performance Deposit shall be held by OCII until completion of the development.
C. **City Fees (Selected Applicant Only)**

The selected Applicant will be responsible for payment of all applicable City fees and relevant transactional costs, including but not limited to: building permit fees, utility relocation and connection fees, subdivision fees, transfer taxes, and transit fees.

**SECTION IX. ADDITIONAL TERMS AND CONDITIONS**

A. **Selected Applicant’s Team’s Responsibility**

The selected Applicant will be solely responsible for construction of all improvements according to OCII-approved construction documents, and in accordance with applicable City building codes. This includes, but is not limited to, all on-site improvements and any changes from existing conditions, including underground utilities, street lighting, curbs, gutters, street trees and sidewalks. The Developer Team will be solely responsible for all transactional costs and closing requirements, including, but not limited to, title insurance, escrow fees, parcel maps, etc.

B. **Applicant’s Duty of Loyalty**

Applicant for itself and its Contractors agree to abide by OCII’s duty of loyalty, which appears at (Prohibited Activities of Present and Former Employees, Commissioners and Consultants) of OCII’s Personnel Policy and which states in part the following: “Unless approved in advance in writing by OCII, no present or former employee, Commissioner or consultant of OCII shall knowingly act for anyone other than OCII in connection with any particular matter in which OCII is a party, or has a direct and substantial interest, and in which he or she participated personally and substantially as an OCII employee, Commissioner or consultant whether through decisions, recommendations, advice, investigation or otherwise. Violation of this section by a present employee, consultant or Commissioner may, in the case of an employee or consultant, be grounds for discharge or termination of the consultant contract, and in the case of a Commissioner, be considered misconduct in office pursuant of California Health and Safety Code Section 33115.”

C. **OCII Non-Responsibility**

OCII has no obligation to demolish any improvements on the Site, remove, relocate or install utilities, complete on-site or off-site preparation work or improvements, or make any changes whatsoever to existing conditions.

D. **Geotechnical Investigations**

All geotechnical investigation must be conducted by a licensed geotechnical engineer, retained by the Applicant, to investigate and supervise excavation and recompaction efforts as necessary, which investigations may only occur upon the issuance of a permit to enter the Site by OCII.
E. **Environmental Review Approvals**

The selected Applicant will be responsible for securing all environmental review approvals necessary to move forward with the development of the Site. These reviews may include the requirements of the California Environmental Quality Act (“CEQA”), the National Environmental Protection Act (“NEPA”) and/or Section 106 of the National Historic Preservation Act (“NHPA”), as applicable.

F. **Accessibility Requirements**

The selected Applicant will be responsible for meeting all applicable accessibility standards related to publicly-funded multifamily housing development under Section 504 of the Rehabilitation Act of 1973, the Architectural Barriers Act, the Americans with Disabilities Act, the Fair Housing Amendments Act of 1991, and Title 24 of the California Code of Regulations. If selected, Applicants must submit the permit set of architectural plans for the Site to the Mayor’s Office on Disability for review and approval. Additionally, OCII requires an architect’s certification at the completion of project design and construction that the improvements built are in accordance with all local, state and federal laws and regulations with respect to access for persons with disabilities.

G. **Applicants Expenses**

1. The Applicant responding to this RFP does so at its own expense. OCII will not consider any costs related to preparing the Proposal or negotiating the development contract as reimbursable. The foregoing notwithstanding, OCII will reimburse the cost for architectural massing drawings required by this RFP as set forth in Section IX.G.2 below.

2. OCII is requiring the submittal of an architectural massing concept as part of this RFP. In order to mitigate some of these costs to the Developers submitting submittals, OCII will reimburse those Developers whose principal office is located in San Francisco and whose Proposal, in the sole discretion of OCII, has met each of the minimum qualifications described in Section VI, Submission Requirements of this RFQ. The total aggregate payment for architectural reimbursables by OCII shall not exceed $50,000, and payments to Applicants who submit complete Submittals shall be prorated accordingly, in an amount not to exceed $5,000 per Applicant. Qualifying Developers seeking architectural reimbursement payments must submit invoices from their architects.

H. **OCII Right to Modify or Suspend RFQ**

OCII, through its Executive Director, reserves the right at any time, in its sole and absolute discretion, to modify or suspend any and all aspects of the selection process, including, but not limited to this RFP, and all or any portion of the contractor selection process in or subsequent to the RFP; to obtain further information from any Applicant member, to waive any defects as to form or content of the RFP or any other step in the selection process; to reject any and all responses submitted; to reissue the RFP; procure the desired services by any other means or not proceed in procuring the services; to negotiate with any, all, or none of the respondents to this RFP as to fees, scope of services, or any other aspect of the RFP or services; to negotiate and modify any and all terms of an agreement; and to accept or reject any Developer Team.
I. **Claims Against OCII**

Each Applicant member, by responding to this RFP, waives any claim, liability or expense whatsoever against OCII and its respective officers, commissioners, employees and agents by reason of any or all of the following: any aspect of this RFP, the selection process or any part thereof, any informalities or defects in the selection process, the failure to enter into any agreement, any statements, representations, acts or omissions of OCII, the exercise of any discretion set forth or concerning any of the foregoing, and any other matters arising out of all or any of the foregoing.
# List of Attachments

**To be submitted with Submission Package:**

<table>
<thead>
<tr>
<th>Attachment #1:</th>
<th>Applicant Description Form</th>
</tr>
</thead>
<tbody>
<tr>
<td>Attachment #2:</td>
<td>Staffing Workload Form</td>
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<tr>
<td>Attachment #3:</td>
<td>Comparable Projects Experience Form</td>
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<td>Attachment #4:</td>
<td>San Francisco Projects Experience Form</td>
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<td>Attachment #5:</td>
<td>Property Manager Experience Form</td>
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<td>Attachment #6:</td>
<td>Social Services Provider Experience Form</td>
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<tr>
<td>Attachment #7:</td>
<td>Disclosure Questions</td>
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<td>Attachment #8:</td>
<td>Statement of Compliance with OCI Policies &amp; Certification of Applicant</td>
</tr>
<tr>
<td>Attachment #9:</td>
<td>Offer to Negotiate Exclusively</td>
</tr>
<tr>
<td>Attachment #10:</td>
<td>Submission Checklist</td>
</tr>
</tbody>
</table>

**To be completed by recommended Developer only after evaluation and interviews.**

| Attachment #11: | Declaration of Nondiscrimination in Contracts and Benefits |
| Attachment #12: | Small Business Enterprise Agreement                        |
| Attachment #13: | Minimum Compensation Policy Declaration                    |
| Attachment #14: | Health Care Accountability Policy (HCAP) Declaration        |
| Attachment #15: | Prevailing Wage                                            |
| Attachment #16: | Permanent Workforce                                        |
| Attachment #17: | Construction Workforce                                     |

**For information purposes only.**

| Attachment #18: | Final Map Block 8711, Lot 21 (aka Block 6 East) |
| Attachment #19: | MOHCD Developer Fee Policy                          |
| Attachment #20: | Area Median Income (“AMI”) Levels for 2014          |
| Attachment #21: | MOHCD/OCI Industries Uses by Sources example        |
| Attachment #22: | Policy on the Inclusion and Funding of Commercial Space in MOHCD-Funded Housing Developments (for reference only) |
| Attachment #23: | Selected pages from Mission Bay Major Phase Application relevant to Block 6 East |

RFP: Block 6 East, Mission Bay South
Version: 5/14/2014
## ATTACHMENT #1: APPLICANT DESCRIPTION

### A. Developer Entity Information *(repeat section as necessary if Applicant is a joint venture or partnership)*

<table>
<thead>
<tr>
<th>Name of Developer</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Type of Organization <em>(i.e. 501(c)3, corporation, LLC, etc)</em></td>
<td></td>
</tr>
<tr>
<td>Percent Ownership of Proposed Project</td>
<td></td>
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</tbody>
</table>

### B. Key Personnel of Developer *(repeat this section as necessary for all Key Personnel of Developer(s); indicate which Developer person is employed by if Applicant is joint venture or partnership; please place a * next to the name of the Lead Contact Person for the Developer)*

<table>
<thead>
<tr>
<th>Name</th>
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<tbody>
<tr>
<td>Title <em>(and Developer Name if multiple Developers in Applicant)</em></td>
<td></td>
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<tr>
<td>Role on Proposed Project</td>
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<td>Address</td>
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<tr>
<td>Phone</td>
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<tr>
<td>Fax</td>
<td></td>
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<tr>
<td>Email</td>
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</tbody>
</table>

### C. Architect Information

| Name of Architect Firm |  |
| Name of Contact Person |  |
| Address |  |
| Phone |  |
| Fax |  |
| Email |  |

### D. Other Personnel *(repeat this section as necessary for all Other Personnel of the Applicant, i.e. Social Services Provider, Consultants, Property Manager, etc, who will NOT have any ownership interest in the proposed project)*

| Name |  |
| Title |  |
| Role on Proposed Project |  |
| Address |  |
| Phone |  |
| Fax |  |
| Email |  |

---

**NOTE:** This form will be posted along with the RFP on the Agency’s website and can be downloaded and filled out electronically. The completed form however must be submitted as a hard copy along with all other proposal materials as outlined in the RFP.

OCII – HOUSING RFP
Version April 2014
### ATTACHMENT #2: STAFFING WORKLOAD FORM

<table>
<thead>
<tr>
<th>Staff Name/Position Title</th>
<th>Total FTE %</th>
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<tbody>
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<tr>
<td>By Task</td>
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</table>

<table>
<thead>
<tr>
<th>Projects (1) (2)</th>
<th>Other</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Administration</td>
</tr>
</tbody>
</table>

(1) List all development projects, including the subject site, (existing or contemplated) that each person is expected to spend time on, (from Start predev date to Start of Construction)

(2) Attach additional sheets if necessary

---

**NOTE:** This form will be posted along with the RFP on the Agency's website and can be downloaded and filled out electronically. However, the completed form must be submitted as a hard copy along with all other proposal materials as outlined in the RFP.
ATTACHMENT #3: COMPARABLE PROJECTS EXPERIENCE

Please complete this chart to describe Developer’s experience in projects that are comparable to the proposed project, as defined in the RFP. Developer may submit up to three (3) comparable projects completed within the last five (5) years.

Developer Name: ______________________

<table>
<thead>
<tr>
<th>Project Name and Address</th>
<th>PROJECT #__</th>
</tr>
</thead>
<tbody>
<tr>
<td>Developer Name (if different than above)</td>
<td></td>
</tr>
<tr>
<td>Developer Role (i.e. managing partner, limited partner, consultant, etc)</td>
<td></td>
</tr>
<tr>
<td>Current Project Status (predev, in construction, complete)</td>
<td></td>
</tr>
<tr>
<td>Total Number of Residential Units</td>
<td></td>
</tr>
<tr>
<td>Unit Mix (i.e. # of studios, 1-Bdrms, etc)</td>
<td></td>
</tr>
<tr>
<td>Total Residential Square Footage</td>
<td></td>
</tr>
<tr>
<td>Total Square Footage of Commercial Area and Use, if any</td>
<td></td>
</tr>
<tr>
<td>Population Served (including average affordability level)</td>
<td></td>
</tr>
<tr>
<td>Green Building Features, if any</td>
<td></td>
</tr>
<tr>
<td>Construction Type (and indicate material, i.e. wood, steel, etc)</td>
<td></td>
</tr>
<tr>
<td>Construction Start Date</td>
<td></td>
</tr>
<tr>
<td>Construction Completion Date (actual or estimated)</td>
<td></td>
</tr>
<tr>
<td>Total Development Cost</td>
<td></td>
</tr>
<tr>
<td>Financing Sources &amp; Contact Info (list entity, contact names and phone numbers for each source)</td>
<td></td>
</tr>
<tr>
<td>Government Affordable Housing Program, if any (provide program name, agency, contact names/phone)</td>
<td></td>
</tr>
<tr>
<td>Budget/Schedule Variance (describe any variance from budget and schedule approved at construction start; explain amount, length of time, reasons and source of funds to cover additional costs)</td>
<td></td>
</tr>
</tbody>
</table>

NOTE: This form will be posted along with the RFP on OCII’s website and can be downloaded and filled out electronically. The completed form however must be submitted as a hard copy along with all other proposal materials as outlined in the RFP.
**ATTACHMENT #4: SAN FRANCISCO PROJECTS EXPERIENCE**

Please complete this chart to describe Developer’s experience in projects that *within San Francisco only*. The Developer does not need to include any projects already listed under the Comparable Projects section.

Developer Name: __________________________

<table>
<thead>
<tr>
<th>Project Name and Address</th>
<th>PROJECT #</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Developer Name</strong> (if different than above)</td>
<td></td>
</tr>
<tr>
<td><strong>Developer Role</strong> (<em>i.e.</em> managing partner, limited partner, consultant, etc)</td>
<td></td>
</tr>
<tr>
<td><strong>Current Project Status</strong> (<em>i.e.</em> pre-dev, in construction, complete)</td>
<td></td>
</tr>
<tr>
<td><strong>Type of Project</strong> (<em>i.e.</em> Family Rental, Senior Rental, Supportive Housing, Homeownership)</td>
<td></td>
</tr>
<tr>
<td><strong>Total Number of Residential Units</strong></td>
<td></td>
</tr>
<tr>
<td><strong>Unit Mix</strong> (<em>i.e.</em> # of studios, 1-Bdrms, etc)</td>
<td></td>
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<tr>
<td><strong>Total Residential Square Footage</strong></td>
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<tr>
<td><strong>Total Square Footage of Commercial Area and Use, if any</strong></td>
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</tr>
<tr>
<td><strong>Population Served</strong> (<em>including average affordability level</em>)</td>
<td></td>
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<tr>
<td><strong>Green Building Features</strong>, if any</td>
<td></td>
</tr>
<tr>
<td><strong>Construction Type</strong> (*and indicate material, <em>i.e.</em> wood, steel, etc)</td>
<td></td>
</tr>
<tr>
<td><strong>Construction Start Date</strong></td>
<td></td>
</tr>
<tr>
<td><strong>Construction Completion Date</strong> (<em>actual or estimated</em>)</td>
<td></td>
</tr>
<tr>
<td><strong>Total Development Cost</strong></td>
<td></td>
</tr>
<tr>
<td><strong>Financing Sources &amp; Contact Info</strong> (<em>list entity, contact names and phone numbers for each source</em>)</td>
<td></td>
</tr>
<tr>
<td><strong>Government Affordable Housing Program Involvement</strong> (<em>briefly describe</em>)</td>
<td></td>
</tr>
<tr>
<td><strong>Budget/Schedule Variance</strong> (<em>describe any variance from budget and schedule approved at construction start; explain amount, length of time, reasons and source of funds to cover additional costs</em>)</td>
<td></td>
</tr>
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</table>

*NOTE: This form will be posted along with the RFP on the Agency's website and can be downloaded and filled out electronically. The completed form however must be submitted as a hard copy along with all other proposal materials as outlined in the RFP.*
ATTACHMENT #5: PROPERTY MANAGEMENT EXPERIENCE

Please complete this chart to describe all comparable projects currently managed, preferable in San Francisco.

Property Manager Name: ____________________________

<table>
<thead>
<tr>
<th>Project Name and Address</th>
<th>Owner’s Name</th>
<th>Project Type (i.e. family rental, senior rental, ownership)</th>
<th>Total # of Residential Units and Unit Mix (i.e. # of Studios, 1-Bdrms, etc)</th>
<th>Population Served (incl. avg. affordability level)</th>
<th>Building Type (i.e. townhouses over flats, high-rise, etc)</th>
<th>Government Program, if any (incl. program, agency, contact name and phone number)</th>
<th>Dates Managed (if contract was terminated by owner, describe circumstances)</th>
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NOTE: This form will be posted along with the RFP on the Agency’s website and can be downloaded and filled out electronically. The completed form however must be submitted as a hard copy along with all other proposal materials as outlined in the RFP.

OCII – HOUSING RFP; Version April 2014
ATTACHMENT #6: SOCIAL SERVICE PROVIDER EXPERIENCE

Please complete this chart to describe all comparable projects in which services are being provided by the Social Service Provider, preferably in San Francisco.

Social Service Provider Name: ____________________________

<table>
<thead>
<tr>
<th>Project Name and Address</th>
<th>Owner's Name</th>
<th>Total # of Residential Units and Unit Mix (i.e. # of Studios, 1-Bdrms, etc)</th>
<th>Population Served (incl. avg. affordability level)</th>
<th>List of Services Provided (indicate if provided on-site or off-site)</th>
<th>Staffing Level (# of Staff, Title/Role, and % of FTE)</th>
<th>Funding Source (amount and type, i.e. operating budget, HSA contract, etc)</th>
<th>Dates Services Provided (if no longer providing services, explain reason)</th>
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OCII – HOUSING RFP; Version April 2014
ATTACHMENT #7

DISCLOSURE QUESTIONS

Instructions: Please respond completely to each question listed below using the space provided. Use a separate sheet of paper, if necessary. Please state “No” or “None” when appropriate. Do not leave a question blank or state “N/A”. If the applicant is an individual, then the information relative to that individual should be disclosed. If the applicant is a group or joint venture, then information relative to each member of the group or entities that comprise the joint venture should be disclosed. If the applicant is a corporation, then the information relative to the corporation should be disclosed.

1. Has applicant ever defaulted on a loan or other financial obligation? This includes all affiliate corporations and partnerships in which applicant is a general partner. If so, please describe the circumstances including dates and current status.

Answer: ______________________________________________________

2. Are there any prior or pending legal proceedings, actions, convictions or judgments that have been filed against applicant or its wholly owned subsidiaries, or any prior or pending arbitrations or mediations. If so, provide dates the complaints were filed and the present status of the litigation or the status of the arbitrations or mediations.

Answer: ______________________________________________________

3. Are there any prior or pending administrative complaint/hearing against or any debarment or suspension of or other administrative determination by any federal, state or local government entity relating to applicant, against any of applicant’s affiliated corporations or partnerships in which applicant is a general partner, or other business entity. If so, please describe the circumstances including dates, agency or body conducting the investigation or inquiry and the current status.

Answer: ______________________________________________________

4. Has applicant or its wholly owned subsidiaries ever filed for bankruptcy. Please include dates and jurisdiction of filing, the reason, and current status.

Answer: ______________________________________________________

1 For the purposes of this RFP, the term “applicant” shall mean and refer to the respondent to this RFP regardless of legal form. Thus applicant applies to individuals, sole proprietorships, joint ventures, unincorporated associations, partnerships, LLCs, LLPs, corporations (whether for profit, nonprofit, California or out of state) and any other entity legally entitled to do business in the State of California.
5. Describe any business, property, gifts, loans, investments or other financial relationships applicant, its individual principals, corporation, LLC, LLP or any of applicant's affiliated corporations or partnerships in which applicant is a general partner, or other business entity, with any member of the Agency Commission or his/her immediate family which are financial interest as defined by Section 87103 of the Fair Political Practices Act.²

Answer: 

Applicant(s) hereby certify under penalty of perjury under the laws of the State of California that all information provided in the Disclosure Questionnaire is true and correct.

Date: ___________________  Signed: ___________________

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² In summary, Government Code Section 87100 requires any public officials participating in making decisions to refrain from using their official position to influence a governmental decision in which they know or has reason to know they have a financial interest. Section 87103 defines a financial interest as one that has a material, financial effect on the official or a member of their immediate family as follows: business interest – over $2,000; real property interest – over $2,000; other source of income within 12 months before the decision – over $500; gift or intermediary for donor of gift within 12 months - $250; business entity in which the official is a director, officer, partner, trustee, employee or holds a position of management. See Government Code Section 87103 for the complete definition.
ATTACHMENT #8

STATEMENT OF COMPLIANCE WITH AGENCY POLICIES
& CERTIFICATION OF APPLICANT

Applicant(s) __________________________ agree(s) to comply with all of the Agency’s policies, including but not limited to insurance and indemnification requirements found in this RFP.

Date: ___________ Signed: __________________________

Applicant(s) hereby certify under penalty of perjury under the laws of the State of California that all information provided in the application is true and correct.

Date: ___________ Signed: __________________________
ATTACHMENT # 9
OFFER TO NEGOTIATE EXCLUSIVELY

Office of Community Investment and Infrastructure
One South Van Ness Avenue, Fifth Floor
San Francisco, CA 94103

Attention: Tiffany Bohee
Executive Director

Ladies and Gentlemen:

Exclusive Right to Negotiate

Parcel [ ], Assessor's Block [ ], Lot [ ]

[Name of Project Area]

The undersigned developer ("Developer") hereby submits to the Office of Community Investment and Infrastructure ("OCII"), an Offer to Negotiate Exclusively ("Offer") for up to 90 days for the right to lease and develop the subject property, Parcel [ ] (the "Site"), located at [describe location], according to the development opportunity set forth in OCII’s Request for Proposals dated [ ], hereinafter called the "RFP". This Offer may be extended for up to three (3) additional 90-day periods at the sole discretion of the Executive Director of OCII.

The 90-day Offer period shall begin on the date of the OCII Commission’s approval of such Exclusive Negotiations, as memorialized by an OCII Resolution. During the Exclusive Negotiations period, OCII and Developer shall seek to complete a long-term [_________], which shall set forth the terms of the Developer’s program and development for the Site.

The Developer hereby delivers its Offer to Negotiate Payment (the "Payment") in the form of a certified check or cashier’s check, unless otherwise waived by OCII, made payable to the Office of Community Investment and Infrastructure in the amount of [_________] ([$_________]).

This Offer to Negotiate Exclusively is made upon the following terms and conditions:

1. The Developer understands and agrees that:

   (a) The Payment of [_________] ([$_________]) shall become non-refundable in the event that the Commission approves the Developer for Exclusive Negotiations for development of the Site. The Payment shall be refunded to the Developer if it is not selected to enter Exclusive Negotiations.
(b) The Offer to Negotiate Payment requirement may, at OCII’s sole discretion, be waived for California-based nonprofit corporations with 501(c)(3) federal tax-exempt status.

2. The Developer agrees (1) that OCII shall have no liability whatsoever of any kind or character; and (2) that the Developer has no, and shall not obtain, any claim or claims against OCII or OCII Property (all as hereafter defined), directly or indirectly, by reason of all or any of the following:

(a) Any aspect of the RFP, including any information or material set forth herein or referred to therein.

(b) Any modification or suspension of the RFP or any modification of the scope of the project described in the RFP, or informalities or defects therein.

(c) Any modification of or informality or defect in the selection procedure or any act or omission of OCII with respect thereto, including, but not limited to, OCII due diligence regarding any developer, including contacts and consultations with any developer as to any matter.

(d) The rejection of any Offer to Negotiate Exclusively, including this Offer to Negotiate Exclusively.

(e) The acceptance by OCII of any Offer to Negotiate Exclusively, including this Offer to Negotiate Exclusively.

(f) Entering into and thereafter engaging in Exclusive Negotiations.

(g) The termination of Exclusive Negotiations.

(h) Entering into any Ground Lease, Loan Agreement, Development and Disposition Agreement, or any other agreement relating to the RFP or as a result thereof.

(i) Any statements, representations, acts or omissions of OCII in connection with all or any of the foregoing.

(j) The exercise of any OCII discretion set forth in or with respect to any of the foregoing.

(k) If the Developer is selected for Exclusive Negotiations but the Developer is not approved by OCII for any reason, OCII shall retain the Payment as liquidated damages. The Developer agrees that [_______] [($_______)] is a reasonable sum, considering all the circumstances existing at the date of this agreement, including the relationship of the sum to the range of harm to OCII that reasonably
could be anticipated, and the anticipation that establishing proof of actual damages would be costly, difficult, and inconvenient. In placing their initials below, each party specifically confirms the accuracy of the statement made above and the fact that each party was represented by counsel who explained the consequences of this liquidated damages provision at the time this agreement was made.

OCII Initials__________ Developer Initials_______

(1) Any and all other matters arising out of or directly or indirectly connected with all or any of the foregoing.

The undersigned further, by its execution of this Offer to Negotiate Exclusively, expressly and absolutely waives any and all claims against OCII and OCII Property, directly or indirectly arising out of or in any way connected with all or any of the foregoing.

For purposes of this Section 3, the word "OCII" includes its members, officers, employees, agents, successors, and assigns; and the words "OCII Property" include property which is the subject of the RFP and all other property of OCII, real, personal or of any other kind or character. The words "claim or claims" include any and all protests, rights, remedies, interests, objections, claims, demands, actions, or causes of action of every kind or character whatsoever, in law or equity, for money or otherwise, including but not limited to claims for loss, expense or damage, claims to property, real or personal, or rights or interests therein, and claims to contract or development rights or development interests of any kind or character in any OCII property. The words "Developer" or "developers" includes any person, entity or group responding to OCII’s RFP through an executed Offer to Negotiate Exclusively.

3. The Developer understands that the nature and type of development is subject to the approval of OCII. The Developer further understands that it will be required to make full disclosure to OCII of its principal officers, stockholders, members, and all other pertinent information concerning the Developer and its associates.

4. The Developer understands that its selection of an architect and any other principal association of the undersigned Developer for the purpose of developing the Site is subject to the approval of OCII.

5. If OCII accepts its Offer to Negotiate Exclusively, the Developer understands that there shall be no change in its composition or any interest therein by transfer, assignment or otherwise, nor any interest therein or any part thereof, to any person or entity without the prior written consent of OCII after approval by the OCII Commission.

6. The Developer understands that if it is not selected to enter Exclusive Negotiations in the event of the rejection of the undersigned and/or the selection of another developer, the [_____] [($_______)] Offer to Negotiate Payment shall be returned to the undersigned Developer, without interest.
7. The Developer understands that the OCII Commission must approve and authorize acceptance of this Offer and any extension of the up to 90-day negotiations period.

8. The Developer understands that during the period of Exclusive Negotiations it will negotiate in good faith any and all agreements between itself and OCII that the OCII requires.

9. The Developer understands that negotiations may be extended beyond the up to 90-day period by agreement of OCII and itself to enable the undersigned Developer and OCII to negotiate any and all agreements required by OCII.

10. The Developer understands that OCII will not solicit or consider any other Proposals or negotiate with any other developer during the period of Exclusive Negotiations.

11. The Developer understands that if negotiations culminate in agreements with OCII, such agreements becomes final only after and if the agreements have been considered and approved by the OCII Commission, and, as applicable, the San Francisco Board of Supervisors after public hearings, and the agreements are thereafter duly executed.

12. The Developer understands that it, as well as its consultants, contractors, subcontractors and tenants, will be required as part of any agreement approved under Paragraph 10 above to comply with OCII’s Equal Opportunity Program requirements throughout the development process, including the submission of an Equal Opportunity Program for OCII approval. The Developer understands that OCII’s Contract Compliance division is available to assist in formulating an Equal Opportunity Program.

13. The Developer understands that it, as well as its contractors and subcontractors, will be required as part of any agreement approved under Paragraph 12 above to comply with OCII’s Prevailing Wage Provisions (Labor Standards) throughout the development process. The Developer acknowledges that the Prevailing Wage Provisions are set forth as an attachment to the RFP and that OCII’s Contract Compliance Division is available to assist in the interpretation and implementation of such provisions.

14. The Developer acknowledges that it has read the RFP and the contents of the Developer’s Packet, and by this offer further acknowledges and accepts all of the matters set forth therein. The Developer understands that failure to include all required information required by the RFP may be grounds for rejecting this offer.
The parties hereby agree to the terms of this Offer to Negotiate Exclusively, as indicated by the signatures of their authorized representatives, below:

OFFICE OF COMMUNITY INVESTMENT AND INFRASTRUCTURE:

By __________________________
   Executive Director
Date __________________________

DEVELOPER:

By: __________________________
   Title:

By: __________________________
   Title:
Date __________________________
VI. A DEVELOPMENT CONCEPT AND FINANCING
1. Narrative
2. Sources & Uses Pro-Forma
3. Financing Plan
4. Cash Flow
5. Commercial Pro-Forma (if applicable)
6. Community Outreach Plan
7.a Massing Concept - Narrative
7.b.i. Massing Concept - Drawings - Site Plan
7.b.ii. Massing Concept - Drawings - Sections
7.b.iii. Massing Concept - Drawings - Floor Plans
7.b.iv. Massing Concept - Drawings - Elevations

VI. B APPLICANT DESCRIPTION
1. Applicant Description Form, Attachment #1.
2. Résumés
3.a. Organizational Docs: Certificate of good standing from California Secretary of State
3.b. Organizational Docs: Certification of 501(c)3 status from the Internal Revenue Service (if applicable)
3.c. Organizational Docs: Certification of 501(c)3 status from the California Franchise Tax Board (if applicable)
3.d.i. Organizational Docs: Federal Tax Returns (last 2 years), or
3.d.ii. Organizational Docs: Audited Financial Statements (last 2 years)

VI. C DEVELOPER EXPERIENCE AND CAPACITY
1.a. Developers Experience in Comparable Projects: Project Details, Attachment #3
1.b. Developers Experience in Comparable Projects: Community Outreach Narrative
2. Developers Experience in Other San Francisco Projects, Attachment #4
3. Developers Workload Capacity, Attachment #2

VI. D ARCHITECT EXPERIENCE AND CAPACITY
1.a. Architects Experience in Comparable Projects: Description of comparable projects
1.b. Architects Experience in Comparable Projects: Photos of interiors and exteriors of comparable projects
2. Architect’s “Green” Experience:
3. Architect’s Project Experience Outside San Francisco
4. Architect’s Experience with Local Regulatory Agencies:
5. Architect’s Workload Capacity Attachment #2

VI. E PROPERTY MANAGEMENT EXPERIENCE
Attachment #5, the Property Management Experience Form.

VI. F SOCIAL SERVICE PROVIDER EXPERIENCE (if applicable)
1. Narrative
2. Attachment #6, Social Service Provider’s Experience Form.

VI. G OTHER REQUIRED INFORMATION
1. Disclosure Questions, Attachment #7
2. Statement of Compliance with Agency Policies, Attachment #8
3.a. Offer to Negotiate Exclusively Form, Attachment #9
3.b. Offer to Negotiate Exclusively Deposit

Applicant hereby certifies that all items checked on this form are included in the submitted Proposal

Signature

Date