

THE COMMUNITY REDEVELOPMENT AGENCY
OF THE CITY OF LOS ANGELES, CALIFORNIA
(CRA/LA)

Request for Proposals (RFP No. NP-9803)
for the Sale of Property and Development Opportunity
on the former Mary McLeod Bethune Library Site

(APN: 5040-030-905)

KEY RFP DATES

RFP Issued – August 3, 2009

Pre-Submittal Conference – August 21, 2009

Written Questions Due – October 1, 2009

Proposal Due Date – October 30, 2009

CRA/LA Board of Commissioners

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www.crala.org

August 3, 2009

For More Information Concerning This Opportunity Contact:
Ms. Donna Yep, Contracts Officer at dyep@cra.lacity.org

TABLE OF CONTENTS

	Page
EXECUTIVE SUMMARY	1
I. THE OPPORTUNITY	3
II. SITE / AREA INFORMATION	3
Site Description	3
CRA/LA Land Use Requirements and City Zoning.....	4
Planning and Entitlement	4
III. GOALS AND OBJECTIVES	11
Project Area Goals and Objectives	11
IV. DEVELOPER RESPONSIBILITIES AND CRA/LA POLICIES	12
Developer Responsibilities	12
Labor and Contract Requirements for Development	12
Not a Contract Offer.....	16
CEQA Clearance	16
Local Hiring Program Requirements.....	16
Sustainable Development.....	17
Construction Careers and Project Stabilization Policy	17
Healthy Neighborhoods Policy.....	17
Standard Terms and Conditions	17
Other CRA/LA Policies	18
V. RFP PROCESS.....	19
Pre-Submittal Conference	19
Submission Requirements.....	19
VI. QUALIFICATIONS: SELECTION PROCESS, CRITERIA, SUBMITTALS	22
Evaluation Criteria for Qualifications.....	22
Submission Procedures.....	23
Inquiries	24
Deadline Date to Submit Proposal	24
Markings/Wrapping.....	24
Electronic Submittals Unacceptable	24
On-Time Delivery	24
Proposed RFP Time Schedule	25
Evaluation Criteria	25
Contact with CRA/LA Staff During Selection Process.....	25

Erasures	26
Signature	26
Cover Letter	25
Proposal Format	25
Completion Proposals.....	25
Examination of Contract Documents	25
Amendments to the RFP	27
Late Proposals.....	27
Right to Reject All Proposals	27
Confidentiality	28
Protest and Appeals Procedures	28
 VII. GENERAL NOTICES.....	 36
Restriction on Disclosure Data	37
Proposal Preparation Expenses	37
Modification or Withdrawal of Offeror's Proposal.....	38
Misunderstandings.....	38
Forms & Other Documents To Be Submitted	38
 VI. EXHIBITS	 38
Exhibit A - Business Profile Form	
Exhibit B - Business Credit Report Form	
Exhibit C - Living Wage Subcontractor Compliance	
Exhibit D - Equal Benefits Compliance Form	
Exhibit E - Contractor Responsibility Questionnaire	

EXECUTIVE SUMMARY

Sale Price:	To be determined based on proposal from Development Team(s). A recent appraisal report is being prepared and the value will be disclosed at the Pre-Proposal Conference.
Potential Development Opportunity:	The Community Redevelopment Agency of the City of Los Angeles ("CRA/LA") is seeking proposals from qualified and experienced developers for development of a CRA/LA owned site consisting of one parcel.
Location:	The CRA/LA owns property located at 3671 – 89 South Vermont Avenue ("Property") in the Exposition / University Park Redevelopment Project Area ("Project Area"). The Property (APN 5040-030-905) is located across the street from the University of Southern California.
Property Disposition:	The Property is for sale by the CRA/LA for a sales price to be determined in accordance with the proposed use. Respondents to this RFP must submit a proposed acquisition price for the Property. Respondents offering less than the appraised value will be required to justify, on the basis of the uses proposed, any reduction in value.
Developer Selection Process:	1) Proposal submittal 2) Evaluation of submittals by CRA/LA review panel 3) Development Team(s) may be selected and approved by CRA/LA Board of Commissioners and City Council to enter into an Exclusive Negotiation Agreement
Pre-Submittal Meeting:	August 21, 2009 at 10:00 AM at CRA/LA Central Office, 354 S. Spring Street, 6 th Floor Board Room, Los Angeles, CA 90013
Proposals Due:	October 30, 2009 3:00 PM (PST)

**For Further Information
Contact:**

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I. THE OPPORTUNITY

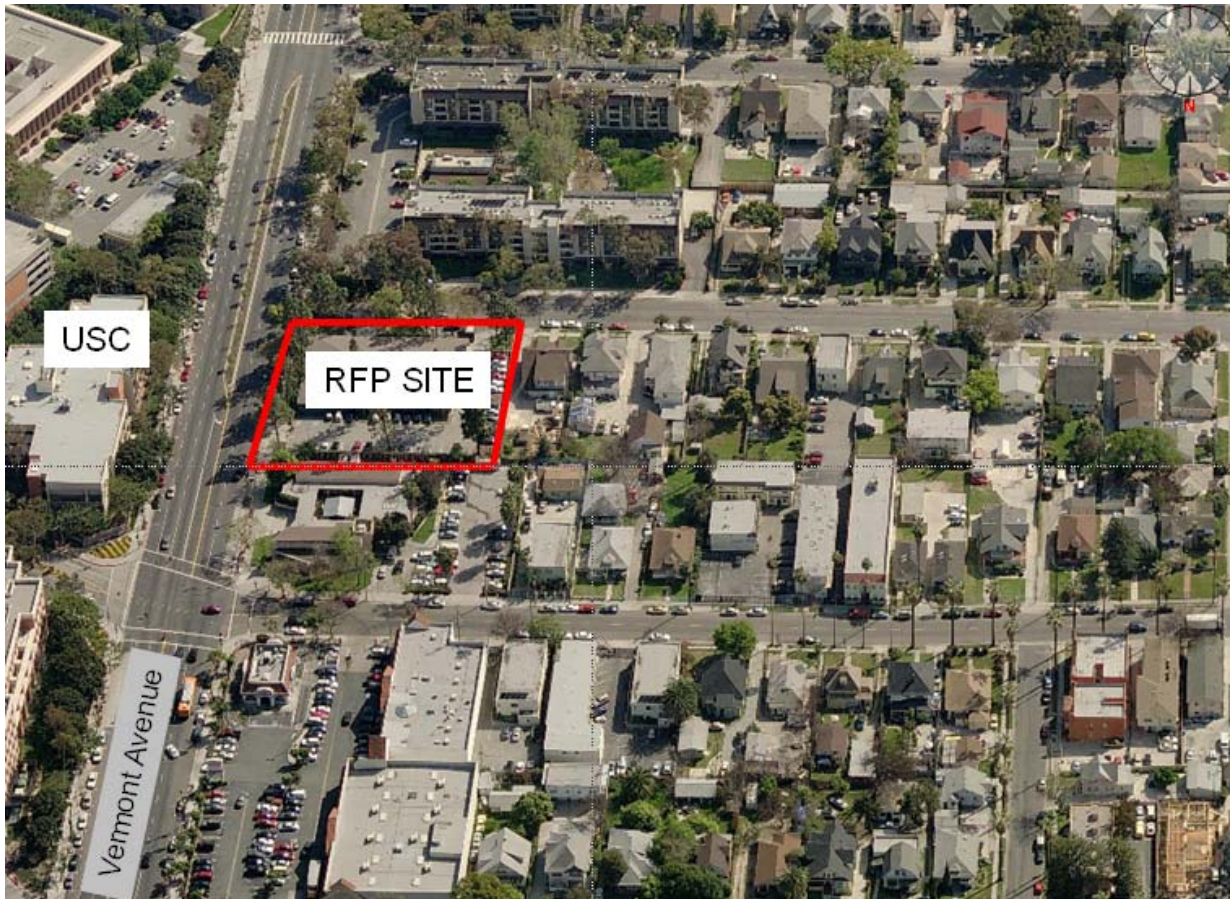
The CRA/LA is seeking proposals from a qualified Development Team for the redevelopment of this opportunity site located at 3671 – 89 South Vermont Avenue in the Exposition / University Park Redevelopment Project Area in Council District Eight. The Property is strategically located along Vermont Avenue, a major commercial corridor with heavy vehicular traffic and public transit lines. In addition, Vermont Avenue marks the westerly border of the USC campus, a school with a student and professional population of approximately 33,500.

The selected Development Team(s) will enter into an Exclusive Negotiating Agreement (“ENA”) with CRA/LA. Upon the completion of a successful negotiation, CRA/LA and the Development Team(s) will enter into a Disposition and Development Agreement (“DDA”), outlining in detail the terms and conditions of the Property conveyance, the development scope and timeline, and any financial assistance provided by CRA/LA. It will also detail performance schedules, construction and design requirements, public contracting requirements and non-performance remedies.

II. SITE / AREA INFORMATION

A. Site Description

The area under consideration for redevelopment is located at 3671 – 89 South Vermont Avenue and comprises approximately 34,000-square feet of land area. The Property was previously improved with the Exposition Park Dr. Mary McLeod Bethune Regional Branch Library, a 9,720-square foot, one-story Class “C” building. In the summer of 2008, the Los Angeles Public Library completed construction and opened a replacement 14,500-square foot library, Exposition Park Regional Branch Library, located at 3900 South Western Avenue. In the first quarter of 2009, CRA/LA acquired the Property and is in the process of demolishing the existing improvements to make way for redevelopment of the opportunity site.



B. CRA/LA Land Use Requirements and City Zoning

The CRA/LA land use requirements for the Site is detailed in the Redevelopment Plan (“Plan”) for the Hoover Redevelopment Project. Pursuant to Section 511 of the Plan, the Site “shall be privately developed and used for Commercial purposes, such as service establishments, retail shops, business offices, professional offices, and other similar uses”. The Plan also outlines that the Site has a “limitation on the size of buildings, the ratio of the gross floor area of buildings to the area of the parcels upon which they are situated shall not exceed 2.5 to 1; the amount of land which may be covered by buildings shall not exceed 75 percent; and the height of buildings shall not exceed three stories”. However, under exceptional circumstances CRA/LA staff can seek Board approval to permit minor variations from the limits, restrictions, and controls set forth in the Plan as stated in Section 526. In such instances, justifications must be made to merit seeking such variations from the Plan.

The Site is located in the South Los Angeles Community Plan Area. The General Plan land use is Public Facilities and is zoned PF-1.

C. Planning/Entitlement

The CRA/LA shall determine the appropriate level of environmental review of the proposed project required by the California Environmental Quality Act (“CEQA”). The CRA/LA shall do so at the time a project scope is determined, based on the proposed use of the property. The costs of preparation of CEQA documentation, related studies, and the applicable CRA/LA CEQA fee will be borne by the Developer Team. In addition, it will ultimately be the Development Team’s responsibility and risk to pursue the entitlements required for the selected project.

D. Neighborhood Context

The Site is located in the Exposition/University Park Redevelopment Project area. It is an older neighborhood where most of the present housing stock dates from the early part of the 20th Century. However, Los Angeles’ high demand in housing and retail services have encouraged new development such as Leighton Townhomes and University Gateway.



The Site previously housed the Dr. Mary McLeod Bethune Public Library, named after the historical figure. Mary McLeod Bethune, born in 1875 in South Carolina, was one of the great educators in the United States and a powerful champion of racial equality. In 1904, Bethune founded the Daytona Literary and Industrial School for Training Negro Girls, now known as the Bethune-Cookman University. In 1936, President Franklin D. Roosevelt appointed Bethune her director of African American affairs in the National Youth Administration and a special advisor on minority affairs. In her 8 years of service, she supervised the expansion of employment opportunities and recreational facilities for African American youth throughout the United States.

The area has experienced steady development activity, despite the downturn in the real estate and capital markets. Below is map that illustrates various development projects that are in the entitlement stage or in construction.

**PROPERTY
FOR SALE**

3025 S. Figueroa St.
3-story residential, 34
apartments

2700 S. Figueroa St.
7-story mixed-use, 171
apartments. 22.500



505-511 W. 31st St
5-story mixed-use,
30 apartments. 864

3245 S. Figueroa St.
8-story mixed-use, 421
apartments. 83.000 retail

3574-84 S. Figueroa St.
6-story mixed-use, 56
apartments. 18.220 retail

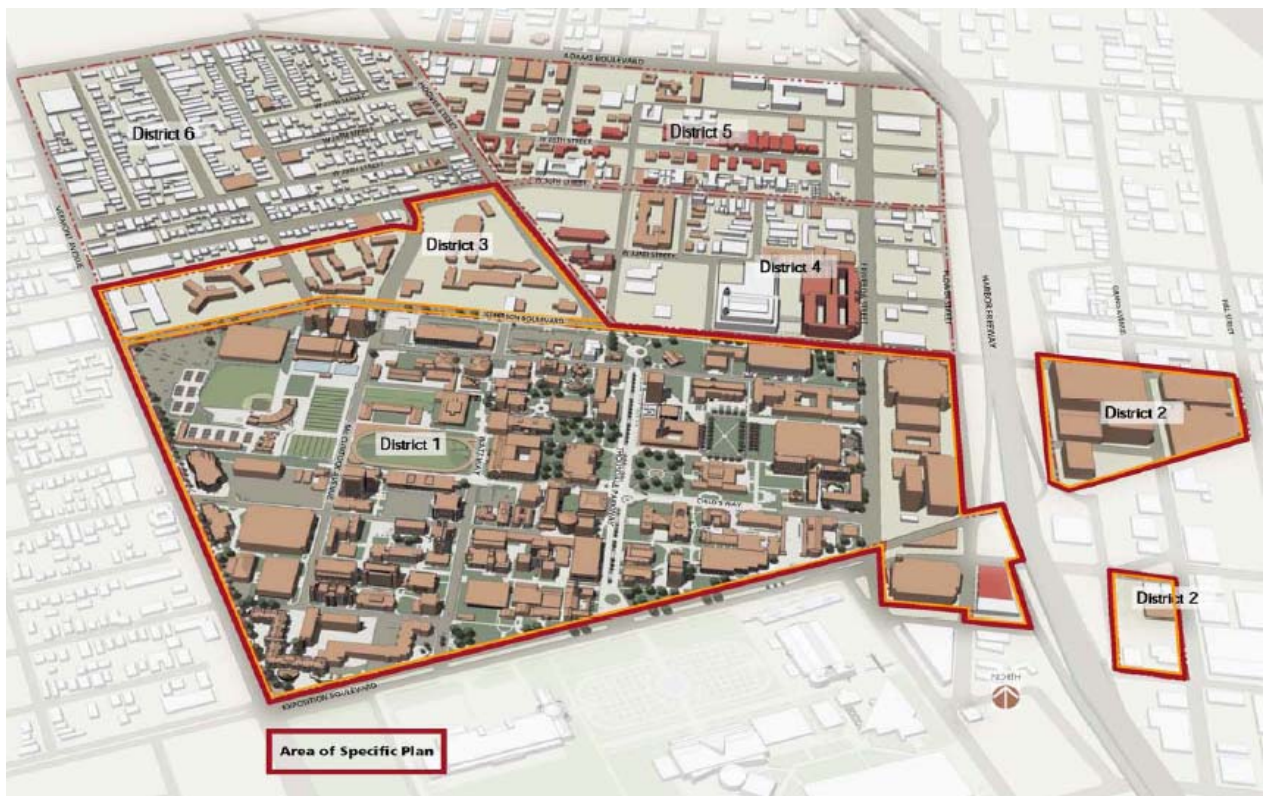
3901-25 S. Vermont Ave.
140 senior apartments

535 W. 41st St.
32 senior apartments

University of Southern California

The University of Southern California is located across the street from the Site. Established in 1880, the USC campus spans 226 acres and is home to the USC College of Letters, Arts and Sciences, the Graduate School, and many more professional schools. The undergraduate student body is estimated to be at 16,500 and the graduate and professional body is estimated to be 17,000. USC is currently

undergoing a master planning effort to provide a visionary framework for the physical development of the campus in concert with the surrounding community. The planning process considers several principles to enable USC to be a sustainable campus in an urban community: accommodate various academic growth, redevelopment of underutilized land and buildings, open space, traffic mitigation, accommodate student housing needs on campus, enhance pedestrian experience, and foster an appropriate connection between the campus and surrounding community. USC is currently working with the City's Department of City Planning in updating a Specific Plan to allow for the anticipated development with proposed maximum thresholds of 2.5 million square feet of academic use, 2 million square feet of housing, 5,400 student beds, 250 faculty units, and 165,000 square feet of hotel/conference space. The Draft EIR is set to be released for public comment in July 2009.



Expo Line

The Exposition Light Rail Transit Line (“Expo Line”) is currently under construction and will travel along the Exposition railroad right-of-way between downtown Los Angeles and Culver City. With its 8.6 mile route, the Expo Line is expected to relieve traffic congestion on the I-10 Freeway. Scheduled to open in the summer of 2010, the Expo Line will have a transit stop at Exposition Boulevard and Vermont Avenue, located approximately 1,000 feet from the Opportunity Site. The anticipated proximity to an Expo Line transit stop provides potential opportunities for redevelopment of the Opportunity Site into a strategic transit-oriented development.





Figueroa Corridor Improvements

The California State Legislature created The Housing and Emergency Shelter Trust Fund of 2006 (Proposition 1C) with the intention that the proceeds of the bonds deposited in the fund shall be used to fund housing-related programs. The amount available under Proposition 1C was approximate \$1.35 billion. On February 28, 2008, the California Department of Housing Community Development (“HCD”) announced the availability of approximately \$240 million in funding for the Infill Infrastructure Grant Program funded through Proposition 1C. The Infill Infrastructure Grant Program

provides gap funding for infrastructure improvements necessary to facilitate new infill housing development. Funds are available for parks and open space development, utility improvements and relocation, streets and roads, transit linkages and facilities, facilities that support pedestrian and bicycle transit, traffic mitigation, site preparation or demolition, and sidewalk or streetscape improvements. CRA/LA, in partnership with two local Business Improvement Districts, submitted a \$30 million Figueroa Corridor Project grant application.

On July 16, 2008, HCD announced the award of Proposition 1C funding for CRA/LA's Figueroa Corridor Project for \$30 million, including \$2 million for the Exposition Park Sports Fields gap funding and \$1.5 million for Martin Luther King Jr. Boulevard streetscape improvements. The EXPO Center Multiuse Sports Field, located on Vermont Avenue, will feature synthetic turf that can accommodate a variety of field sports and recreational activities year round. The State 1C funds will fund the synthetic turf and a portable covering system for the field, so that parking can continue to be accommodated for USC football games at the nearby Memorial Coliseum, and provide funding for the purchase and installation of a pre-engineered restroom facility.

Improvements along Martin Luther King Jr. (between Vermont Avenue and Figueroa Street) Design and build streetscape improvements include new street trees, transit shelters, pedestrian lighting and new landscaped median to connect Figueroa Street along the southern edge of Expo Park to Vermont Avenue. This further extends the connectivity from South Los Angeles neighborhoods to the Figueroa Corridor and connection to Downtown and the Expo Line.

In April 2009, CRA/LA applied to Metro's 2009 Call for Projects for funding for regional capital transportation projects and program within Los Angeles County. CRA/LA was awarded with almost \$1.7 million for additional pedestrian improvements along Martin Luther King Jr. and Menlo Avenue.

4. Encourage a thriving commercial environment which will contribute to neighborhood improvement;
5. Establish opportunity areas to specifically encourage private investment;
6. Provide housing for households at all income levels;
7. Improve the quality of the environment; and
8. Create a better quality of life.

This RFP represents part of a concerted effort with the City and community to transform Vermont Avenue into a thriving transit oriented corridor. The Property provides a unique setting for implementing these planning principles. Development proposals should be catalytic, capable of changing the aesthetic of Vermont Avenue.

The overall goals for the redevelopment of this Property include:

- Redeveloping Site into a catalytic, urban infill project sensitive to community architecture and context;
- Provide the community with much needed services such as retail options, jobs, and housing; and
- Compensation to CRA/LA for its acquisition expenses and long-term benefits to City's taxes.

IV. DEVELOPER RESPONSIBILITIES AND CRA/LA POLICIES

A. Developer Responsibilities

1. Purchase the Property from the CRA/LA;
2. Develop the Property in accordance with the applicable City and CRA/LA land use approvals, the Scope of Development and Schedule of Performance, and pay prevailing wages to all workers performing on-site work;
3. Obtain relevant local entitlements and approvals for proposed project; and
4. Construct proposed project pursuant to approved plan and CRA/LA policies.

The CRA/LA shall not be liable for any real estate commission or brokerage fee that may arise from the transfer of the property.

B. Labor and Contract Requirements for Development

This RFP includes the following information on laws that affect development projects. This section highlights requirements relating to prevailing wage, discrimination provisions in contracts and local hiring opportunities which will apply to a project that could develop as a result of this RFP.

1. Prevailing Wage

The California Labor Code and CRA/LA policy require that prevailing wages must be paid to all workers performing on-site on a public project. A project such as the one anticipated as a result of the RFP is considered a public project and triggers prevailing wage requirements set forth in the California Labor Code, Section 1771, et. seq. All selected Development Teams must abide by CRA/LA's Prevailing Wage and Equal Opportunity standards. The Development Team or Owner shall pay or cause to be paid to all workers employed in connection with the development of the Site, not less than the prevailing rates of wages, as provided in the statutes applicable to CRA/LA's public works contracts, including without limitation Sections 33423-33426 of the California Health and Safety Code and Sections 1770-1780 of the California Labor Code, and in accordance with CRA/LA's "Policy on Payment of Prevailing Wages By Private Developers or Owner-Participants" dated February 1986. CRA/LA's Prevailing Wages Policy is available on the website at <http://www.crala.org>.

The prime contractor is responsible for the compliance of all subcontractors, including lower tier subcontractors, with prevailing wage provisions. The contractor and all subcontractors are required to file labor compliance documents with supporting documentation, including certified payrolls. Written documentation must be filed within 10 days of issuance of a Notice to Proceed. Certificates of Completion are not issued until all required documents are filed.

The General Prevailing Wage Determination made by the California Director of Industrial Relations is available via the internet at www.dir.ca.gov/DLRS/PDW.

2. Public Art Policy

The proposed development will be required to conform with the CRA/LA Art Policy, which requires that one percent (1%) of development costs (excluding the cost of land and affordable housing) be budgeted for public art. Up to sixty percent (60%) of the Public Art Budget maybe applied to on-site art, with a minimum of forty percent (40%) of the Public Art Budget contributed in cash to the Cultural Trust Fund. CRA/LA Art Policy can be found on the CRA/LA website (<http://www.crala.net>) under "Jobs and Contracting Opportunities".

All developments with a DDA or other legal agreement between the developer and the CRA/LA are subject to the CRA/LA's Public Art Policy. CRA/LA's Art Policy can be viewed at the CRA/LA's website at www.crala.org.

3. Insurance

Any contract with the CRA/LA will require the developer, or developer's contractors, to carry workers' compensation, general liability, and as applicable, professional liability (errors and omissions) and automobile liability insurance coverage in limits to be determined at a later time.

a. Workers' Compensation

In accordance with State Workers' Compensation laws, the developer shall carry workers' compensation in statutory limits and employers' liability insurance of not less than one million dollars covering illness, injury and disease for all persons employed in the performance of services under this contract.

b. General Liability (Bodily Injury and Property Damage)

Developer shall carry commercial general liability insurance (bodily injury and property damage) in an amount to be determined prior to awarding of any contract. Such policy shall name the CRA/LA and the City of Los Angeles as additional insured followed by endorsement and requires a thirty (30) days notice to the CRA/LA in writing prior to cancellation, termination or expiration of any kind.

c. Automobile Liability

Developer may be required to carry automobile liability insurance in an amount to be determined prior to awarding of any contract. Such policy shall require a thirty (30) days notice to the CRA/LA in writing prior to cancellation, termination or expiration of any kind.

Development Team will be required to provide the CRA/LA with a certificate verifying such coverage

d. Self Insurance

If self insured, the developer will be required to provide the CRA/LA with a letter certifying their self-insured status along with a financial statement certified by a CPA documenting the developer's reserve account established for the specific insurance program. Such insurance and/or retention programs must provide the CRA/LA with at least the same amount of protection from liability and defense of suits as would be afforded by first dollar insurance. The CRA/LA's Risk Management Unit shall approve all self-insurance programs in advance.

e. Professional Liability (Errors and Omissions)

Developer shall cause architects and engineers providing services to the development to carry Professional Liability Insurance covering the Errors and Omissions exposure in an amount not less than \$1,000,000. Prior to the commencement of construction on the Site, the developer shall furnish or cause to be furnished to the CRA/LA duplicate originals or appropriate certificates of such coverage.

f. Evidence of Insurance

The Developer will be required to provide the CRA/LA with a certificate verifying such coverage and endorsements acceptable to the CRA/LA before commencing services under any contract awarded by the CRA/LA.

Please submit with your proposal, a copy of your firm's current insurance certificate(s) as proof of current insurance coverage even though such coverage may not yet comply with the insurance requirements for the proposed contract as set forth in this RFP.

If your current insurance coverage does not meet the insurance requirements indicated for the proposed contract, compliance with these requirements must be met prior to the award of any contract.

g. Modifications to Insurance Coverage

The CRA/LA reserves the right throughout the term of any contract awarded by the CRA/LA to change the amounts and types of insurance required hereunder by giving the developer ninety (90) days written advance notice of such change. If such change(s) should result in substantial additional cost to the developer, the CRA/LA agrees to negotiate additional compensation proportional to the increased benefit to the CRA/LA and City of Los Angeles.

4. Credit Information

The CRA/LA requires updated information for all prospective borrowers (i.e., developers). Developers shall submit the credit report authorization form included in the Appendices. A partnership or proprietorship should complete both the individual and business application forms. See Exhibit "D" for a copy of a Business Credit Report Form.

5. City Requirements

The Developer shall comply with all codes, permit and fee requirements of the City of Los Angeles. The Developer shall make appropriate street dedications, as necessary, and be responsible for the construction of improvements in adjoining public rights-of-way in conformance with the standards of the City of Los Angeles.

6. Equal Opportunity/Affirmative Action Requirements

It is the policy of the CRA/LA to provide minority, women and other business enterprises (M/W/OBE's) with the opportunity to compete for and participate in the performance of all CRA/LA contracts. Any firm who is awarded a contract will be required to make its best efforts to recruit M/W/OBE's and enhance employment opportunities for minorities, women and others for subcontract opportunities created by any contract. In accordance with the CRA/LA's Policies and Goals for Equal Opportunity and Affirmative Action, all respondents (the prime or lead developer and each proposed subcontractor) are required to complete and return the enclosed Exhibit "B" Business Profile Form with its proposal. A Summary of the CRA/LA's Equal Opportunity/Affirmative Action Policies is available on the CRA/LA's website at www.crala.org. If respondents are successful in obtaining a contract, they will be required to make their best efforts to recruit minority women, and other business enterprises for subcontract opportunities created by any contract(s)

7. CRA/LA's Living Wage, Service Contract Worker Retention, Contractor Responsibility And Equal Benefits Policies

This development shall be subject to the applicable provisions of the CRA/LA's Living Wage, Service Worker Retention, Contractor Responsibility and Equal Benefits Policies, as amended from time to time. These policies are available on the CRA/LA's website at www.crala.org.

C. Not a Contract Offer

This RFP is not a contract offer, a request for technical services or an agreement to construct any project that may be proposed or otherwise submitted and does not commit the CRA/LA to enter into any exclusive negotiating agreement, disposition and development agreement, ground lease, or any other agreement, or to accept any part of any proposal, including, without limitation, a selected proposal, or to pay any costs incurred in submission of any proposal. Should this process result in an Exclusive Negotiating Agreement, the execution of such agreement does not constitute a contract, agreement or promise that such agreement will lead to a Disposition and Development Agreement, or that the CRA/LA will agree to build or have built any proposed project.

D. CEQA Clearance

The selected proposal(s) will be subject to CEQA analysis. It will be the Development Team's responsibility to retain an environmental consultant to complete the CEQA review process at the earliest stage of the project's development. CRA/LA has a list of qualified environmental planning consultants that will be made available. CRA/LA will serve as the lead agency for the CEQA clearance.

E. Local Hiring Program Requirements

Selected Development Team(s) must comply with CRA/LA's Local Hiring Program Requirements (Rev. 7/9/08). Contractors and others engaged in construction and rehabilitation are encouraged to hire and train the maximum feasible number of employees from the community. In addition, CRA/LA wants to actively encourage local hire of permanent employees in commercial projects. Local Hire Goals for construction and permanent jobs are typically negotiated on a project-by-project basis.

F. Sustainable Development

Development Team(s) are encouraged to comply with the City's Sustainable Building Initiative. This may include use of active and passive energy conservation techniques, use of recycled materials and "green" materials, and use of water conservation techniques including xeriscaping and other conservation methods as may be recommended by relevant agencies. Provision of storage areas for recycling, solid waste management techniques, and incorporation of design features allowing flexibility to use reclaimed gray water are encouraged. The City's Sustainable Building Initiative can be found at: <http://eng.lacity.org/projects/sdip/>.

G. Construction Careers and Project Stabilization Policy

The Construction Careers and Project Stabilization Policy is a local hiring program applied to all CRA/LA Board-approved projects that meet certain thresholds. The Westlake Theatre Mixed Use Project exceeds these thresholds and is therefore subject to the Policy. The Policy seeks to ensure that CRA/LA-created job opportunities benefit local residents, particularly those living in or adjacent to CRA/LA project areas, and that residents with barriers to employment and new entrants have access to job opportunities, training and support to advance in construction careers.

Under the Policy, construction of the Project will be subject to a Project Labor Agreement with the Los Angeles/Orange Counties Building and Construction Trades Council, by which the Developer will work with the community and construction unions to ensure that project area and local residents perform 30% of total project work. Further, 10% of all construction work hours will be performed by local residents with barriers to employment, and 50% of apprentice work hours by local residents. Their hours may be counted toward the overall, 30% requirement.

The Construction Careers Policy also requires that project developers hire an organization to act as a "Jobs Coordinator." Organizations will be selected on a project-by-project basis from the CRA/LA's pre-qualified list. The Jobs Coordinator will assist the employer in meeting the local hiring requirement through outreach and work-readiness programs.

H. Healthy Neighborhoods Policy

This development shall be subject to the applicable provisions of the CRA/LA's Healthy Neighborhoods Policy which can be viewed at: www.crala.net/internet-site/Documents/Adopted-Policies-and-Procedures.cfm.

I Standard Terms and Conditions

Any contract awarded will incorporate the CRA/LA's Standard Terms and Conditions (Rev. 1/08). (Exhibit C)

1. Please review the CRA/LA's Standard Terms and Conditions (Rev. 1/08) (Exhibit C). If your firm accepts the provisions therein, provide a statement in your PROPOSAL similar to the following:

"We _____ (enter the name of your firm) have reviewed the CRA/LA's Standard Terms and Conditions (Rev. 1/08), (Exhibit C) as specified in this RFP No. NP 9803, and accept the provisions as outlined therein."

2. Please submit with your proposal, a detailed explanation in writing, for any and all exceptions and/or deviations to the CRA/LA's Standard Terms and Conditions.
3. Developer awarded a contract must have or obtain a Business Tax Registration Certificate (BTRC No.) or a Vendor Registration Number (VRN) for the City of Los Angeles. Developers are not required to obtain a BTRC number at the time of submittals for this RFP.
4. Any Contract awarded may be subject to the applicable provisions of the City of Los Angeles Slavery Disclosure Ordinance (SDO), as amended from time to time. The City's Slavery Disclosure Ordinance can be viewed at www.lacity.org.

J. Other CRA/LA Policies

The selected development team will be required to comply with the insurance requirements, and all applicable CRA/LA policies and standard requirements, including, but not limited to the following: the CRA/LA's Living Wage Policy (LWO), Service Contract Worker Retention (SCRW), Contractor Responsibility (CRO), Equal Benefits Policies (EBO), Prevailing Wage Policy, Healthy Neighborhood Policy, Affordable Housing Policy, and other CRA/LA, City, and/or Federal Terms and Conditions as applicable. This development shall be subject to the applicable provisions of the CRA/LA's Living Wage, Service Worker Retention, Contractor Responsibility and Equal Benefits Policies, as amended from time to time. These policies are also available on the CRA/LA's website at www.crala.net/internet-site/jobs_Contracting/Contracting_policies.cfm.

V. RFP PROCESS

A. Pre-Submittal Conference

A non-mandatory Pre-Submittal conference will be held at the CRA/LA Central Office, located at 354 S. Spring Street, 6th Floor Board Room, Los Angeles, CA 90013 on August 21, 2009, at 10:00 AM. Although this meeting is not mandatory, all interested proposers are highly encouraged to attend as all plans, building analyses and studies will be described at the meeting. Please RSVP to Donna Yep at (213) 977-1844 or at dyep@cra.lacity.org if you plan to attend.

B. Submission Requirements

The respondent is required to submit the following minimum information as part of their proposal. If, upon review, CRA/LA staff requires additional information, the CRA/LA reserves the right to request it. Proposals must be complete and provide a concise description of capabilities to satisfy the requirements of this RFP.

1. Cover Letter

Must be signed by a principal or office authorized to represent and commit on behalf of the firm(s).

2. Identification of Development Team and Associates

For each of the principal parties comprising the proposed Development Team, please provide:

- Name, address, telephone number and email address of Development Team and project manager (if appropriate).
- Identification and organization of Development Team (individual, company, corporation, partnership, joint venture, other).
- Identification of principals of development organization and project manager (corporate officers, principal stockholders, general and limited partners) and manager to be responsible for proposed project.
- Indication of any relationships the development organization may have with a parent corporation, subsidiaries, joint ventures or other entities. If a joint venture is proposed, percentage of ownership of each entity should be specified. Describe the financial, liability-related and other decision-making relationships.
- Identification of all key project team members including resumes of assigned personnel, describing relevant project experience as related to the subject proposal and specific required technical skills.

3. Business Profile and Credit Report Forms

Development Team shall complete a Business Profile Form for the prime (lead) consultant and for each proposed sub-consultant. (Note: Business Profile Forms shall include information regarding the consultant's local/regional office). CRA/LA also requires updated information for all prospective borrowers (i.e., Development Team). Development Team shall submit the credit report authorization form included in the Appendices. A partnership or proprietorship should complete both the individual and business application forms.

4. Development Team Qualifications

The Development Team's ability to see a project through from concept to fruition is of particular interest. Strong weight in the evaluation process will be given to a Development Team that has the experience and track record in each of these areas. Keep each project description and pictures limited to two pages. Please provide:

- A list of similar development projects in which the Development Team and proposed associates have participated, describing the relationships to these projects (i.e. developed, owned, operated or managed) and a general description of the project including any unique challenges. Identify the location, total project costs, land uses, length of time to complete and actual completion date. If projects include retail uses, please provide a list of tenants and level of pre-lease/sales at opening. Identify which of the listed similar projects have been successfully completed, and which have been completed over and under budget.
- Descriptions and illustrations of the proposed architect's work on development projects that have been built or are under construction. These projects should be of a similar magnitude to the proposed development of the site. If possible, include photographs of these projects.
- For each project or relevant experience, a name and phone number of a contact person familiar with this project who can act as a reference.

5. Development Program

Please provide the following:

- Conceptual descriptions of proposed uses, project vision, timing and phasing.
- Description of the proposed development program, identifying square footage of commercial area and/or unit number and bedroom count of residential areas, including type of housing (rental, for-sale, etc.), amount of parking, and construction type. Include letters of intent from prospective tenants, if applicable. The proposed development should be described in sufficient detail to form the basis for the Development Team's preliminary cost estimates.
- Discuss how the development program relates to the surrounding area and CRA/LA's vision for the Site.
- A list of proposed government actions that may be required to complete this project (i.e. zoning variance, street widening, utility relocation, etc.)

6. Design Program

Please provide the following:

- A conceptual site plan; and
- Renderings of the site and surrounding area.

7. Financial Analysis and Capacity

This section has two areas of focus: the financial analysis of the project and the Development Team's capacity to secure the required financing.

a. Financial Analysis of the Development Program

Provide a separate development proforma for each piece of the proposed development, corresponding to the narrative description of the Development Program. The proforma should include direct and indirect costs, development cost estimates and income and operating cost projections for a minimum of ten years in current dollars, and clearly set forth the expected return on cost. Please include a statement of all assumptions (e.g. cost per foot, sale per foot, construction and permanent loan terms, cap rate, etc.) affecting the economic feasibility of the project.

Indicate anticipated amount of equity and financing costs within the proforma. Identify any projected financial gap and the proposed public subsidy.

b. Financial Capability

For each of the principal parties comprising the proposed Development Team, please provide:

- A certified financial statement of each of the principal parties of the Development Team, current within six months or, upon request, an audited statement current within twelve months; the status of any and all pending litigation against the Development Team, its subsidiaries, or affiliates. CRA/LA reserves the right to inspect the book and records of each prospective Development Team.
- Copies of any financial rating reports or other documents indicating the financial condition of the Development Team.
- A list of names and addresses of bank(s) and/or other financial institution(s) references.
- Provide banking references with authorization to contact references and a willingness to post letters of credit necessary to fund predevelopment costs, including but not limited to, securing entitlements and environmental.

8. Business Terms

Business Terms must include, at minimum, the following:

- Purchase Price. The Project Area expended a large amount of its tax increment funds to purchase the Property as it presents a viable opportunity site. It is the hope of the CRA/LA to recapture the expenses and utilize the funds to implement the Project Area's goals and objectives. Indicate the dollar amount the Development Team is proposing to purchase the Site.
- Proposed deal structure. Indicate division of responsibilities for the project's successful completion.
- Initial conditions. Indicate any initial conditions or requirements, which are needed to be granted by a government entity, including CRA/LA. These initial conditions include, but are not limited to, financial assistance, monetary contributions or land write down, tax credit programs, technical assistance, City variances or special entitlement processing, and any similar contingency which could result in additional time and resources on CRA/LA's or City's behalf to complete the project.
- Project Time Schedule. A schedule of performance outlining the estimated time for each step and phase (if appropriate), including a summary "time line" or other similar graphic representation of the development process. The schedule should recognize the time involved in finalizing development agreements, receiving project entitlements, designing the project, financing the project, commencing construction and completing construction, lease negotiations, marketing and final occupancy.
- Community Benefits Package. Proposal of benefits, which will come from the construction and ongoing operation of the proposed development. Examples of community benefits include: living wage jobs, job training opportunities, affordable housing, public open space, new tax revenues (sales & property). If discussing jobs, please provide an estimate of jobs to be retained and new temporary and permanent jobs to be created.
- Compliance with CRA/LA policies.

VI. QUALIFICATIONS: SELECTION PROCESS, CRITERIA, & SUBMITTALS

A. Evaluation Criteria For Qualifications

All proposals received in response to this RFP will be evaluated in accordance with the following criteria (See Section VI.I. below for additional details regarding evaluation criteria):

Development Team Qualifications

Development Team has put together a complete team to take the project from concept to completion and has clear delineation of roles. The identified individuals who will be

working on this specific project have worked on similar projects and have the capacity to fulfill their responsibilities. Demonstrated experience of the Development Team in successful financing, redevelopment, operation and economic performance of projects in on time. Experience working with the public sector in public/private real estate development projects. Quality of architecture and urban design aspects of completed projects. Strong references from previous projects completed. Indication that the entities within this Development Team have worked together successfully on previous projects.

Design / Development Program

Thoughtful urban design concept that includes sustainable aspects and strong open/public space plan. Site plan that flows into the public right of way and creates a vibrant street frontage. Appropriate urban design concept and density. Experience with the product type being proposed and prior relationship with proposed tenants. Understanding of the regulatory approval process, as reflected in the Development Program as well as the project schedule and business terms. Quality and compatibility of vision with the Redevelopment Plan goals. How well the proposed use integrates with surrounding uses and demonstrates the Development Team's understanding of the current market and community. Identification, level of commitment, and desirability of anchor retail/commercial users, if relevant. Use and incorporation of Mary McLeod Bethune's legacy into the design and/or development program.

Financial Analysis and Capacity

Thoughtful cost estimations that are consistent with the project's timeline for implementation and expectations of return. Credibility of proposed economic assumptions. Evidence of financial resources consistent with project requirements. Demonstrated ability to finance similar size projects. Leveraging of private or non-CRA/LA funds to cover all costs associated with the proposed development.

Business Terms

The feasibility of the proposed business terms and the amount of public financial assistance necessary relative to the public benefit received and risk assumed by CRA/LA and the City. Initial conditions or requirements from CRA/LA and City to complete project. Financial compensation to CRA/LA for the transaction. Continuing financial benefit to the CRA/LA and the City of Los Angeles (e.g. property taxes, sales taxes, etc.). Thoughtful and creative approach to complying with public benefit and development requirements of CRA/LA. Positive impact of the development on surrounding neighborhood, including number and quality of jobs generated, services provided to community, and/or range of housing units built.

B. Submission Procedures

Applicants shall submit one original (unbound) and nine (9) bound copies (total of 10 sets); of all proposal documents, plus one complete copy of your proposal on a CD (in PDF format) to:

The Community Redevelopment Agency
of the City of Los Angeles, California

354 South Spring Street, Suite 500
Attention: Records Department - RFP No. NP-9803
Los Angeles, CA 90013,

C. Inquiries

All inquiries concerning this RFP and the Project in general, shall be directed in writing to:

The Community Redevelopment Agency
of the City of Los Angeles, California
354 South Spring Street, Suite 500
Los Angeles, CA 90013, RFP No. NP-9803
Attention: Ms. Donna Yep, Contracts Officer

Or by email: dyep@cra.lacity.org

Ms. Yep may be reached at (213) 977-1844. Any CRA/LA answers about this RFP shall be posted on the CRA/LA web site at www.crala.org. All potential respondents to the RFP should check the CRA/LA web site on a regular (at least weekly) basis for updates and answers to inquiries.

The deadline to submit all written inquiries related to this RFP shall be October 1, 2009.

D. Deadline Date To Submit Proposals

In order to be considered, proposals shall be received by the CRA/LA no later than **3:00 P.M. on October 30, 2009.**

E. Markings/Wrapping

The proposals shall be in an envelope or package marked "SEALED PROPOSAL - RFP No. NP-9803, Mary McLeod Bethune Library Site".

F. Electronic Submittals Unacceptable

Submission of proposals by facsimile or e-mail is not acceptable.

G. On-Time Delivery

It is the sole responsibility of the applicant submitting the proposal to assume it is delivered on time. Any proposal submitted after the time and date in Paragraph 3 above will be returned unopened. The applicant is entirely responsible for the means of delivering the proposal to the specified location on time. Delays due to internal routing of misdirected proposals or due to verbal directions given by CRA/LA staff shall be the responsibility of the applicant.

H. Proposed RFP Time Schedule

The review and selection process is anticipated to take approximately 90 days from the “Due Date”. During this time period, CRA/LA staff will evaluate all proposals on the basis of the information submitted. RFP respondents may be asked to meet with CRA/LA personnel, Council Office and the community to present and/or discuss their proposals. After these discussions, staff may recommend to the CRA/LA Board of Commissioners (Board) the selection of a developer and the approval of an Exclusive Negotiation Agreement (ENA) with that developer for a 180-day period. The Board recommendation is subject to review and approval by the City Council.

I. Evaluation Criteria

In Phase I of the selection process, emphasis will be placed on the directly relevant qualifications and financial capacity of the respondent, and the financial terms being proposed. Submittals will be evaluated based upon the following criteria:

1. Development and Design concept of Project (20 points)
2. Financial compensation to CRA/LA for transaction (15 points)
3. Continuing economic benefit to CRA/LA and City (15 points)
4. Overall public benefit package for the Community, CRA/LA and City (15 points)
5. Developer team qualifications to develop similar projects on time and on budget (10 points)
6. Demonstrated capability to leverage financial resources to develop Project (10 points)
7. Realistic assumptions and expectations of return in financial analyses (5 points)
8. Understanding of the regulatory approval process, as reflected in the business terms and conceptual schedule (5 points)
9. Developer’s acceptance of RFP terms, completeness of submissions and compliance with the submission requirements of RFP (5 points)

J. Contact With CRA/LA Staff During Selection Process

During the period immediately following the deadline to submit Proposals and continuing until a recommendation has been submitted to the CRA/LA Board of Commissioners and the City Council, respondents are not to contact CRA/LA staff, Board Commissioners, or the Council Office. All questions or request for clarification or additional information shall be submitted to Ms. Donna Yep, Contracts Officer, as described in Section VI.C hereof. Any such contact may result in the immediate disqualification of any respondent from consideration.

K. Erasures

The proposal submitted must not contain erasures, interlineations, or other corrections unless each correction is authenticated by signing in the margin, immediately opposite the correction, by the person signing the proposal.

L. Signature

The proposal must be signed in the name of the firm and must bear the signature of the person authorized to sign proposals on behalf on the firm.

M. Cover Letter

Two (2) single-spaced pages maximum, signed by a principal or authorized officer of the proposing firm, summarizing the major points contained in the proposal, and providing the name, address and telephone number of the key contact person.

N. Proposal Format

The CRA/LA desires succinct proposals addressing the specific information requested herein. All proposals shall be in the format described herein and address all requirements in this RFP. In order to ensure that each proposal is reviewed and evaluated properly, it is important that each proposal follow the format with care.

O. Completion Of Proposals

Proposals shall be completed in all respects as required by the instructions herein. A proposal may be rejected if it is conditional or incomplete, or if it contains alterations of form or other irregularities of any kind. A proposal will be rejected if, in the opinion of the CRA/LA, the information contained therein was intended to fraudulently the CRA/LA in the evaluation of the proposal.

P. Examination Of Contract Documents

1. Applicants shall thoroughly examine the contents of this RFP. The failure or omission of any applicant to receive or examine any contract document, form, instrument, addendum, or other document shall in no way relieve the firm from obligations with respect to this RFP or to the contract to be awarded. The submission of a proposal shall be taken as prima facie evidence of compliance with this section.
2. If the applicant discovers any ambiguity, conflict, discrepancy, omission or other errors on the RFP, it shall immediately notify the CRA/LA of the error in writing and request modification or clarification of the document. Clarifications shall be given by written notice to all applicants participating in the RFP, without divulging the source of the request. Modifications shall be made by addendum issued pursuant to Section VI.C.
3. If an applicant fails to notify the CRA/LA of an error in the RFP before the date scheduled for submission of proposals, (or of an error, which reasonably should have been known to it), it shall submit the proposal at its own risk. If the ENA is

awarded to the applicant, it shall not be entitled to additional compensation or time by reason of the error or its subsequent correction.

Q. Amendments To The RFP

Any amendments to this RFP shall be effected in writing and issued by the CRA/LA's Contracts and Purchasing Department. If this RFP is amended, then all terms and conditions which are not modified remain unchanged.

All interested proposers shall acknowledge receipt of any amendment to this solicitation by including a statement in its proposal that it has received the amendment (the amendment number, if any, should be identified).

R. Late Proposals

It is the responsibility of each applicant to ensure that its proposal is received by the CRA/LA by to the time specified in this RFP. Any proposal received by the CRA/LA after the exact time specified for receipt is "late" and shall be date and time stamped and not considered for award, unless it is received before award is made to another entity and it:

1. Was sent by registered or certified mail and postmarked no later than the 5th calendar day before the date specified for receipt of proposals; or
2. Was sent by mail or messenger, and it is determined by the Deputy Chief of Operations – Administrative Services that the late receipt was due solely to mishandling by the CRA/LA after receipt by the CRA/LA; or
3. Is the only proposal received; or
4. Is received before the competitive range is established, and the CRA/LA's CEO or designee, determines that acceptance of the proposal would be in the public interest.

The "competitive range" is defined herein as those respondents who have a reasonable chance of receiving the contract. Upon receipt and opening of proposals, a preliminary analysis by the Proposal Evaluation Team will establish those proposals which are in the "competitive range". Once this preliminary analysis is complete, late proposals will not be accepted.

S. Right To Reject All Proposals

This RFP is not a contract offer, a request for technical services or an agreement to construct any project that may be proposed or otherwise submitted and does not commit the CRA/LA to enter into any ENA, Disposition and Development Agreement (DDA), Ground Lease, or any other agreement, or to accept any part of any proposal, including, without limitation, a selected proposal, or to pay any costs incurred in submission of any proposal. Should this process result in an ENA, the execution of such agreement does not constitute a contract, agreement or promise that such agreement will lead to a DDA or Ground Lease, or that the CRA/LA will agree to build or have built any proposed project.

T. Confidentiality

All documents submitted to the CRA/LA are generally subject to the California Public Records Act, and unless exempt from disclosure must be made available to members of the public upon request. However, upon specific written request by a respondent, specific documents submitted in response to this RFP may be kept confidential until the CRA/LA makes a final determination to proceed with developer selection by marking the documents "Confidential", "Trade Secret" or "Proprietary". At that time, confidential records may be returned to the successful respondent, if so requested. In the event the CRA/LA is required to defend an action under the Public Records Act with regard to a request for disclosure of any of the proposal documents marked "Confidential", "Trade Secret" or "Proprietary", the applicant who submitted and so marked such document agrees to defend and indemnify the CRA/LA from all costs and expenses of such defense, including reasonable attorneys fees of the CRA/LA or attorneys fees awarded by a court arising out of such action.

U. Protest And Appeals Procedures

A. Definitions

1. Interested Party. An actual or prospective respondent whose direct economic interest would be affected by the award of a contract or by the failure to award a contract.
2. Protest. A written objection by an interested party based in whole or in part on improprieties specifically concerning the RFP or process leading to the award or proposed award of a contract. A protest can also be submitted objecting to a solicitation or the cancellation of a solicitation.
3. Appeal. A written request by an interested party for a hearing in which the appellant presents specific, detailed facts and circumstances that demonstrate that either the CRA/LA and/or review team failed to fairly and equitably apply the RFP criteria and thus an opportunity for the appellant to contest the results of the proposal review process.

B. Procedures

1. Protest Policy

The CRA/LA shall consider all protests, whether protests are submitted before or after contract award. Protests received by the CRA/LA shall be immediately forwarded to the Contracts & Purchasing Manager. The procurement representative responsible for issuing the solicitation will prepare a written response with the assistance of the requesting department and City Attorney, as needed, and approved by the Deputy Chief of Operations – Administrative Services over Contracts and Purchasing Department or his/her designee.

In keeping with the CRA/LA policy to (i) provide fair and equal consideration in the selection of contractors and award of CRA/LA contracts, and (ii) preserve and protect the integrity of the procurement system, any interested party shall have the right to protest a potential or actual contract award. Protests regarding the solicitation process concerning objections to the form, format, or CRA/LA actions with respect to the solicitation process (under sealed bid Invitation for Bids or "IFBs" or negotiated RFPs) shall also be considered in accordance with this Procedure. All protests shall be resolved administratively in an economical and expeditious manner.

2. Timely Filing

The protest of a likely contract award to the selected developer must be promptly filed to afford the CRA/LA sufficient evaluation and response time prior to contract award. Untimely notice does not serve the interests of either party. The following protests, if not received by the CRA/LA within the established timeframes, may be deemed untimely:

Protests based on alleged improprieties in a solicitation shall be filed not later than ten (10) calendar days after the date the IFB or RFP is advertised and/or before bid opening or the closing date for receipt of proposals. Untimely protests may be denied on that basis unless the Contracts & Purchasing Manager or responsible official concludes that the issue(s) raised by the protest involves fraud, gross abuse of the solicitation process, or otherwise indicates substantial prejudice to the integrity of the CRA/LA 's contracting process.

3. Notice to Respondents

When a protest against the making of an award is received, the award will be withheld pending disposition of the protest and the respondents whose proposals might become eligible for award shall be informed of the protest. If appropriate, those respondents should be requested, before expiration of the time for acceptance of their proposal, to extend the time for acceptance to avoid the need for re-solicitation. In the event of failure to obtain such extension, consideration should be given to proceeding with award despite the protest, if one of the following conditions is met:

- a. The supplies or services to be contracted for are urgently required;
- b. Delivery or performance will be unduly delayed by failure to make award promptly;
- c. A prompt award will otherwise be advantageous to the CRA/LA.

4. Protest Format

The protesting party's submittal should reference all pertinent laws or regulations that are relied upon in support of the protest, as well as any contrary authority. Any documents relevant to the protest should be attached to the written submittal. Factual allegations in the written submittal must be supported by affidavit included with the written submittal. The CRA/LA, at its discretion, may decide the protest without requesting further submittal(s) from the party submitting the protest. Thus, the initial protest submittal should include all matters that the party wishes the CRA/LA to consider in deciding the protest outcome. Such matters include, but are not limited to, the following:

- a. The name and address of the interested party and its relationship to the procurement sufficient to establish that the protest is being filed by an interested party;
- b. Identification of the proposed project or contract
- c. Description of the nature of the protest
- d. Identification of the provision(s) of the solicitation, regulations, or laws upon which the protest is based (i.e., identification of the technical specifications or item of content in the IFB/solicitation)
- e. Copies of all (or any) documentation supporting the allegations in the protest.
- f. Statement of the specific relief requested

5. Action Pending Protest Decision

The Contracts & Purchasing Manager will take appropriate action based on the timely filing of protests to protect both the integrity of the procurement system and the best interests of the CRA/LA. The Contracts & Purchasing Manager shall work with the unit that is responsible for the procurement.

a. Pre-Award Protests

Where a timely protest has been filed prior to opening of bids or receipt of proposals, the Contracts & Purchasing Manager may need to extend the date of receipt to accommodate the time needed to resolve the protest and institute any necessary remedial measures. When bids have been opened or proposals received prior to the receipt of a timely protest, contract award shall not be made prior to five (5) working days after the resolution of the protest, unless the Contracts & Purchasing Manager documents and determines that one of the conditions set forth in Section 2(c) (Notice to Respondents) above applies.

b. Post-Award Protests

The CRA/LA is not required to suspend contract performance or terminate the awarded contract unless (i) it appears likely that an award may be invalidated and (ii) a delay in receiving the supplies or services is not prejudicial to the CRA/LA's interests. In this event, the Contracts & Purchasing Manager should consider seeking a mutual agreement with the contractor to suspend performance on a no cost basis.

c. Responses From Other Offerors

The Contracts and Purchasing Department may solicit protest responses from other offerors that have an interest in the outcome of the protest and can provide factual or legal input relevant to an equitable outcome of the protest. The time allowed by the CRA/LA's procurement representative for response from other offerors depends upon the nature and complexity of the protest but, except in extraordinary circumstances, shall not exceed ten (10) calendar days from the date the protest submission is received by such other interested parties.

d. Distribution of Responses

The procurement representative shall require that a copy of any response be provided to the party initially filing the protest and may, in his/her sole discretion, request or permit additional submissions from any party. The period for receipt of final submissions from any party, except in extraordinary circumstances, shall not extend beyond twenty (20) calendar days from receipt by the Contracts and Purchasing Department of the initial protest submission.

e. Proprietary Information

The procurement representative shall excise from any submission from any party information that has been identified as proprietary, and which, in his/her judgment, constitutes confidential or proprietary materials or materials which would give a party a competitive advantage, prior to furnishing such submission to any other party unless the person furnishing the information consents, in writing, to distribution of the information to other interested parties.

f. Interested Party Conference.

The Contracts & Purchasing Manager may on his/her own initiative or at the suggestion of any interested party, request a conference among all interested parties if it is deemed a conference to be beneficial to resolution of the protest.

6. Protests Received Prior to the Solicitation Due Date

Protests submitted during the solicitation process regarding the interpretation of specifications, technical requirements, or other apparent improprieties that affect the interested party's ability to submit a proposal and/or qualifications statements, shall be promptly resolved by the Contracts & Purchasing Manager.

A. The Contracts & Purchasing Manager shall promptly perform a review of the protest. After conferring with CRA/LA procurement and technical staff, including the City Attorney, if appropriate, the Contracts & Purchasing Manager shall determine if the protest has merit. If the protest appears meritorious, the Contracts & Purchasing Manager shall take following actions, as appropriate:

1. Revise the solicitation with an addendum to address any deficiencies, errors, or omissions, and make necessary corrections/clarifications
2. Extend the due date for submission of the proposals, giving proposers adequate time to review the revised information and modify their bid or proposal
3. Cancel the solicitation and re-solicit new bids/proposals/qualification statements, as applicable

7. Appeals Received After the Solicitation Due Date, but Before Contract Award

A. Appeal Filing Procedures

1. All written appeals shall be submitted to the CRA/LA by in accordance with the deadline described in the CRA/LA's notice to the respondent regarding its overall evaluation score.
 - a. Proposer's letter(s) of appeal shall be faxed to (213) 626-0090 or hand-delivered to the following address:

The Community Redevelopment Agency
of the City of Los Angeles
354 South Spring Street, Suite 500
Los Angeles, CA 90013
ATTN: Dushant Ahuja, Contracts & Purchasing Manager

2. Upon receipt of your Letter of Appeal, the CRA/LA will fax/email a confirmation receipt back to you. Your appeal is not registered until you receive this confirmation. The CRA/LA reserves the right to determine the timeliness of all Letter(s) of Appeal.

B. Purpose of the Appeals Process

The Appeals process gives the CRA/LA's Appeal Panel (AP) an opportunity to hear from proposers on the proposal review process. The AP will be listening to appellants' views about an area, or areas, of significance that they believe was overlooked in reviews just completed and that may have had a bearing on the proposal evaluation results. The AP (a) will listen to proposers, (b) may request information, (c) may ask clarifying questions and (d) will record their findings to assure that the review process was conducted properly. The AP Members will present the results of the appeals process to the CRA/LA Board of Commissioners.

C. Letter of Appeal Requirements

1. Only one appeal per proposal will be permitted. The Letter of Appeal shall request the CRA/LA to grant a hearing and shall set forth, in detail, the basis for the appeal. The Letter of Appeal shall not exceed two typewritten pages using 12-point font.
2. The Letter of Appeal may not include any new or additional information that was not originally submitted with the proposal in question. The Letter of Appeal shall be specific in nature and identify the facts and circumstances that demonstrate that either the CRA/LA and/or review team failed to fairly and equitably apply the RFP criteria to the proposal. No appeal that contains matters beyond the scope of the proposer's proposal and the determination of ineligibility or lack of recommendation, such as generalized policy issues, will be considered by the CRA/LA.
3. The CRA/LA reserves the right to reject any Letter of Appeal that fails to comply with the Appeals Procedures in general and the Letter of Appeal requirements specifically.
4. The Letter of Appeal shall also include the following:
 - a. The name of the project for which the proposal was submitted, including the solicitation number
 - b. The proposer's legal name
 - c. The specific areas for which the appeal is being file
 - d. The name, title, phone number, email address, and fax number of the person who will speak on behalf of the proposer

D. Structure of the Appeals Hearings

1. Appeal hearings will be heard by the CRA/LA's AP on the earliest date possible or as soon as practicable, and will be open to the public and tape- recorded. In addition, the CRA/LA's AP will issue all appellants a letter with its findings within five business days after the Appeals Hearing.
2. To accommodate as many appellants as possible, appointments will be scheduled based on the first available time. Thus, to the extent practicable, a proposer's appeal time will follow a "first-come, first-served" order.
3. The meeting is to be called to order by the AP Chair. If the appellant has not arrived, without notice, within 15 minutes of the scheduled start time, the AP Chair may cancel the hearing at his/her discretion and the AP may make its determination based on the appellants written appeal.
4. The AP Chair is to have each panel member, as applicable, introduce himself/herself, and then is to review the appeals guidelines with both the panel members and the appellant.
5. One person designated by the appellant to speak on its behalf shall present its appeal. The appellant shall be given no more than fifteen (15) minutes to present his/her written appeal.
6. No new information or handouts are to be given to the AP members before, during, or after the hearing.
7. Neither the appellant nor AP members may introduce issues beyond those identified in the written appeal.
8. The AP may then open the hearing for questions and answers. The question and answer period shall not exceed fifteen (15) minutes.
9. The AP will confer regarding the appeal and, within five business days of the Appeal hearing, issue a letter to the appellant stating its decision whether to accept or deny the appeal.

E. Code of Conduct During Appeal Hearing

- Avoid attempting to speak privately with any member of the AP.
- Refrain from engaging in discussion or private conversations while in the audience.

F. If the Appeal is Upheld

The CRA/LA shall:

- Consider award to the next highest qualified firm eligible to receive the award, provided its proposal or the award of the contract is advantageous to the CRA/LA; or
- Cancel the solicitation and re-solicit new bids/proposals/qualification statements, as applicable

G. Protests Received After Contract Award

The Contract & Purchasing Manager shall promptly perform a preliminary review of the protest. After conferring with appropriate CRA/LA staff, including the City Attorney, the Contracts & Purchasing Manager shall determine if the protest appears to have merit, and is likely to be upheld. If the protest appears meritorious, the Contracts & Purchasing Manager shall take following actions, as appropriate:

1. Notify the contractor who received the award that the CRA/LA has received a protest.
2. Direct the contractor to stop all work on the contract until a final determination is made.
3. Conduct the investigation and present the findings to the CRA/LA CEO for his/her final determination.
4. Notify the contractor and the protestor of the CRA/LA's decision regarding the protest.

H. If the Protest is Upheld

The CRA/LA shall:

- Terminate the contract
- Re-solicit new bids/proposals, as applicable.

I. City Attorney Support and Advice

The Contracts & Purchasing Manager shall request City Attorney's Office, acting in the capacity of the CRA/LA's general counsel, to review and advise the Contracts & Purchasing Manager concerning any legal issues involved in protests. The Contracts & Purchasing Manager shall obtain concurrence from City Attorney prior to release of any documents concerning the protest to any person outside the CRA/LA.

J. Protest Remedies

A decision by the Contracts & Purchasing Manager that a protest is meritorious may, depending on the circumstances and as the CRA/LA deems appropriate, result in one or more of the following remedies:

1. Change in the terms, conditions or form of the procurement. This remedy is appropriate where the procurement, if not changed, has a high likelihood of unfairly restricting competition or is in violation of requirements established in the CRA/LA's procurement policies and procedures or in other applicable Federal, State, or City regulations or standards.
2. Rejection of protested bid or proposal. This remedy shall be used only where the record establishes convincingly that a bid or proposal legally cannot be accepted or, where Contracts & Purchasing Manager discretion is involved, that the rejection has a rational basis.
3. For best value or negotiated procurements, reopen discussions and/or obtain new best and final offers.
4. Cancellation of solicitation and re-procurement. A solicitation may be canceled prior to disclosure of prices where the Contract & Purchasing Manager determines it is in the CRA/LA's interest to do so (e.g., where the solicitation does not adequately state the CRA/LA's needs and extensive revision is necessary to effect correction) or necessary to assure fair and equal competition. After prices are disclosed, the solicitation may be canceled only where there is a substantial reason (e.g., all prices are excessive, specifications are defective) for cancellation.
5. Award to party filing protest. This remedy may be used only where all more favorable bids or proposals are rejected and the party is otherwise eligible for award.

VII. GENERAL NOTICES

A. Restriction On Disclosure Of Data

Non-Disclosure Markings and Restrictive Legends. Prospective firms who include data or information in their proposals that they do not want disclosed to the public for any purpose or used by the CRA/LA except for evaluation purposes, shall:

1. Mark the title page with the following legend: "This proposal includes data that shall not be disclosed outside the CRA/LA and shall not be duplicated, used, or disclosed – in whole or part – for any purpose other than to evaluate this proposal, subject to the California Public Records Act. If, however, a contract is awarded to this prospective firm as a result of, or in connection with, the submission of this data, the CRA/LA shall have the right to duplicate, use or disclose the data to the extent provided in the resulting contract. This restriction does not limit the CRA/LA's right to use information contained in this data if it is obtained from another source without restriction. The data subject to this

restriction are contained in sheets (insert numbers or other identification of sheets)"

2. Mark each sheet of data it wishes to restrict with the following legend: "Use or disclosure of data contained on this sheet is subject to the restriction on the title page of this proposal."

B. Proposal Preparation Expenses

1. Liability for Expenses

The CRA/LA will not, in any event, be liable for any pre-contractual expenses incurred by the prospective firm. The prospective firm shall not include any such expenses as a part of the price proposed in response to this RFP.

2. Pre-Contractual Expenses. Pre-Contractual expenses are defined as expenses incurred by the prospective firm in (1) preparing the proposal in response to this RFP; (2) submitting and delivering the proposal to the CRA/LA; (3) discussing and/or negotiating with the CRA/LA on any matter related to this RFP; or (4) any other expenses incurred by the prospective offeror prior to the date of award, if any, of a proposed contract.

C. Modification Or Withdrawal Of Offeror's Proposal

1. Proposal Modifications

Proposal may be modified after its submission by written notice to the CRA/LA of withdrawal and resubmission before the date and time specified for receipt of proposals. Modifications will not be considered if offered in any other manner.

2. Proposal Withdrawals

Proposals may be withdrawn by submitting a written request to the CRA/LA at any time before the date scheduled for proposal submission. The firm may thereafter submit a new proposal before the proposal submission date. Proposals may not be withdrawn after the proposal submission date for a period of days.

D. Misunderstandings

The RFP documents will be clarified by the CRA/LA upon written request from the proposing firm. The CRA/LA's decision shall be final in any matter of interpretation of the documents.

E. Forms And Other Documents To Be Submitted

The following forms and documents shall be completed and submitted with the firm's proposal:

1. Business Profile Form (Exhibit "A")

The prospective firm shall complete a Business Profile Form (Exhibit "A") for the prime (lead) consultant and for each proposed sub consultant. (Note: Business Profile Forms shall include information regarding the consultant's local/regional office that will be performing the proposed contract services).

2. Evidence of Insurance

Include with your proposal, evidence of your firm's current insurance coverage (refer to Section IV.B.3, Insurance in this RFP.

3. Other Exhibits as follows:

1. Business Credit Report Form (Exhibit B)
2. Living Wage Certifications (as applicable) (Exhibit C)
2. Equal Benefits Compliance Form (Exhibit D)
3. Contractor Responsibility Questionnaire (Exhibit E)

VIII: EXHIBITS

Exhibit A – Business Profile Form

Exhibit B - Business Credit Report Form

Exhibit C - Living Wage Subcontractor Compliance

Exhibit D - Equal Benefits Compliance Form

Exhibit E - Contractor Responsibility Questionnaire