

REQUEST FOR QUALIFICATIONS & REQUEST FOR PROPOSALS

Purchase or Lease and Redevelopment of the

HARPER COURT AREA Hyde Park Neighborhood, Chicago IL



**City Of Chicago
Department of Planning and Development (DPD)
&
The University of Chicago**

December 8, 2008

Managed and administered by The City of Chicago, Department of Planning and Development
with assistance from The Chicago Consultants Studio, Inc.

**GENERAL INVITATION
Request for Qualifications (RFQ) and Request for Proposals (RFP)**

For Purchase or Lease and Redevelopment of the Property including Harper Court Properties and the City Parking Lot in the Hyde Park neighborhood of Chicago, IL

The City of Chicago and the University of Chicago (hereto referred to as “Owners”) request the submission of qualifications and proposals from developers to purchase or lease and redevelop the property known as Harper Court and the adjoining Parking Lot along Lake Park Ave. The Owners have designated James Wilson of The City of Chicago, Department of Planning and Development* (hereto referred to as “Owners’ Agent”) to administer and manage this RFP on all issues of procurement and procedure. Assisting the Owners will be Tim Brangle of The Chicago Consultants Studio available for technical questions and/or clarifications to the RFP document and coordinating the pre-proposal meeting.

The Owners’ desire to sell or lease this prime property in Hyde Park to a qualified developer to redevelop the property as a high quality mixed-use project with potential retail, residential, entertainment and/or related neighborhood uses that would enhance the unique nature and character of Hyde Park and serve as an amenity for the neighborhood, the University, and the mid-south communities.

The RFQ/RFP document is available electronically on the City of Chicago website, www.cityofchicago.org, Planning and Development page, under Request for Proposals. A hardcopy of RFQ/RFP document is available for pickup at both:

The City of Chicago
Department of Planning and Development
121 N. LaSalle St, Room 1006
Chicago, IL 60602

City of Chicago
4th Ward Alderman’s Office
4659 Cottage Grove, Suite 203
Chicago, IL 60653

Additional copies of the RFQ/RFP may be requested by contacting the Owners’ Agent at jwilson@cityofchicago.org. In order to ensure that you are included in the list of interested parties, Developers will be asked for contact information when picking up a copy of the RFP document.

All Developers are responsible for obtaining all RFQ/RFP materials. If a Developer chooses to download and print the document, the Developer must contact the City of Chicago, Department of Planning and Development by either: faxing a legible copy of Developers business card with email address, referencing the Harper Court RFQ/RFP to (312) 744-5826, or by emailing James Wilson at jwilson@cityofchicago.org to register Developer’s company as an RFQ/RFP document holder, which will enable any future clarifications, updates and/or addenda to be sent to Developer. Note that Developers who choose to download the RFQ/RFP solicitation will be responsible for checking the aforementioned web site for clarifications and/or addenda. Failure to obtain clarifications and/or addenda from the website shall not relieve developers from being bound by any additional terms and conditions in the clarifications and/or addenda.

A pre-proposal meeting and site tour is tentatively scheduled for 9am on December 17, 2008 at the United Church of Hyde Park. This meeting is for qualified developers who intend to submit a proposal and will require pre-registration by notifying the Owners' Agent in advance via the contact information noted above. Attendance is not mandatory but is strongly encouraged as this is the key opportunity to raise questions regarding the RFQ/RFP and tour the site. A confirmation notice for this meeting will be sent to all registered developers.

After the date of the pre-proposal meeting, additional questions can be addressed to the James Wilson at jwilson@cityofchicago.org or Tim Brangle at ccs@ccstudioinc.com. The Owners' response will be returned by e-mail to all parties that have expressed interest in the RFQ/RFP. Questions will be taken by phone only for those parties that do not have access to e-mail. Responses to phoned-in questions will be distributed to the other interested parties by e-mail (or by regular mail for those without e-mail access).

Developers will be responsible for delivering proposals on or before the due dates listed in this document. Late responses will not be accepted.

This is a public RFQ/RFP intended for prospective developers' limited use in considering whether to submit a development proposal and purchase or lease offer. In accepting this RFQ/RFP, the prospective developers agree not to copy or distribute any of the materials to others without the express written consent of the Owners, except for developer's employees, legal counsel or third party advisors retained to assist in the developer's evaluation of the project or prospective tenants/partners who must agree to maintain the confidentiality of the materials.

** NOTE: Effective January 1, 2009, the City of Chicago Department of Planning and Development will be changed to the Department of Community Development (DCD)*



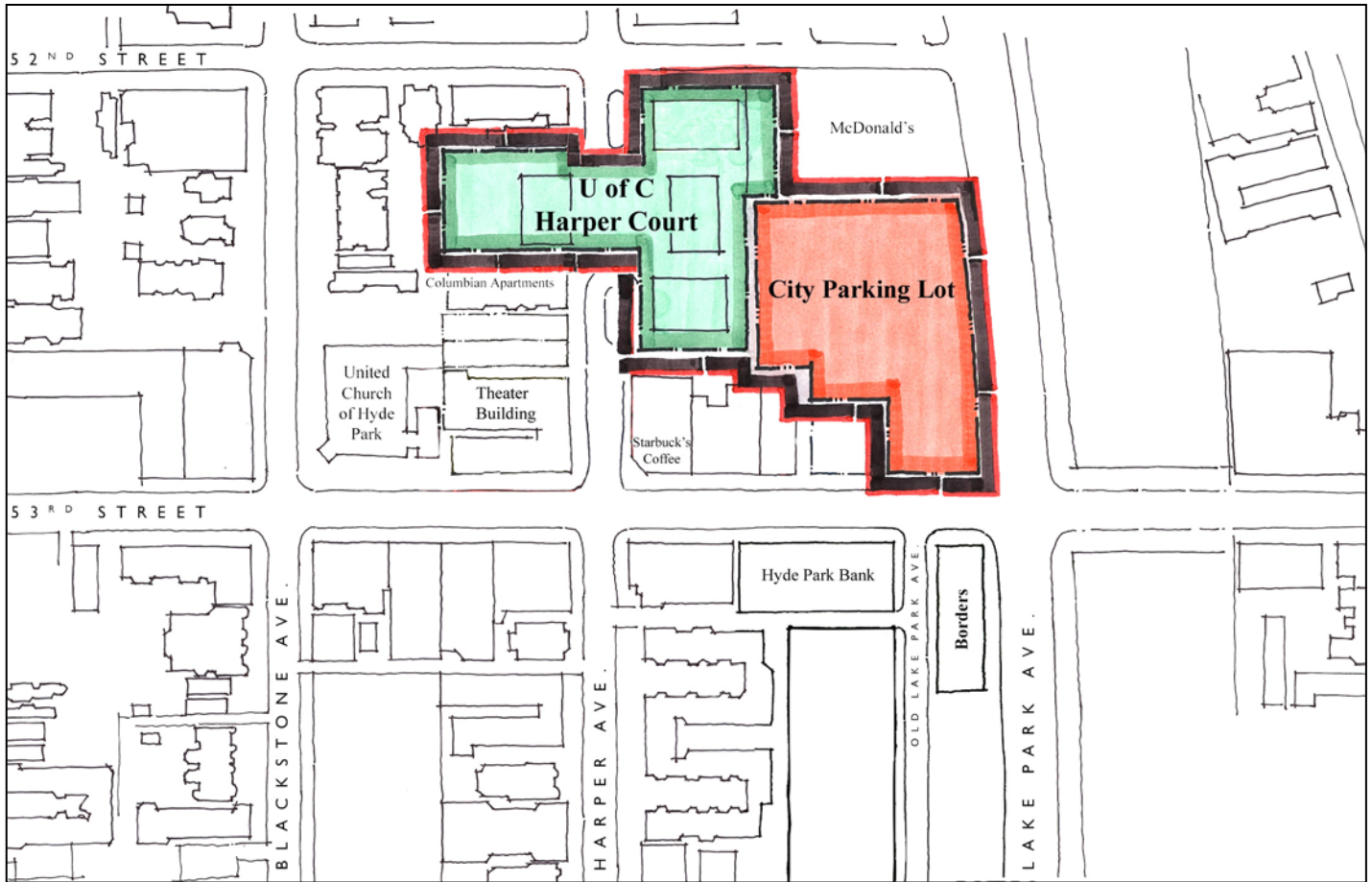
Project Site (right) at the “gateway” to 53rd Street Retail Corridor (Lake Park Ave & 53rd Street)



Aerial View of Harper Court Project Site (looking North)

KEY TARGET DATES:

- | | |
|--|--------------------------|
| • RFQ/RFP Issue | December 8, 2008 |
| • Pre-Proposal Meeting & Site Tour | December 17, 2008 |
| • RFQ Due Date | January 19, 2009 |
| • Proposal Review & Shortlist Selection | February 16, 2009 |
| • RFP Due Date | May 11, 2009 |
| • Owners' Evaluation and Developer Discussions/Refinements | May/July 2009 |
| • Community Presentation of Developers' Proposal | July/August 2009 |
| • Owners' Developer Selection Process | August/Sept 2009 |
| • Execution of Purchase/Lease Redevelopment Agreement | End of 2009 |



HARPER COURT REDEVELOPMENT SITE

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** NOTE--Appendix materials are available by disk through the City of Chicago Department of Planning and Development or by download at the City of Chicago, Department of Planning and Development website.*

I. SUMMARY OF OFFERING

A. Owners' Objectives

The University of Chicago and the City of Chicago in collaboration with the 4th Ward Alderman have partnered for the redevelopment of the Harper Court area known as the "Heart of Hyde Park".

The Owners have assembled a number of prime contiguous sites in the center of the Hyde Park neighborhood in Chicago bounded roughly by Lake Park Avenue, 53rd Street, Harper Avenue, and 52nd Street, which include parcels currently owned by the University of Chicago and the City of Chicago. This rare assemblage of parcels amounts to a project area of approximately 2.94 acres and provides developers with a unique opportunity to creatively reshape this area into a cohesive, active neighborhood core.

The Owners' objectives in the disposition or lease of the Properties are as follows:

- 1. Redevelop the property through high quality, unique mixed-use development to serve as the neighborhood commercial "core" for Hyde Park in a manner consistent with the character of Hyde Park**
- 2. Contract with a qualified developer who has a demonstrated track record in urban retail/residential redevelopment, adaptive reuse, and/or historic preservation**
- 3. Obtain a purchase price or lease agreement consistent with the Owners' financial and community objectives**
- 4. Adhere to City standards for affordable housing and for MWBE involvement**
- 5. Provide for community consultation on a regular basis during the RFP process**
- 6. Complete the redevelopment in an expeditious fashion**

The Owners are requesting proposals from qualified firms to provide development services as a Master Developer for the redevelopment of the "Heart of Hyde Park". This two-step process includes an initial Part One-Request for Qualifications (RFQ) followed by a Part Two-Request for Proposals (RFP). Both the RFQ and RFP have been outlined in this document to attempt to provide an understanding of the full scope of work that will be required of the developers.

The Part One-RFQ process will seek responses from developers experienced in the redevelopment of high quality, mixed-use urban neighborhood "downtowns", with the goal of short-listing a limited number of developers to proceed into the Part Two-RFP phase. The RFQ responses should outline the developer's qualifications and experience, development team and financial capacity, and the general concept or approach to the development project. An evaluation committee consisting of the Alderman, representatives of the City of Chicago and

the University of Chicago and the Owners' Agent will recommend a short-list of developers to continue into the Part Two-RFP process.

During the Part Two-RFP, the Owners' Agent will invite the short-list of developers to submit detailed development proposals including a complete development team, physical master plan design concepts and layouts, proposed purchase or lease terms, tenant program and leasing, economic pro-formas, schedules and specific performance commitments to undertake and implement an agreed upon redevelopment scenario. Following the submittal, each short-listed developer will be asked to give presentations and participate in oral interviews. The Owners will then select one or more developers with which to begin negotiations and subsequently select a single developer to proceed into a Redevelopment Agreement.

The selection process will be determined through unanimous vote of both Owners, each with equal approval rights.

The Owners wish to enter into a Redevelopment Agreement with a developer who will have the ability to purchase or lease and redevelop the sites entirely, or in partnership with other developers. The anticipated role of the developer shall include the detailed development of a Master Development Plan and Strategy and the implementation and management of development activities necessary to carry out the intent of the Master Development Plan. The developer will also assume responsibility for the overall development process, including entitlements, zoning approvals, market leasing and sales, financial assistance, and overall capitalization with the cooperation of the Owners. The selected developer will retain the obligation to meet any and all performance criteria throughout the entire redevelopment process regardless of any partnership or subcontracts. Completion of the entire redevelopment in a timely fashion is critical, however the Owners recognize that a phased approach to the development may be proposed.

All plans and proposals for the redevelopment project will be subject to the criteria and guidelines established herein, and the ongoing review and approval by the Owners. The Owners reserve the right, at any time and in their sole discretion, to reject any and all responses, and/or to withdraw the RFQ/RFP without notice.

B. Property Summary

Located northwest of the corner of 53rd Street and Lake Park Avenue, the Harper Court Project Area includes approximately 2.94 acres of land area. Currently the project site includes the Harper Court Properties and the adjacent City of Chicago public parking lot along Lake Park Ave (see Exhibit A in the Appendix for more information).

C. Transaction Timing

With the desire to continue the positive momentum of development on 53rd Street and the surrounding Hyde Park area, the Owners will require that the selected developer begin the redevelopment process immediately upon acceptance of the redevelopment agreement. Through all phases of this process from selection, negotiation of the agreement, closing, and project implementation, time is of the essence.

D. Transaction Structure

The Owners will evaluate each proposed transaction structure on a case-by-case basis. Therefore, neither a purchase nor a lease agreement is included as part of this RFQ/RFP. The Owners are willing to entertain various real estate transaction arrangements which facilitate the redevelopment objectives including an outright purchase, a sale/leaseback, a land lease or a partnership based on the developer's proposed response and ability to positively impact objectives.

E. Due Diligence/Property Inspection

A site tour will be offered as part of the pre-proposal meeting. Additional site tours may be requested and coordinated through the Owners' Agent. Potential developers may also ask the Owners' Agent for clarification of any of the information included in the RFQ/RFP. The Owners' Agent will make best efforts to satisfy any and all requests for additional information and clarification. Neither the Owners nor the Owners' Agent will be held responsible for incomplete or incorrect information provided by the University of Chicago, the City of Chicago and/or their agents or third-party contractors.

Questions or clarifications regarding the RFP can be directed to James Wilson: jwilson@cityofchicago.org, 312-744-2379 or Tim Brangle at "ccs@ccstudioinc.com" 312-357-1557.

F. Review and Evaluation of Proposals

Proposal submissions will be evaluated based on the following:

1. **Team:** A quality development team experienced in urban retail, entertainment, residential and office development.
2. **Financials:** A developer's financial capacity, track record and commitment to implement as well as the feasibility of the proposed development.

3. **Design and Program:** A response that incorporates a quality design, character and program, including retail/entertainment, office and/or residential tenants.
4. **Proposed Development:** A response that provides the best quality project for the community balanced with the financial return to the Owners.
5. **Community Process:** A commitment to work with the community throughout the development process to create a successful neighborhood redevelopment project which aligns with the objectives as stated in Section IV.
6. **Complete Proposal:** A response that contains all the requirements described in Section V and is submitted by the deadline.
7. **Terms:** A developer whose terms most completely satisfy the Owners' objectives, timing and legal requirements.

Proposal Deadline and Delivery: All RFQ proposals must be received by the Owners' Agent at the previously stated address no later than 4:00 p.m., January 19, 2009 and all RFP proposals, no later than 4:00 p.m. May 11, 2009.

II. TERMS AND CONDITIONS

A. Confidentiality

This is a confidential Request for Qualifications and Request for Proposals intended solely for prospective developers' limited use in considering whether to submit a proposal to purchase or lease and redevelop the Harper Court Area. In participating in this RFQ/RFP, the respondent, as a potential purchaser or lessee, agrees not to copy or distribute any of the materials to others without the express written approval from the Owners or the Owners' Agent, except for its employees, legal counsel, third-party advisors retained to assist in the evaluation of the Properties, or prospective tenants/partners who must agree to maintain the confidentiality of the materials. The developer agrees to not disclose to any third-party information about the Owners, the properties, the proposal or subsequent negotiations that was learned in the course of making or investigating this proposal.

All developers must provide confidentiality agreements signed by each principal and/or key member identified in the proposal. The signed confidentiality agreements must be included with the RFQ submittal (see Exhibit M).

B. Real Estate Brokers

The Owners are not responsible for paying commissions or brokerage fees to any party including brokers or finders representing the developers. If the prospective developer uses the services of any broker or finder in connection with its acquisition or lease of the Properties, the prospective developer shall be solely responsible for any amounts due to such party and shall indemnify, defend and hold the Owners harmless against any claim for a brokerage or finder's fee payable for such services.

C. As-Is Offering

The Owners are offering the Properties in an "as-is" condition with all of its defects and faults. The due diligence information provided as part of this RFQ/RFP is the most complete and best information available to the Owners. It is the prospective developer's responsibility to undertake a thorough independent evaluation of the proposal, proposal materials and inspect the Properties.

The Owners shall evaluate offers with the assumption that the prospective developer is satisfied with the real estate in its "as-is" condition. All areas and sizes are approximate and should be verified independently by prospective developers. The Owners will make no representations or guarantees as to the Properties, nor give any income or expense guarantees. (See section III, E for more information.)

D. Good Faith Deposit

A good faith deposit will be required from the selected developer only. The required deposit amount shall be \$150,000, a portion of which will be credited back to the purchase at the time of closing. The remainder will be retained as a performance deposit to be negotiated as part of the Redevelopment Agreement and will be refunded upon issuance of a Certificate of Completion. The good faith deposit must be provided in the form of a cashier's or certified check, or a letter of credit. The Good Faith Deposit will be held in a non-interest bearing escrow account.

E. Contract Terms

The sale or lease and redevelopment of the Properties are subject to the Terms and Conditions outlined in this RFQ/RFP. The Owners reserve the absolute right, in their sole discretion, to amend from time to time these Terms and Conditions and any other required sale documents, lease documents or closing documents.

F. Owners' Reservations

The Owners reserve the right to decline any and all proposals, postpone, extend or cancel any proposal deadline, and, at their sole discretion, withdraw the Properties from the market.

The Owners further reserve the right, in their sole and absolute discretion and without notifying any other prospective developer, giving any other prospective developer similar opportunity or re-offering the Properties, to negotiate with any

prospective developer the terms of the proposal; to overlook minor inconsistencies or non-conformance in any proposal; to extend deadlines; and to accept a proposal which the Owners deem is in their best interest, whether or not it is the highest dollar amount. The Owners further reserve the right to seek clarification of information submitted in response to this RFQ/RFP. The Terms and Conditions are subject to such modifications as may be required by the laws of the State of Illinois.

G. Owners' Purchase/Lease Price Considerations

For purposes of the RFQ/RFP, the Harper Court Property and City Parking Lot were recently appraised at approximately \$7.75 million based on the leased fee interest of the properties. This appraised value is not a minimum bid however, developers are advised that purchase price is an important but not primary consideration in the evaluation of the proposals to the RFQ/RFP.

The Owners are seeking proposals that balance the best quality project for the community with an appropriate financial value to the Owners.

III. PROPERTY DESCRIPTION

A. Overview

The site represents a key development anchor to the entire Hyde Park neighborhood and mid-south communities and has been included in significant recent public discussion and input. The 53rd Street Corridor (from Lake Shore Drive to Cottage Grove) serves as an important retail street for the Hyde Park community and adjacent neighborhoods, while also offering a variety of other uses including office, residential and institutional. Though other streets including 55th and 57th provide retail and support services, 53rd Street remains the primary retail corridor and has the greatest potential to evolve into the vibrant “heart” of the area.

B. Ownership

Currently there are two ownership parcels within the Harper Court Redevelopment Project: the Harper Court Properties, owned by the University of Chicago and the adjacent public parking lot owned by the City of Chicago. It is the intention of the Owners to convey the property to a single entity prior to the purchase or lease by the awarded developer.

C. Site Description and Specifications

The “Heart of Hyde Park” project area is located between 52nd and 53rd Street with prime frontage at the corner of 53rd and Lake Park Avenue continuing north along Lake Park Avenue. The site is ideally accessed from Lake Shore Drive at 53rd Street.

The project site includes the two aforementioned parcels that will be conveyed to a developer under negotiated terms of a redevelopment agreement with the controlling entity. Additionally, adjacent public rights-of-way within the Harper Court area may be considered in final design proposals for redevelopment provided proper access and circulation is maintained. The project area does not include the 53rd and Harper Ave “Theater Building”, the Columbian Apartment building, the McDonald’s parcel located at the northeast corner of Lake Park Avenue and 52nd Street or any other existing buildings along 53rd Street (see Exhibit A).

- **Harper Court Properties**

Immediately north of 53rd Street and Harper Avenue is the retail complex known as Harper Court, consisting of approximately 73,320 SF of site area and recently purchased by the University of Chicago for \$6.5 million. The Owners are working with all tenants to assist with their relocation prior to completion of the RFP process with the exception of the 5201 South Harper Ave Building.

The 5201 South Harper Avenue building (north building @ 52nd street), comprised of 14,300 SF net rentable square feet, is leased to Park 52, (a

Jerry Kleiner Restaurant) until May of 2016, with two 5-year extension options, and the famous Checkerboard Lounge whose initial lease runs until May of 2009, with one 5-year extension option. These leases are anticipated to remain in place until their term expires or, at the discretion of the selected developer, their relocation terms are met as stipulated in their leases. Similarly, developers may wish to relocate these tenants within the redevelopment to accelerate access to that portion of the property. With the exception of these two leases for the 5201 S. Harper Avenue building, the developer should assume that there will be no existing lease obligations or occupancy in the Harper Court at the time of transfer.

A summary of the 5201 S. Harper leases is available upon request from the Owners.

- **City Parking Lot and City R.O.W.**

The City Parking Lot is an undeveloped parcel consisting of approximately 54,990 SF of site area, which currently contains about 170 at grade parking spaces accessed from Lake Park Ave. The lot serves the 53rd Street corridor and Harper Court retail stores with short-term, metered parking and monthly parking for business owners and employees in the area. The City-owned parking lot currently charges minimal rates with a four-hour maximum to help encourage retail activity and turnover. Developers will be responsible for, at a minimum, the replacement of a comparable number of public parking spaces and up to 400 public spaces at a maximum, at the discretion of the developer. Funds to offset the construction of these public spaces may be made available by the City from the TIF. These spaces shall be in addition to any required by code for the redevelopment program, and must be priced and operated to serve the community interest.

This lot is currently a vital amenity to Harper Court and the 53rd Street Corridor retailers and businesses. Careful consideration should be given to the phasing of the redevelopment to ensure the ongoing vitality of any businesses remaining in Harper Court, as well as and neighboring businesses throughout construction.

Existing City streets and/or alley rights-of-way that are within or adjacent to the site can be considered in the development plan for a more contiguous site provided that the final proposals maintain and enhance the connectivity and proper circulation in and through the area. (See Exhibit A, Site Summary Diagram for more information)

A portion of Harper Avenue between 53rd and 52nd Streets was vacated as part of the 1960's redevelopment plan. It is the goal of the Owners' to reconnect Harper Avenue and allow access to/from north of 52nd Street. The final layout and configuration of that reconnection will be the responsibility of the developers and should be integrated into the final master plan solution of the development proposal.

- **Other Site Opportunities**

Though not included as part of this proposal, other adjacent parcels that enhance development potential and opportunities may be included in the redevelopment project should the developer elect to pursue them as part of a separate process/agreement. Developers should demonstrate their control of or ability to control parcels if included.

D. Existing Conditions and Site Preparation

The site is anticipated to be delivered to the developer cleared of all structures except for the 5201 S. Harper Ave building. Any cleared area may either be paved for use as temporary parking for the development or landscaped as an open lawn area.

The selected developer will assume the cost of clearing and disposing of additional existing buildings (5201 S. Harper), infrastructure and debris such as paved surfaces, curbs and gutters, fill, fencing, and lighting. The selected developer is solely responsible for bearing all costs and making all arrangements associated with the abandonment, relocation or installation of private or public utilities. Developers are advised to contact the Department of Transportation (312-744-4828) and private utility companies for information concerning existing utility lines. A copy of the City of Chicago Bureau of Underground's plans is included in Exhibit G.

The selected developer is also responsible for reconstructing sidewalks and relocating street lighting standards, fire hydrants, or other facilities within the public way if such work is necessitated by the redevelopment project. Any construction in the public way must be made according to the City's specifications, and the work must be fully bonded.

The City may consider reimbursement of cost associated with site preparation and public improvements that show clear public value and enhancement based on eligible expenses outlined in the 53rd Street TIF.

E. Environmental and Soil Conditions

Environmental Conditions: There is no knowledge of any major existing environmental hazards on the Harper Court site as indicated in a Phase I report commissioned in March 2008 by the University of Chicago for the Harper Court Property. The assessment did report evidence of possible Recognized Environmental Conditions (REC) in three locations where prior usage included an auto repair shop and filling stations. A summary of the Phase I Assessment for the Harper Court Property is on the CD of appendix materials under Exhibit F. No Phase I has been conducted for the City's Parking Lot site.

The Owners may require the selected developer to obtain a Phase I environmental report for the entire site prior to closing (performed in accordance

with ASTM 1527-05 and All Appropriate Inquiry standards). Based on the conclusions of the Phase I report, the Owners may also require submission of a Phase II analysis. The Department of Environment will review the reports and recommend appropriate action, which may require enrolling the site in the Illinois Environmental Protection Agency's Site Remediation Program (SRP). If the development proposal includes residential, DOE will require that the site be enrolled in SRP and receive a Comprehensive No Further Remediation letter prior to occupancy.

The land will be sold "as-is" with no warranties or representations as to its environmental condition, and it will be the responsibility of the selected developer to complete any remediation required under the SRP. The redevelopment agreement with the selected developer will include release and indemnification language protecting the Owners from liability.

The cost of environmental remediation of the property, if any, will be considered in negotiations with the selected developer.

Soil Conditions: The Owners have not performed a geotechnical analysis of the site, and the City make no representations, warranties or covenants as to the suitability of the land for any purpose whatsoever.

Additional Testing: It is the responsibility of the selected developer to investigate the environmental and geotechnical conditions of the site to its own satisfaction, and any studies performed in addition to the Owners' analyses will be at the developer's cost. The Owners will grant the selected developer a right-of-entry for the purpose of conducting geotechnical and environmental tests. The developer must provide the Owners with an acceptable certificate of insurance, and the developer must agree to provide the Owners with copies of any and all geotechnical, environmental or other test reports.

F. Neighborhood Context

Hyde Park/Kenwood is home to numerous institutions including the Museum of Science and Industry, the University of Chicago, the University of Chicago Medical Center, the Oriental Institute and the Robie House and is often described as small town living in the heart of the City. Additionally, with over 45,000 residents from across a varied socioeconomic demographic, Hyde Park/Kenwood is frequently recognized as a national model of racial diversity and urban stability.

The 53rd Street corridor and surrounding area have been the focus of significant study and assessment by the community, the City and the University of Chicago including the following efforts: 2008 53rd Street Vision Workshops, 2008 Harper Court Survey, the 2003 "Heart of Hyde Park" Development Study and the 1999 Planning Now Study for 53rd Street. A number of recent workshop efforts held by the community, 4th Ward Alderman Toni Preckwinkle, the University of Chicago, the City of Chicago, the South East Chicago Commission and key local

businesses have helped inform a number of recommendations and guidelines outlined in the RFP, and have helped to foster a positive development environment in and around the Hyde Park/Kenwood community.

This strength of the Hyde Park/Kenwood area and community commitment is evident in the following recent initiatives and investments:

- **53rd Street TIF District**

The project site area lies within the 53rd Street TIF District, established in January 2001 by the City of Chicago with the specific purpose of generating revenues for public improvements. Specific public improvement priorities identified to date include a public parking facility to serve the 53rd Street shopping district, a planned expansion to the Canter Middle School on 4959 S. Blackstone Avenue and funding of various programs benefiting the 53rd Street Corridor (Small Business Improvement Funds-SBIF, the CleanSlate Program).

- **53rd and 55th Street Corridor Improvements**

In 2002, the City of Chicago completed \$2 million of streetscape improvement projects on 53rd and 55th Streets that have created a friendlier, clean pedestrian environment with new historic light fixtures, cleaning and painting of all street poles, new signs, meters and trash receptacles, and additional landscaping. The Clean Slate program begun in 2006 has been very successful in maintaining this clean and attractive environment throughout the Hyde Park commercial areas.

- **Metra Improvements & CDOT Lake Park Corridor Master Plan**

CDOT has developed a master plan for the Lake Park Corridor Project (47th to 57th Street), which includes renovation of the 53rd and 55th Street viaducts and embankment enhancements currently underway. Additionally, Metra recently completed a multi-million dollar project, replacing all of the Hyde Park stations, platforms, stairways and signage. The new stations help to promote an attractive and accessible environment and increased use of the Metra lines as an important link to downtown Chicago and area wide neighborhoods.

- **Checkerboard Lounge and Park 52 Restaurant:** The University of Chicago, working with longtime club owner LC Thurman, relocated the legendary blues and jazz club, the Checkerboard Lounge, to 5201 S. Harper, in 2005. Recently, Park 52, a new restaurant by acclaimed restaurateur Jerry Kleiner, opened within the same building. Each tenant provides a unique destination draw both locally and regionally, that will help catalyze the transformation of the Hyde Park downtown.

- **Treasure Island and Hyde Park Produce:** The recently opened Treasure Island Grocery store and the relocated and expanded Hyde Park Produce

have helped to enhance the fresh grocery offerings and bolster a positive retail environment in Hyde Park.

- **Hyde Park Bank:** The Hyde Park Bank recently completed a multi-million dollar renovation of its lobby, banking hall, and building exterior, signaling its commitment as a key anchor to the 53rd Street corridor and the Hyde Park area.
- **Village Center Redevelopment:** The adjacent “Village Center”, just north of Harper Court on 51st and Lake Park, is currently planning for a major redevelopment with modified zoning to allow for a new mixed-use redevelopment. Plans include ground level retail fronting on both Lake Park Ave and Harper Ave, with two residential structures (an 8-story mid-rise along Lake Park and a 24 story high rise at Harper and 51st St.) atop. Structured parking will be provided internally, and screened from view outside the development.
- **Adjacent Uses and New Developments**
Many areas around Hyde Park and throughout the mid-south neighborhoods, including Woodlawn, North Kenwood/Oakland, and Bronzeville, continue to experience new growth and redevelopment of high quality residential communities. While greatly enhancing the image and appeal of these neighborhoods, these developments have also brought about a new market of residents and business, and helped significantly in revitalizing the connection of Hyde Park to downtown Chicago.

G. Vehicular Access and Public Transportation

Direct vehicular southbound access to the 53rd Street business district is via Lake Shore Drive (LSD) with an exit at 53rd Street. Hyde Park is also well served with additional southbound LSD exits at 47th, 51st and 57th streets and northbound at 57th and 47th Streets. As a primary east-west connection, 53rd Street extends from Lake Shore Drive to Drexel Boulevard, which also provides access to the surrounding communities. In addition, there are a number of arterial streets (Lake Park, Woodlawn, etc.) that connect Hyde Park to the major expressways, the surrounding neighborhoods as well as serve as primary internal routes for vehicular travel within Hyde Park.

A number of one-way and dead-end streets exist throughout Hyde Park including Harper Avenue. As part of this redevelopment, it is requested that Harper Avenue should be reopened/reconnected to “thru” traffic allowing better access in and around the surrounding area. Currently, service and delivery access to the area is from 53rd Street, Harper Avenue, and 52nd Street with no public alleys serving the project area. Redevelopment plans need to address and solve service access to all new development while maintaining a quality pedestrian and vehicular environment.

Metra provides direct rail service to Hyde Park with stations at 47th, 51st, 53rd, 55th-57th and 59th Streets to downtown Chicago, terminating at Randolph Street on the north, and the southern suburbs like Flossmoor, Olympia Hills and University Park to the south. In addition, CTA offers several bus routes to downtown and has contracted with the University to provide free bus service for students to connect the campus to the west, north and east portions of the neighborhood.

H. Public Infrastructure

Major infrastructure/utility services are available at the site and located primarily under the existing street and alley right-of-way (R.O.W.) including sewer, water, electric, natural gas, telephone/data and cable. As part of the development of Harper Court in the 1960's, a portion of the Old Lake Park R.O.W. was vacated from 53rd Street north to 52nd Street along with a number of utilities. However, some active utilities still remain within the easement as well as other dead/abandoned lines. (See Exhibit G for additional utility information).

If required, utility relocation to accommodate a final development plan as well as upgrades to service/capacity necessitated by redevelopment should be explored. The City may consider reimbursement of eligible expenses through TIF dollars. This might include utility relocation, utility upgrades, site lighting, and streetscape and landscape improvements. Provided funds are available, the City may contribute towards infrastructure and utility improvements, subject to City and Aldermanic review and approval.

I. Zoning and Regulatory Ordinances

The site is currently zoned under a planned development, PD #38, initially approved in 1965 for the creation of Harper Court (see attached Exhibit E). It is anticipated that the Planned Development will require updating through an amendment to respond to and accommodate the approved final development plans. The Department of Planning and Development will assist the chosen developer in this process.

F.A.R.: The final development plan will most likely require an increase in the overall density and site coverage of at Harper Court in order to achieve the various goals of a vibrant mixed-use district. Based on similar precedent retail districts, adjacent redevelopment efforts, as well as professional and public input, it is suggested that the overall development density range target a Floor Area Ratio (F.A.R.) range of 2.5 up to 5. The proper distribution of any future density should be commensurate with the massing, scale and heights of surrounding context, including 53rd Street corridor, Lake Park Ave corridor as well as East Hyde Park.

Ordinances: Development proposals are subject to all applicable City of Chicago Ordinances which may include the following: The Chicago Inclusionary Housing Ordinance, the Chicago Landscape Ordinance, the Chicago Parking Garage

Ordinance, the Chicago Townhouse Ordinance and the Chicago Stormwater Management Ordinance.

For more information, see Exhibit D and/or contact DPD at City hall to obtain a booklet that offers guidelines to these ordinances.

J. TIF Redevelopment Project Area

The property is located in the 53rd Street Tax Increment Financing (TIF) district which was formed in 2001 primarily to raise revenue to fund public improvement projects (see Exhibit C). Tax Increment Financing assists development projects by using the increased property tax revenue generated by these projects. The 53rd Street TIF District was established with the primary purpose of generating TIF revenues for public improvements to address structured parking to support development on 53rd Street, Canter Middle School's expansion and renovation needs and other public improvements.

As a "public purpose TIF", TIF assistance will be considered for proposals that provide tangible public benefits, however, such assistance is not guaranteed. The TIF may provide reimbursement for eligible development costs with clear public benefit including land acquisition, site preparation, environmental remediation, affordable housing offsets, cultural activities, preservation of a historic building, social services, fiscal benefits, innovative environmentally sustainable features new/improved streets and public infrastructure, professional fees, leasing commissions and job training. New construction is not an eligible expense except for development of low-income housing. Proposals that request TIF assistance must demonstrate the need for such assistance.

Residential projects over 10 units that seek TIF assistance must set aside 20 percent of the units for sale to or occupancy by households with incomes no greater than 60 percent of the Chicago Area Median Income for rental developments, or no greater than 100 percent of the Chicago AMI for for-sale developments. Non-residential developments or residential developments of less than 10 units must provide tangible public benefits such as affordable housing units, new or retained permanent jobs, new retail services in an underserved community, cultural activities, preservation of a historic building, social services, fiscal benefits, innovative environmentally sustainable features or other desired benefits identified in the TIF district's redevelopment plan.

Projects that receive TIF financing must pay prevailing wage rates for all construction jobs, employ Chicago residents for half of all construction worker hours, and comply with the City's affirmative action plan for minority- and women-owned business enterprises (MBE/WBE).

The amount of TIF assistance provided to a project is a function of the increased tax revenue that will be generated by the project over the remaining life of the TIF district, the demonstrated need for financial assistance, and the existence of

eligible development costs. Typically, TIF funding of eligible costs may not exceed 25% of the project costs. Applications for TIF assistance are processed by the Department of Planning and Development. The selected developer will be expected to work with the Department in processing the TIF request.

All proposed development projects within the 53rd Street TIF District are subject to review and approval by the 53rd Street TIF Advisory Council, a 13-person governing board appointed by the 4th Ward Alderman, that meets publically every other month throughout the year.

IV. THE DEVELOPMENT FRAMEWORK

A. Development Goals and Objectives

The redevelopment of Harper Court must create a vibrant neighborhood commercial district to serve the community and to serve as a destination due to its distinct qualities, character and ambiance. To do so will involve the unique blend of community and university attributes into a place with a life and vibrancy only found in such neighborhoods. With this strong focus on creating a “sense of place” and quality neighborhood environment, the urban and architectural design and mix of program uses are critically important and will become a primary consideration in the selection of the developer.

To help guide the future redevelopment of the Properties without strictly dictating, the Owners have established the following primary objectives and parameters for the success of the project:

- Create a ***vibrant, mixed-use neighborhood core*** that would serve the diverse community, University and city-wide visitors
- Improve ***the image and identity of 53rd Street/Harper Court area*** as an active, attractive and street-oriented commercial district
- Leverage the ***historic character of the neighborhood***
- Attract a ***high quality mix of commercial uses***, local and national, that reflect the tastes, incomes, and needs of the immediate neighbors as well as the broader communities, while assuring effective relocation strategies for existing tenants and opening possibilities for new, locally-generated businesses.
- Increase the ***daytime and nighttime population*** to further enhance the commercial vitality through additional uses such as office and residential including a mix of product type and for a range of incomes
- Feature ***high quality urban design and architecture*** that not only is respectful of the architectural context, but also continues Hyde Park’s traditions of uniqueness and innovation
- Establish an ***accessible, pedestrian-friendly environment*** that can serve as a model of effective handicap accessibility through quality streetscape, open space and design
- Provide ***adequate parking*** to serve the development and the 53rd Street area and work with local and city officials to strengthen the transportation options to connect with the surrounding areas and Downtown

These overall objectives will be used to evaluate each developer's proposal, based on creating a quality mixed-use development for Hyde Park.

There are a number of neighborhoods that serve as good precedents for quality redevelopment projects including: the Delmar Loop District serving the City and Counties of St. Louis and the Washington University markets with a unique mix of primarily local retail, restaurant and live entertainment offerings; University City District adjacent to University of Pennsylvania and Drexel University in West Philadelphia which recently completed the University Square mixed-use project; Downtown Oak Park/River Forest which has infused their downtown with a wide variety of retail, restaurants and residential through new construction and renovation, while providing ample public structured parking.

B. Urban Design Objectives

With prime frontage along 53rd Street, the property is a key anchor parcel and signature development for the district as well as an important entry into the Harper Court area. The range of density and heights of surrounding blocks in Hyde Park and East Hyde Park should serve as good precedent for the massing, materials and architectural detail/character with respect to the overall design and composition of any proposed development. Additionally, the Harper Court site offers a variety of unique urban design opportunities outlined in the following criteria to be considered with the redevelopment of the property.

- **Gateway Opportunity** with new development at 53rd Street and Lake Park Avenue corner, when paired with the current Border's retail building forms a significant physical and ceremonial entry into the entire Harper Court and 53rd Street Corridor
- **Circulation and Connectivity to Neighborhood:** improved circulation and access through a reopening/reconnection of Harper Ave from 52nd to 53rd as well as a logical internal street and alley network
- **Neighborhood space** to provide a central gathering space or neighborhood heart for special/seasonal events and serving as a key amenity and "address" for many new retail/commercial opportunities
- **Reinforce 53rd Street as Main Street** through proper program/uses and design (building, storefront, signage, streetscape etc), new development should reinforce the pedestrian friendly 53rd Street retail corridor and serve as a key anchor to and participant in the Main Street experience
- **Re-establish the "Heart of Hyde Park"** at this key opportunity site in Hyde Park, Harper Court, through a quality, signature development

The project should be innovative in response to programmatic needs and be of high quality with respect to all aspects of design including site plan, architecture, and interior and exterior finishes.

C. Program and Use Criteria

As part of a quality mixed-use development, the Owners have identified a list of preferred program uses and components to help ensure that the Proposed Development becomes part of a vibrant neighborhood district. The program should seek signature quality uses as described below:

- **Retail and Entertainment**

A creative mix of retail and entertainment tenants to achieve an active, diverse, dynamic urban neighborhood center with increased daytime and nighttime activity and destination appeal that builds and complements the strong cultural destinations already present in the neighborhood

Retail/entertainment uses are encouraged at ground level in order to reinforce an active, dynamic and pedestrian friendly urban neighborhood center. Additionally, given the large area of the site and resulting potential for larger footprint spaces (8,000sf to 15,000sf), new development can attract a wider range of retailers, including national anchors as well as local, boutique specialty retailer(s). With the objective of attracting patrons from Hyde Park as well as the surrounding areas, a strong and varied mix of retailers will help activate the area and create a “destination” draw for the district.

Building on the new Park 52 Restaurant, Chant Restaurant and Checkerboard Lounge venue, other live performance and signature restaurant uses that appeal to a wide metropolitan market and create additional draw and nighttime appeal to the area are encouraged. Additionally, options that increase nighttime buzz and activity, especially 24-hour dining (other than fast food), have also been suggested for the area.

- **Office and Specialty Uses**

Potential for quality office space to serve the area or other specialty uses which increase the daytime population and visitation

Options to add quality office product with “above-the-store” professional office space and service businesses should be considered including University-related office, lodging and other business uses.

- **Residential**

A mix of apartment and condominium product, including a 20% affordable housing component (for projects seeking TIF assistance), to increase the vitality and vibrancy of the area. If possible that range should expand on the typical income levels considered affordable and nontraditional housing types such as live/work

Residential opportunities, located above the ground floor, are encouraged to increase the residential population in the district and enhance the neighborhood vitality and vibrancy to support the retail and entertainment

Proposals may include rental and ownership units that appeal to a variety of markets including first time buyers, current area residents, University faculty

and staff and graduate students. Various product types should be explored that expand the residential offerings in the neighborhood, such as “soft loft” units, stacked townhouses, condominiums, apartments etc. (See Exhibit I for further details and requirements)

- **Open Space and High Quality Urban Design**

An important urban amenity and “address” for retailers, residents and visitors with areas specifically designed for cultural and civic uses/programming fronted by activated building facades and uses

- **Access and Circulation**

Convenient circulation to and through the area with proximate parking to promote retail activity, adequate service access to assure open streets and a minimum number of curb cuts that enhance pedestrian movement

- **Development Range**

Overall density range of 2.5 to 5 FAR with building heights commensurate to adjacent blocks and surrounding context of Hyde Park / East Hyde Park.

- **Parking**

Parking sufficient to accommodate the City required standards for the proposed development uses must be provided on site. Additional parking to replace the lost parking of the City Lot (approx 170 spaces) as well as provide an increase (up to 400 spaces total) to the 53rd Street Corridor public parking is required. Options for proximate offsite location may also be considered.

TIF funding may be made available from the City’s 53rd Street TIF district for developers to complete the *public* parking requirement and help offset the cost associated with its construction. Developers are responsible for the cost of all parking necessitated by their program uses.

D. Architectural Objectives

In conjunction with the design criteria, a number of basic architectural guidelines have been outlined to preserve the strong architectural character and quality of the Hyde Park community:

- **High Quality Design and Materials** – high quality architecture and design is pervasive throughout Hyde Park and should serve as a benchmark for the expectations of this redevelopment. Durable exterior wall materials, particularly on the ground level façade, should be considered including brick, stone, ornamental terracotta and/or stucco that continue and reinforce the area’s masonry traditions. Use of EIFS and other non-contextual materials is strongly discouraged. Unique and creative designs are welcome as long as they present a high quality architecture and fit well within the neighborhood.

- **Massing/Scale** – building massing and scale should generally be appropriate to the context of the Hyde Park area, the size and character of the various streets and adjacent structures. Key facades along major retail areas should be designed to respond to pedestrian scale as well as promote a vibrant and active pedestrian environment.
- **Landscape and Streetscape** – the site plan must comply with the Chicago Landscaped Ordinance. Additional trees, landscape parkways, green space, planters, street furnishings, benches, bollards, way finding signage and other streetscape elements are encouraged to enhance a comfortable pedestrian environment.
- **Other**
Storefront Windows – maximize the transparency of ground floor, street facing commercial facades and provide primary building entrances facing or clearly visible from public sidewalks

Awnings/Signage/Lighting/Streetscape – architectural features that embellish the visual appeal of buildings as well as help create a more pedestrian scaled, comfortable environment are encouraged. The use of a cohesive palette of store awnings, signage, accent lighting and other streetscape elements is encouraged.

E. Environmental Goals

The City expects that all proposals will employ, to the greatest practical extent, techniques that lessen the environmental impact of the project and result in a development that will be efficient to operate, require fewer resources to build and maintain, and that will protect building occupants' health and well being. Identified in Exhibit J are several important techniques for enhancing the environmental benefits of development projects.

Green: The City of Chicago has developed standards for new construction based largely on LEED's six categories of environmental performance. The City encourages developers to incorporate such items as environmentally responsible landscaping, permeable paving, optimal building orientation, low-e double-glazed windows, fluorescent lighting, natural flooring materials, resource efficient design, Energy-Star products and appliances, and low-emitting interior finish products. Information concerning the City's green guidelines can be obtained from DPD's Zoning Division.

See Exhibit J for additional requirements.

F. Construction Requirements

The selected developer must comply with the City of Chicago's construction requirements. During construction, at least 24 percent of qualified project costs must be paid to City-certified Minority Business Enterprises (MBEs) and at least four percent must be paid to City-certified Woman Business Enterprises (WBEs). In addition, Chicago residents must perform at least half of all construction-worker hours. Prior to the start of construction, the selected developer will be required to meet with a representative of the City's monitoring and compliance division to review the developer's plan for satisfying the City's construction hiring and MBE/WBE goals.

V. PROPOSAL REQUIREMENTS

All proposals should be responsive to the submission requirements described below.

A. Pre-submittal Conference & Site Tour

A pre-proposal meeting and site tour with the Owners' Agent is tentatively scheduled for December 17, 2008 at 9:00 a.m. CT, at the United Church of Hyde Park on 53rd Street. This meeting is for qualified development teams who intend to submit a proposal and will require pre-registration by notifying the Owners' Agent in advance. Attendance is not mandatory but is strongly encouraged as this is the key opportunity to raise questions regarding the RFQ/RFP and tour the site. A confirmation notice for this meeting will be sent to all registered developers.

Additional questions can be addressed to the James Wilson at jwilson@cityofchicago.org or Tim Brangle at ccs@ccstudioinc.com. The Owners' response will be returned by e-mail to all parties that have expressed interest in the RFQ/RFP. Questions will be taken by phone only for those parties that do not have access to e-mail. Responses to phoned-in questions will be distributed to the other interested parties by e-mail (or by regular mail for those without e-mail access).

B. Two-Part Submission Process

This process incorporates a two-part submission process. In the Part One- RFQ, the Owners' will qualify the submittals based on the experience and financial capacity of the development team and the general outline of the development concept and approach. Only those respondents who are qualified in Part One and are part of a short list will be invited to submit a detailed development proposal for evaluation in the Part Two-RFP phase. In the RFP phase, the Owners' will evaluate and compare the specific development proposals, designs, and economics to choose the response that best satisfies the goals and objectives of the process.

C. Good Faith Deposit

A good faith deposit will be required from the selected developer only. The required deposit amount shall be \$150,000, a portion of which will be credited back to the purchase at the time of closing. The remainder will be retained as a performance deposit to be negotiated as part of the Redevelopment Agreement and will be refunded upon issuance of a Certificate of Completion. The good faith deposit must be provided in the form of a cashier's or certified check, or a letter of credit. The Good Faith Deposit will be held in a non-interest bearing escrow account.

D. Submittal Format

In order to assist the expedient review of all proposals, submittals should be prepared in an 8.5" x 11" paper format. Drawings included with the submittals

should generally be no larger than an 11" x 17" format. If needed, supplemental materials in alternate formats may be allowed to describe the project in more detail.

If the developer considers that certain portions of the submittal contain proprietary information, such portions must be clearly marked CONFIDENTIAL.

One original and 9 copies of the proposal must be submitted. The original must be left unbound, contain original signatures and be marked ORIGINAL on the cover letter. Additionally, respondents must include three electronic copies of the proposal on separate CDs.

E. Part One-RFQ Submittal Contents

The extent of the Part One-RFQ proposal materials should be sufficient to convey the experience, capacity and approach of the development team. The submittal should be organized in the following order and numbered sections separated by tabs. All responses should include, but are not limited to the following:

1. Cover Letter / Executive Summary

Include a cover letter and executive summary that highlights the key components of the Master Developer's submission in regards to the project; including but not limited to the developer's team, the approach to the proposed development project, the developer's experience in similar development efforts and the benefits that the project will create for Hyde Park and the surrounding neighborhood. An authorized representative of the responding entity must sign the cover letter.

2. Development Team/Organization

This section must provide information regarding the developer's team and organizational structure including:

- A description of the development entity including identification of the principal representatives and individuals authorized to negotiate on their behalf
- An organizational chart that clearly illustrates the development team and the various roles of each team member

3. Developer's Qualifications and Related Experience

To substantiate the ability of the development entity and key team members to successfully complete the proposed project, the following information should be provided:

- Qualifications and experience of each entity and key staff people involved in the project.
- Examples of development capability as evidenced through projects of similar scope, use or complexity completed within the last 10 years. Submitted examples should include project identification, a brief

description, duration, total development cost and current status. Include the names and roles of the team and key personnel involved in the design, implementation or management of the project as well as related experience in which team members have worked together.

- Examples of the financial capacity of the entity as evidenced through projects of similar scope, use or complexity completed within the last 10 years. Submitted examples should include project identification, a brief description, current status, type of financial structure, sources of debt financing, public financial support if any, and the size of the equity investment.
- Provide development and financial references (name, title, entity, telephone number and contractual relationship to developer) that can be contacted with respect to current and past project experience.

4. Conceptual Project Overview and Approach

Provide a narrative of the development approach including:

- A statement of the general approach the developer proposes for the development process, including the general project components, compliance with the development objectives and design criteria as outlined in the RFP
- Preliminary attitude toward program and uses within the development
- A description of the developer's understanding of the physical form of the community and the uses, and how the proposed project will be consistent with the surrounding neighborhood and redevelopment goals.
- A preliminary draft timetable of the design and development process with major milestones and a target completion date

5. Legal Action History

Provide a listing and brief description of all legal actions for the past three years in which the firm has been:

- A debtor in bankruptcy
- A defendant in a lawsuit for deficient performance under a contract or failure to comply with City or State laws or regulations
- A defendant in an administrative action for deficient performance on a project or failure to comply with City and State laws or regulations
- A defendant in any criminal action

6. Confidentiality Agreements

The developer must provide confidentiality agreements signed by each principal, project manager, and key team member identified in the proposal. The signed confidentiality agreements must be received with the Part One RFQ submission. (See Exhibit K)

7. Addenda

Use this section to present additional information such as letters of recommendation, letters of interest from prospective lenders or tenants,

additional information concerning the development team, and other information that supports the Part One-RFQ submission.

F. Part Two-RFP Submittal Contents

Only those development teams selected as part of the shortlist process will be invited to submit a Part Two-RFP response. The extent of the proposal materials should be sufficient to convey the overall quality and character of the development as well as the financial strategy/backing to ensure its successful implementation. The submittal should be organized in the following order and numbered sections separated by tabs. All responses should include, but not be limited to, the following:

1. Cover Letter and Executive Summary

Include a cover letter and executive summary that briefly describes the developer's approach to the proposed development project, indicates the purchase/lease price, describes the developer's team and experience in similar development efforts and identifies the benefits that the project will create for Hyde Park and the surrounding neighborhood. An authorized representative of the responding entity must sign the cover letter.

2. Developer's Team and Organization

This section must provide detail that supplements the developer's Part One-RFQ submission:

- A description and/or chart that clearly identifies the team, organization and role of each team member.
- A statement describing the legal form of the development entity, including identification of the principal representatives and individuals authorized to negotiate on its behalf. Provide a description of the contractual structure of the developer (joint venture, partnership, etc), ownership percentages and duties. The Owners' may require copies of agreements, organizational documents, or letters of intent before selecting the winning proposal.

3. Proposed Development Narrative

Provide a narrative of the development and approach including:

- A statement of the general approach the developer proposes for the development process, including the general project components, compliance with the development objectives and design criteria as outlined in the RFP
- A detailed summary of the program (retail/entertainment, office, residential etc) and pricing targets, identification of potential retail tenants with preliminary Letters of Intent or other evidence of ability to secure such commitments, as applicable

- A summary of the proposed zoning for the project and any entitlements required for the development
- A redevelopment timetable consisting of an overall project schedule that includes all phases, milestones and a target completion date

4. Master Development Plan and Conceptual Design

Provide graphic materials sufficient to convey the overall conceptual/schematic character and quality of the proposed development and compliance with the development objectives and design criteria. This may include the following:

- Conceptual site plan
- Typical floor plans
- Site/building sections
- Renderings/sketches of the development that illustrate the character and quality of the project, urban form/massing, building materials and response to the context

5. Financial Capability

Each developer must submit a preliminary financial plan. The Owners reserve the right to request from the developer and/or each team member a complete set of current audited financial statements or any other financial documentation. The following information should be provided:

- A narrative overview of the financial structure of the proposal; the developer must identify the sources of equity investment and the sources and terms of lender financing; include information concerning the marketing plan and pricing structure, and describe any proposed leases; if the property will be a rental development, describe the development team's management experience and plan; if TIF funds are requested, describe purpose, public benefit and amount
- Development budget
- Pro-forma cash flow projection for rental projects or sales revenue projections for for-sale projects; projected equity investor returns must be provided
- Summary financial statement of development entity (company annual reports or similar financial balance sheet or bank reference)

6. Affirmative Action Plan

The developer must commit to implement an affirmative action program designed to promote equal opportunity in every aspect of procurement of goods and services. The affirmative action program shall include, but not be limited to the following:

- A statement of commitment to achieving the minimum participation in contract expenditures of 24% for MBEs and 4% for WBEs.

- A written plan outlining a strategy for utilization of women and minority business enterprises in the proposed development. The plan must include designation of sufficient staff to administer the program and a description of the procedures that will be instituted to assure achievement of the program's goals.

7. Economic Impact

The developer must provide a discussion of the economic impact of the proposed project including fiscal impacts, construction and permanent employment, and potential economic impact on the surrounding community.

The developer must provide an estimate of any new or retained permanent jobs that will be generated by the project and include an analysis in support of these claims. An estimate of the number of temporary construction jobs expected to be generated by the project must also be provided.

8. Special Conditions

This section is reserved for a description of any special conditions that the developer may offer to, or request from, the Owners.

9. Legal Action History

Provide a listing and brief description of all legal actions for the past three years in which the firm (or any team member) has been: a debtor in bankruptcy; or a defendant in a lawsuit for deficient performance under a contract, or failure to comply with City or State laws or regulations; or a defendant in an administrative action for deficient performance on a project, or failure to comply with City or State laws or regulations; or a defendant in any criminal action.

10. Offer to Purchase/Lease

Submit an Offer to Purchase/Lease that is signed and dated by the authorized representative of the developer outlining the proposed deal structure, financial terms and conditions. The offer should describe any special conditions, requirements or contingencies that the developer may offer to or request from the Owners.

11. Addenda

Use this section to present additional information concerning the project, the development team, the proposed retail tenant(s) and any other information that supports the proposal.

G. Submittal Address and Deadline

The original, 10 copies of the proposal and electronic copies must be delivered to the location below in a sealed envelope no later than 4:00 p.m., TBD. The original should be included inside as a separate sealed envelope marked ORIGINAL. The developer is solely responsible for ensuring timely delivery and any proposal received after the deadline will be returned unopened.

Submit the Part One-RFQ and Part Two-RFP proposals to the following address of the Owners' agent:

The City of Chicago
Department of Planning and Development
121 N. LaSalle Street Room 1000
Chicago, IL 6060

Attention: James Wilson

The outside of the submittal should be labeled as follows by phase:

Request for (Qualifications or Proposals)
For the Purchase or Lease and Redevelopment of the
Harper Court Properties and City Lot

Developer: *[Name of Developer]*

H. Questions/Clarifications

Any questions and/or clarifications sought throughout the RFQ/RFP process should be addressed to the Owner's agent, James Wilson
j.wilson@cityofchicago.org or Tim Brangle at ccs@ccstudioinc.com.

VI. DEVELOPER RESPONSIBILITIES

The developer's responsibilities include:

A. Redevelopment Agreement

Upon selection of a preferred developer, the Owners and developer will negotiate a Redevelopment Agreement for the purchase/lease and redevelopment of the Harper Court Properties. The Redevelopment Agreement will finalize terms for the land purchase/lease, performance criteria, project schedule and implementation. During this period, the developer will be asked to revisit and modify the Proposed Development to address any recommendations from the review and selection process. All subsequent plans and designs for the development will require the review and approval of the Owners.

B. Development Approvals

The developer will be responsible for the overall development process, including the procurement of entitlements, zoning approval and all necessary permits, applications and approvals required for the successful implementation of the Proposed Development.

The City of Chicago Department of Planning and Development and the Alderman will cooperate with the selected developer in securing required entitlements for the final approved development.

C. Community Planning Process

As part of the RFP process, the shortlisted developers may be and the selected developer will be required to give a public presentation(s) to the 53rd Street TIF Advisory Council, its committees and its working groups prior to final negotiations. The developer will present its proposed development concepts and designs to the community as part of the overall planning process.

D. MWBE Commitment and Affordable Housing Requirement

Developers must commit to implementing an affirmative action plan that complies with City requirements for equal opportunity in every aspect of procurement of goods and services.

In addition to the MWBE goals, any residential program must comply with a 20% affordable housing component as required by the City of Chicago Affordable Housing Ordinance. Additional information is available in the Appendix, Exhibit I.

VII. SELECTION PROCESS

A. Evaluation and Approval

The Owners will review the Part One-RFQ submittals in accordance with the evaluation criteria described below. The Owners will evaluate the submittals to establish the qualifications of the development entity and the general conformity of the development concept to the major goals and objectives of the RFP. In order to be selected to proceed to Part Two-RFP, the developer must demonstrate that the development team has the experience and financial ability to successfully complete the proposed conceptual development. Developers may be asked to provide clarification, revision and/or additional information as part of this review.

The Owners will review the Part Two-RFP submittals in accordance with the evaluation criteria described below. From this review, they may recommend a shortlist of Part Two developers who may be asked to answer the Owners' questions, provide additional information, or make an oral presentation. The Owners will evaluate and compare the proposals and development teams and select the response that best satisfies the goals and objectives of the RFP.

The Owners may recommend that negotiations be commenced with a selected

development team. As part of these negotiations, the selected proposal may be amended or revised in order to best align with the Owners' interests. The selected proposal will require presentation to the 53rd Street TIF Advisory Council and any city processes as needed (Community Development Commission (CDC), City Council, etc if required). A redevelopment agreement will be drafted with the controlling entity and may require necessary approvals as per that entity. Following approvals with the controlling entity, the redevelopment agreement will be executed and the property conveyed as described in the agreement.

B. RFQ Selection Criteria

The Request for Qualifications will be evaluated based on all of the following criteria:

- **Team:**
 - Developer Team and Qualifications
 - Key Personnel (including MWBE participation)
- **Related Experience:**
 - Comparable projects, experience and expertise
 - References for projects
- **Financials:**
 - Financial Ability and Information
- **Conceptual Development Approach:**
 - A proposed Development approach to achieve or exceed the desired goals of the Development Framework

C. RFP Selection Criteria

The Request for Proposal will be evaluated based on all of the following criteria:

- **Team:**
 - Developer Team, Qualifications and Related Experience
 - Key Personnel (including MWBE participation)
 - References
- **Financials:**
 - Financial Ability and Information
 - Financial Parameters, Structure and Proforma (purchase/lease price, deal structure, development budget, commitment of funds, etc) for the project
- **Design and Program:**
 - A Proposed Development that achieves or exceeds the desired goals of the Development Framework
 - Overall program including quality of retail tenants and other desired uses outlined in the RFP
- **Proposed Development Framework:**
 - Creativity of approach and development plan
 - Master development schedule that demonstrates ability to implement the project expeditiously

- Demonstrated ability to secure key retail tenants
- Commitment to performance criteria for the duration of the redevelopment project
- **Community Process:**
 - Demonstrated commitment to work with the community throughout the development process to educate

D. Selection Process and Schedule

December 8, 2008	<i>RFQ/RFP Issued</i> – RFQ/P is issued to qualified developers
December 17, 2008	<i>Pre-proposal Meeting & Site Tour</i> – A pre-submittal meeting is scheduled for 9:00 a.m.: pre-registration is required by contacting the Owners' Agent.
January 19, 2009	<i>RFQ Submittal Deadline</i> – RFQ responses must be submitted to the Owners' Agent by 4 p.m.
January/February 2009	<i>Owners' Evaluation and Developer Discussions</i> – The Owners' Agent may invite a number of developers to give presentations to the Owners of their Proposed Development in an oral interview process.
February 16, 2009	<i>RFP Shortlist Selection and Commencement</i>
May 11, 2009	<i>RFP Submittal Deadline</i> - RFP responses must be submitted to the Owners' Agent by 4 p.m.
May/July 2009	<i>Owner Evaluation, Developer Discussion and Proposal Refinement</i>
July/August 2009	<i>Community Presentation of Select Development Proposals</i>
August/Sept 2009	<i>Owners' Preferred Developer Selection Process</i> – The Owners will conduct internal review to select a preferred developer.
Late September 2009	<i>Community Presentation of Developer and Proposed Development</i> – The Owner will work with the selected developer to facilitate required Owner presentations and public presentation to the community of the Proposed Development.
End of Year 2009	<i>Execution of Purchase/Lease Redevelopment Agreement</i> – The Owners and the selected developer will negotiate the purchase/lease redevelopment agreement and immediately proceed with the development of the project.

VIII. APPENDIX *

Exhibit A:	Site Maps and Plans
Exhibit B:	Description of Development Area and Context
Exhibit C:	53rd Street TIF District Information
Exhibit D:	City of Chicago Ordinance Summary
Exhibit E:	Existing Site/Zoning Information
Exhibit F:	Phase I Environmental Summary– Harper Court Properties
Exhibit G:	Bureau of Underground Summary
Exhibit H:	Hyde Park Planning Studies
Exhibit I:	Affordable Housing Ordinance
Exhibit J:	Environmental Requirements
Exhibit K:	Confidentiality Agreement

** NOTE--Appendix materials are available by disk through the City of Chicago Department of Planning and Development or by download at the City of Chicago, Department of Planning and Development website.*