



GOVERNMENT OF THE DISTRICT OF COLUMBIA

REQUEST FOR OFFERS

District of Columbia Public Schools (DCPS) Excess Space

**Shadd
Sharpe Health**

Issued by:
The Government of the District of Columbia by and through
The Department of General Services

**Offers due by:
November 25, 2013
no later than 12:00 p.m. EDT**

**REQUEST FOR PROPOSALS
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I. OVERVIEW

The Government of the District of Columbia (“District”), through the Department of General Services (“DGS”), invites interested parties who are “eligible applicants” (defined below) to respond to this Request for Offers (“RFO”) with offers (“Offers”) for reuse of the following former District of Columbia Public School (“DCPS”) assets (“Reuse Sites”) listed below:

- **Shadd – 5601 East Capitol Street, SE**
- **Sharp Health - 4300 13th Street, NW**

II. DESCRIPTION OF PROPOSED REUSE SITES

The District has identified the following space as eligible for reuse in connection with this RFO:

	School	Square	Lot	Presumed Address	Gross Building Square Feet
1.	Shadd	5283	0820	5601 East Capitol Street, SE	72,100
2.	Sharpe Health	2820	0801	4300 13th Street, NW	80,500

Respondents are encouraged to attend the site visit(s) to gather further information. In both cases, the solicitation is for use of the entire school building.

Nothing contained herein or in shall be deemed a representation, warranty or guaranty by the District as to the condition of the Reuse Sites. It is the Respondent’s sole responsibility to confirm all site characteristics, zoning requirements, laws, potential historic designation and regulations prior to Offer submission.

III. DISTRICT GOALS FOR THIS SOLICITATION

The District’s goal, in issuing this solicitation, is to obtain Offers for reuse of the Reuse Sites from Eligible Applicants.

A. General Goals

The District seeks Offers that maximize goals in the following categories: provide high-quality educational seats for all students, optimize building and site use to serve both students and the community, and promote local job creation and sustainable development.

Provide more high-quality educational seats:

- Increase the number of high-performing educational options;

- Increase access to high-quality educational options for all students, especially those with defined IEPs or who receive Free and Reduced Meals (FARM).

Optimize use of the building and site to serve both students and the community:

- Ensure that public school buildings continue to serve students;
- Activate closed and vacant public school buildings;
- Ensure unique amenities within each site (e.g., gymnasiums, auditoriums, cafeterias, playing fields, and multipurpose space) are available for community use;
- Where non-school functions are included, create ancillary uses that enhance the educational offerings associated with operating a public school;
- Provide educational services that will address the needs of the local community;
- Provide quality options that strategically enhance and/or complement the existing portfolio of nearby public schools; and
- Foster community access and engagement throughout the reuse process and in the new school.

Promote local job creation and sustainable development:

- Promote revitalization of District neighborhoods;
- Create both temporary and permanent jobs for District residents; and
- Promote sustainable development practices that adhere to all District of Columbia Green Building Act (GBA) requirements.

B. Specific Goals

In addition to the General Goals, the District seeks to receive Offers that maximize the following goals relative to the individual Reuse Sites:

1. Shadd

Shadd Elementary School is located in Cluster 33, which had one of the top ten highest service gaps according to the IFF report in 2011. The report showed a need for 1,539 high performing K – 5 seats in the cluster.

According to projections from the Office of Planning, between 2010 and 2017, the total population of students from birth to 19 is expected to remain stable. However, the population of 0-4 year-olds is expected to increase by 17%, while the population of 5 – 19 year-olds is expected to drop by 5%. In the 2012-13 school year, 47% of elementary school students that live in Cluster 33 attended schools, both DCPS and charter, in the neighborhood. About 48% of middle school students and 37% of high school students that live in Cluster 33 attended either DCPS or charter schools in the neighborhood.

Utilization rates among DCPS schools in the area varies widely. Utilization is 37% at Drew Elementary School, 60% at C.W. Harris

Elementary School, and 84% at Nalle Elementary School. Kelly Miller Middle School has a utilization of 59% and Sousa Middle School has a utilization of 48%. Enrollment at the three nearby charter schools, Maya Angelou, KIPP DC, and DC Scholars, increased 6% on average between 2010 and 2012.

Since utilization rates at nearby DCPS schools are relatively low, population is expected to remain steady, and most students are traveling outside the neighborhood to attend school, the goal of this solicitation for Shadd Elementary School is to provide more high-quality Pre-K3 to 5th Grade seats in the neighborhood cluster.

2. Sharpe Health

Sharpe Health is located in Cluster 18, which had one of the top ten highest service gaps according to the IFF report in 2011. The report showed that the strongest need is for high performing K – 5 and 9 – 12 seats. Most students in this area have to travel outside of the neighborhood in order to access a Tier 1 school.

According to the projections from the Office of Planning, between 2010 and 2017, the population from birth to 19 is expected to increase 32%. The population from age 0-4 is expected to increase by 62% and the population from ages 5 – 19 is expected to increase 20%. In the 2012-13 school year, about 50% of elementary school students that live in Cluster 18 attended DCPS and charter schools in the neighborhood. Approximately 53% of middle school students and 30% of high school students attend either DCPS or a charter school in the neighborhood.

Utilization among DCPS schools serving elementary and middle school grades in the area is high at 130% at Powell Elementary, 96% at Raymond Education Campus, 87% at West Education Campus, and 109% at Barnard Elementary. Among the charter schools in the neighborhood, enrollment has increased 33% on average as several schools have added grades at the high school level.

Since the student population is expected to increase in this area of the District, utilization and enrollment rates are high, and a little more than half of primary school students stay in the neighborhood for school, the goal of the solicitation for the Sharpe Health School building is to bring more high-quality Pre-K3 to 5th Grade seats to the neighborhood.

IV. REGULATORY FRAMEWORK

In preparing an Offer to this RFO, Respondents should consider all existing land uses, physical conditions, regulatory requirements, and community interests. Offers must demonstrate outreach to the community surrounding the school building. Offers need not conform to existing zoning; provided, however, if a zoning change is necessary, the Offer should describe, in detail, the Respondent's proposed approach to obtain such zoning change(s) and the estimated timeframe thereof.

Eligible Applicants Right of First Offer

Pursuant to D.C. Official Code § 38-1802.09 (2007 Supp.)(the "Act"), the right of first offer must be given to the following described entities (referred to in this RFO as an "**Eligible Applicant**"). An Eligible Applicant is an approved public charter school or a public charter school whose petition to establish a public charter school has been conditionally approved, under D.C. Code § 38-1802.03 (d)(2)(2007 Supp), as of the date Offers are due in response to this RFO.

An Eligible Applicant has a right of first offer under the Act. In order to exercise the right of first offer under the Act, a Respondent must be an Eligible Applicant as of the date submissions are due under this RFO. An Offer submitted by an Eligible Applicant is its offer to the District pursuant to said right of first offer. All Eligible Applicants may submit an Offer to this RFO. Two or more Eligible Applicants may submit a combined Offer to this RFO.

Compliance with Applicable Laws and Related Costs

If selected, Respondent shall be required to plan, construct and operate the project described in its Offer in accordance with all applicable federal and District of Columbia laws, rules and regulations. Respondent shall further be required to obtain all necessary permits, approvals, and licenses at the appropriate time. Respondent should submit with its Offer a description of all permits, approvals, and licenses expected to be required in connection with its Offer and proposed plans and schedules for obtaining the same. Respondent should indicate in its response its experience and familiarity with such laws and permits at other significant urban reuse projects. All costs associated with complying with applicable laws, rules and regulations, and obtaining all necessary permits, approvals, and licenses shall be borne by Respondent.

Certified Business Enterprises and First Source Hiring Requirements

If an Offer includes construction, the Respondent shall, after selection and prior to lease execution, execute a Certified Business Enterprise ("CBE") agreement with the DC Department of Small and Local Business Development, which requires compliance with the District's "Small, Local, and Disadvantaged Business Enterprise Development and Assistance Act of 2005" (D.C. Official Code §§ 2-218.01 et seq.) ("CBE Program"). Additionally, the Respondent shall, after selection and prior to lease execution, execute a First Source agreement with the DC Department of Employment Services, which further

requires compliance with “The First Source Employment Agreement Act of 1984” (codified in D.C. Official Code §§ 2-219.01 et seq.) (“First Source Agreement”). The District’s First Source Program requires that 51% of the new jobs created by a redevelopment project be filled by District residents.

Historic Reviews

To the extent that a Reuse Site is a historic resource, it may be subject to review under Section 106 of the National Historic Preservation Act, 16 U.S.C. 470 *et seq.*, the “Historic Landmark and Historic District Protection Act of 1978,” D.C. Law 2-144, regulations promulgated hereunder and any other applicable historic or preservation law or regulation, in each case as amended. As such, Respondent’s reuse may be subject to review by the DC Historic Preservation Review Board, with regard to designation as a DC Historic Landmark or location within a Historic District, or by the federal Advisory Council on Historic Preservation. It is Respondent’s sole responsibility to ensure that the proposed project adheres to applicable historic regulations.

Local Project Review and Local Zoning

A Respondent will be expected to meet District land use, environmental, planning, zoning, and other regulatory requirements. Please refer to Title 11 of the District of Columbia Municipal Regulations (“DCMR”) for a complete list of zoning provisions and requirements. Any Offer must comply with the goals and priorities outlined in the District’s Comprehensive Plan, which can be viewed online at: www.planning.dc.gov.

Green Building Act

Adherence to the District of Columbia’s Green Building Act of 2006 D.C. Official Code 6-1451.01 *et seq.* (2007) is required. An Offer shall meet all requirements of the aforementioned Act for District-owned properties as well as any LEED certification requirements for the construction, rehabilitation and/or renovation of District-owned properties. Charter school projects that are new construction or meet the “substantial improvement” definition of the Act are required to be verified as having fulfilled or exceeded the U.S. Green Building Council’s LEED-Gold standard. If there is a legitimate reason why the project cannot fulfill the LEED-Gold level requirement of the Green Building Act due to lack of “sufficient funding,” the justification should be explained in the application.

Note on Building Conditions

Respondent shall be required to accept the Reuse Site, including without limitation, any and all improvements, betterments and equipment in its “**As Is**” condition, without warranty, express or implied, by the District as to physical condition or suitability of the Reuse Site for the Respondent’s purpose. The District makes no representations regarding (i) the character or extent of soil or subsurface conditions or (ii) the conditions and existence of utilities that may be encountered during the course of any use or

redevelopment of the Reuse Site. Each Respondent should draw its own conclusions concerning conditions that may affect the methods or cost of its Offer. Moreover, the Respondent, at Respondent's sole cost and expense, shall comply with all environmental laws applicable to the District of Columbia and shall perform all investigations, removal, remedial actions, cleanup and abatement, or other remediation that may be required pursuant to any environmental laws, including without limitation removing or abating any asbestos, asbestos containing materials and/or underground storage tanks, District shall have no responsibility or liability with respect thereto. Additionally, Respondents shall be responsible for any and all requisite pre-development (including demolition of existing improvements and due diligence studies such as traffic, geotechnical, storm water management and other site preparations, as applicable) and development costs for any redevelopment of part or all of any building or the Reuse Site.

V. SUBMISSION REQUIREMENTS

This RFO is open to any and all Eligible Applicants.

Respondent may submit an Offer on any, all, and /or a combination of the Reuse Sites. Respondent must submit an Offer on each Reuse Site separately, with specific detail to each site which outlines how the Offer relates to the Reuse Site stated goals.

Economic analysis and/or real estate advisory services are **not** being solicited as part of this solicitation.

The District strongly urges that an Offer not exceed 25 pages (excluding appendices).

Respondents shall provide four (4) hard copies and one (1) CD ROM or USB Flash Drive of the written Offer in 12 point font size on 8.5" by 11" paper. Each Offer shall be hand-delivered to the location set forth in Section VI.A of this RFO. Electronic and facsimile Offers will not be accepted.

Each Offer shall be submitted in a sealed envelope conspicuously marked: "**Offer in Response to RFO for the Reuse of DCPS Excess Space dated November 25, 2013**".

A Responsive Offer must be timely submitted from an Eligible Applicant and comply with this RFO (a "**Responsive Offer**"). In order to enable the District to fully evaluate Offers, a Responsive Offer should explain, with supporting documents, the Respondent's program, organizational capacity, experience, and financial resources to implement the proposed vision. Offers should respond to each RFO item in the order outlined below with each item marked by tabs to indicate the section number.

Offers should include the following:

A. Executive Summary/Description of Program and Respondent

Please describe the following:

- Programmatic vision for the Reuse Site including how the program would complement or add to the educational services in the neighborhood;
- If Respondent has experience operating a charter school in the District of Columbia, then a history of performance including, where applicable, measures of performance such as ranking under the Public Charter School Board's Performance Management Framework (PMF), classification under the ESEA waiver, DC-CAS scores, results according to an accountability framework, enrollment history, high school graduation rates, or college admission and graduation rates;
- Respondents who have not operated a charter in the District of Columbia shall provide comparable information on performance from another jurisdiction;
- How the proposal will meet the needs of students in the vicinity of the school and in the District as a whole;
- A plan to serve high-needs students defined as those with IEPs or who receive Free and Reduced Meals (FARM);
- Whether the respondent's need is to serve a new program, expand an existing program, or obtain permanent space for a program currently in temporary space;
- List of all sites of operation in the District of Columbia including addresses, capacity, and SY12-13 enrollment;
- Parent reviews and/or additional information or documentation Respondent believes is relevant evidence of Respondent's abilities and experience to provide high-quality educational services;

B. Description of Project Team and Qualifications

Team Members are each entity that will participate in creating and completing the Offer outside of the Respondent; i.e. architect, real estate company, etc. Respondent must demonstrate prior experience and success with developing/operating a charter school facility similar to what is proposed in response to this RFO. Respondent should provide no more than two (2) examples detailing its, or a team member's, experience with comparable projects. Examples of previous experience should include the following:

- Respondent's primary Point of Contact (POC) and legal address;
- Brief organizational description (i.e. corporation, non-profit or charitable institution, partnership, LLC, etc.) and under which laws it is operating;
- Copy of the executed charter agreement and documentation of charter extensions or documentation of conditional approval of the petition for a public charter school;
- An organizational chart or description of key personnel or team members who will be working on the project including a description of their roles and relevant experience;
- Name, address, telephone number, and e-mail address of each team member, including the identity of each principal, partner, or entity that composes such team member;
- Legal status of each key team member, including the state under whose laws the organization/corporation is organized and operating
- Previous experience for each team member delivering the types of services that such team members will be providing in the redevelopment and operation of the Reuse Site(s); including at least two professional references;
- A description of comparable project(s) and visual documentation (photos or renderings), where available;

- A description of aspects of the projects (e.g., comparable student and community demographics) make it comparable to Respondent's Offer for the Reuse Site;
- A description of the project team's non-academic successes such as jobs created or sustainability measures implemented in other properties;
- Respondents should provide such other information Respondents believe will assist the District in evaluating the capabilities of Respondents and any other team members who will participate in the project.
- Any personal or professional relationship among or between any team members and any person working for, appointed to a position in, or elected to an office of the District of any entity for which there may be conflict. The District, in its sole discretion, reserves the right to determine a conflict of interest or the appearance thereof.
- Respondents shall provide a certification from each team member:
 - ✓ Noting any debarments, suspensions, bankruptcy, or loan defaults on real estate development projects and/or government contracts of any team member;
 - ✓ Stating that all tax liabilities and other government impositions are current;
 - ✓ Stating that there is no ongoing litigation in which the District is a party that relates to any team member or to any other entity or individual having a controlling interest in the team member (or, if such litigation exists, the name and civil action numbers of such litigation and a description of the subject matter of such litigation); and
 - ✓ Providing the names of any member, employee, or agent of the team member who, within three (3) years prior to the publication of this RFO, were District employees, consultants, or contractors to the District.

C. Financial Feasibility

Respondents should provide financial information so that the District may assess the feasibility of the Respondent's Offer. Please submit the following information:

- Certificate of good standing issued by the Chief Financial Officer (CFO) or relevant tax authority for each jurisdiction of operation;
- Statement of whether Respondent is a certified local, small, or disadvantaged business enterprise.
- **Sources and Uses Budget:** A sources and uses statement that details the anticipated private and public sources of funds for any acquisition, construction, and ongoing maintenance and operational costs for the reuse plan as described in the Offer. Sources and uses should be presented in a clear and readable format, such as a chart or spreadsheet.
- Draft construction budget for reuse, including estimates of hard costs, soft costs (with fees broken out), financing assumptions, and estimated operating expenses (as applicable).
- **Pro Forma:** Respondents should provide an at least 10 year operating pro forma showing all projected revenues and expenses by category. Phasing strategies should be incorporated into the model pro forma so that Respondent's intent with regard to capital improvements and operations are clear. The pro forma should include line items for debt service and capital reserves. The pro forma should be accompanied by a summary of the assumptions used as the basis for such numbers. Respondent should also provide a risk assessment strategy should sources of grant funding

(whether for capital or operations) be modified by market or other conditions. This risk assessment should delineate a phasing strategy if applicable.

- **Proposed Transaction Structure:** A detailed description of Respondent's proposed transaction structure including a statement of the material lease terms offered by Respondent.
- **Respondent financial capacity:**
Each Offer should anticipate a fair market rental rate for each Reuse Site. Respondent shall demonstrate its ability to pay such rate to the District by furnishing:
 - ✓ Respondent's current balance sheet;
 - ✓ Audited annual reports for last three years;
 - ✓ Last three Federal tax returns, if applicable;
 - ✓ Last three DC tax returns, if applicable;
 - ✓ Five-Year pro forma detailing among other items the Respondent's capital expenses, occupancy expenses, rent payments, and per student allotment; and
 - ✓ Explanation, with supporting documentation, of how the Respondent plans to obtain financing.

Note that the District may seek additional project financial information from Respondent at any time in the evaluation of RFO responses for the purpose of clarifying project feasibility.

D. Project Implementation

Respondent shall identify and describe the following:

- Site plan indicating proposed location and configuration of all uses;
- Respondent's development strategy and proposed timing from predevelopment through completion and occupancy. Project Schedule should list each step in the redevelopment process from award through project completion and when the facility will be fully operational. Describe also respondents ability to mobilize and commence predevelopment activities immediately upon selection in order to meet the Project Schedule submitted by the Respondent; Respondent's ability and plan to guarantee to the District that Respondent's milestones will be met;
- How the school has reached out to community members or plans to offer community services such as a voting location, access to on-site recreation facilities or meeting space;
Approximate number of full time and part-time permanent employees upon project completion and how the construction and school operations will generate opportunities to hire District residents and contract with local, small and disadvantaged businesses;
- If the Offer contemplates incidental non-charter school uses, a description of those uses and the proposed development program, including gross square footage of each proposed use;
- A plan to fulfill the requirements of the CBE Program and/or First Source Program or otherwise employing and retaining District residents and utilizing local, small, and disadvantaged business enterprises;
- A plan to fulfill the requirements of the Green Buildings Act (GBA). Charter school projects that are new construction or meet the "substantial improvement"

definition of the Act are required to be verified as having fulfilled or exceeded the U.S. Green Building Council’s LEED-Gold standard. If there is a legitimate reason why the project cannot fulfill the LEED-Gold level requirement of the GBA due to lack of “sufficient funding,” the justification should be explained in the application;

- Proposed repair and maintenance program to ensure that the proposed Reuse Site is maintained and kept in a good condition, repair and working order.

E. Optional Public Presentation

Respondents are encouraged but not required to engage in a public hearing at the close of the RFO. This will be an opportunity for the Respondent to give a brief presentation of the Offer before the community and the RFO panel to receive public input. The result of the public presentation is not dispositive to the final decision of this RFO panel to award a Reuse Site.

The dates and locations of the public hearings are as follows:

	School	Meeting Date	Meeting Time	Meeting Location
1.	Shadd	TBD	TBD	TBD
2.	Sharpe Health	TBD	TBD	TBD

Any dates not listed above will be updated on the DGS website at www.dgs.dc.gov. Respondents seeking to present at the aforementioned public hearings must contact Althea Holford, Real Estate Specialist at althea.holford@dc.gov with the subject heading “[Name of Reuse Site] Public Hearing RSVP”. Respondents seeking to offer on more than one Reuse Site can participate in multiple hearings.

VI. EVALUATION PROCESS

A. Deadline for Submission of Proposals

RFO responses are due by **12:00 p.m. EDT, November 25, 2013**. Any submissions received after 12:00 p.m. will not be considered, without any exceptions. Respondents are required to deliver their Offers to:

The District of Columbia Department of General Services
 ATTN: Althea O. Holford
 2000 14th Street, NW

8th floor
Washington, DC 20009

B. Timetable for Evaluation of RFO Responses

The District will endeavor to follow the timetable set forth below; however, the activities and timetable represented below are a guideline only and are subject to change in the District's sole discretion and without prior notice:

Issuance of RFO:	10/24/13
Pre-Submission Meeting:	10/28/ 13– 11AM Reeves Center 2nd Floor Community Rm. 2000 14th St. NW
	<u>Site visit schedule:</u>
	1. Shadd – TBD
	2. Sharpe Health – TBD
Offers Due:	11/25/13 – 12 Noon – Reeves Center 8th Fl.
Expected Awards:	December 2013

THE SCHEDULED SITE VISITS WILL BE THE ONLY TIME THE REUSE SITE WILL BE ACCESSIBLE FOR VISITATION DURING THE RFO PERIOD.

Respondents are encouraged to bring any member of the project team it deems necessary to the site visit.

C. Evaluation Procedure

A selection panel will be established to review and evaluate the Offers (**the "Selection Panel"**). The composition of the Selection Panel will be determined by the District, in its sole discretion. In addition, the Selection Panel may consult with professional consultants for technical assistance. All Responsive Offers received will be considered by the District. The Selection Panel, however, will evaluate responses submitted in response to this RFO in the context of the evaluation criteria and questions noted below:

Eligibility Requirements

Both requirements are necessary in order for the applicant's proposal to be evaluated. No Offer that is timely will be rejected as non-responsive if it meets the below Eligibility Requirements:

- Authorized charter in DC or conditionally approved charter at the time the application is submitted.
- Certificate of Good Standing.

Evaluation Scoring

School/Local Education Authority (LEA) Performance

30 Points

- Respondent demonstrates a record of strong academic performance in the District of Columbia or in another jurisdiction. For example, the applicant could provide evidence of a high rating in the DC Public Charter School Board’s Performance Management Framework (PMF), a high rating under an accountability framework, or other evidence of strong student outcomes.
- If the applicant has not previously operated a charter school in the District of Columbia, or is a newly established charter school in the District of Columbia the applicant shall describe related experience that provides evidence of the ability to ensure strong academic outcomes such as the experience of school leadership, classroom success, or unique program offerings.

Project Vision and Implementation Plan

20 Points

- The respondent describes the needs of students in the surrounding community and the District of Columbia as a whole. The respondent provides a clear vision and plan to address the identified needs with emphasis on serving children with Individual Education Plans (IEP) or free and reduced price meals (FARM). Applicants should include evidence of successfully serving students with IEPs and FARM.
- Respondent has a highly qualified leadership team and demonstrates experience managing a public charter school.
- Respondent describes its growth plans, current location, and the limitations of its current location to meet the needs of students. The respondent’s proposal clearly identifies and provides evidence for how the building will help it meet the needs of students.
- Respondent’s development strategy will meet both CBE and Green Buildings Act (GBA) requirements.
- Both construction and school operations will create jobs for District residents.

Financial Feasibility

30Points

- Respondent has demonstrated fiscal responsibility by providing audited financial statements for at least three years.
- Respondent’s proposed capital improvements are financially feasible given expected enrollment and sources of funds. The capital improvements will not require additional District subsidies.
- Respondent’s project team has a demonstrated track record of successfully completing charter school projects such as the one offered.

Community Involvement

20Points

Offer reflects the goals listed in Section III of this RFO. Respondent has demonstrated strong relationships with community organizations or members, as possibly demonstrated by Letters of Support or positive feedback either during or after the public presentation; or the offer received a positive response from

community members and neighborhood organizations during or after the public presentation.

VII. RFO UPDATES AND MODIFICATIONS

DGS will post on its website (<http://DGS.dc.gov>) any notices or information regarding cancellations, withdrawals, modifications to deadlines, and other modifications to this RFO. Respondents shall have an obligation to check the website for any such notices and information, and the District shall have no duty to provide direct notice to Respondents.

VIII. SELECTION AND NEGOTIATION

While the District, through DGS, may enter into negotiations with one or more Respondent(s) based on Offers submitted in response to this RFO, this RFO does not commit DGS or the District to select any Respondent or to enter into negotiations with any Respondent that may respond. The District reserves the right to reject any Offer, or part of an Offer, to amend this RFO, or to reject all Offers and re-issue a RFO at a later date, each at its sole discretion.

The District will determine, in its sole discretion, whether each Offer received in response to this RFO is a Responsive Offer. For any Offer that is considered to be non-responsive, the Respondent will be notified in writing within ten business days after the submission deadline. The decision of the District in this regard is final and will be explained to the Respondent upon request.

Based upon responses, the District, in its sole and absolute discretion, may choose to:

1. Require oral presentations by Respondents;
2. Select a short list of Respondents and require additional information from the short-listed Respondents or that they modify their Offers or provide a 'Best and Final Offer' for the District's review;
3. Enter into exclusive negotiations with one or more selected Respondent(s) without requesting more detailed information or selecting a short list of Respondents;
4. Request more detailed information leading to final Respondent(s) selection; and/or
5. Take no action on the responses received.

Following receipt of additional information, if requested, the Selection Panel may select, in its sole and absolute discretion, one or more Responsive Offer(s), as modified or otherwise, to recommend to the Mayor, who, in his absolute discretion, may accept or reject the Selection Panel's recommendations.

Upon recommendation by the Selection Panel, and if approved by the Mayor, DGS shall notify the selected Respondent(s), if any.

If one or more Respondent(s) is thereby chosen for commencement of negotiations, the selected Respondent(s) may be requested by the District to proceed to negotiate final

terms consistent with the Respondent's proposed terms or to revised terms. If the District and the selected Respondent are unable to agree on the final terms within ninety (90) calendar days, the District, in its absolute and sole discretion, may terminate negotiations and select a different Respondent that responded to the RFO, re-issue the RFO, or take such other measures as it deems reasonable, appropriate, and/or necessary.

IX. RESERVATION OF RIGHTS AND MISCELLANEOUS PROVISIONS

A. Rights Reserved

The District reserves the right to:

- Cancel or withdraw the RFO at any time prior to or after the submission deadline;
- Issue modifications or clarifications to the RFO prior to the submission deadline;
- Reject any submission it deems incomplete or unresponsive to the submission requirements;
- Reject all submissions that are submitted under the RFO;
- Modify the deadline for submissions or other actions; and/or
- Reissue the RFO or a modified RFO whether or not any submissions have been received in response to the initial RFO issuance.

The District may exercise one or more of these rights, in its sole discretion, as it may deem necessary, appropriate, or beneficial to the District.

B. No Conflicts of Interest

In its response to this RFO, the Respondent should represent and warrant the following to the District:

- No person or entity employed by the District or otherwise involved in preparing this RFO on behalf of the District (i) has provided any information to potential Respondents which was not made available to all entities potentially responding to this RFO, (ii) is affiliated with or employed by or has any financial interest in any potential Respondent, (iii) has provided any assistance to potential Respondent in responding to this RFO, or (iv) will benefit financially if any Respondent is selected in response to this RFO.
- The Respondent has not offered or given to any District officer or employee any gratuity or anything of value intended to obtain favorable treatment under this RFO or any other solicitation or other contract, and Respondent has not taken any action to induce any District officer or employee to violate the rules of ethics governing the District and its employees. Respondent has not and shall not offer,

give or agree to give anything of value either to the District or any of its employees, agents, job shoppers, consultants, managers or other person or firm representing the District, or to a member of the immediate family (*i.e.*, a spouse, child, parent, brother or sister) of any of the foregoing. Any such conduct shall be deemed a violation of this RFO. As used herein, “anything of value” shall include but not be limited to any (a) favors, such as meals, entertainment, transportation (other than that contemplated by this RFO, if any, or any other contract with the District), etc., which might tend to obligate a District employee to Respondent, and (b) gift, gratuity, money, goods, equipment, services, lodging, discounts not available to the general public, offers or promises of employment, loans or the cancellation thereof, preferential treatment or business opportunity. Such term shall not include work or services rendered pursuant to any other valid District contract.

- The Respondent shall report to the District directly and without undue delay any information concerning conduct which may involve: (a) corruption, criminal activity, conflict of interest, gross mismanagement or abuse of authority; or (b) any solicitation of money, goods, requests for future employment or benefit of thing of value, by or on behalf of any government employee, officer or public official, any Respondent employee, officer, agent, subcontractor, or labor official, or other person for any purpose which may be related to the procurement of this RFO by Respondent, or which may affect performance in response to this RFO in any way.
- Neither Respondent or any subcontractor or affiliate thereof, nor any employee of any of them, shall retain any material or items of any kind salvaged from the Reuse Site at issue in this RFO as memorabilia or souvenirs or otherwise.

C. Change in Respondent Information

If information provided in a submission changes (*e.g.*, change or addition to any of the Respondent’s team members or new financial information) the Respondent shall provide updated information in the same format for the appropriate section of the RFO may consider the modified submission.

D. Ownership and Use of Submissions

All submissions shall be the property of the District. The District may use any and all ideas in any submission, whether the submission is selected or rejected. No Respondent shall be entitled to compensation or reimbursement of costs in connection with their submission of a response to this RFO.

E. Further Efforts

The RFO Review Panel may request that Respondents clarify their submissions and/or submit additional information pertaining to their submissions; the RFO Review Panel may request best and final submissions from any Respondent and/or request an oral presentation from any Respondent.

F. Restricted Communications

Upon release of this RFO, potential Respondents shall not communicate with the Review Panel or any District staff about the RFO or issues related to the RFO except as authorized in this RFO or in public meetings called in connection with this RFO.

G. Confidentiality

Submissions and all other information submitted in response to this RFO are subject to the District’s Freedom of Information Act (D.C. Official Code § 2-531 *et seq.*) (“FOIA”), which generally mandates the disclosure of documents in the possession of the District upon the request of any person, unless the content of the document falls within a specific exemption category. An example of an exemption category is “trade secrets and commercial or financial information obtained from outside the government, to the extent that disclosure would result in substantial harm to the competitive position of the person from whom the information was obtained.” If a Respondent provides information that it believes is exempt from mandatory disclosure under FOIA (“exempt information”), the Respondent shall include the following legend on the title page of the submission:

THIS PROPOSAL CONTAINS INFORMATION THAT IS EXEMPT FROM MANDATORY DISCLOSURE UNDER THE DISTRICT’S FREEDOM OF INFORMATION ACT

In addition, on each page that contains information that the Respondent believes is exempt from mandatory disclosure under FOIA, the Respondent shall include the following separate legend:

THIS PAGE CONTAINS INFORMATION THAT IS EXEMPT FROM MANDATORY DISCLOSURE UNDER THE DISTRICT’S FREEDOM OF INFORMATION ACT

On each such page, the Respondent shall also specify the exempt information and shall state the exemption category within which it believes the information falls. The District will generally endeavor not to disclose information which in the opinion of the District is exempt from disclosure. The District may, in its discretion, contact the Respondent to provide notice that their submission materials have been requested and provide the Respondent with the opportunity to further identify exempt information. The District will independently determine whether any information, whether designated by the Respondent or not, is exempt from mandatory disclosure. The District has the ultimate decision as to whether information is exempt from disclosure. Moreover, exempt information may be disclosed by the District, at its discretion, unless otherwise prohibited by law, and the District shall have no liability related to such disclosure.

H. Non-Liability

By participating in the RFO process, the Respondent agrees to hold the District, its officers, employees, agents, representatives, and consultants harmless from all claims, liabilities, and costs related to all aspects of this RFO.

I. Questions

Any questions regarding this RFO should be submitted via e-mail to Althea O. Holford at althea.holford@dc.gov.