



Facilities Support Services
5735 47th Avenue ♦ Sacramento, CA 95824
(916) 643-9233 ♦

REQUEST FOR PROPOSALS

**REAL PROPERTY EXCHANGE
FOR
SACRAMENTO CITY UNIFIED SCHOOL DISTRICT
16th and N Parcel**

RFP Issued: July 1, 2016
DUE DATE/TIME: August 1, 2016 3 PM

PLACE: Facilities Support Services
5735 47th Avenue
Sacramento, CA 95824

CONTACT: Elena Hankard
elena-hankard@scusd.edu
916-643-9233

SUBMITTAL INSTRUCTIONS: Complete proposals must be delivered to the above address in a sealed envelope *prior* to the date and time specified. ***Late submittals will not be considered.*** In addition to your complete firm name and address, please annotate the envelope as follows: "CONFIDENTIAL – PROPOSAL FOR REAL PROPERTY EXCHANGE".

**REQUEST FOR PROPOSALS
REAL PROPERTY EXCHANGE
FOR
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16th and N Parcel**

I. INTRODUCTION

The Board of Education ("Board") of the Sacramento City Unified School District (the "District") is seeking to exchange the real property located at 1619 N Street aka Thomas Jefferson (the "Site") for a property suitable for the development of a central kitchen facility.

It has been determined that the Site is no longer needed for District use. The District has determined that the Site has a higher value to the District as an asset for exchange for other real property to be used for a central kitchen facility. The District is seeking to exchange the Site for another real property that will be of suitable size and location, has the necessary zoning, and other characteristics for the development of a central kitchen facility. The District seeks the most beneficial compensation possible for the Site.

The party that will participate in the exchange with the District is referred to as the Entity. The Entity may take any form best suited to deliver on the Entity's proposal. The Entity may be a single and sole party, corporation, limited liability company, or a partnership. The Entity may be part of a joint venture.

The District reserves the right to verify sources to determine that the Entity's stated qualifications are true, accurate and will serve the interests of District. The District's decision will be based on the Entity's Proposal, ability to deliver on that Proposal, and the proposed exchange property(ies) utility to District.

II. CRITICAL DATES AND INFORMATION FOR THE PROPOSAL

A. Exchange Proposal Due Date:

The Proposal shall be marked "CONFIDENTIAL - REQUEST FOR PROPOSALS - REAL PROPERTY EXCHANGE FOR SACRAMENTO CITY UNIFIED SCHOOL DISTRICT 16th and N Parcel" and delivered no later than August 1, 2016 at 3 pm to:

Sacramento City Unified School District
Facilities Support Services
5735 47th Avenue
Sacramento, CA 95824
ATTENTION: Elena Hankard

Submission of the exchange Proposal by facsimile or e-mail is not acceptable. Proposal's not received by the deadline will be returned unopened.

B. Questions Regarding the Proposal:

Any questions regarding the Proposal are due by 5 pm on July 15, 2016. Questions must be submitted in writing to Elena Hankard at elena-hankard@scusd.edu .

Schedule of Events (Subject to Change)

EVENT	DATE
Submittal of Proposal Documents	July 1, 2016
Site Visit	July 14, 2016
Deadline for Questions Regarding the Proposal***	July 15, 2016
Response to Questions Received	July 19, 2016
Proposals Due	August 1, 2016 at 3PM
Evaluate Qualifications & Reference Checks	Week of August 1, 2016
Notification of Interviews if Applicable	Week of August 8, 2016
Interviews if Necessary	Week of August 15, 2016
Review of Proposals	Week of August 15, 2016
Presentation of Recommended Proposals for Board Review	August 18, 2016
Board Authorization to Negotiate Exchange with a Proposer or Proposers	August 18, 2016
District and Entity Negotiate Exchange Agreement (Must Include Appraisal Information Regarding Fair Market Value ("FMV"))	August 22, 2016 – September 21, 2016
Finalize Proposed Agreement and Schedule for Board Approval	September 22 - October 3, 2016
Board of Education Approves Exchange Agreement	October 20, 2016
Exchange Closing	No Later Than December 31, 2016

***Questions pertaining to the RFP:

Questions related to this RFP should be submitted in writing to elena-hankard@scusd.edu no later than Friday July 15, 2016 at 5 pm. Specify "RFP for 16th and N Streets Parcel" in the subject line. Responses to all questions received will be posted on the District website, <http://www.scusd.edu/old-marshall-and-thomas-jefferson-information> no later than 5:00 pm. on July 19, 2016.

III. Site Description

The Site available for exchange is 1.18 acres (51,401 square feet) of RU-5 residential zoned property located at 1619 N Street in Sacramento, CA. The APN for the Subject Site is 006-0174-016. The Site includes building improvements and is a designated historic resource in Sacramento. The proposing Entity shall be responsible for verifying that the Site meets the criteria for any proposed project the Entity would develop at the Site.

IV. Transaction Parameters

The exchange may be on the terms and conditions agreed to by the parties (Entity and the District). The exchange agreement may be entered into without complying with any other provisions of the Education Code, but requires a two-thirds vote of the Board. No Entity shall have priority. The District shall select the Proposal that best meets its needs and goals. The District will consider 1) property(ies) best suited for its needs for the central kitchen; 2) have the shortest, but most favorable escrow period; and 3) receive the highest and most beneficial compensation, but not less than FMV. The District reserves the right to reject any and all Proposals.

A. Acceptable Exchange Site Characteristics

The District requires the property(ies) that it will receive for consideration to have the following characteristics:

1. Shall be fully controlled by the Entity. Entity ideally will own the property to be exchanged to the District in fee simple. Property(ies) under an enforceable purchase agreement in favor of the Entity may be considered. However, the Entity must have express authorization and ability to assign the agreement without approval by the seller/owner to the District.

2. Shall be centrally located within the District's boundaries.

3. Shall be near major freeways.

4. Shall be a minimum of 5 acres.

5. Shall be free of any and all environmental hazards. The proposer should submit any Phase I Environmental Site Assessment made on the property(ies).

6. Shall be zoned to permit a kitchen facility or be able to be permitted by the City of Sacramento for the District's intended use without requiring a general plan amendment and/or zone change.

7. Shall be free of improvements that provide no value to the District such as buildings or other improvements. The Entity shall be responsible to deliver property(ies) free of such improvements to the District unless the District determines them to be a benefit to its future uses.

8. Shall have marketable title free and clear of encumbrances including, but not limited to, deeds of trust.

9. Shall provide proof that the Site will be served with water, sewer, electric power, natural gas and other utilities for the cafeteria facility.

B. Deposits

If the Board approves negotiation for an exchange with a proposer, the proposer shall submit a \$25,000 deposit to the District which shall be credited to the exchange if an exchange agreement is approved by the Board. If the proposer terminates negotiations, through no fault of the District, the deposit shall be considered liquidated damages retained by the District on the basis that it is impracticable or extremely difficult to fix actual damages.

C. Exchange Value and Other Consideration

District must receive at least FMV for the Site. FMV may be received as a combination of real property, cash or other consideration by the Entity to the District if the FMV of the Site exceeds the FMV of the exchange property. Appraisals, during the course of negotiation with a selected proposer, shall be prepared and made available by the District and the Entity during the course of negotiations and prior to final approval by the Board.

D. Close of Escrow

The District seeks the shortest close of escrow possible. Transactions should be targeted to close prior to the end of December 31, 2016. Close of escrow timing is subject to change.

E. Financing

The Entity must secure its own financing to acquire the Site. The District shall, in no event, be providing financing in order to facilitate the exchange of the Entity's proposed property.

F. Fees

The District shall not pay any development fee, brokerage fees or commissions, appraisal fees, or finder's fees to the Entity or any affiliate or representative of the Entity.

G. Project Cost

The District shall not pay any cost related to the Entity's pre-development, development, financing, or construction cost associated with the Entity's proposed project at the Site. The cost of any studies or reports, including Phase 1 reports and appraisals and FMV appraisals, that the District requires from the Entity shall be paid for by the Entity and will not be paid for or be credited to them through the exchange.

H. District Participation

The District shall only commit to limited participation at its discretion to assist the Entity with due diligence by providing access to the Site, providing available, pertinent documents relating to the Site, and sharing information with the Entity's consultants, lenders, or other parties to assist in the due diligence, feasibility analysis, project design and close of escrow. The Site will be exchanged in an as is condition.

V. **Proposal Format and Content**

The Proposal shall be clear, concise, complete, well organized and demonstrate the Entity's qualifications to perform the exchange.

Nine (9) bound copies of the Proposal should be provided, with all materials bound to an approximately 8-1/2" x 11" format, not to exceed forty (40) single-sided pages total length. Pages must be numbered. District will not count, in the total, the graphic cover sheet, cover letter, table of contents, financial information, blank section dividers (tabs) and a maximum of 6 resumes (demonstrating team experience with their proposed project(s) and development projects, generally).

The Proposal shall be sealed with the Entity's name, address, and "Confidential – REAL PROPERTY EXCHANGE FOR SACRAMENTO CITY UNIFIED SCHOOL DISTRICT 16th and N Parcel" clearly visible on the outside.

All Entities are requested to follow the order and format specified below. Please tab each section of the submittal to correspond to the numbers/headers shown below.

Submittal Cover

Include the Proposal title and submittal due date, the name, address, fax number, and the telephone number of Entity (or Entities for joint venture or association).

1. Table of Contents

Include a complete and clear listing of headings and pages to allow easy reference to key information.

2. Cover Letter

Include a cover letter signed by an officer of the Entity submitting the proposal, or signed by another person with authority to act on behalf of and bind the Entity. The letter should certify that the information contained in the proposal is true and correct, and that the signatory (ies) has authority to act on behalf of and bind the Entity. Please also indicate the contact person(s) for the negotiations.

3. Executive Summary

Briefly summarize your Proposal. Entities are encouraged to provide comments on the proposed team, its track record or track record of the team members,

proposed exchange property(ies), other potential consideration to be given to the District if necessary to provide the District at least FMV or other agreed to consideration, and agreement terms including closing, and participation requested of District, and briefly describe your company philosophy on collaboration with public agency partners.

4. General information

Include number of employees, years in business, name(s) of owner (& home office location, local office location (if different)), types of licenses held, primary business types and market areas.

5. Organization

Show an organizational chart for the team indicating principals, project managers and other vital managerial and leadership staff. Give a brief description of the roles of each person on the team and their office location. In narrative form, briefly discuss each member's experience and its relevance to the proposal.

6. Experience

Describe your specific experience with transactions with K-12 public school districts of other public agencies.

7. Property Description of the Property to Be Exchanged

Describe the property(ies) the District shall receive in sufficient detail to be exchanged including the address, assessor parcel number, size in acres and square feet, its zoning, any potential land use entitlements needed by the District for the District's intended use, utilities serving the site, utilities not readily available at the site that may need to be extended, developed or improved, improvements to be demolished on the site prior to transfer to the District, and other characteristics that may benefit the District.

8. Proposed Financial and Other Transaction Terms

Describe the anticipated value of the property(ies) the District shall receive in the exchange and any other consideration that may be provided to ensure the District shall receive FMV for the Subject Parcel. Describe the proposed closing schedule and other pertinent terms concerning the transaction with District. Entity must provide proof of site control in sufficient detail. If the property to be received by the District is not owned in fee title by the Entity, the Entity shall provide its purchase agreement to the District. Should the Entity expect to have to provide other consideration to the District, based upon the appraisals, the Entity shall demonstrate its ability to provide this consideration to the District in the form of a letter of credit, loan commitment, its own cash reserves, or letter from investor who can demonstrate an equal level of proof of funds to deliver the potential additional consideration.

9. Proposed Project at Site

Provide a description of the proposed project to be planned at the Site including product type i.e. residential or mixed use, for residential market served i.e.

market rate, affordable, for rent or for sale, architectural style, approach to preserving any Site improvements, proposed land use entitlements required, and other pertinent information that describes the project(s).

10. The Entity shall make available to the District an electronic copy of a preliminary title report of the property(ies) dated after July 1, 2016. The Entity shall provide an electronic of a recent Phase I ESA to the District. The Entity shall provide copies of will serve letters for required utilities as stated in part IV (9) above. The Entity shall provide a list of other studies or reports available for the conditions of the proposed property(ies) to be received by the District through the exchange to evaluate the developability of the proposed property(ies) to be received by the District.

VI. Selection Process

The District will determine, after the submission date, which Proposal or Proposals shall be recommended to the Board. The District will provide written notification of those Proposals which were not recommended for the exchange.

District staff will present its recommendations which were, and were not recommended, to the Board in accordance with the process directed by the Board.