

EXHIBIT A

The Arizona Board of Regents
on behalf of

THE UNIVERSITY OF ARIZONA
Tucson, Arizona

REQUEST FOR PROPOSALS

with Information for Respondents and Form of Agreement

for

DEVELOPER-OPERATOR SERVICES

relating to the real property located at

4715-4717 E. Ft. Lowell Rd., Tucson, AZ

This Request for Proposal is for a long-term market rate ground lease for the programming, design, construction and operation of a commercial and/or residential development.

4715-4717 E. Ft. Lowell Rd., Tucson, AZ

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This Request for Proposals is separated in two parts: Part 1 – Request for Proposals Information, and Part 2 - Appendix. The Appendices of Part 2 are part of the Request for Proposals and the terms, conditions and criteria therein must be met by any Firm/Team.

Arizona Board of Regents
for and on behalf of

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Tucson, Arizona

ANNOUNCEMENT OF THE REQUEST FOR PROPOSAL

for
Developer-Operator Services

relating to the development of

4715-4717 E. Ft. Lowell Rd., Tucson, AZ

The University of Arizona invites interested and qualified Developer-Operator Firms/Teams to submit a written Proposal to provide Developer-Operator Services for a proposed commercial and/or residential development located at 4715-4717 E. Ft. Lowell Rd., in Tucson, Arizona. The proposed development will be designed, constructed, and operated by the successful Developer-Operator.

Project Description

Utilizing land under a long-term market rate ground lease, the successful Developer will design, construct and operate a commercial and/or residential development.

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PROJECT INFORMATION

Project Description

Utilizing land under a long-term market rate ground lease, the successful Developer will design, construct and operate a commercial and/or residential development.

Project Location Map (See Appendix A)



Site Description

The site consists of a single parcel of land that is located at the northeast corner of Swan Road and Fort Lowell Road. The property has a physical address of 4715 – 4717 East Fort Lowell Road, Tucson, Pima County, Arizona 85712. The site currently houses Professional Office and Laboratory Space.

The Site is City of Tucson zoned C-2 (Commercial) and O-3 (Office). The University of Arizona

as a State Agency is exempt from City Zoning.

A comprehensive Site Survey Report prepared by Rick Engineering identifies site boundaries, topography and utility connection points. See Appendix F.

Site Utilities

Utility providers are as follows, with further detail provided in Appendix F:

Water: Tucson Water

Sewer: Pima County Wastewater

Gas: Southwest Gas Corporation

Electric: Tucson Electric Power Company

Project Objectives

The University of Arizona invites interested and qualified Commercial or Residential Developer Firms to submit a written Proposal to enter into a long-term market rate ground lease for the property located at 4715-4717 E. Ft. Lowell Road, in Tucson, Arizona. The proposed development will be programmed, designed, constructed, and operated by the successful Developer.

Developers' proposal shall include the following criteria:

- 80-year ground lease term is subject to Arizona Board of Regents review and approval (See Ground Lease Form Agreement - Appendix B).
- The University will continue to use the building on the east side of the property for up to two years with no rent payment, although the University will pay 100% of O&M.
- Developer will provide a proposal for development of the property, which accommodates the University's two-year use of the east building.
- Developer will provide a detailed rent payment schedule for the duration of the ground lease.
- Developer is responsible for demolishing current buildings/improvements.
- Developer owns constructed improvements.
- Developer is required to provide plans, review, and permits. The University of Arizona shall be the authority having jurisdiction. The University or designated testing agency shall be responsible for performing all inspections. Developer will be responsible for all costs associated with plan reviews, permits and inspections.
- The University will review and approve design plans, shall issue a building permit, and shall issue a final certificate of occupancy.
- Developer is responsible for any and all environmental issues and will meet OSHA, ADEQ, NESHAP, etc. requirements.
- Developer is required to present plans for neighborhood review and comments.

- Developer will keep property in good condition over the term of the ground lease and return property in good condition.
- Developer should budget for demolition of improvements upon termination of ground lease, or University may elect to keep improvements and take over property.

Project Design Considerations

Design guidance for the project will be in accordance with the *International Building Code Standards*.

Performance

This project will deliver and operate a residential and/or commercial development.

Delivery

The Developer-Operator will be fully responsible for site development. This includes design, construction and access off Swan or Ft. Lowell Roads, as well as construction and connection to all required utilities with the City of Tucson and other local utility providers.

The Developer-Operator will be fully responsible for programming, design, permitting, construction and successful inspections.

The Developer-Operator shall be fully responsible for the cost of insurance (including mandatory provisions), maintenance, and operations, and shall fully describe these costs in their proposal. The Developer-Operator will be responsible for meeting mandatory, non-negotiable contract terms described in Appendix E.

Terms of Contract

Developer-Operator teams are offered a fair degree of latitude to propose a project responsive to the described intent. However, a set of non-negotiable Regulations and Contract Terms and Conditions apply to this project. By responding to this Request for Proposal, the Developer-Operator agrees to these non-negotiable Regulations and Contract Terms and Conditions.

Project Schedule

The project is intended to be developed under a timeline mutually acceptable between the parties after the Arizona Board of Regents approval of the long-term market rate ground lease. Time is of the essence.

Project Resources

The approximately 6-acre site is and shall remain the property of the Arizona Board of Regents. A Ground Lease Agreement shall be negotiated between the Developer-Operator and the

Arizona Board of Regents, for and on behalf of The University of Arizona for a negotiated sum and time period. The respondent will propose terms as part of their submitted business plan.

Based on their site plan, the Operator-Developer shall negotiate any required easements for access and for utility connections, with the University of Arizona on behalf of the Arizona Board of Regents as participant and facilitator.

Project Funding

The successful respondent will succeed in developing a project that meets the stated goals based upon their financial projections. All project funding is the responsibility of the Developer-Operator, and the University will not contribute any financial resources to the project.

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PROPOSAL REQUIREMENTS

Format of Proposal

The Proposal should be fully self-contained, and should display clearly and accurately the capabilities, knowledge, experience, and capacity of the Respondent to meet the requirements of the project and the RFP. Respondents are encouraged to utilize methods they consider appropriate in communicating the required information. If there are questions concerning appropriate submittal material, please contact the REA Director or RFP Coordinator.

Proposals shall be submitted as a single bookmarked PDF document generally formatted as 8 ½" x 11" pages. Pages of greater than 8 ½" width may be interspersed, but all pages shall maintain a consistent height of 11". The minimum font size is 10 point. Combinations of text and graphic images may be used at the Respondent's discretion. The Proposal shall not exceed **50** pages of text and images, not including covers and section dividers.

An Appendix of not more than **10** pages shall be included, which shall not count toward the previously-stated page limit. Include **only** the information described below in the Appendix of the Proposal. No other required or voluntary materials may be included in the Appendix.

Proposals shall be delivered to the University of Arizona as published elsewhere in this RFP.

Typically, a list of Firms/Teams who will be invited to participate in Interviews, as well as the particulars for the Interviews, will be announced approximately two to four weeks after the Proposals are due. However, proposal-based selection processes do not necessarily follow rigid timetables. The decision might require more, or less, time than is typical. Every Firm/Team which submits a Proposal will be advised of the results of the selection process.

Submittal Requirements

COVER LETTER

Include in the Proposal a Cover Letter highlighting the Developer/Operator's unique qualifications for development and operations of the project, as well as salient and noteworthy elements of the Proposal. Provide the name, telephone number, and direct e-mail address for the primary point-of-contact of the Prime Respondent.

CONTENT AND EVALUATION CRITERIA

The University is seeking the most responsive and best qualified Developer-Operator team to achieve the successful development and operations of a residential and/or commercial business.

Proposers should include entities that bring to the Developer-Operator team expertise in the following pertinent areas:

- Project development and financial support
- Property management
- Building/site design and construction

The Proposal will be evaluated based on the following criteria, with the relative weight of each criterion being identified by the number of points assigned. Please organize the information in your submittal in the same order as they are listed below.

In scoring all the Evaluation Criteria listed below, the Selection Committee may give additional consideration to proposed teams who have successfully worked together to develop and operate similar facilities.

The University values the increased levels of responsiveness and local conditions knowledge typically provided by firms local to Tucson, AZ. Respondents shall identify strategies and benchmarks to maximize local business participation using local workforces, thereby improving economic and employment conditions in the Tucson area.

Financial Plan (25 points)

Proposer shall submit a detailed financial model to include all aspects of programming, designing, constructing, permitting and operating the development.

Provide a project development budget identifying all key cost components, including construction, furniture, fixtures and equipment as well as professional fees, testing, commissioning, and any other category in order to fully describe the expected capital costs of the proposed project.

Provide an operational business plan demonstrating knowledge of the local market and weighing operational expenses against expected revenues. Include the cost of insurance (including mandatory provisions), maintenance, and ground rent payments to the University of Arizona. Describe any assumptions as well as any variables or risks and how they are accounted for to ensure a long and successful tenure serving this community. Identify the volume and cost of all projected utility usage.

Provide reasonable evidence of financial viability of both the proposer and the overall project. This could include audited financial statements, corporate or personal guarantees, credit information, references, and/or other supporting assets.

Design & Construction (20 points)

Describe the standards you will adhere to in developing the project, including local, state and federal requirements.

Propose a project schedule, identifying critical path milestones. Include design and construction phases, as well as occupancy and start-up. Include review times during interim design submissions. Note key milestones for construction of utilities.

Summarize your quality control process to assure a high-quality, durable and maintainable facility.

Provide a draft site and building facilities program indicating performance objectives, specific spaces, sizes and relationships, and net and gross building area. Describe how you will confirm this program to be certain it meets local needs. Identify this in your proposed project schedule.

Utilities are available to the site. Describe any infrastructure required by others upon which this proposal is contingent. Describe your process to ensure that infrastructure is developed in a

timely manner.

Operations (20 points)

Describe your qualifications demonstrating Developer-Operator's industry experience in operating and managing a commercial and/or residential facility.

Describe your business strategies for maximizing the success of this project. Identify the cost of insurance (including mandatory provisions), maintenance and operations. Propose terms for the market rate Ground Lease Agreement, including payments to the University of Arizona on behalf of the Arizona Board of Regents. The Developer-Operator is solely and completely responsible for any and all project funding, including changes in the cost of construction, and changes in the marketplace during the operations phase.

Project Type Experience (10 points)

Present evidence of experience developing, designing, constructing and operating projects similar in program, size and scope.

Team Qualifications (10 points)

Clearly identify the following specific individuals/roles:

- person responsible for day-to-day coordination and communications with decision-making authority for the Developer-Operator Team
- architectural design lead
- contractor lead
- property manager

Provide an organization chart that graphically represents the intended roles, responsibilities, authorities and relationships both during design and construction, and property management and operations.

Provide resumes of key individuals focusing on special expertise, qualifications, and experience relevant to the specific requirements of this project.

Note: any replacements/changes to staff or organizational structure must be presented and approved by the University of Arizona prior to any award.

Local Knowledge, Community Relations and Education (10 points)

The commercial and residential context of the site is unique and requires a comprehensive understanding of local conditions and issues that are crucial to the success of the project. The Developer-Operator Firm's/Team's understanding of these conditions and issues are integral to successful relationships with University personnel, local, state and federal regulatory agencies, and the surrounding community.

Describe how your Firm/Team meets the criteria listed above, specifically:

- Describe your approach to working cooperatively and responsively with the many associated stakeholders that are interested in this project. Such entities include City of Tucson representatives, neighbors, and the University of Arizona design review bodies, and various local, state and federal regulatory agencies. Identify strategies that have worked successfully on previous projects.
- If the Developer-Operator Firm/Team includes members which are not in the Tucson area, please describe how they will work effectively with those who are in the local area to assure that timely and responsive service related to all aspects of their project responsibilities will be provided.

Describe your commitment to local hiring on the part of each of your primary team members: developer, architect, contractor and property manager.

Describe any other ways in which your proposed project will serve the local community.

Legal Declarations (5 points)

Provide details of all past or pending litigations or claims (if any) filed against proposer that would affect its performance under any contract or agreement resulting from this Request.

Provide the pertinent date(s), details and circumstances in connection with any default or any loan agreement or financing agreement with any bank, financial institution, or other entity, together with the current prospects for resolution of any such default.

The proposer must provide details if their company, or any member of their company, has been declared in default, suspended, terminated or removed from a contract or job related to the services their company provides in the regular course of business within the last (5) years. If so, please explain how it was handled.

PROPOSAL APPENDIX - Additional Required Information

Provide the following information in an Appendix. No other required or voluntary materials may be included in the Appendix. This information will be utilized by the Selection Committee to determine whether the Firm/Team satisfies certain technical qualification criteria, and to inform their review of the responses to the scored Evaluation Criteria listed above.

Client References

Provide a client reference list of no less than three (3) organizations with which the proposer currently has contracts and/or to which proposer has previously provided services of a similar type and scope (in whole or in part). The reference list should include:

- Name of client
- Name of contact
- Telephone number
- Project description
- Length of business relationship
- Description of services provided by proposer

Additional Client References may be included in the Proposal, at the discretion of the Respondent.

This Qualifications Category will not be scored by the Committee during their initial review of the Proposals, but will be used confirm the statements made in the Proposals. Such checks may be accomplished via telephone, or through personal visits to the completed projects by members of the Committee, and will be completed without prior awareness of the Firms/Teams under consideration. Client references which indicate that the projects included in the Proposal as establishing the Respondent's qualifications and experience were not successfully completed, or that statements included in the Proposal are not accurate, will result in reconvening the Committee and possibly re-scoring of the Proposal in question.

Professional Registrations, Licenses and References

The Arizona Revised Statutes require that each entity proposing to perform professional design services is properly registered to perform such services in the State of Arizona, as required by the Board of Technical Registration. Arizona requires professional registration of Individuals, as well as Firms. Included among the disciplines registered by the Board in Arizona, and generally pertinent to design and construction projects, are: architects, engineers (including specific branch), and landscape architects.

All such registrations must be in-place and active no later than ninety (90) days after execution of the Agreement for Developer-Operator Services for this project.

If such registrations are currently active, please list the name(s) of the individual(s) in each Firm who hold the appropriate registration, and who are proposed to serve as the “professional of record” on this project, their registration number and expiration date, along with the specific roles and responsibilities each will perform on this project.

Also list the registration number and expiration date of the Firm, and the name(s) of the qualifying party(ies). The Arizona Revised Statutes require that each entity proposing to perform construction services and construction is properly licensed to perform such services in the State of Arizona, as required by the Registrar of Contractors.

All such licenses must be in-place and active no later than ninety (90) days after execution of the Agreement for Developer-Operator Services for this project.

If such licenses are currently active, please list the name of the Contractor’s license holder, and provide a copy of the license in the Appendix of the Statement of Qualifications/Proposal.

Provide the name of the firm, and the name, address, and telephone number of an authorized representative, for the Contractor’s regular surety company. Provide written verification from the company of available bonding capacity up to the budgeted construction cost of the facility, coincidentally with current and anticipated workloads.

This Qualifications Category will not be scored by the Committee, but will be used to determine whether the Proposal is responsive to the requirements of this RFP.

The Arizona Board of Regents
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Tucson, Arizona

INFORMATION FOR RESPONDENTS

General Description of the Request for Proposal Process

The process begins with submittal of Firm/Team qualifications and a written Proposal in response to this Request for Proposals.

Respondents who desire clarifications of the RFP, or who find discrepancies or omissions, may submit written questions as described in the ARFP document.

A Selection Committee will evaluate the qualifications of each Respondent based on the *Evaluation Criteria* published herein, as addressed by the information contained in the PROPOSAL as submitted. The Committee will be composed of a broad mix of User Group representatives, as well as University and external facilities professionals. The Committee may request additional information through interviews, presentations, correspondence, client reference checks, and/or visitation of completed projects.

After evaluation of the Proposals by the Committee, Firms/Teams may be invited to participate in Interviews with the Committee. The Committee may provide additional project information at that time. During the Interviews, the University desires to achieve a more comprehensive understanding of the Firm/Team, their experience, approach, special abilities in relation to the specifics of this project, and potential to develop the best mutual working relationship among the parties of the Project Team.

Respondents may be requested to participate in a Pre-Submittal and/or a Pre-Interview Meeting.

Before a final decision is reached, the Committee may choose to contact the Respondent's references. Such contacts may occur at any time during the RFP process, and will be completed without prior awareness of the Firms/Teams under consideration.

Before a final decision is reached, the Committee may choose to visit examples of the Respondent's completed work. Such visits may occur at any time during the RFP process, and may or may not include the participation of the Firms/Teams under consideration.

Based on evaluation of the Proposals, the Interviews, and any other pertinent information available to the Committee, a list of three (3) Firms/Teams deemed to be the most qualified to provide the services required will be ranked in order of preference.

The University then anticipates negotiating a single agreement with the highest-ranked Firm/Team, with terms which the University determines to be fair and reasonable.

If the University is unable to negotiate a satisfactory Agreement with the highest-ranked Firm/Team, negotiations with that Firm/Team will be formally terminated. The University may then undertake negotiations with the next highest-ranked Firm/Team in sequence until an Agreement is reached, or determine to reject all submittals and re-solicit for RFPs, or use

another selection process that the University deems prudent.

Communications with the University

From the date of issuance by the University of Arizona of this Request for Proposal, and until a binding contractual Agreement is executed with a selected Developer-Operator Firm and/or Team, and all other Respondents have been notified, or until the University rejects all Statements of Qualifications/Proposal, all communication between any or all of the Firms and/or Teams, or their individual members, and the University shall be formal. Formal communications shall include, but shall not be limited to

- general inquiries
- written questions and answers
- site visits
- addenda

Please address all inquiries concerning this Request for Proposal, this Project, or the selection process in general, ONLY to the Buyer listed in the RFP, as described in Section 3.7.4.

No informal communication regarding this Request for Proposal or this Project, between any or all of the Firms/Teams, or their individual members, and the University, with the exception of the Buyer, shall occur. Informal communications shall include, but shall not be limited to

- requests from Respondents soliciting information, comments, speculation, etc.
- requests from University departments, for information, comments, etc.

Firms/Teams who desire clarification of this RFP, or who find discrepancies or omissions, may request an interpretation or additional information from the Buyer. The following procedures apply:

- the Firm and/or Team submitting the inquiry shall be completely responsible for its prompt delivery.
- interpretation or correction of the RFP shall be made only by written addendum issued by the University, which shall be posted on the website <https://vendors.arizona.edu/rfp-opportunities> where the original Request for Proposal is posted.
- the University is not responsible for any other explanations or interpretations of this RFP

Regulations and Mandatory, Non-negotiable Contract Terms and Conditions

Should this RFP result in an Agreement, the Agreement will be subject to all the provisions of the University Procurement Code as issued by the Arizona Board of Regents, with all applicable Arizona Revised Statutes, and will include all the terms, clauses, and conditions required by the University Procurement Code.

Submission of a Proposal shall constitute unconditional acceptance by the Respondent of all Mandatory, Non-negotiable Contract Terms and Conditions.

Affirmative Action

Any Respondent, in performing services under Agreement with the University of Arizona, shall not discriminate against any worker, employee, applicant, or any member of the public, because of race, color, religion, sex, national origin, age, disability, veteran status, sexual orientation, gender identity, or other protected category. The University also prohibits retaliation because

an individual has engaged in a protected activity.

The Respondent shall incorporate these requirements into all subcontracts entered into with sellers of materials or services, and all labor, or who may perform any such labor or services in connection with the Agreement with the University of Arizona.

Respondents Interested in More Than One Proposal

No person, firm, partnership, or corporation, shall be allowed to submit more than one (1) Proposal as a Prime Respondent for the same project.

A person, firm, partnership, or corporation, who is included as a sub-consultant to a Prime Respondent, is disqualified from also submitting an PROPOSAL for the project as a Prime Respondent.

A person, firm, partnership, or corporation, shall be allowed to make a sub-consultant submittal to more than one (1) Prime Respondent.

Return of Proposal

Any documents submitted in response to this Request for Proposal, or in response to an invitation to participate in Interviews, become the property of the University of Arizona, and will not be returned.

4715-4717 E. Ft. Lowell Rd., Tucson, AZ

PART 2: APPENDICES

Appendix A Site Map
Appendix B Ground Lease Agreement Form
Appendix C Site Survey Report

Appendix A: Site Map

4715-4717 E. Ft. Lowell Rd., Tucson, AZ

Attached

Appendix B: Ground Lease Agreement Form

4715-4717 E. Ft. Lowell Rd., Tucson, AZ

Project Narrative

Attached

The University will continue to use the eastern building on the property for up to two years with no rent payment required, although the University will pay 100% of the operations and maintenance expenses pertaining to the eastern building and property.

Appendix C: Site Survey Report

4715-4717 E. Ft. Lowell Rd., Tucson, AZ

Attached