

UC HASTINGS COLLEGE OF THE LAW
SAN FRANCISCO

Campus Housing

REQUEST FOR QUALIFICATIONS

Academic and Mixed-Use Development Opportunity



RFQ Issued: February 20, 2018
Responses Due: April 6, 2018

Table of Contents

1.	INTRODUCTION AND OVERVIEW	1
	The UC Hastings Campus Vision: A Multi-Disciplinary Academic Village	1
2.	THE DEVELOPMENT OPPORTUNITY	4
	Existing Facilities and Other Spaces	4
	Development Program	5
	General Background	10
3.	RFQ SUBMITTAL REQUIREMENTS AND EVALUATION PROCESS	12
	RFQ Evaluation Process	13
	Schedule	14
	Future Steps	15
4.	GENERAL TERMS, CONDITIONS, AND LIMITATIONS	16
	General Caveat	16
	Revisions to RFQ	16
	Cancellation of Solicitation and Rejection of Offers	16
	Ownership of Submittals	16
	Incurred Expenses	16
	Confidentiality of Documents	16
	Nondiscrimination	17
	Insurance	17

List of Figures

Figure 1	Campus Development Plan	6
Figure 2	Location of UCSF Facilities	8
Figure 3	UC Hastings Neighborhood Aerial View	10
Figure 4	Subject Properties Site Map	11

List of Tables

Table 1	Preliminary Program by Building	7
---------	---------------------------------------	---

1. INTRODUCTION AND OVERVIEW

The University of California, Hastings College of the Law (“UC Hastings” or “the College”) is issuing this Request for Qualifications (“RFQ”) to solicit qualifications and expressions of interest from entities interested in developing, renovating, operating, and maintaining new campus housing and academic, multipurpose, support, and/or commercial space on the sites of three of UC Hastings’ current facilities, pursuant to its Long Range Campus Plan (“LRCP”). These facilities are located at 198 McAllister Street and the adjoining 50 Hyde Street, and at 100 McAllister Street. New buildings will be constructed on the 198 McAllister/50 Hyde Street site. McAllister Tower at 100 McAllister will be renovated, and seismically upgraded to provide updated residential, academic, and support space.

UC Hastings is seeking a developer or team of developers to construct and/or renovate its campus facilities in order to address a key need for affordable campus housing and promote a vibrant campus life. UC Hastings is willing to consider proposals for one or both project sites, but has a preference for a consolidated development partner to develop and operate both of the facilities over the term of the ground lease.

UC Hastings, as a State entity, is exempt from local land use regulation, though not from the California Environmental Quality Act (“CEQA”), under which the College’s board of directors (“the Board”) has the authority to issue approvals. In July 2016, the Board certified the Final Environmental Impact Report (“FEIR”) for the LRCP, which encompasses the proposed development and redevelopment of the 198 McAllister Street, 50 Hyde Street, and 100 McAllister Street properties. Accordingly, the LRCP is fully entitled with the certification of the FEIR.

The UC Hastings Campus Vision: A Multi-Disciplinary Academic Village

Great academic institutions contribute positively to the environment and the communities surrounding them. UC Hastings is moving forward to develop a vibrant academic village (“Academic Village”) in the heart of San Francisco, a hub of innovation that comingles professionals and graduate students, trainees (post docs, residences, and fellows), and faculty in law, medicine, and business. These projects will provide a framework for interdisciplinary living and work space for students, trainees, and faculty members. The proximity of shared teaching and clinical spaces, institutions, and departments on campus will help foster deeper academic collaborations for the benefit of all who reside on campus. Over the next decade, UC Hastings will build and rehabilitate a substantial portion of its campus at the nexus of the Civic Center, Tenderloin, and mid-Market neighborhoods.

The location of UC Hastings’ campus at the nexus of San Francisco Bay Area culture and legal institutions affords the academic community significant advantages. However, a critical issue for UC Hastings is the scarcity of institutional-quality, affordable housing. Removing or mitigating financial barriers to access is critical to the College’s ability to attract top talent, and providing housing affordable to the academic community is a key objective of LRCP development.

This stressor is shared by other local, high-profile professional schools such as the University of California, San Francisco ("UCSF"), one of the top-ranked health science universities in the Country. According to a recent analysis, UC Hastings' and UCSF's combined estimated student/trainee housing shortfall exceeds 1,500 units as of 2018 (1,400 units of which represent UCSF's demand). The completion of UCSF's Minnesota Street project will address a portion of this need for student/trainee housing with the addition of 595 units in 2019.

In addition, UCSF, and UC Hastings to a lesser extent, has substantial unmet demand from faculty, many of whom are early in their careers. UCSF currently has 40 units of faculty housing against a total demand of 400 units. UC Hastings does not have data documenting its need for faculty housing.

UC Hastings is working with UCSF to address this critical need for both universities through the development of below-market-rate housing on the UC Hastings campus. UC Hastings, as the owner of the land and buildings on the UC Hastings campus, is leading the development effort. UCSF intends to support that effort by making approximately 40 percent of the units on the UC Hastings campus available to UCSF students, trainees, faculty, and potentially, staff. Building on their shared academic legacies and vanguard research specialties, UC Hastings and UCSF already collaborate on several administrative initiatives, such as police and security services, and copy and print services. These administrative collaborations, facilitated by the proximity of the two institutions in San Francisco, provide economies-of-scale and improved service levels. UC Hastings and UCSF also partner on academic programs that advance research and teaching, such as the Masters of Science, Health Policy & Law joint degree program, and the UCSF/UC Hastings Consortium on Law, Science & Health Policy. These partnerships are possible given the institutions' shared public education mission.

In addition to UCSF, UC Hastings is also exploring the feasibility of other jointly beneficial partnerships and collaborations with prominent higher educational institutions and community stakeholders. The College entered into an agreement with the University of California, Davis, Graduate School of Management in 2017, through which the UC Hastings campus serves as the sole location for a newly established Masters of Science Business Analytics graduate program. Students enrolled in the program enjoy full access to all of the UC Hastings campus, including the library, social spaces, food service, and all other campus amenities.

Additionally, UC Hastings seeks to incorporate several community-oriented uses that will enhance the campus experience and serve the local community. The most significant of these is a full-scale YMCA facility, serving both the campus and the surrounding community. The YMCA is a unique organization that is skilled in serving diverse communities with recreational and wellness programs and opportunities for all ages. It also serves as a community hub that brings together disparate groups into a united community. In this partnership with UC Hastings, the YMCA seeks to incorporate a 39,000-square foot facility into one of the new buildings on the campus, most likely at 198 McAllister. On site, the YMCA would offer a new wellness, recreation and community services facility with aquatics, team sports, and multipurpose spaces. The YMCA would also partner with the legal and medical students and faculty to provide clinics and workshops that would benefit both students and the community members who participate.

Another community-oriented tenant in the new campus facilities may be a Legal Services hub, which would accommodate a variety of nonprofit legal services organizations maximizing shared platform and space sharing opportunities. The co-location of these organizations would offer

synergistic opportunities, including internships for law and other graduate students as well as being a source of legal services to the community at large. The Legal Services Hub anticipates requiring approximately 25,000 square feet or more on one of the nonresidential floors of 100 McAllister. Competitive responses will attempt to deliver affordable rents to the project's nonprofit tenants.

At completion, the campus plan must meet these success criteria:

- **Affordability:** Provide campus housing that is below market cost.
- **Livability:** Balance human and building performance factors to create a maximally tranquil, healthy, accessible, reliable, and secure facility.
- **Safety:** Structures will be compliant with University of California Seismic Policy, which is available for review at the following website: <http://policy.ucop.edu/doc/3100156/>
- **Flow:** Encourage effective circulation and social interaction with clear signage and coherent placement of spaces for instruction, formal and informal gathering, recreation, wellness, quiet or collaborative work, service, and administration.
- **Adjacency:** Place building functions to efficiently serve students and promote an energetic community of collaboration and learning.
- **Community Activation:** Work with community partners to create active campus frontages and appealing environs, as well as programmatic opportunities to bring members of the community on-site as participants and beneficiaries.
- **Technology:** Enhance instructional opportunities and improve teaching and administrative process through modular deployment of integrated, innovative instructional and information technologies.
- **Sustainability:** Development will comply with University of California Sustainable Practices Policy, which is available for review at the following website: <http://policy.ucop.edu/doc/3100155/Sustainable%20Practices>
- **Maintainability:** Utilize integrated building systems designed to durably meet the needs of operators and staff and the challenges of our dense urban setting.
- **Generating Cash Flow to Support UC Hastings Operations:** UC Hastings seeks to maintain or increase the net operating revenues from the campus, including ground rent revenues, to support and enhance its programs.

2. THE DEVELOPMENT OPPORTUNITY

The development partner selected through this RFQ and future Request for Proposals (“RFP”) processes will be responsible for developing, operating, and maintaining new campus housing, academic, and community space on the sites of UC Hastings’ current academic facilities located at 198 McAllister Street and 50 Hyde Street and/or renovating the existing historical McAllister Tower building at 100 McAllister Street for similar uses. Both properties will be available under the negotiated terms of a ground lease agreement. UC Hastings is willing to consider proposals for one or both project sites but has a preference for a consolidated development partner to develop and operate both of the facilities over the term of the ground lease.

Existing Facilities and Other Spaces

The UC Hastings campus currently consists of five buildings located at 100, 198, and 200 McAllister Street, 50 Hyde Street; 376 Larkin Street (the UC Hastings Parking Garage); and a lot at 333 Golden Gate Avenue, where a new \$55 million, state-of-the-art academic building is soon to be under construction. These properties are shown in **Figure 1**, shaded in yellow. All of the campus lands and facilities are located on two contiguous blocks between Larkin and Leavenworth Streets to the west and east, and Golden Gate Avenue and McAllister Streets to the north and south. Descriptions of the existing facilities are provided below.

- 100 McAllister Street, also known as the McAllister Tower, is a 27-story, 249,000-gross square foot (“GSF”) structure that was constructed in 1929. It primarily serves as campus housing with 252 units, and administrative and multipurpose/support space. The Great Hall on the ground floor, which is approximately 11,000 GSF, was originally a church, but is now vacant and awaiting rehabilitation. The 25th and 26th floors of the building are also currently unused and awaiting rehabilitation. Educational and research functions at 100 McAllister Street currently utilize approximately 20,000 GSF of the building. This building will require seismic upgrades as well as renovation of its residential, academic, and support spaces.
- 198 McAllister Street, known as Snodgrass Hall, is a four-story, 76,000-GSF structure that was constructed in 1953. It serves as the primary academic facility of UC Hastings, containing the majority of the College’s lecture halls and seminar rooms along with 80 offices.
- 200 McAllister Street, known as Mary Kay Kane Hall, is a six-story, 177,000-GSF structure that was constructed in 1980 and renovated from 2005-2007. It houses many UC Hastings faculty and administrative offices, the library, cafeteria, faculty lounge, and various student support facilities.
- 50 Hyde Street, known as the Snodgrass Hall Annex, is a four-story, 61,000-GSF structure that was constructed in 1969 and is immediately adjacent and connected to Snodgrass Hall. It houses four classrooms, the Marvin and Jane Baxter Appellate Law Center, Moot Court, the Gold Reading Room, and the large Louis B. Mayer multipurpose hall.

- 376 Larkin Street (the UC Hastings Parking Garage), is a seven-story, 157,000-GSF structure that was constructed in 2009. It provides 395 parking spaces and houses 13,000 square feet of retail space.
- 333 Golden Gate Avenue is an 11,962-square foot parcel where an approximately 57,000-GSF new academic building, which will replace the existing academic building at 198 McAllister Street, is scheduled to begin construction in April 2018. The State of California has appropriated funding for the new academic building that will primarily serve classroom instruction and clinical programs. A design-build process with a team led by Clark Construction and SOM is underway with the completion of construction anticipated at the end of 2019. Classes in the new building start in the fall of 2020.

Development Program

The successful developer(s) will deliver quality campus housing facilities that complement UC Hastings' LRCP to expand the availability of campus housing, achieve campus-wide code-compliance, and seismic and fire/life-safety objectives, as well as other space improvements to improve campus life for students, trainees, faculty, and staff of UC Hastings, UCSF, and other partnering academic institutions. In support of the pedagogic missions of these institutions, the successful developer will also be required to provide campus housing at rents well below market. Developers are encouraged to use their creativity and expertise to provide as deep of a rent discount as possible.

As mentioned above, UC Hastings' FEIR for the LRCP, which encompasses the proposed development and redevelopment of the 198 McAllister Street, 50 Hyde Street, and 100 McAllister Street properties, was certified by the UC Hastings' Board of Directors in July 2016. The FEIR for the LRCP included review and analysis of a new campus housing project at 198 McAllister Street and 50 Hyde Street with a maximum height of 140 feet, and assumed no change in height or massing for the existing 100 McAllister Street building. Additionally, the FEIR reviewed and analyzed residential unit counts ranging from 525 to 770 units for a new project at 198 McAllister Street and 50 Hyde Street, and 260 to 350 units for the renovation and redevelopment of the existing building at 100 McAllister Street.

To the extent that additional environmental review and analysis under CEQA is required for the development or redevelopment of the aforementioned properties due to specific developer-proposed project characteristics, which have been approved by UC Hastings pursuant to negotiations with the developer(s), but are not contemplated by the FEIR, UC Hastings expects that the successful developer(s) will be capable of assisting with the completion of CEQA review and analysis as expeditiously as possible. UC Hastings is the sponsoring agency for the CEQA review and will certify all environmental documents.

Development Potential by Site

The massing and arrangement of the buildings to be developed in the context of the UC Hastings campus is shown in **Figure 1**. **Table 1** presents a summary of the potential program and mix of uses for 198 McAllister/50 Hyde and 100 McAllister. With a height of 140 feet, or approximately 14 stories, 198 McAllister would accommodate approximately 362,000 square feet of new development. The renovation of 100 McAllister would yield about 276,000 square feet of space. The programming of these buildings will include student, trainee, and faculty housing, academic

space, administrative offices, and selected community-oriented uses, including a new YMCA and potentially, a Legal Services Hub containing multiple nonprofit legal services organizations. The reason for including the latter users is that an important dimension of the Academic Village concept is collaborating with academic and community organizations that will enhance the experiences of students, faculty, and local residents.

Figure 1 Campus Development Plan

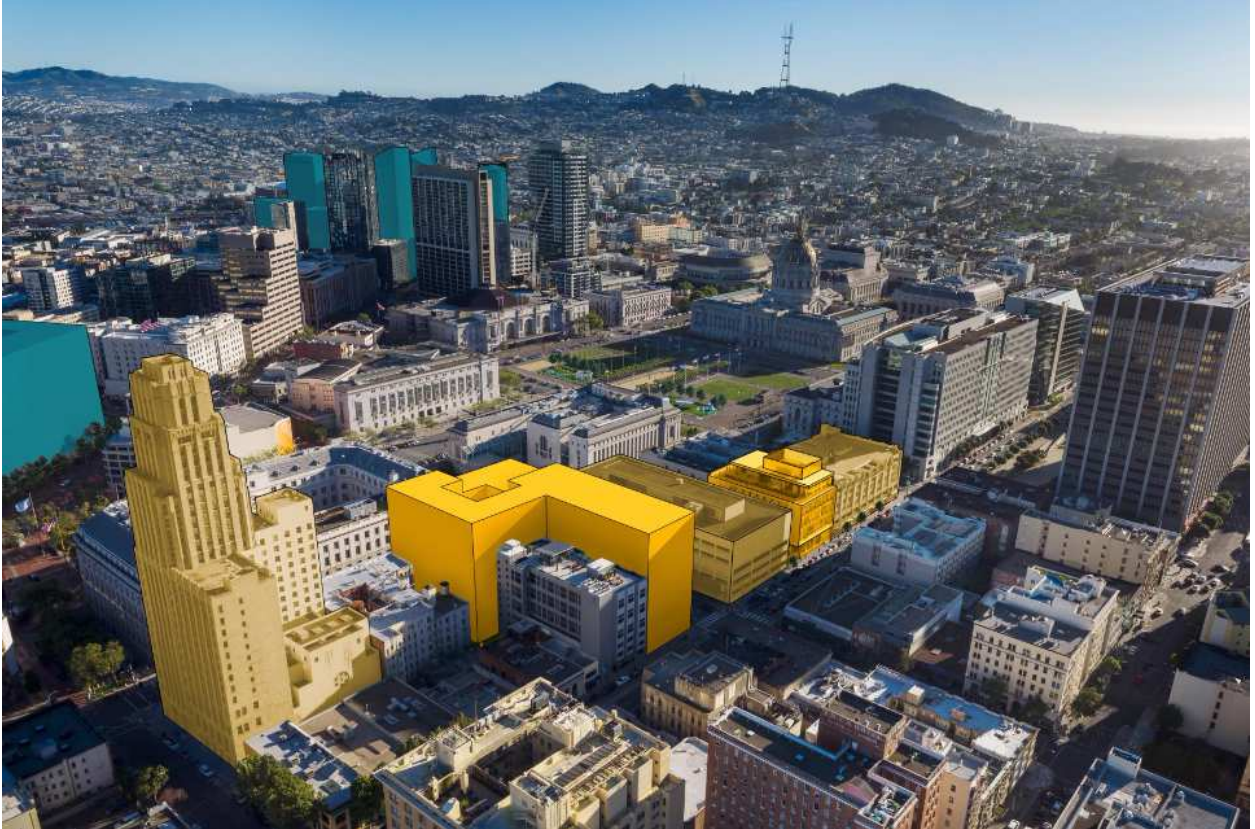


Table 1 Preliminary Program by Building

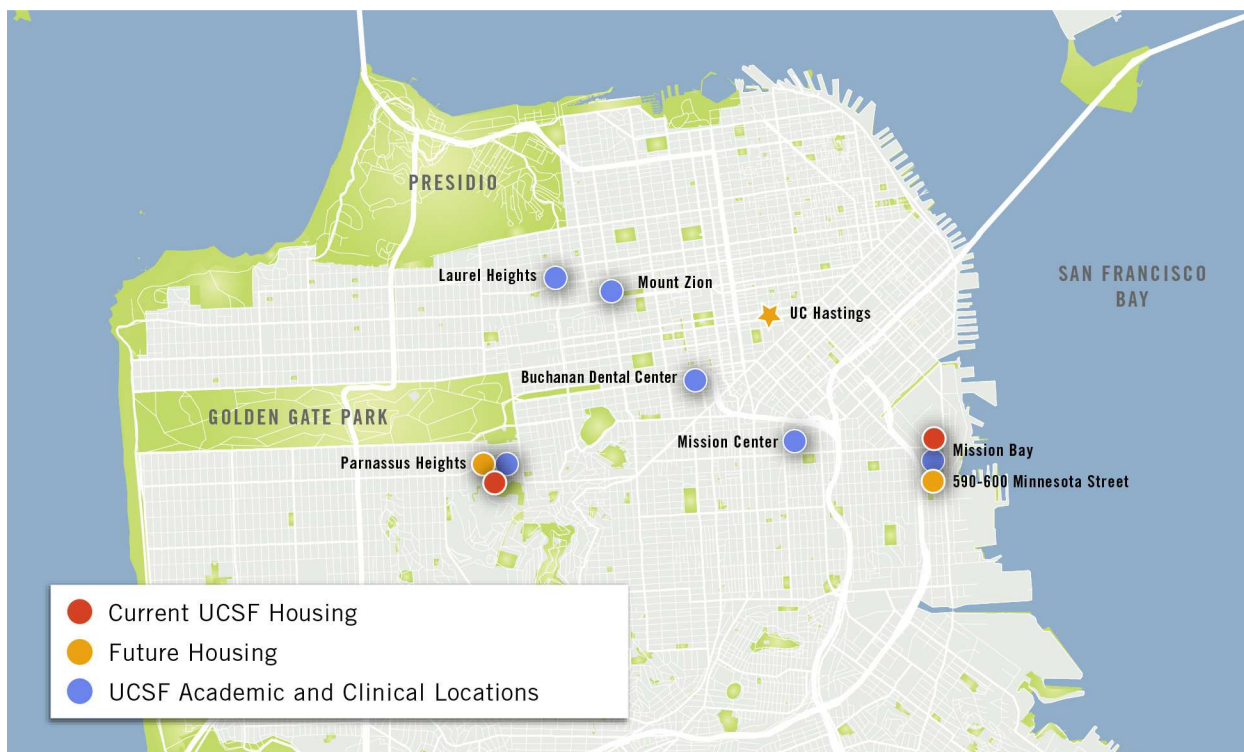
Item	100 McAllister	198 McAllister/50 Hyde
Land Owner	UC Hastings	UC Hastings
Type of Construction	Renovation of existing	New construction
<u>Preliminary Program</u>		
Residential	145,428 GSF	285,750 GSF
Admin./Support/Facilities & Maintenance	0 GSF	9,790 GSF
UC Hastings	50,604 GSF	17,575 GSF
YMCA	0 GSF	39,255 GSF
Shared	0 GSF	9,800 GSF
Commercial Office	67,797 GSF	0 GSF
Fitness/Amenities/Other	<u>11,781</u> GSF	<u>0</u> GSF
Gross Square Feet (GSF)	275,610 GSF	362,170 GSF
<u>Unit Mix</u>		
Efficiency (Students)	83 units	246 units
Studio (Students)	104 units	302 units
1 Bedroom (Students)	51 units	0 units
2 Bedroom (Students)	0 units	20 units
1 Bedroom (Faculty)	8 units	12 units
2 Bedroom (Faculty)	<u>10</u> units	<u>12</u> units
Total Units	256 units	592 units
Parking	Available at an adjacent facility on a first-come, first-served basis.	

UCSF Residential Occupancy

In December 2015, UC Hastings and UCSF executed a letter of intent to explore the feasibility of a campus housing affiliation on the UC Hastings campus. **Figure 2** illustrates the relationship of the UC Hastings campus to UCSF facilities.

A sufficient amount of feasibility has been affirmed, and, in a subsequent letter of intent, UCSF identifies demand for approximately 40 percent of the units at 100 and 198 McAllister/50 Hyde for students, trainees, faculty, and, potentially, staff workforce. The letter of intent also expresses interest for the initial term of an eventual occupancy agreement to span 20 years. UCSF's presence at UC Hastings, along with a long-term lease of units by UC Hastings with a similar term, provides a sound basis for the financing of the project.

Figure 2 Location of UCSF Facilities



Planning and Feasibility Testing

UC Hastings and UCSF have invested considerable resources over the last several years to prepare provisional massing studies, structural engineering studies of seismic improvements to 100 McAllister, estimate costs, and produce financial feasibility analyses of all the projects. While additional due diligence, planning, and financial analyses will be needed, the provisional studies found that the project appears to meet the financial underwriting requirements to support moving forward with this developer qualification and selection process. Key criteria in these financial analyses include (1) the housing units must be delivered at rents that are well below market rents, and (2) the project must produce a positive cash flow to UC Hastings to help fund its programs and operations. These objectives appear to be achievable, due in part to UC Hastings' exemption from property taxes and fees, and the lower entitlement costs and risks resulting from those exemptions.

Preliminary Deal Structure

Additional studies conducted by UC Hastings also yielded a preliminary conceptual structure for the financing and delivery of the project. It is essential that UC Hastings retain unsubordinated fee ownership of the land. Consequently, UC Hastings envisions the development taking place under one or more long-term ground leases to the developer(s). The ground lease term is expected to be 75 years or longer. UC Hastings would then master lease back residential units for students and faculty, academic and administrative space, as well as space for the YMCA from the developer(s). The likely term for these leases is expected to be 20 years, with liberal extension rights. Through a letter of intent, UC Hastings and the YMCA have agreed that the YMCA will sublease space from UC Hastings.

The intention is for UCSF to structure its commitment for a specified number of units through a letter of intent with UC Hastings, with a similar term. It is anticipated that leases for UCSF occupants would be directly with the operator.

With high demand for housing among UC Hastings, UCSF, and other prominent universities, it is expected that the developer(s) will obtain financing, contract for construction, then own and operate the facilities for the full term of the ground lease. UC Hastings will retain fee ownership of the land, and the improvements will revert to UC Hastings at the end of the ground lease term. The specific terms and conditions for UCSF and the UC Hastings lease of residential units, YMCA, academic and administrative space will be negotiated as part of the negotiation of the ground lease.

There are many potential variations on this basic approach and many potential variations in the ground lease terms. These details will be more fully articulated as the business structure is refined as part of this RFQ/RFP process and during subsequent negotiations. For example, it may be possible to achieve all or part of the financing through revenue bonds or other tax exempt financial structures.

UC Hastings seeks developers or organizations with project teams that demonstrate the following:

- Successful development of high-rise campus or multifamily housing and/or mixed academic, multipurpose, support, and/or commercial use projects in an urban setting
- A history of actively engaging the San Francisco community
- Expertise in processing and achieving required project approvals
- Demonstrated experience in building rehabilitation and renewal
- Successful track record of development, operation, and maintenance of creative, compelling, well-designed projects
- Expertise and familiarity with public-private partnerships involving campus or multi-family housing and/or academic, multipurpose, support, and/or commercial facilities
- Financial capacity to fund development and construction of the proposed projects

UC Hastings Seismic Policy

UC Hastings is a California Constructional entity. As such, it is responsible for its policies and practices and not subject to the jurisdiction of the City and County of San Francisco for development building regulations.

It is the policy of UC Hastings to enforce the requirements of the California Building Code for all new construction and modifications of existing buildings. UC Hastings' Seismic Policy states this and additional requirements for all construction design and constructions efforts. Principal among these is the appointment of an independent Seismic Peer Reviewer to provide technical advice on the expected seismic performance of the buildings and whether they meet the intentions of the UC Hastings Seismic Policy and good professional practice. This review begins at the conceptual phase of design and continues until the building is accepted after construction. It is the responsibility of the developer and their design and construction team to meet the requirements

of the CBC and UC Hastings Seismic Policy at their expense as a part of contract implementation. Where there are differences of technical opinion, these will be resolved by UC Hastings after carefully considering the positions of the parties. The UC Hastings Seismic Policy document will be incorporated into the development agreement. It is advised that the respondents examine this document and acknowledge in their responses that the requirements of the UC Hastings Seismic Policy and that they intend to meet these requirements.

General Background

The neighborhood context of the UC Hastings campus is shown in **Figure 3**. Located to the west and south of the campus is the Civic Center neighborhood, which encompasses City Hall, Civic Center Plaza, the War Memorial Opera House (which is also home to the San Francisco Ballet), Davies Symphony Hall, and the San Francisco Conservatory of Music. The Asian Art Museum is on the block directly south of the UC Hastings' campus. The San Francisco Library's main branch is one block south of the Asian Art Museum. Located to the north and east of UC Hastings is the Tenderloin, a densely populated, primarily residential neighborhood with a diverse population composed of multiple ethnicities and a broad demographic. Farther south of UC Hastings is the emerging Mid-Market district. This area of Market Street, demarcated by 5th Street to the east and Van Ness Avenue to the west, is home to the performing arts, upscale retail, and numerous rapidly growing technology companies including Square, Twitter, and Uber. In addition, approximately 3,000 residential units have been built within a one-mile radius of UC Hastings since 2010 resulting in neighborhood enhancements along with community benefits.

Figure 3 UC Hastings Neighborhood Aerial View



Subject Properties

The 100 McAllister Street (A) and 198 McAllister Street/50 Hyde Street (B) properties are the subject of this RFQ and shown below in **Figure 4**. After completion of the new academic building at 333 Golden Gate Avenue, the existing buildings at 198 McAllister Street and 50 Hyde Street

are to be demolished to allow for development of a new (primarily) campus housing project on the combined sites. After completion of this new (primarily) campus housing project, the existing historical building at 100 McAllister Street is to be renovated and redeveloped for continued use as campus housing. Each project will also include academic, multipurpose, support, and/or commercial space.

Figure 4 Subject Properties Site Map



Subject Properties:

Site A – 100 McAllister Street

Site B – 198 McAllister Street/50 Hyde Street

Student Housing Demand

San Francisco is home to over 30 public and private colleges and universities with an estimated 120,000 post-secondary college and university students. An ongoing housing shortage exists for post-secondary and college students in San Francisco, and the San Francisco Housing Action Coalition (“SFHAC”) estimates that 40,000 to 50,000 of the City's 120,000+ college students struggle to locate affordable off-campus housing every year.

As previously mentioned, UC Hastings and UCSF have an estimated combined shortfall of more than 1,500 units for students/trainees as of 2018 and similar shortages exist throughout San Francisco for other post-secondary colleges and universities.¹ UCSF has an additional shortfall for faculty, and staff. The shortfall of institutional quality campus housing stock has reached a critical state, and bridging this shortfall is a requirement for future recruitment and retention across all sectors of UCSF and UC Hastings.

¹ According to a recent analysis, UC Hastings’ and UCSF’s combined estimated student/trainee housing shortfall exceeds 1,500 units as of 2018 (1,400 units of which represent UCSF’s demand). The completion of UCSF’s Minnesota Street project will address a portion of this need for student/trainee housing with the addition of 595 units in 2019.

3. RFQ SUBMITTAL REQUIREMENTS AND EVALUATION PROCESS

Respondents to this RFQ (“Prospective Developers”) may include single developers or developer teams, in the event respondents feel that new construction and renovation require different core competencies and would be best executed as a team. UC Hastings is willing to consider proposals for one or both project sites but has a preference for a consolidated development partner(s) to develop and operate both of the facilities over the term of the ground lease.

Prospective Developers shall submit one original that is reproducible, ten (10) bound copies, and one electronic copy submitted on a flash drive of their Statement of Qualifications (“SOQ”). Responses must be submitted by mail or parcel service, or hand delivered. The responses should be organized according to the following outline.

1. Transmittal Letter

Provide a transmittal letter containing (1) a summary introduction of the Developer and each member of the Development Team (if applicable); (2) a summary description of the project concept(s) and anticipated approach to the opportunity, and (3) a summary of the Prospective Developer’s experience and qualifications. The transmittal letter should identify the primary contact person for the response so that s/he can be notified if there are any potential changes to the date, time and location of any pre-RFP meetings, or other announcements.

2. Concept, Approach, and Proposed Financial Structure

Responses should provide a narrative description of the respondent’s understanding of the stated vision for the UC Hastings campus and the specific project concept(s) and contribution(s) proposed by the respondent toward implementing that vision. Respondents are encouraged to offer any feedback or alternative suggestions they may have regarding the structure for financing, delivery, and operation of the project, as long as the suggested approach achieves the goals that have been articulated in this RFQ and in the LRCP to achieve UC Hastings vision of the Academic Village.

Formal site plans are not required at this stage; however, support graphics and images are encouraged.

3. Relevant Experience

In narrative form, please demonstrate the developer’s or development team’s experience developing and operating relevant housing projects. UC Hastings is looking for relevant experience with respect to the development and operation of undertakings of similar use and scale where the Prospective Developer held a financial interest throughout the duration of the project.

Please provide three references who can attest to the Prospective Developer’s capacity to complete and manage a project of this scale. Include the reference’s name, title, company, relationship to the Prospective Developer, address, e-mail address, and telephone number.

4. Staffing and Organizational Approach

Identify the business entities and describe their organizational status including company name, legal status, and company address. Identify the key individuals with responsibility for executing the project and ensuring compatibility with the vision for the campus. Describe the management structure, along with the roles and responsibilities of each of the key individuals. Provide an organizational chart showing the organizational structure, including the reporting and operational relationships between individuals. Identify any organizational changes planned during the development and management of the project. Provide resumes for each of these key individuals.

5. Financial Capacity and Commitments

Provide information necessary to demonstrate that the Prospective Developer has the necessary financial standing, capacity, experience and resources to undertake, finance, and deliver on this opportunity. To the extent that it is necessary to provide proprietary or confidential financing information, this information may be submitted in a separate envelope marked "Confidential", and will be treated accordingly subject to any applicable public disclosure requirements. The response should indicate affirmatively that the respondent is willing and able to fund the capital improvements and pay a market-rate lease for the land. A more specific business and financial plan and pro forma will be required as part of the RFP for those short-listed firms selected to receive the RFP.

RFQ Evaluation Process

Responses will be reviewed for completeness and broad compatibility with the vision for the UC Hastings campus. A short list of three or four qualified Prospective Developers will be selected to participate in the RFP stage, based on the criteria described below. The Board may invite all, some, or none of the Prospective Developers to submit proposals, and reserves the right to eliminate from further consideration any Prospective Developer, at its sole discretion.

RFQ responses will be evaluated and ranked according to the criteria listed below.

1. Understanding of the opportunity, the local context, and the quality and thoughtfulness of the proposed project concept(s) and the approach to financing, delivery, and operational strategy.
2. The approach to achieving the vision for the Academic Village and experience working in collaboration with community partners to successfully implement a common vision.
3. Experience with ground leases and a willingness to enter into a ground lease with UC Hastings as the lessor.
4. Breadth, depth and quality of relevant experience.
5. Level, quality, and experience of proposed key individuals.
6. Evidence of capacity to provide necessary capital for this project, and disclosure of current uncommitted equity capital on hand, lines of credit available, and estimates of how much debt and equity could be made available for this project.

Schedule

Step 1: Issue RFQ

This RFQ was issued on **Tuesday, February 20, 2018**.

Step 2: Pre-RFQ Submittal Meeting

There will be two (2) pre-RFQ submittal meetings, presenting the same or substantially similar information, to be held on two different dates. A tour of the sites will be conducted. Prospective respondents may choose to attend one, both or none of these meetings.

- **Thursday, March 8, 2018 at 10:00 a.m.** in the Alumni Reception Center at 200 McAllister, San Francisco; and
- **Wednesday, March 14, 2018 at 3:00 p.m.** in the Alumni Reception Center at 200 McAllister, San Francisco

To receive a reminder about these meetings and/or to receive updated information about the RFQ, including any addenda that may be issued, please email Darryl Sweet at sweetd@uchastings.edu with your name, firm, and contact information.

Step 3: Deadline to Submit RFQ Responses

Statements of qualification must be **received** by UC Hastings **no later than 5:00 p.m. on Friday, April 6, 2018**. One reproducible original and ten (10) bound copies, plus an electronic pdf on a CD/DVD or flash drive, shall be hand-delivered or sent by mail to the following address:

Darryl Sweet, Director of Business Service - Purchasing and Procurement
UC Hastings, College of the Law
200 McAllister Street, 1st Floor
San Francisco, CA 94102

Step 4: Review of RFQ Responses

UC Hastings will review RFQ responses for overall completeness and will rank them based on the criteria stated above and select a short list of Prospective Developers who will be invited to respond to an RFP. Interviews may be conducted at this stage in the process as well, depending on their utility in selecting a short list to receive the RFP.

Step 5: Select Short List to Receive the RFP

A short list of Prospective Developers will be selected to receive the RFP based on a review of the RFQ submittals. The RFP will require a more detailed development concept, financing strategy and financial pro forma, demonstrating feasibility and identifying expected lease rates for student housing, and ground lease payments to UC Hastings.

Future Steps

RFP and Selection of Preferred Developer

Upon selection of the short list of respondents, UC Hastings will issue the RFP. UC Hastings will evaluate all responses and notify the developer selected ("Preferred Developer") to enter into exclusive negotiations with UC Hastings. UC Hastings will then enter into an Exclusive Negotiation Agreement (ENA) with the Preferred Developer.

Negotiations with Preferred Developer

UC Hastings will enter into negotiations with the Preferred Developer, and the Preferred Developer will commence with more detailed planning and due diligence efforts required to inform the negotiations and implement the project. UC Hastings, its consulting team, and legal counsel will then proceed to negotiate the terms of one or more ground lease(s) and other associated agreements/documents to allow the planning and development to go forward.

4. GENERAL TERMS, CONDITIONS, AND LIMITATIONS

General Caveat

All information, tables, concepts and plans depicted in this RFQ are conceptual and subject to change.

Revisions to RFQ

UC Hastings may modify this RFQ solicitation at any time by issuance of an addendum or addenda to Prospective Developers. UC Hastings may change the dates and the schedule contained in this RFQ solicitation in UC Hastings' sole discretion.

Cancellation of Solicitation and Rejection of Offers

UC Hastings may, when and as deemed in the best interest of UC Hastings, cancel this solicitation and reject the responses submitted, in whole or in part, seek new responses, or require amendments or modifications to the RFQ or any of the responses, with no liability whatsoever, all in UC Hastings' sole discretion.

Ownership of Submittals

Any and all information submitted in response to this RFQ will be the property of UC Hastings and will not be returned to Prospective Developers. UC Hastings shall have the right to use any documents and information submitted in response to this RFQ.

Incurred Expenses

Any costs or expenses incurred by the Prospective Developer in preparing and submitting a response to this RFQ solicitation will be the sole responsibility of the Prospective Developer and will not be paid or reimbursed to the Prospective Developer by UC Hastings.

The Preferred Developer shall be responsible for all risks and for the payment of all costs and expenses in connection with its negotiations for the ground lease and all related documentation, including any and all predevelopment and planning costs and expenses incurred by the Preferred Developer and its team members. UC Hastings assumes no risk and shall not be responsible for any costs or expenses incurred by any Prospective Developers or the Preferred Developer in connection with this RFQ/RFP solicitation process.

Confidentiality of Documents

Prior to UC Hastings' opening of the RFQ responses, the contents of any response shall not be disclosed to parties other than UC Hastings and its advisors. All information and documents submitted to UC Hastings are subject to the California Public Records Act and other applicable laws determining whether they are subject to public disclosure.

Nondiscrimination

UC Hastings supports the principles of equal opportunity and will not discriminate and will not allow or permit discrimination on the basis of gender, race, color, national origin, religion, sexual orientation, age, or disability in the selection of the Preferred Developer. UC Hastings encourages the participation of small, women-owned, and minority-owned businesses.

Insurance

The Preferred Developer shall, at its own expense, procure and maintain during the entire term of any agreement arising from this solicitation process, insurance of the kind and in the minimum amounts as specified by UC Hastings. These insurance provisions, however, are subject to change. All policies shall name UC Hastings and its designees as an additional insured.