

[Town Letterhead]

REQUEST FOR PROPOSALS (RFP)

***For Planning, Design, Construction, Management and Operation of
Baron's South Senior Residential Community***

Submission Deadline: February 29, 2012 at 4:00PM

- I. General Description. The Town of Westport (the “Town”) is requesting proposals from interested development partners to plan, design, construct, manage and operate a two phased Senior Residential Community on property known as Baron’s South.

- II. Background.
 - A. Baron’s South is a 22.7 acre parcel of Town-owned property located at 60 Compo Road South and having frontage on Compo Road South (Route 136), Imperial Avenue and Post Road East. A legal property description of Baron’s South is attached as Exhibit A.
 - B. The Town acquired Baron’s South in January, 1999. The Town acquired title without restrictions and may use Baron’s South for general municipal purposes. A copy of the Warranty Deed pursuant to which the Town took title is attached as Exhibit B. A copy of the Town Clerk’s Map No. 9617 (not to scale), prepared in 2004, is attached as Exhibit C. A copy of an Aerial Map showing Baron’s South and adjacent lands is attached as Exhibit D.
 - C. Baron’s South contains steep slopes, is heavily wooded and contains many mature trees. A copy of a Composite Survey (not to scale) prepared by the Town’s Department of Public Works in 2011 is attached as Exhibit E. Several residential buildings - predating the Town’s acquisition - are located on the property, some of which are used as rental housing and others for storage. A copy of the Assessor’s Field Card, describing the structures, is attached as Exhibit F.
 - D. In 2004, the Town completed construction of the Westport Center for Senior Activities (the “WCSA”), the first new municipal facility on the property. A copy of the As-Built Plot Plan for the WCSA is attached as Exhibit G.
 - E. On November 4, 2010, the Westport Planning and Zoning Commission issued a Positive Report to a request by the First Selectman under Connecticut General Statutes Section 8-24 (the “8-24 Report”) for a plan “to locate a senior living community that includes below market rate housing opportunities for seniors, and a healthcare component consisting of medical and extended care services which could include independent living and a skilled nursing facility”. A copy of the 8-24 Report is attached as Exhibit H.

- F. On March 14, 2011, the First Selectman established the Baron’s South Committee and charged it with formulating this RFP, reviewing the responses and making recommendations to the First Selectman.
 - G. On May 5, 2011, the Planning and Zoning Commission approved Text Amendment #625 to the Westport Zoning Regulations (the “Text Amendment”), a stated purpose of which was “to create opportunities for future development of Senior Residential Communities on Town-owned property”. The Text Amendment had earlier received the unanimous recommendation of the Architectural Review Board. The Commission’s resolution made specific reference to Baron’s South as a property meeting the location requirements under the Text Amendment. A copy of the Text Amendment is attached as Exhibit I. Attached as Exhibit J is a color-coded zoning map including Baron’s South and the surrounding community.
- III. Core Objectives. The Town has identified the following core objectives for the Senior Residential Community (the “Core Objectives”).
- A. Provide opportunities for the community’s seniors to live with the maximum level of independence thereby allowing residents to age in place, and allowing residents who require little or no care to live alongside residents who may require increasing levels of care.
 - B. Address a real community need to increase the available inventory of below market rate housing, as well as a need to enhance the types of housing choices offered to Westport seniors.
 - C. Meet a growing community need for skilled nursing beds for short term rehabilitation and long-term care, including advanced dementia and hospice care.
- IV. The Town’s Expectations and Assumptions.
- A. The Town desires for a portion of the Baron’s South parcel to become the site of a Senior Residential Community consisting of an independent living facility (ILF) and a full care living facility (FCLF). The Town expects that the Senior Residential Community will be designed, approved and constructed in two phases, the first phase being the ILF, which this RFP addresses. The town anticipates the development of the FCLF as a second phase.
 - B. The Town expects the Senior Residential Community to address the need for affordable housing in the community. The Town expects that the portion of the parcel not dedicated to the ILF and the FCLF will be reserved as a public recreation area, possibly with walking paths but, otherwise, with minimal development.

- C. The Town expects that the first phase - the ILF - will be a multi-unit senior housing development employing universal design and providing access to a variety of optional health related and supportive services such as health and wellness services, personal care, home care, housekeeping, social activities and transportation. The Town expects that the philosophy of the ILF will be to provide services sufficient to allow residents to age in place.
- D. The Town invites interested parties to include their vision of the second phase - a FCLF - including short-term rehabilitation services and long-term care. The Town envisions as phase 2 a facility that employs the small house model.
- E. The Town assumes that interested parties will include a team of professionals that will serve as the Town's development partner(s). The development partner(s) will be responsible for creating project plans, design drawings, and specifications; obtaining necessary site plan approvals; preparing and securing financing; managing and completing construction; and managing and operating the Senior Residential Community.
- F. The Town expects that the Senior Residential Community will be planned, designed, constructed, managed and operated without financial contribution from the Town, i.e. from private investments, public funding sources, such as federal and state grants, subsidies, bonds and tax credits or some combination thereof. The Town's principal contribution to the project will be the use of the land on which the Senior Residential Community is built. The Town anticipates retaining ownership of the land and entering into a long term ground lease or similar arrangement with the developer, manager or operator of the Senior Residential Community.
- G. The Town expects that proposals will provide for a revenue stream and/or an initial capital payment to the Town. The Town may use that revenue to cover the debt service on the bonds issued in connection with the acquisition of Baron's South as well as for future purchases of open space. The Town expects that the revenue stream may take the form of payments in lieu of taxes (PILOT), if the development partner is a tax exempt organization, property taxes, if the development partner is a for-profit business, or some combination thereof. Preference will be given to proposals that indicate the highest and most dependable revenue stream and/or initial capital payment while satisfying the Core Objectives.
- H. The development partner will be responsible for obtaining all necessary municipal and State approvals to complete the project. The development partner will retain all design professionals, engineers, legal professionals, and consultants necessary to complete construction documents and prepare and close on all project financing, grants, tax credits and the like.

- I. Preference will be given to proposals from development partners with a demonstrated financial capacity to complete the project.
 - J. Proposals must comply with all applicable provisions of the Westport Zoning Regulations, as modified by the Text Amendment.
 - K. Proposals must comply with all applicable federal, state and municipal laws, regulations and ordinances.
 - L. The Town expects that preferences for access to the Senior Residential Community will be afforded to residents of the Town to the extent allowed by law.
 - M. Preference will be given to proposals that provide for the care and maintenance of the remaining minimally developed acreage of Baron's South in a manner consistent with a public recreation area.
 - N. The Town assumes that proposals will take into account the availability of amenities at the WCSA. Preference will be given to proposals that show synergies between the WCSA and the Senior Residential Community.
 - O. Preference will be given to proposals that have a community gathering space, including a kitchen similar to those in local houses of worship, suitable – either initially or at a future time – for meal preparation and service.
 - P. Preference will be given to proposals that include an office, staffed by a full-time or part-time services coordinator whose responsibility will be to serve as a resource for residents and act as a liaison between residents and the Town's Department of Human Services and WCSA.
 - Q. Preference will be given to proposals that demonstrate green applications and/or LEED certification.
- V. Required Elements of Proposals. Proposals must include the following elements.

A narrative summary of how the proposed Senior Residential Community will be designed, financed, constructed, managed and operated. Proposals must describe how the project will satisfy the Core Objectives. Proposals must indicate the anticipated occupancy (i. e., number of units and number of residents) of the ILF and the percentage and number of units that will be classified as affordable under CGS Section 8-30(g). The amount of income derived from assets shall be guided by applicable state and federal regulations.

- A. A narrative description accompanied by appropriate drawings showing the proposed lay-out of the buildings, including: proximity; number of floors; height measured from the ground; square footage; lot coverage; number and character of residential units; parking arrangements for residents, visitors and staff;

administrative and support staff areas; common/social areas and amenities; storage areas; and utilities.

- B. A narrative description accompanied by appropriate drawings showing the lay-out of the residential units, including square footage, number of occupants per unit, number of bedrooms, number of bathrooms and kitchen facilities.
- C. Identification of each member of the project team responsible for each element of the project, including design professionals, legal professionals, developers, construction managers, investors, financial partners and the manager and operator of the Senior Residential Community. The identification of project team members shall include names and addresses, ownership structure, area of expertise, key personnel assigned to the project and their experience with similar projects completed within the last ten years. Proposals must acknowledge that no substitutions of members of the project team or key personnel will be permitted without the prior written consent of the Town. For-profit and tax exempt organizations must be identified as such and their roles and relationships explained.
- D. A description of the legal structures that will be created, including the legal relationships among the Town, the developer, the investors, the manager/operator of the Senior Residential Community and any other stakeholders.
- E. A description of the capital requirements associated with the project, including estimated dollar amounts, sources of funding (e. g., private investment, grants, subsidies, tax credits, bonds) and time required to secure the necessary funds.
- F. A description of the fees, rents and other payment structures between the manager/operator of the Senior Residential Community and the residents thereof, including estimated monthly/annual dollar amounts (e. g., rents) and proposed fee for service arrangements. The proposal must describe the legal structures which will ensure that the units will not be occupied by persons other than seniors (e. g., leasehold prohibitions on assignment/sublet).
- G. A statement that the Senior Residential Community will provide preferences for access by Town residents while complying with applicable laws, such as the Fair Housing Act, including a summary of the applicable legal requirements and an explanation of how the Senior Residential Community will satisfy those requirements.
- H. A description of the amenities that will be available to residents.
- I. A description of similar projects completed within the past ten years with an emphasis on projects completed in partnership with a town, city or county. The description should include information as to: size; complexity; features; location;

development cost; involvement, role and contribution of the local government entity; date of commencement; and date of completion.

- J. Conceptual building drawings showing building layout and exterior appearance.
 - K. A conceptual site plan showing the relative position of the proposed buildings and structures on the property and their relationship to the property's topographical features.
 - L. A description of plans for existing residential structures (i. e., renovate/repurpose, demolish).
 - M. A description of the arrangement by which the Senior Residential Community will generate revenue to the Town (e. g., in the form of PILOT or property taxes), including an estimate of annual revenue to the Town and the commencement date of that revenue.
 - N. With respect to the entity that will manage/operate the Senior Residential Community, a discussion of any instance in which a management contract has been terminated during the past ten years, including an explanation of the circumstances surrounding that termination.
 - O. A detailed project timeline including references to government approvals and permits, financing, construction and occupancy.
- VI. Required Qualifications.
- A. Individuals, firms or consultant teams submitting proposals must meet all licensing requirements applicable to their business or profession under Connecticut law.
 - B. Individuals, firms or consultant teams submitting proposals must show evidence of current professional liability insurance coverage by an insurance company licensed to underwrite professional liability insurance in the State of Connecticut, and the ability to have a performance bond.
 - C. Each firm that is a member of the project team must submit at least three years of audited financial statements, including a balance sheet, profit and loss statement, statement of cash flow and notes to the statements. Each such firm must provide personal financial statements for all individuals with an ownership interest of 25% or more in the firm.
 - D. The development partner must list a minimum of three references (including name, title, mailing address, telephone number and e-mail address) for similar projects completed by the development partner within the past ten years

- VII. Available Information. In 2007 the Town commissioned an engineering/utilization study by Weston & Sampson Engineers, Inc. The Weston & Sampson study covers Baron's South as well as two other nearby parcels of Town-owned land. A copy of the Weston & Sampson study is available online at <http://www.westportct.gov/modules/showdocument.aspx?documentid=775>. The following Town offices have information regarding Baron's South: the Planning & Zoning office, the Department of Public Works, the Building Department and the Department of Parks & Recreation. That information is available for review by interested parties.
- VIII. Information Session. An information session open to all interested parties will be held by the Baron's South Committee on _____, 2011 at _____.m. at Westport Town Hall, Room _____. Interested parties are encouraged to attend the information session prior to submitting their proposals.
- IX. Submission Instructions and Deadline.
- A. Responses must be received by the Town at the office of the First Selectman, located at 110 Myrtle Avenue, Westport, CT 06880 no later than February 29, 2012 at 4:00 p.m.
 - B. Responses must include a cover letter signed by the individual who has vested authority to represent and make legally binding commitments on behalf of the development partner. If there will be a development partner's representative who will be designated for communication and providing additional information to the Town, that individual must be identified in the cover letter.
 - C. Responses must be submitted in a sealed envelope which must be marked "RFP-Baron's South Senior Residential Community". Responses shall contain one original and four copies for a total of five. Faxes or electronic submissions will not be accepted.
 - D. Responses become the property of the Town and may be used as the Town deems appropriate. Responses that do not materially conform to the requirements of this RFP will not be considered. The Town reserves the right to review the proposals and reject all proposals or take no action or elect not to select a development partner.
 - E. Financial documents may be provided under separate cover to ensure confidentiality. If that is the case, it should be clearly noted in the cover letter.
 - F. A development partner or team member may be disqualified by the Town if the entity or person has been convicted of a crime chargeable as a felony within the past five years, defaulted on a previous project, been the subject of a voluntary or involuntary bankruptcy or insolvency proceeding within the past five years that

has not been dismissed within sixty days of filing, or has made misrepresentations of fact in its response to this RFP or committed similar acts indicating a lack of qualification for a public project of this type.

- X. Selection Process. The Baron’s South Committee will review and evaluate the proposals and then determine, if necessary, which of the proposed development partners should be selected for an interview. Prior to making a recommendation to the First Selectman, the Baron’s South Committee will communicate with Town boards and commissions, including the RTM, Board of Finance, Parks and Recreation Commission and Architectural Review Board. The Town reserves the right to waive any informalities or irregularities in the responses to this RFP and to award the project to the development partner that the Town, in its sole discretion, believes is best suited for this assignment and in the best interest of the Town.
- XI. Inquiries. Questions and requests for clarification concerning this RFP should be made in writing or by e-mail and addressed to: Steven Daniels, Chair, Baron’s South Committee, Westport Town Hall, 110 Myrtle Avenue, Westport, CT 06880, Telephone _____; e-mail _____. Inquiries will be accepted until seven days prior to the submission deadline. The Town will provide responses to inquiries and requests for clarification to all potential respondents. The Town’s responses will be provided by e-mail. Proof of receipt of the Town’s response should be included in the submission package.

LIST OF EXHIBITS

- Exhibit A Legal Property Description
- Exhibit B Warranty Deed, Westport Land Records, Volume 1666, Page 344
- Exhibit C Town Clerk’s Map No. 9617 (not to scale)
- Exhibit D Aerial Map
- Exhibit E Composite Survey (not to scale)
- Exhibit F Assessor’s Field Card
- Exhibit G As-Built Plot Plan for the WCSA
- Exhibit H 8-24 Report

Exhibit I Text Amendment #625

Exhibit J Color-Coded Zoning Map Showing Baron’s South and Surrounding Community

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