



Invitation to Negotiate (ITN)

Issue Date: July 31, 2023

Title: **GRM/220445: DEVELOPMENT OPPORTUNITY – 1749 W SILVER SPRINGS BOULEVARD AND 105 SW 19TH AVENUE**

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SECTION 1. BACKGROUND AND PROJECT OVERVIEW

1.1. **BACKGROUND**

The City of Ocala ("City") is seeking proposals from qualified development teams to design, develop and construct a creative new development project on approximately .45 acres of City-owned property located at the corner of 1749 W. Silver Springs Boulevard and 105 SW 19th Avenue.

The City intends to create a mutually beneficial redevelopment partnership with the selected development team. Proposed projects to enhance and compliment the surrounding amenities.

For historical information on West Ocala, visit the [West Ocala History Webpage](#).

1.2. **PROJECT OVERVIEW**

The City is seeking proposals which strengthen and complement surrounding amenities and activities. The City will select a development team that demonstrates the ability to develop the project site consistent with the City's vision and development objectives as described in this Invitation to Negotiate ("ITN").

The City will consider all creative proposals, including the following uses or combinations of uses:

- Single or two-family housing that adds to the area's diverse range of housing options;
- Professional and business offices;
- Hairstyling shop (limited to three stations)
- Medical and dental offices;
- Other complementary commercial uses;
- Community uses.

The City prefers a mix of unique uses, including first floor active uses that are open to the public along Silver Springs Boulevard. Project components should complement and not compete with surrounding uses. We encourage inclusion of locally and regionally owned businesses within the mix of tenants.

1.3. SITE DESCRIPTION AND CURRENT CONDITIONS

This City-owned development site consists of one (1) parcel totaling approximately .45 acre. The project site is comprised of Parcel ID Numbers 2260-110-023 and 2260-110-026.

The project site is situated amid privately owned mixed-use commercial sites and an established residential neighborhood.

- The district is not deemed a commercial district.
- If a retail use is proposed, the property would have to be rezoned appropriately.

The new development should seamlessly connect the established residential neighborhood to the mixed-use commercial district.

1.4. DEVELOPMENT OBJECTIVES

The City envisions a development at the project site which contributes to a vibrant, mixed-use district. The City encourages creative and innovative ideas for the use, design and space, with the goal of creating a unique, dense, walkable, and connected development.

The City desires to:

- Protect West Ocala against the deterioration and decline of properties and areas located within the project area and surrounding properties and areas;
- Drive activity to and within West Ocala, including activating the street level;
- Create connectivity throughout West Ocala and across major roadways;
- Foster a vibrant, walkable environment and provide a safe, inviting pedestrian experience;
- Provide opportunities for increased use of public transit and multiple modes of transportation;
- Support and encourage sustainable development practices (those that incorporate measurable sustainable standards will be given additional consideration);
- Build on and offer the sense of community for which West Ocala is known;
- Complement and create harmony among all adjacent uses, including the directly adjacent single family residential neighborhood;
- Incorporate community feedback into the design;
- Encourage commercially reasonable efforts to achieve inclusion of minority-owned, female owned, veteran-owned and DSBE-certified business enterprises in the design, development and/or construction of the development;
- Deliver returns on public investment, such as job creation, tax revenue, property values, and/or community uses

1.5. ZONING AND DESIGN PRINCIPLES

The site is zoned Residential-Office (RO). This zoning district is intended primarily for residential, professional and business office uses that are not incompatible with adjacent residential zones. This zoning district allows for one-and two-family dwellings and professional and business offices subject to statutory limitations. Please refer

to the Residential-Office District Regulations at Article V, Division 6, sections 122-371 through 122-378 of the [Zoning Code for the City of Ocala](#).

The development should improve the pedestrian environment through building orientation, attractive building facades and pedestrian amenities. The design principles call for activation along the street with ample street facing windows and visible customer entrances. Quality natural building materials are expected. Buildings are to respect the street context, form street walls and provide density. Parking should be contained on site in accordance with the Zoning Code. Building design and architecture shall incorporate elements of the Form Based Code as outline in Exhibit F – Form-Based Code.

1.6. DEVELOPMENT STRUCTURE

The available parcel totals .45 acre. All parcels are owned by the City. The City will consider several site control options, including sale of the project site, or other arrangements to be negotiated with the selected developer. The cost(s) and terms will be negotiated with individual builders/developers.

This site falls within a designated Community Reinvestment Area (CRA) and/or may be eligible for tax incentives.

SECTION 2. PROPOSAL SUBMITTAL REQUIREMENTS

- 2.1 All proposals must be electronically submitted by or before **2:00 PM**, on the listing end date/bid close date at www.bidocala.com under the appropriate listing. The City will receive submittals until the time and date cited in our e-procurement system, ProRFx. Only submittals received electronically on www.bidocala.com by the correct time and date will be recorded. Any proposals received after the stated time and date will not be considered.
- 2.2 Proposer shall upload one (1) electronic submittal package through the listing on www.bidocala.com for evaluation. Proposals may not be submitted by any other means. The City will not accept proposals sent by U.S. Mail, private couriers, fax, or email.
- 2.3 Proposers shall follow the submittal and content requirements as described herein. Should proposals not be provided in the format requested, Proposer may be deemed non-responsive and therefore ineligible for award

SECTION 3. PROPOSAL CONTENT REQUIREMENTS

- 3.1 Proposals must be clear, succinct, and **not exceed twenty (20) pages**, excluding conceptual site plans, resumes, and letters of reference. All submittals must be complete and contain all required content.
- 3.2 **PAGE SIZE AND FORMAT:** Proposals shall contain 8 ½ x 11 sheet pages only with a minimum font size of 11 points.
- 3.3 **COVER PAGE:** The cover page shall include the title of this proposal, as follows, followed by Proposer's firm name, address, contact person, telephone number and e-mail address:

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DEVELOPMENT OPPORTUNITY**

1749 W. SILVER SPRINGS BOULEVARD AND 105 SW 19TH AVENUE

- 3.4 **REQUIRED SECTIONS:** The information described below shall be submitted with each Proposal and should be submitted in the order shown. Each Section should be clearly labeled with pages numbered and separated by a tab page. A Proposer's failure to include all listed items may result in the rejection of its Proposal.

(a) **Tab 1 – Cover Letter/Letter of Interest.**

- (1) Provide a cover letter on signed by an authorized representative of Proposer’s firm. The letter shall include:
- a summary overview of your proposal and explain the reasons for your interest; and
 - the name, physical address, email address, and mailing address of the person who will respond to questions about this Proposal

(b) **Tab 2 - Development Team Qualifications and Experience**

- (1) Identify the entities and team members that will be committed to the project, their respective roles and responsibilities, and the team’s experience working together.
- (2) For each of these individuals, provide a biography, resume, or CV depicting education, certifications, professional affiliations, licensure, project experience, and any other information which sets forth the capabilities and experience that each team member will bring to the project.
- (3) Provide statements regarding the financial condition of the development team.
- (4) Provide information concerning the team’s experience with similar projects (e.g. similar commercial and/or residential developments), including the following for no less than two (2) but no more than five (5) such projects:
- type of development project
 - the number of units,
 - square feet of office commercial and/or other uses;
 - the date(s) of construction;
 - project cost;
 - project reference information (name, title during project, phone, and e-mail); and
 - any additional relevant information that you believe would help the City understand the expertise and experience of the development team

(c) **Tab 3 – Development Concept and Project Summary**

- (1) Provide a development concept that identifies the type of development and/or partnership the proposer envisions with the City (e.g., property purchase, long term lease, and/or build-to-suit) and summarizes the overall economic impact and tangible benefits for the redevelopment area and the City. The development concept must include, without limitation, the following:
- A narrative of the proposed development which includes a description of how the development will meet the requirements and considerations of this ITN.
 - A narrative describing the development’s short-term and long-term growth goals
- (2) Provide a schematic design of the overall area, including descriptive architecture and site design concepts, in plan and perspective views.

- (3) Describe any unique design elements or other features that make the proposal a signature development which will enhance the versatility and appearance of the project site.
- (4) Provide the anticipated land use/building mix, including estimated square footage, number of dwelling units, by type of use.
- (5) Demonstrate the development's compatibility with the surrounding context and how it adds vitality to the surrounding area.
- (6) Preliminarily identify the major building materials. It is not necessary to fully identify the palette of materials and color at this time. Renderings that illustrate planning and design concepts at the urban, building, and pedestrian scale (from street perspective) are encouraged but not required.

(d) **Tab 4 – Project Schedule, Costs, and Financial Projections**

- (1) Provide a timetable for each major phase of the project (if applicable), including estimated annual market value of each phase of development and an outline of the phasing strategy and associated costs.
- (2) Provide a projection depicting the schedule of events from project submittal to project completion.
- (3) Provide estimates for both hard and soft costs, including those for building contractors, and professional fees for architectural, legal, financial, and other professionals.
- (4) Explain the financial strategy by providing a preliminary development pro forma showing total development costs and proposed sources and uses of funds for the project; and demonstrating project feasibility and developer's ability to secure financing.
- (5) Complete the preliminary Term Sheet attached to this Solicitation as **Appendix I – Preliminary Term Sheet**

3.5 **APPENDICES:** Proposer shall be required to provide additional information via appendices to its proposal as set forth in this section.

- (a) **Appendix I – Preliminary Term Sheet.** Appendix I shall include information required to complete a preliminary Term Sheet for the Project. Any proposal to purchase the property must include a minimum purchase price in an amount not less than the fair market value of **NINETY THOUSAND DOLLARS (\$90,000)**. Should there be multiple responses to this Development Opportunity, City reserves the right to give preference to the proposal with the highest proposed purchase price after evaluating costs and benefits to the City.

SECTION 4. DEFINITIONS

- 4.1 **Adequate Assurance:** an obligation on a party to fulfill its contractual duties so that the other party will receive the performance as required under the agreement. Adequate assurance must be provided to the City under all Development agreements for any City incentives and the value of the land conveyed less any amount paid by the Developer. Adequate assurance can be provided in the following forms: (1) cash in an escrow account, maintained in Marion County, Florida by an escrow agent mutually acceptable to the City and the Developer; (2) a letter of credit issued by a financial institution licensed to transact

business in the State of Florida; (3) some other financial assurance (other than personal guarantees) reasonably approved by the City.

- 4.2 **City:** the City of Ocala, unless the context indicates otherwise; includes the City's officers, employees, elected officials, and agents.
- 4.3 **Equity Investment:** is documentation establishing amounts held by proposer in one or more bank accounts in the name of proposer, as documented by bank statements (the account number(s) of which may be redacted by proposer) or other reasonable documentation provided by the applicable financial institution, and acceptable to City in its sole discretion.
- 4.4 **Financial Review Committee (FRC):** an independent team consisting of no less than three experts that confirms the financial ability of a Developer and the Developer Principals to develop a Project.
- 4.5 **Market Justification:** rental rates or sale prices that justify the rental income or sale value for the property.
- 4.6 **Net Operating Income (NOI):** (Gross Operating Income + other income) – Operating Expenses.
- 4.7 **Offering Price:** the amount, Proposer/Developer is proposing to pay the City for the conveyance of the land.
- 4.8 **Proforma:** a document that details a property's projected net operating income (NOI) and cash flow projections using its current and potential rental income or sale price and operating expenses.
- 4.9 **Project:** the planned redevelopment and proposed construction of real property or development site indicated in the Developer's Proposal.
- 4.10 **Proposal:** the offer, submission, or solicitation response submitted by a Proposer on the prescribed forms. Also means bid or submittal.
- 4.11 **Proposer/Developer:** the person, or firm submitting a Proposal or Offer to the City for the Scope of Work outlined in a Request for Proposal. Also means Respondent.
- 4.12 **Responsible:** a Proposer that has the necessary skills, ability, capacity, and capability to perform the work required under a Solicitation and is otherwise eligible for award.
- 4.13 **Responsive:** a proposal that fully conforms in all material respects to the solicitation and all of its requirements, including all form and substance.
- 4.14 **Return on Investment (ROI):** the net operating income (NOI) divided by the total cost of the development or investment.
- 4.15 **Site:** a parcel or property available for development.
- 4.16 **Term Sheet:** a document required within your proposal, that includes total investment, loan value, equity, incentive request (if any), land conveyance or payment amount, construction materials, construction schedule, and project summary.
- 4.17 **Viability of Project:** the likelihood that the Project can be successfully development and provide the product and services during the period in the offer/proposal based on the Return on Investment (ROI).

SECTION 5. SELECTION PROCESS, EVALUATION CRITERIA, AND SCORING

- 5.1 It is the intent of the City to award a contract to the Proposer who, in the sole opinion of the City, is most qualified to perform the scope of services required. The following selection criteria, including financial and non-financial criteria, will be used to score the Proposals.
- 5.2 A total of **100 points** will be allocated during each evaluation phase. Proposers scoring **80 points** or higher during Initial Scoring will be shortlisted and moved onto the next phase of evaluations. The Proposer with the highest score during Final Scoring will be selected as the intended awardee.
- 5.3 The Selection Committee will be comprised of a minimum of three (3) members from various and appropriate City departments.
- 5.4 The City has the option to award or reject any or all proposers or contracts resulting from this solicitation.
- 5.5 The City reserves the right, prior to City Council approval, to cancel or terminate this solicitation, any negotiations, or the proposed agreement, without penalty.

5.6 ADMINISTRATIVE REVIEW OF PROPOSALS

- (a) City Procurement staff shall first review all proposals in detail to make a determination as to the responsiveness of each proposer.
- (b) City reserves its right to waive any irregularities in the solicitation process, to reject any or all proposals, or to re-advertise this ITN if desired.
- (c) Proposals that are incomplete, conditional, obscured, or which contain irregularities of any kind, may be rejected by the City. If the successful Proposer defaults upon its obligations or otherwise refuses to enter into the City contract upon selection, the City reserves the right to accept the next best proposal of any other Proposer or to re-advertise using the same or revised documentation in the City’s sole discretion.
- (d) Requests for clarification of proposal(s) shall be in writing. Proposer’s failure to respond to the City’s request for clarification may result in such proposer being deemed non-responsive and serve as just cause to reject Proposer’s response to this solicitation.

5.7 **INITIAL REVIEW AND SCORING BY SELECTION COMMITTEE (SHORTLISTING)**: Selection Committee members will initially review and score proposals for the purposes of making a determination of shortlisted firms based upon the evaluation criteria set forth below. All firms scoring a total of **80 points** or higher during Initial Review based on the following criteria shall be shortlisted:

PROPOSAL EVALUATION / SELECTION CRITERIA (SHORTLISTING)	SCORING (100 POINTS)
Development Team Qualifications. Business organizational structure, ownership, history, and background. Education, experience, and licensure held by firm and key personnel. References. Completeness and presentation of qualifications.	20
Concept and Approach. Does the development concept and preliminary site design meet the development objectives as set forth in the RFP?	35

Feasibility. Demonstrated market viability. Demonstrated financial ability. Is the timeline realistic?	35
Benefits and Costs to the City. Estimated overall community, economic, and/or tax benefit to the City. Project’s ability to fulfill an unmet need in the community.	10

5.8 **ORAL PRESENTATION OF QUALIFICATIONS AND INTERVIEW SESSION:** All shortlisted firms shall be invited for interview and presentation of qualifications during which shortlisted firms shall be prepared to provide a presentation of the proposed project and firm qualifications, and to field questions from the Committee.

- (a) This session is intended to provide shortlisted firms with an opportunity to clarify Selection Committee questions and/or to further elaborate on submittals as deemed necessary by the Selection Committee.
- (b) The City shall not be responsible for any costs or expenses incurred by proposers for proposer’s participation in any interviews, presentations, or negotiations.
- (c) The presentations and information provided by shortlisted firms during this session will be used in Final Review and Scoring by the Selection Committee.
- (d) City shall, upon request of the shortlisted firm, provide a letter regarding City incentives that may be available should the firm be selected for award, if any.
- (e) Shortlisted firms should be prepared to provide best and final offers (BAFOs) within two (2) business days of the session.

5.9 **REFERRAL TO FINANCIAL REVIEW COMMITTEE:** All shortlisted firms shall be referred to the Financial Review Committee (FRC) for independent financial review.

- (a) The FRC will contact each Developer/Proposer who must provide the following financial information within five (5) business days of notification. Failure to respond to the FRC, or provide incomplete information to the FRC, may result in proposal rejection:
 - (1) Information concerning the Developer Principals including prior development experience, current or ongoing development of projects similar to the Project in which the Developer Principals or the Real Estate Firm are or have been involved, and credit bureau reports for each Developer Principal.
 - (2) The last two (2) years’ federal corporate income tax returns of the Developer Principals and of the Developer (if Developer was required to file such tax returns).
 - (3) Financial statements of Developer and each Developer Principal accurately representing their financial condition as of a date that is no less than six months prior to the date of delivery of the financial statements.
 - (4) A complete proforma and cash flow projection on the Project, including all assumptions.
 - (5) Feasibility study of the Project.
 - (6) Estimates of Construction Costs for the Project provided by a licensed general contractor to be used for the Project and copies of the construction contract with such contractor.

(7) A loan commitment or other documentation establishing that Developer or the Developer Principals have sufficient financing or resources in place to develop the Project.

(8) Proof that Developer has the Equity Investment required

(b) The FRC will provide their written assessment to Procurement staff, who will in turn provide same to the Selection Committee, for review and consideration during Final Review and Scoring.

5.10 **FINAL REVIEW AND SCORING BY SELECTION COMMITTEE:** At the conclusion of the Financial Review Process, each firm shall be scored and ranked based on the following criteria:

PROPOSAL EVALUATION / SELECTION CRITERIA	SCORING (100 POINTS)
Qualifications and Experience. Experience of the developer and the developer’s team in the successful construction of similar projects. Evidence of prior successful experience developing and managing similar projects.	10
Overall Plan and Design of Proposed Development. Appropriateness and quality of the design. Efficiency of site design, organization, and compatibility of uses. Imaginative and creative treatment of public access, other public spaces, exterior space, circulation, landscaping, graphics, and lighting. Incorporation of the development objectives.	35
Overall Constructability, Feasibility, and Financial Ability. Construction timeline. Economic feasibility of the project. Demonstrated ability to finance similar development projects and financial capability of the developer.	35
Benefits and Costs to the City. City subsidies, if any, required to ensure project viability. Estimated overall community, economic, and/or tax benefit to the City. Project’s ability to fulfill an unmet need in the community.	20

- (a) Each Selection Committee member shall independently score each of the shortlisted firms based on the scoring criteria and points set forth above.
- (b) Once the individual scores are received, Procurement Department staff shall total the scoring across all Selection Committee members and shall rank the shortlisted firms from highest to lowest based on their numerical score.
- (c) The firm receiving the highest score shall receive the rank of Number 1, the firm with the second highest score shall receive the rank of Number 2, and so on until all shortlisted firms are ranked.
- (d) In the case of a tie, the team with the highest score based on the Shortlisting Evaluation Criteria will be selected.

SECTION 6. INQUIRIES, ADDENDA, ANTI-LOBBYING AND ANTI-COLLUSION

6.1 Any and all questions must be submitted to the Procurement Department electronically via www.bidocala.com. Responses will be made electronically and posted online. It is the responsibility of the proposers to check for updates.

6.2 If necessary, any addenda will be posted on the www.bidocala.com website.

- 6.3 It is our standard policy no addenda will be issued later than three (3) calendar days prior to the date for receipt of proposals, except an addendum withdrawing the solicitation or one which includes postponement of the date for receipt of proposals.
- 6.4 No verbal or written information which is obtained other than by information in this document or by an addendum to this request will be binding on the City.
- 6.5 All terms and conditions of this request, any addenda, proposer's submissions, and future negotiated terms shall be incorporated into the contract by reference as set forth herein.
- 6.6 **ANTI-LOBBYING:** Any bidder/proposer violating anti-lobbying in Section 8 will have their proposal rejected and will not be considered further.
- 6.7 **ANTI-COLLUSION STATEMENT/PUBLIC DOMAIN:** Proposer shall not divulge, discuss, or compare this Request for Proposal with any other proposer or collude with any other proposer in the preparation of this response in order to gain an unfair advantage in the award of this contract. By submitting a response, Proposer acknowledges all information contained herein is part of the public domain as defined in the Public Records Act, Chapter 119, Florida Statutes.

SECTION 7. CONFLICT OF INTEREST

- 7.1 All firms must list all and any affiliations they have with other firms.
- 7.2 The award hereunder is subject to the provisions of Chapter 112, Florida Statutes, as amended, governing conflict of interest. All proposers must disclose with each proposal the name of any officer, director or agent who is also a public or City employee. Further, all Proposers must disclose the name of any public employee who owns directly or indirectly an interest of five percent (5%) or more in the proposer's firm or any of its branches. City of Ocala municipal employees, appointed persons, and elected officials (herein referred to as "employees") may engage in outside activities and hold financial interests subject to the requirements of City of Ocala Employee Handbook regulations, state law, and federal regulations and law, if applicable. Every employee who is an officer, director, agent, employee, or owner of a substantial interest in any business entity which does or anticipates doing business with the City of Ocala ("City") must complete an "Officer and Employee Disclosure Statement" and file the statement with the required procurement documents submitted to the respective procurement staff member. A statement must be submitted with every procurement response if the proposer has a disclosure to document. This statement is available at <https://www.ocalafl.org/home/showpublisheddocument/19443/637877785569170000> Submitted proposals will be reviewed by Procurement staff. Proposals that are not responsive or responsible will be rejected.

SECTION 8. LOBBYING AND PROPOSER CONTACT

- 8.1 PROPOSERS ARE HEREBY ADVISED THAT CONTACT IS NOT PERMITTED WITH ANY CITY PERSONNEL, ELECTED OFFICIAL, OR BOARD MEMBER RELATED TO OR INVOLVED WITH THIS REQUEST. PROPOSERS ARE RESTRICTED FROM DISCUSSING THEIR SUBMITTALS AND THIS INVITATION NEGOTIATE WITH COMPETING FIRMS UNDER THIS LISTING. ALL ORAL OR WRITTEN INQUIRIES MUST BE DIRECTED THROUGH THE ASSIGNED PROCUREMENT PERSONNEL.
- 8.2 LOBBYING IS DEFINED AS ANY ACTION TAKEN BY INVITATION NEGOTIATE AN INDIVIDUAL, FIRM, ASSOCIATION, JOINT VENTURE, PARTNERSHIP, SYNDICATE, CORPORATION, AND ALL OTHER GROUPS WHO SEEK TO INFLUENCE THE GOVERNMENTAL DECISION OF A CITY COUNCIL MEMBER OR ANY CITY

PERSONNEL AFTER ADVERTISEMENT AND PRIOR TO THE CITY COUNCIL VOTE ON THE AWARD OF THIS CONTRACT. CONTACT WITH OTHER SUBMITTING PROPOSERS IS RESTRICTED AFTER ADVERTISEMENT AND PRIOR TO THE CITY COUNCIL VOTE ON THE AWARD OF THIS CONTRACT.

- 8.3 ANY PROPOSER OR ANY INDIVIDUALS THAT LOBBY ON BEHALF OF PROPOSER OR INTERACT WITH OTHER PROPOSERS AS DESCRIBED IN 8.1 AND 8.2 DURING THE TIME SPECIFIED WILL RESULT IN REJECTION/DISQUALIFICATION OF THEIR PROPOSAL UNDER SAID INVITATION NEGOTIATE.

SECTION 9. CITY OF OCALA PROTEST POLICY

- 9.1 ANY PROPOSER WHO IS ADVERSELY AFFECTED BY THE RECOMMENDED AWARD MAY FILE A PROTEST WITHIN THE TIME PRESCRIBED IN THE CITY OF OCALA PROCUREMENT POLICY LOCATED AT <https://www.ocalafl.org/home/showdocument?id=19405>.
- 9.2 FAILURE TO POST BOND WITH THE CITY OR TO ADHERE STRICTLY TO THE REQUIREMENTS OF STATUTES AND CITY OF OCALA RULES PERTAINING TO PROTESTS WILL RESULT IN SUMMARY DISMISSAL BY THE CONTRACTING OFFICER FOR THE CITY.

SECTION 10. ADDITIONAL CITY REQUIREMENTS

- 10.1 **INDEMNIFICATION CLAUSE.** The successful proposer shall indemnify and hold harmless the City of Ocala, its officers, boards, commissions, agents and employees against any and all claims, demands, causes of action, suits, proceedings, damages, costs or liabilities (including costs or liabilities of the City with respect to its employees), of every kind and nature whatsoever, including, but not limited to, damages for injury or death or damages to person or property, regardless of the merit of any of the same, including any attorney fees, accountant fees, expert witness or proposer fees, court costs, per diem, expense traveling and transportation expense, or other costs or expense arising out of or pertaining to the performance of this Agreement by the successful proposer and for which the proposer would otherwise be responsible unless resulting from the negligence of City or its officers, boards, commissions, agents, or employees.
- 10.2 **MATERIALS.** All materials submitted as a response to this solicitation shall become the property of the City.
- 10.3 **COST INCURRED IN RESPONDING.** The City is not liable for any cost incurred by any proposer interested in submitting a development proposal, or any selected proposer, prior to the execution of a contract.
- 10.4 **INDULGENCE.** Indulgence by the City on any non-compliance by the proposer does not constitute a waiver of any rights under this request.
- 10.5 **E-VERIFY.** The Proposer shall utilize the U.S. Department of Homeland Security's E-Verify system to verify the employment eligibility of all new employees hired by the Proposer during the term of the contract and shall expressly require any subconsultants performing work or providing services pursuant to the state contract to likewise utilize the U.S. Department of Homeland Security's E-Verify system to verify the employment eligibility of all new employees hired by the subconsultant during the contract term.
- 10.6 **ASSIGNMENT.** The final selected proposer shall not assign, transfer, convey, sublet, or otherwise dispose of any award, or any or all of its rights, obligations, or interests under this contract, without the prior written consent of the City.

10.7 **CONTRACTUAL ARRANGEMENTS.** A City development agreement will be drafted with the successful proposer(s) and all general City terms and conditions apply.

10.8 **PUBLIC RECORDS.** All written competitive submissions received by the City pursuant to this ITN including all replies, oral presentations, other submissions, correspondence, meetings and records made thereof, and any other records concerning this solicitation shall be handled in accordance with Chapter 119, Florida Statutes, and Article 1, Section 24, of the Florida Constitution.

Sealed proposal responses or replies received by the City in response to its solicitations are exempt from public disclosure until such time as the City provides notice of an intended decision or until thirty (30) days after the opening of the proposals, whichever is earlier. If the City rejects all proposals or replies pursuant to this solicitation and provides notice of its intent to reissue the solicitation, then the rejected proposals or replies remain exempt from public disclosure until such time that the City provides notice of an intended decision concerning the reissued solicitation or until the City withdraws the reissued solicitation. A proposal or reply shall not be exempt from public disclosure longer than twelve (12) months after the City's initial notice rejecting all proposals or replies.

Upon award recommendation or ten (10) days after opening, bids become "public records" and shall be subject to public disclosure consistent with Chapter 119 (Public Records) and Section 815.045 (Trade Secret Information), Florida Statutes. Should bidders/proposers consider any information related to their proposal or the services to be provided to City to be proprietary, a trade secret, or otherwise constitute confidential material under Florida or federal law, bidder/proposer shall designate such portion of the material as such by clearly marking it as CONFIDENTIAL, PROPRIETARY, or TRADE SECRET and submit both a non-redacted and redacted copy of their submission. The redacted copy shall only exclude or obliterate the exact portions claimed to be confidential, proprietary, or trade secret. Additionally, bidder/proposer shall state the basis for of the exemption that it contends is applicable to the record, to include the statutory citation to an exemption created or afforded by statute.

THE CITY WILL MAKE NO EFFORT TO VERIFY WHETHER OR NOT THE REDACTED MATERIAL IS EXEMPT FROM CHAPTER 119, FLORIDA STATUTES. THAT DETERMINATION IS TOTALLY THE RESPONSIBILITY OF THE BIDDER/PROPOSER AND THE BIDDER/PROPOSER SHALL BE SOLELY RESPONSIBLE FOR DEFENDING ITS DETERMINATION THAT THE REDACTED PORTIONS OF ITS RESPONSE ARE CONFIDENTIAL, TRADE SECRET, OR NOT OTHERWISE SUBJECT TO DISCLOSURE. PROPOSER SHALL PROTECT, DEFEND, AND INDEMNIFY THE CITY FOR ANY AND ALL CLAIMS ARISING FROM OR RELATING TO PROPOSER'S DETERMINATION THAT THE REDACTED PORTIONS ARE NOT SUBJECT TO DISCLOSURE. IF THE PROPOSER FAILS TO SUBMIT A REDACTED COPY OF ITS SUBMISSION, ANY CLAIM OF CONFIDENTIALITY IS WAIVED, AND THE CITY SHALL BE AUTHORIZED AND REQUIRED TO PRODUCE THE ENTIRE DOCUMENT OR RECORD IN ITS ANSWER TO A PUBLIC RECORDS REQUEST FOR SAID RECORDS.

SECTION 15. EXHIBITS

Exhibit A - RO Residential-Office District Code

Exhibit B - Map

Exhibit C – Property Appraisal

Exhibit D – Boundary Survey

Exhibit E – Phase I Report

Exhibit F – Form Based Code

Appendix I – Preliminary Term Sheet