

TOWN OF WELLESLEY

REQUEST FOR PROPOSALS

GROUND LEASE OF PROPERTY LOCATED AT  
TAILBY PARKING LOT – 103 LINDEN STREET  
AND  
RAILROAD PARKING LOT – 7 GROVE STREET  
WELLESLEY, MASSACHUSETTS

AND THE DEVELOPMENT THEREON OF  
AFFORDABLE AND MARKET RATE HOUSING

**Date Issued:** March 29, 2018

**Due Date for Responses:** Friday, June 1, 2018. Applications will be accepted no later than NOON, at Wellesley Selectmen's Office, 525 Washington Street Wellesley, Massachusetts 02482, Attention: Tailby and Railroad Redevelopment

**LATE PROPOSALS WILL NOT BE ACCEPTED.**

This Request for Proposals was developed in accordance with the requirements of Massachusetts General Laws Chapter 30B, Section 16.

## 1. Request for Proposals

### *Introductory Instructions*

The Town of Wellesley (the “Town”), acting by and through its Board of Selectmen is issuing this Request for Proposals (“RFP”) to invite proposals from qualified developers to enter into one or more long-term leases (preferably one) to develop the Town of Wellesley Tailby (103 Linden Street) and Railroad (7 Grove Street) Commuter Parking Lots located in Wellesley, Massachusetts (the “Properties”) and the development thereon of affordable and market rate housing that will be owned and operated by the selected developer(s) (the “Facility”).

The preparation of the RFP response shall be at the expense of the respondent. It is the sole responsibility of the respondent to fully examine this RFP’s attachments and referenced documents. Questions shall be addressed in writing to the Board of Selectmen, c/o Meghan Jop, Assistant Executive Director, 525 Washington Street, Wellesley, Massachusetts 02482 by April 15, 2018 or emailed to: [mjop@wellesleyma.gov](mailto:mjop@wellesleyma.gov). Answers to timely submitted questions will be in writing and the questions and answers will be shared with all those on record as having received a copy of the RFP.

All respondents are strongly encouraged to visit the Properties before submitting a proposal. The site will be delivered “as is”, without any warranty or representations by the Town with regard to existing conditions.

Each respondent must submit one proposal package clearly marked “Town of Wellesley, Tailby and Railroad Parking Lot Development Proposal” on the outside of the envelope. Each envelope shall contain two sealed envelopes, one marked “Town of Wellesley, Tailby and Railroad Parking Lot Lease and Development Proposal – Technical Proposal” and the other marked “Town of Wellesley, Tailby and Railroad Parking Lot Lease and Development Proposal – Price Proposal”. Respondents shall provide one (1) original, ten (10) paper copies, and one (1) electronic copy of the Price Proposal, and one (1) original, ten (10) paper copies, and one (1) electronic copy of the Technical Proposal. All proposals shall be delivered to:

Board of Selectmen’s Office  
c/o Meghan Jop  
525 Washington Street  
Wellesley, MA 02482

All proposals must be submitted by NOON on June 1, 2018 (the “Proposal Due Date”) when they become the property of the Town and are subject to applicable Public Record Laws. **Late proposals will not be accepted.** Postmarks will not be considered. It is the responsibility of the respondent to ensure timely delivery of proposals.

Respondents to the RFP will be able to correct or modify their proposals before the Proposal Due Date. Each modification package must contain two sealed envelopes. The outside of the package and each sealed envelope shall be marked with the respondent’s name and address and “Town of Wellesley, Tailby and Railroad Parking Lot Development Lease and Development Proposal, Modification #\_\_\_\_\_”. The first sealed envelope shall also be marked “Price Proposal” and the second sealed envelope shall also be marked “Technical Proposal”.

Each modification package must be numbered in sequence. Respondents must submit one (1) original, ten (10) paper copies, and one (1) electronic copy of any modifications or corrections to the above contact person and address prior to the RFP deadline. Respondents may also withdraw their proposals at any time during the application and selection process.

The Town makes no representations or warranties, expressed or implied, as to the accuracy and/or completeness of the information provided in this RFP. Prospective developers will be expected to undertake their own review and analyses concerning physical conditions, environmental conditions, applicable zoning, required permits and approvals, reuse potentials, and other development, ownership and legal considerations (including, but not limited to, any applicable public construction and/or fair wage laws).

All Proposals shall be deemed to be public record within the meaning of M.G.L. Chapter 4, Section 7(26) after the Proposal Due Date.

If necessary, the Town will issue addenda to all respondents on record as having requested a copy of this RFP. Addenda will be mailed, faxed or emailed to all such respondents. However, it is the respondents' responsibility to ensure that they are in receipt of all addenda. No addenda will be issued later than May 4, 2018.

After the Proposal Due Date, a respondent may not change any provision of their proposal that, in the sole opinion of the Town, may be prejudicial to the interests of the Town or fair competition. Minor informalities will be waived or the respondent will be allowed to correct them. If a mistake and the intended proposals are clearly evident on the face of the proposal document, the mistake will be corrected to reflect the intended correct proposal and the respondent will be notified in writing before the anticipated Q&A meeting.

Technical and Price Proposals must be signed as follows: (1) if the respondent is an individual, by him/her personally; (2) if the respondent is a partnership, by the name of the partnership followed by the signature of each general partner; and (3) if the respondent is a corporation, by the authorized officer together with a clerk's certificate.

The Town reserves the right to reject any and all proposals or to cancel the RFP as it determines to be in the best interest of the Town.

For more details on the Request for Proposals Submission and Selection Process see Section 5 of this RFP.

## ***1.2 Introduction to the Project***

### ***TOWN OF WELLESLEY***

The Town was incorporated in 1881 and is located in Norfolk County, approximately 10 miles west of Boston. It is bordered by Natick on the west, Weston and Newton on the north and northeast, Needham on the east and southeast, and Dover on the south.

In recent years, the Town of Wellesley has made a commitment to improving the amount of affordable housing located in the Town. Since 2004, the Town has adopted an Inclusionary Zoning Bylaw, adopted the *2007-2017 Comprehensive Plan* (with numerous goals and

objectives pertaining to the provision of affordable housing and diverse housing options), amended and adopted several zoning regulations to support increased residential density and the development of affordable housing, and supported projects resulting in the development of approximately 130 SHI-eligible units. Despite these efforts, the Town's Subsidized Housing Inventory (SHI) remains below the 10% goal at approximately 6.3%. This has resulted in the recent proposal of several 40B projects, many of which are considered less than ideal in terms of their location and design. Accordingly, the Town seeks to take proactive efforts to guide the development of affordable housing to appropriate sites that complement the integrity of the Town's character, while also working to meet one or more 40B certification thresholds to protect the Town from future "unfriendly" 40Bs. The development of the Tailby and Railroad lots would do just this, allowing for many beneficial objectives to meet, while reducing the likelihood of development of 40B projects that are less ideal in terms of design and location.

### ***HISTORY OF PAST EFFORTS***

The Town has considered various concepts for the redevelopment of the Properties since the 1970s. As noted in the 2004 RFP for the *Tailby Lot Feasibility Study*, released on September 7, 2004, "since at least 1973, various Town boards have suggested that the Tailby Lot might be decked over to increase its parking capacity and to accommodate housing." The following is a list, perhaps not exhaustive, of the Town and/or Planning Board's previous efforts in considering alternatives for the Properties ([all materials can be viewed here LINK](#)) For various reasons, actions to execute prior plans did not move forward.

#### 1972: Wellesley Square Study

Referenced the Railroad Lot, with "difficult access" and "lack of visibility" noted as resulting in a "level of utilization substantially less than that which would be anticipated considering...proximity to commercial establishments."

#### 1981: Comprehensive Plan

"In addition to the above, several lots, notably the lot at Church and Waban Streets (Fraser Lot) and the Railroad lot at Crest Road and Central Street, suffer from difficult access from Central Street and lack of visibility, resulting in a level of utilization substantially less than that which would be anticipated considering their proximity to commercial establishments."

"Another alternative would be to relocate the Wellesley Square railroad station to the vicinity of Weston Road and build a parking facility on town owned land at that location. This would permit some of the parking spaces now used by commuters to be made available to Wellesley Square shoppers and employees."

#### 1997: Wellesley Square Forum; Report of the Wellesley Square Forum

Forum participants referenced a need for the "Tailby lot's improvement (multi-level, over RR tracks, and better access)."

With regard to parking improvements, the Report indicated:

*"Decking the Tailby lot would provide a large infusion of spaces but at a high cost/space. Eventually it may be required, and is a logical development. Somewhat centrally located with respect to the present station, Town Hall and the shops, the Tailby lot could be decked with*

*minimum visual impact, being essentially below grade. However it is a considerable distance from all but the station. Linking the lot to the stores will require some innovative thinking and public/private collaboration, perhaps involving existing properties on Crest Road, or air rights over the railroad. As has been previously suggested, the Tailby lot could serve as part of a link between the Linden Street shopping area and Wellesley Square, however the question remains are the distances too great for shoppers? It appears to make more sense for all day parking, employees and commuters. If the Town were to undertake construction of decked parking at this site then consideration should be given to a parking structure with office or residences above.”*

The Report included a goal that consideration be given to the “re-use of Grove/Railroad Avenue area,” with a sketch depicting a building located on the Railroad lot and pedestrian connectivity across the MBTA tracks.

### 1998: Wellesley Square Action Plan

References made to expanded and redeveloped parking for Tailby Lot and Railroad Lot, especially in support of improvements to Post Office Square.

Recommendations specific to the Tailby Lot:

#### Support Parking for Post Office Square

*The Tailby Lot is now used for all-day parking for commuter rail passengers, many of whom are from towns surrounding Wellesley. As such, it does not now contribute to the support of or the vitality of Wellesley Square. To support Post Office Square development, consideration should be given to converting up to 50% of the parking spaces at the Tailby Lot to short-term parking spaces. This may be accomplished by signage, parking fee rate structure, or the use of a resident parking sticker program. The consequence of this policy shift would be to discourage out-of-town all day parking commuters from using the Tailby Lot, thereby substituting usage to patrons of Wellesley Square and Post Office Square businesses.*

#### Co-development of Tailby Lot for Housing

*There has been discussion in the past of developing the Tailby Lot This discussion has taken two forms: 1) construct a parking deck. and 2) construct development (i.e., housing) with additional parking on a deck. Either one of these concepts would be supportive of Post Office Square development but not absolutely necessary for it.*

*A new parking deck without development of Post Office Square would make little sense since the additional parking provided by the new deck would only serve additional rail commuters who contribute little to the life of the Square. (The lot is too distant from existing Wellesley Square businesses to be used by their patrons.) If Post Office Square were developed, however, a new Tailby Deck would be close enough to serve that new development*

*Alternatively, new housing at the Tailby Lot site would be supportive the Square's vitality in that it would add another close-in residential community to the Square that would help support Wellesley Square businesses. In any case, development of this parcel could enhance the views and character of Wellesley square.*

## 2000: Recommendations for Organizing a Wellesley Square Partnership

“Identify real estate opportunities among those recommended in previous studies, and explore methods to implement these projects (Post Office Square, Tailby Lot, Wellesley Inn, and others)”

“Identify appropriate [parking] improvements to the Tailby lot and pursue these improvements”

## 2002: Linden Street Corridor Master Plan

References made to difficulty of residential development of Tailby Lot due to Limited Residential District zoning.

Recommendations specific to the Tailby Lot:

*This municipal lot was evaluated for opportunities to expand the number of spaces and use of the site to meet other community objectives. Two alternative conceptual designs were developed.*

*The first alternative is to construct a new deck over the existing parking lot. An asset to decking is the existing grade difference between Crest Road and the surface of the Tailby lot. This provides an excellent opportunity for the deck to fit into the existing landscape with minimal aesthetic impact. Additionally, the new signal recently installed on Crest Road could include a phase in the future for a new entrance to a decked structure. This would provide complete external access to both levels without internal ramping, maximizing the use of space. This alternative could provide a total of 406 parking spaces.*

*The second alternative includes a new parking deck and 18 housing units at the street level off Crest Road. This would reduce the number of total available parking spaces to 343, which would still provide a gain of 135 new spaces. Additionally, the new housing units could be constructed by the Town and provide affordable housing opportunities to local residents. The sale or rent of these units could also be used to offset the cost of constructing the new parking deck.*

*During the planning process a number of concerns were raised regarding the current use of the Tailby Lot that should be addressed in the short-term. A common issue raised was the number of commuters from out of town using spaces in the lot. A recent study conducted by the Town estimated that non-residents use over half of the spaces on a daily basis. Some possible short-term approaches are as follows:*

*Revise the parking rate structure by increasing the fee for commuter parking. The current parking rate is only \$2 per day and could be raised to \$4 or higher, while still being attractive for commuter use.*

*Change the timing of a number of spaces in the parking lot to two hours to accommodate local parking needs generated by Town Hall, Wellesley Square and Linden Street.*

*Rope off a percentage of the spaces until after commuting hours.*

*Establish a resident sticker program for the Tailby Lot and allocate a sufficient number of parking spaces at a reasonable cost to local commuters.*

#### 2003: Post Office Square Framework Plan

Re-envisioned the Railroad Lot as part of the reconfiguration concept for Post Office Square. It was noted that the concept anticipated a new deck at the Tailby Lot to accommodate lost parking.

#### 2004-2005: Tailby Lot Feasibility Study

The intent of the 2004 Study was to “...develop and evaluate the feasibility of several alternative plans to implement those ideas [to increase parking capacity and accommodate housing].”

Seven (7) development concepts were considered as part of this Study, with two *over-under* development approaches being determined to be financially feasible. “The over-under approach places housing and open space on a structured platform above an expanded parking deck, concealing the parking from Crest Road and the housing. This creates highly desirable housing units with associated open space and covered parking, in scale with the existing neighborhood and in character with the Town center. The housing is buffered from the railroad tracks by its higher elevation, starting approximately 18 feet above the tracks. Residents, by and large, will not see the train.”

The Final Report for the Study concluded that the “scope of the Phase II Study [to “refine the concept plan for an “over-under” development, testing unit types and mixes as well as open space and garage configurations”] should be expanded to include the Post Office Square Lot (i.e. Railroad Lot) because consideration of both parcels together will lead to integrated solutions for the commuter rail station, Wellesley Square parking, additional housing, and enhancement of retail frontage along Central Street. Studying Tailby and Post Office Square together is likely to produce creative solutions for unifying Wellesley Square and rectifying existing parking and planning deficiencies.”

#### 2007-2017 Comprehensive Plan

The Tailby Lot is referenced as an appropriate site under the following action:

***Focus efforts to create more diverse housing types and affordable housing by attracting rental developments to identified sites in Wellesley. In order to create sufficient numbers of affordable units to meet the state ten percent affordable housing goal and to create more diversity of housing in Wellesley, the Town must work to bring rental developments with a substantial number of units to the few identified sites where most residents agree this kind of housing would complement local character.***

Recommended Action:

***Provide additional parking in Wellesley Square by including a parking deck in mixed-use redevelopment plans for the area.*** The Tailby lot could be the site of a new parking structure that would serve new development and the existing commercial area.

## **2. The Properties**

### ***2.1 Site Information***

The Properties are bounded by Railroad Avenue, Central Street, Crest Road, and Linden Street. The Properties are separated by the MBTA's Framingham/Worcester Line, and the Wellesley Square Commuter Rail Station is accessed, almost exclusively, from the Properties. The Tailby Lot has an approximate lot area of 83,075 square feet (1.9 acres). The Railroad Lot has an approximate lot area of 38,753 square feet (0.89 acres). Combined, the Properties have an approximate total area of 121,828 square feet (2.79 acres). The Properties are currently used as off-street parking lots, with 222 spaces at the Tailby Lot (all-day parking; no overnight) and 71 spaces at the Railroad Lot (55 4-hour spaces, 16 10-hour spaces). The Railroad Lot abuts parkland to the east, under the control of the Wellesley Natural Resources Commission. The parkland has the Station Oak, a Champion Tree that must be protected.

### ***2.2 Neighborhood Description***

The Properties are a meeting point between a historic neighborhood known as the College Heights area, and two separated, but related, commercial districts: Wellesley Square and Linden Square. The development of this area is critical in improving the transition between the three areas.

The College Heights area is an important evolutionary subdivision in Wellesley, and reflects an early period in the town's suburban development beginning in the third quarter of the 19th century (prior to Wellesley's incorporation in 1881). Gradual expansion of this residential area, as late as the 1920s and 1930s, paralleled new commercial and institutional development (and redevelopment) at nearby Wellesley Square. Retaining integrity of location, design, setting, materials, workmanship, feeling, and association, the College Heights area as a district meets Criteria A and C of the National Register on the local level. Many residents find the hilly, eclectic style charming and with close proximity to Wellesley Square, Linden Square and the MBTA Commuter line. Predominant historic architectural style for the area is Colonial Revival.

The Wellesley Square Commercial District includes the Railroad Lot and begins on the east side of Crest Road. It is the Town's premiere local shopping area for its pedestrian friendly atmosphere and groupings of both independent and chain retailers. Housing has recently been increased in the Wellesley Square District with the construction of the Belclare, which includes 25 market rate, and 5 affordable units. The District is surrounded by residential properties and is also a focal connection point to Wellesley College's Campus. Wellesley Square Merchants rely heavily on both customer and merchant parking at both the Tailby and Railroad parking lots.

The Linden Street Corridor is comprised of both office and retail. Office developments are largely located at One Hollis Street, 141 Linden Street and 148 Linden Street. In 2007, the historic service area was substantially upgraded with a 274,000 square foot commercial development of Linden Square that is located on both the north and south sides of Linden

Street. The Linden Square development houses Roche Bros. Supermarket, which is one of three main food retailers in Wellesley (the others being Fells Market and Whole Foods).

### **2.3 Utilities and Infrastructure**

It is anticipated that the Facility will be connected to the Town's water, sewer and electric utilities. It will be the developer's responsibility to determine whether or not it will have to upgrade any or all such utilities to adequately service the facility or facilities on the Property.

The Tailby Lot is currently accessed by vehicles from Linden Street, and the Railroad Lot is accessed from Railroad Avenue and Grove Street. As part of the Project of Significant Impact Special Permit process, traffic impacts related to the project will be considered; projects determined to have a negative impact on traffic and/or the level of service of intersections may be required to make improvements to mitigate such impacts. Regardless of the permitting process, the Town expects traffic mitigation to be necessary, likely including the addition of one or more traffic signals. Consideration should be given to a four-way intersection at the intersection of Crest and Linden Street, and to intersection and circulation improvements at the Railroad Avenue/Crest Road/Central Street intersection.

Respondents should also anticipate coordination with the MBTA with regard to the project's relationship to the rail line and the Wellesley Square Station. Accessibility and aesthetic improvements to the Station are a desired outcome of any project.

### **2.4 Zoning**

The following summary of the provisions of the Wellesley Zoning Bylaws (the "Zoning Bylaws") is for informational purposes only. It should not be relied upon without independent verification by any proposed developer, and does not reflect any changes in zoning or alternative permitting that a developer may determine to be necessary or desirable in connection with any proposed development. Respondents should consider whether it will be necessary or desirable to rezone the property and/or amend certain provisions of the Zoning Bylaw (e.g. setbacks/yards, building height, floor area ratio, ratio of building to lot area, etc...), and if so, then respondents should identify in the proposal zoning changes that are considered necessary or desirable to accommodate the proposed development. In particular, respondents must identify which, if any changes are necessary for their completion of the proposed development. The Town can provide no assurance that any such changes will in fact be agreed by the Board of Selectmen or Planning Board or enacted by the required two-thirds vote of Town Meeting.

The Zoning Bylaw and sections referenced below may be accessed here:

<http://wellesleyma.gov/281/Zoning-Bylaws-Map>

#### **Tailby Lot**

The Tailby Lot is zoned Limited Residence District and is not subject to any overlay zoning districts. For use and dimensional requirements specific to the Limited Residence District, respondents should consult Section VI, *Limited Residence Districts*, of the Zoning Bylaw.

## **Railroad Lot**

The Railroad Lot is zoned Wellesley Square Commercial District and is not subject to any overlay zoning districts. For use and dimensional requirements specific to the Wellesley Square Commercial District, respondents should consult Section IXC, *Wellesley Square Commercial District*, of the Zoning Bylaw.

## **MBTA Rail Line**

The MBTA Rail Line is zoned Transportation District and is not subject to any overlay zoning districts. For use and dimensional requirements specific to the Transportation District, respondents should consult Section XIVA, *Transportation Districts*, of the Zoning Bylaw.

## **General**

1. For **general restrictions**, respondents should consult Section XVI, *Restrictions Affecting All Districts*, of the Zoning Bylaw.
2. For **permitting requirements**, respondents should consult Section XVIA, *Project Approval*, of the Zoning Bylaw. Unless alternative permitting is sought, it is anticipated that any project would require a Project of Significant Special Permit, and be considered a Major Construction Project requiring Site Plan Review. Additionally, **Design Review** would be a requirement for any Major Construction Project; respondents should consult Section XXII, *Design Review*, of the Zoning Bylaw.
3. The project may be subject to the Inclusionary Zoning Bylaw, **required to provide a certain number/percentage of affordable units**. Respondents should consult Section XVIB, *Inclusionary Zoning*, of the Zoning Bylaw.
4. For **area regulations, including allowances for residential density in the Wellesley Square Commercial District**, respondents should consult Section XVIII, *Area Regulations*, of the Zoning Bylaw.
5. For **yard regulations (setbacks)**, respondents should consult Section XIX, *Yard Regulations*, of the Zoning Bylaw.
6. For **height restrictions**, respondents should consult Section XX, *Height of Buildings or Structures*, of the Zoning Bylaw.
7. For **parking requirements**, including parking lot design specifications, respondents should consult Section XXI, *Off-Street Parking*, of the Zoning Bylaw.
8. Due to site topography, one or more **retaining walls** may be necessary. Respondents should consult Section XXIID, *Retaining Walls*, of the Zoning Bylaw.

### ***2.5 Anticipated Permitting Requirements***

The following summary of permits that may be required under the Zoning Bylaw for a project on the Properties is for informational purposes only. It should not be relied upon without independent verification by any proposed developer.

**Project of Significant Impact (PSI) Permit:** A PSI Special Permit from the Planning Board will be required for newly constructed floor area of 10,000 or more square feet. The applicant will be expected to describe project impacts to Water, Sewer, Storm Drainage, Electric, Traffic, Pedestrian, Bicycle, Fire Protection, Life Safety, and Refuse Disposal systems and infrastructure, and generally demonstrate that there are no negative impacts to such systems and infrastructure, or such negative impacts will be mitigated through improvements.

**Major Construction Project/Site Plan Review:** Site Plan Review from the Zoning Board of Appeals will be required for (a) the construction of 2,500 or more square feet of gross floor area; (b) the grading or regrading of land, and/or removal or disturbance of the existing vegetative cover, over an area of 5,000 or more square feet; (c) any activities regulated under the Flood Plain District; and/or (d) any activities regulated under the Water Supply Protection District.

### **3. Development Guidelines**

The Development Guidelines presented in this section reflect the development objectives and desire of the Town to promote the development of an affordable housing development that will meet the needs of the Town.

#### ***3.1 Programmatic and Use Preferences***

The objectives of this RFP are to evaluate redevelopment opportunities of two underutilized parking lot sites at a key location within the Town for a housing project that maintains or increases the existing parking supply, provides architecturally compatible design to the surrounding area for market and affordable housing at a sufficient density to support the project, with considerations for public amenities (i.e. visual and performance art space, meeting space, open space, etc...), improvements to ADA accessibility to the Wellesley Square MBTA Commuter line platforms, and transition between Linden Street, College Heights neighborhood, and Wellesley Square.

#### ***3.2 Preferred Objectives***

- To creatively preserve and protect the Town interests in consistent and orderly growth within the Linden Street corridor while maintaining the character of the abutting single-family neighborhoods;
- To ensure the development of underutilized properties that are better-suited for denser development, as opposed to properties that are less-suited for such development and are more consistent with single family residential patterns;

- To create a development to meet the Town's permitting standards while recognizing the importance of compatible and sustainable design to the Town and future residents of the project;
- To effectively incorporate housing into the commercial districts to create a mixed-use environment with residents who will support local businesses, while maintaining the diverse array of existing independent businesses that serve the daily needs of Wellesley residents;
- To provide for more Subsidized Housing Inventory-eligible affordable housing options within the Town, and thereby achieve progress towards the 10% statutory minima;
- To provide for more diverse housing options within the Town, especially for seniors and middle-income households (i.e. household incomes between 80% of AMI and 110% of AMI);
- To enhance and increase the amount of and access to parking serving the Linden Street and Wellesley Square areas;
- To improve public access to and functionality of the Wellesley Square Commuter Rail Station, including ADA accessibility to the train;
- To enhance the economic vitality of the Wellesley Square and Linden Street areas, by creating a transitional development and link between the Upper Wellesley Square, Lower Wellesley Square, Linden Street Corridor, Town Hall, and adjoining parkland;
- To improve the geometry and traffic flow of the Linden Street and Crest Road intersection and access/egress to the Tailby Lot;
- To improve the geometry and traffic flow of the Railroad Avenue, Central Street, Washington Street intersection and access/egress to the Railroad Lot;
- To enhance public amenities by providing community space for meetings or visual and performance art, additional open space, and/or other amenities to serve the greater public;
- To enhance and maintain the historic integrity of the adjoining transition zones including Wellesley Square, Town Hall, and the College Heights neighborhood;
- To create an effective project that can work cooperatively with local merchant associations and the Chamber of Commerce; and
- To improve existing and generate new revenue sources for the Town (i.e. parking and/or lease payments), along with new tax growth.

### ***3.3 Preferred Design Objectives***

At a minimum, consideration should be given to architectural and site design features that unify the project with the character of both the Linden Street area and Wellesley Square; additionally, sustainable features should be incorporated into both the building and site design.

### ***3.4 Permit and Construction Expectations***

The Town expects that the selected respondent or respondents will, upon execution of a long-term ground lease, undertake and complete pre-development activities and start construction within the time periods and in accordance with the terms and conditions negotiated. In the event that two or more respondents are selected to lease and develop portions of the Property, the Town will require that the respondents execute a cooperation agreement or memorandum of understanding in form and substance acceptable to the Town, describing how the developers will work with one another to construct and operate their facilities in harmony with all other uses on the Properties.

### ***3.5 Insurance***

The selected developer will be required to carry insurance as negotiated in the lease, however the Town shall require the following types of insurance at similar limits:

Type	Amount	Term
Builder's Risk Insurance	Completed value of project	During construction
Casualty Insurance	Completed value of project	Post construction, for the Term of Lease
Liability Insurance	\$1,000,000 per occurrence \$3,000,000 aggregate	Term of Lease
Personal Property Insurance	100% of full insurable replacement	Term of Lease
Automobile Liability Insurance	\$1,000,000	Term of Lease
Umbrella Liability	\$2,000,000 per occurrence \$2,000,000 aggregate	Preconstruction through Term of Lease
Insurance Carried by Contractors	\$1,000,000 per occurrence \$3,000,000 aggregate Workers Compensation Employer's Liability - \$500,000	Construction of Facility

	Automobile - \$1,000,000 Umbrella - \$2,000,000	
Insurance Carried by Architects and Engineers	\$1,000,000 per occurrence \$3,000,000 aggregate	Planning and Construction of Facility

### ***3.6 Financial Proposal & Business Terms***

The selected developer(s) may be required to provide payment and performance bonds, a guarantee or equivalent, naming the Town as dual obligee, in the full amount of the cost of construction of all buildings, structures and site improvements. If required, these bonds or equivalent will be released when the development is complete, on the terms and conditions set forth in the lease. Developers should assume that the Property will be conveyed “as-is” without any representations with regard to its condition (including, without limitation, environmental condition). In addition, a forfeitable deposit shall be required when the lease has been signed. This deposit shall be held during the permitting and construction process and will be applied to the rent payment when the project is complete. Respondents should indicate the amount of deposit they consider reasonable given their level of confidence in their ability to complete the project.

## **4. Developer Submission Requirements**

### ***4.1 Submission Process***

The Request for Proposals application package will be available starting at 9:00 A.M. on Thursday, March 29, 2018 at the Selectmen’s Office, 525 Washington Street Wellesley, MA 02482 and online at <https://www.wellesleyma.gov/Bids.aspx>

Completed copies of the RFP application must be submitted in a sealed envelope clearly marked “Town of Wellesley, Tailby and Railroad Parking Lot Lease and Development Proposal” on the outside of the envelope. One (1) original, ten (10) copies and one (1) electronic copy of the complete proposal must be received by NOON on June 1, 2018, at the same location addressed to:

Board of Selectmen’s Office  
c/o Meghan Jop  
525 Washington Street  
Wellesley, MA 02482

### **Late proposals will not be accepted.**

Upon review, if any items are missing and/or incomplete, the Town may reject the application. Additionally, submission of proposals shall be deemed to incorporate the

permission of the respondent for the Town to make any inquiries concerning the respondent as considered necessary by the Town to fully review qualifications.

#### **4.2 *Site Visit***

A site visit is scheduled for Monday, April 9, 2018 at 10:00 am. Participants shall meet at the entrance to the Railroad Lot on Railroad Avenue.

#### **4.3 *Technical Proposal Submission Enclosures***

The Town is interested in receiving proposals that satisfy the Development Guidelines and other requirements set forth in this RFP from any individual, company, firm, partnership, group or organization capable of leasing all or a portion of the Property from the Town and developing affordable and market rate housing. Proposals not providing evidence of ALL of the following items will be considered non-responsive and will not be given further consideration.

##### **4.3.1 *The Development Team***

The proposal must include a detailed description of all members of the development team, including the following information:

1. The name, address and telephone number of the developer, the name of any representative authorized to act on his/her behalf, the name of the contact to which all correspondence should be addressed, and the names and primary responsibilities of each individual on the development team.
2. If the developer is not an individual doing business under his/her name, a description of the firm and status of the organization (e.g., whether a for-profit, not-for-profit or charitable institution, a general or limited partnership, a corporation, LLC, LLP, business association, or joint venture) and the jurisdictions in which it is registered to do business.
3. The nature of the entity to enter into a lease.
4. A description of the general skills and nature of the operation of the developer and the development team.
5. Identification of all principals, partners, co-venturers or sub-developers participating in the development, and the nature and share of the participants' ownership in and compensation from the project.
6. If the respondent proposes to lease one of the two Properties, a statement indicating whether or not the respondent is willing to partner with any other respondent(s) offering to lease and develop the remaining portion of the Properties. Developers

should also provide a statement indicating whether or not the developer has participated in a similar partnership with another developer in the past.

7. The developer will be expected to either oversee directly, or subcontract the management and operations of the Facility for the tenure of the lease.
8. Identification of the development team, such as architects, engineers, landscape designers, development consultants, and facility operators, including subcontractors. Background information, including firm resumes and resumes for principals and employees expected to be assigned to the project, should be provided.
9. A summary of first, the developer's, and secondly, the development team's experience, collectively and individually, and with similar projects. Particular attention should be given to demonstrate experience with projects of a similar scale and complexity. Developers should demonstrate the ability to perform in accordance with their proposal, including the ability to pursue and carry out permitting, financing, marketing, design and construction, and to complete the project in a competent and timely manner.
10. A summary of the past housing development and/or management and operation experience. Respondents should include a narrative that describes similar projects and explains why and how that experience is relevant to the proposed development project.
11. Identification of current and prospective projects that could impact this project.
12. Description of the organizational structure of the development team and a plan for the maintenance of effective communications between the Town and the development team during all phases of the project.
13. Confirmation that no local, state or federal taxes are due and outstanding for the development team or any constituent thereof.
14. A disclosure of whether or not the developer and/or any of the developer's principals, partners, co-ventures and/or subcontractors participating in the proposal or the project has been dismissed or disqualified from a bid or contract within the past five years, and if yes, the reason(s) why.
15. A disclosure of any conditions (bankruptcy or other financial problems, pending litigation, planned office closures, impending merger) that may affect the developer's ability to perform contractually. If a joint venture, a disclosure is required for each partner in the joint venture.
16. Information regarding any legal or administrative actions past, pending or threatened that could relate to the conduct of the developer's (or its principals' or any affiliates') business and/or any of those entities' compliance with laws and other governmental requirements.
17. Descriptions of any procedures that relate to developer's ability to control costs and keep a project within budget.

18. References: The names, addresses, telephone and fax numbers and email addresses of at least three business references whom we may contact regarding the developer's business experience. For each, identify the property or properties about which the individual is informed. References may include building owners, architects, engineers, subcontractors, and other building or development professionals with whom you have worked.
19. Resumes or brochures.
20. Description of Project capital structure (total project budget and amounts of equity and construction financing).

#### **4.3.2 Development Concept**

The proposal must include a detailed description of the development concept including but not limited to:

1. An indication of whether or not the respondent proposes to lease both the Tailby Parcel and the Railroad Parcel or only one of the parcels;
2. Proposed use(s) for the Property, projected total square footage, and square footage by use, number, and type of facilities; information on parking, amenities, etc.
3. Discussion of the physical plan and architectural character of the project and how the various programmatic and physical elements of the development will relate to one another.
4. Discussion of environmental impacts, including but not limited to lighting, noise and traffic, during the construction and operating phases of the project. Mitigation should be proposed as necessary and appropriate.
5. Construction mitigation plan outlining in detail the process for phasing the construction or relocating public parking to not displace (if possible) the local merchants, commuters, or any public parking.
6. Description of the benefits and detrimental impacts of the project to the surrounding area and to the Town of Wellesley including, without limitation, discussion of:
  - a. Any Town services that will be required;
  - b. A description of any other community benefits associated with the Facility; and
  - c. Analysis of the ways in which the proposal satisfies the Development Guidelines in Section 3 of this RFP.
7. A detailed description of the manner in which the construction and operation of the Facility will be financed, including, but not limited to, approximate amount of equity and construction financing (separately identified), identification of investors, banks, mortgage companies, real estate investment trusts or other financial institutions

providing financing, the extent to which the Facility or income derived from the Facility's operation will be used to secure financing and the nature of the security.

8. The proposal must include a Management Plan for the ongoing management and operation of the Facility, including proposed operators/managers and their experience.
9. A 20-year operating pro forma highlighting the key assumptions that demonstrates the projects financial viability. The pro forma should include debt service and property taxes, capital improvements and lease payments to the Town.
10. Parking and traffic management, and pedestrian and bicycle safety are key concerns for the development on this site, therefore, details underlying assumptions of the needs by use for different hours of the day as well as the traffic mitigation and parking plan are expected. Given the constraints of the site, including the MBTA, the Developer is encouraged to propose creative solutions to traffic and parking for the proposed uses, and to include details of any solutions, including contingencies and conditions for implementing those solutions.

#### **4.3.3 Preliminary Plans**

The proposal must include one or more plans, at 1"-20' or 1"-40' engineering scale, identifying the proposed parking layout and numbers of parking spaces, building layout, entries, major landscaping features, etc. All other plans submitted shall be at a scale that allows ease of review. The proposal should also include architectural plans for the Facility, with elevations, exterior renderings, and floor plans. Renderings should include views from Washington Street, Central Street, Linden Street, and Crest Road, during the day and night, as well as perspectives of the project from upper Crest Road (north of Linden Street), Oakencroft Road, and Hollis Street. The plans should also contain information about materials proposed to be used and should highlight sustainable features, such as renewable or energy efficiency aspects, low-impact development, and/or LEED certification or considerations.

#### **4.3.4 Implementation Plan and Project Timetable**

The proposal must include a description of how the development concept will be implemented, including but not limited to:

- Detailed development schedule for all elements of the plan, including key permitting, financing, construction and operational milestones and projected completion/occupancy timeframes.
- Outline of required land use, environmental, operational and other governmental or regulatory approvals, including land use, zoning, development and environmental permits. The developer should provide a schedule for securing approvals as part of the proposal. The developer should note zoning variances or by-law amendments, special permits or modifications required, and should factor time into the proposed schedule for securing same.

#### **4.3.5 Required Forms**

- All proposals shall include the following required forms:
- Disclosure of Beneficial Interests Form—M.G.L. c.7C, 38 (see Appendix A)
- Statement of Tax Compliance Form – M.G.L. c. 62C, 49A (see Appendix B)
- Certificate of Non-Collusion Form (see Appendix C)
- Minimum Evaluation Criteria Form (see Appendix D)
- Price Proposal Form (See Appendix E)

#### **4.3.6 Project Financing & Financial Analysis**

The proposal must include:

1. Sufficient information to demonstrate the developer’s ability to obtain financing for the project in accordance with its schedule.
2. A description of the entity funding predevelopment costs associated with the project, and demonstration of its capacity to fund such costs.
3. A financial plan, presenting a detailed description of all “sources and uses” of funds as well as a statement and plan for financing the development.
4. A financial plan of operations, including a debt amortization schedule, a depreciation schedule and a 20-year projection of the Facility including plan of replacing equipment within the Facility. Detailed revenue assumptions (e.g. rental rates or sales prices for both market and affordable units.) must be provided.
5. The Town will not make any financial or other commitments to investors, lenders, or donators to the project, including without limitation any guarantees of debt or security interest in the Properties.
6. The financial analysis provided in this section must be sufficient to demonstrate the financial feasibility of the proposal and the timeframe within which the project will be completed.

#### **4.3.6 Financial Qualifications**

The proposal must include evidence of the financial status of the developer, demonstrating the financial strength to carry out the proposed development, including construction,

management and operation of the facility. This shall include current financial statements for three (3) years from the developer. Also, provide the name, address, telephone and fax numbers, and email addresses of a contact at one or more financial institutions that are familiar with your current financial status and past experience. Provide contacts for lenders on all projects carried out within the last five years, including all current projects.

#### ***4.4 Prices Proposal Submission Enclosures***

The Lease with the Town shall be negotiated if the Board of Selectmen selects a respondent proposal. Price Proposal Form (Appendix E) submissions shall include preferences and alternative lease payment proposals. Alternatives should maximize the value of rental payments to the Town over the term of the proposed Lease. Developers should expect to pay all real estate taxes, assessments, rates, charges, license or permit fees, municipal liens, levies, excises, or imposts, whether general or special, or ordinary or extraordinary, of every name, nature of kind whatever, including all government charges of whatever name, nature or kind which may be levied, assessed, charged or imposed, or which may become a lien or charge on the Properties in addition to the lease payments.

### **5. Review and Selection Process**

All proposals will be reviewed under the Comparative Evaluation Criteria listed in 5.2, below. Each criterion will be assigned a rating of Very Advantageous, Advantageous, Non-Advantageous and Unacceptable, as described in the Comparative Evaluation Chart found in said Section 5.2. Respondents may be asked for an interview and oral presentation to the Town. The information gathered from any such interviews and/or oral presentations shall also be evaluated based on the Comparative Evaluation Criteria. After all of the ratings have been compiled, the Town will determine the most advantageous proposal or proposals (in the event that the Town elects to lease portions of the Properties to more than one developer) from one or more responsible and responsive respondents, who also meet the Minimum Evaluation Criteria, taking into consideration the overall financial benefit to the Town and all evaluation criteria set forth in the RFP.

It is anticipated that all respondents will be notified of the results of the selection process in writing within 45 days of the submission deadline.

The Town will review proposals and may select one or more developer(s) with whom to negotiate a ground lease agreement. If the Town and selected developer or developers are unable to come to agreement after a reasonable period of time on the terms and conditions for proceeding with the Facility or Facilities, the Town may proceed to the next highest ranked finalist and ask that party to negotiate until an agreement is reached with a satisfactory developer or developers, or until the Town terminates the process. The selected proposal and the Lease will be presented to Wellesley Annual Town Meeting (ATM) or a Special Town Meeting (STM) for a vote, and there is no guaranty that ATM will vote in favor of the project.

### ***5.1 Minimum Evaluation Criteria***

All applications must meet the Minimum Evaluation Criteria specified below and shall include with their Technical Proposal a completed Minimum Evaluation Criteria Form found in Appendix D:

1. One (1) original, ten (10) complete copies and one (1) complete electronic copy of the application with all required enclosures described in Section 4.3 and 4.4, above, must be submitted.
2. Respondents must propose to build an affordable housing complex with public and private parking on the Properties.
3. Project submission must include information and details necessary for the Board of Selectmen to have confidence the proposed plan can withstand the scrutiny associated with any necessary zoning changes and/or permitting, and the Developer can obtain necessary permits within 18 months after the selection date, or an agreed upon date if zoning modifications are required. If zoning modifications are required, the project submission must include the proposed zoning change and a plan for presentation of that proposed change to a Wellesley Annual Town Meeting or Special Town Meeting.
4. All traffic and stormwater/drainage required for permitting must be clearly identified, with respondent to be solely responsible for all costs and expenses in connection with such work.
5. Project must provide significant clearly identified benefits to the Town and its residents.
6. Project financial plans must have sufficiently clear assumptions and specificity for the Town to have confidence the proposed plan can withstand the scrutiny of Town Meeting.
7. Respondent must identify major issues to any Criteria in the Comparative Evaluation set forth in Section 5.2.1 below and proposed revisions in response.

**FAILURE TO MEET THESE MINIMUM EVALUATION CRITERIA WILL RESULT IN THE REJECTION OF THE APPLICATION.**

### ***5.2 Comparative Evaluation Criteria***

All responses will be evaluated and ranked based on Comparative Evaluation Criteria that are summarized below. With these criteria the Town will be able to look at the relative merits of the proposals and ensure it meets the Minimum Evaluation Criteria.

<b>Comparative Evaluation Criteria</b>			
<b>Criteria</b>	<b>Rating Scale</b>		
<b>A1 - A4: Advantages to the Town</b>			
A1	Affordable Housing Units that will add to the Town's Subsidized Housing Inventory	Very Advantageous	All proposed housing units are eligible for the Town's SHI
		Advantageous	25% or more of the proposed units are eligible for the Town's SHI
		Non-Advantageous	20% of the proposed units are eligible for the Town's SHI
		Unacceptable	No units qualify for the Town's SHI
A2	Compensation for the land lease.	Very Advantageous	Benefits to Town are significantly above the market rate expectation.
		Advantageous	Benefits to Town are above the market rate expectation.
		Non-Advantageous	Benefits to the Town meet the market rate expectation.
		Unacceptable	Benefits below market rate.
A3	Existing Commercial and Commuter Parking spaces are maintained at the completion of the project.	Very Advantageous	An increase in parking for Commercial and Commuter Parking is created
		Advantageous	Existing parking spaces are maintained.
		Non-Advantageous	Due to the size of construction there is a reduction of parking spaces for Commercial and Commuter Parking
		Unacceptable	Reduction in parking spaces for Commercial and Commuter Parking in excess of 15%.
A4	Construction Management Plan addresses impact on public parking	Very Advantageous	Proposed plan allows for up to 85% of existing parking spaces to remain open during construction through phasing and/or alternative site.
		Advantageous	Proposed plan allows for up to 75% of existing parking spaces to remain open during construction through phasing and/or alternative sites
		Non-Advantageous	Proposed plan allows for up to 50% of existing parking spaces to remain open during construction
		Unacceptable	Proposed Plan closes public parking areas during construction.
A5	Amenities or open space are included in the proposed	Very Advantageous	One or more amenities and/or open space areas provided and accessible for use by the public.

<b>Comparative Evaluation Criteria</b>			
<b>Criteria</b>	<b>Rating Scale</b>		
	Facility or on adjoining land and can be accessible or rented to the public. Internal amenities may include as examples visual and performance art space, public meeting rooms, community space, and youth gathering space	Advantageous	One amenity and/or open space provided and accessible for use by the public.
		Non-Advantageous	Amenities provided, but only accessible by residents
<b>P1 - P7: Permitability</b>			
P1	Lighting - Outdoor Lighting	Very Advantageous	Uses newest technologies to maximize use of dark sky lighting programs, with minimal impact on abutters. Minimize impact during all hours of darkness.
		Advantageous	Reasonable use of dark sky lighting programs and acceptable impact on abutters. Minimize impact during all hours of darkness.
		Non-Advantageous	Some use of dark sky lighting programs and some impact on abutters. Minimize impact after 10PM.
		Unacceptable	Minimal use of dark sky lighting programs and maximum impact on abutters
P2	Neighborhood impact - Potential noise  Noise is more troublesome late at night through early in the morning. Noise includes things such as trash	Very Advantageous	Site noise that would impact the neighbors especially during the evening, night and morning hours (including the weekends) is fully mitigated.
		Advantageous	Site noise that would impact the neighbors during the late night or early morning hours (including the weekends) is fully mitigated.
		Non-Advantageous	Site noise to be no greater than current Route 9 site noise.

Comparative Evaluation Criteria			
Criteria	Rating Scale		
	pickup, car doors closing, talking, mechanical systems.	Unacceptable	Significant noise that would impact the neighbors.
P3	Parking - Parking shall be based on best practices and/or proposed zoning to accommodate resident parking, in addition to Commercial and Commuter Parking	Very Advantageous	125% of required parking during peak hours located on property, including visitor and loading parking
		Advantageous	100% of required parking during peak hours located on property, including visitor and loading parking.
		Non-Advantageous	Most required parking during peak hours located on property, with minimal visitor and loading parking
		Unacceptable	Unable to accommodate peak parking on site.
P4	Traffic - Traffic considerations shall be based geometric improvements to adjacent intersections, on the site study, and on meeting requirements resulting from respondent's consideration of the Project of Significant Impact (PSI) Special Permit analyses.	Very Advantageous	Project proposes clear and sufficient mitigation for anticipated traffic impacts on Linden Street, Crest Rd, Washington Street, Central Street and adjoining neighborhood streets, and plans to manage process and fund 100% of the cost.
		Advantageous	Project proposes mitigation for anticipated traffic impacts on Linden Street, Crest Rd, Washington Street, Central Streets and adjoining neighborhood streets and plans to manage process and fund 100% of the cost.
		Non-Advantageous	Project generally states it will mitigate anticipated traffic impacts on Linden Street, Crest Rd, Washington Street, and Central Street and fund 100% of the cost.
		Unacceptable	Project does not include mitigation of expected traffic impact on Linden Street, Crest Rd, Washington Street, and Central Street and neighborhood streets and /or funds less than 100% of the cost.

Comparative Evaluation Criteria			
Criteria	Rating Scale		
P5	Pedestrian Safety and Circulation (including bicycles). Consideration of requirements resulting from the Project of Significant Impact (PSI) Special Permit analyses.	Very Advantageous	Project promotes bicycle and pedestrian access to and on the site. Project effectively designs pedestrian sidewalks on main roadways and internal to the site, in particular through the parking lot and around the building perimeter. Project has a bike rack. Project effectively connects or leads to alternative paths such as the aqueduct trail or Fuller Brook Park
		Advantageous	Project promotes bicycle and pedestrian access to and on the site. Project effectively designs pedestrian sidewalks along main roadways and internal to the site, in particular through the parking lot and around the building perimeter. Project has a bike rack.
		Non-Advantageous	Project provides some bicycle and pedestrian access to and on the site.
		Unacceptable	Project does not support bicycle and pedestrian access to and around the site.
P6	Design elements and integration of facility with surrounding abutters and neighborhood.	Very Advantageous	Facility respects abutters' views, leverages existing natural topography and trees, provides walkways around and through site and will work with the abutters on effective mitigation. Facility has high curb appeal from Linden St., Crest Road, and Washington Street.
		Advantageous	Facility respects abutters' views and will work with abutters on mitigation. Facility uses <b>some</b> of the existing natural topography and trees to mitigate impact, provides walkways around and through site Facility has high curb appeal from Linden Street and Washington Street

<b>Comparative Evaluation Criteria</b>			
<b>Criteria</b>	<b>Rating Scale</b>		
		Non-Advantageous	Is a stand-alone facility with little curb appeal, and with minimal mitigation of impact on neighbors.
		Unacceptable	Doesn't meet PSI requirement
P7	Zoning needs are clear	Very Advantageous	No zoning variance, bylaw or map changes required. Variance, bylaw, or map change expectations clear in requested exhibit
		Advantageous	Variance, bylaw, or map change expectations clear in requested exhibit
		Non-Advantageous	Variance, bylaw, or map change expectations clear in separate paragraph in response
		Unacceptable	Variance, bylaw, or map change expectations not clearly stated in either an exhibit or a separate paragraph
<b>Q1 - Q3: Developer Qualifications</b>			
Q1	Experience of Developer	Very Advantageous	Developer has designed and built a significant number of multi-family housing facilities, in close proximity to the MBTA rail line, that were successful and that were similar to the Town's goals and expectations.
		Advantageous	Developer designed and built some multi-family housing facilities that were successful and that were similar to the Town's goals and expectations.
		Non-Advantageous	Developer has designed and built some larger commercial facilities that were successful that had different goals from the Town's.
		Unacceptable	Developer has a minimal number of projects developing similar types of housing facilities.
Q2	Experience of Property Manager	Very Advantageous	Property Manager has a significant number of years operating similar types of facilities that match the Town's goals for this site

<b>Comparative Evaluation Criteria</b>			
<b>Criteria</b>	<b>Rating Scale</b>		
		Advantageous	Property Manager has a reasonable number of years operating similar types of facilities that match those project's goals and quality expectations
		Non-Advantageous	Property Manager has some years operating similar types of facilities that have survived multiple business cycles.
		Unacceptable	Property Manager has a minimal number of years operating similar types of facilities.
Q3	Town Management of Development - The town does not intend to be involved with the development of the project or with managing the relationship between multiple developers of different use facilities. Preference will be given to a single organization that develops the entire site as well as a single organization that manages sub-developer(s).	Very Advantageous	No Town management of project, and one point of contact for developer.
		Advantageous	No Town management of project, and one point of contact with developer, but sub-developer(s) engaged for portion(s) of the project
		Non-Advantageous	Two or more points of contact for the Town with distinct areas of responsibility for elements of the project for each.
		Unacceptable	Town oversight and management required.
<b>F1 - F3: Project Financials</b>			
F1	Financials – Project equity; construction loan	Very Advantageous	Sources of project equity identified and conservative equity investment plan.
		Advantageous	Sources of project equity identified and sufficient equity investment plan.
		Non-Advantageous	Sources of project equity unknown but demonstrated ability to raise equity on other projects
		Unacceptable	Sources of project equity unknown and little or no prior record of raising comparable amount of equity on other projects

<b>Comparative Evaluation Criteria</b>			
<b>Criteria</b>	<b>Rating Scale</b>		
F2	Financials – Financial feasibility, including construction and operation.	Very Advantageous	Pro Forma for the project give confidence the project can be capitalized within the time required to obtain permits, operate highly profitably and be able to maintain a high quality development.
		Advantageous	Pro Forma for the project make the project appear able to be capitalized within the time required to obtain permits, operate sufficiently profitably while maintaining the development.
		Non-Advantageous	Pro Forma require favorable assumptions for the project to be capitalized within the time required to obtain permits, be successful and to allow for high quality maintenance.
		Unacceptable	Pro Forma seem insufficient for the project to be capitalized within the time required to obtain permits and support the project and its expected maintenance over the life of the project.
F3	Budget and Pro Forma assumptions	Very Advantageous	Reasonable revenue, expense, and project cost assumptions clearly listed with explained adjustments in future operating pro forma projections
		Advantageous	Reasonable revenue, expense, and project cost assumptions clearly listed with explained fixed growth rate in future operating pro form assumptions
		Non-Advantageous	Some Revenue Assumptions, project cost assumptions, and expenses listed and used in future pro forma with explained fixed growth rate
		Unacceptable	Minimal revenue assumptions provided leaving questions about cost to customers and therefore reasonableness of occupancy rates / and revenue projections

<b>Comparative Evaluation Criteria</b>			
<b>Criteria</b>	<b>Rating Scale</b>		
<b>D1 - D2: Development Design</b>			
D1	Sustainability and energy efficiency  (Town related)	Very Advantageous	Project uses the current best practices for energy and water efficiency, recycled materials, is committed to alternative sources of energy and other aspects of sustainability, and incorporates LEED considerations.
		Advantageous	Project uses many of the current best practices for energy and water efficiency and recycled materials, is committed to alternative sources of energy and other aspects of sustainability, and reflects some LEED considerations.
		Non-Advantageous	Project uses some of the current best practices for energy and water efficiency and recycled materials, is committed to alternative sources of energy and other aspects of sustainability, and reflects a limited consideration of LEED.
		Unacceptable	Project does not use the current best practices for energy and water efficiency and recycled materials, reflects little consideration of alternative sources of energy and other aspects of sustainability and/or LEED.
D2	Synergy of facilities on the site and their uses.	Very Advantageous	Proposed uses fit together and make highly efficient use of the site as well as shared uses of common facilities.
		Advantageous	Proposed uses fit reasonably together and make less efficient use of the site as well as shared uses of common facilities.
		Non-Advantageous	Proposed uses fit together less efficiently or are independent and there is minimum or no shared space.
		Unacceptable	Separate independent proposals are submitted without regard for construction management, parking configuration, access or shared spaces.

### ***5.3 Conditions, Terms, and Limitations***

**This Request for Proposals is subject to the specific conditions, terms and limitations stated below:**

**5.3.1** The Property is to be conveyed by lease “as is” without any representations with regard to its condition.

**5.3.2** The Facility shall conform to, and be subject to, the provisions of all other applicable laws, regulations, and ordinances of Federal, State, Regional and Town authorities having jurisdiction.

**5.3.3** Valid permits and approvals, as required by Town, Regional, State and Federal agencies, shall be obtained by the developer/contractor prior to commencing work.

**5.3.4** The selection of one or more developers will depend on satisfying the additional documentation and review requirements described in this RFP and will be subject to the Comparative Evaluation Criteria described in Section 5.2 of the RFP.

**5.3.5** No transaction will be consummated if any principal of any selected developer is in arrears or in default upon any debt, lease, contract or obligation, including without limitation, real estate taxes and any other municipal liens or charges to any local, state, or Federal authority, including the Town of Wellesley, or to any other party. The Town reserves the right reject any proposal by any such developer.

**5.3.6** The Town is not obligated to pay, nor shall in fact pay, any costs or losses incurred by any developer at any time including the cost of responding to the RFP.

**5.3.7** This RFP does not represent any obligation or agreement whatsoever on the part of the Town.

**5.3.8** Selection of one or more developers’ proposal(s) will not create any rights on the developers’ part, including, without limitation, rights of enforcement, equity or reimbursement, until all related documents are fully executed and approved by the Town.

**5.3.9** The most advantageous proposal or proposals from one or more responsive and responsible respondent(s), taking into account consideration price and all other evaluation criteria set forth in the RFP, will be selected. The Town reserves the right to reject any and all proposals if it determines that it is in the best interest of the Town to do so. All decisions are at the sole and absolute discretion of the Town.

**5.3.10** All determinations as to the completeness or compliance of any proposals, or as to the eligibility or qualification of any developer, will be within the sole discretion of the Town.

**5.3.11** This RFP, and any agreement resulting therefrom, are subject to all applicable laws, rules and regulations promulgated by any Federal, State, regional or municipal authority having jurisdiction over the subject matter thereof.

#### ***5.4 Schedule of Appendices***

Appendix A - Disclosure of Beneficial Interests Form (MGL c. 7C, 38)

Appendix B - Statement of Tax Compliance Form (MGL c.62C, 49A)

Appendix C - Certificate of Non Collusion Form

Appendix D - Minimum Evaluation Criteria Form

Appendix E - Price Proposal Form

#### ***5.5 RFP Dates of Note***

March 29, 2018	RFP Application Package available at 9:00 am at Selectmen's Office and online.
April 9, 2018	Site Visit scheduled at 10:00 am Railroad Parking Lot
April 15, 2018	Last day to submit questions in writing via mail or email to the Town
June 1, 2018	RFP Submittal Deadline at 12:00 pm at Selectmen's Office
June 25-29, 2018	Anticipated dates for interviews
July 16, 2018	Anticipated notice to respondents on the selection process.

**APPENDIX A**  
**DISCLOSURE STATEMENT FOR**  
**TRANSACTION WITH A PUBLIC AGENCY CONCERNING REAL PROPERTY M.G.L. c.**  
**7C, s. 38 (formerly M.G.L. c. 7, s. 40J)**  
**INSTRUCTION SHEET**

**NOTE:** The Division of Capital Asset Management and Maintenance (DCAMM) shall have no responsibility for insuring that the Disclosure Statement has been properly completed as required by law. Acceptance by DCAMM of a Disclosure Statement for filing does not constitute DCAMM's approval of this Disclosure Statement or the information contained therein. Please carefully read M.G.L. c. 7C, s. 38 which is reprinted in Section 8 of this Disclosure Statement.

**Section (1):** Identify the real property, including its street address, and city or town. If there is no street address then identify the property in some other manner such as the nearest cross street and its tax assessors' parcel number.

**Section (2):** Identify the type of transaction to which this Disclosure Statement pertains --such as a sale, purchase, lease, etc.

**Section (3):** Insert the exact legal name of the Public Agency participating in this Transaction with the Disclosing Party. The Public Agency may be a Department of the Commonwealth of Massachusetts, or some other public entity. Please do not abbreviate.

**Section (4):** Insert the exact legal name of the Disclosing Party. Indicate whether the Disclosing Party is an individual, tenants in common, tenants by the entirety, corporation, general partnership, limited partnership, LLC, or other entity. If the Disclosing Party is the trustees of a trust then identify the trustees by name, indicate that they are trustees, and add the name of the trust.

**Section (5):** Indicate the role of the Disclosing Party in the transaction by checking one of the blanks. If the Disclosing Party's role in the transaction is not covered by one of the listed roles then describe the role in words.

**Section (6):** List the names and addresses of **every** legal entity and **every** natural person that has or will have a **direct or indirect** beneficial interest in the real property. The only exceptions are those stated in the first paragraph of the statute that is reprinted in Section 8 of this Disclosure Statement. If the Disclosing Party is another public entity such as a city or town, insert "inhabitants of the (name of public entity)." If the Disclosing Party is a non-profit with no individual persons having any beneficial interest then indicate the purpose or type of the non-profit entity. If additional space is needed, please attach a separate sheet and incorporate it by reference into Section 6.

**Section (7):** Write "none" in the blank if none of the persons mentioned in Section 6 is employed by DCAMM. Otherwise list any parties disclosed in Section 6 that are employees of DCAMM.

**Section (8):** The individual signing this statement on behalf of the Disclosing Party acknowledges that he/she has read the included provisions of Chapter 7C, Section 38 (formerly Chapter 7, Section 40J) of the General Laws of Massachusetts.

**Section (9):** Make sure that this Disclosure Statement is signed by the correct person. If the Disclosing Party is a corporation, please make sure that this Disclosure Statement is signed by a duly authorized officer of the corporation as required by the statute reprinted in Section 8 of this Disclosure Statement.

This completed and signed Disclosure Statement should be mailed or otherwise delivered to:

Deputy Commissioner for Real Estate

Division of Capital Asset Management and Maintenance

One Ashburton Place, 15<sup>th</sup> Floor, Boston, MA 02108

The undersigned party to a real property transaction with a public agency hereby discloses and certifies, under pains and penalties of perjury, the following information as required by law:

(1) REAL PROPERTY:

(2) TYPE OF TRANSACTION, AGREEMENT, or DOCUMENT:

(3) PUBLIC AGENCY PARTICIPATING in TRANSACTION:

(4) DISCLOSING PARTY'S NAME AND TYPE OF ENTITY (IF NOT AN INDIVIDUAL):

(5) ROLE OF DISCLOSING PARTY (Check appropriate role):

\_\_\_\_\_ Lessor/Landlord                      \_\_\_\_\_ Lessee/Tenant

\_\_\_\_\_ Seller/Grantor                      \_\_\_\_\_ Buyer/Grantee

\_\_\_\_\_ Other (Please describe): \_\_\_\_\_

(6) The names and addresses of all persons and individuals who have or will have a direct or indirect beneficial interest in the real property excluding only 1) a stockholder of a corporation the stock of which is listed for sale to the general public with the securities and exchange commission, if such stockholder holds less than ten per cent of the outstanding stock entitled to vote at the annual meeting of such corporation or 2) an owner of a time share that has an interest in a leasehold condominium meeting all of the conditions specified in M.G.L. c. 7C, s. 38, are hereby disclosed as follows (attach additional pages if necessary):

NAME

RESIDENCE

(7) None of the above- named persons is an employee of the Division of Capital Asset Management and Maintenance or an official elected to public office in the Commonwealth of Massachusetts, except as listed below (insert "none" if none):

(8) The individual signing this statement on behalf of the above-named party acknowledges that he/she has read the following provisions of Chapter 7C, Section 38 (formerly Chapter 7, Section 40J) of the General Laws of Massachusetts:

*No agreement to rent or to sell real property to or to rent or purchase real property from a public agency, and no renewal or extension of such agreement, shall be valid and no payment shall be made to the lessor or seller of such property unless a statement, signed, under the penalties of perjury, has been filed by the lessor, lessee, seller or purchaser, and in the case of a corporation by a duly authorized officer thereof giving the true names and addresses of all*

persons who have or will have a direct or indirect beneficial interest in said property with the commissioner of capital asset management and maintenance. The provisions of this section shall not apply to any stockholder of a corporation the stock of which is listed for sale to the general public with the securities and exchange commission, if such stockholder holds less than ten per cent of the outstanding stock entitled to vote at the annual meeting of such corporation. In the case of an agreement to rent property from a public agency where the lessee's interest is held by the organization of unit owners of a leasehold condominium created under chapter one hundred and eighty-three A, and time- shares are created in the leasehold condominium under chapter one hundred and eighty-three B, the provisions of this section shall not apply to an owner of a time-share in the leasehold condominium who (i) acquires the time-share on or after a bona fide arms length transfer of such time-share made after the rental agreement with the public agency is executed and (ii) who holds less than three percent of the votes entitled to vote at the annual meeting of such organization of unit owners. A disclosure statement shall also be made in writing, under penalty of perjury, during the term of a rental agreement in case of any change of interest in such property, as provided for above, within thirty days of such change.

Any official elected to public office in the commonwealth, or any employee of the division of capital asset management and maintenance disclosing beneficial interest in real property pursuant to this section, shall identify his position as part of the disclosure statement. The commissioner shall notify the state ethics commission of such names, and shall make copies of any and all disclosure statements received available to the state ethics commission upon request.

The commissioner shall keep a copy of each disclosure statement received available for public inspection during regular business hours.

(9) This Disclosure Statement is hereby signed under penalties of perjury.

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PRINT NAME OF DISCLOSING PARTY (from Section 4, above)

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AUTHORIZED SIGNATURE of DISCLOSING PARTY      DATE (MM / DD / YYYY)

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PRINT NAME & TITLE of AUTHORIZED SIGNER

**APPENDIX B**

**CERTIFICATE OF TAX  
COMPLIANCE**

Pursuant to M.G.L. c. 62C, §49A, I certify under the penalties of perjury that, to the best of my knowledge and belief, I am in compliance with all laws of the Commonwealth relating to taxes, reporting of employees and contractors, and withholding and remitting child support.

\_\_\_\_\_  
*Social Security Number or  
Federal Identification Number*

\_\_\_\_\_  
*Signature of Individual or  
Corporate Name*

\_\_\_\_\_  
*Corporate Officer  
(if applicable)*

**APPENDIX C**

**CERTIFICATE OF NON-COLLUSION: REQUIRED  
FORM**

The undersigned certifies under the penalties of perjury that this bid or bid has been made and submitted in good faith and without collusion or fraud with any other person. As used in this certification, the word "person" shall mean any natural person, business partnership, corporation, union, committee, club or other organization, entity or group of individuals.

\_\_\_\_\_  
Signature of person submitting contract/bid

\_\_\_\_\_  
Date

\_\_\_\_\_  
Name of Business

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**APPENDIX D**

**MINIMUM EVALUATION CRITERIA FORM**

(1) Has the Respondent submitted one (1) original, ten (10) complete copies and one (1) complete electronic copy of the application with all required enclosures described in Section 4.3 and 4.4?

Yes \_\_\_\_\_ No \_\_\_\_\_

(2) Has the Respondent proposed to build an affordable housing complex with public and private parking on the Properties?

Yes \_\_\_\_\_ No \_\_\_\_\_

(3) Does the Respondent's submission include information and details necessary for the Board of Selectmen to have confidence that (a) the proposed plan can withstand the scrutiny of the Town's approval process (including without limitation, PSI Special Permit and Major Construction Project/Site Plan Review, and Wetlands review and/or other permitting), and (b) the Developer can obtain necessary permits within 18 months after the selection date, or an agreed upon date if zoning modifications are required? If zoning modifications are required, does the Respondent's submission include the proposed zoning change and a plan for presentation of that proposed change to a Wellesley Annual Town Meeting or Special Town Meeting?

Yes \_\_\_\_\_ No \_\_\_\_\_

(4) Does the Respondent's submission clearly identify all traffic and stormwater/drainage required for permitting, with respondent to be solely responsible for all costs and expenses in connection with such work?

Yes \_\_\_\_\_ No \_\_\_\_\_

(5) Does the Respondent's proposed project provide significant, clearly identified benefits to the Town and its residents?

Yes \_\_\_\_\_ No \_\_\_\_\_

(6) Do the Respondent's project financial plans have clear assumptions and specificity that will allow the Town to have confidence the proposed plan can withstand the scrutiny of Town Meeting?

Yes \_\_\_\_\_ No \_\_\_\_\_

**APPENDIX E**

**PRICE PROPOSAL SUBMISSION FORM**

Please identify the following:

Term: Please include initial term proposal, along with term extension provisions.

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Rent: Please include the proposed annual base rent, escalation rent, and/or other rent payments proposed. For escalation rent, please discuss the proposed escalation schedule including proposed percentage increases and the rationale for said increases.

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Parking Fees: Please include the proposed cost share proposal to ensure the Town does not lose revenue on the existing commuter lot funds received. Please include how any revenue lost as part of construction would be handled.

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Taxes: Be advised that all applicable taxes and fees will be assessed to the project, please identify how these may impact the proposed rents.

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