

CORONA-NORCO UNIFIED SCHOOL DISTRICT

**REQUEST FOR PROPOSALS FOR THE
PURCHASE OF SURPLUS REAL PROPERTY**

(Approximately 12.41 acres of unimproved real property entitled for residential development located on the east side of Garretson Avenue between Santana Way and Chase Drive, in City of Corona, County of Riverside)

Dated: April 12, 2017

I. INTRODUCTION AND BACKGROUND

The Corona-Norco Unified School District is seeking proposals from qualified parties ("Respondents") to purchase certain real property consisting of approximately 12.41 acres of entitled unimproved property, located in the City of Corona, County of Riverside, comprised of the Roosevelt Elementary School Site Property ("District Property"), and adjacent unimproved property owned by the Nelson Family Trust ("Nelson Unimproved Property"), as more particularly described in Exhibit "A-1" and depicted on Exhibit "A-2" attached hereto.

Following the recommendation of the District Advisory Committee to declare the District Property surplus and to pursue selling the District Property, the Board of Education on June 14, 2016, adopted 2015-2016 Resolution No. 108 to offer the District Property for sale pursuant to the competitive bid process set forth in Education Code section 17455 et seq. In compliance with those statutory requirements, the District first offered the District Property for sale to the priority entities consistent with Education Code section 17464 for which no interest was expressed, followed by complying with the posting and publication requirements, and preparing and disseminating bid package documents, holding a pre-submittal conference and on-site meeting, culminating in no proposals being submitted for the purchase of the District Property.

In order to streamline procedures applicable to the sale of the District Property and to provide the District with the greatest possible flexibility, the District applied to the State Board of Education for certain waivers of the competitive bidding process. At the January 10-11, 2017 State Board of Education meeting, the District's waiver request was approved, authorizing the District to sell the District Property using a Request for Proposals ("RFP") process that will provide the most benefit to the District.

The District anticipates that following the less formal RFP process will allow the District to negotiate a purchase and sale agreement which better accommodates the needs of both the District and the potential purchaser.

Respondents are encouraged to submit a purchase proposal in accordance with the requirements set forth herein. The District will review all submitted proposals in accordance with the Proposal Process discussed below. If the District is able to reach an agreement with a Respondent, the specific terms and legal considerations of the sale will be documented in a formal purchase and sale agreement to be entered into by the District and the successful Respondent.

II. THE PROPERTY

The Property is comprised of the following two adjacent properties:

A. The District owns approximately 9.33 acres of undeveloped land located on the east side of Garretson Avenue between Santana Way and Chase Drive, in the City of Corona, County of Riverside (the "District Property").

B. The Nelson Family Trust owns approximately 4.67 acres of adjacent property located to the north of the District Property, including approximately 3.08 acres of unimproved property located on the easterly portion of their property (the "Nelson's Unimproved Property").

Pursuant to an agreement entered into between the District and the Nelson Family Trust (hereinafter referred to collectively as the "Sellers"), the Sellers agreed to apply to the City of Corona for the purpose of entitling the District Property and the Nelson Trust Property, and to sell the District Property and the Nelson's Unimproved Property (collectively, the "Property"). The City of Corona has approved a Tentative Tract Map for a total of twenty (20) residential lots.

The following documents pertaining to the sale of the Property may either be downloaded from the District's website at www.cnusd.k12.ca.us, or obtained from the Facilities Division of the District, located at 2820 Clark Avenue, Norco, California 92860-1903, telephone number (951) 736-5045:

1. Draft Purchase and Sale Agreement, including exhibits;
2. Preliminary Title Report prepared by First American Title Company;
3. Tentative Tract Map 36764;
4. Zone Change Applications CZ14-001 and CZ16-001;
5. Mitigated Negative Declaration and supporting documents;
6. Geotechnical Investigation;
7. Phase 1 Report and Limited Phase 2 Report;
8. Roosevelt Site BUOW Assessment;
9. Garretson Road Traffic Study;
10. Garretson Subdivision Air Quality Study Report;
11. Project Costs; and
12. Roosevelt Site Proforma.

III. FINANCIAL OBJECTIVES/AGREEMENT GUIDELINES

While attempting to allow potential buyers the latitude to draft responses to the RFP which meet their individual needs, the District wishes to provide some general guidelines regarding what it would like to see within the final purchase and sale agreement.

- The highest dollar amount for the Property. The RFP response should state the total amount the Respondent is willing to pay for the Property.

- The District would prefer an escrow of no more than 12 months to allow the Respondent sufficient time to process an approved Final Map for the residential development of the Property. However, a longer escrow will be evaluated against deposit amounts and/or deposit percentages of the purchase price, timing of deposits going hard, and other financial and timing factors in the total context of the offer as set forth in Section 1.3 of the Draft Purchase and Sale Agreement. The RFP response should identify the escrow timeframe sought by the proposer, as well as the deposit payments/percentages and release dates/amounts the Respondent is willing to pay.
- The Sellers will grant access to the Property following the opening of escrow for the purchase of the Property for purposes of conducting such tests, inspections and reviews as the successful Respondent deems necessary or appropriate, consistent with the terms and conditions set forth in Section 7.3 of the Draft Purchase and Sale Agreement.
- The Sellers will not pay for broker's commission and/or finder's fee applicable to the sale of the Property. Any commission and/or finder's fee to be paid to any broker or representative of the successful Respondent shall be paid directly by the successful Respondent by a separate arrangement which does not involve the Sellers.
- The successful Respondent shall have the ability to use and develop the Property consistent with the previously approved Project entitlements authorizing the total of twenty (20) residential single family lots

IV. QUALIFICATIONS/PROPOSAL REQUIREMENTS

All proposals will have four (4) required sections and in the order as set forth below. Please label each section and number all pages.

SECTION 1 – LETTER OF INTENT

SECTION 2 – PROJECT TIMETABLE AND CRITICAL ENTITLEMENT ISSUES

SECTION 3 –KEY DEVELOPMENT TEAM MEMBERS, PAST EXPERIENCE AND FINANCIAL INFORMATION

SECTION 4 – STATEMENT OF FINANCIAL QUALIFICATIONS

SECTION 1 – LETTER OF INTENT

This section shall include the Respondent's contact and responsible party information. Identify the lead proposing entity, and list the key team members (See Section 3). Set forth the purchase price, deposits, close of escrow, and summarize the critical elements of

expected project timeline. Any other critical information can be summarized in this section.

SECTION 2 – PROJECT TIMETABLE, CRITICAL ENTITLEMENT ISSUES, AND PROPOSED CHANGES TO DRAFT PURCHASE AND SALE AGREEMENT

This section shall include a general development timetable based upon the approved Property entitlements and Development Matters set forth in Article 5 of the Draft Purchase and Sale Agreement, showing the various planning and entitlement steps leading to the recordation of Final Map 36764, duration, estimated starting period, deposit amounts/percentages and release dates, and any phasing contemplated. This section shall also include any proposed substantive changes to the Draft Purchase and Sale Agreement.

SECTION 3 – KEY DEVELOPMENT TEAM MEMBERS, PAST EXPERIENCE AND FINANCIAL INFORMATION

Provide the following information for each key member of the development team. It is anticipated that key members would include the development entity, the architect and/or land planner, entitlements counsel, equity partner, and other key members. Other team members such as civil engineer, traffic planner, or landscape architect, may be identified if the proposer believes that to do so would enhance its proposal, but there is no requirement to do so.

Specifically, provide the following information for each key team member:

- Firm name, location, and website;
- Project Manager and key participants for this project, with resumes;
- History of relationships with Riverside County and the Corona area, if any;
- Experience with developments similar in use and scale to the proposed project;
- Three similar projects with project name, location, size, use, approximate cost, date opened, ownership, financing structure, and references with phone numbers.

SECTION 4 – STATEMENT OF FINANCIAL QUALIFICATIONS

Provide the following information:

- Financial statements and/or other documents sufficient that would permit the District to determine the proposer's financial capacity for purchasing the Property and undertaking the development project. The proposer may wish to mark the financial statements "CONFIDENTIAL" or "PROPRIETARY" so that the District may treat such documents as confidential to the fullest extent permitted by law;

- Is the developer a subsidiary of, or affiliated with, any other corporation(s), partnership(s), or firm(s)? If so, please specify. If the developer is a subsidiary, please indicate the extent to which the parent entity will guarantee performance by the subsidiary;
- Has the developer entity or its officers, principal members, shareholders or investors, or any of its parent, subsidiary or affiliated entities or other interested parties been adjudged bankrupt, either voluntarily or involuntarily, within the past ten years? If so, explain;
- Has the developer entity or its officers, principal members, shareholders or investors, or any of its parent, subsidiary or affiliated entities or other interested parties sued any California public school district in the past ten years? If so, explain.
- Has the developer entity or its officers, principal members, shareholders or investors, or any of its parent, subsidiary or affiliated entities or other interested parties sued the City of Corona in the past ten years? If so, explain; and
- Is there pending litigation against the developer entity or its officers, principal members, shareholders or investors, or any of its parent, subsidiary or affiliated entities or other interested parties other than minor personal injury suits involving claims under \$250,000? If so, explain.

V. SUBMISSION, FORMAT, SCHEDULE, AND EVALUATION PROCESS

The Respondent shall submit one (1) original and four (4) hard copies of a Proposal Package in 8.5" x 11" format, with one (1) copy unbound for each of reproduction. The completed Proposal Package shall also be submitted digitally (PDF form is acceptable). Proposals should be organized according to the previous sections, and should include at a minimum the information requested in this RFP.

Proposals may be mailed or delivered and received on or before **4:00 p.m. on Tuesday, May 9, 2017**, at the Facilities Department of the District, located at 2820 Clark Avenue, Building J, Norco, California 92860, Attention: Ted E. Rozzi, Assistant Superintendent, Facilities. All proposals shall be sealed and clearly marked: "Roosevelt Site Purchase Proposal," and will be time and date stamped. Any proposal received after the deadline will not be considered. The District shall not be responsible for any issues with mail delivery or circulation.

Telephone or electronic submittals will not be accepted.

Any costs incurred by the Respondent in the preparation of any information or material submitted in response to this RFP shall be the sole responsibility of the Respondent.

An optional Pre-Proposal Meeting of interested Respondents will be held in the District Conference Room "J" East at **10:00 a.m.** on **Tuesday, April 18, 2017**, for the purpose of District staff/consultants to provide a brief summary of the Project Site Entitlements and terms of sale for the Property.

All written questions and requests for information must be received on or before **4:00 p.m.** on **Friday, April 28, 2017** at the Facilities Department of the District, addressed to the attention of Ted. E. Rozzi, Assistant Superintendent, Facilities.

The District shall review the proposals, request written clarifications from Respondents if necessary, and may, at its sole discretion, select one or more Respondents as finalists. The District shall have the right, but not the obligation, to appoint a proposal review committee to review the proposals received and make recommendations to the Board. Based upon the evaluation criteria below, one or more finalists may be requested to interview and/or enter into negotiations. One or more of the finalists may also be requested to present their development proposals to the District Board of Education.

The District's evaluation criteria will include, but are not limited to:

- District objectives as detailed herein;
- Proposed changes to Draft Purchase and Sale Agreement;
- Respondent experience and reputation;
- Purchase Price;
- Plan and ability to achieve Final Map approval;
- Project quality;
- Design and construction capability and sensitivity to surrounding neighborhood;
- Project management capability; and
- Experience in public/private projects.

The final selection of the successful Respondent will be made at a scheduled Board Meeting within thirty (30) to sixty (60) days following the District's Board of Education Meeting where the proposals are examined and declared by the Board.