

NINTH AVENUE TERMINAL REUSE OPPORTUNITY

MASTER DEVELOPER • REQUEST FOR PROPOSALS



**CITY OF OAKLAND
Community and Economic Development Agency**

September 2006

TABLE OF CONTENTS
Ninth Avenue Terminal Reuse and Development

- I. Executive Summary
- II. Introduction
- III. Project Description
- IV. Submittal Requirements and Process
- V. Evaluation of Proposals/Criteria
- VI. Selection Process and Schedule
- VII. Limitations and Conflict of Interest
- VIII. Award of Contract

ATTACHMENTS

- A. List of Key Contacts
- B. List of Relevant Initiatives and Studies
- C. Bibliography of Suggested Ninth Avenue Terminal-Related Reading
- D. Local and Small Local Business Enterprise Program
- E. Living Wage Ordinance Regulations
- F. Campaign Contributions Limitations Ordinance

FORMS

Complete and Return With Proposal:

- Schedule E: Project Team
- Schedule F: Employment Questionnaire
- Schedule M: Independent Contractor Questionnaire (Part A)
- Schedule N: Declaration of Compliance -- Living Wage Ordinance
- Schedule O: Contractor Acknowledgement of City of Oakland Campaign Contribution Limits
- Schedule P: Nuclear Free Zone Disclosure Form –S
- Schedule Q: Insurance Requirements
- Schedule S: Audit/Inspection/Fiscal Reporting Requirements
- Schedule U: Compliance Commitment Agreement
- Schedule V: Affidavit of Non-Disciplinary or Investigatory Action

I. INTRODUCTION

Qualified developers are invited to submit proposals leading an interdisciplinary team to determine and implement reuse opportunities for the Ninth Avenue Terminal that maximizes its economic potential, historic importance and complements other private and public development activities in the Oak to Ninth District in Oakland. Through the Oak to Ninth Development Project ("Project"), several reuse scenarios for the Ninth Avenue Terminal ("Terminal Building") were proposed and analyzed. Results of those feasibility studies are available for review as a part of this process. All proposals will be reviewed and those development teams that are the most responsive and fulfill all of the requirements of this Request for Proposals (RFP) will be invited to present their proposals to an Interview Panel. The Panel will apply rating criteria to each proposal and interview presentation. A final set of recommendations will then be submitted to the Landmarks Preservation Advisory Board ("LPAB") for their review and recommendations. Finally, recommendations from the Interview Panel, the LPAB and City staff will be submitted to the Oakland City Council for their review, consideration and final action.

A pre-proposal meeting will be held in the Dimond Conference Room located on the Third Floor of 250 Frank Ogawa Plaza on November 1, 2006 at 2:00 p.m.

Proposals and completed forms are due no later than February 15, 2007 at 2:00 p.m., addressed to:

Marge Stanzione
City of Oakland Community and Economic Development Agency
Planning Division
250 Frank H. Ogawa Plaza, Suite 3315
Oakland, CA 94612

Proposals received late will not be accepted and will be returned unopened.

II. PROJECT DESCRIPTION

The City of Oakland is requesting detailed development proposals from experienced, professional developers interested in leading a multi-disciplinary team to prepare a detailed feasibility study, resulting in the adaptive reuse and development of a portion of the Terminal Building, including incorporation of public access at the water's edge and incorporation of other possible open space opportunities to meet Bay Conservation and Development Corporation ("BCDC") requirements for public access within the 100' shoreline band. The development proposal should provide an integrated vision and detailed plan for development of the Terminal Building in coordination with the Project approved by the Oakland City Council on July 18, 2006. The proposal should suggest ways to allow for the Terminal Building to realize its full potential in a feasible way. The review and consideration of the "Project" was limited in its scope with regard to the Terminal Building.

The Terminal Building is a historic structure built in 1930 as a state of the art harbor improvement. It is the last surviving municipal terminal in Oakland constructed from the 1925 harbor bond approved by voters on November 10, 1925, and has been in continual use from October 1930 as a break bulk facility to present day use as a warehouse storage facility.

As part of the approved Planned Unit Development (“PUD”) for the site, the Oakland City Council for the allowed 160,000 of the 180,000 square foot Terminal Building to be demolished. The City Council also directed that an independent RFP process be undertaken during the next ten months, prior to allowing demolition, to ascertain whether there are any other approaches for the adaptive reuse of 40,000 to 90,000 square feet of the portion of the building, constructed in 1930. According to the Environmental Impact Report (“EIR”) prepared for the Project, the significant and unavoidable impacts of demolishing a substantial portion of the Terminal Building cannot be mitigated to a less than significant level. Additionally, the City Council concluded that given existing capital project needs and current approved budgets for Redevelopment and other funding sources such as the Port of Oakland, that the City is not currently in a position to subsidize the rehabilitation, operation and maintenance of the Terminal Building.

Throughout the world, cities have successfully turned old waterfront industrial buildings into thriving centers of arts, culture and commerce. These complexes have generated a new and exciting sense of place and history. Few buildings along Oakland’s waterfront remain standing that capture the spirit of the Port of Oakland’s early history. As shipping methods have changed and modernization has occurred, the last vestiges of the historic working waterfront have been wiped away by new construction. The proposed plan for the Terminal Building (“Reuse Plan”) should integrate into the urban waterfront setting of Oakland, recognize the historical character of the building and setting, fully integrate the building, site plan and access with the adopted Project and adaptively reuse the structure in a manner consistent with Tidelands Trust uses.



Oakland Harbor Terminal - Demolished (Courtesy Oakland History Room)

Site Location and History

The subject of this RFP is the Terminal Building, located in the Brooklyn Basin at the foot of 9th Avenue along the Embarcadero. The Terminal Building sits on the Oakland Estuary along one of California’s most diverse shores, encompassing a variety of physical environments and settings, each with its own distinct quality and character. Today, the Estuary can be viewed as a single community resource that binds together the shorelines of Alameda and Oakland. Compared to other parts of the San Francisco Bay, the Estuary is more like a river. It is linear in form and contained, rather than open and expansive like the broader bay. It creates an environment that is intimate in scale and character. It frames dramatic views to the San Francisco and Oakland downtown skylines.

The Oak to Ninth Avenue Project Area is positioned at the edge of the Oakland Estuary adjacent to the Embarcadero and the 880 freeway. Surrounding land uses are a combination of industrial, open space, and mixed use development. Within walking distance to the terminal are the Amtrak train station at Jack London Square and the Lake Merritt BART Station at 7th and Oak. Neighborhood serving public transportation will also be available in the near future. The Terminal Building is an especially prominent visual element in the neighborhood and along the waterfront. It is a signature and anchor building, due to the distinctive design, focal location on the Oakland-Alameda Estuary, and large scale (1,004 feet long by 180 feet wide and 47 feet in

height.) The Oakland Cultural Heritage Survey has determined the Terminal site eligible is for the National Register. The Oakland Landmarks Advisory Board has determined the Terminal site is eligible for a City of Oakland landmark designation.

Ninth Avenue Terminal Area Components

The larger Terminal site consists of a five-berth quay wharf, the transit shed (referred to in the RFP as the Terminal Building), paved storage yards and land for industrial tenants. Features of the terminal include the Ninth Avenue Terminal and Transit Shed No. 1; Ninth Avenue Wharf and Transit Shed; Ninth Avenue Pier and Transit Shed: Berths No. 1, 2, 3; and the Ninth Avenue Terminal, Berths No. 82, 83, 84. All of these structures other than the Terminal Building and portions of the wharf will be demolished as part of the Project in order to provide new open space and parks.

Please refer to the conditions of approval for the Oak to Ninth Preliminary Development Plan (PDP) for historic use and interpretation requirements that have been included in the Project.

Terminal Building

The Terminal building is a fine example of Beaux Arts derived architectural style applied to create monumental imagery to a utilitarian, industrial municipal building. Designed for break-bulk cargo, the building is now used primarily for storage.

The 180,000 square foot Terminal Building was constructed in two phases: the first 90,000 square feet was constructed in 1930 followed in 1951 by a 90,000 square foot addition. It is the last surviving municipal terminal in Oakland constructed from the 1925 harbor bond approved by voters in 1925, and has been in continual use from October, 1930 to present day. It is a rare example of a particular architectural typology; a prewar municipal port building utilized for break-bulk cargo in Oakland, distinguished by its symmetry, long bands of steel industrial windows between rhythmic concrete pilasters along the sides, a stepped peaked parapet, and monumental entry with tall paneled concrete pilasters and a massive cornice. There is an extensive open platform space along the northern side. The Terminal Building is a high one story, long rectangular plan, with a curved and angled far end. It is about 1000' long, with the transit shed about 180' wide, with railroad spur tracks on either side, and extensive open platform space along the west side. The transit shed has a monitor roof, which is 47' high in the middle clerestory section, and 27' high on the sides with a vast open interior. The head-house at the inland (northeast) end contains a small office and has a stepped and peaked parapet and a monumental entry with paneled concrete pilasters and massive plain cornice. The form of the building continues to reflect the form of a public arcade. The structural details of the building include exterior walls of reinforced concrete and steel sash, a composition roof, and steel trusses.

Original building plans and building studies will be available for review, along with other background information in the City of Oakland's Community and Economic Development Agency, Planning Division.

Conceptual Reuse Strategy



Aerial Photo of Ninth Avenue Terminal Site

Oakland has an opportunity to transform its industrial waterfront into a regional destination. The entire Ninth Avenue Terminal site, including the 1951 addition, is considered an historical resource. In an effort to preserve a larger portion of the Terminal Building than currently approved in the Project, the City is seeking development proposals that would adaptively reuse no less than 40,000 and no greater than 90,000 square feet of the Terminal Building, consistent with State Tidelands Trust approved uses. Uses typically defined as appropriate by the State Lands Commission for Tidelands Trust designated lands include but are not limited to marine related activities; food specialty businesses; an event pavilion / trade show center; a regional recreation center; a conference facility; a market hall; a regional arts and education center, etc.¹ The portion to be preserved by the currently approved Project is the key north-facing elevation which houses the imposing primary entry area, with its architectural detailing. The retention of the Bulkhead Building (as approved in the 'Project') alone would be insufficient to offset the loss of physical characteristics that qualify this building as a federal, state, and local historic resource. Any environmental cleanup tied to the project and required under the Oak to 9th Development Agreement ("DA") would apply to the Terminal Building and become the responsibility of the developing entity. Oakland Harbor Partners ("OHP"), the developer for the Project, is obligated to perform the soils remediation at the site and there may be opportunities to consider how the selected development team can work cooperatively in this effort.

Roles and Responsibilities of the City and Developer

The City of Oakland is prepared to enter into a long-term relationship with the developer. The City recognizes this effort as unique and acknowledges that it will require an active, flexible partnership between all interested parties. While there is currently no public financial subsidy identified for the project, the various City policies and programs have been included should public subsidies be identified in later stages of the project. The developer will be required to demonstrate resources, staying power, expertise and flexibility to carry out the Reuse Plan for the Terminal Building. In exchange for these efforts, the developer will enjoy control of one of the few remaining historic facilities and properties along Oakland's waterfront. The City is prepared to select a proposal that is creative, feasible from an historic rehabilitation perspective, visionary and in line with the approved policy and planning for redevelopment, increased access to the waterfront and integration with the Project. The City of Oakland will be responsible for the review and consideration of all proposals. After final reviews, a recommendation will be made to the Oakland City Council for final action. The roles and responsibilities between the development entity and the City may be formalized in an agreement such as a Memorandum of Understanding ("MOU") or an Exclusive Negotiating Agreement ("ENA") through the Redevelopment Agency. The City will be responsible for keeping OHP, the development entity for the reuse plan and the Port of Oakland informed and appropriately involved in all

¹ Please refer to California State Lands Commission requirements for granted lands at www.slc.ca.gov

transactions and negotiations and will act as an active partner in supporting the Project and the reuse plan.

The Ninth Avenue Project Area, including the Terminal site is currently owned by the Port of Oakland. Portions of this land are held in the Public Trust. As a part of the DA between OHP, the City and the Redevelopment Agency, portions of the property will be offered for dedication to the City as trustee sometime between November 2007 and May 2008. The Terminal Building Site is included in the lands to be offered for dedication.

HISTORY OF THE WATERFRONT PLANNING PROCESS

In recent years, community interest in the waterfront has increasingly focused a desire for improved public access, environmental quality, civic image and identity, recreation and other publicly oriented activities.

In the early 1990's, public dialogue about Oakland's waterfront began with the update of the Open Space, Conservation and Recreation Element of the Oakland General Plan. At about the same time, the League of Women Voters published a report "The Waterfront. It Touches the World: How Does It Touch Oakland?" (June 1993), which focused on the waterfront. The report strongly promoted Oakland's identity as a waterfront city. This report became a call to action for waterfront advocates and the community at large.

The efforts of the League of Women Voters spawned the Waterfront Coalition, a grassroots citizen organization that, in turn, sparked even broader interest and support for the waterfront revitalization. In 1995, a charette was sponsored by the Port and the City to help formulate a vision for the waterfront that would, in turn, provide additional public policy support.

At the same time, the Oakland General Plan was being updated, overseen by a community-wide advisory committee known as the General Plan Congress. A Waterfront Subcommittee of the General Plan Congress was formed. In 1996 the General Plan Congress published its draft Goals, Objectives and Policies report for the entire waterfront area. The policies recognized the waterfront as having untapped potential for redevelopment, publicly oriented activities and enhanced public access. One of these policies specified the need for more detailed study and planning in the Estuary portion of the waterfront.

Hence, the Oakland Estuary Policy Plan (EPP) adopted in June 1999. The EPP is a sub-element of the adopted Land Use and Transportation Element (LUTE) of the Oakland General Plan and is focused on the area of land between the Interstate 880 and the Emeryville and San Leandro borders.

THE ESTUARY PLAN

In the twenty-first century, national and international trends have created new opportunities for the urban waterfront and its role in the City of Oakland. Recognizing this potential and the strategic nature of the Oakland Estuary, the Port of Oakland and the City of Oakland undertook the preparation of the Estuary Plan to reinforce Oakland's identity as a livable city of the bay.

The basic premise of the "Estuary Policy Plan" and its preceding efforts is that the Estuary is a resource of citywide and regional significance. This area cannot be viewed as a single-purpose

district isolated from the city, but rather as a diverse and multifaceted place that connects the city and the bay.

Further, the Estuary Plan proposes a variety of uses that strengthens Oakland's position as an urban center, accommodates economic growth, and encourages development that complements downtown and adjacent neighborhoods.

The Estuary Policy Plan also emphasizes the need for connection between waterfront uses and inland areas. The plan promotes entertainment-oriented development in the Jack London District, and extending waterfront activities along Lower Broadway, toward downtown. At the same time, development of the area between Estuary Park and the Ninth Avenue Terminal will create a significant place for Oaklanders to gather for events, and achieve a long-held objective of connecting the Estuary to the Lake Merritt Channel, Lake Merritt, and inland neighborhoods.

Oak to Ninth Mixed Use Development – Project Description of the Overall Redevelopment Plan for the Oak to Ninth Project Area

OHP will be redeveloping 63.82 acres of waterfront property by converting underutilized, maritime and industrial area into a mixed-use neighborhood with residential, retail/commercial, open space, park, civic and maritime uses. The Project does not include approximately six acres of privately-held property along and east of 5th Avenue that contains a mix of commercial and industrial uses, as well as a small community of work/live facilities. The majority of existing structures on the project site would be demolished with the exception of a portion of the Terminal Building and the Jack London Aquatic Center. Over 30 acres (or 50%) of the site would be developed with parks and open spaces, including the existing Estuary Park and Jack London Aquatic Center.

The Project would consist of approximately 3,100 residential dwelling units (a mix of flats, town homes, and lofts) on 17 separate development parcels. Approximately 200,000 square feet of ground-floor retail/commercial space would be distributed throughout the development parcels and would be designed to provide a variety of active retail, restaurant, service, and small office uses to support the new residential neighborhood and serve visitors to the site.

Parts of the Ninth Avenue Terminal facilities are to be removed to create a series of interconnected parks and waterfront space. The project, as approved, would retain a minimum of 20,000 square feet of the terminal's bulkhead building envisioned to contain a variety of uses consistent with the Tidelands Trust. Building heights would range from 86 feet (approximately 6 to 8 stories) with high rise tower elements of up to 240 feet (approximately 24 stories) on select parcels. A variant to the project allows building heights up to 120 feet on development parcels B, C and D if density is transferred to these parcels within the project site.

The Project would rebuild and expand the Fifth Avenue Marina and Clinton Basin Marina to 52 and 118 slips respectively, and would entail dredging activities and straightening the existing undulating and unprotected condition of Clinton Basin's shoreline. A continuous public pedestrian trail and Class I bicycle facility along the length of the project's waterfront would also be created as a segment of the Bay Trail. The project would improve the existing shoreline along the project site with various treatments, including marsh habitats, riprap, and bulkhead walls. Major site remediation to address existing soil contamination will also occur as part of the Project.

The Project would provide a minimum of 3,950 onsite parking spaces: about 3,500 in enclosed parking structures, about 375 spaces along public streets within the project areas, primarily for use by park and marina users. Public transit routes will be added to provide additional public access to the development. A parking management plan for the on-street and structured parking is part of OHP's requirements for the Project.

PERTINENT BACKGROUND INFORMATION FOR THE NINTH AVENUE TERMINAL RE-USE PROJECT



Aerial view of Ninth Avenue Terminal, c. 1951

Land Use and Zoning

The 64 acre site is now designated in the Estuary Policy Plan as Planned Waterfront Development "PWD-4" and "Parks". The areas designated as "PWD-4" allow residential and commercial development with the remaining open space area as parks. The Terminal Building is located within the area designated "Parks", and zoned OS (RSP) Open Space Regional Serving Park.

Potential Land Uses

The property is within the Tidelands Trust as governed by the California State Lands Commission. Uses permitted or conditionally permitted in the OS (RSP) zone must be compliant with the Public Trust Doctrine. Acceptable trust uses include, but are not limited to, uses that promote water-oriented or water dependent recreation and commerce, navigation, fisheries, public access and the preservation of the land in its natural condition.

Available Parking and Accessibility

Additional traffic analysis may be required as a part of any reuse plan to ensure that access and circulation is well directed around and through the surrounding residential and commercial development, the Terminal Building and the park areas. Limited on-street public parking will be available and will be managed through a site-specific parking management plan

Infrastructure and Utilities

Major utilities will be brought to the edge of the Terminal Building site as a part of the Project. The developer of the Terminal Building would be responsible for extending utility

services beyond the edge of the site during construction of the project. The selected developer can work directly with OHP to coordinate how and when this work will occur. Soils Remediation and Pier Renovation

The rehabilitation and reuse plan must include clean up of soil contamination and participation in required retrofit or replacement of piers now supporting the Terminal Building. The developer will be expected to incorporate their share of this work and to perform according to the mandated phasing schedule of the DA.

Open Space and Recreation

A mix of active and passive parks and open spaces will cover approximately 50 percent of the Project site. This includes approximately 20.7 acres of new and permanent public open space (not including existing Estuary Park and Jack London Aquatic Center) that would be designated as a series of interconnected parks and waterfront spaces. Improvements would include a continuous public pedestrian trail and Class I bicycle facility (to become a section of the regional San Francisco Bay Trail) along the entirety of the Project boundary linking to completed sections of trail on both ends of the project.

Site planning for reuse of the Terminal Building would need to address the configuration of park space and Bay Trail proposed for the Ninth Avenue Terminal site as a part of the Oak to Ninth project and provide for continuity between building and open space sites.

Landmark Status

An application to designate the Ninth Avenue Terminal as a landmark has been reviewed by the City of Oakland Landmarks Preservation Advisory Board and determined to meet the landmark designation criteria found at Section 17.07.030p of the Planning Code and the Board's Guidelines for Determination of Landmark Eligibility. The proposal has been submitted to the Oakland Planning Commission for consideration. Based on the application submitted for landmarking the terminal, "its integrity is excellent."

Other Agency Approvals

In addition to obtaining project approval from the City of Oakland, the developer may also need approvals from the California State Lands Commission (Tidelands Trust), San Francisco Bay Conservation and Development Commission, California Department of Toxic Substances Control, California State Water Quality, Resources Control Board-San Francisco Region, Alameda County Environmental Health Department, The U.S. Army Corps of Engineers, The U.S. Fish and Wildlife Service, California Department of Fish and Game, Bay Area Air Quality Management District, East Bay Municipal Utility District, and the California Department of Transportation. There may be an opportunity for the developer of the reuse plan to coordinate any of these approvals with OHP.

Waterfront Reuse Examples

Navy Pier – Chicago, IL www.navy pier.com

Navy Pier was originally designed as a shipping and recreational facility and has evolved into a premiere family entertainment center. It also provides state-of-the-art meeting space perfectly

suited for small-to-medium sized trade shows. All of these elements combine to make Navy Pier Chicago's number one tourist destination drawing more than 8 million visitors annually. In 1989, the Metropolitan Pier and Exposition Authority was created by the state legislature to manage and operate both McCormick Place and Navy Pier. The Authority moved swiftly to redesign Navy Pier into one of the country's most unique exposition and recreation facilities.

Tate Modern – London, England www.tate.org.uk

Created in the year 2000 from a disused power station in the heart of London, Tate Modern displays the national collection of international modern art. When the building that is now Tate Modern presented itself, it appeared something of a miracle. It was a former power station that had closed in 1982, so it was available. It was a very striking and distinguished building in its own right, by the architect Sir Giles Gilbert Scott. It offered all the space that was required. Not least, it was in an amazing location on the south bank of the River Thames opposite St Paul's Cathedral and the City of London. Plans were almost immediately formulated to build a footbridge to link the new gallery to the City. The fact that the original Tate Gallery was also on the river made a satisfactory symmetry, and meant that the two could be linked by a riverboat service.

An international architectural competition was held attracting entries from practices all over the world. The final choice was Herzog and De Meuron, a relatively small and then little known Swiss firm. A key factor in this choice was that their proposal retained much of the essential character of the building. The power station consisted of a huge turbine hall, thirty-five meters high and 152 meters long, with, parallel to it, the boiler house. The turbine hall became a dramatic entrance area, with ramped access, as well as a display space for very large sculptural projects. The boiler house became the galleries. These are on three levels running the full length of the building. The galleries are disposed in separate but linked blocks, known as suites, on either side of the central escalators. The top level of this houses a café-restaurant with stunning views of the river and the City, and the lower a member's room with terraces on both sides of the building, the river side one offering the same stunning views as the restaurant. The chimney was capped by a colored light feature designed by the artist Michael Craig-Martin, known as the [Swiss Light](#). At night, the penthouse light beam and the Swiss Light mark the presence of Tate Modern for many miles.

Mill City Museum – Minneapolis, MN www.millcitymuseum.org

Beginning in 1880 and for 50 years thereafter, Minneapolis was known as the "Flour Milling Capital of the World." At the industry's peak, the Washburn A Mill was the most technologically advanced and the largest in the world. At peak production, it ground enough flour to make 12 million loaves of bread in a day.

The city grew up around the mills, which received grain via rail lines stretching across the Northern Plains grain belt into the Dakotas and Canada. Trains also carried the milled flour to Duluth and to eastern U.S. destinations both for export and domestic distribution. In 1870, the city's population was 13,000. Twenty years later it had grown to nearly 165,000.

After World War I the milling industry in Minneapolis began to decline. As the industry moved out of Minneapolis, the old mills fell into disuse. The Washburn A Mill closed in 1965. In 1991 the mill was nearly destroyed by fire.

Working through the Minneapolis Community Development Agency, the city cleaned up the rubble and fortified the charred walls of the mill in the late 1990s. Shortly thereafter, the Minnesota Historical Society announced plans to develop Mill City Museum.

Edenton Cotton Mill – Edenton, NC www.edentoncottonmill.com

The Edenton Cotton Mill was formed in August of 1898, and quickly became a mainstay in the local economy. The building is a handsome example of the large industrial complex that was popular in North Carolina. The one million bricks used in its construction were made on site with machinery leased from Edenton Brick Works. Between 1899 and 1923 more than 70 homes were constructed next to the mill for its workers and supervisors', creating what is now referred to as the Mill Village. In late 1995, shortly after closing the mill, Unifi Incorporated, donated the 44 acre complex to Preservation North Carolina and the task of restoring the property began.

Today the Edenton Cotton Mill and Village are listed on the National Register of Historic Places. 57 of the original 70 homes remain. 54 of those have been purchased by individuals or families who have lovingly restored them and are now enjoying the wonderful Edenton lifestyle.

Santa Caterina Market – Barcelona, Spain www.mercatsantacaterina.net

The oldest Market in Barcelona was opened in 1848, when the city was still fortified and it used to offer its service to almost all the city. The present works have renovated almost completely Santa Caterina's inner part, which includes the supermarket. The market reforms were affected by the fact that archaeological remains of great importance were found when the work started what, in turns, obliged to carry out some investigation that caused a delay in the restoring work. The remodeling project foresees that the apse archaeological remains, belonging to the old Santa Caterina convent, will be available for visitors once the market is finished.

The final project, elaborated by Enric Miralles studio (EMBT Architects Associates) includes, apart from what is strictly the building of Santa Caterina Market, an underground goods loading and unloading area, a car park for customers with direct access to the market and residential facilities for old people, with approximately 40 flats, near a park. Pneumatic collecting residues central for the whole Old Quarter is also to be built. The market also has spectacular wooden top coverings. There is also a canopy from the market to Cambó Avenue, towards Vía Layetana. Thus, Santa Caterina Market will be accessible for pedestrian from Vía Layetana.

Konak Pier – Izmir, Turkey

Turkish American Developers Salim Koyuncuoglu and his brother Suphi, using a public/private partnership technique developed during the Ottoman Empire have rehabilitated and adapted a group of historic waterfront warehouses in Izmir, Turkey, as a 200,000 square-foot waterfront center called Konak Pier with retail, dining, and entertainment uses.

Built in several phases between 1875 and 1890, the original structure had housed the French Customs Building and a variety of other maritime facilities. The Export Warehouse designed by Gustav Eiffel and built in 1890, is Konak Pier's most important building historically. The Structure was fabricated in Eiffel's workshop in Belgium, transported by ship, and constructed under the supervision of French engineers.

During the 1980's, the Turkish government initiated many economic reform efforts designed to transfer portions of state assets to the private sector for development. Private facility development was initiated under the label build/operate/transfer (BOT) in 1984. In 1996, the Konak Pier was privatized using the BOT strategy. Under this arrangement, private developers are allowed to recover their costs by operating a facility for a fixed time – in this case, a 25-year privatization period-before handing it back to the state.

The developer, Izmer A.S., with assistance from ELS Architecture and Urban Design of Berkeley, CA, as well as Enterprise Development Company (EDC), a subsidiary of the Enterprise Foundation, created by developer Jim Rouse developed a plan for the site incorporating existing buildings. The restoration of the buildings has left structural elements exposed and unaltered, as well as revived the original skylights, which bring daylight to art exhibits along retail arcade walkways. A promenade along the pier's perimeter links, cafes, clubs, restaurants and cinemas.

Torpedo Factory Art Center – Alexandria, VA www.torpedofactory.org

The Torpedo Factory Art Center is one of the largest and most successful visual arts centers in the U.S. This creative alliance was begun in 1974 by a group of local artists and the City of Alexandria, Virginia. The facility consists of three floors with an elevator for your convenience. It is located on the docks of the Potomac River in a renovated former torpedo factory that was built during World War I. Today the Torpedo Factory Art Center, in beautiful Old Town Alexandria, comprises the following:

- 84 Working Studios
- 6 Galleries: Target Gallery (our flagship gallery), The Art League Gallery, Enamelists Gallery, Multiple Exposures Gallery (photography), Potomac Craftsmen Fiber Gallery, and Scope Gallery (ceramics).
- 2 workshops: Fiberworks and Printmakers, Inc.
- The Art League School
- The Alexandria Archaeology Museum
- Friends of the Torpedo Factory Art Center

The City of Alexandria bought the complex of buildings in 1969 from the Federal Government. However, it was several years before an acceptable plan for their use was adopted. Marian Van Landingham, currently a delegate for the State of Virginia, proposed a project that would renovate the building into working studio spaces for artists. Van Landingham was President of the Art League at the time, as well as Projects and Programs Director of the Alexandria Bicentennial Commission. Her proposal was endorsed by the Commission. With Van Landingham's experience in the arts, public relations, and politics, she was the perfect choice to become the first Director of the Art Center.

Pike Place Market – Seattle, WA www.seattle.gov/neighborhoods/preservation/pikeplace

Established in 1907, Seattle's Pike Place Market is the oldest continuously operating and most historically authentic public market in the country. When the Pike Place Market was threatened with demolition and replacement, citizens of Seattle voted in 1971 to establish a seven-acre

Pike Place Market Historical District and a Market Historical Commission to preserve its physical and social character as "the soul of Seattle."

Fort Mason Center – San Francisco, CA www.fortmason.org

Fort Mason Center, located in the historic piers and buildings of Lower Fort Mason, offers a variety of activities of the highest quality at minimum or no cost, suitable for all ages and interests.

This former military base offers the opportunity to experience diversity in a unique environment, focusing on the visual and performing arts, humanities, education, ecology, and recreation.

A National Historic Landmark and part of the Golden Gate National Recreation Area, the Center houses about 30 nonprofit organizations and is the setting for more than 15,000 meetings, conferences, performances, and special events, attended by 1.5 million visitors each year.

Ford Assembly Plant – Richmond, CA www.rosietheriveter.org/fordbldg

The Ford Motor Company assembly plant in Richmond, CA, was one of that city's important sites of production in support of America's war effort during World War II. The assembly plant building stands today much as it did when Ford opened the plant in 1931, when Ford converted it to war-time production in 1942, when Ford reconverted it to production of civilian autos and trucks in 1945, and when Ford closed it in 1955. The building therefore holds considerable potential for interpreting the stories of American workers on the home front during World War II. For that reason, the building will be one of the focal points in the National Park Service's new Rosie the Riveter World War II Home front NHP being developed in Richmond.

The rehabilitation/adaptive reuse plan for the Ford Assembly Building (FAB) & Visitor/Education Center and the Oil House is in final negotiations. During World War II, this building was converted from an automobile to a tank production plant that processed 60,000 tanks plus other combat vehicles including Army trucks, half-tracks tank destroyers, personnel carriers, scout cars, amphibious tanks, lift trucks, snow plows, and bomb lift trucks.

The FAB is listed on the National Register of Historic Places. Richmond has contracted with Orton Development, Inc. for rehabilitation of the building primarily for work/live adaptive re-use. The City has transferred title of the building to Orton. Based on compliance with the State Historic Preservation Officer,

Orton will retain and stabilize the historic facades, roofline, craneway, the boiler room, and other distinguishing historic features. Orton is willing to improve and provide space for a 7,000–9,000 sq. ft. World War II Home Front visitor/education center in the craneway facing on San Francisco Bay.

The FAB is 561,000 sq. ft. and a quarter-mile long. The visitor/education center and exhibits would provide all-weather, multi-media orientation and education programs on the World War II Home Front themes in Richmond, the Bay Area and nationwide.

The craneway, if properly designed for adaptive reuse, affords a prime indoor public space for events, celebrations and residents and visitors on a scale that the City does not presently have.

Potential Funding Opportunities

Environmental Protection Agency – Region 9
Cal Reuse Loans
Oakland Brownfield's Cleanup Revolving Loan Fund
The 11th Hour Project
The National Trust for Historic Preservation
World Monuments Fund
New Markets Tax Credit
National Trust Community Investment Corporation (NTCIC)
Federal Historic Preservation Tax Incentives Program
Mills Act Program
Oakland Trust for Clean Water and Safe Parks (Measure DD)
Oak to Ninth Mixed Use Development - Historic mitigation funds (\$500,000)
City of Oakland Savings by Design
City of Oakland Free Energy Efficiency Services
City of Oakland Cash Incentives for U.S. Green Building Council Certified Project
State of California State Income Tax Credit on Solar or Wind Energy Systems
Getty Foundation Architectural Conservation Grants

Current Status of the Site

Integration of project with Oak to Ninth development phasing plans

Refer to Attachment B for various City initiatives, studies and reports that should be considered in formulating the proposal, as well as individuals that may be contacted. Hard copies of the documents contained in Attachment B may be viewed and photocopies may be purchased at the following location:

Reproduction Services Office
250 Frank H. Ogawa Plaza, 1st Floor
Oakland, CA 94612

Telephone: (510) 238-3124.

In addition, many of the documents can be found on the City of Oakland, website at www.oaklandnet.com/government/ceda/revised/planningzoning/MajorProjectsSection/oaktoninth under the Oak to Ninth project.

I. SUBMITTAL PROCESS AND REQUIREMENTS

A. Submittal Process

1. Attend Pre-Proposal Conference and Site Visit(s)

A pre-proposal conference is scheduled for November 1, 2006 at 2:00 p.m. in the Dimond conference room, located at 250 Frank Ogawa Plaza, 3rd floor, Oakland, California. The pre-proposal conference will provide an open forum to review and clarify the following:

- a) The scope of services

- b) The Local/Small Local Business Enterprise Program
- c) Professional Service Program
- d) The Living Wage Ordinance
- e) Proposal submittal requirements
- f) Questions by attendees

If any firm intending to submit a proposal is unable to attend the pre-proposal conference, it is mandatory for that firm to contact the City of Oakland's Contract Compliance and Employment Division of the City Administrator's Office, at (510) 238-6261 to arrange to review the Local/Small Local Business Enterprise Professional Service Program and the Living Wage Ordinance with each firm.

Two sites visits incorporating a tour of the Terminal building will be conducted on Wednesday, November 9, 2006 at 10:00 a.m. and Wednesday, December 6, 2006 at 10:00 a.m. Interested parties should contact Marge Stanzione at (510) 238-4932 to confirm attendance. Interested parties will meet at the entrance to the Terminal located at 9th Avenue and Embarcadero to begin the site tour.

2. Ask Questions

- a. Questions related to the Scope of Services
Questions on the scope of services for the "Terminal Building" or for the "Project" may be directed to:

Marge Stanzione
City of Oakland Community and Economic Development Agency
Planning and Zoning Division
250 Frank H. Ogawa Plaza, Suite 3315
Oakland, CA 94612
Telephone: (510) 238-4932
Fax number: (510) 238-6538
E-mail: mstanzione@oaklandnet.com

Questions that are relevant to all proposals but received after the pre-proposal conference may not be addressed individually. The City may elect to issue an addendum, supplement or clarification to the RFP.

- b. Questions for Subject Matter Experts
Firms are encouraged to contact City staff and other individuals, agencies, and companies that have information pertaining to this project. Many City staff contacts as well as contacts in other agencies and their telephone numbers are listed in Attachment A. Similarly, the contacts for the various relevant studies and initiatives are listed on Attachment B.
- c. Other Questions
If your firm needs answers to questions regarding the Scope of Services, Contract Compliance, or Living Wage Ordinance related questions before or after the pre-proposal conference please contact the following City staff personnel:

For Scope of Services questions: Marge Stanzione
(510) 238-4932

For Contract Compliance: (510) 238-6261

For Living Wage Ordinance: (510) 238-6261

Please Note: Proposals are Public Records

- i. All proposals and documents submitted in response to any RFP/RFQ become public documents as defined by the California Public Records Act and the City of Oakland Sunshine Ordinance State and local laws and can be disclosed to any member of the general public upon request. With limited exceptions, proposing firms may identify information that is confidential or proprietary in accordance with applicable regulatory requirements.
- ii. The proposing firm shall clearly identify and segregate any confidential or proprietary information. If the proprietary nature or confidentiality of the firm's information is challenged, the firm shall solely be responsible for defending such challenges without assistance from the City.
- iii. Information from a firm that executes a contract with the City that may be regarded as confidential or proprietary prior to executing a contract will become public record once the contract is executed.
- iv. Nuclear Free Disclosure Language – The prospective service provider must have on file with the City of Oakland a Nuclear Free Zone Disclosure Form-S stating that neither the service provider nor any of its subsidiaries, affiliates or agents engages in nuclear weapons work or anticipate entering into such work for the duration of its contract with the City of Oakland. Such Disclosure Forms enable the City to determine whether the contractor is in compliance with Ordinance No. 11062 C.M.S., adopted December 16, 1988. The prohibition against contracting with a nuclear weapons maker may be waived if the City Council determines, after public hearing that a specific contract is essential to the proper functioning of the city government and that no reasonable alternative exists.

3. Submit the Proposal

Proposals must be received by February 15, 2006 at 2:00 p.m. Proposals are to be addressed to:

Marge Stanzione
City of Oakland Community and Development Agency
Planning Division
250 Frank H. Ogawa Plaza, Suite 3315
Oakland, CA 94612

Proposals will be time stamped upon receipt by the Community and Economic Development Agency staff. Proposals and submittal materials will not be returned after the RFP process. Late proposals will be time stamped and returned to the proposing firm unopened.

Each submittal must contain twelve (12) copies of the proposal.

B. Submittal Requirements

Proposing firms are to include responses to each of the following items in their proposals. Statements shall be as complete and accurate as possible and in the form requested. Omission, inaccuracy or misstatement may be cause for a less favorable evaluation or rejection of a proposal.

1. Transmittal Letter

The transmittal letter shall be included at the beginning of each proposal. It shall be addressed to Marge Stanzione, Planner IV, Community and Economic Development Agency, Planning Division, City of Oakland, 250 Frank Ogawa Plaza, Suite 3315, Oakland, CA 94612.

2. Proposal

a. Project Approach

Describe in detail your proposed organization and approach to fulfill the Scope of Services described in this RFP for the development of the Ninth Avenue Terminal building. Indicate your understanding of the critical project elements.

b. Project Team List prime and sub-consultants and investors with individual addresses, telephone numbers and areas of expertise. Briefly describe the project responsibility of each team member. Identify which consultants are Minority Business Enterprises (MBE), Women Business Enterprises (WBE), and Local Business Enterprises (LBE). Additionally, for LBE's, submit a copy of current business license and date established in Oakland.

c. Qualifications

- i. Prime Consultant. Provide a detailed resume of each member of the project team.
- ii. Sub-Consultants. Provide a detailed resume of the proposed project professional who shall be a full-time employee of each sub-consultant for this project. They shall be professionals currently licensed in the State of California, if applicable. DO NOT SUBMIT OTHER RESUMES.
- iii. References. Provide a list of references representing clients for whom the Consultant and Sub-Consultant has performed services similar to those requested in this RFP.

d. Relevant Experience – Prime Consultant and Sub-Consultant

- i. Describe experience in providing comprehensive development and project management of projects of the size and scope similar to the project described in this RFP.
- ii. Describe ability to work with City staff and translate City requirements into a successful project.

- iii. Prime consultant shall provide graphic illustrations of a maximum of five projects. For each project for which descriptions are included, provide the following information:
 - a) Project name and location
 - b) Brief description of project scope
 - c) Client name, address, contact person and telephone number

4. Proposal Forms

Consultants shall complete and submit all requested forms included in this RFP. All information required on the forms must be typewritten or written in ink. Any writing on the proposal forms other than that specifically required may invalidate the proposal. If you want to include additional information, you may do so with attachments. Forms are included following the Attachments in this package.

Submit the following forms with the proposal:

- a. Professional Services Questionnaire **(Schedule D)**
- b. Project Development Team **(Schedule E)**
- c. Employment Questionnaire **(Schedule F)**
- d. Project Payment Schedule **(Schedule G)**
[Acknowledge this form as part of proposal.]
- e. Independent Contractor Questionnaire, **(Schedule M, Part A)**
- f. Declaration of Compliance, Living Wage Ordinance **(Schedule N)**
- g. Contractor Acknowledgement of City of Oakland Campaign Contribution Limits **(Schedule O)**
- h. Nuclear Free Zone Disclosure **(Schedule P)**
- i. Insurance Requirements **(Schedule Q)**
- j. Audit/ Inspection/ Fiscal Reporting Requirement **(Schedule S)**
- k. Compliance Commitment Agreement **(Schedule U)**
- l. Affidavit of Non-Disciplinary Action **(Schedule V)**

C. Rejection of Proposals

The City may reject any and all proposals.

1. Rejecting Proposals Individually

Individual proposals may be rejected for any of the following reasons:

- a. Proposal received after the designated time.
- b. Proposal not in compliance with the City of Oakland Professional Service Contract Program and/or any of the required exhibits is missing.
- c. Proposal does not contain all of the required elements.
- d. Proposal considered not fully responsive to this RFP
- e. Incomplete proposal.

2. Rejecting All Proposals

The City may reject all proposals simultaneously.

V. EVALUATION OF PROPOSALS/CRITERIA

The City shall evaluate each written proposal according to the criteria below:

Evaluation Criteria

1. Overall quality of the proposal. Responsiveness and conformance to RFP requirements
 2. Quality and appropriateness of proposed project team. (Professional experience of participating firms.)
 3. Appropriate (type) personnel – principals, project manager, other key personnel (licensure, experience, skills)
 4. Quality and appropriateness of proposed project approach and organization. (Approach to fulfilling Scope of Services)
 5. Required forms complete and submitted on time
-

VI. FINAL INTERVIEWS AND SELECTION

A. Interviews

The City will convene an Interview Panel and will invite proposing firms to make presentations of their proposals. The same evaluation criteria will be utilized as for the written proposals, described above.

B. Interview Process and Selection

1. Approximately three to five project teams may be invited to interviews.
2. The teams selected to be interviewed will be notified in writing. It is anticipated that the interviews will be conducted within 14 calendar days of notification. The interviews will last between 45 and 60 minutes, with the time allocated equally between the team's presentation and a question-and-answer period. Interviews will be held at a City of Oakland office to be determined.
3. All teams invited for interviews will be given the same amount of time to make a presentation and respond to questions presented during the interview.
4. At the completion of the interview process, the interview Panel will numerically rank the teams.
5. The City will negotiate a contract for professional services with the highest ranked team.

C. Rights Reserved by the City

1. All responses to the RFP become the property of the City.
2. No modifications or resubmittals of the initial proposals will be considered.
3. The City reserves the unqualified right to reject all proposals, modify, suspend, re-initiate, or terminate this RFP process or negotiations with any firm, at its sole discretion, at any time without notice or reason.
4. The City reserves the right to obtain additional information or clarifications from any company, without being required to make similar requests of any other company.
5. Any requests for additional information will be transmitted to proposing firms in writing. Failure of a firm to provide the information requested five business days from date of notification may result in the proposal being eliminated from consideration.

6. The City reserves the right to waive any defects as to form and content of the RFP of the responses by any consultant.
7. The City reserves the right to deem any proposal with incomplete responses as non-responsive and to give that proposal no further consideration.
8. Should the City and the first ranked firm not be able to reach an agreement as to contract terms and fee amount within a reasonable time frame, the City may terminate these negotiations. The City will then begin negotiations with the second ranked firm, and proceed down the list as necessary until an agreement is reached or the list is exhausted.

VII. FEE NEGOTIATIONS

- A. The City anticipates beginning discussions on details of the contract with the highest ranked Consultant within one week of determining the scoring.
- B. More specific information may be requested from the Consultant during discussions. It may also be necessary to resolve issues that are not addressed in this solicitation, or during the RFP process.

VIII. AWARD OF CONTRACT

Upon successful completion of the negotiations, a recommendation will be made to the City Council to authorize the City Administrator to enter into an agreement with the selected firm.

Following execution of the contract by the City Administrator, the Developer will be issued a Notice to Proceed by the City. No processing of Consultant invoices will occur prior to the issuance of the Notice to Proceed. The selected firm will be required to maintain auditable records, documents, and papers.

END OF RFP