

Atlanta BeltLine, Inc. Request for Proposals Property Management Services

INTRODUCTION

Atlanta BeltLine, Inc. ("ABI") requests proposals from firms interested in providing full service, comprehensive professional property management services to maintain former railroad corridors and other unimproved properties (see "Current BeltLine Landholdings," below) acquired for the BeltLine project (see "Project Overview," below). Refer to the map of the BeltLine in Attachment A.

ABI intends to award a contract for a period of up to five years, with an initial three year term and two one-year renewal options for exercise by ABI.

SUBMITTAL DEADLINE

All responses to this Request for Proposals must be submitted in hard copy and on CD in Adobe Acrobat format by no later than 3 p.m., Thursday, March 25, 2010. Submittals received after this time and date will not be considered. Please address the submittal to:

**Mr. Paul Vespermann
Director of Real Estate
Atlanta BeltLine, Inc.
86 Pryor Street, SW
Suite 200
Atlanta, Georgia 30303**

INQUIRIES

Formal requests for information must be made in writing. Unwritten questions and any verbal responses and/or comments will not be binding. All inquiries must be received by ABI by 5 p.m., Monday, March 15, 2010. ABI will provide all written questions and responses to interested bidders by close of business on Friday, March 19, 2010.

Inquiries regarding this RFP should be directed by email, writing or fax to:

**Mr. Paul Vespermann
Director of Real Estate
Atlanta BeltLine, Inc.
86 Pryor Street, SW
Suite 200
Atlanta, Georgia 30303
Fax: (404) 880-0616
Email: PVespermann@AtIBeltLine.org**

PROJECT OVERVIEW

The BeltLine is a transformative project shaping the way Atlanta will mature as a great city, by creating parks, trails, transit, and new development along a 22-mile loop of historic rail segments that encircle the City's urban core. Over the previous two decades, the metro region has grown as quickly as any major metropolitan area in recent U.S. history. However, the region's growth has come primarily in the form of widely spread, disconnected pockets of development. Increasingly, residents and businesses throughout the region experience the negative consequences of such unplanned growth—long commutes, poor air quality, auto dependency, and limited public space. Moreover, this sprawl has led to uneven economic activity. While the region has experienced unprecedented growth and job creation, many areas, particularly in southern portions of the City, have suffered from flight and disinvestment.

The BeltLine—by attracting and organizing a portion of the region’s future growth around parks, transit, and trails located in the inner core of Atlanta—will change this pattern of regional sprawl and lead to a vibrant and livable Atlanta with an enhanced quality of life for all City residents. The revival of this historically industrial landscape will become the uniquely Atlanta solution and exemplary national model for effectively managing growth by providing:

- A connected network of beautiful parks and greenspaces;
- Trails and pedestrian-friendly streets to link neighborhoods previously severed by rail and industry;
- A 22-mile transit loop providing an alternative to auto trips among jobs, residences, and cultural attractions;
- Compact mixed-used development that supports transit, parks and trail, as well as businesses;
- Preservation of surrounding single-family neighborhoods;
- Increases in affordable workforce housing;
- Preservation of historic buildings and structures; and
- Environmental remediation of underutilized brownfield areas.

25-YEAR VISION

The BeltLine is a combination of many project components. Any of these components realized separately would significantly enhance the overall quality of life for residents; but together, they comprise a framework and vision for a truly sustainable Atlanta. Features of the 25-year plan include:

- Transit—22-miles of transit connecting to the larger regional transit network, including MARTA and the proposed Peachtree-Auburn Streetcar;
- Parks—over 1,300 acres of new or expanded parks and open space, as well as improvements to over 700 acres of existing parks;
- Trails—33 miles of continuous trails connecting 40 parks, including 11 miles of spur connecting to parks near the BeltLine corridor;
- Jobs—more than 30,000 permanent jobs and 48,000 year-long construction jobs;
- Affordable workforce housing—5,600 new workforce housing units;
- Streets—new and renovated streets and intersections including 31 miles of new streetscapes connecting neighborhoods and parks to the BeltLine;
- Environmental remediation—clean-up of brownfield sites;
- Neighborhood preservation—preservation of existing single-family neighborhoods by providing appropriate transitions to higher-density uses and connectivity between neighborhoods severed by the railroad corridor;
- Tax base—an estimated \$20 billion increase in tax base over 25 years; and
- Industrial base—preservation and creation of viable light industry.

CURRENT BELTLINE LANDHOLDINGS:

(NOTE THAT THESE PROPERTIES REFLECT THE CURRENT LANDS THAT WILL BE COVERED BY THE CONTRACT TO BE AWARDED PURSUANT TO THIS RFP; ACTUAL PROPERTY PORTFOLIO WILL CHANGE FROM TIME TO TIME DURING THE TERM OF THE CONTRACT AS NEWLY-ACQUIRED PROPERTIES ARE ADDED AND CURRENTLY-LISTED PROPERTIES ARE DEVELOPED AS PART OF THE BELTLINE PROJECT.)

Abandoned railroad corridors currently owned or controlled by ABI or its related entities include:

- **Northeast Corridor:** 4.6 miles from Montgomery Ferry Road to Dekalb Avenue. Varying widths between 60-feet and 200-feet,
- **Reynoldstown Corridor:** 0.4 miles from Wylie Street to Memorial Drive. Varying widths between 60-feet and 120-feet.
- **Southwest Corridor:** 3.12 miles from Allene Avenue to Washington Park. Varying widths between 50-feet and 175-feet.

Unimproved properties currently owned by ABI or its related entities include:

- **Cox Property:** 4 acres located at the eastern end of Willoughby Way in Old Fourth Ward.
- **Various Parcels:** 6 acres associated with Phase II of Historic Fourth Ward Park located between North Avenue and Ralph McGill Boulevard.
- **Boulevard Crossing:** 22 acres associated with Boulevard Crossing Park located at the northwest corner of Boulevard and Englewood Avenue.
- **Four Corners:** 4.5 acres associated with the expansion of Four Corners Park located at the northwest corner of Capital Avenue and Weyman Avenue.
- **Harmon/Benoit:** 5 acres associated with Murphy Crossing located along the east side of Allene Avenue just north of Avon Avenue.
- **Enota Park:** 9 acres associated with the expansion of Enota Park located between Enota Place and Langhorn Street just south of I-20.

SCOPE OF SERVICES

The Consultant (the "Property Manager") will be required to provide full service, professional property management services necessary to maintain and preserve certain properties acquired as a part of the Atlanta BeltLine Project. See list above under "Current BeltLine Landholdings;" as noted, this portfolio of properties will change from time to time during the contract term. The Property Manager will be responsible for regularly assessing the conditions of the subject properties; developing and implementing preventive maintenance, and establishing capital plans necessary to maintain, preserve, and keep the premises in good repair and condition. At ABI's request, the Property Manager shall also oversee the design and build-out of minor site renovations, building demolition and improvements. Services to be performed include the following:

1. Conduct monthly inspections of the properties.
2. Provide monthly inspection reports.
3. Receive and order repairs to the properties as required.
4. Notification of ABI Staff and the Atlanta Police Department's HOPE Team to facilitate the mitigation of homeless encampments.
5. Secure properties as required. This may include boarding up properties, appropriate signage (i.e., "No Trespassing", etc.), and installing fencing and/or padlocks.
6. Perform maintenance and preventive maintenance, including removal of trash and debris, cutting grass and shrubbery, etc.
7. Conduct, or have conducted, property appraisals as directed.
8. Perform such other property management tasks for ABI properties as may be mutually agreed upon.

REQUIRED SUBMITTAL CONTENT

In order to secure information in a form which will ensure that proposals can be properly evaluated, you are asked to submit your proposal in the format listed below. Standard proposal formats are acceptable provided the following information is included:

- Title page should include the proposal subject, the firm's name, address, phone and fax numbers, email address, and contact person, date of the proposal.
- Table of Contents with page numbers.
- A transmittal letter briefly stating the understanding of the work to be done, the commitment to perform the work within the period, a statement why the firm believes it to be the best qualified to perform the engagement and that the proposal is an irrevocable offer for a stated period of time (minimum 120 days).
- Information about the firm. Is the firm local, national or regional? Outline the firm's history, philosophy and target market.
- Provide prior Property Management Services experience, particularly experience in dealing with non-profit organizations and local governments. Provide references of at least three local government or non-profit clients (with phone numbers and contact persons).
- A description of your understanding of the project objectives and outcomes and how these will be achieved.
- Team composition—a complete listing of all key personnel who will be assigned to this project, their background, experience, qualifications, roles and responsibilities, and availability.
- A proposed work plan and time schedule addressing the scope of work.
- A section detailing the cost for the work including cost estimates for out-of-pocket expenses and a proposed payment schedule based on the work plan. Responses should include unit prices to be used to negotiate the addition/removal of properties to the scope over time.
- Please indicate the total estimated hours required by classification by the partner, manager, and staff.
- Outline the level of support your firm will require of ABI staff.

ABI retains the right to request any additional information pertaining to the Consultant's ability, qualifications, and procedures used to accomplish all work under the contract as it deems necessary to ensure safe and satisfactory work. ABI reserves the right to reject any and all Proposals and to waive any informality in the solicitation process.

Applicants shall be aware that ABI has a Community Benefits Jobs Policy that will require companies to make every attempt to recruit new employees for BeltLine-related work from BeltLine neighborhoods. A fact sheet for this policy is provided in Attachment B.

Submittals must include five (5) hard copies and one CD containing the proposal in Adobe Acrobat format. Every effort should be made to make proposals as concise as possible using a minimum font size of 12 point. The body of the submittal is limited to a maximum of fifteen (15) double-sided pages.

Proposals shall be in sealed envelopes and clearly marked with "BeltLine Property Management Proposal". The proposals will be reviewed and evaluated for the relevant experience of the Project Team members and the firm(s), the understanding of the Project as delineated by the approach proposed the ability of the proponent to complete the work within a reasonable budget, and satisfaction of past clients. The fee proposal shall be enclosed in a separate, sealed envelope.

Lastly, proposals shall be double sided (each double sided page counts as one of the fifteen allowed) and printed on 100% recycled paper.

ABI assumes no obligation of any kind for expenses incurred in responding to this RFP. ABI reserves the right to reject all proposals at its sole discretion. Proposals, including costs, shall be honored for a period not to exceed 120 days.

ABI is committed to the practice of non-discrimination in the selection of team members and relationships with subcontractors with a desire to reflect diversity in the participation of companies engaged in the BeltLine effort. ABI strongly encourages participation by MBE/DBE and FBE entities in all contracts issued by ABI. We anticipate that as a part of a responsive submittal that MBE/DBE and FBE participation will be included. There is no set limit on the amount of MBE/DBE or FBE participation. Pre-Qualified companies will be required to list any and all Minority/Disadvantaged or Female Business Enterprises (M/D/FBE) that will be utilized on its team for this project and the projected dollar value of the amount of revenue to be received by the M/D/FBE and percentage of the overall Scope of Services the M/FBE will perform in response to future Invitations to Bid or Requests for Proposals. All respondents shall include specific information on the role of Minority and Female Owned Business Enterprises, on their team. It is advisable that Minority and Female Owned Business Enterprises be certified by either the Georgia Department of Transportation, the City of Atlanta, Georgia Minority Supplier and Development Council or MARTA. Applicants must include copies of MBE, FBE, DBE certifications for their sub-contractors with their submittal packages.

EVALUATION OF SUBMITTALS

Proposals must meet certain mandatory criteria in order to qualify for further evaluation. Any “no” answer to the first two questions will disqualify the proposal. A “yes” answer to the third question will require a written explanation, and may disqualify the proposal.

1. Is the firm properly licensed? yes no
2. Is the firm independent? yes no
3. Has disciplinary action been taken or is pending against the firm? yes no

Proposals will be reviewed using the following technical criteria. Proposals should address each question.

- Does the firm have a quality control program to help ensure adherence to high professional standards?
- Does the proposal fully respond to the needs of ABI?
- What is the timeframe the firm will be able to complete the services requested?
- Is the quality of the firm’s professional personnel to be assigned to the engagement and quality of the firm’s management support personnel available for technical consultation adequate?
- Has the firm performed similar services for other local governments, or has there been experience working with the City of Atlanta and Fulton County? If so, please list the references for local government experience and indicate if we may contact them.
- Has the firm performed services for any non-profit organizations? If so, please list the references for non-profit experience and indicate if we may contact them.
- Will the field personnel to be assigned to the engagement have previous non-profit or local government experience? How experienced and credentialed are the staffs that will be involved?
- Does the proposal adequately describe in a clear, concise, and understandable manner the work to be performed procedures to be used?

TERMS AND CONDITIONS

All submittals and supporting materials as well as correspondence relating to this RFP become property of ABI when received. Any proprietary information contained in the submittal should be so indicated. However, a general indication that the entire contents, or a major portion, of the proposal is proprietary will not be honored.

- A. All work by the Consultant under the contract awarded pursuant to the RFP shall be done in compliance with applicable State of Georgia and Federal laws, City and County ordinances, licenses and regulations of all agencies having jurisdiction over the subject properties. Said contract, and all questions concerning the execution, validity or invalidity, capability of the parties, and the performance of the parties under the contract, shall be interpreted in all respects in accordance with the laws of the State of Georgia.
- B. As necessary given the scope of work under the contract to be awarded, person(s) who will be responsible for any work shall be qualified to do the same.
- C. Sub-Consultants as part of the project team must be clearly identified in the submittal, including roles, resumes of key personnel and project references.
- D. No submittal shall be accepted from and no contract will be awarded to any person, firm, or corporation that is in arrears to ABI, The Atlanta Development Authority ("ADA") or the City of Atlanta, upon debt or contract, or that is a defaulter, as surety or otherwise, upon any obligation to ABI, ADA or the City of Atlanta, or that is deemed irresponsible or unreliable by ADA, ABI or the City of Atlanta. If requested, the Consultant or proposed Sub-Consultant shall be required to submit satisfactory evidence that they have the necessary financial resources to provide the proposed services.

PROFESSIONAL SERVICES INSURANCE REQUIREMENTS

Statutory Worker's Compensation Insurance

Commercial General Liability Insurance

- (a) \$1,000,000 limit of liability per occurrence for bodily injury and property damage
- (b) The following additional coverages must apply:
 - 1986 (or later) ISO Commercial General Liability Form
 - Dedicated Limits per Project Site or Location (CG 25 03 or CG 25 04)
 - Additional Insured Endorsement (Form B CG 20 10 with a modification for completed operations)
 - Blanket Contractual Liability (included in 1986 or later forms)
 - Broad Form Property Damage (included in 1986 or later forms)
 - Severability of Interest (included in 1986 or later forms)
 - Underground, explosion, and collapse coverage (included in 1986 or later form)
 - Personal Injury (deleting both contractual and employee exclusions)
 - Incidental Medical Malpractice

Auto Liability Insurance

- (a) \$500,000 limit of liability per occurrence for bodily injury and property damage
- (b) Comprehensive form covering owned, non-owned, leased, hired and borrowed vehicles
- (c) Additional Insured Endorsement
- (d) Contractual Liability

Professional Liability Insurance (if applicable) – Professional Liability Insurance Limit \$1,000,000 per

Occurrence / \$2,000,000 per aggregate.

Insurance company must be authorized to do business in the State of Georgia

Dedicated Limits per Project site or Location (CG 25 03 or CG 25 04 or some other form)

Additional insured shall be shown as: Atlanta BeltLine, Inc., The Atlanta Development Authority and the City of Atlanta on General and Auto Liability policies. The cancellation provision should provide 30 days notice of cancellation.

Insurance Company, except Worker's Compensation carrier, must have an A.M. Best Rating of A-6 or higher. Certain Worker's Comp funds may be acceptable by the approval of the Risk Management Division. European markets, including those based in London, and domestic surplus lines markets that operate on a non-admitted basis are exempt from this requirement, provided that the contractor's broker/agent can provide financial data to establish that a market is equal to or exceeds the financial strengths associated with the A.M. Best's rating of A-6 or better. Insurance Company must be licensed to do business by the Georgia Department of Insurance.

Certificates of Insurance, and any subsequent renewals, must reference specific bid/contract by project name and if applicable, project/bid number.

The Consultant shall agree to provide complete certified copies of current insurance policy(ies) if requested to verify the compliance with these insurance requirements. All insurance coverages required to be provided by the Consultant will be primary over any insurance program carried by ABI, ADA or the City of Atlanta.

Consultant shall incorporate a copy of the insurance requirements as herein provided in each and every subcontract with each and every Subcontractor in any tier, and shall require each and every Subcontractor of any tier to comply with all such requirements. Consultant agrees that if for any reason Subcontractor fails to procure and maintain insurance as required, all such required insurance shall be procured and maintained by Consultant at Consultant's expense.

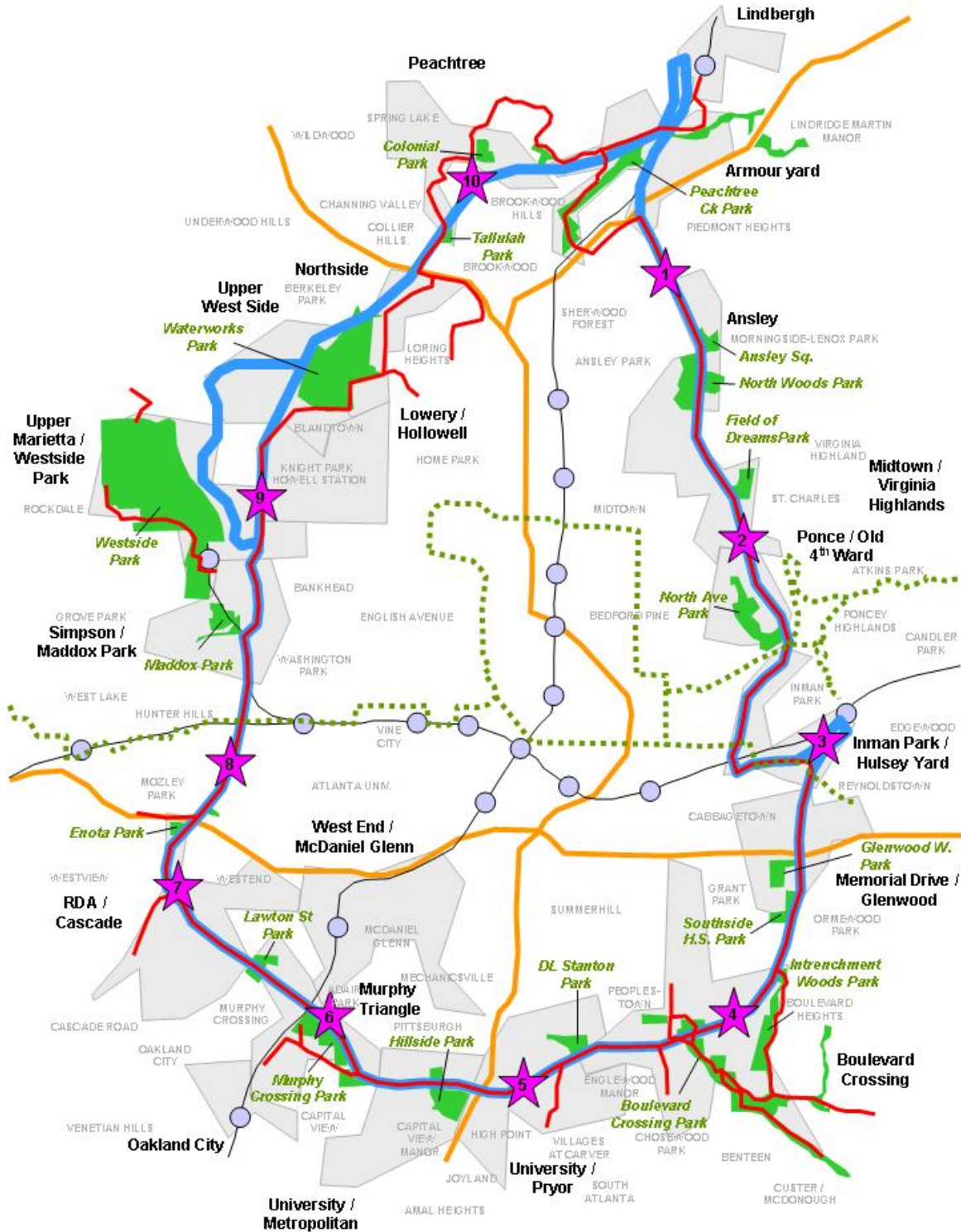
No Consultant or Subcontractor shall commence any work of any kind under the contract as awarded pursuant to this RFP until all insurance requirements contained in the contract have been complied with and until evidence of such compliance satisfactory to ABI as to form and content has been filed. The Accord Certificate of Insurance or a pre-approved substitute is the required form in all cases where reference is made to a Certificate of Insurance or an approved substitute.

The Consultant shall agree to waive all rights of subrogation against ABI or its successors or assigns, ADA, the City of Atlanta, and their respective officers, officials, employees, and volunteers from losses arising from work performed by the Consultant for ABI.

The Consultant shall make available, through its records or records of its Insurer, information regarding a specific claim. Any loss run information available from the contractor or their insurer will be made available to the county upon their request.

ATTACHMENT A

25-YEAR BELTLINE OVERVIEW MAP





ATTACHMENT B
ATLANTA BELTLINE
COMMUNITY BENEFITS JOBS PROGRAM
CONTRACTOR FACT SHEET

PURPOSE

The purpose of the Community Benefits Jobs Program is to connect qualified residents in BeltLine neighborhoods to job opportunities within BeltLine TAD capital projects. The program helps to increase the returns of public investment in infrastructure by providing construction job opportunities to neighborhoods that need them. It also trains a workforce for contractors that helps ensure a quality project on-time and on-budget.

FIRST SOURCE EMPLOYMENT AGREEMENT

Atlanta BeltLine, Inc. ("ABI") policy dictates that contractors must sign a BeltLine First Source Employment Agreement with ABI that requires good faith efforts to fill 50% of entry level work hours and 20% of all work hours¹, with people residing in BeltLine neighborhoods. The Agreement is a contract that is signed along with the construction contract and it details the responsibilities of contractors and penalties in the event of default.

CONTRACTOR REQUIREMENTS

Please refer to the BeltLine First Source Agreement for the details of contractor requirements. Major categories of contractor requirements include the following:

- Notifying ABI and Atlanta Workforce Development Agency ("AWDA") of New Construction Position availability
- Evaluating and interviewing candidates that are presented by AWDA for New Construction Positions¹
- Making good faith efforts, for New Construction Positions¹, to fill 50% of entry level work hours and 20% of all work hours, with people residing in BeltLine neighborhoods
- Reporting progress with each requisition for payment
- Ensuring compliance of subcontractors through training and reporting

PENALTIES

If the ABI Board of Directors determines that the contractor has not complied with the terms of the agreement, ABI may withhold progress payments up to 10% of the contract amount, among other remedies.

BENEFITS TO CONTRACTORS

- Recruitment – AWDA will prepare a list of pre-screened and qualified candidates.
- Reduce interviewing time – AWDA can bring several job candidates to the site for interviews during arranged times
- Tax credits – Contractors can receive tax credits (up to \$1,500) for every employee hired from specific areas within the BeltLine

¹ Applicable only for New Construction Positions, defined as any non-executive, non-professional engineering, non-office, or non-clerical jobs, or any jobs not filled by full-time employees on the Construction Contractor's payroll for at least three months prior to the notice to proceed for the Project.