

COMMONWEALTH OF KENTUCKY
FINANCE AND ADMINISTRATION CABINET
DIVISION OF REAL PROPERTIES
REQUEST FOR PROPOSALS

**SURPLUS REAL PROPERTY
OWNED BY THE COMMONWEALTH OF KENTUCKY**

**365,700 Sq. Ft. Tower
11,500 SF Office Space
Parking Garage
7.975 Acres +/-
Wilkinson & Mero Streets
Frankfort, KY**

Invitation No.: 081716
Proposals Due: August 17, 2016 at 11:00 a.m. Eastern Time
In the Division of Real Properties Office

1. Proposals must be submitted and received at the Division of Real Properties, Department for Facilities and Support Services, Finance and Administration Cabinet, 3rd Floor, Bush Building, 403 Wapping Street, Frankfort, Kentucky 40601-2607, not later than the specified "opening" time and date.
2. The Commonwealth of Kentucky reserves the unqualified right to reject any or all proposals.
3. Notice to Offerors - If you plan to attend the bid opening and have a disability which requires accommodations by the Division of Real Properties, please contact our office by August 12, 2016 to permit us to make reasonable arrangements.

SCOPE OF PROPOSAL

The Commonwealth has surplus real property consisting of a 365,700 +/- Sq. Ft., 25 story office tower, 11,500 +/- Sq. Ft. of office space fronting Wilkinson Blvd and a parking garage consisting of 767 +/- parking spaces situated on approximately 7.975 +/- acre located at the corner of Wilkinson and Mero Streets, Frankfort, Kentucky. The subject property is identified as Tract No. One (Survey Tract 3) of the deed attached hereto as Exhibit A. **Additional information, including pictures of this structure, may be viewed at www.finance.ky.gov** and clicking the link on the right for Surplus Real Estate. Subject property is being offered for sale, development or repurposing to benefit the Commonwealth and the city of Frankfort. Proposals will be accepted and evaluated for the above property.

PROPOSAL CONDITIONS

1. All proposals received by the due date and time will be considered for this property.
2. The attached Mero Street Overpass and any and all utility easements shall remain with the Commonwealth of Kentucky and not transfer with the property. Utility lines and HVAC equipment serving the Fountain Place Shops, Convention Center and the Capital Plaza Hotel are located in the basement of the Capital Plaza Tower, and must remain in place to continue service to the aforementioned facilities until an appropriation is made by the General Assembly to relocate and reroute the utilities. Utility locations are available upon request. An easement shall be retained by the Commonwealth in order to maintain these systems. The successful offeror will be responsible for separately metering the Capital Plaza Tower, parking garage and offices located along Wilkinson Boulevard for all utilities and separating all connections to the

Commonwealth's HVAC, electrical, and sewer lines and equipment.

3. The Commonwealth does not certify the square footage of the improvements or the amount of acreage located at the subject property. **The property is available "AS-IS" with no guarantees or warranties. Should the offeror or offeror's lending institution require an inspection of the property, the cost of such inspection is the sole responsibility of the offeror.**
4. Should you be a prospect and wish to view the property, the buildings will be open for a site visit on **July 14, 2016 from 9:00 a.m. to 12:00 p.m.**
5. It shall be the responsibility of the offeror(s) to inspect the property prior to submitting a proposal to determine pertinent factors of access, zoning, utilities, and easements, etc. No refunds or adjustments will be made because the property fails to meet standards of quality or conditions expected, nor will failure to inspect the property be grounds for any claim for relief from the terms of any proposal submitted in response to this RFP or any contract that may result herefrom..
6. Any and all questions should be submitted no later than August 1st to Scott Aubrey, Division of Real Properties, 3rd Floor, Bush Building, 403 Wapping Street, Frankfort, Kentucky 40601-2607 or by email at Scott.Aubrey@ky.gov. All questions and answers will be posted, along with the responses, on the Finance and Administration Cabinet website for all to review and will be included as an addendum to the RFP.
7. Should your proposal require conveyance of the subject property, a good marketable title to the property will be conveyed by deed containing covenant of special warranty of title. This sale is subject to the approval of the Secretary, Finance and Administration Cabinet, as authorized by KRS Chapters 45A and 56 and the Governor. The successful offeror or his/her successor in title will be responsible for the payment of all taxes falling due on the property after delivery of the deed, including the deed recording fees.

NOTE: A RESPONSE WILL ONLY BE CONSIDERED VALID WHEN DELIVERED TO THE RECEIVER ON OR BEFORE THE DESIGNATED DUE DATE AND TIME. FAXED OR EMAILED RESPONSES WILL NOT BE ACCEPTED.

8. THE COMMONWEALTH OF KENTUCKY RESERVES THE UNQUALIFIED RIGHT TO REJECT ANY AND ALL PROPOSALS.

PROPOSALS AND EVALUATION CRITERIA

Each offeror should submit one (1) original and three (3) copies of their proposal.

All proposals become the property of the Commonwealth of Kentucky. The successful proposal shall be incorporated into the resulting contract by reference.

Prior to the date specified for receipt of offers, a submitted proposal may be withdrawn by submitting a signed written request for its withdrawal to Scott Aubrey, Division of Real Properties, 3rd Floor, Bush Building, 403 Wapping Street, Frankfort, Kentucky 40601-2607.

The offeror's response shall contain the following:

◆ Transmittal Letter

The transmittal letter shall be in the form of a standard business letter and shall be signed by an individual authorized to legally bind the offeror. This signed letter will legally bind the offeror. It shall include:

1. A statement indicating the type of entity of the offeror, and the ownership of such entity.
2. A statement that the offeror is registered to do business in Kentucky or will obtain a Kentucky business license as well as any other documents required by law and the regulations of the Commonwealth of Kentucky prior to commencement of work.
3. A statement identifying all addenda to the RFP issued by the Commonwealth and received by the offeror. If no addenda have been received by the offeror, a statement to that effect should be included.
4. A statement that the offeror's proposal meets all requirements, provisions, specifications, terms and conditions set forth in the RFP, or in the alternative, an explanation of any deviations from such terms and conditions, specifications, requirements or provisions.
5. A statement that the offeror's proposal shall remain valid for ninety (90) days after the closing date for the receipt of proposals.

◆ Narrative of Design/Plan

This section shall clearly and succinctly describe the offeror's approach to this Project. For purposes of this RFP, Project shall be defined as the offeror's proposed use of the property and facilities described herein, including the proposed type of legal relationship, if any, the offeror expects to have with the Commonwealth of Kentucky upon award. Issues such as design intent, management approach, coordination with and benefits to the Commonwealth and impact on the City of Frankfort, short and long-term goals of the development should, at a minimum be addressed. If the offeror proposes a conveyance of the property and facilities described herein as a part of their proposal, this should be clearly indicated in the proposal.

◆ Corporate Background and Experience

The corporate background and experience section shall include from the offeror: details of the background of the offeror, date established, ownership (public company, partnership, subsidiary, etc.), company resources, details of company experience relevant to the proposed development. (Note: if the proposal is submitted by an individual, the same type of information will be required.)

Should the proposal be submitted by a corporation or business venture formed solely for the purpose of responding to this RFP, the above information shall be submitted for each individual within the said corporation, business venture or partnership.

◆ Financial

The offeror shall provide:

1. An audited financial statement for each of the last three years must be provided for the applicable legal entity submitting a proposal. This statement should, at a minimum, list all assets and liabilities and be certified by a registered certified public accountant who is not an officer of the company or individual submitting the proposal. offeror should also include a statement of changes of financial position of the business entity within the last three- (3) years. offeror should also include a statement of changes in financial position of the business entity within the last three (3) years. If the offeror is a new entity incorporated, then the offeror must provide individual income tax records and financial statements for all owners and/or general partners with more than twenty percent (20%) interest, for each of the last three (3) years.
2. A current (unaudited) financial statement.
3. Bank references for the company shall be provided including name, address, and current telephone number of the given financial institution. This should include a signed authorization for release of financial information from each bank listed.
4. A description of the proposed financing plan including, but not limited to, source of credit, terms of credit and repayment schedule. Source of credit will identify credit for construction as well as long term financing of structures.

SCORING AND PROJECT AWARD

The proposals will be reviewed by an evaluation team selected by the Finance and Administration Cabinet. All responsive proposals from responsible offerors will be evaluated to determine which proposal is the most advantageous to the Commonwealth.

The Commonwealth reserves the right to ask any offeror for clarification, and/or additional information as may be required to carry out the evaluation process.

The evaluation criteria and weight for each is as follows:

- | | |
|---------------------------------------|-------------------|
| ◆ Narrative Design/Plan | 100 – Max. Points |
| ◆ Corporate Background and Experience | 50 – Max. Points |
| ◆ Financial | 50 – Max. Points |

Total Maximum Points	200
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Each Committee Member will score each criteria and indicate a total score. An average score from the Evaluators will be calculated.

In addition to the information outlined above the offeror should identify innovative practices, business strategies and value-added services that will be offered by the offeror. This is an opportunity for the offeror to provide suggestions to distinguish themselves from other competing offerors.

REQUIRED AFFIDAVIT FOR BIDDERS, OFFERORS AND CONTRACTORS

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FOR BIDS AND CONTRACTS IN GENERAL:

- I. Each bidder or offeror swears and affirms under penalty of perjury, that:
 - a. In accordance with KRS 45A.110 and KRS 45A.115, neither the bidder or offeror as defined in KRS 45A.070(6), nor the entity which he/she represents, has knowingly violated any provisions of the campaign finance laws of the Commonwealth of Kentucky; and the award of a contract to the bidder or offeror or the entity which he/she represents will not violate any provisions of the campaign finance laws of the Commonwealth.
 - b. The bidder or offeror swears and affirms under penalty of perjury that, to the extent required by Kentucky law, the entity bidding, and all subcontractors therein, are aware of the requirements and penalties outlined in KRS 45A.485; have properly disclosed all information required by this statute; and will continue to comply with such requirements for the duration of any contract awarded.
 - c. The bidder or offeror swears and affirms under penalty of perjury that, to the extent required by Kentucky law, the entity bidding, and its affiliates, are duly registered with the Kentucky Department of Revenue to collect and remit the sales and use tax imposed by KRS Chapter 139, and will remain registered for the duration of any contract awarded.
 - d. The bidder or offeror swears and affirms under penalty of perjury that the entity bidding is not delinquent on any state taxes or fees owed to the Commonwealth of Kentucky and will remain in good standing for the duration of any contract awarded.

FOR “NON-BID” CONTRACTS (I.E. SOLE-SOURCE; NOT-PRACTICAL OR FEASIBLE TO BID; OR EMERGENCY CONTRACTS, ETC):

- II. Each contractor further swears and affirms under penalty of perjury, that:
 - a. In accordance with KRS 121.056, and if this is a non-bid contract, neither the contractor, nor any member of his/her immediate family having an interest of 10% or more in any business entity involved in the performance of any contract awarded, have

contributed more than the amount specified in KRS 121.150 to the campaign of the gubernatorial slate elected in the election last preceding the date of contract award.

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REQUIRED AFFIDAVIT FOR BIDDERS, OFFERORS AND CONTRACTORS

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- b. In accordance with KRS 121.330(1) and (2), and if this is a non-bid contract, neither the contractor, nor officers or employees of the contractor or any entity affiliated with the contractor, nor the spouses of officers or employees of the contractor or any entity affiliated with the contractor, have knowingly contributed more than \$5,000 in aggregate to the campaign of a candidate elected in the election last preceding the date of contract award that has jurisdiction over this contract award.

**STATEMENT OF FINAL DETERMINATION
OF VIOLATIONS
PURSUANT TO KRS 45A.485**

Pursuant to KRS 45A.485, the Bidder shall reveal to the Commonwealth, prior to the award of a contract, any final determination of a violation by the Bidder within the previous five (5) year period of the provisions of KRS Chapters 136, 139, 141, 337, 338, 341 and 342.

For the purpose of complying with the provisions of KRS 45A.485, please list any final determination(s) of violation(s) of KRS Chapters 136, 139, 141, 337, 338, 341, and 342, which have been rendered against the Bidder within the five (5) years preceding the award of this contract. Please include the date of the determination and the state agency issuing the determination. (Please use extra sheets if necessary.)

<u>KRS VIOLATION</u>	<u>DATE</u>	<u>STATE AGENCY</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

The Bidder is further notified that KRS 45A.485 requires that for the duration of this contract, the Bidder shall be in continuous compliance with the provisions of KRS Chapters 136, 139, 141, 337, 338, 341, and 342, which apply to the Bidder's operations. KRS 45A.485 further provides that the Bidder's failure to reveal a final determination of a violation of KRS Chapters 136, 139, 141, 337, 338, 341, and 342, or failure to comply with the above-cited statutes for the duration of the contract, shall be grounds for the Commonwealth's cancellation of the contract, and the Bidder's disqualification from eligibility to bid or submit proposals to the Commonwealth for a period of two (2) years.

**AUTHENTICATION OF BID AND AFFIDAVIT
OF NON-COLLUSION AND NON-CONFLICT OF INTEREST**

I hereby swear (or affirm) under the penalty for false swearing as provided by KRS 523.040:

1. That I am the bidder (if the bidder is an individual), a partner, (if the bidder is a partnership), or an officer or employee of the bidding corporation having authority to sign on its behalf (if the bidder is a corporation).
2. That the attached bid or bids covering Kentucky Division of Real Properties **Invitation No. 081716** have been arrived at by the bidder independently and have been submitted without collusion with, and without any agreement, understanding or planned common course of action with, any other bidder of materials, supplies, equipment or services described in the invitation to bid, designed to limit independent bidding or competition.
3. That the contents of the bid or bids have not been communicated by the bidder or its employees or agents to any person not an employee or agent of the bidder or its surety on any bond furnished with the bid or bids and will not be communicated to any such person prior to the official opening of the bid or bids.
4. That the bidder is legally entitled to enter into the contracts with the Commonwealth of Kentucky, and the awarding of this bid to the potential bidder will not be in violation of KRS 45A.330 to .340, 164.390 or KRS 11A.040 of the Executive Branch Code of Ethics.
5. That I have fully informed myself regarding the accuracy of the statements made above. I am not relying on any statements, verbal or otherwise, not contained herein. I have examined the property identified above and acknowledge its condition.

NOTE: BIDS SIGNED BY AN AGENT ARE TO BE ACCOMPANIED BY EVIDENCE OF HIS/HER AUTHORITY, UNLESS SUCH EVIDENCE HAS BEEN PREVIOUSLY FURNISHED TO THE AGENCY REPRESENTATIVE.

Should I be the successful bidder, make deed to:

(with) (without) Survivorship Clause

SIGNED BY: _____

SIGNED: (Type or Print) _____
(Name)

(Address, Street & Number)

(City, State, Zip)

(Telephone)

IMPORTANT: Complete this Bid Form in duplicate and mail the original with good faith bid deposit and lending approval to the address shown herein; keep the duplicate as your record.