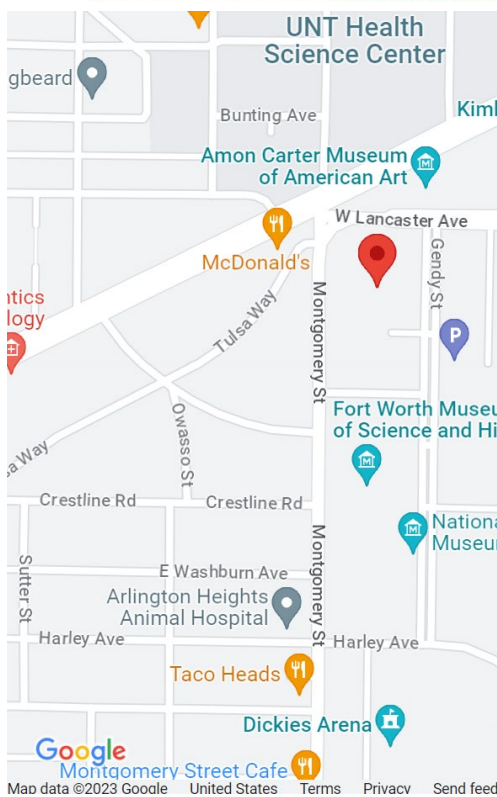


REQUEST FOR PROPOSAL 23-0071 REDEVELOPMENT OF COMMUNITY ARTS CENTER AT 1300 GENDY STREET



<https://www.fortworthtexas.gov/departments/finance/purchasing/bids-current>



Responses Due September 14, 2023, by 1:30 PM (Central Time)

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PURCHASING DIVISION

RFP COVER SHEET

REQUEST FOR PROPOSALS (RFP) 23-0071

REDEVELOPMENT OF COMMUNITY ARTS CENTER AT 1300 GENDY STREET

Issued: June 21, 2023

PROPOSAL SUBMISSION DEADLINE: September 14, 2023, by 1:30 PM (CDT - Local Time)

NO LATE PROPOSALS WILL BE ACCEPTED

<p><u>Proposal shall be delivered/mailed to:</u></p> <p>The Senior Purchasing Manager City of Fort Worth, Purchasing Division, Lower Level, City Hall, 200 Texas Street, Fort Worth, Texas 76102</p> <p>Note: Return this Cover Sheet with the Proposal.</p>	<p>Legal Name, d/b/a, and address of Proposer submitting the Proposal:</p> <p>_____</p> <p>_____</p>
<p>Pre-Proposal Conference will be held at 3:00 PM (Local Time) on July 19, 2023, at 1300 Gendy Street, Fort Worth, TX 76107, and via WebEx. Followed by a Building Tour. Link: https://fortworthtexas.webex.com/fortworthtexas/j.php?MTID=m64487511a479441b8945f86574747231</p> <p>Meeting Number (access code): 2559 521 7765 Meeting password: nTx4FSPmJ73 Join by phone: +1-469-210-7159 Join by video system or application: Dial 25595217765@fortworthtexas.webex.com</p>	<p>Authorized Person: _____</p> <p>Title: _____</p> <p>Signature: _____</p> <p>Contact Person Name: _____</p> <p>Phone: () _____ Fax: () _____</p> <p>Email: _____</p>
<p>For additional information/clarifications regarding this RFP, please see Section 5.0. Assigned Buyer: John Padinj FMS Purchasing Responses@fortworthtexas.gov</p>	<p>Bidder/Supplied ID with City of Fort Worth/ Federal ID Number (TIN): _____</p>
<p>Acknowledgment of Addenda: #1 _____ #2 _____ #3 _____ #4 _____ #5 _____</p>	
<ul style="list-style-type: none"> • PDF or Adobe or electronic signature is acceptable on this RFP cover page. The Authorized Person, by his/her signature, represents that he/she is submitting a binding proposal and is authorized to bind. By signing and submitting, acknowledges that he/she has received and read the entire document packet, including all documents incorporated by reference, and agrees to be bound by the terms therein. • Proposals must be received in the Purchasing Office by 1:30 PM, "Proposal Submission Deadline" AND TIME STAMPED PRIOR TO THE 1:30 PM DEADLINE IN ORDER TO BE CONSIDERED. Late bids will be returned or destroyed. • Proposals must be submitted in a sealed envelope WITH THE RFP NUMBER, RFP TITLE, AND PROPOSER'S LEGAL NAME WRITTEN ON THE OUTSIDE OF THE ENVELOPE. In the case of a courier, it should be on the outside of the courier's shipping envelope. • Bids will be opened and read aloud publicly at 2:00 PM in the City Council Chambers located at 200 Texas Street, Fort Worth, Texas. 	

EXECUTIVE SUMMARY

The City of Fort Worth (City) invites highly qualified firms to participate in this Request for Proposal (RFP) to establish an agreement to reimagine 1300 Gendy, Fort Worth, Texas as a world-class cultural hub and redevelop the property accordingly.

BACKGROUND

The City-owned building located in the Cultural District at 1300 Gendy Street is currently leased by Arts Fort Worth for use as the Fort Worth Community Arts Center (FWCAC) and the W.E. Scott Theater, consists of architecturally significant facilities constructed in three phases:

- 1954 - The Main Art Gallery designed by Herbert Bayer.
- 1966 - The W.E. Scott Theater and Solarium designed by Joseph R. Pelich.
- 1976 - The Art Museum and Porte Cochere designed by O'Neil Ford Associates.

The FWCAC and W.E. Scott Theater are one contiguous commercial building that is open to the public for the general use of the art galleries and performing arts theater. The majority of the building is being used for various art and performing arts functions for which it is well suited. The building also includes the Hardy and Betty Sanders black box theater. Situated in the heart of the Cultural District, the building functions well as an art gallery and performing arts facility with multiple access points for large-scale art or set design pieces as well as ample interior and exterior space for a variety of art displays and performances.

The Fort Worth Community Arts Center was founded in 1963 as the Arts Council of Fort Worth and Tarrant County. Arts Fort Worth is a nonprofit organization with the mission to promote, nurture, and support the arts in Fort Worth. Arts Fort Worth administers a competitive grant program, manages the Fort Worth Public Art program, and operates the Fort Worth Community Arts Center, a dynamic arts complex with theaters, galleries, studios, and office suites on behalf of the City of Fort Worth. Arts Fort Worth also provides educational programming and supports arts advocacy at all levels of government, rents the Arts Center for a wide range of private and public events and programs, and promotes experienced and emerging artists. Arts Fort Worth is supported in part by the City of Fort Worth and the Texas Commission on the Arts.

Made up of two main floors with a basement and a small sub-basement, the building is approximately 83,064 gross square feet and usable/rentable 63,473 square feet in size (based on PDFs of the building footprint and scaled accordingly by Bennett Partners, refer to Exhibit-G). The primary building structural materials are cast-in-place reinforced concrete and structural steel framing. Exterior materials include limestone square paneling, stucco, painted brick, and aluminum glazing. The roofing material appears to be a modified bitumen roofing system. There are three freight elevators and seven stairwells with access to the basement, first and/or second floors. Two of the seven stairwells have access to the sub-basement. The building is also equipped with a fire alarm and fire sprinkler systems; however, the systems are not throughout the entirety of the facility. Additional support spaces include but are not limited to, artist studios, performing arts practice spaces, green rooms, dressing rooms, catering pantry, administrative offices, set design and construction, and associated storage spaces.

The first phase of the building was the main art gallery that opened in 1954 and designed by Architect Herbert Bayer. In 1966, the W.E. Scott Theater was added to the north side of the building by Architect Joseph R. Pelich. The last addition was added to the east of the museum

and front porte cochere in 1976 by Architect O'Neil Ford Associates, giving the building a new front façade and landscaping facing Gendy Street. Many portions of the building in all three building phases remain intact as originally designed. The building does not have a historic designation on any level, although many of the original building components and its iconic design remain unchanged. The major building structure, exterior cladding, and interior walls appear to be structurally sound with only a few minor repairs identified herein.

The building currently includes multiple tenants and subtenants and it is anticipated that the selected proposal will incorporate space for these tenants and subtenants to the extent financially feasible. The current list of tenants and subtenants includes: Arts Fort Worth; Kids Who Care Inc. DBA KWC Performing Arts; Caminos del Inka; The Conducting Institute; Terra Music LLC; Texas Institute of Orchestral Studies; Q Cinema; Stolen Shakespeare Guild; Texas Network of Theatres; and the Thank You Darlin' Foundation. Proposers will have the opportunity to meet with the existing tenants and subtenants at the time and date included in the RFP schedule.

A building condition assessment was conducted in 2022 by the architectural firm Bennett Partners, and determined that 1300 Gendy requires repairs with an aggregate cost of approximately \$26 million. On February 14, the Fort Worth City Council approved a resolution appointing a task force on future uses of the building. The task force analyzed different options and recommended reimagining and redeveloping the property. Preservation of the building is not a requirement, although it is preferable that unique architectural characteristics of the current facility be incorporated into the redesign of the new facility and the architectural redesign to be inclusive of incorporating the unique characteristics of the current facility. Certain nearby parking lots, as further described in Exhibit - H, are operated by Trail Drive Management Corp. and motor vehicles parking in those lots are subject to a parking tax, collected at a rate of fifty percent (50%) of the rate imposed, but not to exceed \$5.00 per day.

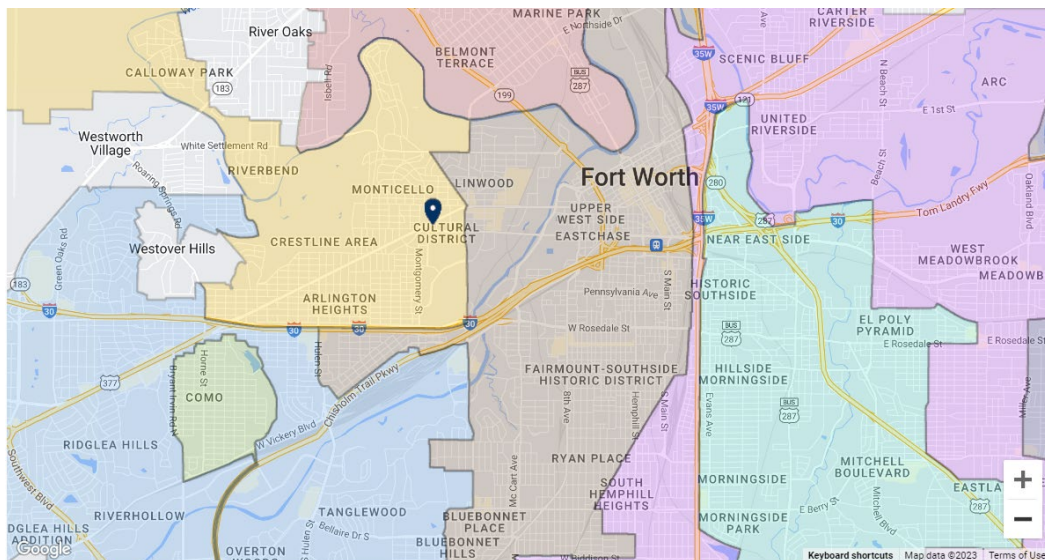
LOCATION

Address: 1300 Gendy Street, Fort Worth, Texas - 76107.

Coordinates: 32.74662968413299, -97.36910267379591

Arts Fort Worth > <https://www.artsfortworth.org/about-us>

Visit Hours: Monday to Saturday: 9 AM to 5 PM (Sunday – closed)



1.0 **SUBMISSION OF PROPOSALS**

1.1 One (1) signed original, two (2) copies, and one (1) USB flash drive containing electronic versions of Proposal documents required to be submitted listed in Section 34.0 must be submitted in a sealed package. Pricing must be contained in a separate envelope. Failure to submit a signed original, all copies and USB flash drive containing all proposal documents will deem the proposal as non-responsive. Proposer's name, address, and bid number should be marked on the outside of the package. Facsimile or electronic transmittals or offers communicated by telephone will not be accepted or considered. Proposal information that is not submitted in sealed packages will not be considered.

1.2 **Mail or Deliver Responses to the Following Address:**

City of Fort Worth Purchasing Division RFP# 23-0071
200 Texas Street, Lower Level
City Hall, Fort Worth, Texas 76102

2.0 **DELIVERY OF PROPOSALS**

Proposals must be received in the City's Purchasing Division no later than the submission deadline. The submitting Proposer is responsible for the means of on-time delivery of the proposal to the location listed in paragraph 1.2. Delays due to any instrumentality used to transmit the Proposals, including delay occasioned by the Proposer or the City's internal mailing system, will be the responsibility of the Proposer. Proposals must be completed and delivered in sufficient time to avoid disqualification for lateness due to difficulties in delivery. The time and date stamp clock in City's Purchasing Division is the official clock for determining whether submittals are submitted timely. Late Proposal documents will not be accepted under any circumstances.

3.0 **PROPRIETARY INFORMATION**

3.1 If a Proposer does not desire proprietary information in the Proposal to be disclosed, it is required to identify all proprietary information in the Proposal. This identification must be done by noting the words "Proprietary Information" individually on each page on which such proprietary information is found. If the Proposer fails to identify proprietary information, it agrees that by submission of its Proposal that those sections shall be deemed non-proprietary and made available upon public request.

3.2 Proposers are advised that the City, to the extent permitted by law, will protect Proposals from release. Proposer shall consider the implications of the Texas Public Information Act, particularly after the Request for Proposals (RFP) process has ceased and the Contract has been awarded. While there are provisions in the Texas Public Information Act to protect proprietary information where the Proposer can meet certain evidentiary standards, please be advised that a determination on whether those standards have been met will not be decided by the City, but by the Office of the Attorney General of the State of Texas. In the event a request for public information is made, the City will notify the Proposer, who may then make arguments to the Attorney General pursuant to 552.305, Texas Government Code. The City will not make arguments to the Attorney General on a Proposer's behalf.

4.0 **COMPLETION OF PROPOSAL RESPONSES**

- 4.1 Information presented in the Proposals will be used to evaluate the qualifications of the Proposer(s) and to determine the Proposer(s) which will be selected to provide services to the City.
- 4.2 Responses shall be completed in accordance with the requirements of this RFP. Statements made by a Proposer shall be without ambiguity, and with adequate elaboration, where necessary, for clear understanding.
- 4.3 Proposals shall be limited to a maximum of fifty (50), 8-1/2" X 11" pages (one side only and including cover letter) using a font size no smaller than 11-point Times New Roman or Arial and margins of at least one inch in each direction. The required/requested Attachments and Exhibits and Addendums are not of this page limit.
- 4.4 In order to be considered, responses must include all the documents and information requested in this RFP.

5.0 **CLARIFICATIONS AND ISSUANCE OF ADDENDA**

- 5.1 Any requests for explanation, clarification, or interpretation desired by a Proposer regarding any part of this RFP must be made prior to the published submission deadline, as referenced in Section 8.4 of this RFP.
- 5.2 IN ORDER FOR QUESTIONS TO BE ANSWERED, ALL QUESTIONS MUST BE HAND DELIVERED AND TIME STAMPED OR SENT BY E-MAIL BEFORE THE QUESTION DEADLINE AND MUST BE IDENTIFIED AS FOLLOWS:
 - 5.2.1 All explanations, clarifications, or questions must clearly identify the buyer's name and the bid number on the document or in the subject line of the email. For example: if sent by email, "Attention: John Padinj and Bid No. 23-0071" should be on the subject line. **If the buyer's name and bid number is not included as specified above, the question will NOT be answered.**
 - 5.2.2 Delivery of questions by:
 - 5.2.2.1 Hand Delivery – Fort Worth City Hall,
Purchasing Division, Lower Level, 200
Texas Street, Fort Worth, Texas 76102.
 - 5.2.2.2 Via Email - FMSPurchasingResponses@fortworthtexas.gov
Please note, if an e-mail confirming receipt of your e-mail is not received within one (1) business day, please contact the Purchasing Office at 817-392-2462.
- 5.3 If the City, in its sole discretion, determines that a change or additional information is needed or clarification is required, the City shall issue a written addendum

regarding such change, additional information, or clarification. The sole authority for issuing of addenda shall be vested in the City's Purchasing Division.

- 5.4 Interpretations, corrections, or changes to the RFP are not binding upon the City if they are made in any manner other than a written addendum, and Proposer(s) shall not rely upon such written interpretations, corrections, or changes. Oral explanations or instructions given before the award of the Contract are not binding. Each Proposer must acknowledge receipt of all addenda within its response.

6.0 **UNAUTHORIZED COMMUNICATIONS**

Any oral communications are considered unofficial and non-binding with regard to this RFP. After the release of this solicitation, Proposer(s) are prohibited from contacting or communicating with any City officer, employee, or representative regarding this RFP other than (i) the point of contact designated on the cover page of this RFP or (ii) the Minority Women and Business Enterprise (MWBE) Office. No officer, employee, agent, or representative of the Proposer(s) shall, directly or indirectly through others, have any contact or discussion, oral or written, with any members of the City Council; members of the RFP evaluation, interview, or selection panels; members of the 1300 Gendy Task Force; City staff or City's consultants, or seek to influence any City Council Member, RFP evaluator, Gendy Task Force member, City staff, or City's consultants regarding any matters pertaining to this solicitation, except as expressly provided herein. **IF A REPRESENTATIVE OF ANY PROPOSER VIOLATES THE FOREGOING PROHIBITION BY CONTACTING ANY OF THE ABOVE-LISTED PARTIES WITH WHOM CONTACT IS NOT AUTHORIZED, SUCH CONTACT MAY RESULT IN THE PROPOSER BEING DISQUALIFIED FROM THE RFP PROCESS.**

7.0 **WITHDRAWAL OF PROPOSALS**

An authorized representative of the Proposer may withdraw a Proposal at any time **prior to** the RFP submission deadline, upon presentation of acceptable identification as a representative of such company.

8.0 **AWARD OF CONTRACT**

- 8.1 It is understood that the City reserves the right to accept or reject any and all Proposals and to re-solicit for Proposals, as it shall deem to be in the best interests of the City. Receipt and consideration of any Proposals shall under no circumstances obligate the City to accept any Proposals. If an award of the contract is made, it shall be made to the responsible Proposer whose Proposal is determined to be the best-evaluated offer taking into consideration the relative importance of the evaluation factors set forth in the RFP.
- 8.2 The Contract(s) awarded from this RFP shall be executed for a forty-year initial term with four (4) ten-year options to renew at the City's sole discretion.
- 8.3 The City reserves the right to award a single contract or multiple contracts by section listed in the Scope of Work.

8.4 **Tentative Schedule of Events** (all times stated below are CDT - Local Time)

RFP Release Date:	June 21, 2023
Pre-Proposal Conference, Building Tour, and Discussion with Existing Tenants at 1300 Gendy St.:	July 19, 2023, at 3:00 PM
Deadline for Questions:	August 1, 2023, at 5:00 PM
Deadline for Answers:	August 15, 2023
Initial Proposals Due Date and Time at Purchasing Division, Lower Level, City Hall:	September 14, 2023, 1:30 PM
Evaluation of Proposals:	September/October 2023
Evaluation of Initial Proposals by Panel:	October 4, 2023
* Public Presentation of Proposals by 2 to 4 Finalists at 1300 Gendy St. (1 hour for each proposal: 20 minutes presentation, 30 minutes for questions, and 10 minutes break/AV setup):	October 11, 2023 6:00 PM
Feedback from Public Due:	October 16, 2023, 4:00 PM
Public Feedback Provided to Finalists:	October 18, 2023
Revised/ Final Proposal Due from Finalists:	October 25, 2023
* Interview/Presentation of Proposals to Panel by 2 to 4 Finalists at City Hall (1 hour for each proposal: 20 minutes presentation, 30 minutes for questions, and 10 minutes break/AV setup):	November 1, 2023 2:00 PM
Final Evaluation of Proposals by Panel:	November 8, 2023
Contract Negotiations:	November/December 2023
City Council Approval:	January 2024
Contract Effective (anticipated):	February 2024

Note: * Required on site attendance of Finalists upon invitation from the City.

9.0 **PERIOD OF ACCEPTANCE**

Proposer acknowledges that by submitting the Proposal, Proposer makes an offer that, if accepted in whole or part by the City, constitutes a valid and binding contract as to any and all items accepted in writing by the City. The period of acceptance of proposals is three hundred and sixty-five (365) calendar days from the date of opening unless the Proposer notes a different period.

10.0 **TAX EXEMPTION**

The City of Fort Worth is exempt from Federal Excise and State Sale Tax; therefore, tax must not be included in any contract that may be awarded from this RFP.

11.0 **COST INCURRED IN RESPONDING**

All costs directly or indirectly related to the preparation of a response to the RFP or any oral presentation required to supplement and/or clarify a Proposal which may be required by the City shall be the sole responsibility of and shall be borne by the participating Proposer.

12.0 **NEGOTIATIONS**

The City reserves the right to negotiate all elements that comprise the successful Proposer's response to ensure that the best possible consideration be afforded to all concerned.

13.0 **CONTRACT INCORPORATION**

The contract documents shall include this RFP, the Proposer's Response to the RFP, the standard City Terms and Conditions (Attachment F), and such other terms and conditions as the parties may agree.

14.0 **NON-ENDORSEMENT**

If a Proposal is accepted, the successful Proposer, hereinafter "Contractor," shall not issue any news releases or other statements pertaining to the award or servicing of the agreement that state or imply the City of Fort Worth's endorsement of the successful Proposer's services.

15.0 **PROPOSAL EVALUATION PROCESS**

15.1 This RFP will be evaluated in two phases. In the first phase, an evaluation committee will evaluate all responsive proposals and select a small group of finalists (Phase I).

15.2 In Phase II, the selected finalist will then be required to make public presentations in order to receive feedback from community stakeholders. The evaluation committee will not be present or engage in the public presentation process. Finalists will be provided relevant community feedback to determine whether any revisions to their proposals are appropriate. Finalist will then submit and present their final proposals to the evaluation committee. During their presentation to the evaluation committee, Finalists may choose to point out specific changes to their proposal based on any public feedback they received through the public presentation process.

15.3 Following Phase II, the evaluation committee may recommend one or more Proposers to the City Manager. Selection of a proposal may be made without discussion with Proposers after proposals are received. Proposals should, therefore, be submitted on the most favorable terms.

15.4 City reserves the right, at its sole discretion, to determine the process for proposal evaluation and may elect to accelerate and/or decelerate the evaluation process by combining, eliminating or expanding phases as it is deemed in the public interest to do so.

15.5 RFP responses that deviate substantially from the requirements of the RFP will be rejected.

15.6 The City reserves the right to reject any or all proposals.

- 15.7 Proposers should be prepared to attend all meetings, presentations, etc., listed in the schedule included in Section 8.4. Failure to attend a required event may result in disqualification and shall be determined by the City in its sole discretion.
- 15.8 Contract award will be by section or overall total, whichever the City determines to be in the City's best interest.
- 15.9 The City anticipates selecting Proposer(s) that will be recommended to the City Council for the award of a contract to provide the requested services to the City.

16.0 **REQUIREMENTS AND PROPOSAL EVALUATION FACTORS**

- 16.1 In order for the Proposer's response to be evaluated, the Proposer must provide:
 - 16.1.1 A complete proposal submitted within the stated deadline and in accordance with the proposal specifications. All documents requested in Section 34.0 and;
 - 16.1.2 Documents which show the Proposer is responsive to the Business Equity Goal. The Business Equity Goal for this RFP is 15%. Refer to BUSINESS EQUITY (MWBE) Section 29 below; failure to comply with this section will result in the proposal being deemed non-responsive.
- 16.2 If the proposal meets the above requirement in Section 16.1, selection will be based on the qualified Proposer(s) that is determined to be the most advantageous to the City considering the relative importance of evaluation factors listed below:

Max Points	Selection Criteria (not limited to the below descriptions)
Development Concept – up to 45 points available	
10	<p>Cultural: Impact upon Fort Worth's overall cultural vitality and the cultural vitality of arts in the City of Fort Worth, including:</p> <ul style="list-style-type: none"> • Developing local artists; • Attracting reputable artists; • Complementing other institutions in the Cultural District; • Inclusion of a state-of-the-art performance stage/theater where plays, dance performances, music and other art shows can take place; • Inclusion of gallery space to showcase developing local artists; • Inclusion of an incubator for emerging artists and arts organizations, which should contain gallery, studio, and rehearsal space, and a theater; and • Provision of suitable space for existing tenants of the Fort Worth Community Arts Center, subject to economic feasibility; and • The inclusion of a plan to allow visitors of the current facility to access a new world-class cultural hub and have access to practice space, art showcase rooms, the theater, etc.

	Please note: Any proposal that fails to include an arts incubator and performance stage/theater space, as described above, may be deemed nonresponsive and not considered for award.
5	<p>Social: Impact upon the size and diversity of the building’s visitor base</p> <ul style="list-style-type: none"> • Plan to attract large numbers of diverse artists and visitors, including historically underserved and minority populations. • The current community arts center receives 15,000 to 20,000 visitors per year. • Demonstrates a strong record of meaningful community engagement.
10	<p>Economic: Impact upon economic activity in the Cultural District and Fort Worth as a whole</p> <ul style="list-style-type: none"> • Plan to attract a large number of local, national and international visitors who stay in hotels and local lodging and make contributions to the local economy through sales and HOT taxes. • Plan for the redevelopment to serve as a catalytic project that would likewise have a domino-effect of other world-class facilities being built in and around Fort Worth proper. • Demonstrates alignment with the City of Fort Worth Economic Development Strategic Plan.
5	<p>Financial: Impact upon the City’s capital and operating budgets through increased revenue collection caused by the development.</p> <ul style="list-style-type: none"> • Impact on sales tax, hotel occupancy tax, job creation, etc. • Ability to fund the project without City incentives or funding. • A pro forma showing anticipated cash flow and funding is preferred.
5	<p>Health, Safety, and Environmental: Impact upon the health and safety of residents, visitors, and the community</p> <ul style="list-style-type: none"> • Exceeds minimum standards and relevant codes; • Consideration of energy conservation, carbon emissions, LEAD certification, and related impacts; • The use of sustainable, quality materials throughout the development.
5	<p>Preservation: Impact upon the preservation of Fort Worth’s history, including but not limited to existing structures on site</p> <ul style="list-style-type: none"> • Although preservation of the building is not required, it is recommended that unique architectural characteristics of the current facility be incorporated into the redesign of the new facility.
5	<p>Architectural: Impact upon the Cultural District’s architectural character</p> <ul style="list-style-type: none"> • State-of-the-art and of world-class architecture; • Incorporate the history and architecture of the existing building in a meaningful way; • The current facility is architecturally unique to the Cultural District. Although this is a request for redevelopment, the architectural redesign should be inclusive of incorporating the unique characteristics of the current facility.

Development Team – up to 45 points available	
15	<p>Professional Qualifications:</p> <ul style="list-style-type: none"> • Includes information on comparability (scale, mix of uses, etc.) and success (time to stabilized occupancy, etc.) of past projects undertaken by the developer within similar historic and cultural contexts; • Is responsive to and specifically informed by historic and cultural context; • Provides quality design and construction in building elements; • Provides quality urban design elements: <ul style="list-style-type: none"> ➤ pedestrian connections through and within; ➤ public plazas and open spaces; ➤ landscape elements; ➤ treatment, phasing, and arrangement of parking; and ➤ active, pedestrian-friendly mix of uses and structures.
15	<p>Relevant Experience:</p> <ul style="list-style-type: none"> • Experience working on complex cultural facilities and engaging the public. • Demonstrates qualifications to execute the delivery of a development with the complexity and market challenges of this specific site.
15	<p>Ability to Deliver Project on Time and within Budget:</p> <ul style="list-style-type: none"> • Identifies estimated timeframes for design, construction, and occupancy. • Demonstrates financial capacity to deliver a project of this scope in the near term.
Public Engagement - up to 10 points available	
10	<p>Public Engagement:</p> <ul style="list-style-type: none"> • Proposer’s demonstrated plan to keep the public informed throughout the development process. • Proposer’s willingness to engage the public and respond to legitimate public feedback regarding the development.

17.0 **GENERAL PROVISIONS**

The Contractor shall not assign its rights or duties under an award without the prior written consent of the City of Fort Worth. Such consent shall not relieve the assignor of liability in the event of default by its assignee.

18.0 **SUBCONTRACTORS**

Proposer(s) may include subcontractors for any part of services offered. City reserves the right, at its sole discretion, to accept or reject any proposal that includes subcontractors. Upon award of a contract, City reserves the right to pre-approve use of any and all subcontractors.

19.0 **BEST AND FINAL OFFER**

The City, at its sole discretion, may elect to request Best and Final Offers from Proposer(s) whose proposals are deemed most advantageous to the City by the Evaluation Committee. Contract negotiations will then be based on submitted Best and Final Offers.

20.0 **ASSIGNMENT**

The Proposer(s) shall not assign its rights or duties under an award without the prior written consent of the City. Such consent shall not relieve the assignor of liability in the event of default by its assignee.

21.0 **ERRORS OR OMISSIONS**

The Proposer shall not be allowed to take advantage of any errors or omissions in this RFP. Where errors or omissions appear in this RFP, the Proposer shall promptly notify the City's Purchasing Division in writing of any such error or omission it discovers. Any significant errors, omissions or inconsistencies in this RFP are to be reported no later than ten (10) days before the submission deadline for RFP responses.

22.0 **TERMINATION**

22.1 If this award results in a contract, it shall remain in effect until contract expires, delivery and acceptance of products and/or performance of services ordered or terminated by the City or Contractor with a thirty (30) day written notice prior to cancellation.

22.2 In the event of termination, the City reserves the right to award a contract to next lowest and best Proposer as it deems to be in the best interest of the City.

22.3 Further, the City may cancel this contract without expense to the City in the event that funds have not been appropriated for expenditures under this contract. The City will return any delivered but unpaid goods in normal condition to the Proposer or pay for the goods, at the City's sole direction.

23.0 **RIGHT OF ASSURANCE**

Whenever the City has reason to question the Proposer's intent to perform, the City may demand that the Proposer(s) give written assurance of Proposer's intent to perform. In the event a demand is made, and no assurance is given within ten (10) calendar days, the City may treat this failure as an anticipatory repudiation of the contract.

24.0 **CHANGE ORDERS**

No oral statement of any person shall modify or otherwise change or affect the terms, conditions or specifications stated in the resulting contract. All change orders to the contract will be made in writing and signed by both parties. Change orders must be approved by City Council if dollar amount is over \$100,000.00.

25.0 **VENUE**

The agreement(s) will be governed and construed according to the laws of the State of Texas. The agreement(s) is (are) performable in Tarrant County, Texas. Venue shall lie exclusively in Tarrant County, Texas.

26.0 **CONFLICT OF INTEREST**

No public official shall have interest in this contract, in accordance with Vernon's Texas Codes Annotated, Local Government Code Title 5, Subtitled C., Chapter 171. (See Attachment A).

27.0 **INSURANCE**

For the duration of a contract resulting from this RFP, Proposer shall carry insurance in the types and amounts as negotiated in the final Agreement.

28.0 **CONTRACT CONSTRAINTS AND CONDITIONS**

28.1 All services shall be provided in accordance with applicable requirements and ordinances of the City, laws of the State of Texas, and applicable federal laws.

28.2 A few of the proposed terms and conditions have been provided with this RFP as Attachment F. However, all final terms and conditions will be negotiated with the awarded Proposer.

29.0 **BUSINESS EQUITY (MWBE):**

29.1 The Business Equity Goal for this RFP is 15%.

29.2 All proposers shall note that the Business Equity Ordinance No. 25165-10-2021 (codified in Chapter 20, Article X of the Fort Worth Code of Ordinances, as amended), and any relevant policy or guidance documents, was adopted to ensure the full and equitable participation of certified Minority- and Women-owned business enterprises (M/WBEs), (collectively, "Business Equity Firms") in City contracts for the procurement of goods and services where a contract's total dollar value is greater than \$100,000, as detailed below.

29.3 If a Proposer is certified as a Business Equity Firm, such Proposer can count its self-performance services towards meeting the Business Equity Goal(s) for the assigned NAICS commodity codes on their MBE or WBE certification. If such Proposer will not self-perform all of the work, it will be required to provide subcontracting opportunities with certified Business Equity Firms to meet the stated goal(s).

29.4 Proposers must obtain a listing of certified Business Equity Firms from the City of Fort Worth's Department of Diversity and Inclusion (DVIN). The request for listings form can be found on the City's website at <https://www.fortworthtexas.gov/departments/diversity-inclusion/business-equity>, or email DVIN_BEOffice@fortworthtexas.gov. The selected offeror acknowledges

it will present Business Equity Firms currently certified by the North Central Texas Regional Certification Agency (NCTRCA) or Dallas/Fort Worth Minority Supplier Development Council (D/FW MSDC) and the Women's Business Council Southwest (WBCS) and accepted by the City of Fort Worth in order for the participation to be counted towards the established goal(s).

- 29.5 The firms must be located in the Marketplace, or meet the requirements of the City's Significant Business Presence which means a Person (1) which has its principal place of business located inside the Marketplace; or (2) which has its principal place of business located outside the Marketplace but has been verified to be in existence for a minimum of 24 months and from which at least 20% of the business's workforce is based in the Marketplace; or (3) which has cumulative business receipts greater than \$1,000,000 for work done in the Marketplace since January 1, 2013.
- 29.6 Proposers shall submit with their proposals a preliminary Business Equity Utilization Plan ("Plan") to address how it will comply with the Business Equity Goal(s). At a minimum, the preliminary Plan must certify that the Proposer will comply with the requirements and present evidence of the Proposer's past business diversity procurement practices.
- 29.7 Failure to submit a preliminary Plan may render a Proposer non-responsive.
- 29.8 Business Equity Firms must be certified at the time the proposal is submitted, in order for the participation to be counted towards the established goal.
- 29.9 Short-listed firms are required to submit the final Utilization Plan detailing efforts to comply with the Business Equity Goal(s).
- 29.10 For additional information, contact the DVIN at (817) 392-2674 or send email to DVIN_BEOffice@fortworthtexas.gov.
- 29.11 If a Business Equity goal has been established for the bid, the applicable documents must be submitted by all bidders wishing to continue in the bid evaluation process on the 3rd City business day after the bid opening date, exclusive of the bid opening date, to the City location specified in the bid. Bidders shall obtain a receipt from the appropriate department as evidence that the City received the documentation. See Attachment G.
- 30.0 **COOPERATIVE PURCHASING - DELETED (NOT APPLICABLE)**
- 31.0 **BILLING FOR SERVICES AND PAYMENT**
 - 31.1 Proposer shall bill for services based on the Proposed Service Fees and Charges Schedule for actual services performed, as presented in Attachment B.
 - 31.2 All payment terms shall be "Net 30 Days" unless specified in the proposal.
 - 31.3 Proposer shall invoice no more frequently than monthly for services provided.

- 31.4 Proposer shall submit separate invoices in duplicate, on each purchase order or purchase change order after each transaction. Invoices shall indicate the purchase order or purchase change order number. Invoices shall be itemized.
- 31.5 Successful Proposers (Vendor) are encouraged to register for direct deposit payments prior to providing goods and/or services using the forms posted on the City website at <http://www.fortworthtexas.gov/purchasing>.
- 31.6 The Vendor shall send invoices electronically to our centralized Accounts Payable department invoice email address: supplierinvoices@fortworthtexas.gov. This email address is not monitored, so please do not send correspondence to this email address. The sole purpose of the supplier invoices email address is to receive and process supplier invoices.
- 31.7 Please include the following in the subject line of your e-mail: vendor name, invoice number, and PO number, separated by an underscore (ex: Example, Inc._123456_FW013-0000001234)
- 31.8 To ensure the system can successfully process your invoice in an expedient manner, please adhere to the following requirements:
- 31.8.1 All invoices must be either a PDF or TIFF format.
- 31.8.2 Image quality must be at least 300 DPI (dots per inch).
- 31.8.3 Invoices must be sent as an attachment (i.e. no invoice in the body of the email).
- 31.8.4 One invoice per attachment (includes PDFs). Multiple attachments per email is acceptable, but each invoice must be a separate attachment.
- 31.8.5 Please do not send handwritten invoices or invoices that contain handwritten notes.
- 31.8.6 Dot matrix invoice format is not accepted.
- 31.8.7 The invoice must contain the following information:
- 31.8.7.1 Supplier Name and Address;
- 31.8.7.2 Remit to Supplier Name and Address, if different;
- 31.8.7.3 Applicable City Department business unit# (i.e. FW013)
- 31.8.7.4 Complete City of Fort Worth PO number (i.e. the PO number must contain all preceding zeros);
- 31.8.7.5 Invoice number;

31.8.7.6 Invoice date; and

31.8.7.7 Invoices should be submitted after delivery of the goods or services.

31.9 To prevent invoice processing delays, please do not send invoices by mail and email and please do not send the same invoice more than once by email to supplierinvoices@fortworthtexas.gov. To check on the status of an invoice, please contact the City Department ordering the goods/services or the Central Accounts Payable Department by email at: [ZZ FIN AccountsPayable@fortworthtexas.gov](mailto:ZZ_FIN_AccountsPayable@fortworthtexas.gov).

31.10 If you are unable to send your invoice as outlined above at this time, please send your invoice to our centralized Accounts Payable department instead of directly to the individual City department. This will allow the City staff to digitize the invoice for faster processing.

31.11 If electronic invoicing is not possible, you may send your paper invoice to:

City of Fort Worth
Attn: FMS Central Accounts Payable
200 Texas Street, Fort Worth, Texas 76102

The City's goal is to receive 100% of invoices electronically so that all supplier payments are processed efficiently. To achieve this goal, we need the Vendor's support.

If Vendor has any questions, please contact the Accounts Payable team at (817) 392-2451 or by email at [ZZ FIN AccountsPayable@fortworthtexas.gov](mailto:ZZ_FIN_AccountsPayable@fortworthtexas.gov)

31.12 Vendor shall not include Federal, State or City sales tax in its invoices. City shall furnish a tax exemption certificate upon Vendor's request.

32.0 **CERTIFICATE OF INTERESTED PARTIES FORM 1295**

The successful Proposer may be required to complete Form 1295 and submit to the Purchasing contact listed in the solicitation before the purchase/contact will be presented to the City Council. The form may be completed at https://www.ethics.state.tx.us/whatsnew/elf_info_form1295.htm.

33.0 **CHANGE IN COMPANY NAME OR OWNERSHIP**

The Vendor shall notify the City's Purchasing Manager, in writing, of a company name, ownership, or address change for the purpose of maintaining updated City records. The president of the company or authorized official must sign the letter. A letter indicating changes in a company name or ownership must be accompanied with supporting legal documentation such as an updated W-9, documents filed with the state indicating such change, copy of the board of director's resolution approving the action, or an executed merger or acquisition agreement. Failure to do so may adversely impact future invoice payments.

34.0 **PROPOSAL REQUIREMENTS**

Proposals should adequately address all evaluation factors listed on 16.0 and include the following list of required items that will be used as part of the evaluation. Proposals should be prepared as simply as possible and provide a straightforward, concise description of the proposer's capabilities to satisfy the requirements of the RFP. Utmost attention should be given to accuracy, completeness, and clarity of content. All parts, pages, figures, or tables should be numbered and clearly labeled. Response information should be limited to pertinent information only.

Proposer shall utilize the format below to submit their proposal. **Proposer's proposal submission must include the following information; failure to provide all the information will deem the bid non-responsive:**

- 34.1 A completed and signed original Request for Proposals (RFP) Cover Sheet. The primary contact should be identified, together with both telephone and email contact information. The cover letter will not be included in the page count;
- 34.2 Table of Contents of the material contained in your response;
- 34.3 Executive Summary –The purpose of the Executive Summary is to provide a high-level description of the Proposer's ability to meet the requirements of the RFP. Briefly state your understanding of the services to be performed and make a positive commitment to provide the services as specified;
- 34.4 Company History and Ownership- Proposers shall provide a brief overview of company history and current ownership in narrative form. If owned by a private equity or investment firm, please provide the name of the private equity or investment firm and when the operating entity was acquired. All subcontractors must be identified, including the role of each subcontractor.
- 34.5 Company Experience - Proposer shall briefly describe in narrative format the Proposer's experience. The Proposer shall communicate their company background and history, with a specific focus on history in Fort Worth, Dallas-Fort Worth Metroplex and Texas.
- 34.6 The Proposer shall demonstrate that it has the preferred minimum experience of five (5) years of delivering similar projects for clients similar to the size of Fort Worth.
- 34.7 A summary letter that introduces your firm or consultant team, briefly states your interest in the project, briefly outlines your firm or team's experience and qualifications, summarizes the approach you would anticipate taking to the project regarding staffing, partnerships (including partnerships with the building's existing tenants), etc. Discuss any major concerns or questions regarding the project, and express the reason that your firm or team is the logical choice for this project.
- 34.8 Description of your firm or team's corporate/organization structure and the credentials of its leadership and key staff likely to be assigned to responsible roles in the project. The contact person for further communication regarding the project

shall also be specifically identified, including name, phone, and email information. Also, this section should include an outline of the general business approach to the project along with a brief summary of the Respondent's vision regarding how the partnership will work.

- 34.9 Project Proposal including renderings, description of anticipated use, and detailed public engagement plan. The proposal should include detailed specifications of the proposed redevelopment and how it will specifically address each of the criteria listed above in Section 16.2 *Development Concept*. Failure to include required components, such as an arts incubator, performance stage/theater space, and plan to include space for existing tenants and subtenants may render the proposal non-responsive.
- 34.10 Detailed descriptions of past and current projects of similar scope, size, character, and project requirements that demonstrate the capacity and quality of performance of your firm or team. This should include for each project its location, scale, deliverables, team composition, outcome, and district/project website or directions for obtaining additional information about the present status of the area or project.
- 34.11 At least three selected business references from individuals, organizations, or firms which have had a particularly close working relationship with the project team on one or more specific projects and who would be capable of speaking broadly to the firm or team's approach and performance. Please provide full contact information for these references and notify them that they may be contacted.
- 34.12 Description of any relevant information or professional resources available to the firm and any relationships that might support subsequent efforts of district development.
- 34.13 Attachment A, Conflict of Interest Disclosure Requirement;
- 34.14 Attachment B, Financial Proposal;
- 34.15 Attachment C, Proposer's Contract Information;
- 34.16 Attachment D, Reference Sheet;
- 34.17 Attachment E, Documentation Checklist;
- 34.18 Firms shall submit all documentation needed for each evaluation criteria listed in Section 16.0;
- 34.19 Any and all exceptions to the RFP must be listed on an item-by-item basis and cross-referenced. If there are no exceptions, the Firm must expressly state that no exceptions are taken;
- 34.20 Any addendums sent out after the release of the bid. Should there be any, the signed addendums will not be included in the page count;
- 34.21 A completed Document Checklist to aid Proposer to ensure that all required

documents are submitted. This page will not be included in the page count;

34.22 Scanned copy of all documents listed in Section 34.0 in a USB flash drive. Please note, only the items on the USB will be evaluated, therefore, all documents must be uploaded to the USB.

35.0 **CHAPTER 252 GENERAL EXEMPTIONS**

The City may forego the competitive bidding procedures of Chapter 252 of the Texas Local Government Code when making a procurement for personal, professional, or planning services, see Sec. 252.022(a)(4). Although the City is undertaking a competitive process in an effort to obtain the most favorable terms, this RFP is exempt from the bidding requirements provided under Chapter 252. The City reserves the right to cancel this RFP at its sole discretion and/or to revise or amend the RFP process or specifications of this RFP including any schedules or timelines contained herein.

EXHIBIT - A: RELATED LINKS

Links:

- **1300 Gendy Task Force >**
<https://www.fortworthtexas.gov/government/top-govt-topics/1300-gendy>
- **Arts Fort Worth >** <https://www.artsfortworth.org/about-us>
- **Directions to the Building >**
<https://www.google.com/maps/place/1300+Gendy+St,+Fort+Worth,+TX+76107/@32.7467183,-97.3713595,17z/data=!4m6!3m5!1s0x864e73c1753ac4df:0xa4d75e82806d29!8m2!3d32.7467929!4d-97.3691465!16s%2Fq%2F11cpdt8gx9>
- **Parking >** <https://www.artsfortworth.org/parking>
- **Fort Worth Public Art >** <https://www.artsfortworth.org/public-art>
- **Visit Fort Worth >**
<https://www.fortworth.com/about/neighborhoods-districts/cultural-district/>
- **Economic Development >** <https://www.fortworthtexas.gov/departments/econdev/edplan>
- **Pre-Proposal Conference WebEx Link >**
<https://fortworthtexas.webex.com/fortworthtexas/j.php?MTID=m64487511a479441b8945f86574747231>

Meeting Number (access code): 2559 521 7765
Meeting password: nTx4FSPmJ73
Join by phone: +1-469-210-7159
Join by video system or application: Dial [25595217765@fortworthtexas.webex.com](https://www.fortworthtexas.webex.com)
- **Purchasing bids (please check this link for latest version of RFP and related documents >** <https://www.fortworthtexas.gov/departments/finance/purchasing/bids-current>
- **City of Fort Worth Supplier Information/Register as a Bidder >**
<https://www.fortworthtexas.gov/departments/finance/purchasing/register>
- **Business Equity >**
<https://www.fortworthtexas.gov/departments/diversity-inclusion/business-equity>
- **Link for downloading facility assessment documents >**
<https://docs.b360.autodesk.com/shares/bf9d872e-ff24-469a-b146-7cd434decc25>
- **The Cultural District Alliance >** <https://www.fwculture.com>

EXHIBIT - B: FACILITY ASSESSMENT OUTLINE

Facility Assessment Outline – Updated 25 October 2022

On Thursday, May 26th 2022, the Bennett Partners team performed a facilities assessment at the Fort Worth Community Arts Center (FWCAC) and W.E. Scott Theater located at 1300 Gendy Street, Fort Worth, Texas. The purpose of the assessment was to observe the existing conditions and provide a prioritized list of items to be addressed by the Owner for continued use of the property as well as an associated cost estimate.

Findings:

- 1) The primary building structural materials are cast-in-place reinforced concrete and structural steel framing. Exterior materials include limestone square paneling, stucco, painted brick, and aluminum glazing. The roofing material is a modified bitumen roofing system. All of which appear to be in good condition commensurate with the age of the building, except for the roofing and joint sealant which is noted to be replaced.
- 2) The last asbestos survey was performed in January 2002, finding asbestos present throughout the building, and abated what was friable at the time. However, an updated asbestos survey must be obtained to determine if any hazardous materials have become friable since 2002 and thus require additional abatement.
- 3) The sub-basement below the W.E. Scott Theater exhibits moisture infiltration staining throughout. After further assessment on Friday, September 23rd, with a building envelope specialist, the potential sources of the leaks appear to be various wall penetrations and leaks from the building envelope above. Furthermore, the aging stormwater drainage piping and indirect routing may be contributing to the issue.
- 4) Typical of most buildings built in the '50s, '60s, and '70s, the building does not meet current ADA accessibility requirements throughout the facility. The major building and site elements must be brought up to current Texas Accessibility Standards as building improvements are done.
- 5) The north loading dock lacks stormwater drainage and waterproofing, thus leaking onto the building main electrical service wiring below, creating a significant safety risk and risk to the building electrical systems. The dock waterproofing and expansion joints must be repaired.
- 6) The building mechanical, plumbing, and fire alarm systems are outdated and deteriorated thus needing replacement. The systems must be replaced in their entirety.
- 7) The preliminary cost estimate totals approximately \$21.12 million with a 20% estimating contingency. An additional 8% inflation per year after the date of the estimate (July 2022) should be added. The estimate assumes a complete asbestos abatement for the entire building.

Note: Link for downloading facility assessment documents >

<https://docs.b360.autodesk.com/shares/bf9d872e-ff24-469a-b146-7cd434decc25>

EXHIBIT - C: SITE PLAN



EXHIBIT - D: BASEMENT FLOOR PLAN

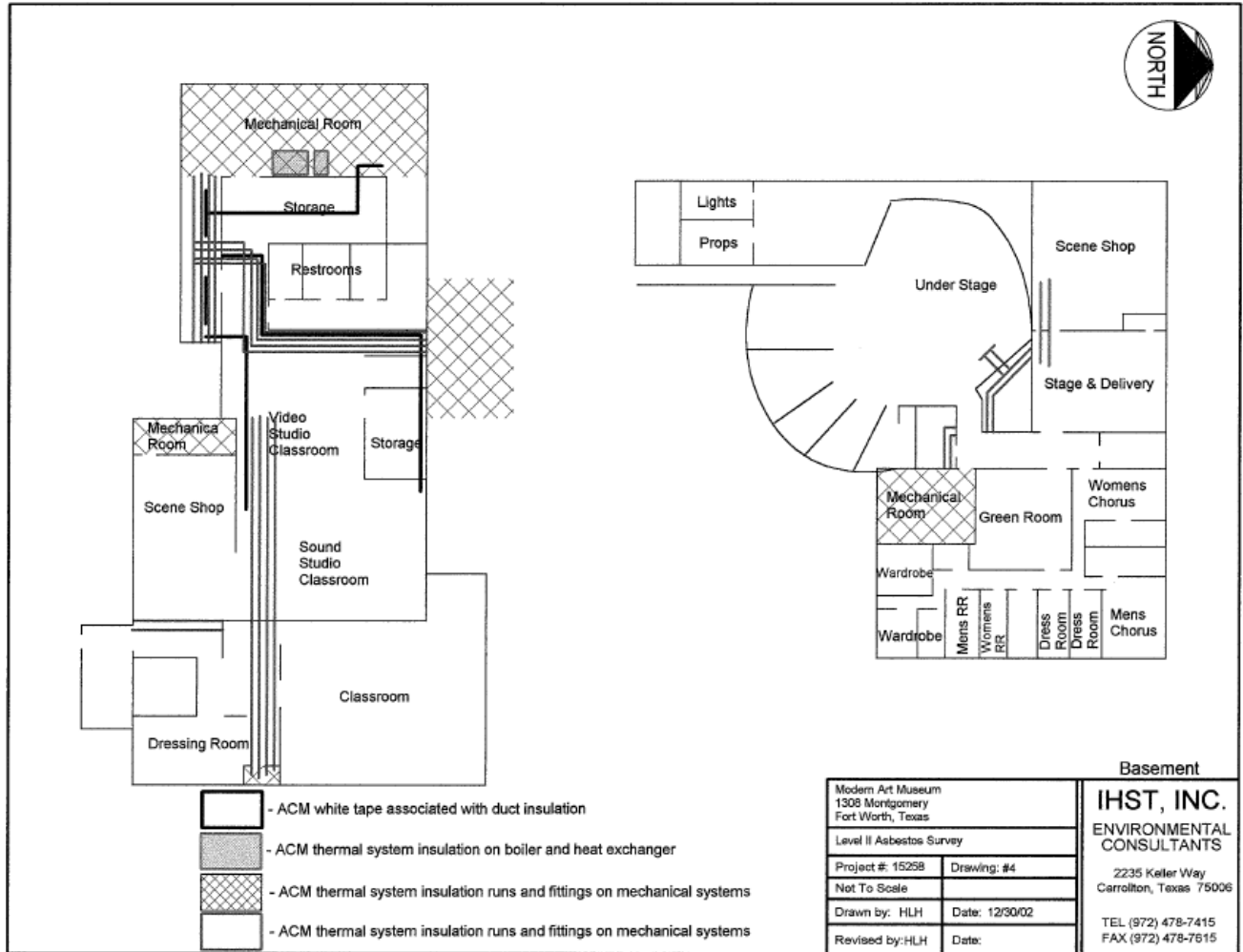


EXHIBIT - E: FIRST FLOOR PLAN

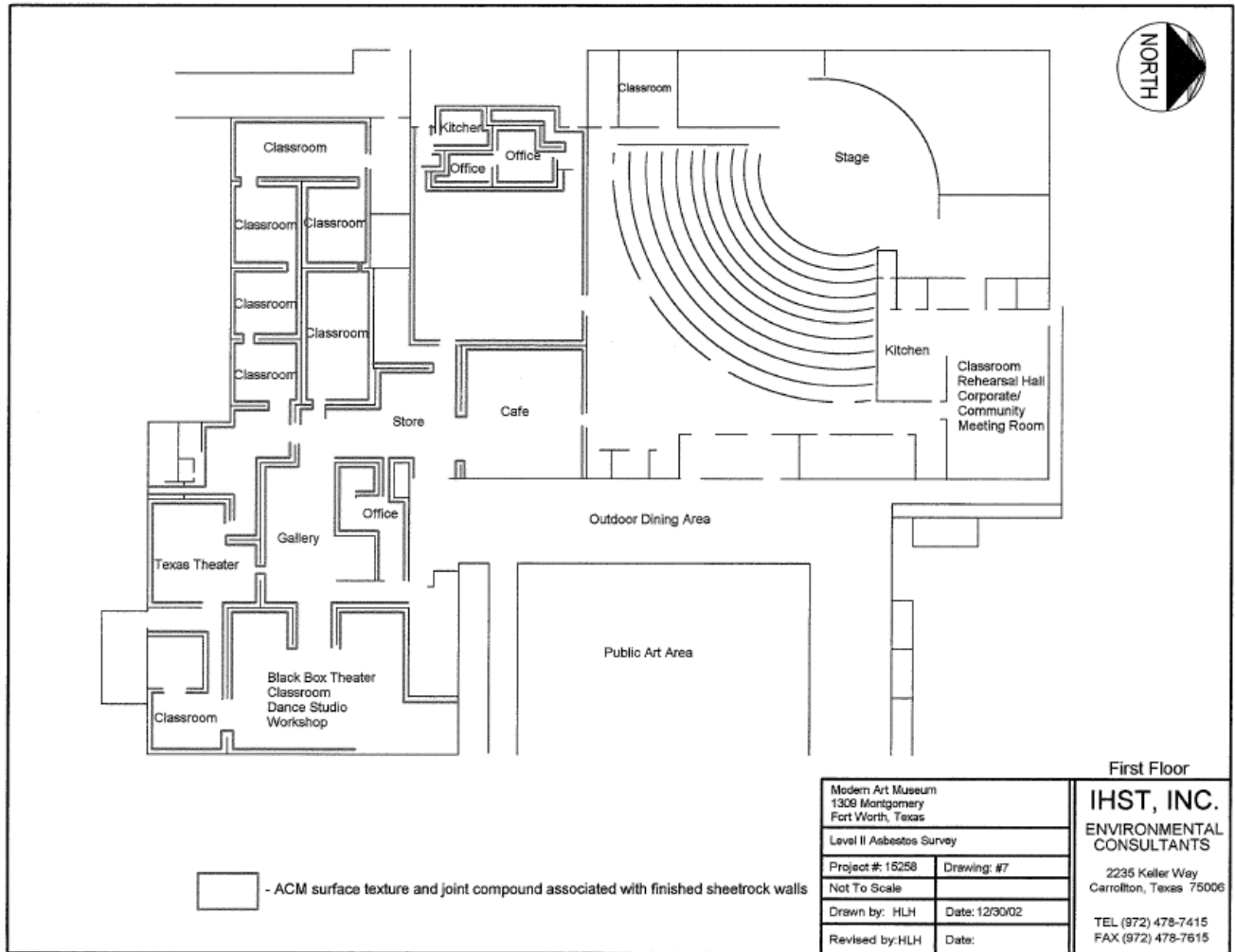


EXHIBIT - F: SECOND FLOOR PLAN

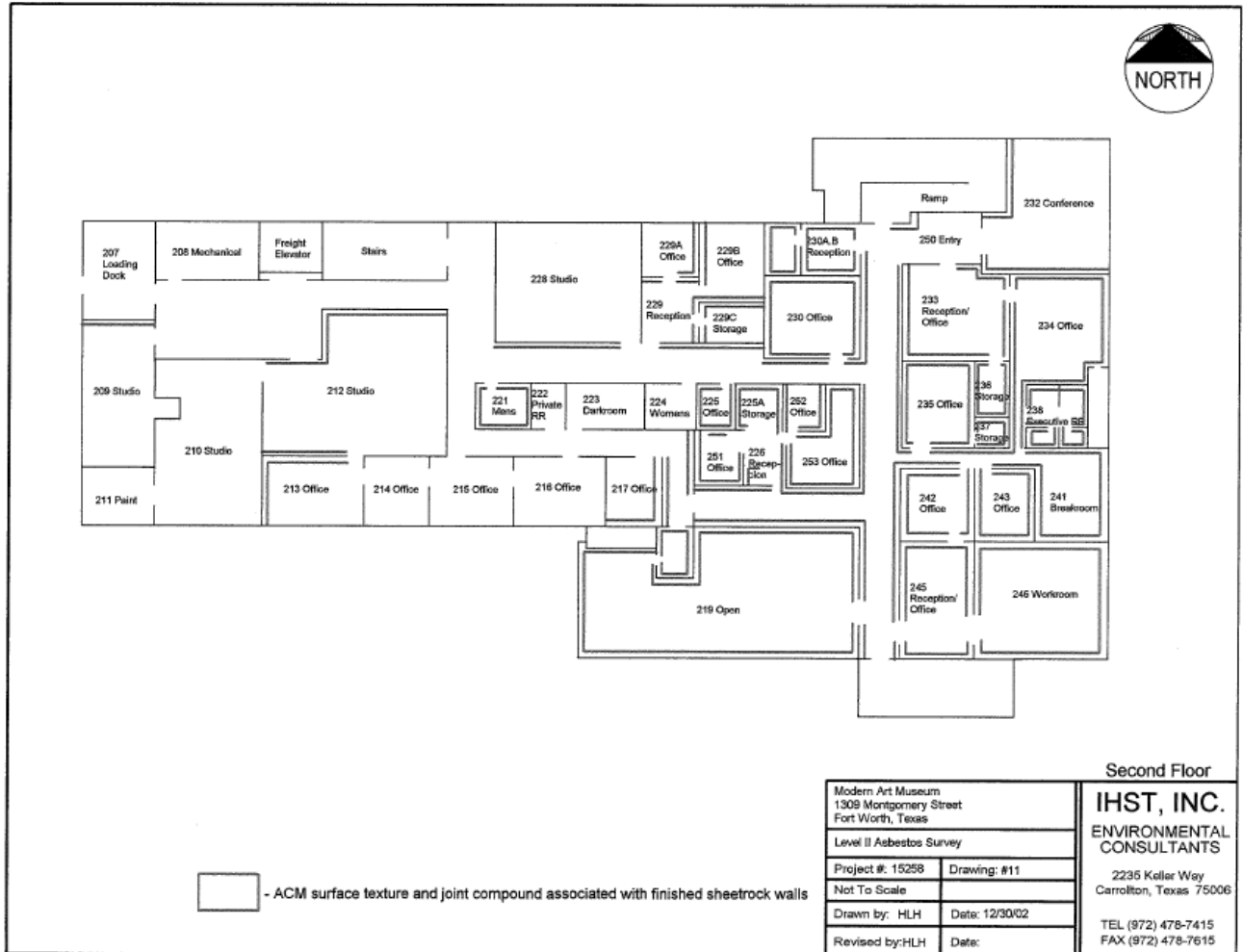


EXHIBIT - G: BUILDING AREA SUMMARY

Building Area Summary is attached as a separate document.

EXHIBIT - H: PARKING AND DIRECTIONS

Parking and Directions Link > <https://www.artsfortworth.org/parking>

Driving directions Link >

<https://www.google.com/maps/place/1300+Gendy+St,+Fort+Worth,+TX+76107/@32.7467183,-97.3713595,17z/data=!4m5!3m4!1s0x864e73c1753ac4df:0xa4d75e82806d29!8m2!3d32.7467865!4d-97.3691633>

Available Parking Nearby

West Lot

0-30 minutes: free

2 hours: \$6

2+ hours: \$12

No in-and-out parking.

Surface Parking Lot

1300 Will Rogers Road: (817) 392-2000

Reserve your spot in advance here >

<https://www.fortworthtexas.gov/news/2022/2/TPW-Parkmobile>

Western Heritage Garage

0-30 minutes: free

2 hours: \$6

2+ hours: \$12

No in-and-out parking.

Parking Garage

1401 Montgomery Avenue: (817) 392-2000

Reserve your spot in advance here >

<https://www.fortworthtexas.gov/news/2022/2/TPW-Parkmobile>

University of North Texas Health & Science Center Parking Garages & Lots

Free after 5 p.m. on weekdays and all day on weekends.

3508 Camp Bowie Boulevard: (817) 735-2211

Trinity Metro

The Dash is Trinity Metro's first electric bus that will take you from downtown Fort Worth to the 7th Street corridor and the Cultural District. The Dash provides daily service with later hours on Friday and Saturday nights.

Tickets include all of Trinity Metro's bus services, TEXRail, and Trinity Railway Express to CentrePort.

Hours

Sunday – Thursday: 9:22 a.m. to 10:44 p.m.

Friday – Saturday: 9:22 a.m. to 12:44 a.m. (next day)

Trinity Metro > <https://ridetrinitymetro.org/>

EXHIBIT - I: CULTURAL DISTRICT

The Cultural District is located just west of downtown Fort Worth on the bustling West Seventh and Camp Bowie corridors. The West Seventh and Camp Bowie corridor is experiencing a tremendous amount of new investment. Future plans and projects indicate that the Cultural District will continue to grow for the foreseeable future.

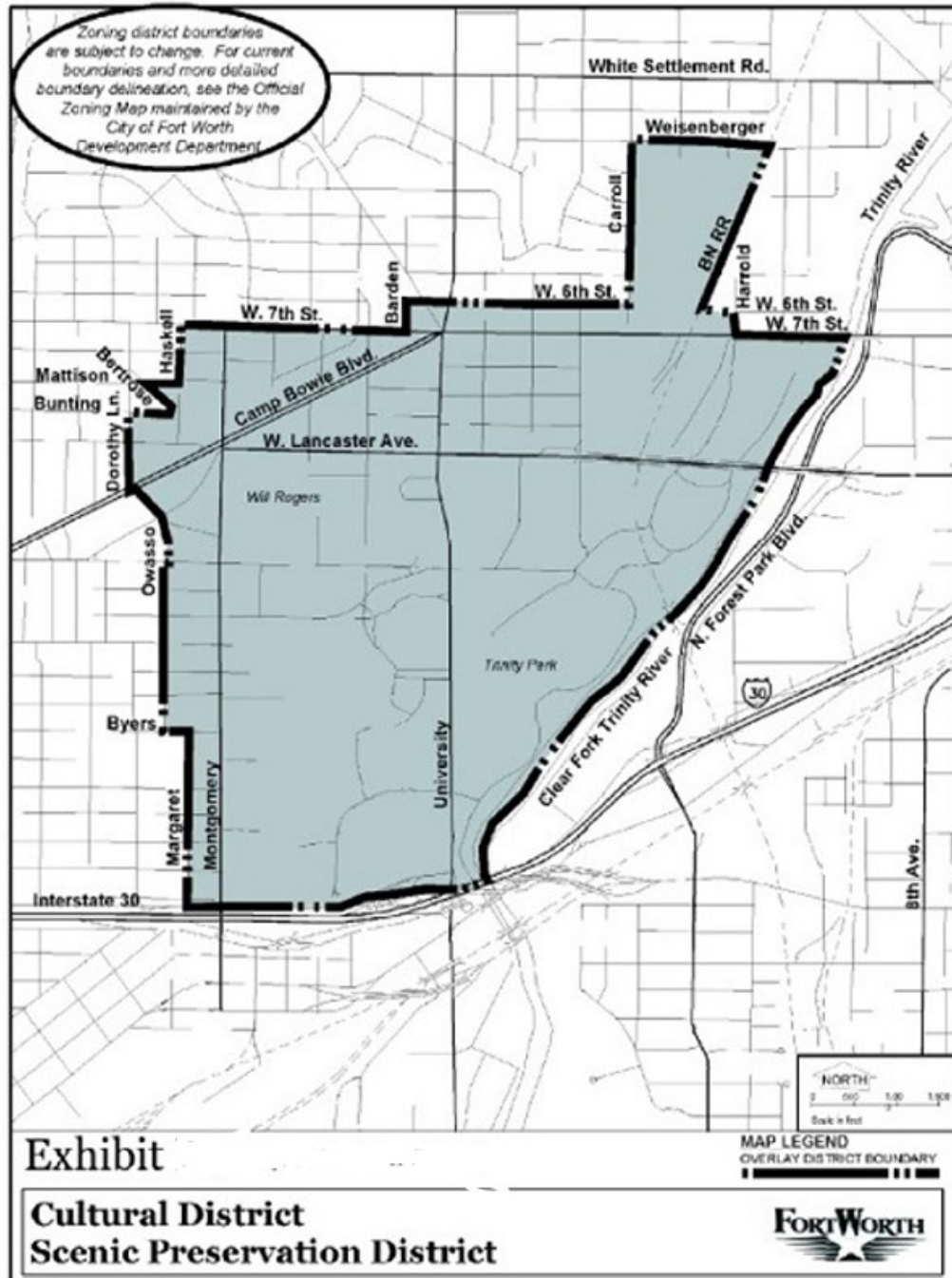
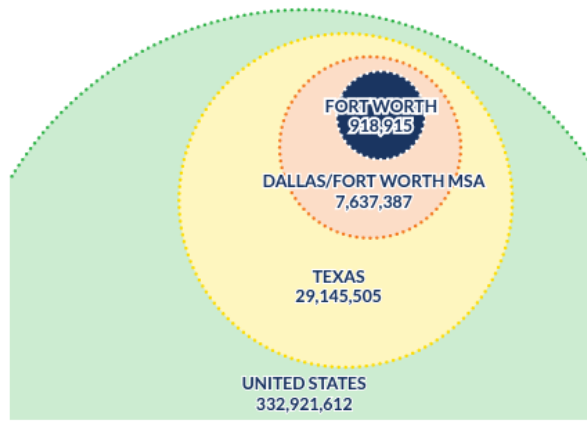


EXHIBIT - J: FORT WORTH POPULATION 1940 - 2045

CURRENT POPULATION, 2020

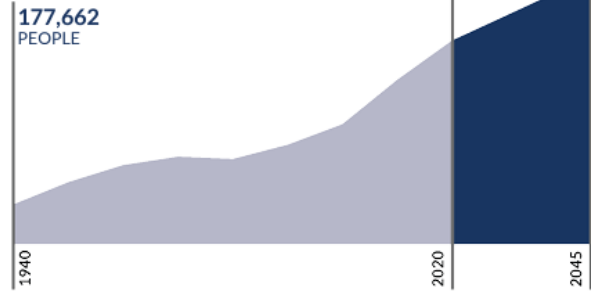


Source: U.S. Census Bureau, 2020 Census.

FORT WORTH POPULATION, 1940 - 2045

Fort Worth has a larger population than Columbus, Indianapolis, Charlotte, San Francisco, Seattle, Denver, Washington D.C., and Nashville.

Fort Worth is projected to grow by over 287,000 people in the next 25 years.



Source: U.S. Census Bureau, 2020 Census; NCTCOG; and City of Fort Worth, Planning & Data Analytics Department, 2021.

359

Land Area in Square Miles

13th

National Population Rank

177,709

Population Change 2010-2020

2,560

Population Density per Square Mile

IS FORT WORTH THE 12TH OR 13TH LARGEST CITY?

The 2020 Census identified Fort Worth as the 13th largest city in America based on total population. However, the U.S. Census Bureau's 2021 annual population estimates found that Fort Worth had passed Jacksonville, FL to become the 12th largest city. Between each decennial Census count, the U.S. Census Bureau prepares annual estimates of total population and population characteristics through its American Community Survey. Fort Worth reports these annual population estimates in its Comprehensive Plan to ensure that City decisions are based on the latest population data.

Source: U.S. Census Bureau, 2020 Census; City of Fort Worth, Development Services - Annexation Division, and Planning & Data Analytics, 2022.

29.7%

Bachelor's Degree or Higher

32.6

Median Age

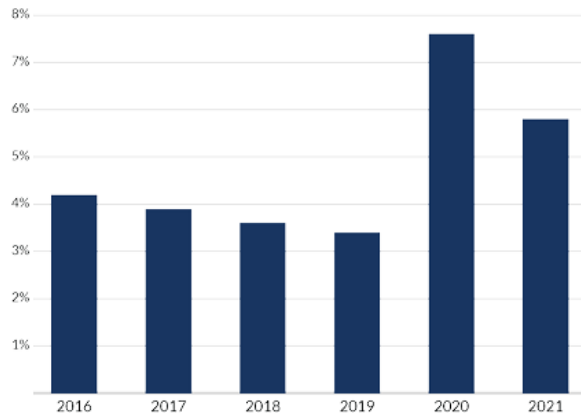
Source: U.S. Census Bureau, 2019 American Community Survey 1-Year Estimates.

EXHIBIT - K: FORT WORTH-ARLINGTON-GRAPEVINE EMPLOYMENT, 2001-2045

QUICK FACTS

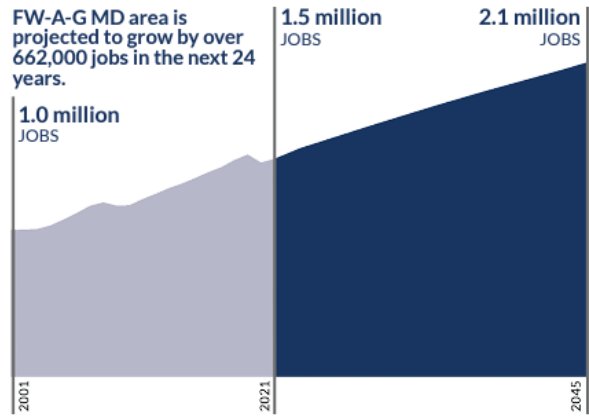
COMPREHENSIVE PLAN | ECONOMIC TRENDS

UNEMPLOYMENT RATE



Annual unemployment rate for 2021 was not available at time of publication. Shown unemployment rate for 2021 is an average of the published monthly unemployment rates. (Source: Texas Workforce Commission, 2020.)

FORT WORTH-ARLINGTON-GRAPEVINE EMPLOYMENT, 2001-2045



Source: The Perryman Group, Fort Worth-Arlington-Grapevine Metropolitan Division (FW-A-G MD), 2021.

1,486,257

Current Total Employment in 2021

\$80,800

Median Family Income in 2021*

2,148,661

Projected Total Employment by 2045

\$534.8M

Total Gross Domestic Product (GDP) for Dallas-Fort Worth-Arlington MSA in 2020

TOP 5 EMPLOYERS IN FORT WORTH, 2021

American Airlines Group Inc	40,600
Lockheed Martin	22,950
Fort Worth ISD	11,330
NAS-JRB Fort Worth	11,300
JPS Health Network	7,132

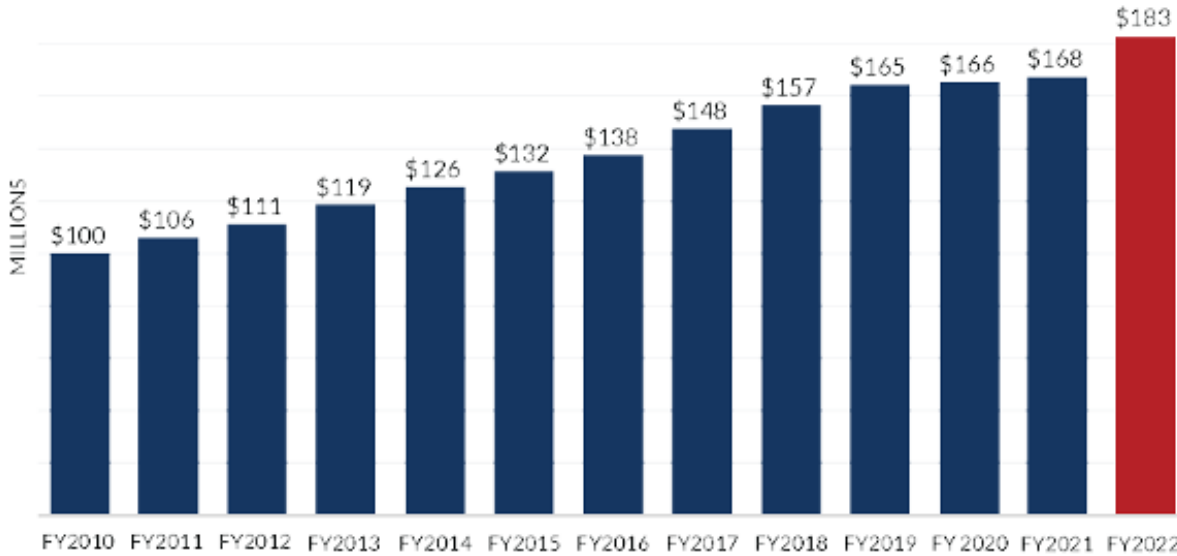
TOP 5 EMPLOYMENT SECTORS, 2021

Service	39.3%
Trade	16.3%
Government	12.7%
Manufacturing	9.1%
Transportation & Warehousing	8.2%

Sources: The Perryman Group, Fort Worth-Arlington-Grapevine Metropolitan Division (MD), 2021; *HUD, Income Limits, 2021; City of Fort Worth, Economic Development Department.

EXHIBIT - L: FORT WORTH SALES TAX REVENUE GROWTH FY2010 – FY 2022

SALES TAX REVENUE GROWTH



Source: City of Fort Worth FY2022 Budget.

KEY INDICATORS, INFLATION ADJUSTED, 2021 – 2026

ECONOMIC INDICATOR	2021 ESTIMATE	2026 PROJECTION	FIVE YEAR INCREASE	ANNUAL GROWTH
Real Gross Product	\$112.9 B	\$134.9 B	\$21.9 B	3.61% ↑
Real Personal Income	\$125.8 B	\$151.3 B	\$25.5 B	3.77% ↑
Real Retail Sales	\$39.0 B	\$47.1 B	8.1 B	3.86% ↑
Employment	1.1 M	1.2 M	112.6 TH	2.01% ↑

Growth and development in the Fort Worth-Arlington-Grapevine Metropolitan Division (MD) is expected to occur at a pace in line with state growth.

112,600

Projected Employment Growth by 2026

\$21.9B

Projected Real Gross Product by 2026

3.6%

Projected Annual (RPG) Growth Rate

Source: The Perryman Group, Fort Worth-Arlington-Grapevine MD, 2021.

PERSONAL INCOME PER PERSON, DALLAS-FORT WORTH-ARLINGTON MSA

\$61,554

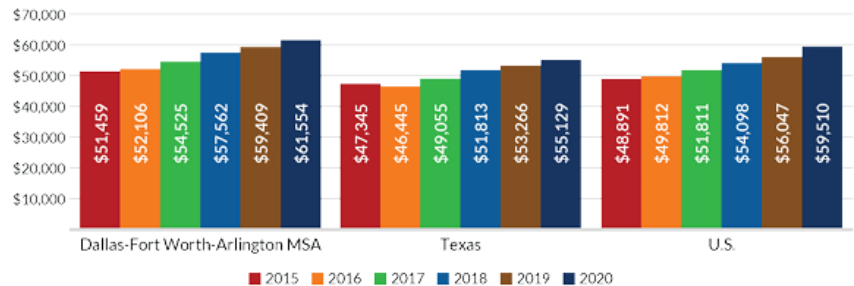
Per Capita Personal Income for the Dallas-Fort Worth-Arlington MSA in 2020

\$59,510

National Per Capita Personal Income in 2020

53rd

Nationally Ranked MSA in Per Capita Personal Income in 2020



Source: U.S. Bureau of Economic Analysis, 2021.

ATTACHMENT - A: CONFLICT OF INTEREST DISCLOSURE REQUIREMENT

Pursuant to Chapter 176 of the Local Government Code, any person or agent of a person who contracts or seeks to contract for the sale or purchase of property, goods, or services with a local governmental entity (i.e. The City of Fort Worth) must disclose in the Questionnaire Form CIQ ("Questionnaire") the person's affiliation or business relationship that might cause a conflict of interest with the local governmental entity. By law, the Questionnaire must be filed with the Fort Worth City Secretary no later than seven days after the date the person begins contract discussions or negotiations with the City, or submits an application or response to a request for proposals or bids, correspondence, or another writing related to a potential agreement with the City. Updated Questionnaires must be filed in conformance with Chapter 176.

A copy of the Questionnaire Form CIQ is enclosed with the submittal documents. The form is also available at <http://www.ethics.state.tx.us/forms/CIQ.pdf>.

If you have any questions about compliance, please consult your own legal counsel. Compliance is the individual responsibility of each person or agent of a person who is subject to the filing requirement. An offense under Chapter 176 is a Class C misdemeanor.

NOTE: If you are not aware of a Conflict of Interest in any business relationship that you might have with the City, state Vendor/Proposer's name in the # 1 box, use N/A in each of the areas on the form. However, a signature is required in the #7 box in all cases.

CONFLICT OF INTEREST QUESTIONNAIRE
For vendor doing business with local governmental entity

FORM CIQ

This questionnaire reflects changes made to the law by H.B. 23, 84th Leg., Regular Session.

This questionnaire is being filed in accordance with Chapter 176, Local Government Code, by a vendor who has a business relationship as defined by Section 176.001(1-a) with a local governmental entity and the vendor meets requirements under Section 176.006(a).

By law this questionnaire must be filed with the records administrator of the local governmental entity not later than the 7th business day after the date the vendor becomes aware of facts that require the statement to be filed. See Section 176.006(a-1), Local Government Code.

A vendor commits an offense if the vendor knowingly violates Section 176.006, Local Government Code. An offense under this section is a misdemeanor.

OFFICE USE ONLY

Date Received

1 Name of vendor who has a business relationship with local governmental entity.

2 **Check this box if you are filing an update to a previously filed questionnaire.** (The law requires that you file an updated completed questionnaire with the appropriate filing authority not later than the 7th business day after the date on which you became aware that the originally filed questionnaire was incomplete or inaccurate.)

3 Name of local government officer about whom the information is being disclosed.

 Name of Officer

4 Describe each employment or other business relationship with the local government officer, or a family member of the officer, as described by Section 176.003(a)(2)(A). Also describe any family relationship with the local government officer. Complete subparts A and B for each employment or business relationship described. Attach additional pages to this Form CIQ as necessary.

A. Is the local government officer or a family member of the officer receiving or likely to receive taxable income, other than investment income, from the vendor?

Yes No

B. Is the vendor receiving or likely to receive taxable income, other than investment income, from or at the direction of the local government officer or a family member of the officer AND the taxable income is not received from the local governmental entity?

Yes No

5 Describe each employment or business relationship that the vendor named in Section 1 maintains with a corporation or other business entity with respect to which the local government officer serves as an officer or director, or holds an ownership interest of one percent or more.

6 Check this box if the vendor has given the local government officer or a family member of the officer one or more gifts as described in Section 176.003(a)(2)(B), excluding gifts described in Section 176.003(a-1).

7

 Signature of vendor doing business with the governmental entity

 Date

CONFLICT OF INTEREST QUESTIONNAIRE
For vendor doing business with local governmental entity

A complete copy of Chapter 176 of the Local Government Code may be found at <http://www.statutes.legis.state.tx.us/Docs/LG/htm/LG.176.htm>. For easy reference, below are some of the sections cited on this form.

Local Government Code § 176.001(1-a): "Business relationship" means a connection between two or more parties based on commercial activity of one of the parties. The term does not include a connection based on:

- (A) a transaction that is subject to rate or fee regulation by a federal, state, or local governmental entity or an agency of a federal, state, or local governmental entity;
- (B) a transaction conducted at a price and subject to terms available to the public; or
- (C) a purchase or lease of goods or services from a person that is chartered by a state or federal agency and that is subject to regular examination by, and reporting to, that agency.

Local Government Code § 176.003(a)(2)(A) and (B):

(a) A local government officer shall file a conflicts disclosure statement with respect to a vendor if:

(2) the vendor:

(A) has an employment or other business relationship with the local government officer or a family member of the officer that results in the officer or family member receiving taxable income, other than investment income, that exceeds \$2,500 during the 12-month period preceding the date that the officer becomes aware that

(i) a contract between the local governmental entity and vendor has been executed;

or

(ii) the local governmental entity is considering entering into a contract with the vendor;

(B) has given to the local government officer or a family member of the officer one or more gifts that have an aggregate value of more than \$100 in the 12-month period preceding the date the officer becomes aware that:

(i) a contract between the local governmental entity and vendor has been executed; or

(ii) the local governmental entity is considering entering into a contract with the vendor.

Local Government Code § 176.006(a) and (a-1)

(a) A vendor shall file a completed conflict of interest questionnaire if the vendor has a business relationship with a local governmental entity and:

(1) has an employment or other business relationship with a local government officer of that local governmental entity, or a family member of the officer, described by Section 176.003(a)(2)(A);

(2) has given a local government officer of that local governmental entity, or a family member of the officer, one or more gifts with the aggregate value specified by Section 176.003(a)(2)(B), excluding any gift described by Section 176.003(a-1); or

(3) has a family relationship with a local government officer of that local governmental entity.

(a-1) The completed conflict of interest questionnaire must be filed with the appropriate records administrator not later than the seventh business day after the later of:

(1) the date that the vendor:

(A) begins discussions or negotiations to enter into a contract with the local governmental entity; or

(B) submits to the local governmental entity an application, response to a request for proposals or bids, correspondence, or another writing related to a potential contract with the local governmental entity; or

(2) the date the vendor becomes aware:

(A) of an employment or other business relationship with a local government officer, or a family member of the officer, described by Subsection (a);

(B) that the vendor has given one or more gifts described by Subsection (a); or

(C) of a family relationship with a local government officer.

ATTACHMENT - B: FINANCIAL PROPOSAL

Proposer shall submit Financial Proposal.

ATTACHMENT - C: PROPOSER'S CONTACT INFORMATION

Proposer's Company Legal and dba Name: _____

Proposer's Address: _____

Phone: _____ Fax: _____

Email: _____

Name of persons to contact:

1) Name/Title: _____

Phone: _____ Fax: _____

Email: _____

2) Name/Title: _____

Phone: _____ Fax: _____

Email: _____

3) Name/Title: _____

Phone: _____ Fax: _____

Email: _____

Signature

Printed Name

Date

ATTACHMENT - D: REFERENCE SHEET

Proposer shall furnish the following information with their bid, for at least three (3) current customers to whom subject services were provided that are similar to the requirements stipulated in this Request for Proposal.

1. Company's Name: _____

Name of Contact: _____

Title of Contact: _____

Present Address: _____

City, State, Zip Code: _____

Telephone No.: _____ Email: _____

Type of Services Provided: _____

2. Company's Name: _____

Name of Contact: _____

Title of Contact: _____

Present Address: _____

City, State, Zip Code: _____

Telephone No.: _____ Email: _____

Type of Services Provided: _____

3. Company's Name: _____

Name of Contact: _____

Title of Contact: _____

Present Address: _____

City, State, Zip Code: _____

Telephone No.: _____ Email: _____

Type of Services Provided: _____

ATTACHMENT - E: DOCUMENTATION CHECKLIST

Proposer shall complete the below to aid in responsiveness

Refer to Section 34.0 for more information on the below required documents.

<u>Required Document</u>	<u>Document Attached?</u> <u>Yes/No</u> *Answering No may result in failure to be awarded*
A completed and signed original Request for Proposals (RFP) Cover Sheet	
Executive Summary	
Company History and Ownership	
Company Experience with similar developments that the proposer has worked on	
Statement of Organization	
Minimum Qualification and Experience	
Organization chart for key personnel and job descriptions indicating the qualifications and experience of key personnel the Proposer would assign to the transition team and to the ongoing management	
Proposer’s financial and litigation history	
Project Plan and Contingency Plan	
All items stated in Section 34.0 PROPOSAL REQUIREMENTS	
Attachment – A: Conflict of Interest Disclosure Requirement	
Attachment – B: Financial Proposal	
Attachment – C: Proposer’s Contract Information	
Attachment – D: Reference Sheet	
Attachment – G: Applicable Business Equity Forms	
Two (2) copies and one (1) USB	

ATTACHMENT - F: DRAFT TERMS AND CONDITIONS

Draft Terms and Conditions are attached as a separate document.

ATTACHMENT - G: BUSINESS EQUITY GOAL INSTRUCTIONS

Bid number: 23-0071 Business Equity Goal: 15%

It is the policy of the City of Fort Worth to ensure the full and equitable utilization of Business Equity Firms, when appropriate, in the procurement of all goods and services. When a Business Equity Goal is established for a bid, it means that the City of Fort Worth believes that there are Business Equity Firms available that can provide goods or services requested by the bid.

The Business Equity Goal for Bid number 23-0071 is 15%. This means that the City believes that there are available Business Equity Firms that can provide goods or services required by this bid; and therefore, **15%** of the Bidder's awarded amount must be spent with a Business Equity Firm. All requirements and regulations stated in the City's current [Business Equity Ordinance #25165-10-2021](#) apply to this bid. Definitions are at the end of this document.

Because a Business Equity Goal has been established for this bid, in order for your bid to be considered, a Bidder **must satisfy one (1) of the conditions below:**

A. Commit to Meet or Exceed the Business Equity Goal

Hire Business Equity Firm(s) to provide goods or services and spend at least the goal amount with the Business Equity Firm(s).

Step 1: Obtain a listing of Business Equity Firms by completing the "Request for Listing of Certified Firms Form" located at the City of Fort Worth's [Business Equity Division](#) website.

Step 2: Request bids from Business Equity Firms to provide goods or services at least 10 calendar days before bid opening.

Step 3: Submit the following two (2) forms:

- a. Utilization Plan
- b. Letter(s) of Intent

B. Prove a Good Faith Effort

Show attempt to hire Business Equity Firms to meet or exceed the goal, but was unsuccessful.

This can occur in two (2) ways:

1) Bidder proposes a smaller Goal

Step 1: Obtain a listing of Business Equity Firms by completing the "Request for Listing of Certified Firms Form" located at the City of Fort Worth's [Business Equity Division](#) website.

Step 2: Request bids from Business Equity Firms to provide goods or services at least 10 calendar days before bid opening.

Step 3: Submit the following three (3) forms:

- a. Utilization Plan
- b. Letter(s) of Intent
- c. Good Faith Effort

2) Bidder proposes a 0% Goal

Step 1: Obtain a listing of Business Equity Firms by completing the "Request for Listing of Certified Firms Form" located at the City of Fort Worth's [Business Equity Division](#) website.

Step 2: Request bids from Business Equity Firms to provide goods or services at least 10 calendar days before bid opening.

Step 3: If unsuccessful, submit Good Faith Effort Form. Please see [Ordinance §20-370 \(g\)](#) page for requirements of an acceptable Good Faith Effort.

C. Prove that the Bidder Can Perform the Service and Provide all Materials on the Project as the Prime Contractor

Bidder must show that the Bidder is providing all of the goods and services through their own company and that there are no goods or services provided by a third party or an affiliate.

Bidder will not purchase any supplies or inventory from a third party. Step 1: Must submit Prime Contract Waiver Form

D. Create a Joint Venture with a Business Equity Firm

At least one or both of the firms must be a Business Equity Firm Step 1: Must submit Joint Venture Form

DEADLINE TO SUBMIT REQUIRED DOCUMENTS AND FORMS

Bidders must submit sealed bids to be opened at the date, time, and place stated in the solicitation for the public opening of bids. **Faxed copies will not be accepted.**

FREQUENTLY ASKED QUESTIONS

1. If I am a Business Equity Firm, can I count my performance of the bid?

Answer: A Business Equity Prime Contractor can count its self-performance towards meeting the Business Equity Goal for the assigned North American Industry Classification System (NAICS) commodity codes on its Minority Business Enterprise (MBE) or Women Business Enterprise (WBE) certification.

2. What if I am a Business Equity Firm, but I am unable to self-perform all work or provide all of the goods under the bid, can I count my performance under the Bid?

Answer: If the Business Equity Prime cannot self-perform all of the work, it will be accountable for subcontracting with certified firms to meet the overall goal. Business Equity Firms that qualify under the "Significant Business Presence" definition may count in the Program upon approval of DVIN-BE.

3. This bid does not have a set amount that the City will purchase from the Awarded Bidder, how do I complete the form?

Answers:

- a. For a low bid procurement, the lowest bidder shall submit a Utilization Plan no later than 2:00 PM on the third business day after bids are opened detailing all Subcontractors the Contractor intends to utilize in its performance of a Contract. Contractors that are Business Equity Firms may count their self-performed services towards meeting a Business Equity Goal.
- b. For a Best Value procurement, all bidders who wish to be considered for evaluation scoring shall submit a Utilization Plan by 2:00 PM on the third business day after the bids are opened detailing all Subcontractors the Contractor intends to utilize in its performance of a Contract. Contractors that are Business Equity Firms may count their self-performed services towards meeting a Business Equity Goal.
- c. Non-compliance. If the lowest bidder for a low bid procurement or any bidder for a Best Value procurement does not timely submit its Utilization Plan with the required

documents, that bidder will be deemed Non-Responsive. For a low bid procurement, the City will notify the next lowest bidder who shall then submit a Utilization Plan with required documents no later than 2:00 PM on the third business day after the bidder receives notification. This process will be followed until a bidder submitting the required documents is selected.

DEFINITIONS

Business Equity Firm means an Independent Firm that is a Certified minority- and/or women-owned business enterprise (M/WBE) with a Significant Business Presence in the City's Marketplace.

Business Equity Goal means a calculation prepared by the DVIN-BE that includes all the following factors: the detailed cost estimate of the work to be performed, or goods purchased; the 6-county Marketplace; the availability of Business Equity Firms and non-Business Equity Firms in the Marketplace determined on a Contract-by-Contract basis; and the subcontracting/supplier opportunities of each project.

Certified means those firms identified by the North American Industry Classification System (NAICS) that have been determined to be a bona fide MBE or WBE by the North Central Texas Regional Certification Agency (NCTRCA), the Dallas/Fort Worth Minority Supplier Development Council (DFW /MSDC), Women's Business Council-SW (WBCS), Texas Department of Transportation (TxDOT), or another certifying agency that the DVIN-BE may deem appropriate and accepted by the City of Fort Worth.

DVIN-BE means the City's Department of Diversity and Inclusion – Business Equity Division

Good Faith Efforts means the actions undertaken by a Contractor and approved by DVIN-BE as described in the Business Equity Ordinance §20-370 (g).

Joint Venture means a business entity formed by two or more independent Persons for the purpose of pursuing a common objective, such as a prime contract. The resulting business entity has additional resources and capacity, enhancing its ability to compete for larger awards. A joint venture is generally characterized by shared ownership, shared returns and risks, and shared governance. In a joint venture, the prime managing partner holds 51% or more interest in the business. Partner(s) hold less than 51% interest, but in most cases, not less than 20%.

Marketplace means the geographic area as defined by the City's most current Disparity Study (i.e., Tarrant, Dallas, Denton, Johnson, Parker and Wise counties).

Responsive means that a Person is compliant with the requirements of the Business Equity Ordinance.

Significant Business Presence means a Person (1) which has its principal place of business located inside the Marketplace; (2) which has its principal place of business located outside the Marketplace but has been verified to be in existence for a minimum of 24 months and from which at least 20% of the business's workforce is based in the Marketplace; or (3) which has cumulative business receipts greater than \$1,000,000 for work done in the Marketplace since January 1, 2013.

Utilization Plan means the list of Business Equity Firms that a Contractor commits will be utilized to meet the Business Equity Goal for a specific project, the scopes of the work, and the dollar values or the percentages of the work to be performed.

VIOLATIONS AND SANCTIONS

1. Failure to comply with the City's Business Equity Ordinance will result in the bid being considered "Non-Responsive."
2. Failure to submit the required Business Equity forms and documentation will result in the bid being considered non-responsive and a "written warning" letter that may impact the Offeror's evaluation scoring on future City bid opportunities for up to 12 months. Refer to [Ordinance §20-373 on VIOLATIONS AND SANCTIONS](#) for continued offenses or failures to comply.

If you have any questions, contact Department of Diversity & Inclusion, Business Equity Division > Email: DVIN_BE@fortworthtexas.gov | Phone: 817-392-2674

ATTACHMENT - H: BUSINESS EQUITY RELATED FORMS

Business Equity related Forms are attached as a separate document.