



Request for Qualifications

For the Development of Aggie Square Phase 1
A New Innovation District

UC Davis Sacramento Campus
June 11, 2019

UC DAVIS
UNIVERSITY OF CALIFORNIA



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I. Introduction

The University of California, Davis (“UC Davis” or “University”) is soliciting statements of qualifications from developers interested in designing, building, financing and managing the initial phase of a new mixed use innovation district known as Aggie Square (“Phase 1 Project”) to be located on the UC Davis campus in Sacramento, California (“Sacramento campus”). Aggie Square represents a bold vision for both UC Davis and the greater Sacramento region that will serve as a major hub for high tech innovation, research & development, student and faculty/staff housing, as well as neighborhood services, while embracing and furthering UC Davis’ leadership in environmental sustainability.



Chancellor Gary May and Mayor Darrell Steinberg announced Aggie Square in April 2018.

UC Davis Chancellor Gary May and city of Sacramento Mayor Darrell Steinberg announced the launch of a proposed innovation district named “Aggie Square” on the Sacramento campus in April 2018. Aggie Square presents the opportunity to advance UC Davis’ mission and to have a positive economic and social impact in the city of Sacramento and beyond. From the beginning, Aggie Square has been envisioned as an innovation district where university activities, university partners, business enterprises and community-based organizations will locate side-by-side to stimulate innovation and interaction among talented people across multiple sectors.

Chancellor May and Mayor Steinberg co-commissioned two planning advisory committees that are providing strategic input into the Aggie Square planning process. These committees include elected officials, neighborhood representatives and additional stakeholders from community-based organizations. In addition, the UC Davis Aggie Square team has been holding meetings with neighborhood associations, community groups and key stakeholders on- and off-campus since Fall 2018. City of Sacramento staff have attended many of these outreach meetings to share their planning process for achieving the goal of “inclusive economic development” across Sacramento neighborhoods. The University will sponsor community outreach and engagement throughout the developer selection process and into the future to build partnerships and identify stakeholder value from Aggie Square. The selected developer will be part of this process once selected.

Continued stakeholder engagement has led to a series of themes for the Phase 1 Project, such as lifelong learning, food & health, and life sciences. These themes are of value to a wide range of stakeholder communities. For each theme, UC Davis has identified potential university activities, industry partners and community-based uses that wish to locate in the Phase 1 Project. These potential tenants will be discussed in more detail for the developers that move to the second step in this developer selection process.

In concert with the city of Sacramento, the UC Davis Aggie Square team anticipates a series of community summits in coming months to explore further interest across sectors in the areas of workforce development and lifelong learning; new mobility modes and strategies; life sciences, technology and engineering; and community-facing food and health collaborations.

Furthermore, throughout the developer selection process for and construction of the Phase 1 Project, UC Davis expects to further explore these and similar items with the city of Sacramento to create productive and equitable partnerships for building resilient communities based on inclusive participation.

The Phase 1 Project is envisioned to consist of the following land use elements. The square footages and unit counts below are intended to reflect the upper-end range for purposes of project planning. The final development program and any sub-phasing of the Phase 1 Project will be right-sized by the University and the selected developer(s).

- 250,000+ Gross Square Feet (GSF) of office, classroom and co-working space;
- 500,000+ GSF of science, technology and engineering space;
- 200+ multi-family apartment units targeted toward University-affiliated populations;
- 40,000+ GSF of community-serving ground floor space;
- Incubator and accelerator space, and
- Public plazas representing the primary central gathering spaces within the project.

The University anticipates that it will lease back a significant portion of the rentable space in the Phase 1 Project. The remaining rentable space will be leased by the selected developer(s) to third party tenants in coordination with the University. The University expects that such third party tenants' use of the Phase 1 Project will align with the mission of the University and the goals of the project. Further information regarding the specific space needs of the University and its industry partners will be made available later in the developer selection process.

The site for the Phase 1 Project is a roughly 8.25-acre parcel owned by the University and currently utilized as a surface parking lot (see Figure 8). At full build-out, Aggie Square is anticipated to comprise roughly 25-acres, however programmatic details for future phases of Aggie Square have not been determined at this stage. It is anticipated that the University, or one or more University-affiliated entities, will enter into long-term unsubordinated ground leases with the selected developer(s) to construct and manage the Phase 1 Project or portions thereof. In addition to the University-owned parcel, there is an adjoining 1.3-acre privately owned parcel which may or may not be integrated with the Phase 1 Project. Further discussion of the privately owned parcel is included in Section III of this RFQ.

The University is planning a two-step selection process – this RFQ phase followed by a subsequent developer selection phase (i.e. second step) that may take the form of a full Request for Proposals (RFP) or one or more requests for more information in response to the RFQ. The RFQ will be used to qualify respondents who demonstrate qualifications in line with the vision for the Phase 1 Project. It is anticipated that the developer(s) selected at the conclusion of the developer selection process will enter into exclusive negotiations with the University to finalize ground leases and development agreements and other key transaction documents for approval by the Board of Regents of the University of California (“Regents”). More information about Aggie Square and the developer selection process, including additional background information not included in this RFQ, can be found at <https://aggiesquare.ucdavis.edu>.



II. About UC Davis

General: UC Davis is one of ten universities in the University of California system. Founded in 1908, UC Davis has approximately 36,000 students on its main Davis campus. The Davis campus is located along Interstate 80 next to the city of Davis, a vibrant college town of about 68,000 located in Yolo County.

UC Davis is consistently recognized as one of the world's top centers of research and education. The Wall Street Journal named UC Davis the 5th-best public university in the country. UC Davis is home to the world's top-ranked College of Veterinary Medicine. The College of Agriculture and Environmental Sciences was named America's top-ranked program for the fifth straight year. UC Davis is also home to a wide range of programs with "top 20" national rankings, including Biological Sciences, Ecology, Civil Engineering, English, Environmental Sciences, Political Science, and more.

Sacramento campus: The UC Davis Sacramento campus is located off U.S. 50 near the Hwy99/Business 80 interchange in California's capital city of Sacramento. The Sacramento campus houses UC Davis Health, which includes the UC Davis Medical Center, UC Davis School of Medicine, and the Betty Irene Moore School of Nursing, as well as the UC Davis Graduate School of Management's Sacramento MBA program.

UC Davis Health includes a 625-bed teaching hospital, a National Cancer Institute-designated Comprehensive Cancer Center, and a nationally-ranked children's hospital. Last year, UC Davis Medical Center had over 34,000 inpatient admissions, over 80,000 emergency room visits, and over 900,000 clinic/office visits. US News & World Report ranked UC Davis Medical Center among the nation's best in 11 specialties and the UC Davis Children's Hospital among the nation's best in 5 specialties for 2018-19.

Research: UC Davis received about \$850 million in external research funding last year, including \$300 million for the School of Medicine.

THE UC DAVIS PRINCIPLES OF COMMUNITY

UC Davis is a diverse community comprised of individuals having many perspectives and identities. We come from a multitude of backgrounds and experiences, with distinct needs and goals. We recognize that to create an inclusive and intellectually vibrant community, we must understand and value both our individual differences and our common ground. The UC Davis Principles of Community is an aspirational statement that embodies this commitment, and reflects the ideals we seek to uphold.

Principles of Community

The University of California, Davis, is first and foremost an institution of learning, teaching, research and public service. UC Davis reflects and is committed to serving the needs of a global society comprising all people and a multiplicity of identities. The university expects that every member of our community acknowledge, value, and practice the following guiding principles.

We affirm the dignity inherent in all of us, and we strive to maintain a climate of equity and justice demonstrated by respect for one another. We acknowledge that our society carries within it historical and deep-rooted injustices and biases. Therefore, we endeavor to foster mutual understanding and respect among the many parts of our whole.

We affirm the right of freedom of expression within our community. We affirm our commitment to non-violent exchange and the highest standards of conduct and decency toward all. Within this context we reject violence in all forms. We promote open expression of our individuality and our diversity within the bounds of courtesy, sensitivity and respect. We further recognize the right of every individual to think, speak, express and debate any idea limited only by university regulations governing time, place and manner.

THE UC DAVIS PRINCIPLES OF COMMUNITY (CONTINUED)

More than \$175 million of that funding came from the National Institutes of Health. Nearly 1,000 research studies are underway in basic science, translational, and clinical research areas. The UC Davis Institute for Regenerative Cures has 44 clinical trials using stem cells ongoing, planned or completed.

Strategic Plan: UC Davis’ strategic plan, “To Boldly Go,” outlines the aspirations and methods for guiding the university to new heights of distinction over the next 10 years. The plan draws on our responsibility as a public land-grant university and maximizes our opportunities as a driver of innovation and economic growth for the public good.

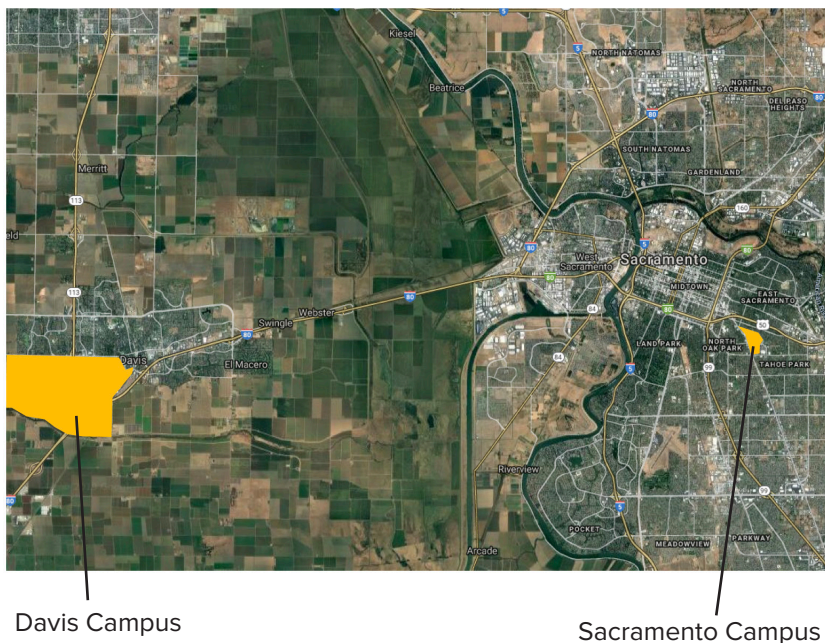
UC Davis is committed to diversity, equity and inclusion. The university’s leading groups signed its Principles of Community in 1990 and have reaffirmed these principles several times, most recently in 2015. UC Davis met the eligibility requirements for federal designation as a Hispanic Serving Institution in May 2018.

Aggie Square will build on UC Davis’ entrepreneurial culture that already includes more than 900 active patents. Last year alone, UC Davis helped launch 16 startups, made 107 invention disclosures and completed 85 licensing agreements. More than 75 percent of UC startups launched in the last five years are still active.

We confront and reject all manifestations of discrimination, including those based on race, ethnicity, gender and gender expression, age, visible and non-visible disability, nationality, sexual orientation, citizenship status, veteran status, religious/non-religious, spiritual, or political beliefs, socio-economic class, status within or outside the university, or any of the other differences among people which have been excuses for misunderstanding, dissension or hatred. We recognize and cherish the richness contributed to our lives by our diversity. We take pride in all our achievements, and we celebrate our differences.

We recognize that each of us has an obligation to the UC Davis community of which we have chosen to be a part. We will strive to build and maintain a culture and climate based on mutual respect and caring.

Fig. 1. Locations of both campuses of UC Davis.





III. Project Context

NEIGHBORHOOD CONTEXT. The UC Davis Sacramento campus is conveniently located in central Sacramento near Downtown and Midtown. Historically, the site served as the home of the California State Fair and one of last remaining structures from that time, Governor’s Hall, is located on the southern end of the Aggie Square site (although not a part of the Phase 1 Project).

Adjacent to the Sacramento campus is Stockton Boulevard, a major north-south corridor, and the surrounding primarily residential neighborhoods of Oak Park, Tahoe Park, and Elmhurst. The Sacramento campus is easily accessible by the region’s highway system and is also served by Sacramento Regional Transit’s bus and light rail system. In addition, UC Davis Health operates a shuttle for patients, visitors, and employees within the Sacramento campus as well as between the Sacramento campus and the Davis campus.

Aggie Square is seen as a vital opportunity to serve not only the direct programmatic needs of the University, but also to act as a catalyst for reinvestment and economic development throughout the community. Furthermore, the city of Sacramento is taking a leading role in planning and revitalization efforts along the Stockton Boulevard corridor, as exemplified by the Stockton Boulevard Complete Streets Plan and Vision Zero Action Plan.

LONG RANGE DEVELOPMENT PLAN AND ENTITLEMENTS. Future development on the Sacramento campus is guided by the 2010 Long Range Development Plan (LRDP). The University is currently in the process of updating its 2010 Physical Design Framework, Design Guidelines, and technical specifications, in part to accommodate and align with the future Aggie Square project. Further discussion of the University’s role in land use entitlements is included in Section VII of this RFQ.

The University is currently preparing to initiate the Aggie Square Project Environmental Impact Report (EIR). UC Regents consideration of the EIR and the Phase 1 Project design is currently anticipated to occur in Fall of 2020.

ONGOING UC DAVIS INITIATIVES. In addition to the Phase 1 Project, the Sacramento campus is actively engaged in several other initiatives to ensure that UC Davis Health remains at the forefront of leadership in healthcare and research:

- Ambulatory Care Expansion/Eye Center – A 58,000 GSF four-story expansion of the Lawrence J. Ellison Ambulatory Care Center (ACC), estimated to begin construction in early 2020.
- Mobility Hub – Construction of a mobility hub immediately north of Aggie Square to enhance access to transit services in the region, which will include increased service between the two UC Davis campuses and Downtown Sacramento. Construction of the mobility hub is anticipated to begin in Fall 2019.

- UC Davis Health In-Patient Rehabilitation Hospital – A new 52-bed inpatient rehabilitation hospital to be developed as a joint venture with Kindred Healthcare.
- Construction of a new parking structure north of the Ambulatory Care Center to serve the expanding needs of the Sacramento campus.

INVOLVEMENT BY NEIGHBORING PROPERTY OWNER. The University is actively engaged in discussions with the private owner of the adjoining 1.3-acre parcel, located on the southeast corner of Stockton Boulevard and 2nd Avenue, in order to coordinate planning for the redevelopment of that parcel to be complementary to the Phase 1 Project. Given the ongoing nature of these discussions, at this time respondents to this RFQ should assume that development will only occur on the University’s property. In addition, to avoid the complexity of coordinating with multiple potential parties, at this stage the private owner of this adjoining parcel has asked the University to request that potential developers not attempt to separately coordinate with the private owner regarding development of this adjoining parcel during the University’s developer selection process.

Figure 2. Conceptual Project Massing





IV. Project Summary

This developer selection process represents the next step in realizing the University's years' long vision for expanding the research, academic and partnership capabilities at the UC Davis Sacramento campus. Future growth in UC Davis Health research facilities was envisioned in the 2010 LRDP, which included expansion at the Aggie Square site. Aggie Square represents a realization of that vision of embracing innovation and entrepreneurship across the breadth and depth of UC Davis academic activities.

More recently, the University engaged Perkins + Will to provide conceptual site planning and building massing studies. The Phase 1 development concept was based on the conclusions of these initial efforts, in combination with input from an extensive community engagement process that the University is undertaking with surrounding neighborhoods in coordination with the city of Sacramento.

The University envisions the Phase 1 Project will consist of the following basic land use elements. The square footages below represent the site capacity for planning purposes. The actual development program and any sub-phasing of the Phase 1 Project will be right-sized by the University and the selected developer(s).

250,000+ GROSS SQUARE FEET (GSF) OFFICE, CLASSROOM AND CO-WORKING SPACE

The initial theme for this office building is Lifelong Learning. The building is anticipated to include university programs and business partners interested in continuing education and workforce development, including the training of next generation professionals across a wide range of STEM and other disciplines. Together these activities will provide education and training for a wide range of jobs at Aggie Square, UC Davis and throughout the Sacramento area. By collocating programs from youth development through post-professional training, an innovative ecosystem of educators and students will create new opportunities and create value for UC Davis, as well as Sacramento residents and businesses.

500,000+ GSF OF SCIENCE, TECHNOLOGY AND ENGINEERING SPACE

Research activities at the Sacramento campus are already generating investment and interest in collocation by businesses in the fields of cell and gene therapy, genomics and next-generation sequencing, and advanced imaging modalities, as demonstrated by those businesses that have already collocated on the Sacramento campus. Many of these businesses have expressed a strong demand for additional space that is not yet available on the Sacramento campus and is anticipated to be provided through the Phase 1 Project. In addition, conversations are underway with the UC Davis departments and research units, some of which are currently located on the Davis campus, to explore expanding their research and teaching presence on the Sacramento campus.

INCUBATOR AND ACCELERATOR SPACES

The Phase 1 Project is also envisioned to include incubator and accelerator spaces, which may be housed in one or both of the science, technology and engineering space and the office, classroom and co-working space. It is anticipated that the University and selected developer(s) will collaborate to define the exact amount of incubator and accelerator space to be incorporated into the Phase 1 Project and to select one or more non-University entities to lease and manage these innovative spaces.

200+ APARTMENT UNITS

These apartment units are expected to contribute to the vitality and “24-7” character of the mixed-use innovation district, and to accommodate some of the housing demand generated by the Sacramento campus and Aggie Square students and employees. The University is currently programming the housing project to meet the needs of multiple audiences. While undergraduates are currently based at the Davis campus, the Chancellor and Provost have made it a priority to create opportunities for undergraduates to benefit from the innovation experience that will emerge at Aggie Square. Planning is underway for a ‘Sacramento Quarter’ for undergraduates, with the opportunity for an immersive residential experience. Medical students, nursing students, and university faculty, staff and affiliates will also be potential tenants.

40,000+ GSF OF COMMUNITY-SERVING GROUND FLOOR SPACE

The first floor of the apartment building will be dedicated to amenities for tenants and Aggie Square users, as well as community-serving storefronts, with a focus on “Food and Health.” The campus and neighboring communities have a need for healthy food options and educational programs related to food and health, as well as opportunities for entrepreneurship. It is anticipated that through properly programming this space, the University and its partners can help provide a vital public space that celebrates healthy food for all.

PUBLIC PLAZAS REPRESENTING THE PRIMARY CENTRAL GATHERING SPACES WITHIN THE PROJECT

Two primary public spaces will connect the Phase 1 Project to the surrounding communities and will provide for lively interaction among occupants of Aggie Square. The Market Plaza is intended to host a permanent farmer’s market pavilion, as well as an outdoor gathering space to complement the healthy food offerings and programs in the community-serving storefronts. The “Aggie Square” public plaza will be a dynamic urban gathering and events space, fronted by entrances to all of the Phase 1 Project buildings and first floor activities. The Aggie Square plaza is also situated to capture frontages of the next phase of buildings contemplated to be located south of 3rd Avenue. The anticipated role of the University in programming the public plaza is discussed in Section VII.

PARKING FACILITIES AND TRANSPORTATION PROGRAMS SUPPORTING THE PROJECT’S USES

A combination of Transportation Demand Management (TDM) measures and construction of new parking facilities are anticipated in order to meet project access demands. The University is currently in the planning phase for a new parking structure to be built north of the Ambulatory Care Center. In addition, the planned mobility hub to be located immediately north of the Phase 1 Project site is anticipated to accommodate transit vehicles travelling between the Sacramento campus, downtown Sacramento and the Davis campus, as well as point-to-point bus service to outlying areas of Sacramento, local shuttle services, bike share and car share. The University intends to work closely with the selected developer(s) to identify and implement parking solutions that ensure adequate parking is available for both the Phase 1 Project and other users on the Sacramento campus (including the likelihood the University will fund the development of additional parking facilities). These solutions may include expanded TDM strategies, identification of any additional parking facilities to be built, identification of potential funding sources, and setting applicable monthly parking rates.

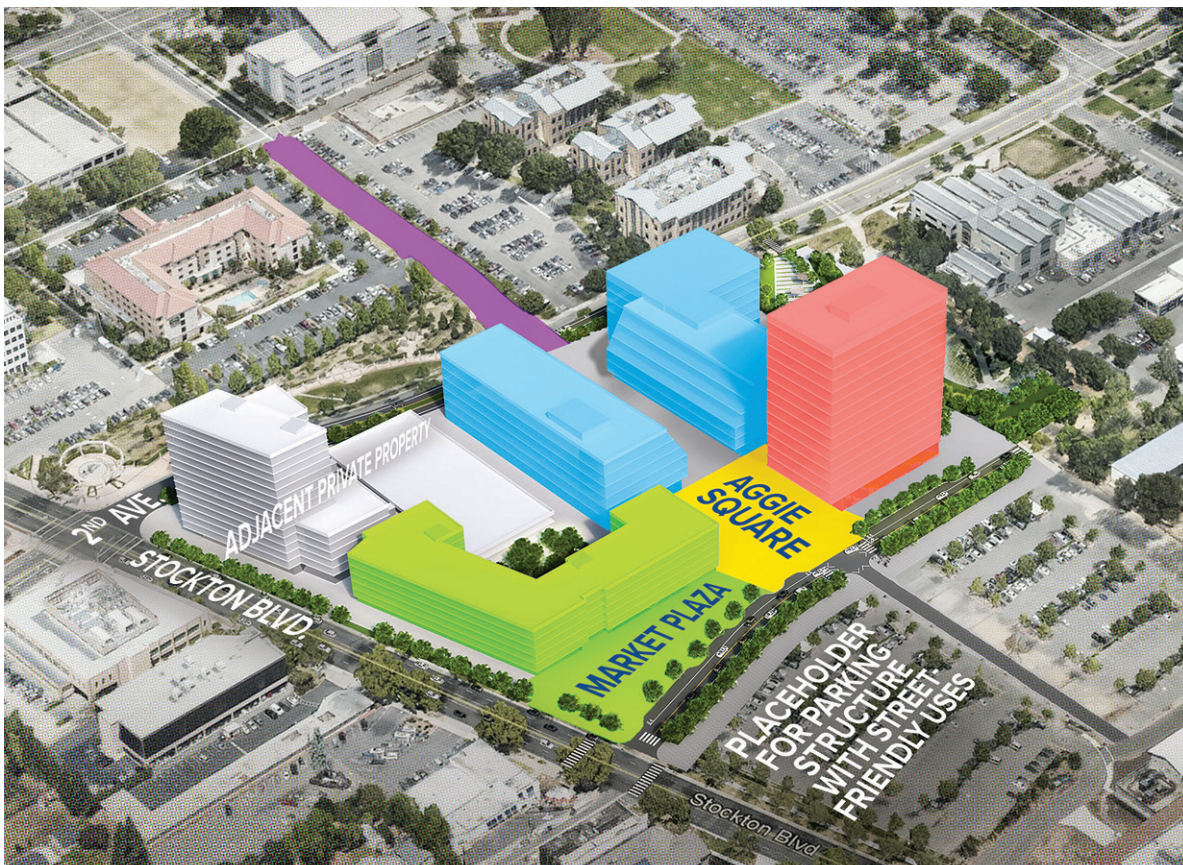
Preliminary site plans, massing diagrams, and yield studies for the Phase 1 Project were prepared by Perkins + Will at the direction of UC Davis. The work completed by Perkins + Will includes planning diagrams for assuring the Phase 1 Project development integrates seamlessly with the evolving Sacramento campus, the Stockton Boulevard corridor and any future phases of Aggie Square (see Section V).

As previously mentioned, the University will be a major tenant of the Phase 1 Project, however it is also anticipated that significant demand for space will derive from the University's existing and future partners and other businesses that wish to take advantage of the collocation benefits of this dynamic innovation center. Further information regarding the specific space needs of the University and its partners will be made available later in the developer selection process.

There is also pent-up existing demand in the Sacramento market for new office/lab space, housing and retail/services space. An evaluation of the region's market conditions for these uses was prepared for the University by HR&A Advisors. HR&A Advisors' Real Estate Market Analysis report can be found at the Aggie Square website: <https://aggiesquare.ucdavis.edu>.

Finally, the University envisions the project components listed above will be delivered in a manner to meet the UC Sustainable Practices Policy and will continue to embrace and further UC Davis' commitment to and leadership in environmental sustainability. The Sustainability Practices Policy can also be found at the Aggie Square website.

Figure 3. Conceptual site massing and public spaces for Phase 1.



V. Project Planning Guidelines

These planning guidelines highlight the location of each major building, public space and public street envisioned for the Phase 1 Project. The diagrams illustrate expected site capacity and massing of each building and the relationship of each building to planned public streets and public spaces. The project aspires to create dynamic public spaces that foster interaction, connectivity and “chance encounters” to drive innovation within the Aggie Square district and between Aggie Square and the greater community. The Market Plaza and Aggie Square represent the two public spaces that drive this interaction. Aggie Square is the focused innovation space that connects all buildings and first floor activity for the Phase 1 Project buildings. The Aggie Square plaza is connected to the Market Plaza, which creates a shared gathering space between the University’s innovation district and its surrounding community at Stockton Blvd. The programmatic and design focus of the Market Plaza is “celebrating healthy food for all”.

The diagrams also illustrate the Phase 1 Project’s connections to the existing campus fabric on the north and east (including the planned mobility hub), as well as future connectivity to longer range campus development to the south. The themes, locations, sizes and relationships of buildings, streets and public spaces create a framework for the Phase 1 Project that reflects a year-long and ongoing engagement effort both internal and external to the University.

The Phase 1 Project extends 45th Street to become a central spine connecting the UC Davis Hospital, the Education Zone and Aggie Square. The 45th Street Extension will run through the Aggie Square “plaza,” which will use special paving materials up to the front doors of all Phase 1 Project buildings that face the “plaza.” New streets in Aggie Square will connect with Existing 3rd Avenue and 4th Avenue along Stockton Boulevard to simplify street circulation.

Varied and connected open spaces and plazas connect all Aggie Square phases with the Hospital and Education Zone. The physical design framework for the UC Davis Sacramento Campus will be updated, similar to this exhibit, to illustrate how future Aggie Square buildings, streets and open spaces will form an integrated and connected campus.

Fig. 4. Circulation and Open Space Framework.

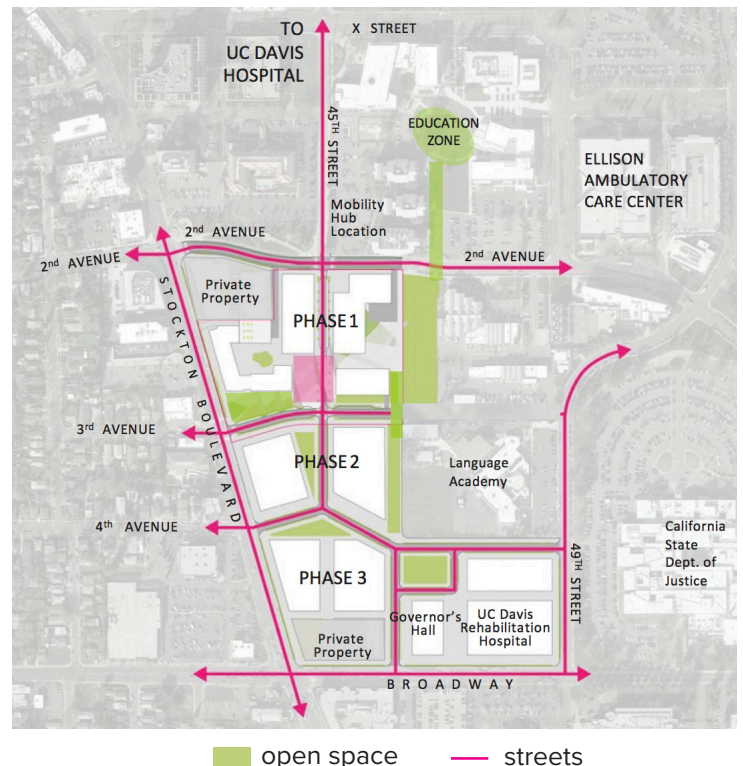


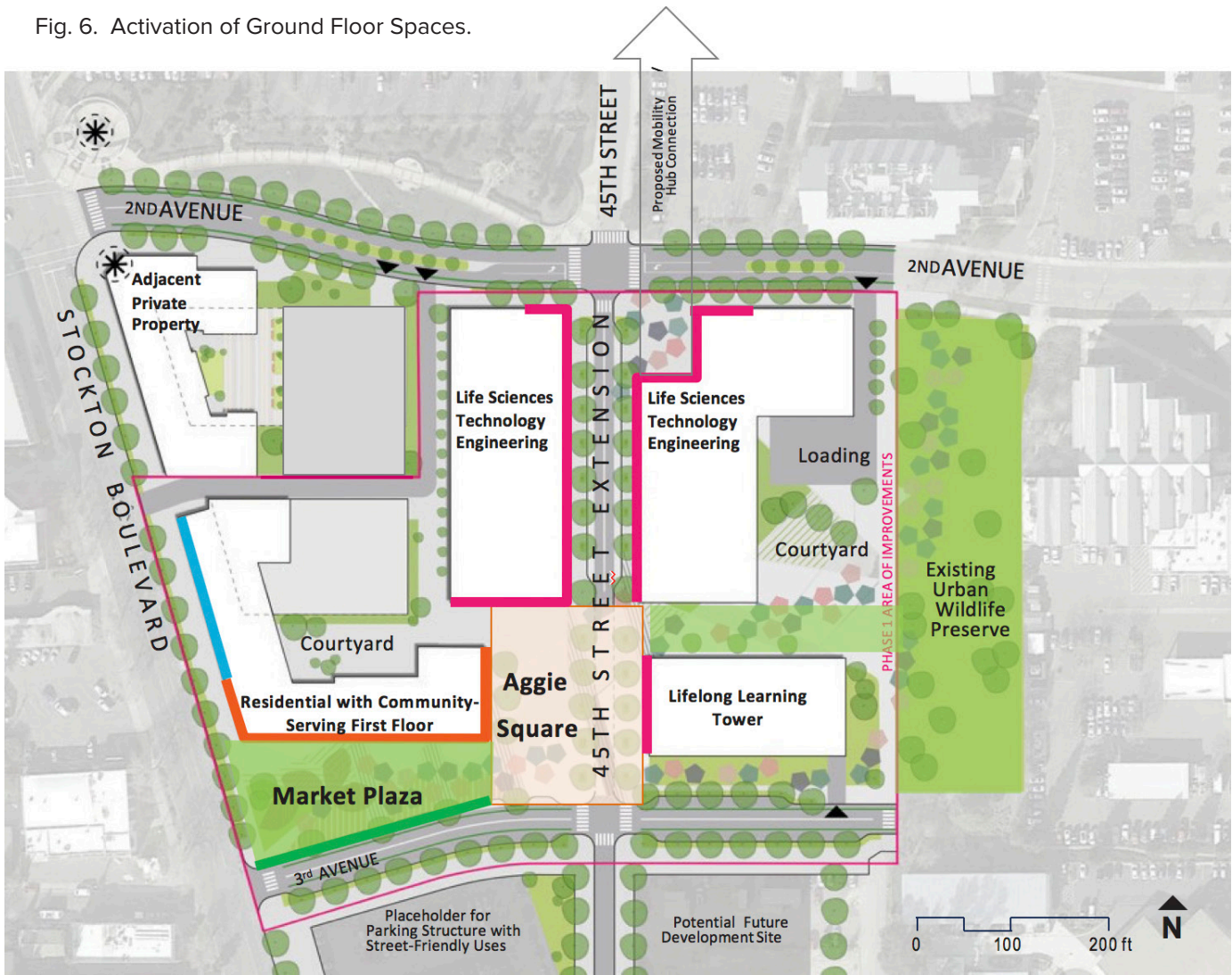
Fig. 5. Conceptual Site Plan.



▲ vehicular access points □ Aggie Square phase 1 boundary

All Phase 1 Project buildings and Phase 2 parcels have frontage for front doors and storefront spaces on Aggie Square, making it the lively crossroads of the innovation district. The Market Plaza connects to Aggie Square plaza and opens to the community on Stockton Boulevard.

Fig. 6. Activation of Ground Floor Spaces.



General Amenities

- Coworking
- Residential
- Creative Office or Gallery Space

Community-Serving Uses

- Healthy Food Offerings
- Food Literacy & Education Programs
- Uses with Indoor/Outdoor Space
- Community Gathering & Event Spaces

University, Partner, Industry Programs

- Learning Programs/Teaching Spaces
- Maker Spaces/Incubators/Accelerators
- Showcase Space
- Building Lobbies and Cafeterias
- Workforce Training Centers
- Innovation Center Storefronts

Farmer's Market Pavilion

- Street-front Loading/Plaza-facing Access

Fig. 7. Conceptual Section through Aggie Square



key plan

**Lifelong Learning
Office & Classroom**



**Science/
Technology/
Engineering**



**Housing with
Community-
Serving
First
Floor**

45th
Street



VI. Developer Team Composition and RFQ Submittal Requirements

Due to the range of uses and building types envisioned for the Phase 1 Project (i.e. the office/classroom/co-working building, science/technology/engineering buildings, and mixed-use building), and in recognition of the fact that many developers do not have expertise with all of these components, teams may propose a separate developer for each of the three components. However if more than one developer is proposed, it should be made clear which developer is proposed for each of the three components, and one master developer should be clearly identified. The master developer is anticipated to have responsibility for installing common infrastructure improvements for the Phase 1 Project, leading well-coordinated marketing efforts that advance the larger vision for the Phase 1 Project, and for coordinating the efforts of the other developers on the team. Teams must identify a developer for each of the three major components of the Phase 1 Project (i.e., teams may not submit for less than all the components of the Phase 1 Project).¹

This RFQ is primarily focused on the qualifications of developer team members. At this RFQ stage, developers are not required to identify a single architect or general contractor for the Phase 1 Project. As described below, developers will instead identify no more than five potential architects and general contractors with whom the developers may team with if selected. Further information regarding the process for selecting the architect(s) and general contractor(s) will be provided later in the selection process.

The following are the submittal requirements for this RFQ. If there are multiple developers submitting as a team, such team shall make a single submission. The University's selection criteria are further discussed in Section VII of this RFQ.

- a) Cover Letter – Submit a cover letter (2 pages maximum) summarizing the key points of the qualifications submittal and highlighting the developers' interest in the Phase 1 Project opportunity.
- b) Developer Members – For each developer on the team, submit the following: company name, legal status, company address, and firm profile.
- c) Developer Experience – Each developer on the team is to submit information regarding three projects for which the developer was the lead. Highest consideration will be given to projects of comparable scope to the Phase 1 Project, particularly those with a significant component of lab/research and office space, projects in a public-private partnership with a university or other public agency, and projects built within the last ten years. The project experience by the identified master developer should include specific experience in the role as a master developer. For each project offered, include a project description, summary of programmatic components, year built, and a listing of the key members of the development team. Of the three projects included, identify the one that is the most comparable to the concept for the Phase 1 Project. Note that the University plans to undertake site visits to select projects of the finalist developers during the second step of the developer selection process.
- d) Developer Personnel Assigned to Project – Each of the proposed developers must be willing to commit key staff to the project. Identify key team members of each developer firm and their respective roles, identify the primary project manager for the Phase 1 Project, and provide resumes for all key team

¹While housing is a component of the Phase 1 Project, respondents to this RFQ need not be one of the eight prequalified student housing developers through the Office of the President's Student Housing Initiative. 14

members identified. These individuals must have proven personal experience in development projects of this type.

e) Financial Capability to Execute the Project – For each developer firm proposed, describe experience in financing comparable projects, especially those involving unsubordinated ground leases. Provide a statement attesting that each respondent has had no loan defaults, no filing for bankruptcy, no foreclosures, and no government fines in the past ten years. The selected developer(s) will be required to provide a guaranty from a credit-worthy entity for its performance required by the transaction documents if, in the sole discretion of the University, the developer(s) lacks the financial resources to back their performance. The response to the RFQ shall describe how the developer(s) proposes to guaranty its performance to design and construct the Phase 1 Project.

f) Developer Project Approach – Provide a narrative description of the developer(s)' general approach to design, including the approach to open space and the central plazas; approach to managing development of the Phase 1 Project, including budgeting, bidding, and construction; approach to tenancing/lease-up, including how the team proposes to market the project to third party tenants and to work with the University to determine the optimum tenant mix. Include a narrative description of the applicable developer(s)' approach to on-going property management including strategies to collaborate with the University to establish an "innovation ecosystem" and build a sense of place and community among the tenants and users. Additionally, describe the strategy for review and approval of periodic budgets, value engineering and final construction cost. Describe the strategy for sharing information with the University during the budget process, how a contract for construction will be negotiated with the general contractor and how the team will maximize competitive bidding for the Phase 1 Project. Describe developer(s)' philosophy and approach to incorporating sustainability into projects and provide a minimum of three completed projects that demonstrate experience delivering cost-effective, environmentally sustainable solutions. ²

g) Developer References – For each developer firm, provide three professional references including name, title, address, telephone number, email address, and delineation of the relationship with the firm. It is preferred that at least one reference for each firm be a university or other public agency.

h) Developer Litigation – Developers must affirmatively state whether there are any recent or currently outstanding legal claims against the firm or any key personnel thereof, including the source of such claims, their amount, and status. All firms and individuals are required to reveal any criminal convictions other than simple traffic convictions.

i) Architect and General Contractor Qualifications – For the RFQ submittal, each of the proposed developers shall identify no more than five architects and five general contractors with whom each developer may partner with for the Phase 1 Project. The submission should include a narrative explaining the rationale for selecting the identified architects and general contractors, should identify prior experience with the developer(s) and should provide a brief summary of each architect's and general contractor's recent experience with 2-3 comparable projects.

Although not required by this RFQ, developers may propose other team members (engineers, consultants, etc.) if participation by such members is of particular importance to the team.

²These three projects may or may not be the same as those identified in Section VI(c) above.



VII. Roles and Responsibilities

ROLE OF DEVELOPER(S)

The selected developer(s) will be responsible for all aspects of designing, building, financing, and managing the Phase 1 Project, working in close collaboration with the University throughout the process. It is likely the University will ultimately take responsibility for constructing certain elements of the project to assist with financial feasibility, including, but not limited to, some or all of the shared parking facilities and/or backbone infrastructure improvements. This decision will be made in collaboration with the selected developer(s) following selection.

ROLE OF UNIVERSITY

In addition to its role as the land lessor for the site of the Phase 1 Project, the University expects that it will play a role both in its development and eventual management and programming. At the development stage, the University will serve as the permitting agency, acting in its sovereign and autonomous government capacity under Article IX of the California State Constitution, as building official with full power and authority to entitle, authorize, approve, permit and inspect the design, alteration, improvement, and construction of buildings and structures, including related to design review, environmental review, building permit issuance, construction inspections, permit sign-off, final inspections, and issuance of Certificate of Occupancy.

Once development is completed, the University expects to lease a significant amount of space for its own academic and programmatic needs. Further information regarding the amount and specific types of such space will be made available later in the developer selection process.

Throughout the project's development, the University will collaborate closely with the developer(s) in management, programming and leasing. For leasing, the University will set entrance criteria for tenants with the expectation that a substantial proportion of non-University tenants will have an education or research relationship with UC Davis, and all tenancies will be selected to further the education, research and/or public service mission of the University, and that a number will also further the economic development goals of the project. In the event all space cannot be timely filled in this manner, the University anticipates that such excess space may be offered for lease to a broader range of tenants subject to the University's prior approval. The University will work with the selected developer(s) to develop an efficient tenant review process to ensure no unnecessary delays in seeking any required approvals.

In addition to leasing, the University will play an active role in programming and event production within the Phase 1 Project. This role is intended to foster connectivity and productive relationships between the tenants, the University and the surrounding communities. The University will work with the selected developer(s) to develop a structure for the University's active involvement in such activities.



Fig. 8. The UC Davis Sacramento campus is approximately 145 acres with clear zones for hospital, education and clinical functions, along with the Aggie Square innovation district. The UC Davis Sacramento Campus Long Range Development Plan (LRDP) and Physical Design Framework (PDF) establish the land use, building capacity and connectivity across all uses.

COORDINATION WITH CITY OF SACRAMENTO

The University will lead coordination with external agencies such as the city of Sacramento, Sacramento Municipal Utility District, and other regulatory and utility providers. It will also lead coordination with neighborhood and community groups. Developers are not expected to contact elected officials, community organizations, regulatory agencies, or municipal staff during this developer selection process.

PREDEVELOPMENT COSTS

The University will be asking the developer(s) to prepare preliminary design plans for the project before Regents’ approval is obtained. Accordingly, the University anticipates entering into a Predevelopment Agreement with the selected developer(s) to document roles and responsibilities during such period. Among the fundamental purposes of the Predevelopment Agreement are to detail predevelopment activities and a predevelopment budget, outline a schedule of performance, and establish terms for reimbursing a portion of the developer(s)’ predevelopment costs should the project not ultimately receive Regents’ approval. Development teams may be asked to submit basic terms of a Predevelopment Agreement as part of the second step of the developer selection process.



VIII. Selection Process

Selection of the developer(s) for the Phase 1 Project is expected to be a two-step process. This RFQ stage is the first step, at the conclusion of which the University will narrow teams to a shortlist to advance to the second step of the process. The second step may take the form of a full RFP for development of the Phase 1 Project, or it may consist of a request for information for a subset of the development responsibilities, such as the predevelopment activities or certain aspects of the project. Specifics regarding the second step of the process will be made available to the shortlisted teams following the RFQ stage. It is the University's intention to select the final developer(s) in late 2019.

At the RFQ stage, it is the University's goal to identify a shortlist of developers that are the most qualified to undertake the Phase 1 Project. Consistent with these goals, among the key selection criteria during the RFQ stage are:

- Demonstrated experience with developing large, complex mixed-use projects directly comparable to the project envisioned for the Phase 1 Project, including lab and research space that meets the needs of University, industry users, as well as project features and programs that add value to surrounding communities;
- Demonstrated experience with public-private partnerships and ground lease transactions;
- Demonstrated excellence in sustainable planning and design and demonstrated flexibility working with University requirements;
- Demonstrated commitment to meeting campus requirements, compliance with state, local, and federal law, and providing infrastructure for universities or other public institutions;
- Demonstrated ability to build projects cost efficiently, on schedule, and on budget;
- Demonstrated financial capability to finance the construction of the Phase 1 Project;
- Demonstrated experience in managing/operating comparable mixed-use facilities, including a successful track record of tenant recruitment and retention;
- Demonstrated commitment to diversity, equity and inclusion, as exemplified the UC Davis Principles of Community;
- Demonstrated experience working collaboratively with organized labor;
- Experience working successfully with the other members of the proposed developer team on prior projects; and
- Experience developing and managing projects in California and familiarity with the CEQA environmental review process.

Pursuant to the following tentative timeline, the University expects to shortlist developers in September 2019 and select final developer(s) in December 2019. Teams are advised to block out the dates specified for Development Team interviews/presentations.

TENTATIVE DEVELOPER SELECTION TIMELINE

Issuance of RFQ	June 11, 2019
Pre-Proposal Conference	June 27, 2019
Due Date for RFQ Questions	July 10, 2019
Responses to RFQ Questions	July 17, 2019
Due Date for Submission of Qualifications	August 9, 2019
Developer Interviews ¹	September 5-6, 2019
Select Shortlist Teams and Issue Second Step Instructions	September 13, 2019
Site Visits of Developer Projects	TBD
Due Date for Second Step Submissions	TBD
Development Team Selected for Exclusive Negotiations	December 2019

¹ it is possible not all teams will be interviewed. Teams will be notified and invited to an interview.

TENTATIVE PREDEVELOPMENT TIMELINE

Predevelopment Agreement/Preliminary Design/CEQA/Term Sheet	Dec 2019-Fall 2020
Regents Consideration of Business Terms (Term Sheet)	Summer/Fall 2020
Regents Consideration of Design and Environmental Review	Fall 2020
Complete Ground Lease & Other Transaction Documents	Spring 2021
Complete Design, Design Review, Financing	Spring 2021
Execute Ground Lease and Closing, Permits, Construction Start	Spring/Summer 2021



IX. RFQ Submission and Evaluation Process

a) A Pre-Proposal Conference will be held in Sacramento at 1:00pm PDT on Thursday, June 27, 2019, in which interested parties may participate either in person or by conference call. Those interested in participating should preregister by June 25 via email at aggiesquare@ucdavis.edu to obtain information on specific location and dial-in number.

The University will keep a running log of questions related to the RFQ. All questions must be submitted by email to aggiesquare@ucdavis.edu no later than July 10, 2019, although participants are encouraged to submit questions sooner to facilitate timely answers. The University anticipates posting final responses to the questions on the Aggie Square website no later than July 17, 2019.

The required contents of the RFQ submittals are specified in Section VI of this RFQ. Ten (10) bound hard copies of the submittal along with an electronic copy on a flash drive are to be submitted to the following address. Qualifications must be received no later than 4:00pm PDT on August 9, 2019.

**UC Davis Real Estate Services
Attn: Aggie Square Team
255 Cousteau Place
Davis, CA 95618**

b) Proposers are not permitted to initiate communications with any University employee regarding the developer selection process during the period between the RFQ issue date and the selection of the developer(s) except at the formal meeting points specified in the developer selection process.

c) The University will conduct a screening of all RFQ submittals. The screening will identify the developers who, at the University's sole discretion, best meet the University's needs in accordance with the screening criteria developed within the RFQ. The University reserves the right to reject any or all submittals and to change or add to the screening criteria at any time during the screening process.

d) Following the RFQ screening, a select number of teams will be invited to participate in a second step of the developer selection process that will likely include a request to provide more detailed information regarding the proposed transaction(s).

e) The University reserves the right to modify, cancel, withdraw, postpone or extend this RFQ or the subsequent second step of the developer selection process in whole or in part at any time without the University incurring any obligations or liabilities.

f) The University retains the right to not proceed with the project as well as proceed to negotiate with other developers should the negotiations with the selected developer(s) not proceed to mutually acceptable transaction documents or if the selected developer fails to secure project financing.

g) The outcome of the developer selection process will be the selection of a master developer and other team members comprising the proposed developer team. However, the University and the master developer reserve the right, by mutual agreement, to replace other members of the Development Team without undertaking a new developer selection process.

h) The University retains the right to expand or otherwise modify the boundaries of the Phase 1 Project based upon subsequent analysis by the University, which may include collaboration with the selected developer(s).

i) The University assumes no obligations, responsibilities and liabilities to reimburse all or part of the costs incurred by parties considering a response to and/or responding to this RFQ or any subsequent second step of the developer selection process. All of such costs will be borne solely by each developer.

j) The California Public Records Act limits the University's ability to withhold qualification and bid data. If a submittal contains any trade secrets that a proposer does not want disclosed to the public or used by the University for any purpose other than evaluation of the developer's eligibility, each sheet of such information must be marked with the designation "Confidential." The University agrees that if a "Public Records Act" request is made for disclosure of data so classified, it will notify the submitter of such data so that the submitter will have an opportunity to legally challenge the University's obligation to disclose such information.