

2022

REQUEST FOR PROPOSAL

MIDLAND DOWNTOWN DEVELOPMENT

CITY OF MIDLAND • MIDLAND DEVELOPMENT CORPORATION
200 N. LORAIN STREET STE. 610 • MIDLAND, TX 79701



Welcome to Midland

When it comes to energy, one U.S. city is at the center of it all: Midland. Located smack dab in between Fort Worth and El Paso, the west Texas city sits atop the largest petroleum-producing basin in the United States known as the Permian Basin. Approximately 40% of America's oil and gas reserves are in reservoirs in the Basin. But renewable energy is gaining importance in the area, too. West Texas is home to some of the nation's largest wind farms. To the south, in Pecos County, sits one of the largest solar farms in Texas, Midway Solar farm. The world's largest direct air capture (DAC) facility, designed by Occidental Petroleum Corp., will zap up to 1 million metric tons/year of carbon dioxide (CO2) emissions in the Permian Basin starting in 2024.

MIDLAND'S PER CAPITA INCOME OF \$124,667 CONTINUALLY RANKS THE HIGHEST IN THE COUNTRY.

But energy isn't the only notable thing about Midland, the city's received national recognition as the former home of President George H.W. Bush, First Lady Barbara Bush, President George W. Bush and First Lady Laura Bush. While Midland may be a coincidental stepping stone to the White House, the community has intentionally set itself to be a launching pad for young professionals. Midland's per capita income of \$124,667 continually ranks the highest in the country and is double the national average. With an average age of 31, and only getting younger, Midland's transforming itself into a desert destination for professionals and families alike who want to enjoy all the benefits an income boost can offer.



That includes spending time in downtown Midland. ConocoPhillips, Endeavor Resources, and Diamondback are some of the larger companies located downtown. Just a few blocks away the office district, called Claydesta is home to Pioneer and CrownQuest. Whether you are downtown for work or for fun, Centennial Park is the centerpiece of the city. The park has 4 acres of beautiful green space and trees, multiple seating areas, a playground and a splash pad. The park was completed in 2020 and is the result of an \$18M public-private partnership.

The four acres were inspired by Discovery Green in Houston and Klyde Warren Park in Dallas. There are routinely food trucks, workout classes and live entertainment or movies to enjoy.

When it comes to Texas, we know how to eat. Downtown Midland is filled with local staples including Luigi's Italian Restaurant, Cancun Grill, Wall St. Bar & Grill and Opal's Table. Restaurants like Lo. Street Books and Pi Social offer outdoor seating with views of the park. But the best view of the park is at Bush Convention Center. The three-level 76,949-square-foot facility is next to the park and is more than just a space for conventions. Everything from weddings, to galas, to indoor markets, to business retreats, takes place there.



Down the block from the convention center, you'll find the historic Yucca Theatre. For 41 years, thousands of people each summer attend the popcorn-throwing-filled production of Summer Mummies. The show has been around Midland for over 72 years and is the longest continuing melodrama in the country, bringing in a quarter of a million dollars each year for the Midland Community Theatre.



All along the park, you will see little colorful storefronts. Midland Micro Market's home to over 20 different businesses including a salon, coffee shop, clothing boutiques and ice cream shop. On the first Saturday of each month, the roads near Centennial Park are closed as dozens of vendors fill the streets for Lo. Street Micro Market. In 2022, the Lo. Street Micro Market started hosting quarterly bar crawl events. Drawing young people to enjoy places like Bourbon Street, Buffalo Nickel and Sip Haus.





The City of Midland and the Midland Development Corporation (MDC) own 1.93 acres of Block 35 in downtown Midland, bordered by West Illinois Avenue, North Colorado Street, West Texas Avenue, and North Big Spring Street. The City and MDC are seeking a proven partner to develop this property to enhance the activity and revitalization that downtown Midland is already experiencing. All existing structures will be demolished and the property will be ready for new construction. It is prime acreage filled with potential.

Projects will be scored on value to continued revitalization to downtown Midland, impact on Midland’s property tax base, and job creation. The scoring committee will be made up of representatives from the Midland City Council and city staff, and Midland Development Corporation board of directors and staff.

**IT' S PRIME ACREAGE
FILLED WITH POTENTIAL.**

The developer will propose a project that will complement the existing architecture of downtown Midland and be of similar quality and design standards to recently completed improvements such as Centennial Park and the Bush Convention Center.



CITY OF MIDLAND, TEXAS
and
MIDLAND DEVELOPMENT CORPORATION
Request for Proposals for Downtown Property

The City of Midland, Texas (“City”), and the Midland Development Corporation (“MDC”) are seeking development proposals (“Proposals”) from parties interested in developing certain property described herein. City and MDC are collectively referred to herein as the “Governmental Entities.”

The selected proposer will be responsible for all necessary work including, but not limited to, engineering, architecture, construction and overall project management.

SCOPE OF PROJECT

1. The property is described as Lots 1A and 5-12, Block 35, Original Town of Midland, an addition to the City of Midland, Midland County, Texas (the “Property”).
2. All materials, means, methods and technologies used in design and construction shall meet applicable local, state, and federal requirements including Federal Accessibility Standards. Typical Parking spaces shall be built in accordance with the Manual on Uniform Traffic Code Devices (MUTCD) general principles and standard traffic control device designs.
3. The Governmental Entities intend to demolish all structures located on the Property prior to the initiation of any construction pursuant to the selected Proposal.

MINIMUM PROPOSAL REQUIREMENTS

1. The Governmental Entities will consider selling Property to a proposer with a minimum bid of not less than Seventy Thousand and No/100 Dollars (\$70,000.00), subject to the minimum proposal requirements and selection criteria contained herein.
2. A proposed development project must comply with the current Central Area District (C-1) zoning classification; building architecture shall be comparable to (or complement) the current architecture of downtown Midland.

RESERVATIONS

1. The Governmental Entities expressly reserve the following rights:
 - a. to make any conveyance of their respective portions of the Property to a proposer subject to conditions precedent or subsequent and/or a reversionary interest to ensure the Property is developed in accordance with the terms and conditions of any contract awarded to a proposer pursuant to this Request for Proposals (“RFP”);
 - b. to require that title to the Property remain with or automatically reverts to the respective Governmental Entities free and clear of any lien, claim, charge, or encumbrance upon a proposer's failure to develop the Property in accordance with the terms and conditions of any such contract; and
 - c. to retain, in whole or in part, the bid amount paid to the Governmental Entities for the proposer's purchase of the Property if title to the Property remains with or automatically reverts to the respective Governmental Entities upon a proposer's

failure to develop the Property in accordance with the terms and conditions of any such contract, and the proposer relinquishes, waives, and abandons any claim or right to same.

2. City reserves the right to require an irrevocable letter of credit or other such financial security, in a form acceptable by City, to ensure that the Property is developed in the time and manner set forth in the selected Proposal.
3. By submitting a Proposal, proposer acknowledges and agrees to the terms and conditions of this RFP and this section.

LETTER OF INTEREST

A person or entity that intends to submit a Proposal must submit a letter of interest that generally describes the nature and anticipated scope of the Proposal to be submitted. The letter of interest should be: (i) no longer than two (2) single-sided pages in length; and (ii) submitted to the City Secretary's Office by January 31, 2023 at 4:00 P.M. (CST).

REQUIRED INFORMATION

All Proposals must include the following:

1. Letter of interest (if not previously submitted);
2. Two (2) years of financial statements that demonstrate financial capabilities of the proposer to successfully complete the proposed development project;
3. Resumes of key team members assigned to the proposed development project;
4. List of projects of similar scope and size with references including a scope of work, project costs, and level of public investment for each project;
5. Proof of bonding capability, Proposal (maximum of 25 single-sided pages, including cover pages, indexes, and letter of interest) to include:
 - a. Project description;
 - b. Cost estimate;
 - c. Project scope;
 - d. Anticipated site plan and building footprint;
 - e. Total parking requirements; and
 - f. Conceptual sketches and drawings.
6. Total desired public participation, if any;
7. Ratio of proposed public/private investment for the proposed development project;
8. Anticipated impact of proposed development project on downtown Midland;
9. Proposed development project timeline including major milestones; and
10. Any other information/data evidencing that the proposer is particularly qualified to administer the proposed development project.

SUBMISSION OF PROPOSALS

For submission of a Proposal, please comply with the provisions contained in this RFP. Proposals shall be submitted in writing and include the minimum requirements set forth herein.

- Proposals must be submitted with (6) complete copies of the Proposal to be comprised of one (1) bound original (3-ring binding preferred), four (4) paper copies, and one (1) electronic copy contained on a portable USB drive.
- Proposals must be printed on 8½" x 11" single-sided, double-spaced pages. Font size should be 11 point or larger with one-inch margins.

- Proposals must be submitted in a sealed package or container. The project name, RFP number, and proposer's name and address should be marked on the outside of the package or container.
- The RFP number and the published opening date and time must be clearly printed on the lower left corner of the return envelope to ensure receipt of a Proposal.
- Facsimile transmittals or offers communicated by telephone or electronic means will not be accepted or considered.
- Proposal information that is not submitted in sealed packages or containers will not be accepted or considered.
- Statements contained in a Proposal must be unambiguous and include adequate elaboration where necessary.

Mail or deliver Proposals to the following address:

City of Midland, Texas
City Secretary's Office
300 North Loraine Street, Suite 330
Midland, Texas 79701

DELIVERY OF SUBMITTALS

Proposals must be received in the City Secretary's Office no later than March 31, 2023 at 4:00 P.M. (CST). Proposers are responsible for the means of timely delivering the Proposals. Delays due to any instrumentality used to transmit the Proposals (e.g., delay occasioned by a proposer, City's internal mailing system, etc.) are the sole responsibility of the proposer. **Late Proposals will not be accepted under any circumstance.**

PROPRIETARY INFORMATION

If a proposer does not desire proprietary information in the Proposal to be disclosed, the proposer must identify all proprietary information in the Proposal. This identification must be done by marking each page with the words "Proprietary Information" on which proprietary information is printed. If a proposer fails to identify proprietary information contained in its Proposal, said proposer acknowledges and agrees that such information shall be deemed non-proprietary and made available upon public request.

The confidentiality of Proposals will be protected by the Governmental Entities to the extent permitted by law. Upon the selection and acceptance of a Proposal, all submitted Proposals become a matter of public record under Chapter 552 of the Texas Government Code, and upon request, shall be open for public inspection, except for those portions of each Proposal that are clearly marked as proprietary. If a request for proprietary information is made, City and/or MDC will notify the proposer who may then request an opinion from the Attorney General of the State of Texas as to whether such information must be disclosed pursuant to Section 552.305 of the Texas Government Code. A determination as to whether certain information may be withheld from public disclosure shall be exclusively made by the Office of the Attorney General. The Governmental Entities shall in no way be liable or responsible for the disclosure of any such records or portions of a Proposal not clearly marked as proprietary, or if disclosure is required by Chapter 552 or other applicable law or judicial order.

CLARIFICATIONS AND ISSUANCE OF ADDENDA

An explanation, clarification, or interpretation desired by a proposer regarding any part of this RFP must be submitted in writing by emailing purchasing@midlandtexas.gov, at least five (5) calendar

days prior to the published submission deadline.

If the Governmental Entities, in their sole discretion, determine that a clarification is required, such clarification shall be issued in writing. Interpretations, corrections, or changes to the RFP made in any other manner are not binding upon the Governmental Entities, and proposers should not rely upon such interpretations, corrections or changes. All other explanations or instructions given before the selection of a Proposal are not binding.

Any interpretations, corrections or changes to this RFP will be made by addendum. Sole issuing authority of addenda shall be vested in City. Proposers must acknowledge receipt of all addenda in the submitted Proposals.

PERIOD OF ACCEPTANCE

Proposer acknowledges that by submitting a Proposal, proposer is making an offer that, if accepted in whole or part by City, constitutes a valid and binding contract as to any and all items accepted in writing by City. The period of acceptance of Proposals is ninety (90) calendar days from the date of opening. City maintains final authority over the period of acceptance.

TAX EXEMPTION

The Governmental Entities are exempt from federal excise and state sales tax.

All costs directly or indirectly related to the preparation of a response to this RFP or any oral presentation required to supplement and/or clarify Proposals that may be required by City shall be the sole responsibility of and shall be borne by the proposer.

NEGOTIATIONS

City reserves the right to negotiate all elements that comprise the selected Proposal to ensure that the best possible consideration be afforded to all concerned.

NON-ENDORSEMENT

If a Proposal is accepted, the successful proposer shall not issue a press release or other statement pertaining to the award or servicing of the agreement that states or implies the Governmental Entities' endorsement of the Proposal or proposer's services.

WAIVER OF ATTORNEY FEES

BY SUBMITTING A PROPOSAL, PROPOSER AGREES TO WAIVE AND DOES HEREBY KNOWINGLY, CONCLUSIVELY, VOLUNTARILY AND INTENTIONALLY WAIVE ANY CLAIM IT HAS OR MAY HAVE IN THE FUTURE AGAINST THE GOVERNMENTAL ENTITIES, REGARDING THE AWARD OF ATTORNEY'S FEES WHICH ARE IN ANY WAY RELATED TO THIS RFP. THE PROPOSER SPECIFICALLY AGREES THAT IF THE PROPOSER BRINGS OR COMMENCES ANY LEGAL ACTION OR PROCEEDING RELATED TO THIS RFP, INCLUDING BUT NOT LIMITED TO ANY ACTION PURSUANT TO THE PROVISIONS OF THE TEXAS UNIFORM DECLARATORY JUDGMENTS ACT (TEXAS CIVIL PRACTICE AND REMEDIES CODE SECTION 37.001, ET SEQ., AS AMENDED), OR CHAPTER 271 OF THE TEXAS LOCAL GOVERNMENT CODE, PROPOSER AGREES TO ABANDON, WAIVE AND RELINQUISH ANY AND ALL RIGHTS TO THE RECOVERY OF ATTORNEY'S FEES TO WHICH PROPOSER MIGHT OTHERWISE BE ENTITLED.

PROPOSER AGREES THAT THIS IS THE VOLUNTARY AND INTENTIONAL

RELINQUISHMENT AND ABANDONMENT OF A PRESENTLY EXISTING KNOWN RIGHT. THE PROPOSER ACKNOWLEDGES THAT IT UNDERSTANDS ALL TERMS AND CONDITIONS OF THIS RFP. PROPOSER FURTHER ACKNOWLEDGES AND AGREES THAT THERE WAS AND IS NO DISPARITY OF BARGAINING POWER BETWEEN THE GOVERNMENTAL ENTITIES AND PROPOSER. THIS SECTION SHALL NOT BE CONSTRUED OR INTERPRETED AS A WAIVER OF GOVERNMENTAL IMMUNITY.

RELEASE

NOTWITHSTANDING ANY OTHER PROVISION HEREOF, BY SUBMITTING A PROPOSAL, PROPOSER AGREES TO RELEASE, RELINQUISH, ACQUIT AND FOREVER DISCHARGE THE GOVERNMENTAL ENTITIES AND THEIR RESPECTIVE EMPLOYEES AND OFFICERS FROM ANY AND ALL DEMANDS, CLAIMS, DAMAGES OR CAUSES OF ACTION OF ANY KIND WHATSOEVER WHICH PROPOSER HAS OR MIGHT HAVE IN THE FUTURE, INCLUDING BUT NOT LIMITED TO BREACH OF CONTRACT, QUANTUM MERUIT, DUE PROCESS AND TAKINGS CLAUSES UNDER THE TEXAS AND UNITED STATES CONSTITUTION, TORT CLAIMS OR THE GOVERNMENTAL ENTITIES' NEGLIGENCE.

COMPLIANCE

Proposer agrees that it shall comply with Texas Government Code Section 2252.908, as amended. Proposer agrees that it shall comply with Texas Local Government Code Section 176.006, as amended. For further instructions on how to comply with Texas Government Code Section 2252.908 and Texas Local Government Code Section 176.006, please go to https://www.ethics.state.tx.us/whatsnew/elf_info_form1295.htm and https://www.ethics.state.tx.us/filinginfo/conflict_forms.htm.

AUTHORIZED NEGOTIATOR

Proposals must include the name, address, and telephone number of the person in the proposer's organization authorized to negotiate contract terms and render binding decisions on contractual matters.

CENTRAL POINT OF CONTACT

Proposals must include a central point of contact to establish service, resolve issues and end service. Proposals must describe a proposer's ability to address customer service matters.

DISQUALIFICATION OF PROPOSERS

A proposer may be disqualified for any of the following reasons:

- Upon the Governmental Entities' belief that collusion exists among proposers;
- A proposer is involved in any litigation against either of the Governmental Entities;
- A proposer is in arrears on an existing contract or has defaulted on a previous contract with either Governmental Entity;
- Upon the determination that proposer lacks financial stability to complete the proposed development project;
- A proposer's failure to perform under previous or present contracts with either Governmental Entity; or
- A proposer's non-compliance with criteria contained in this RFP.

SELECTION CRITERIA

City will make its selection based on the following selection criteria:

1. Bid amount	25 points
2. Value of private investment in downtown Midland	20 points
3. Ratio of private/public investment	20 points
4. Financial capabilities	20 points
5. Concept aesthetics	20 points
6. Expediency of proposal timeline	10 points
7. Long-term downtown impact and concept marketability	10 points
8. Project team qualifications	10 points

EVALUATION AND SELECTION

City may make a selection, if any, from Proposals submitted in accordance with the terms and conditions of this RFP. City reserves the right to accept or reject any and all Proposals, re-solicit for Proposals, and to terminate the selection process at any time as it shall deem to be in the best interests of the Governmental Entities. City's receipt and consideration of any Proposal shall not obligate City to accept a Proposal.

If a selection is made, a scope of work and contract will be negotiated with the selected proposer. City and MDC staff may make recommendations to the Midland City Council regarding the execution of a contract with the chosen proposer. If a contract cannot be negotiated with the proposer of the highest rated Proposal, City reserves the right to initiate contract negotiations with the proposer of the next highest rated Proposal; this process may continue until City successfully negotiates a contract or until all negotiations cease. A negotiated contract shall not become effective unless and until approved by the Midland City Council.

TERMS AND CONDITIONS

City reserves the right to modify, delete or further negotiate any or all the terms and conditions related to the RFP or an award of a contract.

"AS IS"

Any conveyance of Property shall be "AS IS" with any and all latent and patent defects.

ERRORS OR OMISSIONS

Proposers will not be allowed to benefit from any errors or omissions in this RFP. If errors or omissions appear in this RFP, proposers shall promptly notify City in writing of such errors or omissions. Significant errors, omissions or inconsistencies in this RFP are to be reported no later than twenty (20) days prior to the submission deadline.

By executing and submitting a Proposal, the proposer hereby represents and warrants to the Governmental Entities that: (i) proposer has read and understands this RFP and such Proposal is made in accordance with this RFP; (ii) proposer agrees to be bound by the terms and conditions of this RFP, which include certain waiver provisions; and (iii) proposer acknowledges that it had the right and opportunity to consult with competent legal counsel regarding the above.

The waiver of attorney's fees and release provisions contained herein include but are not limited to:

- **The administration, evaluation or recommendation of any Proposal;**
- **Waiver or deletion of any of the requirements of this RFP;**
- **Acceptance or rejection of any Proposal;**
- **The selection of any Proposal;**
- **City's right to waive, delete or amend (i) the terms and conditions of this RFP, and (ii) the requirements connected with this RFP; and**
- **City's right reject any and all Proposals.**