



CITY OF HOUSTON
S46- Q24659
NOTICE OF REQUEST FOR QUALIFICATION

**STRATEGIC
PURCHASING DIVISION**
901 Bagby Street,
Concourse Level
Houston, Texas 77002

CITY OF HOUSTON RFQ

To design, build, finance, operate and maintain a new facility to house certain operations of the City's Municipal Courts Department and the Houston Police Department in the City of Houston, TX.

**GENERAL INSTRUCTIONS, TERMS AND CONDITIONS
FOR A CITY OF HOUSTON JUSTICE COMPLEX**

The City of Houston invites the submittal of Statements of Qualification (SOQs) from qualified firms interested in providing a new facility (the "Justice Complex" or the "Complex") to house certain operations of the City's Municipal Courts Department ("MCD") and the Houston Police Department ("HPD"). The City expects to follow the procedures outlined in Texas Government Code Chapter 2267. The Developer will perform all services as described in the Statement of Work.

PRE-SUBMISSION CONFERENCE

The City will conduct a Pre-submission conference on **June 27, 2013 at 10:00 AM CST., at The George R. Brown Convention Center, Houston, TX 77002 Room 350DE.** Attendance to the Pre-submission conference is optional and not mandatory. Minutes will not be prepared.

Prospective Respondent(s) needing additional information/clarification to this Request for Qualification (RFQ) are required to submit the form provided in Appendix B. The deadline for submitting questions is **July 10, 2013 at 3:00 PM CDT. No questions will be accepted after deadline.** All questions will be answered by a letter of clarification to this RFQ and posted on a secure website to which all potential respondents will be given access to via submission of the form provided in Appendix B.

Please review the Statement of Work (SOW) below. If you believe that your Development Team meets the minimum requirements as outlined in the SOW of the RFQ, please submit your Statement of Qualifications (SOQ) to the City Secretary's Office and address below. Respondents must submit two (2) copies of the SOQ, including one (1) printed original signed in "blue" ink, and twenty (20) electronic CD copies with a searchable and editable PDF, in a sealed envelope bearing the assigned RFQ Number (Q24659). Submit these RFQ requirements no later than **Wednesday, July 31, 2013 by 3:00 PM CST. No SOQ's will be accepted after this deadline.**

Mail to:

City Secretary's Office
City Hall Annex
900 Bagby
Houston, Texas 77002



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SCHEDULE

The anticipated schedule for this RFQ is as follows:

RFQ issue date:	June 14, 2013
Pre-qualification submission conference:	June 27, 2013 (10:00 a.m. CST)
Deadline for receipt of questions:	July 10, 2013 (3:00 p.m. CST)
Deadline for issuance of answers/addenda/amendments:	July 19, 2013
Deadline for receipt of response to RFQ:	July 31, 2013 (3:00 p.m. CST)
Review and evaluation:	August-September 2013
Issuance of Request for Proposals:	October 2013

DEFINITIONS

In addition to definitions appearing elsewhere in this RFQ, each term listed below has the meaning stated.

“Comprehensive Agreement” means the comprehensive agreement between the private entity and the City that is required prior to the execution of the Project.

“Design Development” means a clear and coordinated description of all aspects of the design including architectural, mechanical, plumbing, electrical, and fire protection systems, providing a basis for the preparation of construction documents; including assistance in determining potential cost savings, energy efficiency, and constructability improvements; and the site plan, floor plans and exterior elevations.

“Developer” or “Development Team” means the entity (consisting of at least a developer, general contractor, architect, and applicable engineers) with which the City may offer the opportunity to enter into an Interim Agreement for the Project.

“Financial Advisor” means First Southwest Company (“First Southwest”), the City’s financial advisor in general and specifically with regard to the Project.

“Interim Agreement” means an agreement between a private entity and the City that provides for phasing of the development of the Project.

“Lifecycle Cost Analysis” means an analysis that calculates cost of an asset over its entire life span and includes the cost of planning, constructing, operating, maintaining, replacing, and when applicable, salvaging the asset.



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“Project Team” means representatives of the Police, Municipal Courts, General Services, Information Technology, Finance, and Legal Departments, together with First Southwest, and one or more third-party consultants.

“Proposal(s)” means the response provided by a Qualified Developer to a Request for Proposals.

A **“Qualified Developer”** is a Respondent with whom the City offers the opportunity to respond to a Request for Proposals.

A **“Respondent”** is an entity or team that submits an SOQ to the City.

A **“Value for Money”** analysis means a cost-benefit analysis used to determine whether the Project offers a better value than a traditional design-bid-build delivery method considering all relevant qualitative and quantitative monetary factors and relevant non-financial factors.



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STATEMENT OF WORK

1. Overview

The City of Houston, Texas (the "City") plans to construct a new facility (the "Justice Complex" or the "Complex") to house certain operations of the City's Municipal Courts Department ("MCD") and the Houston Police Department ("HPD"). The City seeks a well-qualified Development Team to participate in the facility's design and project planning, construction, financing and long-term operating agreement.

The targeted site for the Project is an 18-acre tract (the "Tract") in the vicinity of 1400 Lubbock Street. The City holds fee title to the Tract, which presently includes the City's Municipal Courts Building and several mid-rise structures constituting HPD's "Riesner" facility. HPD maintains its current headquarters at 1200 Travis Street, in a 26-story office building also owned by the City. The Project will consolidate operations now conducted at the Municipal Courts Building, the Riesner facility, and 1200 Travis into a single campus on the Tract. The City may be willing to consider other sites but to date has not done so.

Significant challenges of the Project will include (a) maintaining essential functions of MCD and HPD's Riesner facility during construction of the new campus and (b) identifying and executing a favorable disposition of the City's interest in 1200 Travis.

By this RFQ, the City solicits from interested parties a Statement of Qualifications ("SOQ") for the Project, in keeping with the terms set out below. The City is likely to take particular interest in SOQs addressing finance options such as a private financing, "63-20" Financing, or a hybrid of financing vehicles.

After review of the SOQs, the City expects to issue a Request for Proposals to Qualified Respondents. During the preparation of Proposals the City may offer workshops and topic meetings related to technical and commercial matters and may provide opportunities for Qualified Developers to comment on project-specific issues. Based on Proposals, the City's financial advisors will conduct a Value for Money analysis, after which the City may enter into negotiations for an Interim Agreement to be followed by a Comprehensive Agreement for the Project.

The City does not intend to make an offer by issuing this RFQ, and this RFQ does not constitute an offer or a tender or a request for proposals. See Section 11 for further Disclosures and Disclaimers.



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2. Contact with City Regarding the Project

- 2.1. Respondents and other interested parties shall submit the form provided in Appendix B to gain access to a secure website where a copy of this RFQ, a project manual, any Addenda and other communications will be disseminated. Further information relating to this RFQ will be directed only to persons who have registered.
- 2.2. The Contact Person for this RFQ is Jennifer Olenick in the City's Finance Department, who may be reached by phone at 832-393-9112 or email at JusticeComplex@houstontx.gov. Email is the preferred method of contact.
- 2.3. First Southwest is authorized to communicate with interested parties relative to matters of procedure only. Requests for additional information must be directed to Jennifer Olenick at JusticeComplex@houstontx.gov.
- 2.4. Respondents may not rely on representations, statements, or explanations (whether verbal or written) other than those made in this RFQ or written Addenda.
- 2.5. See Appendix A for procedures regarding the confidentiality of submissions.

3. Submission Requirements

- 3.1. Any interested Developer may submit a response to this RFQ. Respondents may be individuals, corporations, joint ventures, partnerships, or any other legal entity.
- 3.2. Responses shall be in English and U.S. dollar denominations. Any portion of a response not in English or U.S. dollar denominations will not be evaluated.
- 3.3. Responses submitted by fax or email will not be accepted.
- 3.4. Respondents are solely responsible for ensuring they have received the complete RFQ plus any Addenda.
- 3.5. The City will not compensate any Respondent for participating in the RFQ stage of the selection process.

4. Evaluation of SOQs

The Project Team will evaluate SOQs with assistance from other persons as the City deems necessary. The City is not obligated to evaluate every SOQ and may in its discretion discontinue the evaluation of any SOQ the City judges not to be in contention to be a Qualified Developer.



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SOQs will be evaluated according to the following criteria, which are not necessarily listed in order of importance to the City:

- Respondent's relevant experience, qualifications, capabilities, financial strength, and past performance with complex development projects, specifically as it relates to municipal courts and police facilities developed through public-private partnerships.
- Experience and qualifications of Respondent's key personnel. It is recommended that team members proposed for the Project have experience developing and privately financing complex development projects.
- Respondent's confirmation of its willingness and capacity to devote significant time and resources to development of the Project.
- Approach to interim and permanent financing, whether through debt, equity, or a hybrid financing vehicles. Explain the associated risks to the City of the proposed approach.
- Interest in providing a responsive minimum bid for the City's interest in 1200 Travis and development plans for such property.
- Responsiveness to this RFQ.

DO NOT INCLUDE ANY DRAWINGS OR DEPICTIONS OF THE PROPOSED JUSTICE COMPLEX.

The City will send written notice to each Respondent's representative stating whether the Respondent will be invited to respond to a Request for Proposals.

Upon written request received within three months of the City's announcement of the Qualified Developers, the City will conduct a briefing for any Respondent not selected as a Qualified Developer. The briefing will describe the relative strengths and weaknesses of that Respondent's submission. The City will not disclose information regarding another Respondent or discuss ongoing developments of the Project.

4.1. Post-Submission Changes

If (1) a Respondent wishes to add, remove, or otherwise change a member of the Respondent's team; (2) there is a material change in ownership, control, or financial condition of a member of the Respondent's team; or (3) there is a change in the legal relationship among any of the Respondent's team members, the Respondent promptly must submit written notice to the City with supporting information assisting the City's evaluation of the change. The City, in its discretion, may grant or refuse an addendum to the Respondent's SOQ.

5. Scope of Services

5.1. Content of Proposals

The City has prepared a conceptual design manual for the Project and will expect Proposals to leverage this material and proceed to substantial completion of Design Development. The conceptual design is provided in the Project Manual, which is available at a secure website made available upon



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submission of the form provided in Appendix B. The Project Manual is intended to provide Respondents with the minimum project requirements and to serve as a starting point for soliciting ideas from Respondents. The Project Manual does not create or imply any contractual rights inuring to the benefit of any person or entity.

The proposal will consist of both a technical and financial submission. The technical submission is anticipated to include, but is not limited to, a narrative outlining the Qualified Developer's approach to items such as quality assurance, construction management, operations, asset preservation, communications, traffic and environmental management, and phasing of the Project to assure continued operations of Municipal Courts and Police operations. The financial submission is anticipated to include, but is not limited to, estimated pricing and approach of financing (debt and/or equity, including specific funding source(s)), and a description of financing terms and projected cash flows. Committed pricing, confirmation of the funding source(s), and a commitment to enter into the Interim Agreement, should the City desire to select the Qualified Developer, will be expected during the RFP stage. The City anticipates the final Comprehensive Agreement to include a Not to Exceed Price and terms for sharing of cost savings.

A bona fide and responsive Proposal will include, but not be limited to:

- Capabilities needed to meet the objectives of the Project and reasonable performance guarantees.
- Outline of a project schedule that maintains essential functions of Municipal Courts and Police operations.
- Performance specifications for design and construction. The City anticipates the final Comprehensive Agreement will authorize the City to make deductions from the service payments if the Developer fails to meet certain performance specifications.
- Performance specifications for a facility life-cycle maintenance plan. The City anticipates that the final Comprehensive Agreement will permit the City to make deductions from the service payments if the Developer fails to meet certain performance specifications.
- Development cash flows (revenues, expense, capital, etc.), with a summary of significant assumptions demonstrating financial viability and a Lifecycle Cost Analysis.
- Commercial terms for leasing the land at "Riesner" and for purchasing the property at 1200 Travis.
- Financial strength of the Qualified Developer, known funding commitments, and plans for raising capital.

5.2. 1200 Travis

The City believes the inclusion of the sale of 1200 Travis in the Project will facilitate the consolidation of police operations now at 1200 Travis and the Riesner Complex into the new Justice Complex and subsequent private development of 1200 Travis. The Proposal shall address the disposition of the City's interest in 1200 Travis.



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On June 13th, 2011 the City entered into an agreement with the Houston Police Officers' Pension system ("HPOPS") conveying to HPOPS an equity interest in the property at 1200 Travis. The City is required to pay \$25.5 million to HPOPS no later than July 1st, 2015. As a result, a proposal including the purchase of 1200 Travis must include a cash payment to the City of at least \$25.5 million. Compensation for the City's interest in 1200 Travis above this amount is subject to negotiation.

6. Submittal Requirements

Outline in sequential order the major areas of the SOQ in the following order using tabs for each section. Use 8.5 x 11 paper. All pages must be consecutively numbered and correspond to a table of contents.

- 6.1. Table of Contents – Outline in sequential order the major areas of the SOQ, including enclosures.
- 6.2. Submittal Letter – A duly authorized official or representative of the Respondent must execute the transmittal letter in blue ink. For Respondents that are joint ventures, partnerships, limited liability companies, consortia, or other associations, the transmittal shall have appended to it letters on the letterhead stationary of each entity member, executed by authorized officials of such member, stating that representations, statements and commitments made in the SOQ on behalf of the member have been authorized by, are correct, and accurately represent the role of the member in the Respondent team.
- 6.3. Executive Summary – Summarize the SOQ in two or three pages outlining why the Respondent is best suited to meet the objectives of the City.
- 6.4. Team Organization – Outline the organization of the team, companies involved, key personnel and a summary of roles and responsibilities. At a minimum, identify Developer and the entity or entities responsible for financing, design, project management, construction, and legal representation. Also indicate and provide contact information for the primary individuals leading the submission and those authorized to commit the Respondent.
 - 6.4.1. Include organization chart(s) at the corporate level, showing the relationships among the Respondent's Team members.
 - 6.4.2. Identify the Respondent's Representative. This will be the only person to receive communication from the Contact Person regarding this RFQ.
- 6.5. Information and Experience
 - 6.5.1. Company Information – Provide background information about the Respondent, including company history, years in business, principal place of business and legal structure (limited partnership, corporation, or other), number of employees and other information communicating the Respondent's capabilities.



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- 6.5.2. Financial Capabilities – Provide a description of the general financial capability of the Respondent's financially responsible party, together with the party's audited financial statements for the past three years.
- 6.5.3. Relevant Experience – Summarize projects in which the Respondent participated in the development of a project of a size and scope similar to that described in this RFQ. Include:
- 6.5.3.1. Experience of the Developer with overall project management, specifically addressing the management of project risks, contractors and subcontractors, stakeholder relations, and reporting progress; coordination of designers and contractors; integration of facility management into design and construction; the level of achievement in meeting performance specifications; and the creation and management of multi-disciplinary teams.
 - 6.5.3.2. Experience of the entity responsible for design with large, multi-disciplinary projects; management of design processes with a government client; integration of design with construction and service providers; implementation of process improvement concepts, with specific reference to police and court environments; design of innovative, sustainable buildings; design of mechanical and electrical systems; and achievement in meeting performance specifications.
 - 6.5.3.3. Experience of the entity responsible for construction with large, complex projects; integrating design with construction; building sustainable projects; managing the phasing of construction and demolition while ensuring that existing functions remain operational; implementing quality assurance and health and safety programs; and achievement in meeting performance specifications.
 - 6.5.3.4. Experience with facility and lifecycle management, with a focus on meeting specified service levels as well as quality, stakeholder, health, safety and environmental requirements over the long term; planning multi-year rehabilitation and service plans related to overall asset condition; managing facilities and tracking energy performance; and achievement in meeting performance specifications.
 - 6.5.3.5. Experience with project financing, including project type, structure, amount of financing, term of financing, type of financing, funding sources, any financial innovations used, and roles and responsibilities with respect to financing.
 - 6.5.3.6. Overall experience providing value-added, innovative solutions to design, construction and operations of complex projects.
- 6.5.4. Resumes – Summarize the experience of the key team members who will work on the Project.



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- 6.5.5. References – Provide references whom the City may contact. Please include both private and public entities if possible.
- 6.5.6. Other – Provide any other relevant information to demonstrate capabilities.
- 6.6. Approach to Project Financing – Summarize in five pages or less, Respondent’s broad approach to financing the Project. Include a summary of Respondent’s role in the capitalization of the Project, relationships with capital sources, and Respondent’s commitment to provide all or part of the financing.
- 6.7. Questionnaire – Respond to the following:
- 6.7.1. Has Respondent or any principal of Respondent's Team failed to qualify as a responsible bidder or proposer, refused to enter into a contract after an award has been made, failed to complete a contract during the past five (5) years, or been declared to be in default in any contract during the past 5 years? If yes, please explain.
- 6.7.2. Has Respondent or any principal of Respondent's Team filed for bankruptcy, reorganized under Chapter 11, or put into receivership? If yes, give date, jurisdiction, action taken, and any other explanation deemed necessary.
- 6.7.3. Has Respondent or any member of Respondent's Team been convicted by a any court of any violation of law or plead guilty or entered into deferred adjudication or a similar agreement, other than for traffic violations? If yes, please explain any convictions.
- 6.7.4. List by date, court, and case number all pending or completed lawsuits filed during the past seven years against the Respondent, any natural person owning more than ten percent (10%) interest of Respondent, or any principal of Respondent's team, and describe the subject matter and disposition (if applicable) of each suit listed.
- 6.7.5. List all judgments from lawsuits in the last five (5) years that are deemed material to your organization.
- 6.7.6. List any potential, actual, or perceived conflicts of interest in connection with Respondent’s SOQ.
- 6.7.7. Acknowledge that Respondent understands that information contained in Respondent's SOQ will be relied upon and that such information is warranted by Respondent to be true and accurate. Respondent agrees to furnish such additional information as may be requested by the City. Respondent further understands that the information contained in Respondent's SOQ may be confirmed through an investigation conducted by the City. By submitting its SOQ, Respondent agrees to cooperate with the City’s investigation.



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6.7.8. Acknowledge that the City is subject to the Texas Public Information Act and that, subject to the provisions of such act, information provided to the City may be made available to members of the public requesting the information in accordance with state law.

6.7.9. List any conflict of interest or possible unfair advantage, either real or perceived, whether it is now existing or is likely to arise in the future. An unfair advantage includes references to confidential information that is not, or would not reasonably be expected to be, available to all Respondents.

7. M/WBE COMPLIANCE:

7.1. The Developer must provide written statements/forms/letters acknowledging that they understand and will comply with the following conditions listed below if they are recommended for contract award:

7.1.1. Provide a written statement acknowledging the City's M/WBE Program and Contractor's willingness to make a good-faith effort in utilizing a certified M/WBE subcontractor. The Contractor shall comply with the City's Minority and Women Business Enterprise ("M/WBE") programs as set out in Chapter 15, Article V of the City of Houston Code of Ordinances. Contractor shall make good-faith efforts to award subcontracts or Supply Agreements up to 22% of the value of this Agreement to M/WBEs. Contractor acknowledges that it has reviewed the requirements for good-faith efforts on file with the City's Office of Business Opportunity ("OBO"), and will comply with them. Additionally, the Contractor shall require written subcontracts with all M/WBE subcontractors and shall submit all disputes with M/WBEs to binding arbitration to be conducted in Houston, Texas, if directed to do so by the OBO Director.

8. Hire Houston First

8.1. Designation as a City Business or Local Business

8.1.1. To be designated as a City or Local Business for the purposes of the Hire Houston First Program, as set out in Article XI of Chapter 15 of the Houston City Code, a bidder or Respondent must submit the **Hire Houston First Application and Affidavit ("HHF Affidavit")** to the Director of the Mayor's Office of Business Opportunities and receive notice that the submission has been approved prior to award of a contract. Bidders are encouraged to secure a designation prior to submission if at all possible.

8.1.2. **Download the HHF Affidavit** from the Office of Business Opportunities Webpage at the City of Houston e-Government Website at the following location:

www.houstontx.gov/obo/moreforms/hirehoustonfirstaffidavit.pdf

8.1.3. Submit the completed application forms to: Mayor's Office of Business Opportunity, One Stop Business Center, 900 Bagby St., Public Level, Houston, TX 77002 or Applications may be submitted via e-mail to HHF-MOBO@houstontx.gov or faxed to 832.393.0952.



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8.2. Award of Procurement Pursuant to a Request for Qualifications, Best Value Solicitation or Alternative--
-Pursuant to Chapter 15 of the City Code of Ordinances

8.2.1. IN EVALUATION OF A PROPOSAL SUBMITTED UNDER ANY OF THE ABOVE
PROCUREMENT METHODS, THE CITY SHALL GIVE ADDITIONAL CONSIDERATION TO:

- A "LOCAL BUSINESS," AS DEFINED IN SECTION 15-176 OF THE CITY OF HOUSTON CODE OF ORDINANCES, AND
- A "CITY BUSINESS." AS DEFINED IN SECTION 15-176 OF THE CITY OF HOUSTON CODE OF ORDINANCES
- UNLESS THE USER DEPARTMENT DETERMINES THAT AN AWARD TO THE LOCAL OR CITY BUSINESS WOULD UNDULY INTERFERE WITH CONTRACT NEEDS, AS PROVIDED IN SECTION 15-181 OF THE CODE.

9. Required Forms

The Respondent must include with the SOQ the following forms:

- Affidavit of Ownership.doc
- Fair Campaign Ordinance.doc
- Statement of Residency.doc
- Drug Forms
- PoP 1a Pay or Play Acknowledgement Form
- Contractor Questionnaire
- Hire Houston First Affidavit

All forms can be downloaded from the following link: <http://purchasing.houstontx.gov/forms.shtml>. Potential respondents will be able to click and print each required document from this site.

10. No Contact Period

10.1. Neither Respondent(s) nor any person acting on Respondent(s)'s behalf shall attempt to influence the outcome of the award by the offer, presentation or promise gratuities, favors, or anything of value to any appointed or elected official or employee of the City of Houston, their families or staff members. All inquiries regarding the solicitation are to be directed to the designated City representative identified in section 2 of the solicitation. Upon issuance of the solicitation through the pre-award phase and up to the award, aside from Respondent's formal response to the solicitation, communications publicly made during the official pre-bid conference, written requests for clarification during the period officially designated for such purpose by the City representative, neither Respondent(s) nor persons acting on their behalf shall communicate with any appointed or elected



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official or employee of the City of Houston, their families or staff through written or oral means in an attempt to persuade or influence the outcome of the award or to obtain or deliver information intended to or which could reasonably result in an advantage to any Respondent. However, nothing in this paragraph shall prevent a Respondent from making public statements to the City Council convened for a regularly scheduled session after the official selection has been made and placed on the City Council agenda for action.

11. Disclosures and Disclaimers

- 11.1. This RFQ is being furnished for the recipient's convenience. Any action taken by the City in response to submittals made pursuant to this RFQ, or in making any award, or in failing or refusing to make any award pursuant to such submittals, or in cancelling awards, or in withdrawing or cancelling this RFQ, either before or after issuance of any award, shall be without any liability or obligation on the part of the City, its employees, consultants or attorneys.
- 11.2. In its sole discretion, the City may withdraw the RFQ either before or after receiving SOQs, may accept or reject SOQs, and may accept submittals which deviate from the RFQ, as it deems appropriate and in the City's best interest. In its sole discretion, the City may determine the qualification and acceptability of any party responding to this RFQ.
- 11.3. Respondent agrees to deliver such further details, information, and assurances, including financial and disclosure data, including, without limitation, Respondent's affiliates, officers, directors, shareholders, partners and employees, as may be requested by the City.
- 11.4. It is the responsibility of the recipient to confirm that the information contained in this RFQ is accurate and complete. The City does not guarantee the accuracy of any information in this RFQ.
- 11.5. The City, its employees, consultants, agents, and attorneys shall have no obligation or liability with respect to this RFQ, the selection and the award processes, or whether any award will be made. Any person or entity who responds to this RFQ fully acknowledges the provisions of this Disclosure and Disclaimer, is relying solely on this Disclosure and Disclaimer, and agrees to be bound by the terms hereof.
- 11.6. The RFQ is subject to correction of errors, omissions, or withdrawal without notice and does not constitute an agreement or offer of any kind.
- 11.7. By submission of a response to this RFQ, Respondent acknowledges and agrees that the City has the right to make any inquiry it deems appropriate to substantiate or supplement information contained in an SOQ and authorizes the release to the City of any information sought in such inquiry. Each SOQ shall certify that all information contained in the SOQ is true, accurate and complete.
- 11.8. Each SOQ shall state that the Respondent agrees that, in the event a court of competent jurisdiction enters a final unappealable judgment imposing on the City any liability arising out of this



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RFQ or any response thereto, such liability shall be limited to \$1,000.00 as agreed-upon and liquidated damages. The previous sentence, however, shall not be construed to override or circumvent any provision of this RFQ disallowing the liability of the City, its employees, consultants, agents, or attorneys.

- 11.9. In the event of any inconsistency between this Section 11 and the balance of the RFQ, this Section 11 shall control. This RFQ and any related disputes shall be governed by and construed in accordance with the laws of the State of Texas, and Harris County, Texas, shall be the exclusive place of venue in any legal action arising here from. **EACH SOQ SHALL AFFIRM THAT THE RESPONDENT KNOWINGLY AND TO THE MAXIMUM EXTENT PERMITTED BY APPLICABLE LAW WAIVES THE RIGHT TO TRIAL BY JURY IN CONNECTION WITH ANY LEGAL ACTION ARISING HEREFROM.**
- 11.10. Each SOQ shall affirm that the Respondent understands and agrees that no property interest or legal right of any kind will be created at any point during any process related to the Project, unless and until a valid contract has been executed by both parties.
- 11.11. A Respondent may submit a modified response to replace all or any portion of a previously submitted SOQ up until the SOQ due date and time. Modifications received after the SOQ due date and time may not be considered, subject to Section 4.1 above.
- 11.12. The City, in its sole and absolute discretion, may reject any and all, or parts of any and all, responses; re-advertise this RFQ; postpone or cancel, at any time, this RFQ process; or waive any irregularities in this RFQ or in any responses received as a result of this RFQ.
- 11.13. All expenses involved with the preparation and submission of responses to the City, or any work performed in connection therewith, shall be the sole responsibility of the Respondent and shall not be subject to reimbursement by the City.
- 11.14. Respondents must comply with all Federal, State and local laws, ordinances, codes, and regulations that may in any way affect the scope of services offered, including the Americans with Disabilities Act, Title VII of the Civil Rights Act, the EEOC Uniform Guidelines, and all EEOC regulations and guidelines. Ignorance on the part of a Respondent will not relieve it from responsibility for compliance.



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Appendix A

Notice Regarding the Texas Public Information Act

With certain exceptions, Texas Government Code Chapter 552 (the "Texas Public Information Act" or "TPIA") requires the City of Houston (the "City") to provide public access to information "collected, assembled, or maintained" by the City. Such information may consist of documents and other information – in any medium – submitted to the City by a third party, **including information submitted by an entity responding to a Request for Qualifications or a Request for Proposals.**

If the City receives a public information request that "may" involve the "privacy or property interests" of a third party ("Third-Party Information"), the City "may decline to release the information for the purpose of requesting an attorney general decision" stating whether the information should be withheld or released to the requestor. TEX. GOV'T CODE § 552.305(a)-(b).

In most instances, the City responds to a public information request for Third-Party Information in the following manner:

1. No later than ten business days after the City's receipt of a public information request for Third-Party Information, the City mails to the Office of the Texas Attorney General (the "AG") a letter asking the AG to rule whether state law requires the City to release the information to the requestor. The City encloses with its letter copies of the public information request and the Third-Party Information that the City will produce if required to do so.
2. The City also mails a letter to the person or entity whose information is a subject of the request. The letter describes the TPIA and certain related procedures and encloses copies of the City's letter to the AG and that letter's enclosures.
3. The City may submit to the AG legal arguments for withholding some or all of the Third-Party Information, but the City will make any such arguments based on the City's interests only. The City will not assert legal arguments on behalf of a third party's proprietary interests.
4. The third party whose information is a subject of the public information request may submit to the AG its own legal briefing opposing the City's release of the information. The third party must submit any briefing to the AG **not later than the tenth business day after the date the third party receives written notice from the City of the request.** A third party is not required to submit briefing to the AG, but a failure to take timely action may result in the AG's requiring the City to disclose the information to the public.
5. Third-party legal briefing submitted to the AG must (a) identify any legal exception(s) to disclosure that apply; (b) identify the specific portions of the requested information covered by each exception; and (c)



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NOTICE OF REQUEST FOR QUALIFICATION

**STRATEGIC
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901 Bagby Street,
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explain why each exception applies. The third party must submit its legal briefing to the AG at the following address: Office of the Attorney General, Open Records Division, P.O. Box 12548, Austin Texas 78711-2548. In addition, a third party is required to provide the requestor with a copy of any legal briefing to the Office of the Attorney General.

6. Exceptions concerning proprietary information include – but are not limited to – Texas Government Code Sections 552.101 (information made confidential by law), 552.110 (trade secrets and certain commercial or financial information), and 552.153 (certain information related to "qualifying projects" authorized by Texas Government Code Chapter 2267). Texas statutes are available for review at <http://www.statutes.legis.state.tx.us/>.
7. Under most circumstances, the AG is required to issue a decision within 45 business days of receipt of the City's request for a ruling. The City will release or withhold the requested information in accordance with the AG's decision.

For additional information regarding the TPIA, refer to the Public Information Handbook published by the Office of the Attorney General, or contact the Attorney General's Open Government Hotline at 512-478-OPEN (6736) or toll-free at 877-673-6839 (877 OPEN TEX). To obtain copies of the Public Information Handbook or of the Attorney General's Decisions or Opinions, see www.oag.state.tx.us or call the Attorney General's Opinions Library at 512-936-1730.



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Appendix B
REQUEST FOR ACCESS TO RFQ WEBSITE FOR CITY OF HOUSTON JUSTICE COMPLEX

The City of Houston will use a website to facilitate this RFQ process. The website will require a log-in name and password to access. The website contents will include the RFQ details and any supporting documentation that the City makes available to potential respondents. The website will also serve as the mechanism for disseminating any updates or supplements to the RFQ, as well as any other communications to be directed to potential respondents as a group.

In order to obtain credentials to access the website, please provide the following information.

Firm (potential respondent)	
Contact Person	
Title	
E-Mail Address	
Phone Number	
Physical Address (Street, City, State, Zip)	

By making this request for website credentials, the requesting person confirms that:

1. You are an authorized representative of an entity whose primary business relates to the design, construction, or financing of public or commercial facilities.
2. The entity on whose behalf you are registering has substantial interest in submitting (either on its own or in conjunction with other entities) to the City of Houston a Statement of Qualifications in response to this Request for Qualifications related to the design, construction, and/or financing of the Justice Complex as described on this page.
3. The entity on whose behalf you are registering will use its best good-faith efforts to prevent the distribution of any document available as a result of this registration, except to persons directly affiliated with the entity.
4. The entity understands that the provisions of section 11 of the RFQ, regarding "Disclosures and Disclaimers" apply to all content of the website.

Instructions for delivery of this form: Please return this completed form as a PDF document e-mailed to: JusticeComplex@houstontx.gov. Alternatively, you may fax the form to: (832) 393-9117. If you choose to fax the form, we suggest you still send a brief e-mail indicating that the form is being submitted via fax.