



## Board Report

File #: 2016-0566, File Type: Contract

Agenda Number: 11.

### REGULAR BOARD MEETING OCTOBER 27, 2016

**SUBJECT: JOINT DEVELOPMENT BENCH CONTRACTS**

**ACTION: AWARD JOINT DEVELOPMENT BENCH CONTRACTS**

#### **RECOMMENDATION**

CONSIDER:

- A. ESTABLISHING 16 contract agreements under the **Joint Development Bench, solicited as Request for Information and Qualification (RFIQ) No. PS26132**, with the contractors recommended in Attachment A-1 for a three-year period with two one-year options for professional services not-to-exceed a cumulative total value of \$6 million; and
- B. AUTHORIZING the CEO to award Task Orders within the approved not-to-exceed cumulative total value of \$6 million.

#### **ISSUE**

The Metro Joint Development (JD) Program evaluates Metro-owned properties for potential joint development and selects properties that are good candidates. Metro's JD Program staff requires professional services support for the related community engagement, proposal generation, evaluation and due diligence activities for joint development, as well as support for other projects generated by the Transit Oriented Communities (TOC) Demonstration Program. The recommendations in this report will establish a JD Bench (Bench), from which the Metro JD team can procure these needed professional services. The Bench will allow task orders to be awarded more efficiently since the initial qualification reviews have been completed.

#### **DISCUSSION**

The Bench will provide expertise and resources across five (5) disciplines critical to successful JD project delivery: community engagement, solicitation support, urban design, financial feasibility and grant writing. The bench will also support implementation of the TOC Demonstration Program. It is expected that services will be required for selected projects identified as a function of staff activity otherwise approved by the Metro Board and also for smaller scale, shorter term projects, or components of projects with JD potential including adjacent development review, land acquisitions, transportation-ancillary facilities, or other revenue-generating real estate projects. Other potential

services could include grant writing for projects or programs that support TOC goals around Metro's transit stations and JD Program sites.

The JD Program staff continues to receive requests for conceptual analysis and project development for potential JD projects. Having access to Bench contractors for preparation of the technical data required for the analyses will enable staff to more efficiently manage resources in the preliminary phases of JD work. Some of the services provided by the Bench contractors may be coordinated and overseen by staff or may sometimes complement developer teams to fulfill approval and review obligations. Recent JD consultant contracts have ranged from \$20,000 to \$420,000 depending on the nature of the work. The JD Program staff expects to carry out approximately eight Bench procurements over the coming three-year period.

The JD Bench is comprised of 16 prime contractors. Of the 16 prime contractors, eight firms, or 50%, are certified as a Small Business Enterprise(s) (SBE).

Metro's Diversity and Economic Opportunity Department has established a 25% SBE participation goal and a 3% goal for Disabled Veterans' Business Enterprises (DVBE) on the JD Bench. Each prime contractor, both SBE and non-SBE, has committed to meet these goals. In addition, the SBE Set-Aside Policy will apply to the community engagement discipline on the Bench.

### **Policy Implications**

The recommended action is consistent with Metro's Joint Development Policies and Procedures and the TOC Demonstration Program.

### **DETERMINATION OF SAFETY IMPACT**

Approval of this item will have no impact on safety.

### **FINANCIAL IMPACT**

Funding for joint development activities related to the Bench and any subsequent development activity related thereto, including the solicitation for development proposals, is included in the FY17 budget in Cost Center 2210 (Joint Development), under Project 610011 (Economic Development) or other JD-specific project tasks.

Since this is a multi-year contract, the Chief Planning Officer will be responsible for budgeting costs in future years.

### **Impact to Budget**

The source of funds for joint development activities is local right-of-way lease revenues, which are eligible for bus/rail operating and capital expenses. Award of the contracts will not impact ongoing bus and rail operating and capital costs, Proposition A and C and TDA administration budget or the Measure R administration budget.

### **ALTERNATIVES CONSIDERED**

The Board could choose not to approve the recommendation. This is not recommended as the award of these task orders would then be pursued as separate procurements, which, for each task order, could potentially take six months or longer to complete. This would limit staff's ability to implement the JD work plan, and to respond quickly to JD project needs as well as requests from Executive Management and Board of Directors.

### **NEXT STEPS**

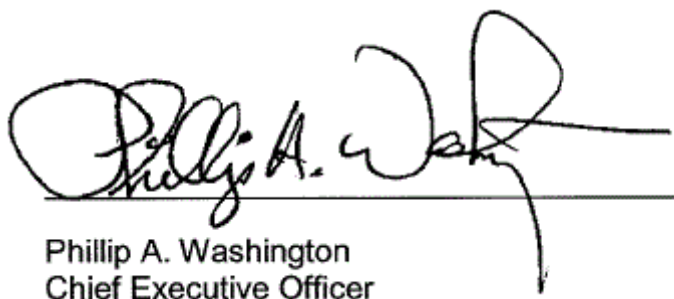
Upon Board approval, staff will execute the Bench Contracts. As needed, staff will solicit responses for individual task orders from specific disciplines.

### **ATTACHMENTS**

Attachment A - Procurement Summary  
Attachment A-1 - Recommended Firms by Discipline  
Attachment B - DEOD Summary

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Phillip A. Washington  
Chief Executive Officer

**RECOMMENDED FIRMS SELECTED BY DISCIPLINE**  
**JOINT DEVELOPMENT BENCH/PS26132**

Discipline	Primes
Discipline 1: Community Outreach Services	<ol style="list-style-type: none"> <li>1. Community Arts Resource (CARS) (SBE)</li> <li>2. Estolano Lesar Perez Advisors (ELP) (SBE)</li> <li>3. Gwynne Pugh Urban Studio (SBE)</li> <li>4. Lee Andrews Group (SBE)</li> <li>5. MIG</li> </ol>
Discipline 2: Urban, Architectural, Wayfinding Design Services	<ol style="list-style-type: none"> <li>1. Cityworks Design (SBE)</li> <li>2. Gruen Associates</li> <li>3. Gwynne Pugh Urban Studio (SBE)</li> <li>4. IBI Group</li> <li>5. Johnson Fain</li> <li>6. Studio One Eleven</li> </ol>
Discipline 3: Financial Feasibility Analysis Services	<ol style="list-style-type: none"> <li>1. BAE Urban Economics (SBE)</li> <li>2. HR&amp;A Advisors</li> <li>3. Keyser Marston</li> <li>4. The Maxima Group (SBE)</li> </ol>
Discipline 4: RFP and Project Support Services	<ol style="list-style-type: none"> <li>1. Estolano Lesar Perez Advisors (ELP) (SBE)</li> <li>2. Epic Land Solutions, Inc. (SBE)</li> <li>3. HR&amp;A Advisors</li> </ol>
Discipline 5: Grant Writing Services	<ol style="list-style-type: none"> <li>1. Estolano Lesar Perez Advisors (ELP) (SBE)</li> <li>2. IBI Group</li> <li>3. Los Angeles Neighborhood Initiative (LANI)</li> </ol>

## PROCUREMENT SUMMARY

## JOINT DEVELOPMENT BENCH/PS26132

1.	<b>Contract Number:</b> PS26132 (Contracts and any task orders will be identified by sequential numbers)	
2.	<b>Recommended Vendor:</b> 16 Contractors (see Attachment A-1)	
3.	<b>Type of Procurement (check one):</b> <input type="checkbox"/> IFB <input type="checkbox"/> RFP <input type="checkbox"/> RFP-A&E <input type="checkbox"/> Non-Competitive <input type="checkbox"/> Modification <input checked="" type="checkbox"/> Task Order RFIQ	
4.	<b>Procurement Dates:</b>	
	A. Issued: 04/11/16	
	B. Advertised/Publicized: 04/12/16	
	C. Pre-Proposal/Pre-Bid Conference: 04/25/16	
	D. Proposals/Bids Due: 05/26/16	
	E. Pre-Qualification Completed: 08/25/16	
	F. Conflict of Interest Form Submitted to Ethics: 07/29/16	
	G. Protest Period End Date: 09/21/16	
5.	<b>Solicitations Picked up/Downloaded:</b> 124	<b>Bids/Proposals Received:</b> 38
6.	<b>Contract Administrator:</b> Ben Calmes	<b>Telephone Number:</b> (213) 922-7341
7.	<b>Project Manager:</b> Alexander Kalamaros	<b>Telephone Number:</b> (213) 922-3051

**A. Procurement Background**

This Request for Information and Qualification (RFIQ) was issued to create and establish a pre-qualified contractor pool, a bench, with contract agreements in order to issue Task Orders for a specific scope of services in the future, in support of the Joint Development (JD) program. These bench contract agreements with the pre-qualified subject experts will provide JD expertise and resources necessary to assist Metro in viable JD projects in the following five disciplines:

1. Community Outreach Services
2. Urban, Architectural & Wayfinding Design Services
3. Financial Feasibility Analysis Services
4. Request for Proposals (RFP) and Project Support Services
5. Grant Writing Services

The RFIQ was issued in accordance with Metro's Acquisition Policy and the task orders will be issued on a Cost Reimbursable or Firm Fixed Price basis, depending on the individual task order statements of work. The RFIQ was issued with an SBE/DVBE goal of 28% (SBE 25% and DVBE 3%).

Two amendments were issued during the solicitation phase of this RFIQ:

- Amendment No. 1, issued on April 22, 2016, clarified the Letter of Invitation due date for proposals; and

- Amendment No. 2, issued on May 4, 2016, clarified SBE/DVBE requirements; revised the contract document to clarify the task order process; revised the Statement of Qualifications for Discipline 2, Urban, Architectural, Wayfinding Design Services; clarified submittal requirements; and extended the proposal due date to May 26, 2016.

Individual task orders under the Bench Contracts will be issued to the pre-qualified contractors within a specific discipline according to the following procedures. Within each bench discipline, if there are at least three certified, small businesses within the discipline, the Task Order solicitation shall be set aside for small businesses only. Prime firms that are otherwise qualified, but are not small business, will not be eligible for a task order award unless there are fewer than three certified, small businesses on the bench discipline or if Metro receives no qualified proposals to the task order request and the requirement is re-solicited. All task order awards will be made to the highest rated proposer with price being a consideration for non-Architect and Engineering tasks.

A pre-proposal conference was held on April 25, 2016, and attended by 36 participants representing 33 companies, including 20 SBE and DVBE firms. There were 60 questions asked and responses were released prior to the proposal due date.

A total of 124 firms downloaded the RFIQ and were included in the planholders' list.

A total of 38 proposals from 26 separate firms were received on May 26, 2016, covering five disciplines.

## **B. Evaluation of Proposals/Bids**

Separate Proposal Evaluation Teams (PET) were established for each of the five bench disciplines consisting of staff from Metro Countywide Planning and Development and conducted a comprehensive technical evaluation of the proposals received.

The proposals were evaluated based on the following evaluation criteria and weights:

- |   |     |
|---|-----|
| • Prime and Team Qualifications                               | 30% |
| • Project Manager and Key Staff Qualifications & Availability | 50% |
| • Effective Scheduling/Cost Management Plan                   | 20% |

The evaluation criteria are appropriate and consistent with criteria developed for other, similar procurements for professional services. The intent of the JD Bench is to have a pool of qualified contractors who are pre-qualified/pre-screened in one or more disciplines that will compete for task orders. Placement on the Bench will not guarantee an award of any task order.

The PET members, for each discipline, independently evaluated and scored the technical proposals from May 31, 2016, to June 30, 2016. Based on the proposals, the PET for each discipline unanimously agreed that interviews were not necessary.

Twenty six (26) firms submitted 38 proposals; 16 firms were determined to be within the competitive range and qualified for inclusion on the Bench and are listed in Attachment A-1. Ten firms were determined to be outside the competitive range, and as a result, were not included for further consideration. The PETs did not find satisfactory demonstration of the requirements of the RFIQ in the qualifications submitted by the ten proposers outside the competitive range.

Of the 16 selected proposers, 8 are Metro certified SBE firms. Four proposers qualified for more than one discipline.

### **Qualifications Summary of Firms Within the Competitive Range:**

#### **BAE Urban Economics**

The firm was founded in 1986 in San Francisco as a regional consulting practice under the name of Bay Area Economics (BAE) with offices in Sacramento, Washington, DC, New York City, and Los Angeles. BAE is an urban economics and development advisory consulting practice. BAE has served over 2,000 clients across the United States including public agencies, non-profit organizations, universities, and private developers. BAE's work emphasizes the triple bottom line of economics, equity, and environment. The firm is a Metro certified SBE.

#### **Cityworks Design (CWD)**

CWD, with headquarters in Pasadena, California, was founded in 2006. The firm provides landscape design, urban design and architecture services and specializes in community-based planning and design including pedestrian/bicycle access, transit-oriented development, and transit alignment. CWD has successfully led several projects for Metro, the Exposition Line Construction Authority, and for the cities of Long Beach, Glendale, and Pasadena. The firm is a Metro certified SBE.

#### **Community Arts Resources Center (CARS)**

CARS is a diverse collective of creatively minded planners and producers engaged in the changing dynamics of the urban environment. Based in Los Angeles, CARS focuses on urban planning, event planning and production, public engagement and marketing. CARS partners with neighborhoods, nonprofits, foundations, cities, cultural institutions, developers and designers to create public programs and events that highlight the unique character and untapped potential of a particular place. With more than a quarter of a century of experience in activating the urban realm, CARS creates experiences where arts, culture, community and civic life collide. The firm is a Metro certified SBE.

### **Epic Land Solutions Inc. (Epic)**

Epic is a multi-faceted real property/right-of-way consulting firm, whose purpose is to acquire and manage real property interests needed by clients to construct infrastructure facilities. Based in Los Angeles with four west coast offices, Epic has extensive experience performing services for transportation agencies including Metro. Epic is a DBE/WBE firm and is certified by Metro as an SBE.

### **Estolano Lesar Perez Advisors (ELP)**

ELP specializes in managing multi-stakeholder processes to address complex public policy issues. ELP has led efforts to promote transit oriented development and sustainable economic strategies. ELP has led strategic planning processes and designed performance management measures that tie action to goals, vision, and mission, for many public sector clients, including Metro. The firm is a Metro certified SBE.

### **Gruen Associates (Gruen)**

Gruen is a planning and architecture firm with a portfolio of landmark projects spanning 70 years. Gruen's professionals provide architecture, retail architecture, transportation, urban design, streetscape design, planning and landscape architecture services and solutions that have created multi-purpose, engaging spaces for community interaction, and social and economic growth. Gruen has extensive experience providing services to public agencies, including the Los Angeles Union Station Master Plan for Metro.

### **Gwynne Pugh Urban Studio**

Gwynne Pugh Urban Studio was founded in 2010, marking a new venture from architect and engineer Gwynne Pugh. Gwynne Pugh Urban Studio is structured to ensure Gwynne Pugh's participation in each project, capitalizing on his expertise in architectural and urban design, planning, sustainability and consultation. The firm is a Metro certified SBE.

### **HR&A Advisors (HR&A)**

HR&A is a consulting firm with offices in Los Angeles, New York, Dallas and Washington DC. The firm provides services in real estate, economic development, and program design and implementation. HR&A has provided strategic advisory services for some of the most complex mixed-use, neighborhood, downtown, campus, and regional development projects across North America and abroad for 40 years. HR&A understands the importance of linking accretive private investment with public resources to support investors and communities' responsibilities and aspirations.

### **IBI Group**

IBI Group is a globally integrated architecture, planning, engineering, and technology firm. IBI provides a full range of services related to the movement of people and goods for public and private sector clients. The firm has won numerous awards for



their approach to transportation master plans, multimodal integration, transit-oriented development, and rapid transit designs.

### **Johnson Fain**

With headquarters in downtown Los Angeles, Johnson Fain has established itself as an architecture, planning and interior design firm known for its creative approach to the built environment over the past 25 years. Projects have included master plans, new town plans, facilities master planning, general and specific plans, site feasibility, and land use analysis for a variety of clients and diverse industries including: aviation, universities, media, public agencies, cities, the United States and international governments, resorts, private and public development, and redevelopment.

### **Keyser Marston Associates**

Keyser Marston Associates is a boutique real estate advisory firm, with offices in San Francisco, Los Angeles and San Diego, that specializes in real estate deal structuring, developer selection and transaction negotiation. The firm focuses on the following specialties: public/private partnerships, structuring affordable housing financing and implementation transactions, fiscal analysis and municipal services financing to ensure new development generates sufficient reserves to fund needed services, and traditional real estate market and financial feasibility pro forma analysis.

### **Lee Andrews Group**

Lee Andrews Group is a full-service public affairs and strategic planning firm that specializes in public outreach, government relations, project/construction management support, media communications, media spokesperson and event planning for complex projects. Lee Andrews Group has provided successful outcomes for over 20 years serving Southern and Northern California. Lee Andrews Group serves a wide range of industries including aviation, transportation and infrastructure, energy, school districts/facilities, municipal government, environment, public agencies, ports, developers and smart new companies. The firm is a Metro certified SBE.

### **Los Angeles Neighborhood Initiative (LANI)**

LANI is a non-profit social services organization founded 20 years ago by former Los Angeles Mayor Richard Riordan. The mission of LANI is to stimulate community-driven neighborhood revitalization. LANI facilitates stakeholder participation and decision-making, and promotes public/private partnerships that result in catalytic community improvement projects. LANI achieves this through: community consensus building; transportation and pedestrian corridor improvements; business district revitalization; urban greening development; and support of community organizations. LANI has delivered tangible results to 32 communities across Los Angeles County.

### **MIG**

MIG is a multi-disciplinary firm with headquarters in Berkeley, California, with branch offices nationwide, including Pasadena. MIG designs and implements multi-leveled, well-documented involvement processes aimed at increasing public confidence in decision-making. With more than 25 years of expertise, MIG's community outreach process focuses on developing common objectives and providing a full range of successful strategies for achieving those objectives.

### **Studio One Eleven**

Based in downtown Long Beach, California, Studio One Eleven is an integrated practice of architecture, landscape, and urban design dedicated to creating more vibrant communities. From master plans to individual buildings, each endeavor aims at making a more humane and sustainable urban whole. Studio One Eleven views every project as an opportunity to physically enhance the urban context that sustains it.

### **The Maxima Group**

An independent professional services firm founded in 1995, The Maxima Group has offices in northern and southern California. The firm takes pride in its high standards for creative solutions, quality services and value creation when working with organizations to address their complex and sophisticated business issues or transactions. Drawing on their experience and strong technical capabilities, the firm provides reliable, focused, collaborative and responsive services in several areas including fiscal impact and economic analysis. The firm is a Metro certified SBE.

## **C. Cost/Price Analysis**

The RFIQ contained neither price nor a specific Statement of Work. Each future Task Order RFP will contain a specific Statement of Work which will be competed with the firms within the appropriate discipline. The contractors within each discipline will propose according to the requirements of the task order and a cost/price analysis will be performed, as appropriate, on all task orders issued.

## **D. Background on Recommended Contractor**

Refer to Procurement Summary, Section B, Qualifications Summary, for background on the recommended contractors.

## DEOD SUMMARY

## JOINT DEVELOPMENT BENCH/PS26132

**A. Small Business Participation**

The Diversity and Economic Opportunity Department (DEOD) established a 28% goal inclusive of a 25% Small Business Enterprise (SBE) and 3% Disabled Veteran Business Enterprise (DVBE) goal for this solicitation. Joint Development Bench Proposers were required to submit a "SBE/DVBE Affidavit" confirming their commitment to the 25% SBE and 3% DVBE goal. Additionally, Proposers were required to list all known SBE and DVBE firms that will perform any portion of the work without specific dollar commitments.

The Joint Development Bench is subject to the Small Business Prime Program requirements. If there are at least three SBE Primes within a bench discipline, the task order solicitation shall be set aside for small businesses only. If a task order solicitation is not issued through the Small Business Prime Program, participants on the Bench will be required to meet the 25% SBE and 3% DVBE contract-specific goal. One Discipline currently has at least three SBE Primes: Discipline 1 – Community Outreach Services. SBE and DVBE commitments will be determined based on the aggregate of all Task Orders issued.

<b>Small Business Goal</b>	SBE 25% DVBE 3%	<b>Small Business Commitment</b>	Various SBE and DVBE Commitments
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	<b>Proposer</b>	<b>SBE Commitment %</b>	<b>DVBE Commitment %</b>
1.	IBI Group	25%	3%
2.	Community Arts Resource Center (SBE)	97%	3%
3.	Gwynne Pugh Urban Studio (SBE)	50%	3%
4.	Estolano Lesar Perez Advisors (SBE)	97%	3%
5.	HR&A Advisors, Inc.	25%	3%
6.	Epic Land Solutions, Inc. (SBE)	97%	3%
7.	MIG, Inc.	25%	3%
8.	BAE Urban Economics (SBE)	97%	3%

9.	Keyser Marston Associates, Inc.	25%	3%
10.	Los Angeles Neighborhood Initiative	25%	3%
11.	Lee Andrews Group, Inc. (SBE)	97%	3%
12.	The Maxima Group LLC (SBE)	65%	3%
13.	Studio One Eleven	25%	3%
14.	Gruen Associates	25%	3%
15.	Cityworks Design (SBE)	25%	3%
16.	Johnson Fain	25%	3%

**B. Living Wage and Service Contract Worker Retention Policy Applicability**

The Living Wage and Service Contract Worker Retention Policy is not applicable to this contract.

**C. Prevailing Wage Applicability**

Prevailing wage is not applicable to this contract.

**D. Project Labor Agreement/Construction Careers Policy**

Project Labor Agreement/Construction Careers Policy is not applicable to this contract.