



**REQUEST FOR QUALIFICATIONS  
FOR  
MASTER DEVELOPER  
FOR  
CONVENTION CENTER HOTEL & ASSOCIATED DEVELOPMENT**

**CITY OF DALLAS, TEXAS**

**DECEMBER 20, 2007**

**NOTICE OF REQUEST FOR QUALIFICATIONS  
FOR MASTER DEVELOPER FOR  
DALLAS CONVENTION CENTER HOTEL & ASSOCIATED DEVELOPMENT**

The City of Dallas is requesting qualifications from well-qualified developers or development teams to provide a new Convention Center Hotel and development in the areas surrounding the Convention Center in the heart of Dallas' Central Business District.

The City seeks to select a development partner for a public/private partnership with the goal of developing the project into an exciting, high-density, urban mixed-use complex.

Proposals from women-owned businesses, firms owned by underrepresented ethnic groups and local firms are encouraged. There will be a pre-submittal conference on January 11, 2008 at 10:00 a.m. at Dallas City Hall, 1500 Marilla St., L1FN Auditorium, Dallas, Texas 75201. Respondents are strongly encouraged to attend. Consultants are also invited to attend and network with prospective developers.



Dallas is the No. 1 visitor destination in Texas.

The City of Dallas encompasses 384 square miles of rolling prairie with native pecan, cottonwood and oak trees located along the Trinity River and the numerous creeks that feed it. The elevation ranges from 450 to 750 feet.

As the Southwest's leading business and financial center, the City boasts the largest wholesale market in the world and lays claim to being one of the top convention cities in the United States.

From historical ambiance and boutique charm, to modern glamour and state-of-the-art amenities, and to the more modest and economical — Dallas offers a myriad of hotel choices. Dallas provides the finest in Southern hospitality and a wealth of over 65,000 hotel rooms ranging from first-class luxury to family pricing.

A wide range of hotels can be found in the Downtown/Convention Center area, in addition to concentrations near DFW International and Love Field Airports, Market Center, Galleria area, LBJ Freeway, North Central Expressway and Las Colinas.



Figure 2. The Dallas Convention Center

The City of Dallas invites written qualifications for the Master Developer for the Convention Center Hotel and associated development in Dallas, Texas. Qualifications submitted for these services must be in accordance with the terms, conditions and instructions as set forth in this Request for Qualifications (RFQ).

Submittals must be time stamped in the Business Development & Procurement Services office at **1500 Marilla, Room 3FN, Dallas, Texas 75201** by 2 p.m. (CST) on February 13, 2008. Late submittals will not be accepted.

Interested developers must submit fifteen (15) photocopies of their proposal in addition to the original (labeled accordingly). A total of sixteen (16) paper copies shall be submitted. Four (4) electronic copies of the proposal will also be required in Microsoft Word format on compact disc (CD) media. The original must be the actual document received by the City and must be clearly marked "Original." Faxed responses are not acceptable.

Respondents must submit their RFQ response (original, CD and copies) in a sealed package. Any additional or alternative proposals must be submitted in separate sealed packages and labeled accordingly. The City is not responsible for submissions not properly identified.

There will be one pre-submittal meeting on January 11, 2008 at 10 a.m. CST at Dallas City Hall, 1500 Marilla, L1 Auditorium, Dallas, Texas 75201. The City reserves the right to conduct a second, pre-submittal meeting if the City deems it necessary.

The City of Dallas reserves the right to reject any and all proposals or to accept any proposal deemed to be in its best interest.

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## 1. BACKGROUND

- 1.1. The City of Dallas (the “City”) solicits responses to this Request for Qualifications in order to select a development partner for a public/private partnership with the goal of developing a new Convention Center Hotel and associated development in the Convention Center district located in the heart of downtown Dallas (“Project”). The development will provide a new 1,000 room hotel as well potential retail and residential components to create an exciting, high-density, urban mixed-use area.
- 1.2. Through this RFQ process, the City intends to select a Developer and initially enter into a memorandum of understanding and subsequent negotiated agreements as necessary to procure all of those services necessary for the development of the Project within an established development plan, schedule and financing plan acceptable to the City. The Master Developer will then work with the City and on its behalf to identify the most suitable site, and assemble a development team that includes architects, construction professionals, a hotel operator, and other parties as may be required for completion of the Project. The City reserves the right to modify and approve the members of the final development team for the Project.
- 1.3. The City of Dallas has previously solicited proposals from developers for a Convention Center Hotel. All agreements and exclusive negotiation periods have ended, and the City desires to find the most highly qualified development partner to work with the City on the new expanded development project.
- 1.4. Please note that due to the sensitive real estate transactions surrounding this project, all Respondents are prohibited from discussing any or all parts of the project and/or submittals with anyone except for the designated City staff. **During the open solicitation period, contact with any person other than John Kohut with The City of Dallas Office of Business Development & Procurement Services may result in disqualification of the Respondent.**

## 2. PROJECT SCOPE

- 2.1. The primary purpose of the Development is to establish a convention center headquarters hotel with a target opening date of spring 2011. The hotel would be located within 1,000 feet and linked to the expanded and renovated Dallas Convention Center (DCC) in order to attract a higher volume of conventions and tradeshows that require large quantities of hotel room bookings and stays. To make the Project more financially feasible, to strengthen the vibrancy of the Convention Center District, and to enhance the DCC attendee experience, the overall Development, including residential, retail, and recreational elements must link the hotel to other revitalized areas of Downtown Dallas.

The City's larger goals through the development of the Project are to continue the momentum of the current downtown re-development, provide a positive economic impact resulting in income to the City, increase the number of quality jobs available to the Dallas workforce, provide opportunities for minority- and women-owned business enterprises (M/WBE) to participate in the Project development and operation, and to contribute to the City's long-term economic growth objective.



Figure 3. Map of Downtown Dallas Districts

- 2.2. The City's interest in the Project is based in part on the findings of a December 2001 economic impact analysis commissioned by the Dallas Convention & Visitor's Bureau (DCVB) and performed by HVS Convention, Sports, & Entertainment Facilities Consulting (HVS). The 2001 HVS Study is available on the City web site at <http://www.dallascityhall.com/dallas/eng/html/dcchotel.html>. The HVS study will be updated concurrently with this RFQ process and the updated HVS Study will be used by the City to evaluate proposals submitted in response to this RFQ.
- 2.3. The HVS study recommends construction of a 1,200 room convention center headquarters hotel with a major national lodging brand with related amenities and facilities. The City desires that such amenities and facilities feature a ballroom of not less than 30,000 square feet and approximately 40-50 meeting rooms. Additional amenities and facilities may include a main restaurant, a specialty restaurant, various lounges, a gift shop, a business center and ease of access to communications and Internet technologies throughout the facility, linked office/retail and residential

development, an outdoor swimming pool and whirlpool, and a fitness center/spa. Parking facilities must conform to City zoning requirements.

- 2.4. Although the HVS study prescribes a certain scale and set of amenities for the Project, this is not intended to limit Respondents' creativity or ability to propose an alternative scale or set of features and amenities deemed to better suit the goals of the City through this Project. The City is open to proposals that offer distinctive features and amenities that go above and beyond those outlined in the HVS study and put forward a finer class of development that would set Dallas and the DCC apart from other destinations. The City reserves the right of final approval of the Project scale, features and amenities.
- 2.5. The hotel operator selected to manage the property must have (a) a prominent national sales office network and sales force positioned to primarily pursue convention and group-meeting demand, (b) a series of convention center hotels in its portfolio in other U.S. major convention destinations, and (c) a financial commitment to the Project.
- 2.6. Respondents are to target, to the greatest extent practical, the U.S. Green Building Council's (USGBC) Leadership in Energy and Environmental Design (LEED) Green Building Rating System™ standard for a silver level certification for the Project, with the goal of maximizing long-term benefits, such as operating and maintenance savings while minimizing up-front Project cost. All costs necessary to achieve this certification should be clearly identified in the proposal.
- 2.7. The City seeks a Developer willing and able to develop the Project in accordance with the objectives and goals as stated in this RFQ, as well as all applicable land use regulations established by the City and the DCC Master Plan. A summary of the Dallas Convention Center Master Plan is available on the City web site at <http://www.dallascityhall.com/dallas/eng/html/dcchotel.html>.

### **3. OBJECTIVES**

- 3.1. Through this RFQ process, the City seeks to enter into a memorandum of understanding and subsequent negotiated agreements as necessary with a highly qualified, financially capable development firm for all the services needed to develop the Project. The City of Dallas is seeking Statements of Qualifications from well-qualified developers for the opportunity to enter into a public/private partnership with the City for the development of the Project in the heart of downtown Dallas. Capable, experienced and creative development teams are invited to submit responses regarding their development expertise, past success with developing similar projects, financial capabilities, and other pertinent information to enable City to select a Master Developer.
- 3.2. Respondents are to identify and articulate their proven track records in the development of hotels similar in scope to the Project. Special attention will be given

- to those developers with a proven track record of downtown re-development, as well as hotel experience. This experience should reflect past success in working with public entities and the ability to assemble a team of qualified architects, engineers, retail and residential development. The City may require the Respondent to remove or add members from the Development Team as the City deems necessary.
- 3.3. At this stage of the project development process, the City does not desire any detailed architectural or conceptual drawing regarding the proposed hotel. This first stage will focus on identifying the Development partner and then jointly identifying the construction program.
  - 3.4. The City also seeks examples of creativity in the development of this project. Describe the level of team member involvement in working with different approaches to operating convention center hotel projects. Highlight any findings or “lessons learned” that you believe should be considered by the City. If an alternative approach to operating the convention center hotel and/or its joint use with other development may contribute to making the proposed hotel project feasible or would create other advantages for the City, please provide a discussion of what you think would be the best overall option for the City of Dallas.
  - 3.5. Non-exclusivity: The City of Dallas encourages the best combination of potential teams. With this objective in mind, all members of a responding team, with the exception of the lead developer, may be listed as members on more than one, but not more than three different responses. A developer of one team may participate in a supporting role on another team, but will not be considered for multiple lead-developer submittals. For example, a lead developer on one project team may submit as an equity investor on another team.

#### **4. SITE**

- 4.1. Texas State law, in making available financial incentives to support the financing of this project, requires that the location of a convention center hotel to be within 1,000 feet of the City’s convention facility to be eligible for those incentives. Therefore, site identification is critical to the success of this project.



Figure 4. Aerial View of the Dallas Convention Center and Surrounding Area

The following minimum criteria have been established for evaluating sites. While identification of a site sufficient in size for the development of a convention center hotel project is important, other program enhancements should be considered to support the long-term sustainability of the hotel and bring added value to the visitor experience.

These enhancements would include the creation of a true Convention Center District through streetscape, lighting and graphics and promotion of residential and commercial development in the center city. Residential units proximate to the hotel or as a part of the hotel development could be important. Street level retail, restaurant and entertainment venues adjacent to or near the DCC can offer to the visitors, residents and employees amenities in support of these goals and for achieving a vibrant 24-hour city. While the City & Respondent(s) are to identify a site for the Project within 1000 feet of, and that may be cost-effectively linked to, the DCC, the City is interested in suggestions regarding site especially those currently under contract or owned by respondent(s)

#### **SITE – HOTEL DEVELOPMENT PROGRAM:**

- **Hotel Basic Program:**
  - Minimum 1,000 hotel rooms
  - Minimum 70,000 square feet of multi-purpose spaces for meeting rooms and ballrooms
  - Restaurants, exercise facilities and other amenities typically included in hotels with 4 star ratings
  - Sufficient parking for minimum 1,000 guest rooms
  - Located within 1,000 feet of DCC Building
  - Climate controlled pedestrian connection to the DCC
  - Seek development of LEEDS Silver Certified project

### **SITE – HOTEL PROGRAM ENHANCEMENTS:**

- **Additions to Hotel Basic Program**
  - Residential component
  - Expanded meeting, retail and entertainment
  - Streetscape, lighting and graphics improvements

### **SITE – PHYSICAL ATTRIBUTES:**

- **Key Site Selection Factors:**
  - Convenient, climate controlled, pedestrian connection to the DCC
  - Adequate property for convention center hotel program requirements
  - Efficient hotel program design not adversely affected by constraints of site
  - Ideal site would accommodate 160,000 square feet footprint or approximately 4 acres
  - Proper traffic control accommodating taxi, shuttle buses and personal vehicles
  - Service entrances separate from “front door”
- **Hotel Development Site Should be located to:**
  - Improve the destination visitor experience
  - Enhance DCC connection to the center city through improved pedestrian amenities, streetscape and way-finding tools
  - Foster economic development in the downtown core through retail and entertainment establishments

- 4.2. The final site selection will be jointly recommended to the Dallas City Council by the Respondent(s) and City staff.

## **5. FINANCING**

- 5.1. It is the City’s goal to minimize the level of public financial participation in the Project and to attain the most distinctive, highest-quality and marketable project possible. Two development structures of interest include, but are not limited to (1) private ownership and financing of the hotel that might include a component of public participation in infrastructure improvements or (2) a public not-for-profit corporation ownership (local government corporation) with a limited public financing structure. The City is currently seeking underwriters to assist in the financing development plan and ultimately its execution.
- 5.2. Respondents are asked to include any additional information regarding financing structures that can aid the City in its objectives and will be expected to work with the City to find the most advantageous financing model.
- 5.3. If public entity financing is utilized for the Project, the City’s bond counsel and financial advisers will be employed as part of the Project related expenses.

## **6. PROPOSAL CONTENT**

- 6.1. Transmittal Letter and offer to negotiate, not to exceed one page in length, and including:
  - 6.1.1. An offer to negotiate, indicating the Respondent's understanding and agreement to comply with the terms of this RFQ and all related addenda, and stipulating that the qualifications set forth remains effective for a minimum period of 240 days.
  - 6.1.2. Identify the Respondent's firm, its ownership, officers, directors or partners, and sub-contractors, legal counsel, as well as a single contact person for all correspondence and notifications. Full and complete disclosure of the Respondent and its ownership and control is mandatory.
  - 6.1.3. Provide, in the copy marked original, the original signature of a partner, principal or officer of the Respondent, with a statement that the signatory is authorized to submit the proposal.
  - 6.1.4. Attach a completed Good Faith Effort (GFE) Plan Affidavit, available online at <http://www.dallascityhall.com/dallas/eng/html/dcchotel.html> stating that the Respondent will comply with the City's M/WBE Policy.
  - 6.1.5. Attach evidence of financial capability of each Team Member establishing each Team Member's ability to satisfy the objectives expressed in this RFQ, and list financial references for each Team Member.

## **7. GOOD FAITH EFFORT PLAN**

- 7.1. It is the policy of the City of Dallas to involve Minority and Women-owned Business Enterprises (M/WBE) to the greatest extent feasible. In the Qualification Statement, the Developer must provide their proposed method of compliance with the City of Dallas Good Faith Effort (GFE) Plan for the use of Minority and Women-owned Business Enterprises and agreement with Letter of Assurance (available online at <http://www.dallascityhall.com/dallas/eng/html/dcchotel.html>).
- 7.2. On May 14, 1997, the City Council approved the following M/WBE participation goals (Council Resolution #97-1605). These goals were adopted without consideration for ethnicity or gender.
  - Construction: 25.00%
  - Architectural & Engineering: 25.66%
  - Other Professional: 36.30%
  - Other Services: 23.80%
  - Goods: 18.00%

- 7.3. Respondents must provide history and references regarding past use of MWBE's in both public and private projects. Please include detailed description of these projects and goals established for the projects. If any MWBE's are part of the proposed development team, please include this information regarding ownership and certification of these firms.

## **8. AWARD PROCEDURES**

- 8.1. The City has designated a Review Panel for evaluation of all qualifications received in response to this RFQ. The Review Panel shall make its recommendation based on adherence to the goals, objectives and evaluation criteria outlined in this RFQ.
- 8.2. Respondents who submit qualifications may be required to make oral presentations to the Review Panel for purposes of clarifying their submittal. The City will choose the number to be interviewed and schedule them accordingly. However, the final scheduling and location will be confirmed at a later date. All interviews shall be conducted in Dallas, Texas.
- 8.3. From those presentations, the Review Panel will select the one or more Respondents based on their qualifications and the City will pursue negotiations with the selected Respondent(s). These Respondents will be then asked to participate in the further development of the project and will be asked to ultimately submit a final proposal for the construction and development of the convention center hotel and associated development. If a satisfactory agreement cannot be negotiated with the Respondents selected, the City will formally end negotiations with that Respondent and pursue negotiations with the other Respondent(s)
- 8.4. Upon recommendation of a Respondent by the Review Panel, the Dallas City Council will make the final decision for approval of the development agreement. In its consideration of the proposal, the City Council may request additional information and presentation(s).
- 8.5. This RFQ does not commit the City to procure or award a contract for the scope of work described herein.

## **9. EVALUATION CRITERIA**

### **9.1 Selection Criteria**

Selection criteria shall comprise qualifications and development team characteristics, financial resources and capability, conceptual project planning/design/architecture and other pertinent factors.

The following is a guide to the criteria that will be used in evaluating development teams and proposals.

- **Respondents Qualifications - 35%**
  - Quality of information submitted in response to the RFQ
  - Evaluation of past projects and performance related to major hotel development
  - Detailed qualifications of key personnel and related qualifications
  - Financial capacity, including current relationships with major lenders and past funding experience with large mixed-use projects, particularly in public/private partnerships
  - Financial statements shall be supplemented by a complete list of loan guarantees if not already listed in the form of financial statement. For publicly traded companies, reference to the most recent 10-K or 10-Q will suffice
  - Demonstrated ability based on prior experiences to design a project that will incorporate/ generate associated development, enhancing the Downtown environment
  - Ability to provide the necessary resources, experience and capability to assure timely implementation and completion of the Project
  - Demonstrated commitment to comply with the Good Faith Effort
  
- **Respondent's Past History - 20%**
  - Include references for all similar projects done in the past five years
  - Specific experience in developing, implementing and successfully completing convention center hotel projects (with emphasis on civic centers and public spaces) in a timely manner within an urban redevelopment area and/or development projects under public/private partnership
  - Demonstration of experience in working with public agencies and details of public financing models
  - History of delivering projects on time and a commitment to bear risk of project delays
  - Experience in assembling and managing a development team
  - Demonstration of experience in designing innovative mixed-use projects utilizing creative product and site design concepts and maintaining a high quality development standard
  - Demonstration of architectural and urban design experience on similar projects
  - Demonstration of experience with projects containing a mixture of public and private uses integrated into the same development site.
  
- **Respondent's Development Team - 20%**
  - Demonstration of expertise by proposed team personnel to successfully manage a convention center hotel project and associated development opportunities

- Personnel and development team references that support assertions made in Respondent's statement of qualifications
- Include statement of experience and plan to identify and secure additional members including hotel operator, and retail, residential and entertainment partners
- **Respondent's History of Budget and Cost Controls - 10%**
  - References and experience in maintaining costs on similar projects with special emphasis on projects that encountered unforeseen difficulties and their resolution
  - Demonstration of innovative methods to control costs of project
- **Respondent's Creativity -10%**
  - The City of Dallas is seeking creative solutions to the downtown/ Convention Center experience and is looking for concepts of the development mix uses
  - May include, but not limited to: site, associated development, integration into Convention Center, residential component, pedestrian access and other mobility related concepts
- **Respondent's Experience and History With Green Building – 5%**
  - Demonstrated success with sustainable building and materials
  - Familiarity and history with LEED certification
  - Corporate commitment to finding cost-effective solutions with low environmental impact

## **10. CITY RIGHTS**

- 10.1. The City reserves the right in its sole discretion to recommend/not recommend the approval of a memorandum of understanding related to this RFQ. All portions of this RFQ will be considered part of the memorandum of understanding and will be incorporated by reference. Any memorandum of understanding to be executed by the City in connection to this RFQ will be subject to final approval by the Dallas City Council.
- 10.2. The City reserves the right to request additional information from any and all prospective Respondents if necessary to clarify any information contained in the submittals.
- 10.3. The City reserves the right, at its sole discretion, to accept or reject any and all proposals received as a result of this RFQ, to waive minor irregularities, and to conduct discussions with all responsible Respondents, in any manner necessary, to serve the best interest of the City of Dallas.
- 10.4. The City specifically reserves the right to receive a full indemnity running to both the City and any local government corporation created by the City.

- 10.5. The City reserves the right to modify and approve the members of the final development team for the Project. The City reserves the right to select final team members from among the proposals received by the City in response to this RFQ.
- 10.6. The City reserves the right to keep all responses in connection with this RFQ, without restriction on future use.

## 11. ADMINISTRATIVE INFORMATION

- 11.1. The issue date for this RFQ is December 27, 2007. A schedule of events follows in section 12 of this document.
- 11.2. This RFQ is issued by the Business Development & Procurement Services Department of the City.
- 11.3. A Pre-submittal Conference will be held on Friday January 11, 2008, beginning at 10 a.m. (CST) at Dallas City Hall, 1500 Marilla, L1 Auditorium, Dallas Texas, 75201. Attendance is voluntary, however the presented information will be valuable in the preparation of submittals. The City reserves the right to conduct a second, pre-submittal meeting if the City deems it necessary.
- 11.4. Questions and inquiries, both verbal and written, will be accepted from Respondents attending the Pre-submittal Conference. **All other inquiries received outside of this forum must be submitted in writing to Mr. John Kohut, Buyer, Business Development & Procurement Services at [John.kohut@dallascityhall.com](mailto:John.kohut@dallascityhall.com).** The closing date for submitting all written questions is 5:00 p.m. (CST) on Wednesday, February 6, 2008. A summary of all substantive questions and responses will be provided to all parties receiving the RFQ document through addendum.
- 11.5. The deadline for receipt of proposals is 2 p.m. (CST) on Wednesday, February 13, 2008, in the Business Development & Procurement Services office at **1500 Marilla, Room 3FN; Dallas, Texas 75201**. Proposals that are mailed or delivered by courier should allow sufficient time to ensure receipt by the City Purchasing Officer by the established deadline. Late proposals will not be accepted.
- 11.6. Interested developers must submit fifteen (15) photocopies of their proposal in addition to the original (labeled accordingly). A total of sixteen (16) paper proposals shall be submitted. Four (4) electronic copies of the proposal will also be required in Microsoft Word format on compact disc (CD) media. The original proposal must be the actual document received by the City and must be clearly marked "Original". Faxed and e-mailed responses are not acceptable.
- 11.7. Respondents must submit their RFQ response (original, CD and copies) in a sealed package. Any additional submissions or alternative RFQ responses must be submitted

in separate sealed packages and labeled accordingly. The City is not responsible for submissions not properly identified.

- 11.8. Qualifications will not be opened publicly.
- 11.9. Development Teams acknowledge and agree that the City will not be liable for any costs, expenses, losses, damages (including damages for loss of anticipated profit) or liabilities incurred by the Development Team or any members thereof as a result of or arising out of, submitting qualifications, negotiating changes to subsequent proposals, or due to the City's acceptance or non-acceptance of the submittal.
- 11.10. Proposals once submitted are to be valid and irrevocable for a minimum period of two hundred and forty (240) days following final date for submission of proposals. This term may be extended by written mutual agreement between the City and the selected Respondent.
- 11.11. Respondents should give specific attention to identifying any portions of their qualifications they deem confidential, proprietary information or trade secrets, and provide the City with justification of why any such material, upon request, should not be disclosed by the City under the Open Records Act.
- 11.12. By submitting a response to this RFQ, the Respondent selected for award represents that it will comply with all Federal, State and City laws, rules, regulations and ordinances applicable to its activities and obligations under this RFQ and the memorandum of understanding.

**12. SCHEDULE OF EVENTS (subject to change)**

- 12.1. RFQ Release and Advertisement: December 27, 2007
- 12.2. Pre-submittal Conference: January 11, 2008
- 12.3. Due date for all written questions: February 6, 2008
- 12.4. Proposals Due: February 13, 2008
- 12.5. Anticipated City Council Consideration: May 2008