



Request for Proposals

74 Acres For Sale in Whittier, CA

For Sale by

The State of California
Department
of General Services

December 28, 2005



[NEW] Deadline for
submittals is
12:00 p.m., March 24, 2006

www.resd.dgs.ca.gov/listing



To Be Developed As A Mixed-Use Master Plan

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Note: The underlined words in this document indicate links on the website.

Introduction and Background

The State of California, Department of General Services (“State”), is selling approximately 74 acres (“Sale Property”) located in the City of Whittier (“City”), California. The Sale Property, which was formerly the Fred C. Nelles California Youth Authority facility, is located at 11850 E. Whittier Boulevard, at the southeast corner of Whittier Boulevard and Sorenson Avenue. The Sale Property is an infill site located in Los Angeles County, less than 20 miles from major job centers in downtown Los Angeles and central Orange County.

The State and the City, along with the City’s development partners Lewis Group of Companies and Brookfield Homes, were in negotiations for the purchase of the Sale Property. Those negotiations have not been successful. ~~If the City does not request a determination of value by the State Public Works Board by January 3, 2006, no further negotiations with the City will occur for their purchase.~~ The City has requested a hearing by the Public Works Board, which has not yet been scheduled.

The State is now soliciting offers to purchase the Sale Property. ~~The State may establish a minimum price, which will be posted on the website under “RFP Updates” no later than one month before the submittal deadline.~~ The State has established a minimum price of \$106.6 million for the property. Interested parties are encouraged to refer regularly to the website for this and other new information.

Interested parties must submit proposals in accordance with this solicitation not later than the new deadline of 12:00 p.m. on March 24, 2006. All proposals must include ten copies addressed to:

**Ms. Paula Gutierrez,
Acting Assistant Chief
Dept. of General Services
Real Estate Services Division
Asset Planning and
Enhancement Branch
707 3rd Street, 6th Floor
West Sacramento, CA 95605**

Parties interested in submitting a proposal are encouraged to refer regularly to the property web site at www.resd.dgs.ca.gov/listing for links to additional information related to the sale of the property, as well as for updates to this Request For Proposals (“RFP”).

Faxed proposals will not be accepted.

Description of Area

Transportation – The Sale Property is approximately 1.7 miles from Highway 605. The adjacent roadways consist of Whittier Boulevard to the north, a mostly four-lane highly traveled roadway with one traffic signal at Sorensen Avenue and one traffic signal at Philadelphia Street. The other roadway adjacent to the property is Sorensen Avenue, which is a two-lane collector road to the west.

Jurisdiction over a portion of the original Nelles property fronting on Whittier Boulevard was transferred on June 19, 1946, to the California Department of Transportation for freeway purposes. It is the understanding of the Department of General Services that the California Department of Transportation has abandoned the proposed freeway segment. The Department of General Services will work with its selected buyer to obtain the use of the frontage strip.

Shopping – The Sale Property is located across Whittier Boulevard from a 170,000 sf retail center that includes a Ralph's supermarket, Sav-On, and other specialty retail and dining establishments. Also across the street from the Sale Property is a 14-acre site that the City is promoting for proposed retail/residential/office mixed use. The property is also located six blocks from Whittier's Uptown central business district, and 1.5 miles west of The Quad at Whittier, which includes 433,000 sf of regional and neighborhood retail space. The commercial market is further described in the Retail Market Analysis and Office Market Analysis, both dated April 2005.

Housing – The neighborhood immediately surrounding the Sale Property to the south is exclusively single-family detached homes. The residential market is further described in the Residential Market Analysis, dated May 2005.





Potential Historic Resources

The Sale Property includes approximately sixty-four buildings, of which eight may be considered historically significant, according to the State's Historic Resource Assessment. The cultural/scientific resources section of the certified EIR for the First Amendment to the Whittier Commercial Corridor Redevelopment Plan also includes a discussion of the potential impacts of redeveloping the Sale Property. The amended Redevelopment Plan and the related EIR are available from the Whittier Redevelopment Agency by contacting Elise McCaleb at (562) 464-3380. DGS is currently negotiating with the State Historic Preservation Office (SHPO) to determine which of these buildings must be preserved. At a minimum, the Administration Building and the Superintendent's Residence, will be retained. The property web site will contain any updates of the negotiations between DGS and SHPO. For purposes of this RFP, the proposed plan and price in the offers should include the preservation and adaptive reuse of the Superintendent's Residence and Administration Building. The State will accept an appropriate adjustment to the price offered if SHPO requires preservation of additional buildings or other forms of mitigation.



Administration Building



Superintendent's Residence

Infrastructure

The general topography is relatively flat with minor gradients of 2.5% - 3.0% across the site. The existing onsite infrastructure consists of sewer, water storm drain, and dry utilities intertwined in complicated patterns and alignments. The water line sizes range from 4" to 10", the sewer lines range in size from 4" to 8" and the storm drain lines range in size from 4" to 36". All utility lines will most likely need to be removed with the exception of some connection points to the offsite infrastructure. There are asphalt roadway systems circulating throughout the site to access the various buildings.

The Sale Property is an "in fill" site and accordingly the existing offsite infrastructure consists of adjacent roadways, sewer, water and storm drain facilities. The following offsite sewer, water, and storm facilities have been identified to be adjacent to or nearby the project:



Sewer	Water	Storm Drain
There is an existing 10" sewer line in Sorensen Avenue. Also an 8" sewer line in Townley Drive is currently stubbed to the site. A network of sewer lines to the west tie into an existing 18" sewer line in Colbar Avenue and Washington Boulevard.	8", 12", and 14" water lines are located within Whittier Boulevard. A portion of this includes a 4" stub to the site. A 12" line exists on the southerly side of the project that also supports a 4" stub to the site.	An existing 36" storm drain exits on the Sale Property to the west. This storm drain is close to Paul Drive and runs underneath an adjoining single family residence.



FRED C. NELLES
CORRECTIONAL FACILITY
CITY OF WHITTIER, CA
ONSITE EXISTING
UTILITIES EXHIBIT

Onsite Infrastructure



Offsite Infrastructure



FRED C. NELLES
CORRECTIONAL FACILITY
CITY OF WHITTIER, CA

OFFSITE EXISTING
UTILITIES EXHIBIT



Traffic

Based on a traffic analysis of a hypothetical project that includes 300 detached residential units, 400 town homes, 20,000 sf of specialty retail and 20,000 sf of general office, the redevelopment of the Sale Property will require improvements to intersections along Whittier Boulevard, Pickering Avenue and Washington Boulevard. The analysis also explored the potential impacts of a discount super store measuring 150,000 sf, but not the total 25 acres of commercial space desired by the City.

Offsite Traffic Mitigation Costs

Intersection	Year 2005 Existing Traffic		Year 2015 Traffic Without Project		Year 2015 Traffic With Market/Big Box Project		Is Intersection Deficient, and Does Project Add More Than 2 Percent to ICU, and Is Project Therefore Responsible for Participation in Mitigation?	Project's Pro Rata Share of Future Increase in Evening Peak Hour ICU	Estimated Mitigation Cost	Project's Share of Mitigation Cost
	Morning Peak Hour	Evening Peak Hour	Morning Peak Hour	Evening Peak Hour	Morning Peak Hour	Evening Peak Hour				
	LOS	LOS	LOS	LOS	LOS	LOS				
Whittier Boulevard and										
I-605 Southbound Ramps	B	D	C	E	C/C	E/E	NO/NO	.19804/.25430	\$0/\$0	\$0/\$0
I-605 Northbound Ramps	D	C	E	C	E/E	C/D	NO/NO	.25063/.34362	\$0/\$0	\$0/\$0
Norwalk Boulevard	F	F	F	F	F/F	F/F	YES/YES	.13688/.17966	\$2,236,000 /\$2,236,000	\$306,062/\$401,710
Hadley Street	D	C	D	C	E/E	D/D	NO/NO	.18279/.28132	\$0/\$0	\$0/\$0
Sorensen Avenue	D	D	E	E	E/E	E/E	NO/NO	.29843/.39390	\$0/\$0	\$0/\$0
Philadelphia Street	D	D	E	D	F/F	E/F	YES/YES	.36559/.76601	\$1,118,000/\$ 1,118,000	\$408,727/\$856,397
Santa Fe Springs/Washington	E	F	F	F	F/F	F/F	NO/YES	.09478/.19633	\$0/\$2,236,000	\$0/\$439,003
**Mitigated	D	F	E	F	/E	/F		/.17884	\$0/\$2,236,000	\$0/\$399,880
Greenleaf Avenue	E	D	E	E	F/F	E/F	YES/YES	.21983/.36952	\$2,236,000/\$ 2,236,000	\$491,543/\$826,244
Painter Avenue	E	F	F	F	F/F	F/F	NO/YES	.08461/.16782	\$0/\$2,236,000	\$0/\$375,235
Pickering Avenue and										
Philadelphia Avenue	B	B	C	C	C/D	D/E	NO/NO	.56615/.75122	\$0/\$0	\$0/\$0
Washington Boulevard and										
Sorensen Avenue	C	D	E	E	D/D	E/E	NO/NO	.11806/.19574	\$0/\$0	\$0/\$0
Lambert Road	B	C	C	C	C/C	C/C	NO/NO	.06750/.12646	\$0/\$0	\$0/\$0
									\$5,590,000/\$12,298,000	\$1,206,332/\$3,298,469

Hazardous Materials

A preliminary assessment of the soil and groundwater conditions indicate some isolated contamination that will require remediation. The buyer will be expected to perform a Phase II investigation as part of the Specific Plan EIR.



<i>Potential Contaminants Based on the Phase I</i>	<i>Potential Remediation Alternatives</i>	<i>Implications of Remediation Alternatives</i>
Pesticides and metals in shallow soil in former agricultural areas at the Site	Mix shallow contaminated-soils with deeper clean soil OR dispose of contaminated soil offsite	Adds additional cost to development and could potentially impact development schedule depending on the volume of contaminated soil
Petroleum-related contaminants in soil and/or ground water near the former boiler room	Excavate petroleum contaminated soil and dispose of offsite. Unlikely that ground water is significantly impacted. Ground water may require monitoring if impacted	Adds additional cost to development. Although unlikely, could potentially impact the development schedule depending on the volume of contaminated soil. Long-term ground water monitoring will require set up of institutional controls, cause uncertainty regarding environmental site closure and require financial assurances for long-term monitoring
Volatile organic chemicals in soil vapor from offsite ground water plume that may be migrating onto a portion of the Site	Install vapor barriers and ground water and soil vapor monitoring wells in affected area	Costs for remediation could be recovered from offsite property owner. Long-term monitoring and maintenance of vapor barriers will require set up of institutional controls, cause uncertainty regarding environmental site closure and require financial assurances for long-term monitoring



Tree Survey

The Sale Property includes approximately 460 trees of varying degrees of size, species, and health, which are identified in a Tree Survey. A storm has destroyed a number of trees identified in the survey since it was completed.

The removal or relocation of the trees will be one subject of the EIR for the Specific Plan for the Sale Property.



City Regulations

Current Zoning

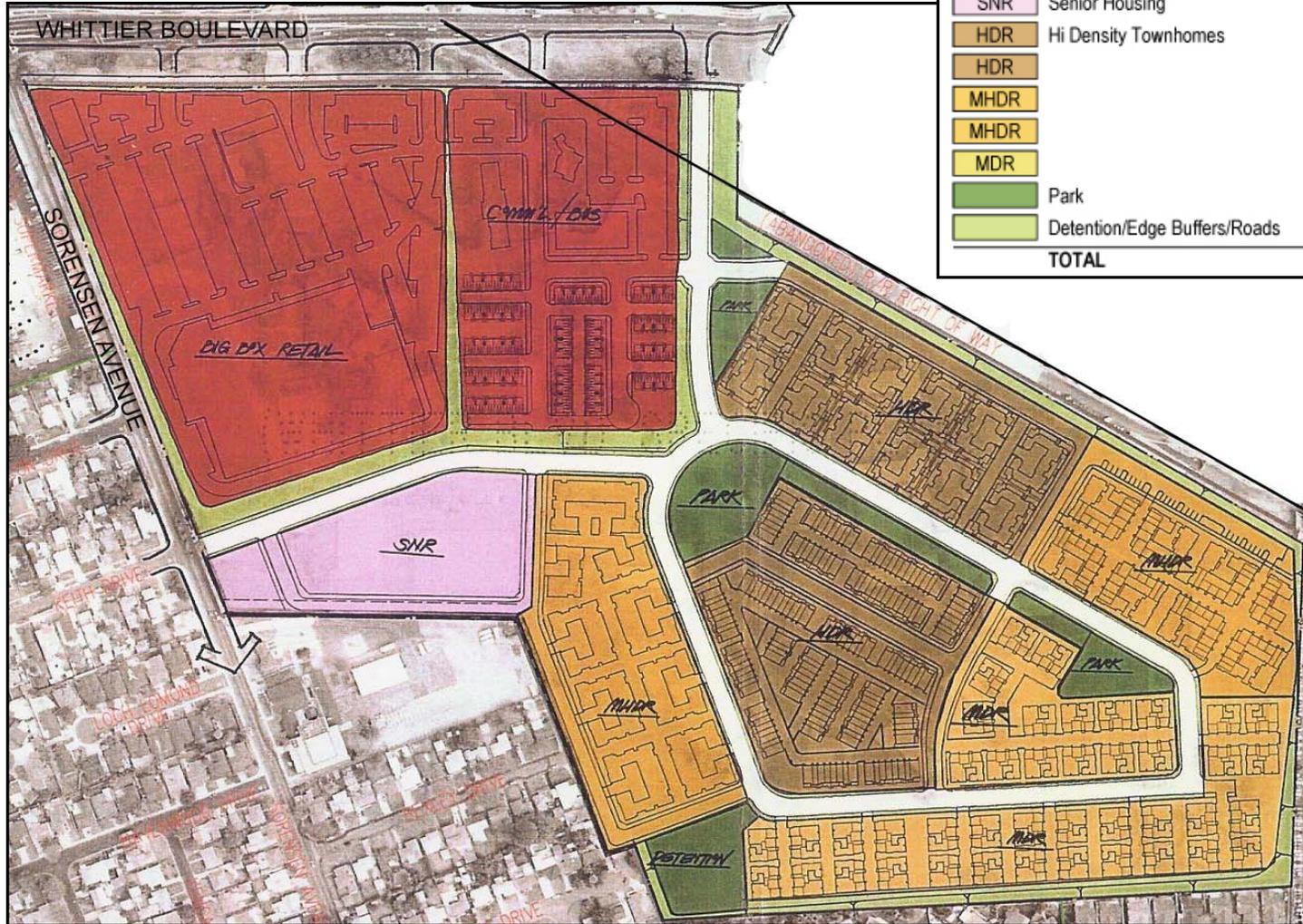
The Sale Property is currently subject to the zoning and development standards of the Workplace District under the recently approved Whittier Boulevard Specific Plan (WBSP), which is available from the City by contacting Elise McCaleb (562-464-3380). The WBSP requires that the Sale Property be approved as a master plan with its own Specific Plan that is compatible with regulations found in the Workplace District. Although the WBSP includes a certified EIR, a new EIR will be required for the proposed Specific Plan. The WBSP establishes broad land uses that would be considered for the Sale Property, including retail, office, and housing.

Redevelopment Project Area

The Whittier Redevelopment Agency recently amended the Whittier Commercial Corridor Redevelopment Plan to include the Sale Property. The selected buyer should anticipate redevelopment requirements, such as 15% affordable housing. The Sale Property is expected to generate significant tax increment for the Redevelopment Agency because there is no current tax base from the Sale Property due to State ownership. Interested parties are advised to contact Elise McCaleb (562-464-3380) at the redevelopment agency for information about the amended project area and related EIR.



City Concept Plan



LEGEND			
LAND USE	ACREAGE	DENSITY	DU
Big Box Retail	14.4		
Office/Historical	8.5		69
SNR Senior Housing	4.0	25.0	100
HDR Hi Density Townhomes	7.1	23.4	166
HDR	5.9	20.3	120
MHDR	5.6	20.4	114
MHDR	4.4	17.5	77
MDR	8.7	14.5	126
Park	3.1		
Detention/Edge Buffers/Roads	12.1		
TOTAL	73.8		772

City Offer

As part of its negotiation with the State, the City submitted an offer to purchase the property that included a Proposed City Concept Plan. The City's proposed plan includes a smaller parcel to the northeast of the Sale Property along Whittier Boulevard that is not owned by the State.



City's Preferred Land Uses

The City previously entered into an Amended and Restated Memorandum of Understanding (“MOU”), dated September 2005, that includes the following City objectives in the reuse of the Sale Property:

1. Provide for a comprehensive plan for the 73.8-acre site through the Specific Plan process.
2. Incorporate a mixture of residential and commercial uses generally as follows:
 - Commercial: A minimum of 25 acres, located along the Whittier Boulevard frontage, with 15 acres at the corner of Whittier Boulevard and Sorensen Avenue set aside for a big box retail use, and additional mixed use (retail and office on the ground floor and office or residential lofts on upper floors) along the balance of the Whittier Boulevard frontage.
 - Open Space: Appropriate for the uses proposed, as determined by the City Council.
 - Residential: There shall be a variety of residential densities, which range from a minimum of 10 units per acre to a maximum of 35 units per acre, with a maximum overall average density of 22 units per acre within residentially areas (estimated maximum of 650 units). Home ownership opportunities are preferred for the Development site.
3. Generate between \$1,000,000 and \$2,000,000 per year in sales tax revenue and a minimum improvement value of \$250,000,000 so as to provide needed property tax revenue to the City of Whittier and the Whittier Redevelopment Agency. These revenues are needed to pay for public services to residents and users of the site and city-wide services and facilities, including but not limited to
 - Police services
 - Park and recreation facilities and programs
 - Public infrastructure and street maintenance services (i.e. sewer, storm drains, street maintenance, street tree maintenance, general governmental services, etc.)
 - Library services

City's Preferred Land Uses (continued)

4. Incorporate the preservation of the former Administration Building and Superintendent's home consistent requirements of the City of Whittier and the State of California's Office of Historic Preservation.
5. Utilize architectural designs that will complement and be compatible with the historic resources on the site.
6. A minimum of 15% of all residential units built as part of the project shall be made available to families that qualify as "very low income", "low income", and/or "moderate income", consistent with the requirements of the City's Housing Element and Regional Housing Needs Assessment requirements. Preference will be given to first time homebuyers in these categories.
7. The project is not intended to include tax-exempt uses.
8. Fund its fair share of costs for off-site improvements, including but not limited to, the street widening and signal improvements on Whittier Boulevard, improvements to Sorensen Avenue, and the connection of storm drains and sewage lines to facilities in Washington Boulevard.
9. Meet the project's park and open space requirements on-site or through payment of in-lieu fees to be used for enhancement or expansion of existing City open space facilities.
10. The City/RDA is open to consider innovative public financing techniques. Further, the City will also consider assisting in the coordination of required improvements with Caltrans, the County of Los Angeles, and various utility companies.
11. The City will process the necessary project entitlements and environmental review in an expedited manner.
12. It is anticipated that vehicular access will be limited to driveway access on Whittier Boulevard and Sorensen Avenue.
13. Incorporate as much of the existing landscape material into the new project as feasible.



Community Forums

The City hosted a [community forum on March 17, 2005](#), and another [community forum on May 12, 2005](#), to identify important issues of neighbors and other community stake holders relating to the redevelopment of the Sale Property.



State Conceptual Site Plan

Interested buyers are encouraged to submit proposals that adhere as closely as possible to the City's objectives described in the MOU and to the proposed City's Concept Plan. The Conceptual Site Plan and Preliminary Product Test Plan developed by the State have not been approved by the City; they should be viewed only as another possible approach in meeting the City's objectives related to commercial acreage and residential density.



Content of Offer

Except for offers of cash with no conditions relating to land use approvals, the State will be best able to consider offers that include, but are not limited to, the items described below.

A. Qualifications

Team Structure and Management — Describe the composition, principals, and legal form of the entity submitting the offer. This section should include the responsibilities and experience of key individuals, both in-house staff and consultants, including financial analysts, attorneys, planners, builders, cost estimators, etc. Identify which team member(s) will be responsible for which product type if a group of builders or developers have organized under a single agreement. A team of different developers/builders submitting a single proposal should identify the party that will represent all members of the team.

Relevant Project Experience — The party's experience in planning, entitling, and developing comparable projects to the extent necessary to satisfy the conditions of the offer. This information should include:

- name and location of the project(s)
- project description including land uses and intensity of development
- special circumstances (e.g. mixed use development, specific plan, etc.)
- original permitted land use(s) and the outcome of the entitlement process
- brief description of planning process

Financial — Capability to acquire and develop the Sale Property commensurate with the offer. The financial role, responsibility and strength of each financial principal should be made clear.

B. Commitment to Entitlement Approvals

Offers should describe the extent to which the offeror is willing and able to cooperate in the entitlement process, in particular the approval of a Specific Plan. Selected parties will be expected to participate in varying degrees with all City approvals, including: the Specific Plan, planned or site development permits, tentative map, final map, development agreement, and other project approvals.

C. Conditions

Describe all conditions in detail relating to the transaction, including but not limited to the necessary entitlements and any agreements with the City pertaining to the use of tax increment funding.





Content of Offer (continued)

D. Schedule of Performance

Interested parties who make a conditional offer should provide a time schedule and key benchmarks for meeting such conditions. The State expects to close escrow in the Spring of 2007, subject to the City's approval of the rezone application, Development Agreement, Owner Participation Agreement (if necessary), and certification of the EIR.

E. Proposed Plan

Proposals may be for either 25 acres for commercial use fronting Whittier Boulevard, 50 acres for a master-planned residential community on the rest of the property, or for the entire Sale Property. Offers should include as much detail as possible about the intended site plans for the land to be acquired. The proposed plan and development program should include the number, size, density and type of residential units, intended commercial uses, adaptive reuse of at least the Superintendence Residence and Administration Building, and public amenities. The description should address if and how the proposed development will vary from the State Conceptual Site Plan. If an alternative plan is used, the proposal should include a description of how the plan is consistent with the MOU and how the modifications will provide the highest and most certain return within a reasonable period of time.

F. Compliance with the City's Interests

The State intends to cooperate with the City's interests that are consistent with the State's objective of receiving the highest and most certain return in a timely manner. Therefore, offers should describe how proposed projects are consistent with the MOU.

G. Financial Terms

The offer should specify the price for the land to be acquired, the amount of profit participation above the base price, and the maximum cost of any deductions or exactions beyond those identified in the State's land residual analysis. The selected buyer and State will negotiate a mutually agreeable methodology for calculating the profit participation. In addition to cash offers, proposals may include a range of pricing options based, for example, on (1) the satisfaction of various conditions such as different phases of the entitlement process, or (2) installment sales with reasonable terms and conditions such as payments geared to takedown.

RFP Process

Selection

Within approximately 30 days following the submittal deadline, the State will notify interested parties of its selection. During this time, the State may request additional information from interested parties.

The State will select an interested buyer to negotiate and enter into a purchase agreement. The State will select the buyer who, at the sole discretion of the State, offers the best opportunity to meet the State's objective of receiving the highest and most certain return within a reasonable time. The selection process should not be interpreted as a bid process. The State reserves the right to make its selection based on its sole and absolute discretion. In addition, the State reserves the right to reject any or all offers at any time.

Execution of Purchase Agreement and Due Diligence

The State will allow 60 days following the selection of the buyer to execute the purchase agreement. During this 60-day period, the selected buyer will be required to complete its due diligence. At the end of this 60-day period, the State reserves the right to select an alternative buyer or terminate the sale of the property if the State and selected buyer fail to agree on the terms of the sale.

Deposit

Upon the State selecting the buyer, the buyer will be required to submit a deposit equal to 1% of the purchase price that is offered in the proposal. One half of the deposit shall become nonrefundable upon the execution of the purchase agreement. The buyer will be required to deposit an additional 1% of the purchase price in installments upon completion of certain performance benchmarks agreed to by the selected Buyer and State.



SUBMITTAL DEADLINE:

All proposals must be submitted **by the new deadline of 12:00 p.m. on March 24, 2006.** Interested buyers are required to submit ten copies of their proposal to:

Ms. Paula Gutierrez,
Acting Assistant Chief
Dept. of General Services
Real Estate Services Division
Asset Planning and
Enhancement Branch
707 3rd Street, 6th Floor
West Sacramento, CA 95605



For additional information not contained in this RFP, please call Ms. Paula Gutierrez at (916) 376-1815.

Additional Information

Information Session

The State will conduct an information session in Whittier prior to the submittal deadline. Interested buyers should refer regularly to the website at www.resd.dgs.ca.gov/listing for the date, time, and location, which will be posted at least two weeks prior to the meeting.

Questions for DGS

All questions that are not addressed in this RFP must be faxed to Ms. Paula Gutierrez at (916) 376-1833.

RFP Updates

THE STATE RESERVES THE RIGHT TO UPDATE THE WEBSITE. THE STATE ENCOURAGES INTERESTED PARTIES TO CHECK THE WEBSITE REGULARLY FOR NEW INFORMATION.

Disclosures, Representations, and Warranties

The State obtained the enclosed information and the information contained on the Sale Property web site from sources deemed reliable, including but not limited to public documents that were provided to the City as part of its due diligence under the terms of the MOU. However, the State makes no guarantees, warranties, or representations nor expresses or implies any opinion concerning the accuracy or completeness of the information provided. It is furnished solely as an aid to parties interested in purchasing the Sale Property. Interested parties are responsible for undertaking all necessary investigations on and off the Sale Property. The State will allow interested parties an opportunity to conduct "on-site" investigations of the Sale Property in accordance with the section immediately below.

Inspection of the Sale Property

Interested parties who want to visit the Sale Property must receive an executed Right of Entry form from the State by contacting Jon Heim at (916) 375-4125. Such request must include the identity of the contractor(s) or entity(ies) conducting the inspection and the nature and scope of the inspections. Subject to the terms of the Right of Entry, the interested party, its representatives, authorized agents, or contractors, may enter on the Sale Property to make such inspections of the Sale Property, provided that the interested party keeps the Sale Property free of liens, repairs all damage to the Sale Property resulting from such inspection, and indemnifies and holds the State harmless from and against all liability, claims, demands, damages, or costs of any kind whatsoever (including attorney's fees) arising from or connected with the inspections. Entry onto the Sale Property without the State executing and returning the Right of Entry form to the interested party is prohibited.

Closing Costs

All closing costs shall be paid by the buyer, including but not limited to any applicable documentary transfer taxes, premiums for any title policy, escrow fees and costs, and document recording charges for the Deed and Deed of Trust. **In no event shall the State be responsible for any real estate brokerage fees.**





RFP Updates

January 12, 2006

The City has requested that the State Public Works Board conduct a hearing to determine the sales price for the Nelles property if the City decides to purchase it once the Board makes its determination, in accordance with Government Code Section 11011.3. The date of that hearing has not yet been determined, but will appear in this section of the website when more information is available.

February 14, 2006

Please visit the [Questions & Answers](#) page of this website for updates.

February 17, 2006

Additional information is available regarding preliminary testing on the site. Click here to view the preliminary VOC Detection Map in .pdf format.

February 23, 2006

The State has established a minimum price for the Nelles property of \$106.6 million.

February 23, 2006

The deadline for submitting proposals has been extended to 12:00 p.m. on March 24, 2006.

February 27, 2006

Please visit the [Questions & Answers](#) page of this website for further updates.

March 10, 2006

Attached, please find [Infrastructure Cost Estimates](#).

Questions & Answers

Q: Are there any special forms to fill out?

A: The proposal should follow the order and contents described in the website under Content of Offer. The only form is the Right of Entry for those interested in visiting the property.

Q: What is the potential the City will make an offer/ purchase through the Public Works Board (PWB)?

A: As stated in the RFP, the City has already made an offer, which will be the subject of a hearing by the Public Works Board, which has not yet been scheduled. The City can decide whether to purchase the property prior to or immediately following the hearing.

Q: What is the price?

A: ~~As stated in the website under Introduction and Background, there is no minimum price at this time. If the State decides to include a minimum price, it will do so no later than 30 days prior to the submittal deadline.~~ The market will determine the price; however, the State has established a minimum price of \$106.6 million for the property.

Q: How do I get paid a commission?

A: As stated in the website under Closing Costs, the State will not pay any broker commission. Interested parties must make any such arrangements with the buyer they are representing.

Q: How do I get to the RFP?

A: We will be happy to provide assistance by calling (916) 376-1815. As stated on the property sign and all print advertisements, the website address is: www.resd.dgs.ca.gov/listing.

Q: Can I have the autoCad drawing referenced in the RFQ?

A: Yes; [click here](#) for the available autoCad files.



Questions & Answers *(continued)*

Q: Can I have a copy of your Prelim?

A: Interested parties should order their own preliminary title report.

Q: Will you sell me a small portion (less than an acre)?

A: As stated in the website under the subsection Proposed Plan under the section Content of Offer, the offers may be for a 25 acre retail section, a 50 acres residential portion or the entire site.

Q: What impact could the PWB meeting have?

A: The City may decide to purchase the property immediately after the hearing.

Q: I want to have a tour of the property.

A: As stated in the website under Inspection of the Property, parties interested in visiting the site must sign a Right of Entry form, which can be down loaded from that same section of the website. After DGS receives the executed form, which can be faxed to (916) 376-1833, Jon Heim will make arrangement for visiting the property.

Q: Will it be a sealed bid?

A: Yes, however, as stated in the website under RFP Process, the selection process should not be interpreted as a bid process.

Q: Will the bid date be extended?

A: ~~DGS has no intention at this time to extend the date, but interested parties are encouraged to check this website regularly under RFP Updates.~~ DGS has extended the deadline for submitting proposals to 12:00 p.m. on March 24, 2006.



Questions & Answers *(continued)*

Q: How does DGS look at proposed land uses?

A: DGS will evaluate proposed land uses in the context of the State's desire to receive the highest return for the property and the City's basic preferences, which are provided in the Memorandum of Understanding. Land uses that DGS considers in its sole discretion to be less likely to receive City approvals will be less competitive.

Q: What is the status of the relationship between the City and Brookfield?

A: We are only aware of the Memorandum of Understanding. The City may have additional information on this subject.

Q: Has the State designated the property as surplus? If not, when will this occur?

A: Yes, the Legislature has declared the property to be surplus.

Q: What is the DGS view of the City's request for determination of value from the State Public Works Board? Will the value be determined and posted by 2/17?

A: The City has the right to request the hearing under Government Code section 11011. The hearing will not occur by February 17. Any value determination by the Board will only apply to the City. Other interested parties should offer the highest feasible price in the context of the RFP.

Q: Is DGS able to release the due diligence materials generated by the City that are in DGS's possession? If not in DGS's possession, would the DGS be willing to assist with having the City release these documents to the bidders?

A: All of the material that are public documents under the terms of the MOU and/or the City's Right of Entry with DGS have already been made available on this website. DGS is not aware of additional documents that the City possesses.



Questions & Answers *(continued)*

Q: What progress is being made between DGS and Caltrans for abandonment of jurisdiction over the Nelles frontage (at Whittier Blvd.)?

A: Caltrans is evaluating what portion is excess to State highway needs. This decision is unlikely to be made by the submittal deadline. Proposals should not assume that the Caltrans property is available. However, proposals may specify whether a portion of the Caltrans property is necessary.

Q: What progress is being made in DGS's discussions with SHPO regarding preservation requirements?

A: DGS is seeking a confirmation from SHPO that the two buildings identified in the website must be preserved at a minimum. As stated in the website under Historic Resources, DGS will negotiate a price adjustment if SHPO requires additional buildings to be preserved.

Q: DGS expects a Spring 2007 closing, subject to entitlements as one option to acquire the property. If State-level environmental oversight is required, will DGS maintain responsibility for clean up, and allow clean up completion as a condition to close?

A: If a State or regional regulatory agency requires certain remediation, DGS will condition the close of escrow on meeting such standards, even if it delays the projected date for closing. DGS will likely request that the buyer perform the required remediation.

Q: With respect to deviations from the State Conceptual Plan v. the City Plan, will the State have any influence over the City as to the ultimate development plan for the Property?

A: DGS practice is to work closely with the entitling agency to collaboratively develop a land plan that meets the revenue and programmatic goals of both parties. To that end, DGS would have as much influence with the City as any other owner of a large important property.

Q: What is DGS's intent for treatment of the second half of the initial 1% deposit following due diligence expiration/approval?

A: The second half of the initial 1% deposit will be one subject of negotiation with the selected buyer.



Questions & Answers *(continued)*

Q: Has DGS set the date for the Information Session?

A: DGS has not set a date for the Information Session, which may proceed if there are requests from interested buyers for such a meeting. Interested parties are encouraged to check this website regularly under RFP Updates.

Q: What is DGS' opinion of the Greenleaf team, specifically the Lewis Development and Brookfield Homes team members?

A: DGS considers the Greenleaf team and its members to be well-qualified developers, as are a number of other developers that have shown interest in the property.

Q: Will a proposal be at a disadvantage or rejected if it includes multiple offers that are structured in different ways?

A: No, an interested party may submit multiple proposals so long as different terms and conditions are clear. Minor variations are discouraged.

Q: How will offsite mitigation improvement costs be handled?

A: Proposals should anticipate mitigation requirements directly related to the impacts of the project. Additional mitigation requirements that the City may want to impose (e.g. additional widening of Whittier Blvd.) may be handled through an Owner Participation Agreement.

