



REDEVELOPMENT OF THE FORMER MEDFIELD STATE HOSPITAL

Hospital Road, Medfield, Massachusetts

Request for Proposals

Unique Opportunity to Redevelop this Iconic and Architecturally Significant
Mixed-Use Property

Contact: Nicholas Milano, Assistant Town Administrator
nmilano@medfield.net

**DRAFT FOR INTERNAL REVIEW ONLY. DO
NOT DISTRIBUTE. Revision #1 12.16.20**



REQUEST FOR (RE)DEVELOPMENT PROPOSALS:

Medfield State Hospital Campus, Hospital Road, Medfield, Mass.

ISSUED: Insert date

PROPOSALS MUST BE RECEIVED NO LATER THAN:

11:00 A.M. Insert date

DELIVER TO: Kristine Trierweiler, Town Administrator and Chief Procurement Officer, Town House, 459 Main Street, Medfield, Massachusetts, 02052

Your Name/Proposer's Name: _____

Your Return Address: _____

SEALED PROPOSAL – Medfield State Hospital Development Proposal

The Board of Selectmen
Attn: Nicholas Milano, Assistant Town Administrator
Town House, 459 Main Street
Medfield, Massachusetts 02052

DO NOT OPEN UNTIL AFTER ____ PM ON ____

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SECTION 1 | OVERVIEW/BACKGROUND

SECTION 1 | OVERVIEW/BACKGROUND/INTENT

1-1 DISPOSITION DECLARATION/INVITATION TO BID

Pursuant to M.G.L. Ch 30B, the Town of Medfield, acting by and through its Board of Selectmen is issuing this Request for Proposals (RFP) to seek development proposals for the purchase and redevelopment of a portion of the former Medfield State Hospital (MSH) property. Proposed uses should be compatible with specified intent as reflected under current zoning bylaws and any additional restrictions outlined in this RFP. Any selected proposal(s) will be further subject to a Provisional Designation Agreement (PDA) and Land Disposition Agreement (Developer LDA) to be entered into with the Town and subject to a Special Town Meeting vote to authorize the disposition of Town-owned land.

As further described in Sections 1-3 below, the Disposition Property ("the Property") consists of an approximately 87-acre parcel located to the north of Hospital Road in Medfield. The Property sits atop a scenic, rolling hill overlooking the Charles River bordering the Town of Dover. It is surrounded by open space including land currently owned and operated by the Massachusetts Division of Capital Management & Maintenance (DCAMM), other agencies of the Commonwealth including the Department of Agricultural Resources and the Department of Conservation and Recreation, and the Town of Medfield.



Since the closing of MSH in 2003, all buildings remain vacant. The grounds are popular with local residents who enjoy the vast open spaces, hiking trails, and access to the Charles River, and is a favorite spot for dog walkers and the occasional horseback rider.

The red brick nineteenth and early twentieth century buildings and related hospital campus are listed on the National and Massachusetts Registers of Historic Places.

This offering represents a unique and ambitious opportunity to revitalize a portfolio of landmark and historic buildings and grounds. The Town acquired the Disposition Property from DCAMM in 2014 and subsequently commissioned a Strategic Reuse Master Plan ("Master Plan") that was released in 2018. The Property was re-zoned the Disposition Property in 2019 in anticipation of soliciting interested and qualified developers to physically and financially reposition the site.

The disposition, development and reuse of the Disposition Property will be carried out in accordance with, and subject to, applicable provisions of the Land Disposition Agreement between the Town of Medfield and the Commonwealth of Massachusetts, acting by and through DCAMM, dated December 2, 2014, as recorded at the Norfolk County Registry of Deeds in Dedham, MA. See [Appendix A](#). The Master Plan issued by the Medfield State Hospital Master Plan Committee shall also be considered, although departures from the Master Plan may be proposed and considered to the extent consistent with the Disposition Intent in Section 1-2. The Master Plan is included as [Appendix B](#).

1-2 DISPOSITION INTENT

The intent of the disposition effort is to initiate the redevelopment of a portion of the former Medfield State Hospital Property, generally identified as Parcel A in the Master Plan, to achieve the following broad goals:

- ❖ Maintain and enhance the character and values of the Town of Medfield and its residents.
- ❖ Address Town housing needs.
- ❖ Achieve reasonable economic and financial impacts on Medfield residents and Town services.

(Continued next page)

1-3 PROJECT OVERVIEW/BACKGROUND

The Property is located on Hospital Road approximately two miles north of the Medfield town center. Established in 1892, the central green quadrangle and its surrounding buildings represent an historic example of late 19th century “alternative design” for mental hospitals. MSH was the first mental hospital in Massachusetts to be built on the “cottage plan” with smaller and single use buildings to allow for better light and ventilation. Over the last century, the facility grew and many buildings were added to the campus. The facility raised its own livestock and produce, and generated its own heat, light and power distributed through a steam tunnel network to all buildings.

MSH buildings were arranged around a quadrangle giving it the feel of a traditional New England village center or college. Of special importance are the 23 buildings constructed between 1896 and 1897 in a late Victorian style of architecture known as Queen Anne. All buildings that face each other on the long sides of the common are mirror images of each other, creating a unique design feature. Total building areas and other information regarding the existing buildings on the site are provided in Appendix 3 of the Master Plan and the Medfield State Hospital Historic Resources Existing Conditions Memorandum compiled by Epsilon Associates ([Appendix C](#)).

The Commonwealth of Massachusetts closed MSH in April of 2003. The Commonwealth subsequently disconnected the sanitary sewer system and water lines to individual buildings were disconnected. In December of 2014, the Town acquired 128 of the hospital Property's 241 acres from the Commonwealth including the 87-acre Disposition Property north of Hospital Road and 40 acres of open space south of Hospital Road. There are presently 39 buildings on the Disposition Property, totaling approximately 676,000 square feet. The acquired land both north and south of Hospital Road are on the National and Massachusetts Registers of Historic Places and situated within the Medfield Hospital and Farm Historic District. Remaining parcels previously associated with MSH and not acquired by the Town are currently owned by various agencies of the Commonwealth, are generally open space, and are not included in this redevelopment effort.

Medfield is located 25-miles southwest of Boston, directly accessible by State Route 27 and Route 109 and approximately 9 miles to I-95. Medfield is a small-town community located in Norfolk County, Massachusetts. The population in 2010 was just over 12,000 with almost 4,220 households. According to 2019 ACS estimates, the population is almost 13,000. The Town's demographics are approximately 96.75% white, with a total minority population of about 3.25%.

The Town has been growing steadily since the 1960s. Residential property taxes are a main contributor to Town revenues due to a modest commercial tax base; however, the small-town feel, focus on public schools and a sensitivity to higher property taxes have fueled opposition to large scale projects with detrimental impacts in the past.

An estimated 34% of the population is under the age of 18, with a median age of 38 years. There is a tremendous focus on families and school-aged children and the Medfield Public Schools consistently rank among the top. In 2017, the Town ranked 5th in the Commonwealth by U.S. News & World Report. As such, residents are sensitive to any development that would impact the total number of school aged children that would be introduced to the public-school system.

See Section 2-1, Property Overview, for more information.

1-4 DETERMINATION OF PROPERTY VALUE

The Town does not have a current third-party appraisal of the Disposition Property. For real estate tax assessment purposes, the value of the 87.298-acre Medfield State Hospital site is currently estimated at \$15,224,800. The assessment of the Town of Medfield for Fiscal Year 2021 can be broken down as follows:

Buildings	\$ 5,894,300
Yard Items	\$ 6,900
Land	<u>\$ 9,323,600</u>
\$15,224,800 Total Assessed Value.	

Any estimated value for the buildings does not take into consideration the continued deterioration of the moth-balled structures.

1-5 COMMUNICATIONS, AMENDMENTS AND QUESTIONS

This RFP will be posted on the Town of Medfield's website at: <http://ma-medfield.civicplus.com/Bids.aspx>.

All communications, inquiries and/or questions regarding this RFP must be made in writing, no later than TBD, and directed to Nicholas Milano, Assistant Town Administrator. The Town, in its sole discretion, will endeavor to answer relevant and appropriate questions and any responses will be posted on the Town's website.

No other communications will be recognized, nor responded to. Only official written responses from the Town to properly submitted questions will be considered binding and no other forms of communications, including written or oral communications from Town representatives, will be deemed binding with respect to this RFP.

Any RFP amendments, clarifications, changes or updates (including changes to any dates and deadlines), as well as responses to proposer's questions will be posted on the Town website. It is the sole responsibility of the prospective proposers to check the website for updated information. No accommodations will be made to proposers who

fail to check the website or who misinterpret any information posted in connection with this RFP.

Proposers without internet access or who otherwise have disabilities or hardships may make a written request to the Town for a reasonable accommodation directed to:

Nicholas Milano
Assistant Town Administrator,
Town House, 459 Main Street,
Medfield, Massachusetts, 02052

1-6 RESPONSE PROCESS

The process generally involves:

- The submission of the development proposal responses to this RFP by interested parties.
- Review by the Town of timely and properly submitted proposals.
- Selection of one or more proposals, at the Town's discretion.
- Execution of Provisional Designation Agreement(s) (PDA) by the Designated Developer(s) and the Town which will establish short-term conditions to be met by the developer(s) within 90 days (the Due Diligence Period).
- Execution of a Developer Land Disposition Agreement (Developer LDA), at the end of the 90-day Due Diligence Period, the terms of which will culminate in the sale of the Disposition Property (or, if applicable, a portion of the Disposition Property).

Please refer to Section 4 for details regarding the Selection process.

1-7 SITE VISIT

Site Tours will be held as follows:

Date: _____

Time: _____

Instructions: Proposer's are instructed to contact Nicholas Milano at the Town of Medfield at nmilano@Medfield.net to confirm attendance. To accommodate the Commonwealth's COVID-19 restrictions, the Town reserves the right to modify or limit the maximum number of people who will be allowed to attend. All attendees are required to wear face masks and practice social distancing.

1-9 RFP SELECTION SCHEDULE

RFP Selection Schedule (subject to change at Town's discretion).

1. RFP Release	Monday, March 1, 2021
2. Response Deadline	Thursday, May 27, 2021
3. Last Day to Submit Questions	Friday, April 30, 2021
4. Proposer Interviews	July 1 st through July 30, 2021 Dates/times to be determined.
5. Short List of Selected Developers	Target July 30, 2021
6. Best & Final Proposals	Friday, October 1, 2021
7. Special Town Meeting vote	TBD
8. Award	January 2022 outside date



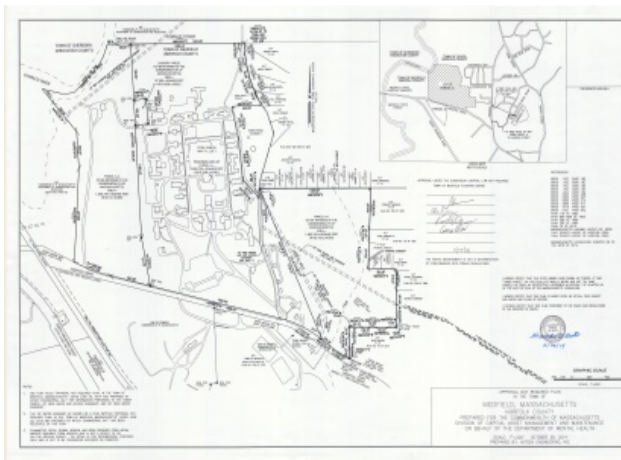
SECTION 2 | PROPERTY DESCRIPTION

SECTION 2 | PROPERTY DESCRIPTION

2-1 PROPERTY OVERVIEW

The original MSH grounds totaled approximately 241 acres. The Disposition Property subject to this RFP, known generally as Parcel A as described in the Master Plan ([Appendix A, page 9](#)) represents 87.298 acres. The site is situated approximately 220 feet above sea level and the topography of the site reflects a gradual elevation change, from the entry at Hospital Road to the core campus quadrangle, an increase in elevation of approximately 50 feet. Flood plain maps for Medfield were updated by the US Federal Emergency Management Agency (FEMA) in 2012 and indicate that Parcel A lies outside of the 500-year flood risk area.

Parcel A is depicted in a 2018 Nitsch Engineering Site Plan ([Appendix C](#)).



The land north of Hospital Road was rezoned by the Town in 2019. The zoning provides for six sub-zones defined below. The sub-zones define areas for appropriate development density based on existing context and planned uses specified in the Master Plan.

- A. The Green. The Green is a broad open space defining the entry to the MSH campus.
- B. Cottage/Arboretum. The Cottage/Arboretum is an area in the southeast corner of the site currently occupied by deteriorating, wood frame dwellings and the location of several historic and rare specimen trees and shrubs.

- C. Core Campus. The Core Campus is the central hilltop campus quadrangle consisting of 24 brick buildings including Buildings 24 and 25 that are leased to the CAM for a 99-year term.
- D. North Field. The North Field is a rolling pasture area to be maintained as passive open space, and possible agricultural use. The preferred use for this currently vacant open space is primarily agricultural, including maintaining the existing public walking trails, recreation, and access to the Charles River and related woodlands along the riverbank. The Town may consider re-zoning for residential use, in the future, if additional growth is desired.
- E. West Slope. The West Slope is an area to the west of the main quadrangle overlooking the wooded Medfield Charles River State Reservation and includes a few additional existing brick buildings and open land areas. Under the “preferred plan” referenced in the Master Plan, this area would include public and commercial uses and housing.
- F. Water Tower. The Water Tower sub-parcel is an open area surrounding the existing Town water tower and is currently partially paved. It is envisioned that a portion of this public site will be used to provide additional or overflow parking to support the redevelopment effort. A portion of the site could also be used as community gardens that would be available for use by Medfield residents.

As noted below, the Disposition Property excludes two areas formerly associated with MSH's core campus (the water tower and the laundry parcel) as well as certain premises leased by the Town to the Cultural Alliance of Medfield (CAM) for purposes of the development of a cultural arts center.

Premises Excluded from Disposition Property (not subject to this RFP):

- G. The Laundry Parcel. The Laundry Parcel is located within the West Slope sub-zone but is legally separate from the Disposition Property. This 0.858-acre parcel has not yet been transferred to the Town by DCAMM, pending completion of environmental remediation procedures by the Commonwealth, and is therefore not subject to this RFP. It is anticipated that once the remediation work is complete, the Town will acquire the laundry parcel and make it available for development.
- H. Water Tower. The 6.438-acre Water Tower parcel is legally separate from the Disposition Property, is not subject to this RFP, and will be retained and maintained by the Town.

- I. Cultural Arts Center (Cultural Alliance of Medfield). After the acquisition of Parcel A by the Town, the Town agreed to lease two buildings on site (the former Lee Chapel and Infirmary, referred to Buildings 24 and 25 in the Master Plan) to CAM in connection with CAM's efforts to develop a cultural arts center on the former MSH grounds. The lease ([Appendix D](#)) has a term of 99 years, beginning June of 2020, and grants certain rights and imposes certain obligations on both CAM and the Town. The lease and leased premises have not yet been legally separated from the Disposition Property but are not intended to be conveyed as part of the Disposition Property.

However, development proposals should anticipate that an "Arts Center parcel" will be created and subdivided from Parcel A prior to the disposition.



Adjacent parcels Not subject to this RFP

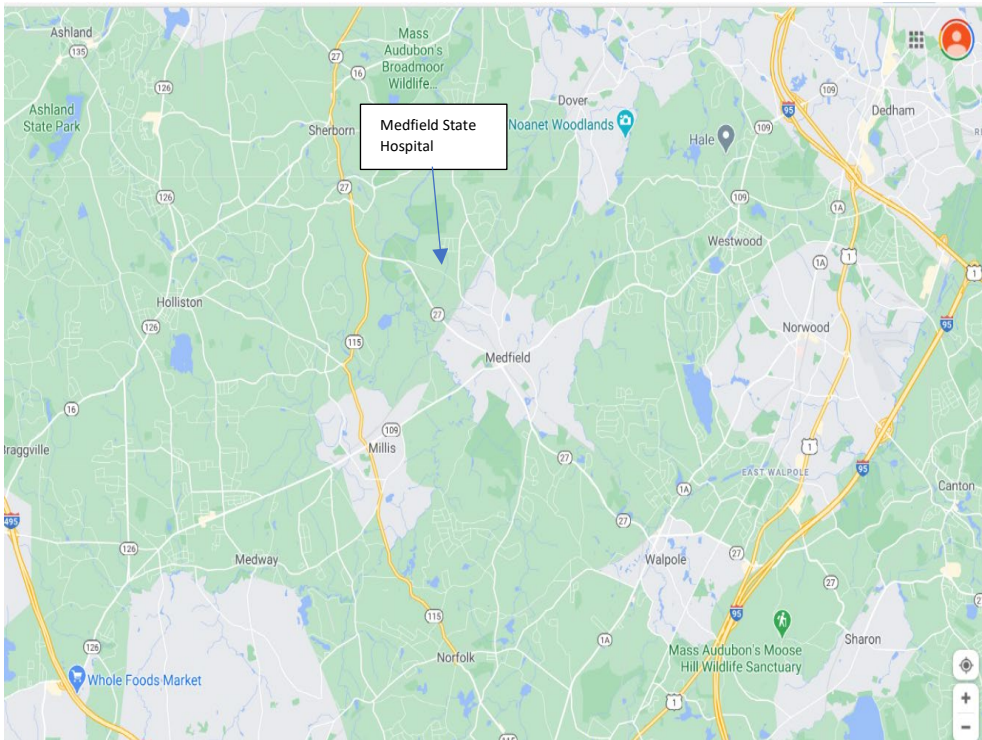
As a point of general information and as referenced above, the Town also acquired the 40-acre Parcel B in 2014, which includes what is locally known as Sledding Hill. Parcel B is located immediately next to McCarthy Park, a public park owned by the Town and operated by the Medfield Parks & Recreation Department, and includes popular soccer, softball and lacrosse fields.

The remainder of the former MSH site illustrated below -- Parcels A-1, A-2, C, D, E and F, represented in yellow -- totals approximately 106 acres and is still owned and maintained by various agencies of the Commonwealth of Massachusetts. Several of these parcels are maintained as agricultural, conservation and recreation land, and are publicly accessible. Parcel E is the site of the cemetery for deceased residents of the former Medfield State Hospital.



Parcels A-1, A-2, B, C, D, E and F are not part of the Disposition Property or this RFP

2-2 LOCATION/LOCUS MAPS



2-3 INFRASTRUCTURE AND UTILITIES

The location of existing infrastructure, including utilities on or around the Disposition Property known to the Town, are described in the Master Plan. The Designated Developer(s) will be responsible for conducting investigation to confirm the location and capacity of the existing infrastructure and/or any additional infrastructure and utilities that may be required on the Disposition Property to accommodate the development proposed. Proposers must independently confirm location and capacity of all utilities with respect to their ability to serve the development proposed.

See [Appendix E](#) regarding the 2019 Environmental Partners Utilities Review Technical Memorandum prepared for the Town to review water and sewer capacity. While they make this information available for review, the Town makes no representations or warranties whatsoever regarding existing infrastructure and utilities.

2-4 ENVIRONMENTAL ASSESSMENT

The Disposition Property (as defined herein) is offered for sale or ground lease and will be conveyed as-is, where-is, and with all defects. Proposers must independently confirm environmental conditions. The Designated Developer(s) will have the opportunity to undertake an environmental assessment following execution of the PDA. The Town makes no representations or warranties whatsoever regarding environmental conditions. The Designated Developer(s), and guarantor(s), if applicable, shall indemnify and hold the Town harmless from and against all loss, costs and damages due to the environmental condition of any portion of the Disposition Property.

2-5 ZONING

The Property is zoned pursuant to the newly created Medfield State Hospital District (MSHD) within the Town of Medfield in furtherance of Section 1-3 of the Zoning Bylaw ([Appendix F](#)). Proposers are strongly encouraged to respond in a manner that recognizes the purposes and aspirations of the MSHD as follows:

- A. Promote the reuse of the former Medfield State Hospital Property and certain nearby properties by encouraging a balanced, mixed-use approach with housing, educational, recreational, cultural and commercial uses, with open space and with public access.
- B. Implement the goals and objectives of the Strategic Reuse Master Plan for the Medfield State Hospital.
- C. Promote the public health, safety, and welfare by encouraging diversity of housing opportunities.

- D. Increase the availability of affordable housing by creating a range of housing choices for households of all incomes, ages, and sizes, and meet the existing and anticipated housing needs of the Town, as identified in the Medfield Housing Production Plan (2016), ([Appendix G](#)).
- E. Ensure high quality site reuse and redevelopment planning, architecture and landscape design that enhance the district's visual character and identity of the Medfield State Hospital area; provide a safe environment with appropriate amenities.
- F. Encourage preservation and rehabilitation of historic buildings.
- G. Encourage the adoption of energy and water efficient building practices and sustainable construction methods and practices.
- H. Establish design principles and guidelines and ensure predictable, fair and cost-effective development review and permitting.

2-6 EASEMENTS

The Town may retain any existing, or reserve new easements, for utilities or infrastructure including, without limitation, access, water, sewer, electric, drainage, telecommunication, sidewalks, roadways and parking over, under or upon the Disposition Property, as may be reasonably necessary to address adjacent properties including but not limited to the Cultural Arts Center, and all of the parcels as described in Section 2-1.

The Developer LDA may provide that, with the Town's reasonable consent and at the Designated Developer(s)' sole expense, the Designated Developer(s) may relocate any easements retained by the Town from time to time on the Disposition Property, so long as the relocation does not result in any material interruption of utility or other services being provided to the benefited land by use of such easements, and subject to any restrictions as may be specified in this RFP or the Developer LDA.

The Disposition Property will be conveyed subject to all restrictions, easements, and encumbrances of record, which include, without limitation, including:

- A. Access rights described in the DCAMM LDA ([Appendix A, p.8 Section 3\(4\) and p. 11](#)).
- B. Reciprocal and Right of Way Easements as described in the Town's Surviving Covenants paragraphs: A. (2), (3), & (4), incorporated by reference. See access maps ([Appendix H](#)).



SECTION 3 | SUBMISSION REQUIREMENTS

SECTION 3 | PROPOSER'S INFORMATION/SUBMISSION REQUIREMENTS

3-1 LIST OF PROPOSAL CONTENTS

All proposals must include, at a minimum, the following materials and information (as described in greater detail below):

- Earnest Deposit
- Letter of Transmittal
- Price Proposal/Total Consideration
- Proposal Narrative
- Development Plan
- Proposer's Qualifications/Developer Project Experience
- Financial Information/Profoma Budgets/Proposed Sources & Uses
- Implementation Plan and Schedule
- Proposer's Financial Information

3-2 EARNEST DEPOSIT

All proposals must be accompanied by a deposit of \$10,000.00 in the form of a certified cashier's, treasurer's or bank check made Payable to the Town of Medfield. Proposal deposits will be held by the Town in a non-interest-bearing account. The \$10,000.00 deposit paid by the Designated Developer(s) shall be nonrefundable upon execution of the Provisional Development Agreement (PDA), further described in Section 4-4, except as may otherwise be provided in the PDA and/or Developer LDA. Deposits will be returned to non-selected proposers after selection of the Designated Developer(s).

3-3 LETTER OF TRANSMITTAL

The proposal must include a one-page letter of transmittal signed by the principal(s) of the proposer entity.

3-4 PRICE PROPOSAL/TOTAL CONSIDERATION

The minimum consideration for fee-simple purchase is \$_____ to be paid by the buyer to the Town of Medfield for the entire Disposition Property, to be paid 50% at Closing and the balance within (30) days of issuance of the building permit for the first building(s) in the project. If the developer is proposing a long-term ground lease, the Town reserves the right to further negotiate the total consideration proposed in the developer's response.

The proposal must include a detailed description of the total package of Community Benefits which may constitute part of the Total Consideration to be paid for the

Disposition Property. The value of the Community Benefits, as proposed by the developer, will be considered as part of the total consideration package described above.

3-5 DEVELOPMENT PLAN and PROPOSAL NARRATIVE

Proposals must include a detailed narrative description of the proposed redevelopment concept. The summary narrative should provide a written snapshot of the Proposer's vision for the redevelopment project, be specific to the uses proposed, and how the overall development will function and interact in the greater community. The narrative will provide a foundation for the details of the development plan, described below, and the scoring of the evaluative criteria included in Section 4 of this RFP.

The development plan must include the items listed below. This information should build upon the development plan described in the Proposal Narrative, providing details regarding the overall redevelopment concept, including, but not limited to: site design; building rehabilitation; use programming; permitting and construction strategy; financing; project schedule; and property management. The following is a list of required Exhibits:

PLAN NARRATIVES

- A. **Development Plan Narrative:** A conceptual site plan, schematic elevations, and typical floor plans must accompany the proposal narrative, as well as massing studies for any new buildings proposed. Buildings should be identified by numbers consistent with the Master Plan.

The preliminary site plan(s) should identify and depict the location of proposed new buildings (as applicable), buildings to remain, location of open/public access spaces, parking areas, landscaping and any amenity spaces proposed. The conceptual site plan should also clearly indicate and locate building types and uses consistent with the description of the Housing Types and Use Mix described in Section 4-3 Evaluative Criteria.

The site plan(s) should include, at a minimum:

- Site layout, building arrangements and topographic references.
- Identification of rehabilitated buildings and new buildings (as proposed).
- Information regarding building massing and envelope details proposed, as appropriate.
- Preliminary, representative floor plans organized by building.

- Way finding and circulation information, including public and pedestrian access routes and restrictions. Vehicle access and restrictions must also be included.

B. Narrative regarding how the proposal speaks to the vision of the Master Plan.

A detailed narrative description of how the proposed development will specifically address the criteria described in this RFP and the Master Plan. This response should include graphic illustrations, as appropriate, to support the narrative.

C. Permitting Process. A narrative describing the anticipated Permitting and Entitlement process(es) including a list of all required local, state, and federal zoning, land use and environmental permits and approvals. Also include any and all applicable licensing/operating permit requirements as appropriate to support the uses proposed. This information should be organized in a format that illustrates the permit strategy and related schedule in a clear organized fashion.

D. Implementation Plan and Schedule. Proposals must include a project schedule that includes proposed timetables for permitting, design, financing, and construction. This schedule must contemplate pre-development, development, and occupancy periods. This information should be organized in a detailed critical path schedule for implementation of the proposed Development Plan, including a list of development tasks and a timeline for each task.

The implementation plan should also include a schedule for obtaining financial resources. The plan should describe the anticipated schedule for procuring required investment funds, debt sources, tax credits and/or other public subsidies as may be required to underwrite the proposed development. The plan should also describe any implications for delay that may be anticipated, if any, and how best to mitigate these delays. The implementation plan must also address any permit or licensing processes anticipated.

E. Plan of Finance: Proforma Budgets/Proposed Sources & Uses. The Plan of Finance must demonstrate the financial feasibility of the proposal including a summary of anticipated sources and uses of funds and operating pro-formas. If public capital or operating subsidies are anticipated (i.e., historic tax credits, low-income housing tax credits, MassWorks or other public resources), this information should identify the sources proposed, the amount of funding required, and a schedule for receipt of these sources.

F. Cultural Center plan. As described in 4-2 subsection (D) and in compliance with the existing lease ([Appendix D](#)), provide a narrative that describes how the proposal will address and accommodate these uses.

- G. **Description of Uses.** Description of the target market for tenants and other end-users identified in the Development Plan, including a strategy for marketing to these groups.

This information should be organized in a clear and organized format that includes, at a minimum:

- The square footage for each use.
- The total FAR for all buildings (total buildable area anticipated as a percentage of the total land area).
- Percentage of the site to be used for parking/pavement (impervious area calculations).
- Description of the relationship of the project to the surrounding buildings and neighborhoods.
- The amount of open space (both useable and unusable).
- Description of public amenities, including passive recreation, that is accessible to the public.

- H. **Affordable Housing Plan (as applicable).** If the proposal includes housing, the proposer's plans must provide affordable housing consistent with the Town's zoning bylaws. This should include identification of the number of units to be subsidized by housing type. For example, the number of units proposed for senior and/or family housing, income tiers and subsidies anticipated. Provide a clear and organized matrix that includes: (1) total units numbers; (2) housing type (rental, homeownership, other); (3) target market (family, senior, other); (4) number and description of the what is defined as "affordable housing", including target AMIs as applicable.

- I. **Environmental Constraints.** Describe any anticipated environmental constraints and how the proposer will address these constraints within the Development Schedule proposed in Sections C and D above.

- J. **Property Management Plan.** Describe the plan for the ongoing ownership, operation, and management of the Disposition Property.

- K. **Infrastructure Plan.** A plan that addresses how the anticipated utility needs (including electric, gas, water and sewer, storm water and telecommunication requirements) of the development proposed and if/how the existing infrastructure can accommodate the plan. If existing utility infrastructure is not sufficient to meet the needs of the development proposed, the proposal must address how this infrastructure will be upgraded. The Town does not anticipate providing public funding for new infrastructure required to support the proposer's Development Plan.

- L. **Public Access Plan.** A detailed plan that addresses safe public access for pedestrians and vehicles to and from the Disposition Property.

M. **Environmental Impacts.** Description of environmental impacts, including but not limited to visual, noise and traffic, during construction, occupancy and operating phasis of the project. Mitigation measures should be proposed as necessary to demonstrate feasibility of the Development Plan. This is further described in Section 4, Evaluative Criteria (Section 4-3, subsection 2(j)).

N. **Public Benefits.** Description of the benefits of the project to the surrounding area, including, without limitation, discussion of Community Benefits to be provided (as described in the Total Consideration, Section 3-4 above):

- The extent to which the proposed development minimizes or addresses traffic and public-school impacts as a result of the Development Plan.
- Any other local and regional benefits associated with redevelopment, including the extent to which the redevelopment includes recreational facilities (i.e., walking trails, bike paths, etc.) that will be available to the public.

PROPOSER'S INFORMATION

O. **Proposer's Qualifications/Developer Project Experience.** The proposal must include a description of the development team, the individuals, and organizations to be involved in the purchase, and their related experience. This description must include the following information:

- The name, address and telephone number of the proposer(s), the name(s) of the representative(s) authorized to act on the proposer's behalf, and the name of the senior person designated as the primary contact to whom all correspondence should be addressed.
- Proposers shall identify MBE/WBE and individual minority or women team members including details regarding their roles in the development.
- If the proposer is not an individual doing business under the proposer's name, the proposal must describe the structure and status of the entity (whether a non-profit or charitable institution, a general, limited, or limited liability partnership, a for-profit corporation, limited liability company, unincorporated association or joint venture) and indicate the jurisdiction in which it is registered to do business. Please include the exact name and legal status of the entity proposed to be named the Designated Developer in the Developer LDA if different from the proposer.

- Provide the qualifications and primary responsibilities of everyone on the development team.
- Identification of any project partner(s), including major sub-consultants who are participating in the proposal and a description of the nature and degree of their involvement and commitment to the project described in the proposal.
- Description of the organizational structure of the development team and a plan for project management and communications between the Town and the development team during all phases of the redevelopment project.
- Provide a summary of the development team's experience, collectively and individually, with similar projects. This summary should demonstrate a proven track record in all phases of project development including, but not limited to permitting, financing, design and construction. Provide examples of similar completed projects and include site address and brief narrative description for each.
- Provide three professional references from previously completed projects.
- Confirmation that no local, state, or federal taxes are due and outstanding for the proposer, the development team or any constituent thereof.
- Information regarding any legal or administrative actions past, pending or threatened that could relate to the conduct of the proposer's (or its principals and/or affiliates) business and/or its compliance with laws and other governmental requirements or its ability to execute the PDA, Developer LDA and other legal documents required to close.

P. Proposer's Financial Information. The financial information must include the following:

- Beneficial Interest Disclosure Statement. The proposal must include a signed Disclosure Statement of Beneficial Interest ([Appendix I](#)).
- Certification of Tax Compliance. The proposal must include a signed Certification of Tax Compliance ([Appendix J](#)).
- Expenses. The proposal must include an acknowledgement that the Designated Developer will pay for all costs incurred by the Town in connection with the sale of the Disposition Property. These include, but are not limited to, real estate consultants, appraisals, surveys,

architectural, engineering, and extraordinary legal expenses as they may apply.

- Financial Declaration. The proposal must include a financial certification to be signed by the principal or senior officer of the proposer confirming, among other matters, that its investment team has the financial strength to close the sale with the Town in accordance with the terms and conditions of the PDA and LDA and to develop the Disposition Property to completion in accordance with the proposer's development plan. After the submission of proposals, proposers may be asked to submit additional financial information for review in form and substance acceptable to the Town in its sole discretion.

3-6 SUBMISSION DEADLINE

To comply with this RFP, 1 original hard copy, plus an additional 18 copies for Town distribution of the proposal containing all of the materials and information required by this RFP, along with an electronic version of the complete proposal (submitted via electronic document share files, i.e., Dropbox, Sharefile, etc.), must be received no later than 3 PM on _____, 2021 by the Town at the following address:

Board of Selectmen
Medfield Town House, 2nd Floor
459 Main Street,
Medfield, Massachusetts 02052
Attention: Nicholas Milano, Assistant Town Administrator

3-7 SUBMISSION PROCEDURES

Proposals will be time-stamped as they are received at the Board of Selectmen Office (Town House, Second Floor), and the Board of Selectmen time stamp shall be controlling. Proposals received after the Submission Deadline will be deemed non-responsive and rejected. Faxed or electronically mailed (e-mailed) proposals will be deemed non-responsive regardless of the date received. Any proposals received late in person or by mail will be refused and will not be time-stamped.

Timely proposals will be publicly opened on ____ at ____:

Chenery Hall
Medfield Town Hall, 2nd Floor
459 Main Street
Medfield, MA 02052

The Town will not accept any information or materials submitted after the Submission Deadline unless such information or materials are provided in response to the Town's written request for such information or materials. Prior to the Submission Date, proposers may correct, modify, or withdraw a proposal by written notice to the Town at the address above. After the opening of proposals, a proposer may not correct or modify its proposal in any manner unless in response to a written request by the Town in its sole discretion. These submission requirements will be strictly enforced.

The proposal must be in a sealed envelope addressed and marked as follows:

<p>Your Name/Proposer's Name: _____</p> <p>Your Return Address: _____</p> <p>_____</p> <p>SEALED PROPOSAL – Medfield State Hospital Development Proposal</p> <p>c/o The Board of Selectmen for the Town of Medfield Town House, 459 Main Street, Medfield, Massachusetts 02052 Attention: Sarah Raposa, Town Planner</p> <p>DO NOT OPEN UNTIL AFTER ____ PM ON ____</p>
--

If the proposal is sent via Express Mail, Federal Express or similar courier, the proposal must be in a sealed inner envelope address and marked as shown above.

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SECTION 4 | SELECTION PROCESS + CRITERIA FOR EVALUATION

SECTION 4 | SELECTION PROCESS/CRITERIA FOR EVALUATION

4-1 SELECTION PROCESS OVERVIEW

On behalf of the Town of Medfield, a municipal corporation acting by and through its Board of Selectmen, the Medfield State Hospital Development Committee ("MSHDC") will review and evaluate all complete proposals that have been received by the Submission Deadline. MSHDC will make recommendations to the Board of Selectmen, and ultimately any disposition of the Property will be subject to the required Town Meeting approval process.

Evaluation of the proposals will be based on:

- The information provided in the proposal in accordance with the submission requirements provided in Section 3.
- References and additional information requested by MSHDC, as applicable.
- Interviews and/or presentations for MSHDC and other stakeholders, as required as part of the proposal evaluation.
- Any other information from publicly available and verifiable sources.

During the selection process, the Town reserves the following rights:

- To negotiate with one of more proposers.
- To select a back-up proposer.
- To waive portions of the RFP.
- To waive any informalities in proposals.
- To request "best and final" offers.
- To reject any or all proposals.
- And to issue a new request for proposals for any reason deemed appropriate by MSHDC, The Board of Selectmen, or the Town of Medfield.

Rule for Award

The MSHDC and the Town are not obligated to select the proposal(s) that offers the highest Total Consideration. The successful proposal will be the one(s) that is deemed most advantageous to the Town, in the Town's sole discretion.

Proposals that are subject to the fewest contingencies will be preferred.

Following developer selection, the developer will present the accepted development proposal at Special Town Meeting (date to be determined). An affirmative vote will be required at Special Town Meeting before the Developer LDA can be executed. At that time the Designated Developer(s) will be required to submit the following additional documents subject to review and approval by the Town:

- A. A signed MEPA Form ([Appendix K](#)).
- B. Certificate of Non-Collusion ([Appendix L](#)).
- C. Certificate of Authority ([Appendix M](#)).
- D. Any other documents as required by MSHDC and/or the Town.

Proposal Scoring

Proposals will be standardized and rated on a lineal scoring scale, from highest to lowest:

Highly Advantageous	4 Points
Advantageous	3 Points
Acceptable	2 Points
Not Acceptable	0 Points

All scorable criteria will have the same weigh and importance, thus contributing equally to the total score.

4-2 SELECTION CRITERIA: General Requirements

Proposals must conform with all submission requirements as outlined in this RFP, including all required forms and certificates referenced herein.

Proposals received by the Submission Deadline will be evaluated by the MSHDC in consultation with the Town to determine if the proposals meet the requirements of the RFP.

The deliberation of submitted proposals will be reviewed in the context of the Town's Development Priorities as established in the Executive Summary of the Master Plan as follows and as articulated in the Disposition Intent of this RFP (Section 1-2):

- ❖ Maintain and enhance the character and values of the Town of Medfield and its residents.
- ❖ Address Town housing needs.
- ❖ Achieve reasonable economic and financial impacts on Medfield residents and Town services.

The following minimum threshold criteria (non-scored criteria) must be met for a proposal to be considered competitive:

- A. **Submission Conformance.** Conformance with *all* submission requirements as outlined in this RFP, including all required forms and certificates. This includes organizing the Exhibits listed in Section 3-5.
- B. **Financial Feasibility.** The financial feasibility of the development proposed, must be demonstrated in a comprehensive Plan of Finance (as included in Section 3-5, subsection E), which includes at a minimum:
 - (1) underwriting financing assumptions;
 - (2) hard and soft cost budgets;
 - (3) operating budgets; and
 - (4) summary of overall sources and uses.
- C. **Public Access.** Public access must be maintained for continued use including recreation and public access through Parcel A to provide entrance to the Charles River.
- D. **Recognition of the Cultural Art Center (CAM) lease.** As described in Section 3, there is an existing 99-year lease between the Town and CAM for premises including Buildings 24 and 25 for development by CAM of a cultural arts center. The Town intends to segregate/subdivide these buildings/parcels and

exclude from the Disposition. However, proposals must describe how the proposed development will recognize and incorporate the proposed Arts Center uses.

- E. **Ability to Proceed upon Award.** Proposers must demonstrate an ability to commence work within 12 months of selection, including evidence of sufficient staff and capital resources required to perform the work.
- F. **Consideration.** Proposals must meet the minimum consideration specified in Section 3-4 above.
- G. **Ground Lease Proposals.** If a ground lease is proposed, the term assumed must be disclosed in the proposal submission. The Town would prefer a long-term ground lease of at least 75-years.

4-3 SELECTION CRITERIA: Competitive Evaluation Criteria

To evaluate responsiveness and competitiveness of the non-threshold principles indicated in the developer's response, the following comparative criteria and scoring system will be utilized to weigh the relative merits of proposal submitted in response to this RFP.

(Continued next page)

EVALUATION SCORING SHEET.

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Criteria Category:	Highly Advantageous	Advantageous	Acceptable	Not Acceptable
1. Vision/Consistency with the Master Plan.				
a. Recognition of general aspirations of the Master Plan				
b. Historic Preservation				
c. Cultural Benefits				
d. Compliance with Sustainable Development Principals				
e. Open Space/Public Recreation				
f. Housing Density/Mix of Uses				
2. Zoning				
g. Adherence to Redevelopment Design Guidelines				
h. Response to MSHD Permitted Uses				
i. Master Developer Proposals				
3. Community Impacts/Benefits				
j. Impact on local public-school system				
k. Impacts on local traffic				
l. Provision for parking				
m. Impact on tax base/taxes received				
n. Additional community benefits, as applicable				
4. Development Team				
o. Strength and experience of the Development Team				
p. Financial Feasibility/Ability to Finance				
q. Developer's capacity and ability to perform the work proposed				

- 1. Vision/Consistency to the Master Plan.** The Master Plan is a product of five years of planning and community engagement in Medfield.

Key Data Points

Table VIII-1. Preferred Uses for MSH Master Plan.

	44 buildings*/ 661,000 SF	Rehab and new construction in the MSH Reuse Plan
	294 to 334 87-89 121-123	Housing Units Includes: Affordable Subsidized Housing Inventory
	191,000 SF	Commercial Spaces: Office, Restaurant, Co-working, Retail & Services, and a possible Inn
	26,000 SF	Cultural Space

* The total building count ranges from 43-44 buildings depending on the number of duplexes in the arboretum area.

Medfield State Hospital Strategic Re-use Master Plan

While all proposals meeting the threshold criteria in Section 4-2 of this RFP will be considered, it is expected that the proposer's development plan will be generally consistent with the goals of the Master Plan as expressed in the Disposition Intent (Section 1-2). Proposals should specifically address the criteria below. The responses to these criteria will be scored accordingly.

a. **Proposal's recognition of the general aspirations described in the Master Plan.**

The Master Planning process was carefully undertaken with input from the public. Accordingly, this should be considered a proxy for the size, scale, and mix of uses of a responsive proposal that will likely be publicly supported by Town Meeting vote regarding disposition of the Property.

- b. **Historic Preservation.** Redevelopment is subject to a Memorandum of Agreement (MOA) among the Town of Medfield, DCAMM, and the Massachusetts Historic Commission ([Appendix N](#)) concerning historic preservation. The preservation of the most buildings and historic improvements will receive a higher rating in this category. Proposals that include preservation of the historic buildings should specifically refer to the stipulations included in the MOA. Proposers should review the Medfield State Hospital Historic Resources Existing Conditions Memorandum compiled by Epsilon Associates in July 2014 ([Appendix O](#)).

Rehabilitation of buildings that contribute to the National Register District may qualify for State and/or Federal Rehabilitation Tax Credits. Proposers should also consult the Massachusetts Historic Commission's website <https://www.sec.state.ma.us/mhc/mhctax/taxidx.htm> and the National Park Service website: <https://www.nps.gov/tps/tax-incentives.htm> for

additional information on the State and Federal Historic Rehabilitation Tax Credit Programs.

If substantial alterations or demolition is proposed for any of the “contributing buildings”, structures or objects, or other major change to any part of the Parcel subject to this RFP, the developer(s) must provide, at the developer's sole expense, a Photographic Recordation and Documentation per Section V. of the MOA.

Proposers are advised to include an architect or historic sub-consultant with expertise in the preservation and adaptive reuse of historic buildings. While not required, proposers should consider the following principles in their Development Plan:

- ❖ Preservation of the character-defining features of the contributing buildings is encouraged where feasible.
- ❖ If it is determined that it is not feasible to preserve all of the character-defining features of the contributing buildings, preservation of the character-defining features of portions of contributing buildings should be examined and is encouraged where feasible.
- ❖ Rehabilitation of the buildings should be consistent with recommended approaches in the Secretary of the Interior's Standards for Rehabilitation of Historic Properties (Standards) incorporated herein by reference and by link: <https://www.nps.gov/tps/tax-incentives.htm>
- ❖ Massachusetts Historic Rehabilitation Tax Credit.
<https://www.sec.state.ma.us/mhc/mhctax/taxidx.htm>

- c. **Cultural Benefits.** Higher ratings will be assigned to proposals that are expressly consistent with the development of the proposed Cultural Arts Center (described in Section 2-1) including but not limited to co-development or programming initiatives post-development of the Disposition Property.
- d. **Sustainable Development.** As a minimum, proposals must meet the Sustainable Development Principles expressed in Exhibit D of 2014 DCAMM LDA. Proposals that incorporate additional sustainable housing and energy and water conservation technologies will receive higher ratings. Proposals that consider comprehensive energy programs, including but not limited to net-zero building programs, are strongly encouraged and will be rated higher in the scoring process.

- e. **Open Space and Public Recreation.** Preservation and public use of existing open spaces, including walking paths and access to the Charles River are encouraged. Proposals which maximize Medfield residents continued use and enjoyment of the Disposition Property for these purposes will receive higher ratings.
- f. **Housing Density/Mix of Uses.** Proposals must specify the types and amount of housing (number and units) proposed to be developed on the Disposition Property. While all responsive submissions will be considered, the highest ratings will be assigned to the proposals consistent with the scale of residential development reflected in the Master Plan's Preferred Scenario.

Housing affordability, at a minimum, must conform with Section 6 of the 2019 Zoning Amendment requirements.

As applicable, provide details regarding housing for:

- ❖ Seniors
- ❖ Young professionals
- ❖ Artists
- ❖ Live/Work
- ❖ Affordable Housing

In addition to housing, a variety of uses is encouraged, and should also be considered to activate and enhance a town-center impression including but not limited to light retail spaces, shared office, senior activities, artist live-work and cultural spaces. For example, shared workspace on the Campus Core, featuring café and restaurant spaces to serve as an amenity to the residents of the new community and the public at-large is encouraged. Proposals that most successfully address the Disposition Intent will receive the highest ratings. Proposals should reflect economic feasibility and need not adhere specifically to the precise mix or percentage of uses (for example, square feet of commercial space) envisioned in the Master Plan.

- 2. **Zoning.** The Town adopted the 2019 Zoning Amendment to enable redevelopment of the Disposition Property and define general standards for that redevelopment. The effort was the culmination of an extensive public process over many years and indicates the public's likely endorsement, or rejection, of specific redevelopment proposals. Radically alternative proposals are unlikely to receive public support. Proposals that adhere closely to these requirements with few proposed deviations will receive higher ratings.

g. **Adherence to Redevelopment Design Guidelines.** Design Guidelines, as outlined in Section 13 of the 2019 Medfield State Hospital District Zoning Amendment ([Appendix F](#)) applicable to the Disposition Property, broadly include:

- Campus Setting.
- Historic Preservation.
- Building Design and Massing.
- Preference for Building Rehabilitation over Demo of Existing Building.
- Architectural Material Choices.
- Infrastructure.
- Access and Parking.
- Landscape.

h. **Response to the Permitted Uses in the MSHD** (Table 1).

i. **Master Developer Proposals.** While a Master Developer proposal is preferred, phased development and/developer partnerships are permissible. Retainage of passive uses such as the Green and North Field are preferred. Proposals for the subdivision of Parcel A are *not* contemplated but may be considered at the discretion of the MSHDC.

3. **Community Impacts/Benefits.** Proposals will be evaluated for impact on the Town and current residents with respect to use, density, traffic, noise, and aesthetic effect:

j. **Estimated impacts on the local public-school system.** Based on the housing program proposed, respondents shall provide an estimate of the number of school-aged children that are anticipated to reside at the development. Proposals that support the fewest number of school-aged public-school children will be rated more highly.

k. **Impacts on local traffic.** Respondents must include an initial analysis of the proposals impact on local traffic, including estimated vehicles counts, on-site traffic management/mitigation strategies and accommodation for public traffic access. Proposals that limit impact and outline a clear plan to manage that impact will be rated more highly. The Designated Developer will be required to provide a full third-party engineering analysis as a condition of the Developer LDA.

l. **Provisions for parking.** Proposals must indicate how parking will be organized and utilized, appropriate to support the scope of the development proposed. This plan should address how public and recreational parking will be accommodated. Proposers are encouraged to replace and relocate public

parking areas (currently located along Hospital Road) in a location that does not impact the viewshed along Hospital Road.

- m. **Impact on the tax base/taxes received.** Proposals that most successfully enhance Town tax revenues will receive the highest ratings. Proposals must indicate whether any real estate tax agreements or financing mechanisms requiring additional negotiation with the Town are proposed (for example, Abatement or District Improvement Financing).
 - n. **Additional community benefits.** Submissions should specify additional community benefits, if any, associated with the development proposal. Proposals that incorporate additional community benefits will receive higher ratings.
4. **Development Team.** The proposal must include a description of the development team, the individuals and organizations anticipated to be involved in the redevelopment and their relevant experience. Proposals are to clearly identify principals and all parties having a financial interest in the proposed redevelopment. Additionally, proposed architect, general contractor, developer construction management, proposed property management, legal counsel, and major consultants must be identified. If a proposal is a joint venture or partnership among multiple development entities, clearly describe the roles and responsibilities for each organization.
- o. **Strength of the Development Team.** Higher ratings will be awarded to development teams with the greatest amount of demonstrated successful experience on large, mixed-use projects. Proposals that include development partners are not discouraged if the master-proposal reduces the need to sub-divide and maintains all open spaces.
 - p. **Financial Feasibility and Developer's Ability to Finance.** The financial feasibility of the development proposed, must be demonstrated in a comprehensive Plan of Finance referenced in the Minimum Criteria in Section 3. Documentation that the proposer has funds or financing available to complete the sale and development as proposed, including Letters of Interest from reputable lenders and investors to provide financing as applicable. The strongest financing proposals will receive the highest ratings.
 - q. **Developer's capacity to perform/proceed.** The proposer must demonstrate the capacity and ability to proceed with due diligence activities within 90-days of designation. Higher ratings will be assigned to proposers who demonstrate ability of the team to execute the development concept in a reasonable and acceptable timeframe as demonstrated by a clear and thoughtful development plan/schedule, a track record of completed similar developments and references from other municipal partners.

Ability of the team to execute the development concept in a reasonable timeframe as demonstrated by similar public-sponsored developments completed and references by other municipal partners. Proposals with the strongest demonstration of capacity and ability to proceed upon designation will receive the highest ratings.

4-4 DESIGNATION PROCESS AND LAND DISPOSITION AGREEMENT(S)

Upon selection of one or more proposals deemed by the Town to best satisfy the RFP selection criteria, the Town may provisionally designate one or more developers in writing. The Town will notify, in writing, all proposers that have not been selected.

The Designated Developer and the Town will execute a Provisional Development Agreement (PDA), which will establish the terms for the Designated Developers' related due diligence, which is expected to be carried out in a 90-day period. If the Developer LDA documents are not executed and submitted to the Town within 90-days of selection, the provisional designation will automatically expire, unless extended in writing by the Town in its sole discretion.

4-5 DUE DILIGENCE AND PROPOSER INTERVIEWS

Subject to an approved disposition vote at a Town Meeting to be scheduled, the Designated Developer and the Town will enter into a binding Developer LDA, which will establish milestones precedent to the closing on sale of the Disposition Property.

It is anticipated that closing will take place within one-year of execution of the Developer LDA, which may be extended by approval of the Town. Conditions and milestones under the Developer LDA will include steps necessary for implementation of the development proposal, such as site planning/engineering, environmental approvals, applicable local, state and federal zoning and permitting approvals, MEPA compliance, financing commitments, construction coordination and demonstration of constructability and others steps required to demonstrate the likelihood of project success.

Failure of the Designated Developer to timely execute the PDA and Developer LDA and otherwise comply with the terms of this RFP shall entitle the Town to withdraw the designation from the Designated Developer and to retain all deposits as liquidated damages. Only a fully executed Developer LDA will constitute a binding agreement for the sale of the Disposition Property, subject to the terms and conditions of the Developer LDA.

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SECTION 5 | GENERAL REQUIREMENTS

SECTION 5 | GENERAL PROVISIONS

5-1 TERMS OF SALE

- i. The Disposition Property (the Property) is offered as-is, and no warranties or representations are made by the Town with respect to the Property. Each proposer is responsible to make their own investigation of the Property. Each proposer is responsible for their own due diligence in determining the extent to which any hazardous materials and/or environmental conditions will impact their Development Plan. Additional testing by Proposers will be allowed upon execution of the Provisional Designation Agreement (PDA).

Proposers will be responsible for extending municipal sewer and water services to service the intended uses. The selected proposer may seek approval from the Town post-closing to alter existing access easements as reasonably required to address the Development Plan.

- ii. The Property may be used in any way consistent with the applicable Massachusetts General Laws, the Town of Medfield's Zoning By-Laws and compliance with the requirements of all Town Boards, Committees, Commissions and Departments which oversee land use.
- iii. The successful proposer will enter a PDA which will outline the terms of the purchase and sale. Amendments may be made if mutually agreeable to the Town and the proposer. Payment of 50% of the Consideration is due at the time of execution of the deed with the balance payable at issuance of the 1st building permit.
- iv. Certification of Tax Compliance is required by the proposer ([Appendix J](#)).
- v. Such other terms and conditions as the parties may incorporate into the PDA related to terms of the disposition transaction shall constitute the entire agreement between parties.
- vi. It is anticipated that closing on the disposition transaction will take place within one-year of execution of the Developer LDA, which may be extended by approval of the Town.
- vii. Only a fully executed Developer LDA will constitute a binding agreement for the sale of the Disposition Property, subject to the terms and conditions of the Developer LDA.

5-2 GENERAL PROVISIONS

- A. Time is of the essence with respect to the Submission Deadline and all other dates, times and other deadlines set forth in this RFP.
- B. The Town will not consider any proposal which is comprised in whole or in part, through ownership or control of individuals or entities which have directly or indirectly had any involvement in the subject of the RFP (involvement means, without limitation, involvement relating to legal, planning, environmental, appraisals or other consulting services).
- C. The Town makes no representations or warranties whatsoever, as to the accuracy and/or completeness of any of the information contained in, or provided as part of, this RFP, including, without limitation, information in the RFP, in appendices, exhibits, attachments, appendices, technical information, and/or supplements, in hard copy, facsimile, electronic or on-line, or available upon request or from other sources. The information is provided for convenience only, and cannot be relied upon, without outside, independent investigation and verification by the proposer. This information is subject to differing interpretation, analysis and conclusions and to errors, omissions, and changes in costs, conditions, economics, engineering, laws, rules and regulations that may occurred on or after the date the information was created or assembled.
- D. This RFP is made subject to errors, omissions, prior authorized sale, lease or other disposition and any subsequent modifications, additions or changes in the RFP or sale terms and conditions.
- E. Proposers are responsible for their own due diligence, including undertaking their own review and analysis concerning physical and structural conditions, environmental conditions, title, access, easements, utilities, applicable zoning, required permits and approvals, reuse potentials, or any other development, ownership or legal considerations. The Town makes no representations or warranties whatsoever concerning the adequacy, applicability, or substance of a proposer's due diligence investigations or to the suitability or feasibility of the Disposition Property for the purposes contemplated by a proposal or this RFP.
- F. The Town reserves the right in its sole discretion, to reject any proposal not submitted in conformance with the requirements of the RFP and any amendments hereto; to reject any and all proposals, for any reason whatsoever; and/or to waive, or to decline to waive irregularities in any

proposal if and when the Town determines that it is in the Town's interest to do so.

- G. The Town reserves the right in its sole discretion, to amend, suspend or withdraw this RFP by posting notice on the Town's website at any time for any reason whatsoever; to discontinue its selection process; to solicit other proposals; to issue a new RFP or conduct any authorized alternative procurement method for any reason whatsoever at any time. The Town makes no guarantee that any conveyance or agreement will result from this RFP.
- H. The Town reserves the right, in its sole discretion, to seek best and final offers; to seek additional information or clarification of a proposal from proposers at any time; and to negotiate simultaneously with more than one proposer and to cease negotiation for any reason whatsoever at any time. The negotiation period and final form of agreement shall be determined by the Town, in its sole discretion.
- I. All proposals and information submitted in response to this RFP are subject to the Massachusetts Public Records Law, M.G.L. Chapter 66, Section 10, and Chapter 4, Section 7, and paragraph 26. Any statements reserving any confidentially or privacy right in submitted proposals or otherwise inconsistent with these statutes are void and shall be disregarded.
- J. If there is a conflict between the terms of this RFP (including addenda) and the General Provisions contained in this RFP, the terms of these General Provisions shall control. If there is a conflict between this RFP and any interpretation, clarification, or other response given to prospective or actual proposer, the terms of this RFP (as modified by written addenda, if any, issued in accordance with this RFP that are intended to replace or supersede any portion of this RFP) shall control.



Section 6 | APPENDCIES

SECTION 6 | APPENDICES

- A. Land Disposition Agreement between the DCAMM and the Town of Medfield. [Land Disposition Agreement](#)
- B. Medfield State Hospital Strategic Reuse Master Plan, 2018. [Medfield State Hospital Strategic Reuse Master Plan](#)
- C. 2018 Nitsch Engineering Site Plan (CAD file available upon request). [Nitsch Engineering Site Plan](#)
- D. Cultural Arts Lease Agreement. [Lease](#)
- E. 2019 Environmental Partners Utilities Review Technical Memorandum. [Technical Memorandum](#)
- F. 2019 Medfield State Hospital District Zoning Amendment (MSH Zoning bylaws amended 2/20/2020). [Town of Medfield, MA Medfield State Hospital District \(ecode360.com\)](#)
- G. 2016 Housing Production Plan. [Draft-Housing-Production-Plan-October-13-2016-PDF \(medfield.net\)](#)
- H. Reciprocal and Right of Way Easements: access maps and surviving Town covenants. [LINK](#)
- I. Disclosure Statement of Beneficial Interests.
- J. Certificate of Tax Compliance.
- K. A signed MEPA Form.
- L. Certificate of Non-Collusion.
- M. Certificate of Authority.
- N. Memorandum of Agreement with the Massachusetts Historic Commission. [MoA LINK](#)
- O. Medfield State Hospital Historic Resources Existing Conditions Memorandum compiled by Epsilon Associates (July 2014). [LINK](#)