



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

**SECOND DRAFT FOR INTERNAL REVIEW
ONLY. DO NOT DISTRIBUTE. 2.9.21**



REQUEST FOR 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: Nicholas Milano, Assistant Town Administrator, 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/INTENT

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 acquisition and redevelopment of a portion of the former Medfield State Hospital (MSH) property. Complete and responsive fee simple or ground lease proposals for all or some of the Disposition Property (as defined herein) are acceptable and will be scored in accordance with the criteria set forth in Section 4 of this RFP. Proposed uses should be compatible with current zoning bylaws and other relevant information outlined herein. 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), and other agencies of the Commonwealth of Massachusetts including the Department of Agricultural Resources and the Department of Conservation and Recreation, and the Town of Medfield.



Since the closing of MSH by the Commonwealth in 2003, all buildings remain vacant. The grounds are popular with local and area residents who enjoy the vast open spaces, hiking trails, and access to the Charles River through an abutting parcel owned by DCAMM. The red brick late nineteenth and early twentieth century buildings and related hospital campus are listed on the National Register of Historic Places and are part of the local "Hospital Farm Historic District". 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 Town re-zoned the Disposition Property in 2019 in anticipation of soliciting interested and qualified developers to physically and financially reposition the site. Both of these comprehensive documents represent the Town's commitment to facilitate the redevelopment efforts by laying the ground work in advance of the municipal entitlement process to be undertaken by the selected developer.

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 (the "DCAMM LDA"). See [Appendix A](#). The Master Plan issued by the Medfield State Hospital Master Plan Committee represents many years of community input into the potential reuse of the Property. It is suggested that the Master Plan generally be considered by the proponent when crafting the RFP response; however, departures from and/or enhancements to the Master Plan are encouraged, if they advance the proponents overall proposals, and will be 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:

- ❖ Successfully repurpose MSH to support overall Town needs and interests.
- ❖ Address Town housing needs including the need for senior housing, mixed-income housing, and other residential options such as nursing and memory care, special needs housing, and artist live/work housing.

- ❖ Attain reasonable and desirable economic, financial and non-financial benefits for Medfield residents.
- ❖ Maintain and enhance the character and values of the Town of Medfield and its residents.

These broad goals will be considered by the Medfield State Hospital Development Committee ("MSHDC") when evaluating developer proposals and in advance of making recommendations to the Board of Selectmen for award to the preferred developer proposal.

1-3 PROJECT BACKGROUND

The Property is located on Hospital Road approximately two miles north of the Medfield town center. MSH was established in 1892 and originally encompassed 426 acres. The central green quadrangle and its surrounding buildings represent a unique example of late 19th century "alternative design" for patients with a variety of disorders of the mind and body. MSH was the first State hospital in Massachusetts to be built on the "cottage plan" with smaller and single use buildings to allow for better light and ventilation, and classification of patients in a home-like setting. 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 steam power distributed 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 buildings constructed between 1893 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](#)), as well as an earlier study commissioned by DCAMM and completed by Lozano, Baskin, and Associates, Inc., ([Appendix D](#)).

The Commonwealth permanently closed MSH in April of 2003, at which time the grounds totaled approximately 241 acres. The Commonwealth subsequently disconnected the sanitary sewer system and water lines to individual buildings were disconnected. The storm water management system was also rendered inoperable by the Commonwealth in an effort to separate the combination of sanitary and storm water flow. In December of 2014, the Town acquired 127 of the property's 241 acres from the Commonwealth including the 87-acre Disposition Property north of Hospital Road (the subject of this RFP) and 40 acres of open space south of Hospital Road.

There are presently 37 buildings on the Disposition Property, totaling approximately 676,000 square feet. The acquired lands both north and south of Hospital Road are on the National and Massachusetts Registers of Historic Places. Remaining parcels previously associated with MSH and not acquired by the Town are currently owned by various agencies of the Commonwealth, are generally open spaces, 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. Located in Norfolk County, Medfield is a small-town, bedroom community with a rural past. The population in 2010 was just over 12,000 with almost 4,220 households, and has grown to an estimated 13,000 over the past 10 years. Median household income according to census data is \$160,963.

The Town has been growing steadily since the 1960s. The housing stock is dominated by single-family homes, with a median home value of \$667,500 (2019) and relatively few housing options for renters, seniors, or those with continuing care or special housing needs. Residential property taxes are a main contributor to Town revenues due to a modest commercial tax base and relatively little land available for development due in part to the high priority placed on open space and conservation. Medfield's small-town feel, focus on public schools, and a sensitivity to higher residential property taxes have, in the past, fueled opposition to large scale projects with perceived detrimental impacts.

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 schools in the state. 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 significantly impact the total number of school aged children that would be introduced to the public-school system.

1-4 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. 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

1-5 RESPONSE PROCESS

The process generally involves the steps below. Additional information regarding the selection process is included in Section 4.

- The submission of development proposal responses to this RFP by interested parties.
- Review by the MSHDC of timely and properly submitted proposals.
- Selection by the Town (through its Board of Selectmen upon recommendation by the MSHDC) of one or more developer proposals that, in the Town's sole discretion and judgment, best address the selection criteria outlined in the RFP. However, the Town is under no obligation to select any proposal submitted in response to the RFP.
- Execution of a Provisional Development Agreement (PDA) by one or more recommended proposers (the "Designated Developer") and the Town which will establish short-term conditions to be met by the Designated Developer within 120 days (the "Due Diligence Period").
- Execution of a Developer Land Development Agreement (LDA) at the end of the 120-day Due Diligence Period, the terms of which will culminate in the disposition of the Disposition Property (or, if applicable, a portion of the Disposition Property).

Proponents shall be responsible for any and all costs they incur in the preparation of their proposal and/or any additional submission materials requested or required by the Town to aid in the evaluation process. The Town of Medfield will not reimburse

proponents for any costs incurred in responding to the RFP or the development opportunity.

1-6 SITE VISIT

The Site Visit is intended to provide an overview of the redevelopment opportunity and will include an exterior site walk (socially distanced/masked) to review the Disposition Property and relevant excluded parcels as described in Section 2. No access to buildings will be permitted until the additional Due Diligence Period commences upon selection of one or more Designated Developer and execution of the PDA.

A Site Visit will be held as follows.

Date: _____

Time: _____

Instructions: Proposers 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.

1-7 RFP AND DEVELOPER SELECTION SCHEDULE

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 Due	Friday, October 1, 2021
7. Award of Designated Developer	January 2022 est.
8. Enter into the PDA.	Target March 2021
9. Due Diligence period as negotiated under the PDA	120 days from PDA Execution
10. Special Town Meeting vote	TBD
11. Execution of the Developer LDA	TBD



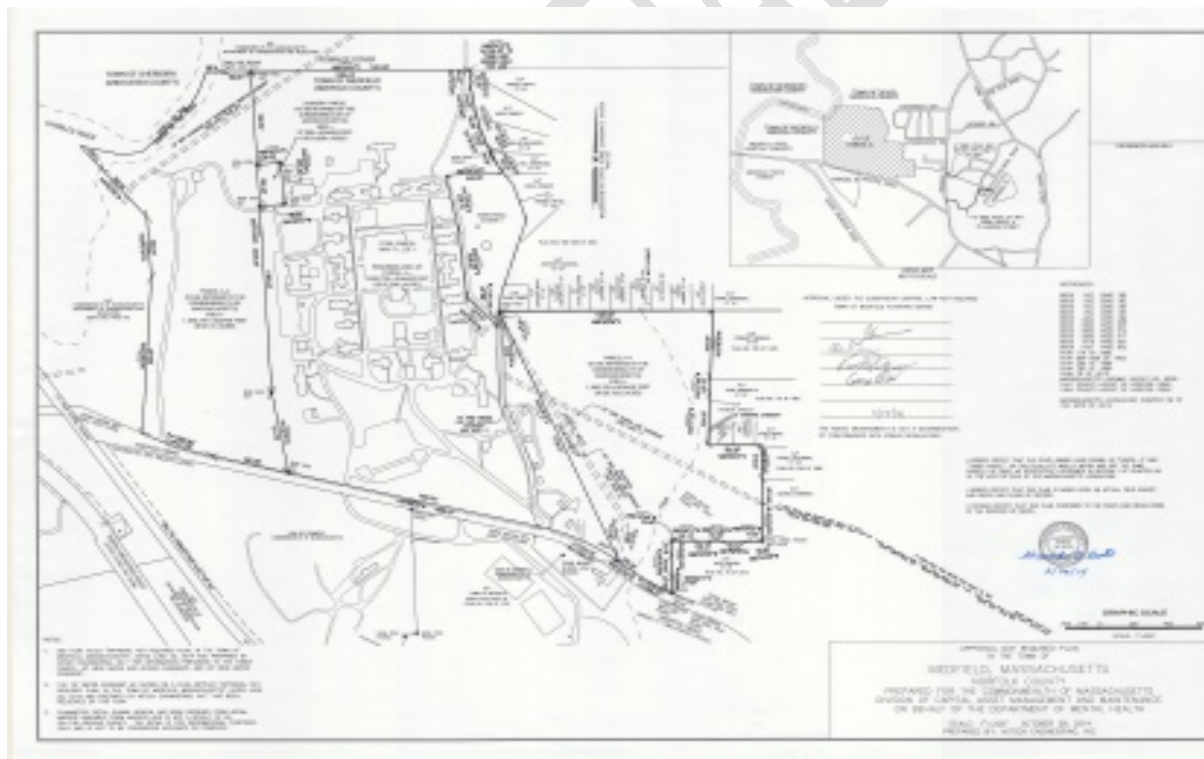
SECTION 2 | PROPERTY DESCRIPTION

SECTION 2 | PROPERTY DESCRIPTION

2-1 PROPERTY OVERVIEW

The Disposition Property subject to this RFP, known generally as Parcel A, as described in the Master Plan ([Appendix B, page 9](#)), totals approximately 87 acres. The site is situated approximately 220 feet above sea level and the topography of the site reflects a gradual elevation change of approximately 50 feet, from the entry at Hospital Road to the core campus quadrangle. 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.

Prior to the Town's acquisition from DCAMM in 2014, DCAMM advanced a development proposal for the site. While ultimately this effort was not successful, it did result in MEPA Certificate EOE #14448 being issued April 2, 2010 ([Appendix E](#)). The DCAMM LDA ([Appendix A](#)) provides for the Town, or any acquirer of the property, to become the successor proponent with respect to those portions of the existing MEPA Certificate that relate to redevelopment of the Disposition Property. This allows for the Town to provide certain releases to DCAMM, and for certain sustainability and environmental standards to be addressed in any future development.



Parcel A is depicted in a 2018 Nitsch Engineering Site Plan which is included as ([Appendix F](#)).

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 describe areas for appropriate development density based on existing context and potential 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 a number of historic and rare specimen trees and shrubs.
- C. Core Campus. The Core Campus is the central hilltop campus quadrangle consisting of 24 brick buildings.
- D. North Field. The North Field is a rolling field to be maintained as passive open space, and possible agricultural use. Limited additional uses are allowed by special permit under the zoning bylaw. Potential alternative future uses, such as residential or commercial development, would require the Town to approve an additional zoning change, which is not encouraged.
- E. West Slope. The West Slope is an area to the west of the main quadrangle overlooking the wooded Medfield Charles River State Reservation with a few additional existing brick buildings and open land areas.
- F. Water Tower. The Water Tower is an open area surrounding the existing Town water tower, currently partially paved.

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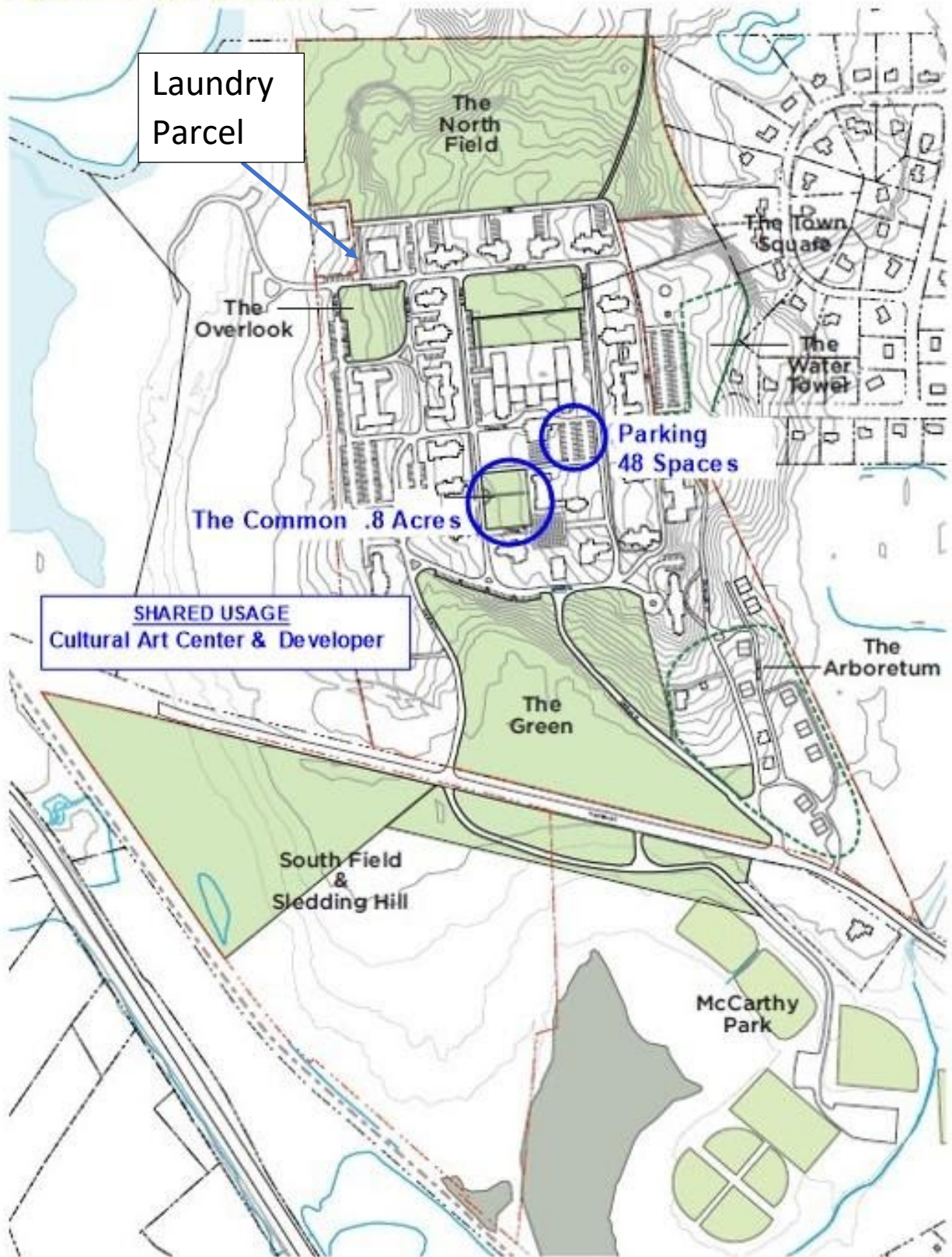
Original Parcel A Premises Excluded from Disposition Property (not subject to this RFP):

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. These uses are described in greater detail below.

- A. Water Tower. The 6.438-acre parcel is the site of an existing water tower and cellular utilities. It has been legally separated from the Disposition Property, and is not subject to this RFP. The water tower site will be retained and maintained by the Town. However, it is envisioned that a portion of this public site may be used to provide additional or overflow parking to support the redeveloped property or for other compatible uses such as community gardens.
- B. The Laundry Parcel. The Laundry Parcel is located within the West Slope sub-zone, near the Charles River, 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 remedial response actions 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 could make it available for development.
- C. Cultural Arts Center. Subsequent to 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 the Cultural Alliance of Medfield (CAM) in connection with CAM's efforts to develop a Cultural Arts Center on the former MSH grounds. In addition to the buildings, the lease provides for shared use of 48 parking spaces and 0.8 acres of open space abutting the site of the proposed Center; all of the leased premises fall within the Core Campus sub-zone.

The lease ([Appendix G](#)) 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 are not intended to be conveyed as part of the Disposition Property and development proposals should anticipate that an additional sub-zone may be created and subdivided from Parcel A as necessary to accommodate the developer's proposal. The CAM has secured historic tax credits and the proponents are encouraged to work with the CAM is a co-development role would benefit the proponent's proposal.

Figure VIII-19. Open Space Areas.



Adjacent Parcels (not subject to this RFP):

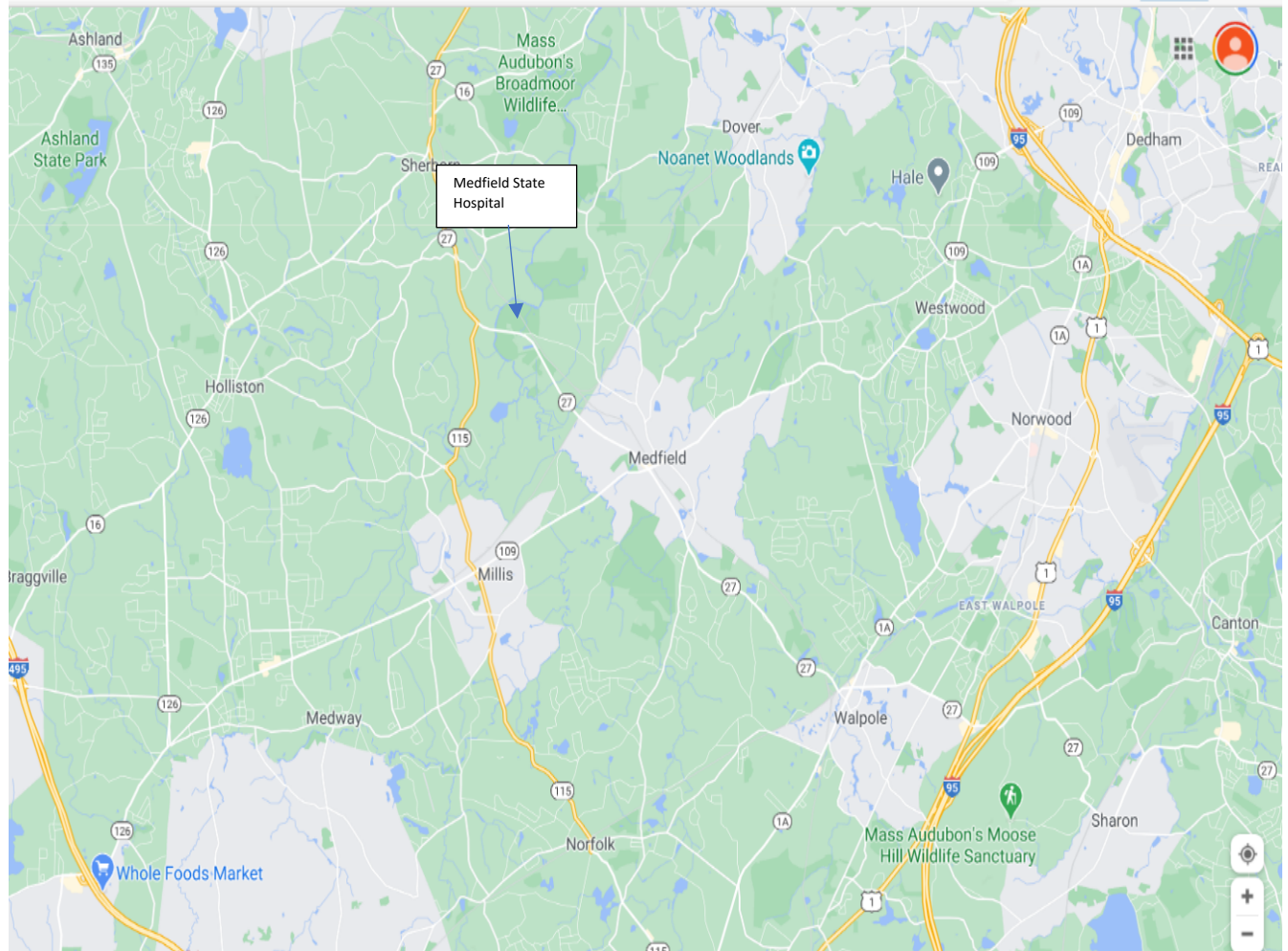
As noted in Section 1-3 above, the Town also acquired 40 acres of open space south of Hospital Road from DCAMM in 2014. These areas are depicted as Parcel B on the map below and known locally as the South Field and the Sledding Hill. Parcel B is located immediately next to McCarthy Park, a public park 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 shown 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. 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 property's historic infrastructure was abandoned in 2003 and decommissioned in 2009. The location of these historic utilities, including utilities on or around the Disposition Property known to the Town, are described in the Master Plan. The Town makes no representations or warranties as to the locations of the historic infrastructure or to the capacity of the surrounding utilities.

Designated Developer will be responsible for all infrastructure that may be required on the Disposition Property to accommodate the development proposed and must independently confirm location and capacity of all utilities.

Past Property studies can be found on the Town's website and are linked here:

- [1989 Master Plan Steam System- Site Existing Conditions](#)
- 2019 Environmental Partners Utilities Review Technical Memorandum. [Technical Memorandum](#)



2-4 ENVIRONMENTAL ASSESSMENT

The Disposition Property, or portions thereof, are 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 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. Proposers will be required to meet all applicable pass-through requirements of the 2010 MEPA Certificate including sustainability and environmental requirements. It is anticipated that the Designated Developer will file a Notice of Project Change to

update the project previously reviewed pursuant to MEPA and be responsible for filing the Single Environmental Impact Report for the proposed project and for any additional documents and approvals required by MEPA. Designated Developer will be required to release DCAMM for any claims as specified in the DCAMM LDA and 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.

Documents regarding site environmental history may be found on the Town's website and are linked here:

- 1991 Building Asbestos surveys
- Non-MCP Areas Report (MSH Repository Medfield Public Library)
- Expanded Environmental Notification Form (EENF) EEA #14448R & Appendices Feb 2010
- MCP RTN 2-17471 Salvage Yard Response Action Outcome July 2011
- 2011 Release Abatement Measure Completion Report:
<https://eeaonline.eea.state.ma.us/EEA/fileviewer/Default.aspx?formdataid=0&documentid=133110>

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 H](#)). The Town was very deliberate in seeking and achieving public approval of the revised zoning by-laws and proposers are strongly encouraged to respond in a manner that recognizes the purposes and aspirations of the MSHD as expressed in the zoning:

- A. Promote the reuse of the former MSH 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 2016 Medfield Housing Production Plan ([Appendix I](#)).
- E. Ensure high quality site reuse and redevelopment planning, architecture and landscape design that enhance the distinct visual character and identity of the MSH area and 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. The Town may retain any portion of the Disposition Property to be conveyed, as may be reasonably necessary to address adjacent properties or retained site areas originally within Parcel A, including but not limited to the Water Tower, the Laundry Parcel, and the premises leased to CAM for purposes of the Cultural Arts Center.

The Developer LDA may provide that, with the Town's reasonable consent and at the Designated Developer's sole expense, the Designated Developer may relocate any easements retained by the Town from time to time on the Disposition Property, provided that 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.

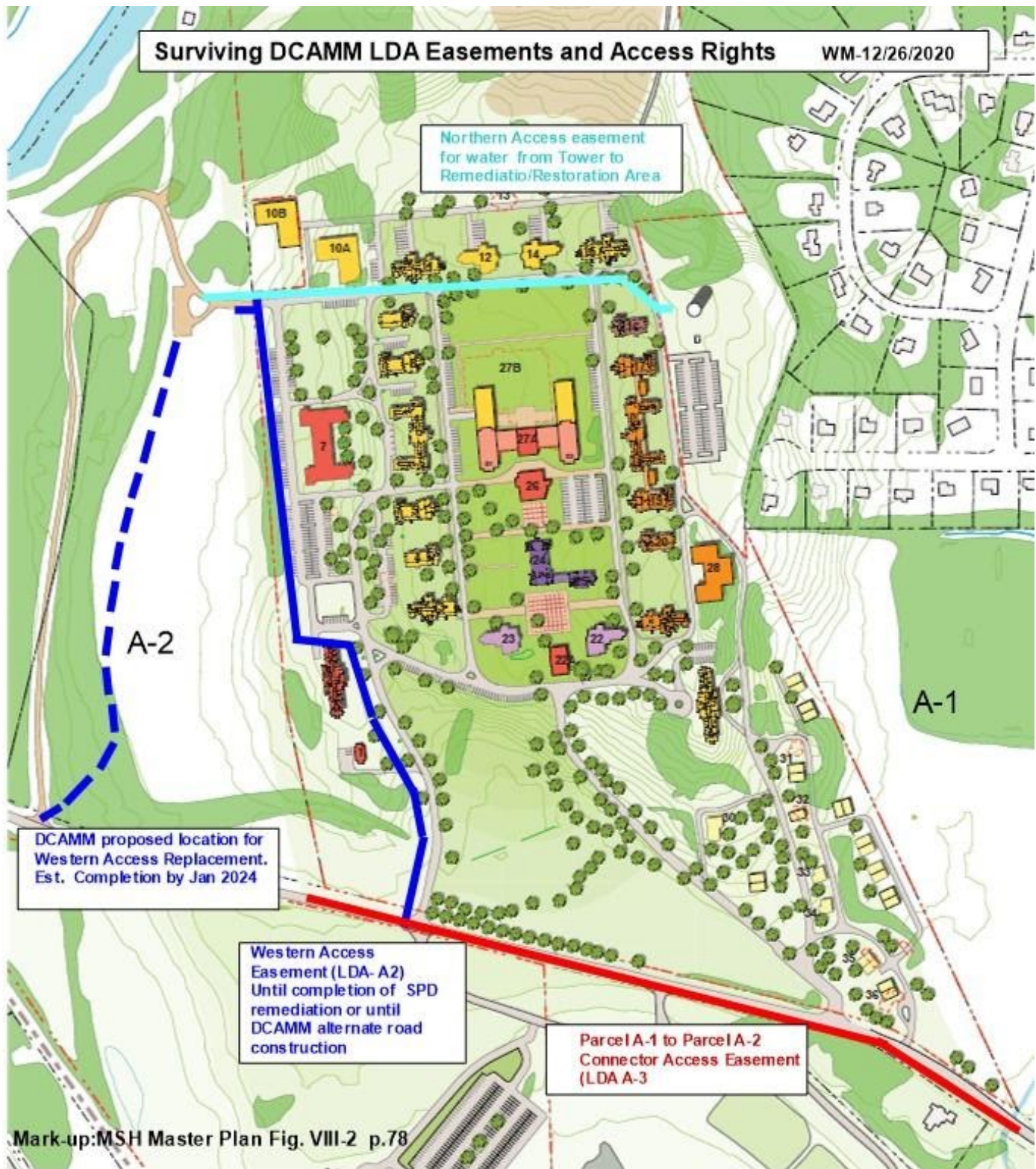
The Disposition Property will be conveyed subject to all restrictions, easements, and encumbrances of record, which include, without limitation: easements provided to DCAMM per Section 6 of the DCAMM LDA:

- A. The temporary Northern Access Easement. The Town agreed to a temporary easement from the Water Tower to Parcel A-2 for the purposes of undertaking remediation and restoration work, including the construction of the Overlook Parking Lot and a Boat Launch on Parcel A-2 and the remediation of the Laundry Parcel.

- B. The temporary Western Access Easement. which expires when DCAMM builds the alternative Access Road on Parcel A-2 retained by the Commonwealth. The Town agreed to a temporary easement on Parcel A until DCAMM completes the permanent public vehicular and pedestrian access to Parcel A-2. This temporary easement allows DCAMM access to complete remediation of the Laundry Parcel and for on-going monitoring/maintenance of the riverfront restoration area, Gateway Parking Lot, and Boat Launch. The easement also provides temporary general public access to the Gateway parking Lot. This easement terminates following DCAMM construction of the access road on Parcel A-2
- C. The permanent pedestrian Connector Access easement. The Town agreed to allow a crossing for continued public access between Commonwealth-retained Parcels A-1 to the east of the Core Campus and A-2 to the west of the Core Campus in a manner consistent with the use of the property. This access may be located adjacent to the north side of Hospital Road if marked at a safe distance from it. The Town is required to ensure this access is preserved in any sale/ transfer of the property.

Provide links to these easements.

(continued next page).





SECTION 3 | PROPOSER'S INFORMATION\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
- Development Plan and Proposal Narratives
- Proposer's Qualifications/Developer Project Experience including References
- Financial Information/Proforma 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 shall be nonrefundable upon execution of the PDA, further described in Section 4-4, except as may otherwise be provided in the PDA and/or subsequent Developer LDA. Deposits will be returned to non-selected proposers after selection of the Designated Developer.

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

Proposals shall clearly specify the Total Consideration to be paid for the Disposition Property or the portion of the Disposition Property that is the subject of the proposal. Total Consideration may consist of a cash purchase price, proposed ground lease rent and terms, and/or other Community Benefits, each as applicable. A total of 50% of any cash purchase price is to be paid to the Town of Medfield at closing, with the remaining balance to be paid within 30 days of issuance of the building permit for the first building associated with the awarded project. If the developer is proposing a long-term ground lease, the Town reserves the right to further negotiate the payment terms of the Total Consideration proposed in the developer's response. In accordance with Section 3-5

below, all proposals must include a detailed description of the total package of Community Benefits which shall be considered by the Town in evaluating Total Consideration.

3-5 DEVELOPMENT PLAN AND PROPOSAL NARRATIVES

Proposals must include a written overview of the proposed redevelopment concept, which may include fee simple or ground lease proposals for all or some of the Disposition Property. The overview should provide a snapshot of the proposer's vision for the redevelopment project, be specific to the uses proposed, and describe how the overall development will function and interact in the greater community. The overview will provide a foundation for a more detailed narrative (the "Development Plan"), and the application and scoring of the evaluative criteria included in Section 4 of this RFP. The Development Plan is to address all of the information requirements below, including but not limited to overall redevelopment concept; site design; architectural and historic preservation; community benefits; use programming; energy and water efficient building practices and sustainable construction methods and practices, permitting and construction strategy; financing; project schedule; and property management.

Required points of discussion for responsive proposals are outlined below. Submitted proposals should be organized and formatted according to these submission requirements for ease of review and to ensure completeness.

PROPOSAL NARRATIVES

- A. **Development Plan Narrative:** include a written narrative describing the Development Plan in adequate detail so as to represent the developer's vision for the project proposed. If only a portion of the Disposition Property is proposed for acquisition, describe how the proposal would leave open the possibility for future development on the remainder of the site. A conceptual site plan, schematic elevations, and typical floor plans must accompany the proposal narrative. Buildings should be identified by numbers consistent with the Master Plan, Table V-4 (pp 37-38). If new buildings are proposed, massing studies are to be included and the narrative should address how the proposal relates to the recently adopted zoning bylaw as well as how the proposed new buildings and design contribute to the overall development concept.

The Development Narrative should describe and provide estimates of the following:

- Strategy for mix of uses, including but not limited to residential, commercial, recreational, and cultural arts uses.
- Discussion of proposal's adherence to MSHD design guidelines and permitted uses in the 2019 Zoning Amendment including identification of any anticipated non-conformance.

- Number of buildings/square footage to undergo historic preservation/rehabilitation.
- Population mixes for all of the housing proposed.
- Anticipated taxable property value upon completion of the proposed project.
- Anticipated traffic impacts resulting from the proposed development.
- Discussion of proposed programs to conserve energy, water and other limited resources, along with any proposed clean energy initiatives for the development. At a minimum, demonstrate consistency with requirements applicable to the site including Sustainability Principles referenced in the DCAMM LDA and obligations to analyze and mitigate greenhouse gas emissions and other environmental impacts described in the 2010 MEPA Certificate. Estimated energy and water consumption by building.

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 and, in the case of housing, identify housing use type.

A representative Development Plan(s) should include, at a minimum:

- Site layout, building arrangements and topographic references such as parking and open spaces.
- Identification of existing buildings and new buildings (as proposed).
- Information regarding building massing, envelope details proposed and schematic elevations, as appropriate.
- Preliminary, representative floor plans organized by building.
- Way finding and circulation information, including public and pedestrian access routes and restrictions, as well as vehicular access and restrictions.
- Any other descriptive information that will convey the intent of the developer's proposal.

- B. **Disposition Intent Narrative:** Include a detailed narrative description of how the proposed development will address the broad goals set forth in Section 1-2 , Disposition Intent:

- ❖ Successfully repurpose MSH to support overall Town needs and interests.
- ❖ Address Town housing needs including the need for senior housing, mixed-income housing, and other residential options such as nursing and memory care, special needs housing, and artist live/work housing.
- ❖ Attain reasonable and desirable economic, financial and non-financial benefits for Medfield residents.
- ❖ Maintain and enhance the character and values of the Town of Medfield and its residents.

C. **Permitting Process.** As appropriate include a narrative describing the anticipated Permitting and Entitlement processes including a list of all required local, state, and federal zoning, land use, historic and environmental permits and approvals including but not limited to MEPA. 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.** 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 equity investment funds, debt sources, tax credits and/or other financing incentives 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 the developer would mitigate these delays to keep the proposed project on schedule.

E. **Financial Plan/Proforma Budgets/Proposed Sources & Uses.** Include a financial plan to demonstrate the financial feasibility of the proposal including a summary of anticipated sources and uses of funds and operating proformas. 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 Arts Center.** Include a description of how the proposed development will address and accommodate CAM's planned Cultural Arts Center referenced in Section 2-1, the existing lease between CAM and the Town for Buildings 24 and 25 ([Appendix F](#)), and provide for pedestrian and vehicular access to, and through the site before, during, and following construction of the proposed development.

CAM has recently secured a round of historic tax credits to support development of the Center. Additional information provided by CAM regarding the proposed Cultural Arts Center project is provided in Section 2-1 above.

Additional information regarding the CAM:

- Feasibility Study: Market analysis and financing and operations proformas by Arts Market:

<http://ma-medfield.civicplus.com/DocumentCenter/View/4795/Medfield-Feasibility-Report-Annotated-2021-PDF>

- Building analysis and cost estimates by DBVW Architects:

<http://ma-medfield.civicplus.com/DocumentCenter/View/4792/DBVW-Final-Report-Buildings-26-and-27A-PDF>

- Cultural Alliance of Medfield's vision for a cultural campus within the MSH development:

<http://ma-medfield.civicplus.com/DocumentCenter/View/4796/2018-CAM-MSH-Vision-PDF>

- G. **Description of Uses.** Include a 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.
- Description of the open spaces to be maintained in the proposed redevelopment.
- Description of public realm 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 inclusionary zoning bylaw § 300-14.16). This should include identification of the number of units to be affordable by housing type, for example, the number of units proposed for senior and/or family housing, income tiers, and any subsidies anticipated. Provide a clear and organized matrix that includes: (1) anticipated total unit counts; (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 AMLs or rent/income limits as applicable.

Table of Affordable Units Requirements	
Total Units in Project	Affordable Units
6 to 20	15%
21 to 49	20%
50+	25%

- I. **Environmental Constraints.** Include a description of any anticipated environmental constraints including but not limited to how the proposal will address new and any applicable continuing MEPA requirements and how the proposer will address these constraints within the Permitting Process and Implementation Plan and Schedule proposed in paragraphs C and D above.
- J. **Property Management Plan.** Include a description of the plan for the ongoing ownership, operation, and management of the property to be acquired. The proposal must describe how the property will be maintained and kept secure prior to and during redevelopment.
- K. **Infrastructure Plan.** Include a plan that addresses how the anticipated utility needs (including electric, gas, water and sewer, storm water and telecommunication requirements) of the proposed development will be met. As the existing utility infrastructure will not be sufficient, the proposal must

address how infrastructure be added and/or upgraded, and a proposal for how these costs will be funded.

- L. **Public Access Plan.** Include a description of the developer's plan to accommodate safe public access for pedestrians and vehicles to and from the Disposition Property site during redevelopment and following completion of the redevelopment effort.
- M. **New Environmental Impacts.** Include a description of anticipated environmental impacts associated with the development proposal and how they will be mitigated, including but not limited to visual, noise, and traffic during the construction, occupancy and operating phases of the proposed project. Mitigation measures should be proposed as necessary to demonstrate feasibility of the Development Plan.
- N. **Public Benefits and Impacts.** Include a description and evaluation of the benefits of the project to the surrounding area, including, without limitation, discussion of Community Benefits to be provided as part of the Total Consideration for the Disposition Property or portion of the Disposition Property that is the subject of the proposal. In addition, proposals should specifically address:
 - The extent to which the proposed development successfully addresses anticipated traffic impacts of the proposed project.
 - The extent to which the proposed development addresses anticipated public school system impacts of the proposed project, based on the estimated number of school-aged children expected from the proposed housing mix and the capacity of the existing Medfield public schools.
 - The proposed development's anticipated impact/benefits to the local tax base and taxes to be received by the Town, including revenues from new commercial property to diversify the existing tax base.
 - The extent to which the proposed development incorporates energy and water efficient building practices, conserves resources, and promotes clean energy.
 - Provisions for parking to accommodate residents and visitors to the site without compromising roadway or neighborhood safety.
 - The proposed development's connectivity to Harding Street, North Street, and Medfield Town Center.
 - Any other local and regional benefits associated with redevelopment, including but not limited to the extent to which the redevelopment includes recreational amenities (for example, walking trails or bike

paths) that will be available to the public and any proposed limitations on access during or following the redevelopment period.

PROPOSER'S INFORMATION

○. **Proposer's Qualifications/Developer Project Experience.** Include a description of the development team to be involved in the proposed redevelopment, addressing 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.
- 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.
- 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 the qualifications and primary responsibilities of everyone on the development team. Identify MBE/WBE and individual minority or women team members including details regarding their roles in the proposed development.

- Identify 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.
- 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 at least three (3) professional references from previously completed projects, including at least one (1) from municipal or governmental partners on similar, prior 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 (or its principals, business, and/or affiliates), 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 J](#)).
- ❖ Certification of Tax Compliance. The proposal must include a signed Certification of Tax Compliance ([Appendix K](#)).
- ❖ Expenses. The proposal must include an acknowledgement that the Designated Developer will pay for all costs incurred by the Town in connection with the disposition. 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 (the "Submission Deadline") 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 office of the Board of Selectmen 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 at [TIME] on [DATE] at:

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

The Town will not accept any information or materials received after the Submission Deadline unless such information or materials are provided in response to the Town's written request for such supplemental information or materials. Prior to the Submission Deadline, 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.

(continued next page)

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

Your Name/Proposer's Name: _____

Your Return Address: _____

SEALED PROPOSAL – Medfield State Hospital Development
Proposal

c/o The Board of Selectmen for the Town of Medfield
Town House, 459 Main Street,
Medfield, Massachusetts 02052
Attention: Nicholas Milano, Assistant Town Administrator

DO NOT OPEN UNTIL AFTER ____ PM ON ____

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.

CONFIDENTIAL



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 proposed sale or ground lease of the Disposition Property, or a portion thereof, supported by the Board of Selectmen 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 any additional information, including additional references, 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.
- 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 Town is not obligated to select any proposals including 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, including consideration of any proposed contingencies.

If more than one directly competing proposal is deemed advantageous following the evaluation, a short-list will be created and best-and-final proposals will be sought. Following receipt and evaluation of best and final offers, the Town will preliminarily select a developer (or developers in the case of complementary proposals that each pertain to separate and distinct portions of the Disposition Property) and notify the developer in writing. The Town will notify, in writing, all proposers that have not been selected. The preliminarily selected developer will present their proposal at Special Town Meeting (date to be determined). An affirmative vote will be required at Special Town Meeting.

Subsequent steps in the developer selection process are outlined in Section 4-4.

Proposal Scoring

Proposals will be standardized and rated on a lineal scoring scale, from highest to lowest as described below. Scoring among evaluation criteria and categories will not be weighted by MSHDC in making its recommendations to the Board of Selectmen; all scorable criteria will have the same weight and importance, thus contributing equally to the total score determined by the MSHDC and presented to the Board of Selectmen.

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

4-2 SELECTION CRITERIA: GENERAL REQUIREMENTS

Proposals received by the Submission Deadline will be initially evaluated by the MSHDC to determine if the proposals meet the requirements of the RFP. Competitive evaluation criteria are outlined in Section 4-3 below. In order for a proposal to be considered responsive and scored, the following minimum threshold criteria (non-scored criteria) must be met:

- A. **Submission Conformance.** Conformance with *all* submission requirements as outlined in this RFP, including all required forms and certificates. This includes organizing the proposal in accordance with the submission requirements outlined in Section 3-5.
- B. **Financial Feasibility.** The financial feasibility of the development proposed, must be demonstrated in a comprehensive financial plan (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, at a minimum, recreation and public-use access through the Disposition Property including roadways from Hospital Road and open spaces adjoining the MSH property including those providing access to the Charles River.
- D. **Recognition of Existing and Continuing Obligations.** Proposals must directly address how the proposed development will recognize and incorporate existing and continuing obligations applicable to the site, including but not limited to the DCAMM LDA, the 2010 MEPA Certificate, and the long-term lease to CAM for the proposed Arts Center and provisions for shared use.
- 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. Proposers must provide a schedule including start-date, significant milestones and completion dates for the redevelopment.
- F. **Ground Lease Proposals.** If a ground lease is proposed, the term assumed must be disclosed in the proposal submission. MSHDC anticipates a term of 99 years based on industry standards although a shorter term may be proposed.

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.

EVALUATION SCORING SHEET

Criteria Category:	Highly Advantageous	Advantageous	Acceptable	Not Acceptable
1. Project Vision and Consistency with Disposition Intent.				
a. Recognition of general redevelopment aspirations				
b. Historic Preservation				
c. Incorporation of Cultural Arts Center				
d. Sustainable Development Principles, Conservation of Resources, and Promotion of Clean Energy				
e. Public Access				
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				
o. Additional community benefits, as applicable				
4. Development Team				
p. Strength and experience of the Development Team				
q. Financial Feasibility/Ability to Finance				
r. Developer's capacity and ability to perform the work proposed				

1. **Vision/Consistency with Disposition Intent.** The Disposition Intent expressed in Section 1-2 is a product of many years of planning and community engagement in Medfield.

While all proposals meeting the threshold criteria in Section 4-2 of this RFP will be considered, it is expected that the proposer's vision for the site and proposed Development plan will be generally consistent with the Disposition Intent.). Proposals should specifically address the criteria below.

- a. **Proposal's recognition of the general redevelopment aspirations.** The Town acquired the Disposition Property in 2014 and since that time completed an extensive Master Planning process and rezoning of the Property toward achievement of certain goals expressed in the Disposition Intent. Proposals that recognize and incorporate these goals will receive higher scores in this category.
- b. **Historic Preservation.** Redevelopment is subject to a Memorandum of Agreement (MOA) among the Town of Medfield, DCAMM, and the Massachusetts Historic Commission ([Appendix L](#)) concerning historic preservation. 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 C](#)) and the 2003 Medfield State Hospital Re-Use Study by Lozano, Baskin, and Associates, Inc. ([Appendix D](#)). Proposals incorporating the preservation of the most buildings and historic improvements will receive a higher rating in this category.

Rehabilitation of buildings that contribute to the historic nature of the core property 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 are proposed for any of the "contributing buildings", structures or objects, or other major change to any part of the Disposition Property subject to this RFP, the developer 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 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. Any proposed alteration of the existing buildings should be reviewed by the MassHistoric Commission, the Medfield Historic District Commission and Medfield Historical Commission.
 - ❖ 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>; and the;
 - ❖ Use of the Massachusetts Historic Rehabilitation Tax Credit. <https://www.sec.state.ma.us/mhc/mhctax/taxidx.htm>
- c. **Incorporation of Proposed Cultural Arts Center.** Higher ratings will be assigned to proposals that are expressly consistent with the executed lease and proposed development of the Cultural Arts Center) including but not limited to complementary site improvements and easements, co-development opportunities, post-construction programming support and/or shared use of portions of the Disposition Property, as applicable.
- d. **Sustainable Development, Conservation of Resources, and Promotion of Clean Energy.** As a minimum, proposals must meet the Sustainable Development Principles expressed in Exhibit D of the 2014 DCAMM LDA and any continuing and new MEPA sustainability requirements for the site such as analysis and mitigation of greenhouse gas emissions and other environmental impacts. Proposals that incorporate additional sustainable housing measures, technology to conserve energy, water and other limited resources, and promote clean energy will receive higher ratings in this category. Proposals that consider comprehensive energy programs, including but not limited to net-zero building programs and carbon reduction through landscape preservation are encouraged.

In assigning ratings for this criterion, MSHDC will seek input from the Medfield Energy Committee (MEC), appointed by the Town's Board of Selectmen to consider how best to reduce energy use and improve the environment through more efficient use of energy resources in Town-owned buildings. MEC has conducted extensive research to explore cost-effective ways to address energy performance at MSH and has industry experience with low-complexity, low-maintenance, and low-risk design solutions to reduce climate impact. For informational purposes the MEC has provided the following materials for consideration by proposers.

[Add placeholder link or Appendix; information to be provided by Jim Nail of MEC and have request 2-3 pages maximum]

MEC's input on ratings will be advisory in nature, with all scoring determinations to be made by MSHDC.

- e. **Public Access.** Preservation and public use of existing open spaces, including walking paths and access to the Charles River through abutting lands are a threshold criterion. Beyond that, proposals welcoming continued use of the site by Medfield residents and maximizing access and enjoyment of open spaces such as the North Field and the Green, 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 or portion thereof.

As applicable, provide unit count and density details regarding housing for:

- ❖ Seniors
- ❖ Mixed-Income or Affordable Housing
- ❖ Nursing or Memory Care
- ❖ Single occupancy housing/studios
- ❖ Young professionals
- ❖ Artist Live/Work
- ❖ Group Home or other special needs housing

In addition to housing, a variety of uses is encouraged to activate and enhance a town-center impression including but not limited to: light retail spaces, shared office, senior activities and cultural spaces. 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. Describe other uses, as proposed for the following:

- ❖ Commercial office space including shared office/co-working

- ❖ Retail spaces including café, restaurant or other “neighborhood retail”
- ❖ Senior services and activities
- ❖ Events/facility spaces
- ❖ Daycare or educational uses
- ❖ Other, as applicable

Proposals should reflect economic feasibility and need not adhere to a specific mix or percentage of uses. However, while all responsive submissions will be considered, the highest ratings will be assigned to proposals consistent with the scale and diversity of development reflected in Town planning efforts subsequent to acquiring MSH from DCAMM and permitted by current zoning.

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 strong community support for the redevelopment of MSH consistent with the principles set forth in the Zoning Amendment. Proposals that adhere closely to these requirements with few proposed deviations and not requiring rezoning subject to additional Town Meeting action will receive higher ratings in this category.

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

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

Proposals that adhere closely to these Guidelines with few proposed deviations will receive higher ratings in this category.

h. **Response to the Permitted Uses in the MSHD**

Proposals that adhere closely to permitted uses and not requiring rezoning subject to additional Town Meeting action will receive higher ratings in this category. <https://www.ecode360.com/36315504>

- i. **Master Developer Proposals.** Proposers may submit a proposal for all or part of the Disposition Property. While a Master Developer proposal is preferred, limited development, phased development, and/developer partnerships are permissible. Proposals which holistically address the entire Disposition Property and therefore may result in greater efficiencies, cost reduction, and liability reduction for the Town during the pre-development, development, and lease-up phases of the redevelopment will receive higher ratings in this category.

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

- 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 and an assessment of the capacity of the existing Medfield public schools to accommodate additional students. Proposals that most successfully mitigate potential net operating and capital cost increases for the Town will receive higher ratings in this category.
- k. **Impacts on local traffic.** Respondents must include an initial analysis of the proposal's impact on local traffic, including estimated vehicle 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 and mitigation measures may be required depending on the impact estimated.
- l. **Provisions for parking.** Proposals must indicate how parking will be organized and utilized, appropriate to support the scope of the development proposed, and accommodate public parking including for the site's recreational and cultural uses. 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. Proposals that most successfully address these considerations will receive higher ratings in this category.

- m. **Fiscal impacts to the Town.** Proposals that most successfully enhance and diversify Town tax revenues will receive the highest ratings. Proposals should estimate potential tax revenues to the Town based on proposed residential, commercial, and other development as well as anticipated municipal expenditures required (snow removal, public safety, public services, increase in school age children, water/sewer capacity, etc.) to service the site. While discouraged, 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 provide the most significant additional community benefits will receive higher ratings in this category.
 - o. **Total Consideration.** Proposals shall clearly specify the Total Consideration to be granted for the Disposition Property or the portion of the Disposition Property that is the subject of the proposal. Total Consideration may consist of a cash purchase price, proposed ground lease rent and terms, and Community Benefits, each as applicable. Proposals judged to provide the greatest Total Consideration in net present value terms will receive higher ratings in this category.
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.
- p. **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 as long as all of the criteria required by the RFP are addressed and the roles and responsibilities of each partner are clearly delineated.

- q. **Financial Feasibility and Developer's Ability to Finance.** The financial feasibility of the development proposed must be demonstrated in a comprehensive financial plan required under the RFP. Documentation that the proposer has funds or financing available to complete the disposition and development as proposed, such as Letters of Interest from reputable lenders and investors to provide financing, should be included as applicable. The strongest financing proposals will receive the highest ratings.
- r. **Developer's capacity to perform/proceed.** The proposer must demonstrate the knowledge, capacity, and ability to complete all remaining site and property investigation during the Due Diligence Period and execute the overall development concept in a reasonable timeframe as demonstrated by similar public-sponsored developments. Proponents should provide examples of relevant project experiences and provide a brief narrative describing how the examples are similar to and/or different from the proposal submitted in response to this RFP. 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.

4-4 DESIGNATION PROCESS: PDA AND DEVELOPER LDA

Following a successful Special Town Meeting vote, the Town anticipates naming one or more Designated Developer and entering into a PDA to establish the terms for the Designated Developer' Due Diligence Period. Any remaining site or property investigation is expected to be carried out during the Due Diligence Period, at the end of which the Town and Designated Developer will enter into a Developer LDA.

The Developer LDA will establish milestones precedent to the closing on the sale of the Disposition Property or applicable portions thereof. It is anticipated that closing will take place promptly after the 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.

If the Developer LDA documents are not executed and submitted to the Town within 120-days of the PDA the provisional designation will automatically expire unless an extension of time is granted in writing by the Town in its sole discretion. Upon execution

of the Developer LDA, the Designated Developer will be required to submit the following additional documents subject to review and approval by the Town:

- ❖ Beneficial Interest Disclosure Statement. The proposal must include a signed Disclosure Statement of Beneficial Interest ([Appendix J](#)).
- ❖ Certification of Tax Compliance. The proposal must include a signed Certification of Tax Compliance ([Appendix K](#)).
- ❖ A signed MEPA Form ([Appendix M](#)).
- ❖ Certificate of Non-Collusion ([Appendix N](#)).
- ❖ Certificate of Authority ([Appendix O](#)).
- ❖ Any other documents as required by MSHDC and/or the Town.

Failure of a 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 disposition of all or part of the Disposition Property, subject to the terms and conditions of the Developer LDA.



SECTION 5 | GENERAL REQUIREMENTS

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5-1 TERMS OF DISPOSITION

- 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, site and/or environmental conditions will impact their proposed development. Additional testing by successful proposer(s) will be allowed upon execution of the Provisional Designation Agreement (PDA).

Designated Developer will be responsible for extending all utilities to service the proposed uses. Designated Developer 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, existing and continuing agreements governing the Property, and in compliance with the requirements of all Town Boards, Committees, Commissions, and Departments which oversee land use.
- iii. Successful proposer(s) will enter into a PDA which will outline the terms of the disposition. Amendments may be made if mutually agreeable to the Town and the proposer. Payment of 50% of the cash consideration is due at the time of execution of the deed with the balance payable at issuance of the first building permit.
- iv. Certification of Tax Compliance is required by the proposer ([Appendix J](#)).
- v. The PDA and 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.
- viii. Designated Developer and guarantors, as applicable, shall be required to release DCAMM from environmental claims as provided in the DCAMM LDA. Further, Designated Developer and guarantors, as 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. [Provision and exact language to be discussed with counsel]

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 development or issuance of the RFP (involvement means, without limitation, involvement relating to legal, planning, environmental, appraisal, energy and sustainability, 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, 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 occur 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 potential, 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 | APPENDICES

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. Medfield State Hospital Historic Resources Existing Conditions Memorandum compiled by Epsilon Associates (July 2014). [LINK](#)
- D. Lozano, Baskin, and Associates, Inc. conditions report.
- E. MEPA Certificate EOE #14448 issued April 2, 2010
- F. 2018 Nitsch Engineering Site Plan (CAD file available upon request). [Nitsch Engineering Site Plan](#)
- G. Cultural Alliance of Medfield Lease Agreement. [Lease](#)
- H. 2019 Medfield State Hospital District Zoning Amendment (MSH Zoning bylaws amended 2/20/2020). [Town of Medfield, MA Medfield State Hospital District \(ecode360.com\)](#)
- I. 2016 Housing Production Plan. [Draft-Housing-Production-Plan-October-13-2016-PDF \(medfield.net\)](#)
- J. Disclosure Statement of Beneficial Interests.
- K. Certificate of Tax Compliance.
- L. Memorandum of Agreement with the Massachusetts Historic Commission. [MoA LINK](#)
- M. MEPA Form.
- N. Certificate of Non-Collusion.
- O. Certificate of Authority.