



COUNTY OF LOS ANGELES  
DEPARTMENT OF BEACHES AND HARBORS



STAN WISNIEWSKI  
DIRECTOR

KERRY GOTTLIEB  
CHIEF DEPUTY

March 20, 2003

The Honorable Board of Supervisors  
County of Los Angeles  
383 Kenneth Hahn Hall of Administration  
500 West Temple Street  
Los Angeles, California 90012

Dear Supervisors:

**APPROVE THE RELEASE OF REQUEST FOR PROPOSALS FOR DEVELOPMENT  
OF AN ENTERTAINMENT/RETAIL CENTER ON THE MINDANAO PENINSULA IN  
MARINA DEL REY IN CONJUNCTION WITH THE EXPANSION OF CHACE PARK**

**(4th DISTRICT)  
(3 VOTES)**

**IT IS RECOMMENDED THAT YOUR BOARD:**

Approve and authorize the release of the attached Request for Proposals for Development of an Entertainment/Retail Center on the Mindanao Peninsula in Marina del Rey.

**PURPOSE/JUSTIFICATION OF RECOMMENDED ACTION**

The proposed Request for Proposals (RFP) is intended to seek competitive proposals to enable development and operation of a new entertainment/retail center with entertainment, restaurant, retail and related uses and to provide for integration with and expanded parking for the adjacent to be expanded public park site (Chace Park) on the Mindanao Peninsula in Marina del Rey. A companion solicitation, an RFP for the development of boat storage facilities on Parcels 52 and GG, provides for more than full replacement of all existing public and boater facilities displaced by development of the proposed project site.

Ver. 1.0

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In order to highlight and clarify the purpose and scope of these companion solicitations, each contains a similar opening special note relating to the Department's goals for the projects. The note included in the entertainment/retail RFP states:

**"Special Note: Simultaneous Issuance of Entertainment/Retail and Dry Stack Boat Storage Requests for Proposals ("RFPS")**

The proposed development of a destination visitor-serving project that is integrated with an expanded Chace Park and concurrent expansion of boater serving facilities on Parcels 52R and GG respond to the need to simultaneously enhance Marina del Rey as a visitor destination and increase the amount and quality of facilities serving recreational boaters and users of Chace Park. To this end, the County has released Requests for Proposals ("RFP's") for both projects simultaneously, requiring, at a minimum, that new boater facilities on Parcels 52R and GG fully replace the repair and boat hoist facilities and expand the boat storage now located on Parcel 77W to permit the future use of Parcel 77W for visitor-serving commercial uses and the expansion of Chace Park. Such replacement facilities for boaters must be in place before any closure of the existing facilities on Parcel 77W. All proposals will also be expected to provide access to an entertainment retail center that is integrated with the expanded Chace Park."

In furtherance of the goals of the second-generation development contemplated in the Marina del Rey Asset Management Strategy (AMS) adopted by your Board on April 15, 1997, the Department completed the issuance of four prior development solicitations for the second generation of development in Marina del Rey. This new solicitation continues the implementation of second-generation development by allowing more than full replacement of public parking and boating facilities, while at the same time making possible the addition of a significant new leisure and visitor-serving project utilizing the special orientation of the Marina del Rey waterfront.

The development opportunity related to the three County-controlled parcels (the newly configured Parcel 70, Parcel 77W and a portion of Parcel 44U) that are the subject of this RFP is the construction and operation of an entertainment/retail center envisioned as a high-activity complex incorporating a pedestrian-friendly and waterfront-oriented ambiance

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servicing the leisure and shopping needs of regional visitors, local and visiting boaters and residents that wish to take advantage of the coastal destination. The site is adjacent to a significant and to be expanded waterfront public park (Chace Park) and in the special environment and location provided by the Marina.

#### Implementation of Strategic Plan Goals

The proposed action promotes and furthers the Board-approved Strategic Plan Goal of Service Excellence, in that it seeks to obtain the development of a new, high-activity entertainment/retail complex in Marina del Rey that incorporates a pedestrian-friendly, waterfront-oriented ambiance for the public and provides an opportunity to expand park space and parking of the County's waterfront Chace Park.

#### FISCAL IMPACT/FINANCING

No current impact. Other than budgeted consultant costs to analyze responses to this RFP, no County funds are presently contemplated to finance any costs associated with this request to release this RFP as it is a solicitation effort to obtain proposals that will both maximize County revenues and accomplish planning of Marina del Rey improvements in the subject area. A full financial analysis will accompany our recommendations to your Board in response to RFP proposals. A project utilizing the offered Parcel 77W and a portion of Parcel 44U would commit the County to exercise its option (previously approved by your Board) to purchase (buy-out) those leasehold interests. Also, the County will be obligated to accept financial responsibility for the costs of providing replacement parking (153 spaces) for any current public parking on the current Parcel 49M displaced by development of the project site, as well as for additional parking to accommodate an enhanced Chace Park. It is anticipated that the costs of such public parking replacement would be offset by rent derived from the development of the site.

#### FACTS AND PROVISIONS/LEGAL REQUIREMENTS

The offered project site is located on as many as 8.83 acres of land, contains extensive water frontage on two sides and is adjacent to the Marina's waterfront Chace Park. The site is comprised of all or portions of several distinct parcels owned or controlled by the County and situated along Mindanao Way. The parcels offered are as follows:

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1. Parcel 70. A newly configured parcel consisting of current Parcel 49M (the Visitors Center and public parking) and a small northerly strip of the current Parcel 49R. Parcel 49R will retain its exact current square footage via realignment of the current boundaries of Parcel 49S (mast-up boat storage), which will be slightly diminished in size, but without loss of current function or capacity (302 mast-up spaces) through on-site management of the facility. It is contemplated that the Visitors Center will be located within the proposed development.
2. Parcel 77W. Currently provides 218 dry boat and trailer storage spaces with related parking, a small boat repair/office and a marine commercial boat hoist and is situated immediately adjacent to Chace Park on the east side of Mindanao Way. A separate RFP for which we are simultaneously requesting authorization will require, at a minimum, that the repair and boat hoist facilities on Parcel 77W be fully replaced and relocated to Parcels 52/GG and the current 218 boat storage spaces be expanded. The replacement boater facilities for Parcel 77W, which are to include both dry stack and mast-up spaces, must be in place before closure of any existing facilities on Parcel 77W. The County has a purchase option that would terminate the current lease on this Parcel.
3. Parcel 44U (portion). The area comprised of the southwesterly 544 foot portion of Parcel 44U on the west side of Mindanao Way is approximately 80,274 square feet in land area and 108,000 square feet of water area containing 159 (51 single and 54 double) boat slips. The area currently contains a 6,000 square foot office building and a 9,000 square foot restaurant (closed) and is adjacent to the land area of Parcel 47 slated for expansion of Chace Park. The County's purchase option to terminate the lease as to this portion of Parcel 44U allows for purchase of either the land portion alone or of both the land and water areas. RFP proposers are provided with the option of acquiring the water portion as well as the land portion for project purposes, however the boat slips will, in all events, be retained as publicly rented boat slips.

The RFP also offers to consider vacation of the portion of Mindanao Way that separates Parcels 77W on the west side of Mindanao Way and the portion of Parcel 44U on the east side that is part of the project site so as to provide a contiguous footprint for the project. Project plans must, however, retain unrestricted public access to and provide parking for the proposed expanded Chace Park and boat slips associated with the expanded park,

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Parcel 47 (Santa Monica Windjammers Yacht Club) and those adjacent to the portion of Parcel 44U that is part of the available project site.

A map illustrating the project site is attached as Exhibit A.

The objective of this proposed RFP is to solicit design, financing, development and operational concepts for an entertainment/retail center from the private sector. The Department has listed certain important requirements and design factors that should be considered by potential proposers, including the following:

The available site and existing entitlements will support a center of approximately 175,000 rentable square feet of development, which will at the minimum require a Local Coastal Program (LCP) amendment to transfer available development potential (entitlements) from adjacent development zones. (In this regard, recall that entitlements are allocated to development zones rather than to individual leaseholds.) A zoning change to provide a Waterfront Overlay Zone (WOZ) designation will likely also be necessary to allow visitor-serving uses on portions of the project site.

The project site is located adjacent to or near several privately held leaseholds. The County is willing to consider proposals with an expanded footprint to the one defined in the subject RFP from proposers who may wish to integrate the offered project site with other nearby or adjacent leaseholds that they control. The County also has an existing agreement with the lessee of Parcel 76 (Trizec Office Towers), located across Admiralty Way from the project site, to provide for this project up to 876 parking spaces after 6:00 p.m. on weekdays and all day and evenings during weekends and holidays.

The design and the operational plan of the proposed project must provide for a quality environment, as well as address necessary security issues, to maintain the center as a regional attraction that creates a welcome, comfortable and safe environment for repeat visits. The County will require replacement public parking and additional parking to serve the proposed expanded Chace Park site and encourages proposals that will further the County's goals of providing enhanced opportunities for boater access as an adjunct to providing retail shopping, restaurants, entertainment and other visitor-serving amenities that enhance visitation and use of the Marina. The County will enter

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into an unsubordinated ground lease with minimum rents and additional percentage rents. The County will not subordinate its fee interest or ground rental payments.

County Counsel has reviewed and approved as to form the attached RFP. At its March 19, 2003 meeting, the Small Craft Harbor Commission endorsed the Director's recommendation to your Board to approve and authorize release of the RFP.

#### **ENVIRONMENTAL DOCUMENTATION**

This development solicitation does not authorize any development of the involved County property, let alone the development of a particular project. The County is not committed to approving any new development through the release of this solicitation. In the event the solicitation yields a proposed development plan, the appropriate environmental documentation will be prepared when sufficient information regarding the proposed project is known in conjunction with the County's land use entitlement process. Any selected developer will be required to apply for and obtain all necessary land use and coastal development permits.

#### **CONTRACTING PROCESS**

An evaluation committee, selected by the Director of Beaches and Harbors, will review proposals submitted in response to the RFP and recommend to the Director a developer with whom to pursue exclusive negotiations in the event it determines a proposal is worthy of pursuit. The Director will then request your Board to authorize exclusive negotiations with a recommended developer for a lease or lease option to design, finance, develop and operate the entertainment/retail project.

#### **IMPACT ON CURRENT SERVICES (OR PROJECTS)**

All County services and facilities currently provided/existing on any affected Marina parcels will be either relocated or accommodated within the planned development. All boater facilities impacted by the site of the entertainment/retail project will be relocated to Parcels 52 and GG where boater facilities will be expanded.

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**CONCLUSION**

Approve the release of the subject RFP and forward one adopted copy of this letter to the Department.

Respectfully submitted,

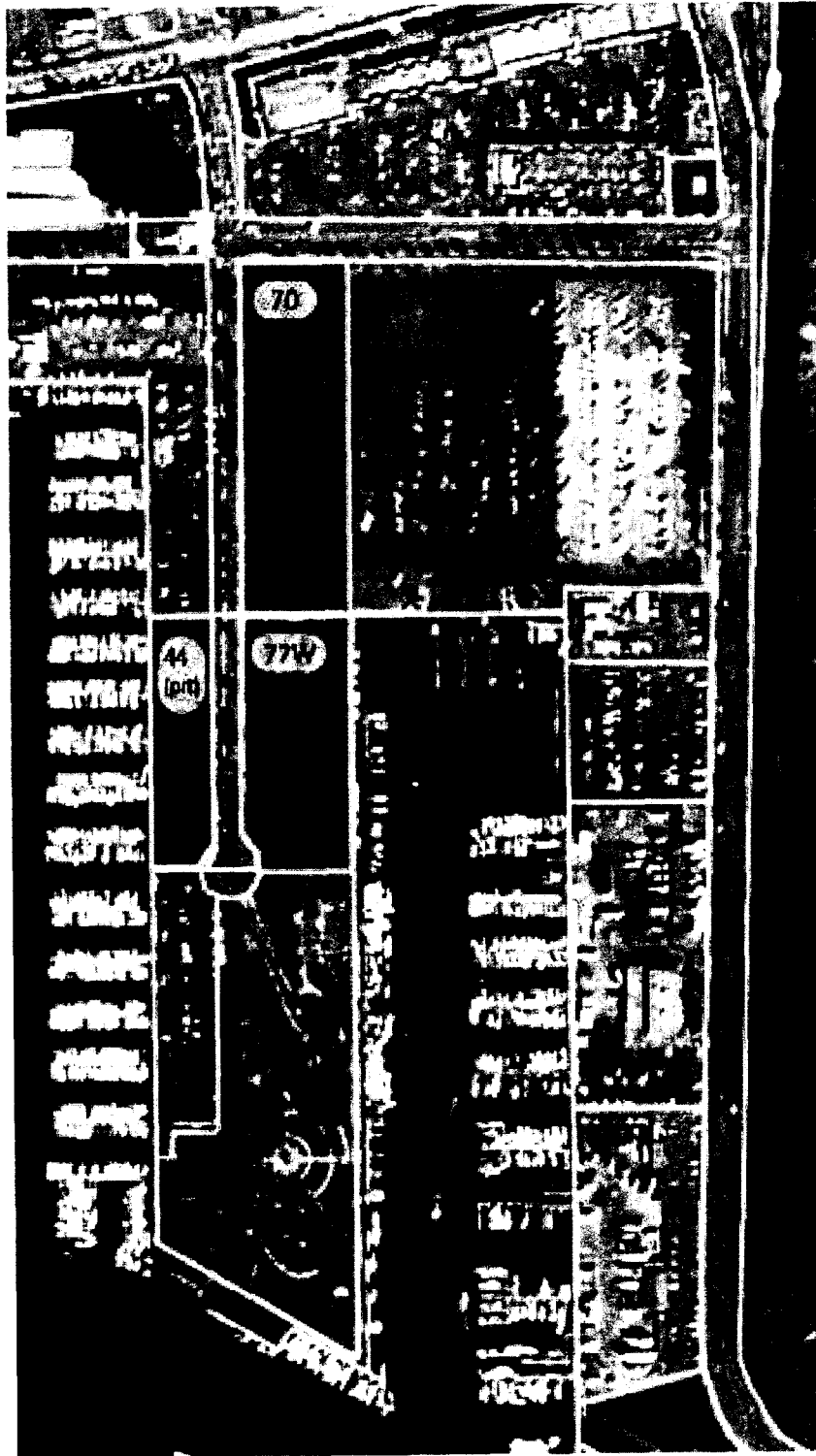


Stan Wisniewski, Director

SW:rm  
Attachment (1)

c: Chief Administrative Officer  
Executive Officer, Board of Supervisors  
County Counsel  
Auditor-Controller

EXHIBIT A  
Parcels Included in RFP





# **REQUEST FOR PROPOSALS**

**FOR DEVELOPMENT OF A WATER ORIENTED  
ENTERTAINMENT/RETAIL CENTER ON THE  
MINDANAO PENINSULA IN CONJUNCTION WITH  
THE EXPANSION OF CHACE PARK**



**LOCATED IN  
MARINA DEL REY, CALIFORNIA**

**ISSUED BY  
COUNTY OF LOS ANGELES  
DEPARTMENT OF BEACHES AND HARBORS  
APRIL 2003**

## SUMMARY OF PROJECT FACTS

**Special Note**      **Simultaneous Issuance of Entertainment/Retail and Dry Stack Boat Storage Requests for Proposals (“RFP’s”).**

**The proposed development of a destination visitor-serving project that is integrated with an expanded Chace Park and the concurrent expansion of boater serving facilities on Parcels 52R and GG respond to the need to simultaneously enhance Marina del Rey as a visitor destination and increase the amount and quality of facilities serving recreational boaters and users of Chace Park. To this end, the County has released Requests for Proposals (“RFP’s”) for both projects simultaneously, requiring, at a minimum, that new boater facilities on Parcels 52R and GG fully replace the repair and boat hoist facilities and expand the boat storage now located on Parcel 77W to permit the future use of Parcel 77W for visitor serving commercial uses and the expansion of Chace Park. Such replacement facilities for boaters must be in place before any closure of the existing facilities on Parcel 77W. All proposals will also be expected to provide boater access to an entertainment/retail center that is integrated with the expanded Chace Park.**

**Development Opportunity**      The County is offering up to 8.83 acres of prime Marina del Rey waterfront for the development of an entertainment/retail center (“ERC”) containing approximately 175,000 square feet of visitor-serving commercial space (e.g., specialty retail, restaurant and entertainment oriented venues). It is envisioned as a high-activity complex with a pedestrian-friendly waterfront-oriented ambiance linked to various transportation modes.

In the interest of an efficient and cost-effective process, the County is requiring only conceptual proposals. Additional information may be requested from one or more proposers as part of the evaluation process.

**County Objectives**      The County has three principal development objectives:

- (1) Recapturing the special place Marina del Rey has had as a leisure and visitor- serving destination;
- (2) Taking advantage of site opportunities to create a combination of waterfront and expanded park exposure unique among retail/visitor-serving locations along the Southern California coast; and
- (3) Enhancing the value of Marina del Rey to recreational boaters.

The proposed ERC site offers an unparalleled opportunity to create a leisure time and dining experience with both waterfront and park views available to most tenants. Potential enhancements for the boating population include access to an attractive dining and recreational facility that will complement the proposed expanded and enhanced boat storage and maintenance facilities planned for the area.

- Site Description** The “Project Site” is located at the southwest corner of Mindanao and Admiralty Ways and consists of Marina Parcels 70, 77W and a portion of Parcel 44U, totaling 8.83 acres, all currently owned or controlled by the County (see Exhibit 1). The developer can choose to use any or all of this site for the ERC project. The site contains extensive water frontage on two sides and is adjacent to a waterfront public park. The County will also consider vacation of that portion of the existing roadway (Mindanao Way) that separates two of the Project Site parcels to provide a continuous footprint for the project.
- This RFP also provides the opportunity for a “Combined Project” which may include lease extensions for parcels adjacent to or near the Project Site.
- Entitlements** Development of the ERC project will require an amendment to the Marina del Rey Local Coastal Plan (“LCP”) in order to aggregate the base level of entitlements and change the land use classification of the Project Site. The County will not accept proposals that entail an increase in square footage above that currently provided for the Project Site by aggregation of the entitlements (approximately 175,000 square feet) except where additional parcels owned or controlled by a proposer are to be added to such aggregate total.
- Parking** Any existing public parking displaced by the ERC (153 spaces) will need to be relocated nearby or replaced on-site and additional parking for an expanded Chace Park (for planning purposes – 180 spaces) will also be needed as part of the project. Additionally, the completed project will also be required to include parking for the boat slips associated with the expanded park and those slips adjacent to the Project Site on Parcel 44U. To supplement ERC customer parking, the County has the right to use up to 876 parking spaces on evenings and weekends in a nearby parking structure. The County will accept financial responsibility for the replacement of current public parking and additional parking provided for Chace Park and associated boat slip parking, either through public development of such parking or by concessions and offsets to rent if such parking is provided by the developer and will also consider proposals wherein the County builds all or a portion of project parking to take advantage of the County’s financing costs and economies of scale on a cost-sharing basis with the developer to the extent that proposed minimum rent creates a surplus over debt service for public financing of such facilities.
- Portions of the Project Site contain the County’s Visitors Information Center and public parking. It is anticipated that any existing boat storage on the Project Site will be relocated and fully replaced and enhanced by the County and that space for the Visitors Center will be located within the proposed development.

- Transaction Structure** The County will accept only an unsubordinated ground lease.
- Submission Schedule and Format** The proposer shall submit one original and nine copies (excepting large-scale drawings and exhibits if included in the package) of a Proposal Package in 8.5" x 11" format. Proposals must be organized following the Submission Requirements section and must include at least the requested information. Responses must be submitted not later than 5:00 p.m. PST on Monday, June 30, 2003 to:
- County of Los Angeles Department of Beaches and Harbors  
Attn: Mr. Alexander E. Kalamaros, CCIM  
13837 Fiji Way  
Marina del Rey, CA 90292  
Phone: 310.577.7961  
Fax: 310.821.6345  
Email: akalamar@dbh.co.la.ca.us  
Internet: <http://beaches.co.la.ca.us>
- Proposer's Conference** Wednesday, April 30, 2003 at 10:00 a.m.  
Burton W. Chace Park Community Building  
13650 Mindanao Way  
Marina del Rey, California 90292
- Attendance is not mandatory for proposers; however, proposers are strongly urged to attend as questions regarding the RFP and the project will only be addressed at this meeting and for a limited time afterward in follow-up correspondence, which will be shared with all proposers.
- Information Packet** An information packet containing additional background materials is available from the Los Angeles County Department of Beaches and Harbors. The packet contains the following items:
- The Marina del Rey Asset Management Strategy
  - The Marina del Rey Local Coastal Program
  - Marina del Rey Promenade Guidelines
  - Marina del Rey Architectural and Construction Standards

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**Exhibit 1  
Parcels Included in RFP**





## 1. EXECUTIVE SUMMARY

### 1.1 THE DEVELOPMENT OPPORTUNITY

The County of Los Angeles (the “County”), through its Department of Beaches and Harbors (“DBH”), is seeking development teams, which will provide the expertise, experience and financial ability to deliver a retail center, which celebrates the water and encourages leisure pedestrian activity. The new entertainment/retail center (“ERC”) should be developed as a regional draw serving the Los Angeles region, the citizens of Marina del Rey and the recreational boating community.

The County will enter into a ground lease with the selected developer wherein the County will provide a set of existing parcels and public access areas as the potential project site. The available site and existing entitlements, once aggregated, will support a center of approximately 175,000 rentable square feet of development at one of the key entry points to Marina del Rey and that is bounded on two sides by water and faces a waterfront public park. The County will not support proposals that entail a net increase in square footage above that currently provided for the Project Site by aggregation of the entitlements as above provided except in situations where additional parcels owned or controlled by a proposer may be added to such aggregate total. The County believes that the site and surrounding major metropolitan area provide a unique opportunity for visitor serving commercial development.

### 1.2 COUNTY GOALS

The proposed Project Site has extensive available water frontage and portions are adjacent to a public park, which the County plans to expand. The County encourages proposals which will further the County’s goals of providing enhanced opportunities for public parking and park use as well as integration with and expansion of the adjacent park as an adjunct to providing increased retail shopping, restaurants, entertainment and other visitor serving amenities to encourage visitation and use of the Marina.

**The County envisions a center that may contain such uses as specialty retail, restaurants, a cinema, various other entertainment-oriented venues, shopping and open public areas, together with water-related amenities such as a water taxi and guest docks. However, the County has no preconceived requirements for project uses and encourages proposals for either traditionally anchored or unanchored projects that demonstrate appropriate user generation to assure the long-term viability of the proposed project.**

In its evaluation of proposed projects, the County will favor uses that take advantage of and benefit from water proximity and/or frontage and will consider either traditionally anchored or unanchored projects that generate sufficient user traffic to provide meaningful assurance of the long-term viability of the proposed center.

The focus of this RFP is improved integration of recreational and retail areas, which will help make the Marina an exciting, user-friendly attraction to Southern California residents, boaters and visitors. This is one of the important goals of the County’s Asset Management Strategy (“AMS”), adopted by the Board of Supervisors (“Board”) in 1997.

### 1.3 PROJECT SITE

As shown in Exhibit 1, the ERC project site is situated on the Mindanao Peninsula in Marina del Rey at the intersection of Mindanao Way and Admiralty Ways. The Project Site may be located on as many as 8.83 acres containing extensive water frontage on two sides and could be comprised of all or portions of several distinct parcels. In addition, proposers may utilize additional areas of adjacent parcels if they demonstrate control of such parcels.

A map illustrating the Marina del Rey parcels that are the subject of this RFP is included as Exhibit 1. Proposers may choose to submit plans utilizing all or a portion of the available parcel sites and, in addition, may submit plans which include adjacent or nearby parcels as part of the proposed project to the extent a proposer can demonstrate its control of such additional parcel(s).

**The County will also consider the roadway vacation of the portion of Mindanao Way that separates Parcels 77W and the portion of Parcel 44U that is a part of the Project Site so as to provide a contiguous footprint for the project. Project plans must, however, retain unrestricted public access to the proposed expanded adjacent Chace Park.**

### 1.4 PARKING

Any proposed project, which utilizes parcels now containing public parking, must include provision for replacement of such parking on a one-for-one basis at or near its current location. The County will accept financial responsibility for the replacement of current public parking (153 spaces) and for parking provided on the Project Site for an expanded Chace Park (for planning purposes – 180 spaces) and boat slip parking associated with the expanded park site and the slips adjacent to the Project Site on Parcel 44U (for planning purposes – 259 spaces), either through public development of such parking or by concessions and offsets to rent if such parking is provided by the developer. It will also entertain proposals where the County builds all or a portion of required replacement and project parking to take advantage of the County's financing costs and economies of scale on a cost-sharing basis with the developer, to the extent that proposed minimum rent creates a surplus over debt service for public financing of such facilities. Additional structured parking for up to 876 vehicles can also be made available by the County in a nearby structure (the Trizec Office Building, located across Admiralty Way from the Project site at Marina Parcel 76) on holidays, weekends and evenings after 6:00 p.m.

### 1.5 ENTITLEMENTS

It is expected that the County will join the successful respondent in applying for a related LCP amendment to implement the ERC project and any other needed land use entitlements. The County's proprietary assistance is without prejudice to full exercise of its governmental regulatory powers in its review of any required land use entitlements. It is also expected that development proposals will maximize available buildout on the site; however, maximized buildout is not a requirement of this RFP and respondents are encouraged to propose a level of development that is most suited to the success of the overall project. Respondents are further encouraged to submit multiple proposals if they have more than one possible development solution.

The County manages Marina del Rey pursuant to the goals and objectives set forth in the Marina del Rey Local Coastal Program ("LCP") and the County's Asset Management Strategy ("AMS"), adopted by the Board of Supervisors ("Board") in 1997. A map illustrating the AMS overall Marina plan is set forth as Exhibit 2.

## **1.6 PUBLIC IMPROVEMENTS**

The County contemplates a number of public improvements in the vicinity of the ERC project area and elsewhere in the Marina. The scope, funding and schedule of these potential public improvements are in various stages of analysis and evaluation, and thus the details of these potential projects are not yet finalized. Nonetheless, a number of the potential improvements currently under review relate directly to or may affect the prospects for the ERC and discussions of these potential projects are therefore included for informational purposes.

## **1.7 TRANSACTION STRUCTURE**

The County will accept only an unsubordinated ground lease with minimum rents and percentage rents. The County will not subordinate its fee interest or ground rental payments.

## **1.8 SUBMISSION SCHEDULE AND FORMAT**

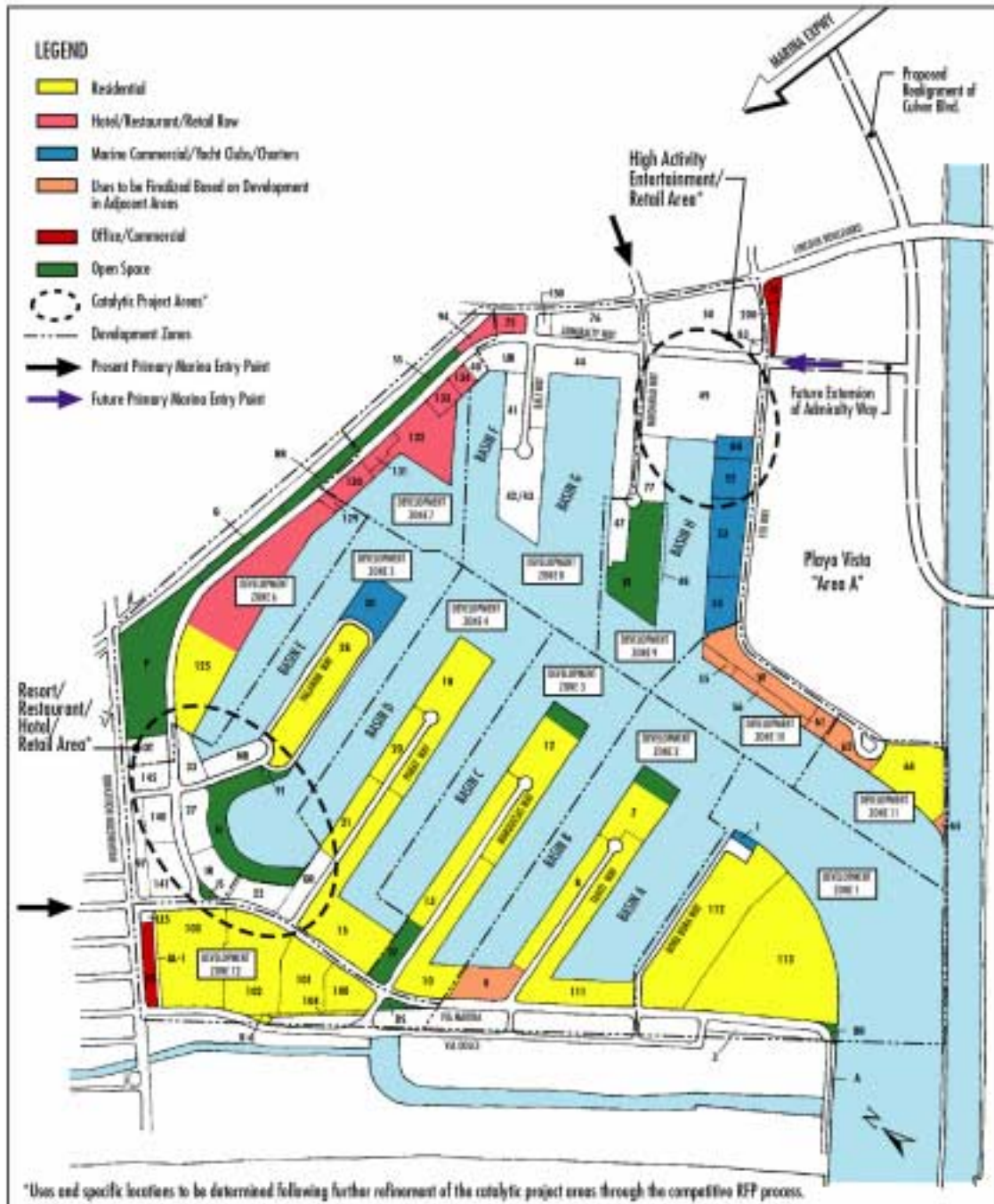
The County will consider all proposals against the standards generally set out in this Request for Proposals ("RFP") and, to the extent competing proposals are submitted, will judge proposals against each other.

Responses are due no later than 5:00 p.m. Pacific Time on Monday, June 30, 2003. The application process and the contents of the application are discussed herein, principally in Section 6. Submissions are to be delivered to:

County of Los Angeles Department of Beaches and Harbors  
Attn: Mr. Alexander E. Kalamaros, CCIM  
13837 Fiji Way  
Marina del Rey, CA 90292  
Phone: 310.577.7961  
Fax: 310.821.6345  
Email: [akalamar@dbh.co.la.ca.us](mailto:akalamar@dbh.co.la.ca.us)  
Internet: <http://beaches.co.la.ca.us>

**Exhibit 2  
Marina del Rey Asset Management Strategy (AMS) Map**

**Marina del Rey Asset Management Strategy  
Land Use Designations and Development Zones**



Note: Per the Local Coastal Program, all new projects located on waterfront parcels shall provide public pedestrian promenades adjacent to bulkheads. Development Zone 13 contains only the parkway along Fiji Way. Development Zone 14 contains parcels 51 and 200. Development Zones 13 and 14 are not diagramed above. 02/13/01

## 2. BACKGROUND AND CONTEXT

### 2.1 GENERAL BACKGROUND

Marina del Rey is located at the Pacific coast of metropolitan Los Angeles (Exhibit 3). The land and water area that comprises the Marina del Rey community is situated on unincorporated land owned by the County of Los Angeles. In the late 1950s, the Marina was dredged, and in the 1960s landside and water developments were created. Most of this land and water area has been developed under ground leases administered by the Los Angeles County Department of Beaches and Harbors.

Development in the Marina is governed by the LCP, which was last amended in 1996. The County's Board of Supervisors adopted an Asset Management Strategy ("AMS") in 1997. The AMS reflects the County's objectives and goals in seeking to maintain and enhance the Marina's reputation as a premier recreational boating harbor with attractive residential, shopping and dining facilities and overnight accommodations. In 2001, the County established the Marina del Rey Convention and Visitors Bureau to promote the general guidelines and programs for achieving the visitor-serving objectives of the LCP.

A previous RFP for an ERC project on parcels 49, 52R and GG was issued in 1998. Following the evaluation of proposals, the County's Board of Supervisors authorized negotiations with the selected developer in 1999. The County terminated those negotiations in the Fall of 2001 when it became clear that the plan, including arrangements to either relocate or otherwise accommodate existing public boating facilities on Parcel 49R, was not feasible. The County has, therefore, undertaken an assessment of potential alternative locations for the ERC that eliminate disruption to current public facilities and provide an enhanced opportunity to integrate the ERC with an expanded public park and promenade. The proposed location of the ERC project allows for several alternative site plan configurations on the Mindanao Peninsula.

DBH has previously issued three other solicitations in connection with Marina redevelopment (see Section 2.6). These solicitations have resulted in negotiations for over twenty new development and renovation projects with a value expected to exceed \$500 million.

**Exhibit 3**  
**Location of Marina del Rey**



## **2.2 OVERVIEW OF MARINA DEL REY**

Marina del Rey is one of the largest small craft harbors under unified management in the United States. Of the total 800 acres within the Marina, there are approximately 150 acres of water area and 253 acres of land area under long-term unsubordinated ground leases. Marina del Rey has over 50 major commercial leaseholds and over 300 subleases. Major components of Marina del Rey include the following:

- Approximately 5,300 boat slips.
- Approximately 6,000 rental apartment units.
- 600 luxury condominiums.
- Six hotels with a total of 1,040 rooms.
- Approximately one million square feet of commercial space divided among office, conventional retail and restaurants.

## **2.3 ASSET MANAGEMENT STRATEGY (AMS)**

In the AMS adopted in 1997 for Marina del Rey, the County addressed some of the critical issues for preserving and enhancing the location's prestigious identity, dealing with second-generation development, and ensuring that when the majority of the existing Marina leaseholds recycle, the Marina will be a viable, exciting area still capable of producing substantial revenues for the County, while serving the needs of both the recreational boater and community at large for water-oriented recreation.

The four main elements of AMS are:

- A long-term vision for Marina del Rey, which establishes the area as a strong urban waterfront development;
- Catalytic development projects that will draw people on a regional basis, spur further leasehold development and set a standard for design quality;
- Development mechanisms to encourage leasehold redevelopment proposals consistent with the long-term vision; and
- Other mechanisms to encourage refurbishment and ensure quality maintenance of those leaseholds that will not be redeveloped during the remaining terms of their leases.

Five characteristics common to successful waterfront developments that the County wishes to achieve in Marina del Rey are:

- A powerful sense of place;
- An accessible waterfront, both physically and visually;
- An exciting mix of inter-connected uses that relate strongly to the water;
- A multi-modal transportation system that facilitates walking and other non-automotive forms of travel; and
- A varied, high-quality residential environment.

Two of the important policies set forth above – increased waterfront access and visitor-serving environment – are two of the major objectives of this RFP.

## 2.4 LOCAL COASTAL PROGRAM OVERVIEW: INTRODUCTION TO MARINA ENTITLEMENTS

The Marina del Rey LCP, adopted by the Los Angeles County Board of Supervisors and Certified by the California Coastal Commission, governs development in Marina del Rey. Following adoption of a comprehensive amendment to the existing LCP in 1996, the potential for a limited amount of additional development was set forth based on the capacity of local transportation arteries to handle additional traffic. For planning purposes, this additional development potential is allocated among fourteen Development Zones (“DZs”) rather than to individual parcels. Aggregate development in the Marina as well as development within each DZ is regulated by the allocation of p.m. peak hour traffic trips.

***Information regarding entitlements as set forth in the LCP is presented here for informational purposes. All unallocated restaurant, office, residential and retail entitlements located in DZs 8, 9, 10, 11 and 14 are proposed to be allocated to this ERC project as set forth in Section 3.9. These entitlements will, therefore, not be available to other development projects not the subject of this solicitation.***

A brief overview of the LCP/Regional Planning/Coastal Commission Requirements is set forth in Appendix E. The LCP is available for review at the DBH office or the Los Angeles County Regional Planning Department and is available for purchase from the Department.

## 2.5 RECENT PRIVATE INVESTMENT IN THE MARINA

There has been a significant amount of recent investment in the redevelopment of leased properties located in the Marina. Since 1990, this has included the following:

- Construction of the Ritz-Carlton Hotel;
- Remodel of existing guest rooms at the Marina Marriott Hotel;
- Remodel of Dolphin Marina apartments and replacement of anchorage facility;
- Construction of 120 new Panay Way apartment units;
- Remodel of the Del Rey Yacht Club facilities;
- Replacement of 150 existing slips at the California Yacht Club;
- Remodel of existing Bay Club apartments;
- Remodel of the Red Onion Restaurant into FantaSea Yacht Charters;
- Remodel of Charley Brown’s Restaurant into Tony P’s Dockside Grill;
- Major Remodel of Reuben’s Restaurant into Harbor House Restaurant;
- Remodel and expansion of Shanghai Red’s Restaurant;
- Remodel of The Boat Yard to add ships chandlery;
- Major Remodel of interiors, exterior and landscaping of Oakwood Apartments.

## **2.6 PREVIOUS SOLICITATIONS**

DBH has previously issued solicitations and received redevelopment proposals for major new projects that collectively total 3,577 apartments, 1,641 hotel rooms and 1,544 boat slips. Of the total 3,577 new apartments, 1,656 units will replace thirty-year-old apartments and the remaining 1,921 units will constitute new additions to existing parcels. The 1,544 new boat slips will replace 2,052 thirty-year-old slips and will utilize the same water area but provide larger slips, and improved boater amenities. Additionally, a limited amount of new retail, office and specialty storage space, restaurant seats and specialty storage has been proposed, together with a new 2+ acre park on the Marina's west side. Approximately 20 proposals are under negotiation. A new project report, detailing the status of projects proposed as a result of recent previous solicitations will be made available upon request.

## **2.7 MARINA GOVERNANCE**

Marina del Rey is situated in an unincorporated portion of Los Angeles County and therefore is under the direct jurisdiction of the County Board of Supervisors ( Board). When the Marina was developed, the Board created the Small Craft Harbor Commission ("SCHC") to oversee activities and recommend leases and policy to the County Board of Supervisors. The SCHC consists of five members appointed by the Board. The SCHC recommends actions regarding Marina del Rey to the Board, which has the power to make decisions and direct activity. Issues of project design and compliance with certain LCP policies and standards are overseen by the Marina del Rey Design Control Board (DCB), which also consist of five members appointed by the Board and which recommends actions to the Regional Planning Commission, the Board and the California Coastal Commission , which bodies have the power to make final decisions regarding design and planning issues.

Ongoing administration is the responsibility of DBH, which oversees all County-owned or controlled beaches as well as all land and water area encompassed by Marina del Rey. Within the Marina, the DBH manages and administers over 50 ground leases covering hotel, restaurant, office, residential, retail, harbor, anchorage, parking and concession uses. The Department's scope of activities entails significant asset management responsibility due to the size and complexity of the leasehold and concession interests, which it manages. The County's powers and rights in its governmental capacity are not affected by its leasing to proposers or developers in its proprietary capacity.

Land use and development within the Marina is controlled by both the County of Los Angeles and the California Coastal Commission. Marina del Rey lies within the Local Coastal Plan area, and specific development is governed by a Land Use Plan ("LUP") for the area. The LUP specifies maximum buildout, open space requirements, parking requirements, traffic limitations and addresses other types of entitlement issues.



## **2.8 MARINA CAPITAL PROJECTS**

The County and various other agencies responsible for ongoing administration and improvement of the Marina provide capital improvements to the area's infrastructure. These recent and planned investments provide a significant level of support for new development and include the following:

- The U.S. Army Corps of Engineers has jurisdiction over the construction of shoreline structures and other activities in the water areas of Marina del Rey. Between 1994 and 1996 the Corps and the County spent \$5.5 million to dredge nearly 300,000 cubic yards of material to maintain the Marina's entrances.
- An additional 700,000 cubic yards of waterway dredging began in 1998 and was completed in 2000 (total projected cost of \$7.7 million).
- A \$23.5 million project to reinforce all 758 panels of the Marina seawall was completed in 1999.
- The County is currently in the process of planning to implement Phase I of a Marinawide landscape and lighting redesign of all roadway medians and two entry parcels.
- The County is currently planning for the widening of Admiralty Way from four to five lanes between Via Marina and just west of Bali Way and six lanes from west of Bali Way to Fiji Way
- The County, along with state and regional traffic authorities, has completed preliminary plans to extend the Marina Freeway (State Route 90) from its current terminus at Lincoln Boulevard to a point on Admiralty Way near the public library and the environmental review process for the project has been initiated,
- Planned expansion of Chace Park.

### **3. PROJECT DESCRIPTION**

#### **3.1 ULTIMATE AIM OF THE ERC PROJECT**

The ultimate aims of the ERC are the improved integration of the Marina's recreational and commercial areas in furtherance of the AMS goals of creating an exciting, user-friendly attraction to Southern California residents and visitors.

The successful ERC proposal will make effective use of existing transportation infrastructure and available entitlements. By maximizing connections to the surrounding area, the ERC project will provide a quality project environment while serving to implement the LCP and AMS.

The project location is set between Chace Park to the west, the County's launch ramp to the south, and a proposed new hotel complex (Parcel 44U-Hotel) to the north. Across the street from the project site to the east is a shopping center and across the street in the adjacent block to the north are two office buildings with street level office and retail. The offered project site should be oriented to multiple transit modes, including vehicle drop-off and parking, pedestrian circulation, a bicycle path and water taxi and may be integrated with adjacent existing leaseholds, creating a unique water-related urban character that will attract visitors on a regional basis. Due to limitations on the availability of land on the Project site, the County can also make available additional parking of up to 876 spaces for the ERC on nights and weekends in the existing office building garage across Admiralty Way (4640 and 4676 Admiralty Way).

The County has three principal development objectives: (1) recapturing the special place Marina del Rey has had as a leisure and visitor-serving destination; (2) taking advantage of site opportunities to create a combination of waterfront and park exposure unique among retail/visitor serving locations along the Southern California coast (see Appendix G) and (3) enhancing the value of Marina del Rey to the recreational boating population. The proposed ERC site offers an unparalleled and unique opportunity to create a visitor-serving leisure time and dining experience with both waterfront and park views available to most tenants, rather than only those at the edge of the project. Potential enhancements for the boating population include a unique opportunity for both resident and visiting boaters to access an attractive dining and recreational facility that will complement the proposed expanded and enhanced boat storage and maintenance facilities planned for the area.

As stated in Section 3.11 and Section 5, the County will also consider proposals from existing lessees involving lease extensions for nearby and adjacent properties to be included with all or part of the Project Site, provided that the project goals identified above are still achieved.

#### **3.2 ILLUSTRATIVE WATERFRONT DEVELOPMENT PLANS**

In recent years, numerous urban waterfront venues have undergone development and redevelopment, providing enhanced public enjoyment of the waterfront via cafés, restaurants, shopping, socializing and recreational opportunities. A series of graphics and photos illustrate a number of contemporary urban waterfront development efforts analogous to the proposed ERC in the book, *The New Waterfront: A Worldwide Urban Success Story*, by Ann Breen and Dick Rigby (New York: McGraw-Hill, 1996), which is referenced here to demonstrate the numerous creative efforts that have resulted in revitalization of the urban waterfront.

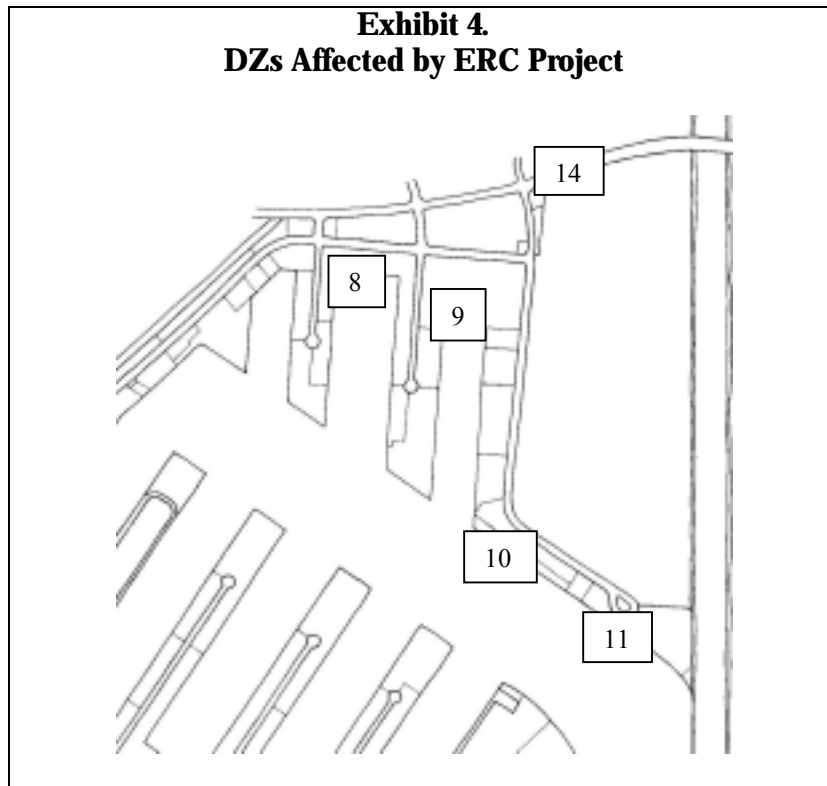
### 3.3 ESTIMATED PROJECT BUILDOUT – FEASIBILITY

A recent study was undertaken by the County to assess the feasibility of alternative locations and placement of entertainment retail project components and improvements on the ERC RFP site. The County’s architectural consultant, in consultation with the Department, has reviewed the proposed Project Site and the spatial feasibility of the County’s RFP offering, including locations of related public improvements, potential solutions to the County’s additional goal of providing expansion of, integration with and enhanced parking for the adjacent public park and maximization of opportunities for orientation to the waterfront.

Based on study estimates, it appears that a potential buildout area of 175,000 +/- rentable square feet with possible combinations of enclosed and open common areas, a pedestrian promenade, park expansion and required additional parking for the adjacent expanded public park is feasible in a variety of combinations and that a project of this approximate size can be developed to accommodate the replacement and additional parking requirements set out in this RFP, while still providing sufficient space for the entertainment retail concept to be implemented. The site is situated in such a manner that a multi-level structure could enjoy excellent water views and frontage on two sides and a park view on the third side. This combination of views would make the site unique on the coast of Los Angeles County.

### 3.4 DEVELOPMENT ZONES AFFECTED BY ERC PROJECT

Depending on the proposed development program, the amount of entitlements necessary to complete a proposed project may vary. Five development zones (“DZs”) may be impacted by the ERC project. As shown in Exhibit 4, these DZs are 8, 9, 10, 11 and 14.



### 3.5 SITE DESCRIPTIONS

#### 3.5.1 Site Descriptions of ERC Project Parcels

##### “ Project Site ”

The County owns or controls the following parcel areas, designated the “ Project Site”. It is anticipated that all or a majority of the project will be constructed in these areas.

- **Parcel 70.** The County proposes to create this new parcel by aggregation of the current Parcel 49M (approximately 109,834 square feet) and a 67,275 square foot area consisting of the northwesterly 89.7 foot lineal width of the current Parcel 49R. Parcel 49M currently serves as the Marina del Rey Visitors Center and County Parking Lot #4 providing 153 (including 7 handicapped) public parking spaces. It is an asphalt paved parking lot serving the general public, visitors to Chace Park, the adjacent public launching ramp and employees of Parcel 50T (Marina Waterside Center) on a non-priority basis. These parking spaces must be replaced if the parcel is utilized in the proposed ERC project. The 21 public parking and 8 boat washdown spaces currently located on the northwesterly portion of Parcel 49M will be fully replaced by the County. In assuring that there is no net loss of either boat/trailer parking or boat wash down facilities, the County intends to provide augmented boater facilities as follows: (a) reconfiguration/restriping of Parcel 49R to ensure that the current number or greater of auto and boat trailer parking remain on site; (b) reconfiguration of the mast-up storage area of Parcel 49S to maintain or increase the current number of mast-up boat storage spaces and (c) provision of at least 3 additional boat wash spaces/facilities in conjunction with a new boat storage facilities being pursued in parallel with this ERC RFP on adjacent County Parcels 52R and GG.
- **Parcel 77W** currently provides 218 dry boat and/or trailer storage spaces with related parking facilities for 81 cars. In addition, a small boat repair/office of 1,160 square feet and a 4,500-pound marine commercial hoist are provided on site. The dry lot portion of this leasehold is approximately 127,277 square feet. The water area encompasses approximately 27,233 square feet and currently provides approximately 92 lineal feet of side tie docks currently used in part by Fantasea Yachts for charter boat operations. These charter boat operations are temporary and based on a permit that will expire in October 2003. The County holds an option to acquire this leasehold interest and will make arrangements for relocating the existing dry-boat or boat storage spaces and associated parking.
- **A portion of the current Parcel 44U leasehold.** The County holds an option to purchase the southwesterly portion of the Parcel 44U leasehold (“Parcel 44U-Part”. The land area of this portion of the leasehold is approximately 80,274 square feet and the water area encompasses approximately 108,900 square feet. The area currently contains a 6,034 square foot office building, a 9,000 square foot restaurant (closed) and approximately 241 parking spaces. This area shares a boundary line with Parcel 47U, which will be re-acquired by the County upon expiration of the current short-term parcel lease extension on or after November 1, 2005 for a planned expansion of Chace Park.

### 3.5.2 Site Descriptions of Parcels in Vicinity of ERC Project / Adjacent and Nearby Parcel Uses

**The material provided below regarding adjacent and nearby parcels is for informational purposes only and none of the below listed parcels are being made available for ERC project use.**

- **Parcel EE** is the County owned and operated Chace Park. The park contains approximately 7.19 acres of land area and approximately 70,255 square feet of water area providing 10 boat slips for transient use and a public pump out station. The park also contains a community building, pavilion facilities for outdoor functions, including receptions and weddings and is the site of a popular summer concerts series.

Parcel EE lies within the Development Zone 9, and is currently designated as open space on the land portion and water related uses on the water. The County plans to enlarge and enhance the current Chace Park by the addition of the current Parcels 47U and 48R sites. The additional 1.1 acres of land area and .6 acres of water area, containing 201 boat slips, along with will bring the total size of the Park to 8.3 acres of land and 2.2 acres of water and will provide the additional areas to accommodate its proposed aquatic center, housing expanded youth and public educational programs centering on boating, sailing, water safety and allied uses.

Proposers may wish to consider integration of their plan with the County's plans for an expanded park and public promenade, which may provide continuous pedestrian waterfront access from the project site to and around the expanded park site.

- **Parcel 48R** is currently operated pursuant to a joint use agreement between the County and the Western Los Angeles County Council of the Boy Scouts of America, which operates the Sea Scout Base. The permanently based facility is a three-story structure containing meeting rooms, administrative areas, equipment storage, maintenance areas and restrooms. In addition, there are approximately 1,000 lineal feet of dock area. This parcel contains approximately 25,000 square feet of water area. Parcel 48R lies within Development Zone 9 and is currently designated as water related uses.

The County is in process of consolidating into this and other proposed Chace Park facilities various Marina-wide programs, including youth aquatic programs, rowing and other aquatic/boating programs.

- **Parcel 47U** is currently under short-term lease to S.M.Y.C. Marina which operates the Santa Monica Windjammers Yacht Club. The short-term lease extension recently granted to the yacht club allows the County to cancel the lease upon 6 months' notice at any time after July 31, 2005. The facility has 200 boat slips and a 10,357 square foot office building. This leasehold contains approximately 83,600 square feet of dry lot area and approximately 161,523 square feet of wet lot area.

The County is currently in negotiation with the lessee to relocate the yacht club elsewhere in the Marina. The landside portion of the leasehold is proposed for expansion of Chace Park and our proposed aquatic center. The 201slips on the leasehold will continue to be made available for recreational boating.

Parcel 47U lies within Development Zone 9 and is designated marine commercial on the landside portion of the leasehold and water related uses on the water areas of the leasehold.

- **Parcel 44U-Hotel** is portion of Parcel 44U, which will remain under lease once the County exercises its option to acquire the southwesterly portion of the parcel for inclusion in the Project Site. The County is currently under negotiation with the lessee for long-term extension and development of a 382-room hotel. This portion of the leasehold is currently used for boat storage, boat brokerage/sales, marine repair, yacht club operations, office and boat slips. This site contains approximately 337,072 square feet of dry lot and approximately 164,624 square feet of wet lot.

Parcel 44U-Hotel lies within Development Zone 8 and is currently designated for visitor-serving/convenience commercial, boat storage and marine commercial on the dry lot portion of the leasehold and water related uses on the wet lot. The proposed hotel development will require that the California Coastal Commission approve a Local Coastal Plan amendment. The County is in support of this development and will be a co-applicant with the lessee for such approvals. All current marine commercial uses will be either retained on site or replaced in the vicinity.

- **Parcel 52R** is currently a public parking lot providing 240 (including 7 handicapped) spaces and 228 feet of side tie docks. The site contains approximately 88,687 square feet of dry lot area and approximately 45,300 square feet of wet lot area. There is a month-to-month license agreement with the lessee of Parcel 56S (Fisherman's Village) for use by customers of the commercial fishing boats who load passengers from the docks on Parcel 52R.

Parcel 52R lies within Development Zone 9 and is designated public facility. The County currently intends utilization of this parcel, in conjunction with Parcel GG, as further described below, for boat storage facilities. Current Parcel 52R public parking is proposed to be replaced and incorporated into the development plans for Parcels 55/56S/W.

- **Parcel GG** is currently used by the County's Department of Beaches and Harbors for administrative offices. The site contains approximately 45,909 square feet of dry lot area and approximately 5,000 square feet of wet lot area.

Parcel GG lies within Development Zone 9 and is designated public facility as to the landside area of the leasehold and water related uses as to the water portion of the leasehold. The County intends to relocate its administrative offices located on the parcel and to issue a separate Request for Proposal for the development of boat storage facilities on the site along with the adjacent Parcel 52R.

- **Parcels 55, 56S and W.** Parcel 56S (Fisherman's Village) currently contains approximately 32,000 square feet of restaurant and specialty retail space. The County has preliminarily approved a plan to combine Parcels 55/56S and W into a single leasehold which is projected to contain approximately 48,000 square feet of specialty retail and restaurant space along with expanded marine commercial uses, which may include a terminal for marine charter boat and Catalina/Coast ferry boat usage with accompanying parking. The proposed development is envisioned to be complementary rather than competitive to the ERC project due both to the distance from the ERC site and the specialized uses projected for the reconfigured project.

### 3.6 POSSIBLE MODIFICATION OF EXISTING PARCEL BOUNDARIES

In conjunction with requirements set forth in the LCP, potential future development in the vicinity of the Marina may require the planning and construction of improvements to particular intersections and various roadway projects designed to improve traffic circulation. In particular, two specific projects may potentially impinge on the leasehold interests of lessees on the Marina's eastside: (1) the widening of Admiralty Way, which may include the reconfiguration of the Admiralty Way/Via Marina intersection; and (2) the extension of Route 90 to Admiralty Way. The need for these projects is described in the *Marina del Rey Land Use Plan*, Chapter 11, "Circulation," and the *Marina del Rey Local Implementation Program*, Appendix G, "Transportation Improvement Program." These projects have not yet been fully defined or scheduled, however, Proposers are advised to seek the advice of the County's Department of Public Works in regard to any proposed improvements that may be proposed alongside current roadways, intersections or parcel boundaries.

### 3.7 SITE UTILIZATION

The primary land use regulations for Marina del Rey are contained in the LCP, which is comprised of the *Marina del Rey Land Use Plan* and the *Marina del Rey Local Implementation Program*. In 1996, the California Coastal Commission and the County of Los Angeles approved a comprehensive amendment to the LCP. Currently, the LCP permits principal uses on the subject ERC Parcels shown in Exhibit 5.

#### Exhibit 5. Existing Principal Permitted Uses

<i>Parcel</i>	<i>Land Use Designation</i>
70	Parking, Boat Storage
77W	Boat Storage, Water
44U-Part	Visitor-serving Commercial , Water

For all parcels offered as part of the Project Site, an amendment of existing land use designations to add the designation "Waterfront Overly Zone" ("WOZ") will be required. The County intends to support this development and will be a co-applicant with the selected developer for such approvals.

### 3.8 SUGGESTED GUIDING PRINCIPLES FOR ERC PROJECT DESIGN

Based on the information previously described, including the LCP and the AMS, and a strong desire to create the best possible project, the following principles are suggested for the ERC project design:

- Vision consistent with AMS and LCP
- Water-oriented, visitor-serving uses
- Careful blend of well recognized tenants
- People-gathering milieu
- Emphasis on physical environmental quality
- Secure and comfortable spaces indoors and out

- Facility and operation evoke a sense of permanence and value
- Integration with enhanced adjacent park
- Facilities that encourage project use by recreational boaters

In addition to these examples of guiding principles, respondents are advised to review Section 7, which includes a brief explanation of the criteria on which proposals will be judged.

### 3.9 PROJECT ENTITLEMENTS

#### 3.9.1 Availability of project entitlements and anticipated LCP amendment

It is estimated that by aggregating trip allocations from adjacent DZs, the ERC project may be able to obtain entitlements for 175,000 square feet of visitor-serving commercial space. As shown below in Exhibit 8, sufficient additional available entitlements are not present in the two DZs in which the project will be situated. Instead, entitlements are distributed across five adjacent DZs. Therefore, despite the availability of sufficient additional entitlements to implement the ERC project, it will still be necessary for the selected developer to obtain an LCP amendment. The purpose of the LCP amendment is to aggregate such entitlements to the appropriate DZs and adjust the land use designations on the individual parcels to provide for development of the ERC. The County intends to support the proposed amendment and will be a co-applicant with the selected developer for such approvals.

#### 3.9.2 Alternative entitlement availability scenarios

As shown in Exhibit 6 below, the maximum entitlements available to the ERC project consist of approximately 175,000 square feet of existing available entitlements aggregated from Development Zones 8, 9, 10, 11 and 14. As the actual mix of retail and restaurant space may vary with individual project plans, the table represents a simplified representation of available entitlements and proposers are advised to consult the LCP for more precise information on available entitlements.

**Exhibit 6. Maximum Potential Project Size**

<i>Development Zone</i>	<i>Retail Entitlements Available (sq. ft.)</i>
8	103,100
9	27,300
10	23,900
11	18,700
14	2,000
<i>Total</i>	<i>175,000</i>

#### 3.9.3 Land Use Designation and Area of ERC Project Parcels

As shown in Exhibit 7 below, depending on whether the respondent elects to place the proposed ERC project on one or more parcels, this choice will determine the amount of available area on which the ERC project will be situated.



**Exhibit 7.  
Existing Land Use Designation and Area of ERC Project Parcels**

<i>Parcel</i>	<i>Land Use Designation</i>	<i>Land Area (sq.ft.)</i>	<i>Water Area (sq.ft.)</i>	<i>Total Area (sq.ft.)</i>
70	Parking, Boat Storage	177,109	-0-	177,109
77W	Boat Storage, Water	127,277	27,233	154,510
44U-Part	Visitor-serving Commercial, Water	80,274	108,900	189,174

Each of the three ERC project parcels will require a change in land use designation necessary to accommodate placement of the ERC project. These will be part of the application for amendment to the LCP needed for the ERC and will be subject to approval by the Regional Planning Commission, the Board and the California Coastal Commission.

For all parcels offered as part of the Project Site, an amendment of existing land use designations to add the designation “Waterfront Overlay Zone” (“WOZ”) will be required.

### **3.9.4 Transfer of Development Entitlements Across DZ Lines**

In order to achieve the square footages as set forth above, it will be necessary to transfer entitlements across development zones. This requested transfer will be part of the anticipated application for amendment to the LCP.

### **3.9.5 Potential Content of LCP Amendment**

Due to the necessity, as above recounted, of certain amendments to the LCP and the requirements for regulatory approvals by the Marina Design Control Board, the County Department of Regional Planning, and the California Coastal Commission, as well as recommendation by the SCHC and approval of the Board of Supervisors, respondents are advised to consult with the Department of Regional Planning to assess the complexity, scope and length of time it may take to achieve the approvals needed to complete the ERC Project. Respondents should consider a time estimate in accordance with requirements of the various regulatory bodies including the DCB, SCHC, Board and Coastal Commission.

### **3.9.6 Entitlement Matters Relating to Each Parcel**

#### Parcel 70

Development plans that eliminate existing parking spaces will need to provide for replacement of each of those parking spaces elsewhere in the vicinity in accordance with the LCP. In order to accommodate the proposed ERC uses, the current zoning for the parcels will have to be changed through an LCP Amendment to add the designation “Waterfront Overlay Zone.”

#### Parcel 77W

Development on Parcel 77W that displaces any existing marine commercial facilities will be required to provide for relocation of those facilities in the vicinity. The County intends to

relocate such facilities to Parcels 52R and GG. The parcel water area may be used by the ERC for access to the project by private or public watercraft. Access by water allows for both water taxi and private boat docking. The County considers this an important feature of the project since, when utilized in connection with the transient docks at Chace Park, this feature has the potential to increase the attractiveness of the project to both public users and regulatory agencies charged with the responsibility of encouraging increased boater access.

#### Parcel 44U-Part

Adjacent to Parcel 44U-Part are 164 boat slips on approximately 109,000 square feet of water area. Current boat slips must be retained on the water area portion of the leasehold. The successful respondent will lease the land area of Parcel 44U-Part and may, at its election, propose to include the adjacent boat slips as part of the ERC development. If not included as part of the ERC development proposal, the successful proposer need not be involved in the management and operation of the slips along the water frontage and this water area and the slips will be retained by the County and will be operated in connection with Chace Park. If the County retains control of the boat the ERC development must provide for ingress and egress to the boat slips.

### **3.9.7 Height Limits and View Corridor Requirements on ERC Project Parcels**

As indicated below in Exhibit 8, each Marina parcel is subject to maximum height limits and required view corridor requirements. As set forth more fully in the LCP, certain height limit increases may be available in developments that are able to demonstrate view corridors in excess of minimum requirements. Proposers are advised to consult the LCP for detailed provisions and requirements.

#### **Exhibit 8. Height Limits/View Corridors on ERC Parcels**

<i>Parcel</i>	<i>Height Limit – Base Case (20 percent view corridor)</i>	<i>View Corridor Bonus Available?</i>	<i>Height Limit – Maximum Case (40 percent view corridor)</i>
Parcel 70	45 feet	No	N/A
Parcel 77W	45 feet	No	N/A
Parcel 44U-Part	45 feet	Yes	75 feet

### **3.9.8 Promenade and Bicycle Path Requirements on ERC Project Parcels**

The LCP requires that a 28-foot wide pedestrian promenade be provided and maintained along the bulkhead. More specific design recommendations can be found in draft design guidelines, “The Marina Walk,” which is contained in the information packet available for purchase from DBH. In addition, respondents are advised to consult with the Department of Public Works for requirements related to the existing County bicycle path now located on a portion of Parcel 70.

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**3.10 POTENTIAL AVAILABILITY OF PUBLIC FINANCING**

While some form of public-private partnership is anticipated, the County will not consider proposals that require public financial participation for any portion of the project parking except to the extent that proposed project minimum rent creates a surplus, without consideration of sales tax generation to the County, over debt service for any public financing of parking facilities. Respondents should clearly specify any projected contingency, need or desire for public financing related to submitted proposals.

**3.11 PROPOSALS THAT INCLUDE PARCELS REQUIRING LEASE EXTENSIONS**

In cases where a respondent chooses to submit a proposal that includes one or more existing leaseholds, additional requirements will apply. These requirements are covered in detail in Section 5.

**3.12 CONFIDENTIALITY**

Details of the proposals submitted in response to this RFP will remain confidential and will not be released to others prior to the Director's recommendations being presented to the Small Craft Harbor Commission. To preserve confidentiality, some information may be marked "CONFIDENTIAL" or "PROPRIETARY" and the County will recognize such designation to the extent permitted under the Public Records Act. The County will recognize as confidential only those elements in each proposal which are trade secrets as defined in the law of California and which are clearly marked as "TRADE SECRET", "CONFIDENTIAL", or "PROPRIETARY" and if not so marked, the County shall not in any way be liable or responsible for the disclosure of any such records, nor shall the County be liable or responsible if disclosure is required by the California Public Records Act or by an order of any court of competent jurisdiction (see the Notice to Proposers Regarding the Public Records Act" set forth fully in Appendix D).

## 4. OVERVIEW OF TERMS

The County will only accept proposals for a long-term, unsubordinated ground lease. Following are terms and conditions, which should be incorporated in the proposals.

### 4.1 RENT

Base minimum rent shall be generally equivalent to 75% of projected rent generated from percentage rent. Percentage rents shall be based on gross revenue per a schedule established in each ground lease, subject to adjustment over the term of the lease. In the following Exhibit 9, examples of percentage rents by use category are presented.

**Exhibit 9.**  
**Examples of Percentage Rents by Use Category for Properties in Marina del Rey**

<i>Use Category</i>	<i>Range</i>		<i>Prevailing Rate</i>
	<i>Low</i>	<i>High</i>	
Hotel/Motel Rooms	7.5%	8.0%	7.5%
Restaurant (Average of Food & Beverage)	3.0%	5.0%	3.5%
Apartment	7.5%	12.5%	10.5%
Slips	20.0%	33.0%	25.0%
Retail	1.0%	2.0%	2.0%
Office	7.5%	12.5%	11.0%
Car Rental/Service Enterprises Commissions	5.0%	10.0%	5.0%
Vending/Telephone Commissions	25.0%	25.0%	25.0%
Cocktail Lounge	10.0%	10.0%	10.0%
Commissions - Service Enterprises	20.0%	20.0%	20.0%
Entertainment Admissions	5.0%	5.0%	5.0%
Valet Parking Fees	7.5%	7.5%	7.5%
Parking Fees	20.0%	20.0%	20.0%
Miscellaneous	1.0%	7.0%	5.0%

## **4.2 ADDITIONAL LEASE TERMS**

The County will require that the following additional terms, among others, be incorporated into any ground lease:

- 4.2.1 Participation by the County in the proceeds from the transfer/sale of the leasehold interest based upon the higher of: (a) a fixed percentage of the sale price, or (b) a fixed percentage of net profit from the sale;
- 4.2.2 Participation by the County in proceeds from the refinancing of the leasehold interest based upon a fixed percentage of refinance proceeds not reinvested in the leasehold or used to retire existing financing;
- 4.2.3 Late payment charges for any type of rent or payment due to the County including a fixed percentage of the amount due plus interest;
- 4.2.4 Provisions for County assignment consent and recapture rights;
- 4.2.5 Periodic adjustment of minimum and percentage rents to market levels;
- 4.2.6 Disclosure of beneficial ownership;
- 4.2.7 Maintenance standards and liquidated damages for failure to adhere to these standards;
- 4.2.8 General liability insurance coverage and periodic insurance requirement readjustment;
- 4.2.9 Security deposit;
- 4.2.10 Promenade required by LCP (waterfront parcels);
- 4.2.11 Designated dockmaster required for anchorage parcels; and
- 4.2.12 Fund for removal of improvements at termination of lease.

## **4.3 PROPOSER'S RESPONSIBILITIES**

The selected development team will be responsible for payment of all costs and expenses in connection with the project including, but not limited to: costs associated with securing necessary entitlements and environmental documentation; ground clearing, site preparation and construction of new buildings; maintenance; underground utilities; insurance and taxes; permits and inspection fees; costs and mitigation fees associated with the development; and architectural, environmental, engineering and other related work. Developer will be responsible for all brokerage fees, if any. The County will not pay any broker's fees or finder's fees.

The selected developer or development team will be required to:

- Select the multi-disciplinary team;
- Obtain all necessary entitlements and permits;
- Coordinate, manage and facilitate the review of the project by the Regional Planning Commission, the County's Board of Supervisors, the California Coastal Commission and the local community, as well as assist DBH in responding to community issues or concerns that may arise;
- Manage the work effort of the entire development team, the architect, the general contractor, and construction manager (if any) during construction;
- Subsequent to completion, manage the daily operations of the commercial facilities in a professional manner to maintain high standards of operational quality, including contractual agreements with experienced operators if necessary to do so; and
- Market the development.

In summary, the selected development team will be required to address the multitude of issues and complete the multitude of tasks required to develop and operate the proposed development.

#### **4.4 PROPERTY CONDITION**

Environmental investigations, tests, reports or remediation through various governmental agencies may be required for redevelopment of the ERC Parcels. A due diligence period, if necessary, will be provided during negotiations between the County and the selected developer. Rights of review and approval of the results of such investigations, if required, will be given to the selected developer. If the selected developer, acting in good faith, disapproves the results of such investigation, negotiations with the County will terminate. All costs of any such investigation will be borne by the selected developer. The responsibility for clean-up of contamination or toxic materials will rest with the selected developer and will not be the responsibility of the County.

#### **4.5 ENTITLEMENT ISSUES**

##### **4.5.1 Overview**

A major element in the application and development process will be treatment of entitlement issues since modification of existing entitlements through an LCP amendment will be required. A brief overview of LCP/Regional Planning/Coastal Commission Requirements is set forth in Appendix E.

The March 1996 LCP Amendment for Marina del Rey marked several changes in the land use regulation of the Marina. Broadly speaking, these changes addressed four critical issues. They are as follows:

- (1) Height limitation zones were established to limit development on individual parcels;

- (2) View corridor requirements were established so that views of the water would be preserved;
- (3) Entitlements for additional development were, with only a few exceptions, allocated among a series of 12 Development Zones (DZs) rather than assigned to individual parcels; and,
- (4) Aggregate development in the Marina as well as development within each DZ was regulated by the allocation of p.m. peak hour traffic trips with a total of 2,750 such traffic trips being allocated to all additional development within the Marina. The allocation of trips and traffic planning was the primary factor in using DZs as a device for allocating additional entitlements.

***Respondents should be aware that respondents may be subject to a wide range of conditions not contemplated in this RFP in connection with obtaining entitlements for a proposed project. As circumstances dictate, DBH will participate in LCP, Regional Planning, Board of Supervisors, Coastal Commission and other necessary regulatory proceedings, however, while the County is a necessary co-applicant, sponsoring and obtaining LCP amendments and/or other regulatory approvals is the sole responsibility of the successful proposer. The County's proprietary assistance is without prejudice to full exercise of its governmental regulatory powers in its review of any required land use entitlements.***

#### **4.5.2 Prospective Entitlement Processing**

All proposals will require review by the DCB for design features, as well as issuance of a Coastal Development Permit. Depending on the specific nature of the proposal, certain discretionary land use entitlements, such as a Conditional Use Permit, may be required. Use of the parcels described herein as the Project Site will require change in the LCP and, thus, an LCP amendment. Prior discussions with representatives of the Los Angeles County Regional Planning Department familiar with the LCP indicate that projects requiring the interchange or movement of entitlements from adjacent DZs may not present the same challenge in achieving approvals as may be required for more extensive changes. Land use changes to visitor-serving uses, which are likely the emphasis of any changes involved in the ERC project, are likely to be viewed favorably in light of Coastal Commission policies so long as any higher priority (e.g. boating, public parking, etc.) uses are protected or relocated. The process by which such amendments would be processed is outlined below and involves approval by both the County of Los Angeles and the California Coastal Commission.

#### **4.5.3 Outline of General Entitlement Process**

- Review by DBH Design Control Board
- Prepare Application(s) for Entitlements including Coastal Development Permit
- Submit to Los Angeles County Regional Planning Department
- Environmental Review Process
- Public Hearings at Los Angeles County Regional Planning Commission
- Planning Commission Decision
- Additional Public Hearing/Board of Supervisors Decision
- Additional Public Hearing/Coastal Commission Decision
- Note: Any proposed improvements waterside of the existing seawall are under the original jurisdiction of the California Coastal Commission.

#### **4.5.4 County Role in Seeking Modifications to Zoning or LCP**

Aggregation of the entitlements as contemplated for the Project Site will require an LCP amendment and selected applicants will have the responsibility for obtaining this and any other needed amendments. The County, in issuing this RFP, makes no representations that such modifications will in fact be obtained or that, in obtaining them, the developer may not be subject to a wide range of conditions and requirements not described in the LCP.

DBH will make available its best understanding of the origins of the policies embodied in the current LCP and zoning and prior interpretations of these policies in connection with earlier entitlement processing, and will, to the extent that DBH does not see any conflict with its long term asset management growth objectives, consent to and support the required applications in the entitlement process. In addition, DBH will identify key staff members with whom to consult at both the California Coastal Commission and the Los Angeles County Regional Planning Department.

Any assistance provided by the County in its proprietary capacity shall be without prejudice to exercising its powers and rights in its governmental capacity in the consideration of any land use entitlements required to implement a selected proposal.

#### **4.6 APPLICATION PROCESS**

##### **4.6.1 Detailed Response Information**

Proposers must submit by 5:00 p.m. Pacific Time on Monday, June 30, 2003, in the form set forth in Section 6.2, "Proposal Package." The proposal should be sent to the following address:

County of Los Angeles Department of Beaches and Harbors  
Attn: Alexander E. Kalamaros, CCIM  
13837 Fiji Way  
Marina del Rey, CA 90292



**4.6.2 Response Schedule**

Release of ERC RFP	April 2, 2003
Developer's Orientation (10:00 AM at Burton W. Chace Park Community Building, Marina del Rey)	April 30, 2003
Proposals Due	June 30, 2003
County schedules interviews	To be determined
Evaluation Committee issues recommendation to Director	To be determined
Director recommends selection of entity with which to negotiate exclusively	To be determined
Small Craft Harbor Commission reviews Director's recommendation	To be determined
Board of Supervisors selects entity with which to negotiate exclusively	To be determined

## **5. COORDINATION WITH LEASE EXTENSION PROPOSALS**

### **5.1 DEFINITION OF A “COMBINED PROJECT”**

Certain proposals may include plans for combining ERC Parcels and existing leaseholds into a single development project. Such a project is termed a “Combined Project.” A Combined Project is a project that aggregates one or more ERC RFP parcels together with one or more other parcels with existing leases into a single, unified development project. In order to clearly distinguish proposals that contain a Combined Project, all respondents submitting a Combined Project must label any response document with the subtitle “COMBINED PROJECT.”

### **5.2 SINGLE, UNIFIED PROPOSALS MUST INCLUDE BOTH ERC RFP AND RELATED LEASE EXTENSION DATA**

Respondents submitting a Combined Project are not required to submit separate ERC RFP and lease extension proposals for the adjacent leasehold parcel(s) they propose to include with the ERC parcels and should file a single, unified proposal.

- While respondents should submit a single, unified proposal for their Combined Project and thereby eliminate duplicating information that overlaps in the ERC RFP and lease extension proposal, respondents must assure that all necessary project and financial data is included. Combined proposals should also include the following information regarding the related lease(s) that are proposed to be part of the ERC project:
- Related lease information:
  - a) Identification of leased Marina properties proposed to be included
  - b) Proposed ownership and operation of resulting extended lease
  - c) Lease extension terms proposed
  - d) Summary of key elements in associated response to ERC RFP

### **5.3 RESPONSIBILITY FOR LEASE EXTENSION DOCUMENTATION**

While an effort has been made in this document to identify the major technical elements needed in the response to this RFP, all combined project/lease extension respondents should read all applicable documents in their entirety and are responsible for meeting all requirements set forth in the County Lease Extension Policy, which is included as an attachment to this ERC RFP.

### **5.4 TIMING OF LEASE EXTENSION EXPIRATION**

Lease extensions and associated new leases must have a common expiration date and no lease extension can result in a lease term for such parcels that exceeds 99 years from the original lease commencement date.

## **5.5 TREATMENT OF RETAINED LEASEHOLD IMPROVEMENTS**

As a general rule, the County expects full redevelopment of all leaseholds for which lease extensions are granted or development proposals are awarded and neither existing land nor water improvements are to be retained. All existing improvements, whether situated on parcels subject to this RFP or on adjacent or nearby parcels as a part of a Combined Project response to this RFP, should be completely replaced with new or fully reconstructed improvements.

However, if any existing structures are to remain, the respondent must provide the same detailed information for each class of retained improvements as required in Section 6.5. As described in that section, any proposal to retain leasehold improvements must explain how the respondent plans to assure the County that these structures will remain competitive for the full duration of the lease term.

## 6. ERC RFP REQUIREMENTS

### 6.1 DEVELOPER'S ORIENTATION CONFERENCE

Prior to submitting a proposal in response to this RFP, interested potential respondents should attend the Developer's Orientation Conference. At this meeting, DBH staff will provide an overview of this RFP. DBH's economic and legal consultants, as well as representatives from the Regional Planning Department and the Department of Public Works (Building and Safety Division), will be invited to answer questions regarding this RFP.

Notwithstanding a recommendation of a department, agency, individual, or other entity, the Board of Supervisors retains the right to exercise its judgment concerning the selection of a proposal and the terms of any resultant agreement, and to determine the proposals, if any, which best serve the interests of the County. The Board is the ultimate decision-making body and makes the final determinations necessary to arrive at a decision to award, or not award, a new lease or lease extension.

### 6.2 PROPOSAL PACKAGE

Proposers must submit 10 copies, in 8.5" x 11" three-ring loose leaf binders with up to five graphic exhibits in 11" x 17" format, folded to fit within the 8.5" x 11" three-ring format. **All pages must be numbered.** The sealed envelope must state "ERC RFP Submittal." Proposals submitted by electronic mail or facsimile will not be accepted.

Proposals are due by 5:00 p.m. Pacific Time on Monday, June 30, 2003. DBH reserves the right to request additional information during the ERC RFP review period.

### 6.3 SUBMITTAL OF ALTERNATE PROPOSALS

Respondents may desire that alternative RFP proposals on a given parcel(s) receive consideration. The County will consider such, provided the respondent's alternate proposal is submitted in a separate document and is labeled with the subtitle "ALTERNATE PROPOSAL." Alternate Proposals:

- Must be completely self contained;
- May not include references to any outside documents; and
- Must be turned in on the same submission schedule as all other proposals.

### 6.4 CONDITIONS AND LIMITATIONS

This RFP does not represent an offer or commitment by the County of Los Angeles to enter into an agreement with a proposer or to pay any costs incurred in the preparation of a response to this request. The responses and any information made as part of the responses will not be returned to proposers. This RFP and the selected proposer's response to this RFP, may, by reference, become a part of any formal agreement between the proposer and the County resulting from this solicitation.

The proposer shall not collude in any manner or engage in any practices with any other proposer(s) that may restrict or eliminate competition or otherwise restrain trade. Violation of this instruction will cause the proposer's submittal to be rejected by the County. The prohibition is not intended to preclude joint ventures or subcontracts that are identified in the proposal.

All proposals submitted must be the original work product of the proposer. The copying, paraphrasing, or otherwise using of substantial portions of the work product of another proposer is not permitted. Failure to adhere to this instruction will cause the proposal to be rejected.

The County has sole discretion and reserves the right to reject any and all proposals received with respect to this Request for Proposals and to cancel the Request for Proposals at any time prior to entering into a formal lease agreement. The County shall not be responsible for any costs incurred by a proposer in considering, investigating or preparing a proposal in connection with this solicitation.

The County reserves the right to request clarification of the RFP or additional data without changing the terms of the RFP.

## **6.5 DEVELOPMENT COMPONENTS**

Please identify each of the major components of the proposed development, *eg* restaurants, retail space, etc. Proposals must include detailed, parallel information for each of these components where indicated in Section 6.6 below.

## **6.6 OVERVIEW OF CONTENTS OF PROPOSAL**

All proposals will have nine required sections as shown below and in the order shown below:

### **SECTION 1 - DEVELOPMENT CONCEPT**

#### **a) Development Strategy**

Please submit a brief (three pages maximum) narrative description of your vision and approach to the development of the proposed entertainment/retail center. The strategy should identify your target markets and planned competitive position as well as any key anchor, cinema or restaurant tenants. A detailed design or development plan is not required and will not be accepted at this stage, but more detailed design/development plans may be requested if, in the opinion of the Evaluation Committee (see Section 7.1), two or more proposers are deemed worthy of further consideration without the clear emergence of a single most qualified proposer (see Section 7.3 below).

#### **b) Development Concept**

Prepare a preliminary building program and corresponding conceptual illustrative development plan for the entertainment/retail center. The County is not requiring, at this time, detailed and precise master plans for the site. Development teams should only submit an initial description of the proposed building uses and the estimated square footage for each type of building use. The development concept plan should include building footprints or building massing. Submittal of one or a maximum of two preliminary drawings illustrating the candidate's proposed theme, character, scale and vision for the entertainment/retail center are optional.

Specifically, the County expects each proposal to contain the following:

1. An illustrative site plan;
2. A massing diagram
3. An illustration of the planned project
4. Identification of key anchor tenants and their expression of interest in the project

## **SECTION 2 - PROJECT TIMETABLE AND CRITICAL ENTITLEMENT ISSUES**

The proposal should include a general, but complete development timetable showing the various planning and entitlement steps, construction duration, estimated starting period and any future phases contemplated. As to acquiring the entitlements necessary for execution of the proposed development plan, please provide a narrative description of the issues the proposer has identified as critical. Also, please be sure that the timetable of approximate dates for obtaining these entitlements is realistic – in requesting both the narrative and timetable, the goal of the County is to assess the proposer’s understanding of the entitlement process rather than solicit an impossibly tight schedule for this process.

## **SECTION 3 - COST ESTIMATE**

For each component of the proposed development, please include an estimate of development costs and a consolidated cost estimate.

## **SECTION 4 - FINANCIAL PROPOSAL AND PROJECTIONS**

Please provide a description of proposed lease terms including a suggested minimum and percentage rents for the entire project and the basis for periodic adjustments of minimum rents and percentage rents. Also provide preliminary development pro formas and estimates of the operating and projected County revenues for the first 10 years of project operation. Please submit this information in the format specified in Appendix F, which is also available on disk. Developers may use Microsoft Excel or a similar program to model their financial projections. The County appreciates receiving both financial projections and cost estimates on disk in addition to the hard copy format.

In the absence of a final design, both cost estimates and financial projections will be considered as illustrative rather than definitive. The County is, in particular, seeking a clear understanding of: 1) the extent to which the proposer sees issues that may increase costs; 2) whether the proposer agrees to the County rent and lease terms as outlined in Section 4; 3) the proposer’s defined standards used to determine whether it is earning an acceptable return; and 4) the cost and financial assumptions for any proposed publicly financed parking.

## **SECTION 5 - ADDITIONAL REQUIREMENTS FOR COMBINED PROPOSALS WHICH INCLUDE LEASE EXTENSIONS**

If applicable, please provide the following information for proposals that include development on parcels for which a lease extension is requested.

- Proposed extension fee, which should be calculated in accordance with current County policy. For further explanation, please refer to Item 4 of the document

titled POLICY STATEMENT: Leasehold Term Extension - Marina del Rey, incorporated as Appendix A.

- Detailed plan for any existing structures that are to remain or are to be rehabilitated, including assurances that the leasehold will maintain a strong competitive position in the market for these existing or rehabilitated facilities for the duration of any extended lease.
- Lease extensions and associated new leases must have a common expiration date.
- Rent structure on retained or reconstructed improvements, if any.
- Evidence of site control: if proposing entity is in any way different from current lessee, even if lessee is a partial owner, please provide a copy of any contractual arrangement as well as the amount and character of consideration to current lessee.
- County Recovery of Lease Extension Costs

The County will recover its processing costs and costs of any required appraisal in accordance with the provisions of AMS and its adopted lease extension policies. For further explanation, please refer to the document titled Process for Managing Lease Extension Proposals, dated 3/21/95 and incorporated as Appendix B.

## **SECTION 6 - DEVELOPMENT TEAM INFORMATION, PAST EXPERIENCE (FOR EACH COMPONENT) AND FINANCIAL INFORMATION**

### **a) Identification of Development Team**

As more specifically described below, the name, address, and principal contact for the development team should be provided. Should your proposal include a joint venture, similar information should be submitted for other key members of your development team, including financial partners and other team members. Please include an organizational chart reflecting team member roles and responsibilities. Resumes of key team members should also be included.

Specifically, your submission should include the following information:

### **b) Lead Development Team**

Provide an overview of your entity including the number of years you have been in business, the entity's development focus, parent company relationship, the number of professionals and location offices in the Los Angeles region for the County's project, and the identity of key members of the leads development firm.

In addition, you should illustrate the organization of the lead development entity for your proposed team and provide resumes of managing officer or member partner and project manager for the County's project and a description of the role of the top three individuals of your entity.

Describe in detail the level of commitment the proposed executive in charge and project manager for the County's project. It is imperative that all respondents identify the executive in charge and project manager for this project and specify the duration of the development and predevelopment phases.

**c) The Proposed Multi-Disciplinary Team**

The County is not requiring the lead developer to formalize its relationship with each team member, but to provide one to three alternatives that your entity is likely to contract with if selected. This includes at a minimum:

- Architect
- Construction Company
- Facility Operator
- Property Manager

Optional team members may include:

- Civil Engineer
- Traffic Planner
- Landscape Architect
- Financial Consultant

In addition, you should provide a chart indicating the overall team and describe in detail the major responsibilities of the construction contractor and the operator as well as your intended working and/or financial relationship with the contractor and operator. Any relevant brochures describing your company and its operation, history and projects as well as and other relevant information for the key members of your team should be included in your submission.

**d) Experience with developments similar to the project proposed**

Please indicate the following information for three recent projects with which the lead developer has been involved:

- Project name;
- Location;
- Size and configuration (e.g., number of units, meeting and banquet facilities and associated retail/restaurant space, etc.);
- Approximate cost;
- Date opened;
- Approximate current market value, occupancy rate and average daily room rate (monthly rental for slips);
- Ownership pattern (e.g., build and hold; build and sell; develop only; etc.);



- Financing structure;
- Current project information including ownership, occupancy and financial performance history; and
- References for private and public sector parties involved in the project, including phone numbers.

To the extent that the lead developer expects the County to rely on the credentials of any certain team member other than the prime developer, please provide the information requested above for those team members. The specific project references should preferably be ones on which the team member worked with the lead developer. The proposer may wish to mark some information, such as financial statements, as "CONFIDENTIAL" or "PROPRIETARY." As such, it will be treated by the County in accordance with the California Public Records Act, as detailed in Appendix D.

#### **SECTION 7 - STATEMENT OF FINANCIAL QUALIFICATIONS AND RESPONSIBILITY OF DEVELOPER**

Please indicate the following information:

- Name, address, telephone and fax numbers of the responsible party;
- Is the developer a subsidiary of, or affiliated with, any other corporation, corporations, partnerships or firms? If so, please specify. If the developer is a subsidiary, please indicate the extent to which the parent entity will guarantee performance by the subsidiary;
- Names and addresses of three financial references, including a primary bank;
- Has the developer entity or its officers, principal members, shareholders or investors, or any of its parent, subsidiary or affiliated entities or other interested parties been adjudged bankrupt, either voluntarily or involuntarily, within the past ten years? If so, explain; and
- Is there pending litigation against the developer entity or its officers, principal members, shareholders or investors, or any parent, subsidiary or affiliated entities or other interested parties other than minor personal injury suits involving claims under \$250,000? If so, explain.
- Financial statements for the previous three years for the proposed entity with whom the County will contract or for the entity serving as general partner or managing member of any special purpose entity envisioned as the contracting party.

#### **SECTION 8 - DISCLOSURE OF BENEFICIAL OWNERSHIP**

The developer must indicate all beneficial ownership of 5% or more of the proposed lessee entity; corporate names will not suffice.

**SECTION 9 - OTHER REQUIRED FORMS**

Proposer must complete a Financial Information Release Authorization form, a Firm/Organization Information form and a CBE Sanctions form as provided in Appendix C.

## **7. THE RFP REVIEW PROCESS**

### **7.1 EVALUATION COMMITTEE**

The evaluation of the proposal responses will be conducted by an “Evaluation Committee” selected by the Director of the Department of Beaches and Harbors. The Evaluation Committee may include DBH staff members, representatives of other County agencies and departments and/or non-County personnel determined by the County to have demonstrated expertise in pertinent development fields.

The Evaluation Committee will rank and recommend proposals to the Director who will, in turn, make his recommendations to the Small Craft Harbor Commission (“SCHC”) and to the Board of Supervisors. Neither the Director, nor the SCHC, nor the Board are bound by the recommendations of the Evaluation Committee. The Los Angeles County Board of Supervisors has the ultimate authority and responsibility for the selection of a developer, if any, for proposed development on the ERC Parcels and adjacent parcels.

### **7.2 EVALUATION CRITERIA**

The County’s primary evaluation criteria are: (1) revenue enhancement, (2) implementability, (3) implementation of AMS, including consideration of impact on and/or enhancement of usability by recreational boaters and including access to, integration with and/or expansion of the adjacent Chace Park (4) upgrading the east side of the Marina, and (5) creativity. The objective is to enhance the Marina as a desirable location and provide a cohesive theme for new private development and public facilities as well as to improve the County’s revenue flow. Implementability means that the County must be satisfied that the responding development team can and will actually complete the development. The County will consider:

- Entitlement risk;
- Financial risk;
- Focus on boater access and integration into expanded Chace Park;
- Creativity and quality;
- Design and construction capability;
- Project management capability;
- Property management capability;
- Successful marketing and operating experience of the developer and, if applicable, the operator of the ERC;
- The marketing image, financial strength and management systems of, if applicable, the operator of the ERC;
- If a combined proposal involving an existing leasehold, the extent to which existing lessee has complied with all terms and conditions of its lease;
- Experience as a team if more than one ownership/development/management entity is involved;
- Compatibility with the goals and objectives of the Marina del Rey Asset Management Strategy, including water orientation and visitor-serving objectives, and related non-monetary public benefits; and
- Experience in public/private projects.

### **7.3 EVALUATION PROCESS**

The initial review will compare all proposals for compliance with the submission requirements. Any proposals with significant omissions may be rejected and the proposers will be notified of their failure to comply with the requirements of the ERC RFP process. The County reserves the right to request that proposers bring their submissions into compliance within a very short time period after notification.

A detailed, point-by-point comparison will be made of all complete proposals. Requests for clarification may be sent to certain proposers. Some or all proposers may be asked to attend an interview by the Evaluation Committee.

If, in the opinion of the Committee and with the concurrence of the Director, two or more proposers are deemed worthy of further consideration without the clear emergence of a single most qualified proposal, the Committee may request additional submissions by such selected proposers and make further evaluations before making a final recommendation to the Director and the Board. In such instance, the Evaluation Committee will conduct a second round of scoring, based on the same detailed point-by-point comparisons and the criteria set forth herein.

Based on the evaluation criteria, the proposals will be rated by the Evaluation Committee, which will recommend the selected proposer to the Director, who will in turn make his recommendations to the SCHC and the Board of Supervisors.

### **7.4 FINAL AWARD BY BOARD OF SUPERVISORS**

Notwithstanding a recommendation of a department, agency, commission, individual, or other person, the Board of Supervisors retains the right to exercise its judgment concerning the selection of a proposal and the terms of any resultant agreement, and to determine which proposal, if any, best serves the interests of the County. The Board is the ultimate decision-making body and makes the final determinations necessary to arrive at a decision. The Board reserves the right to reject any and all proposals.

## **APPENDIX A**

### **DEPARTMENT OF BEACHES AND HARBORS**

#### **POLICY STATEMENT**

##### **Leasehold Term Extension - Marina del Rey**

The County's policies and official goals/objectives with regard to granting lease extensions to Marina del Rey leaseholders are:

1. Redevelopment and making the properties economically and physically competitive (e.g., competitive with the new hotels, condominiums, slips and retail buildings in the new Playa Vista project and other new Westside projects). Redevelopment will be rigidly defined to differentiate it from deferred maintenance, refurbishing or extensive redecoration.
2. Redevelopment of leasehold uses to ensure long-term economic viability of the improvements, increased County revenue, and enhancement of public facilities.
3. It is understood that the Local Coastal Plan (LCP) restricts some leaseholds from redeveloping to higher density, or modifying existing land use. The County will consider sponsoring, in concert with the affected leaseholders, an amendment to the LCP when:
  - The proposed project and amendment will trigger redevelopment.
  - Redevelopment may be an upgrade of facilities such as providing larger units, not just higher density.
  - The proposed redevelopment will enhance the County's revenue stream and create public facilities.
  - All proposed leasehold LCP amendments have been sufficiently reviewed and processed appropriately which will include public hearings. The County is desirous of combining all LCP amendments into one planning amendment and environmental assessment, but at appropriate intervals may consider sponsoring additional amendments when they will ensure leasehold viability and increased County rent.
4. Receipt of fair consideration by the County for the extension (in addition to fair market rent).
  - The County will require a lease extension fee equal to the value of granting the extension.
  - The County will require a guarantee that redevelopment will commence promptly and within a specific, prescribed time frame.
  - Redevelopment of a leasehold interest satisfactory to the County will entitle the lessee to a rent credit of part of the lease extension fee for a limited, prescribed period of time. Assurance of the County's continuity of annual rental income flow will be paramount in determining the timing of the partial credit.

- The purpose of the extension fee and redevelopment requirements is to provide each lessee with an incentive to redevelop.
  - Only where redevelopment is not physically or legally possible, will the County consider alternative requirements for lease extension if the leasehold's current use meets the objectives and permitted uses of regulatory agencies and, in the County's judgment, the facilities meet appropriate building codes and economic and physical viability is ensured during the extended lease term.
5. Ensuring payment of fair market rents commensurate with the new value of the lease including its extension.
  6. Securing County financial participation in sale, assignment or refinancing of leasehold interests.
  7. Payment for County administrative costs associated with lease extension and other lease related costs.
  8. Staging of rental arrangements and physical redevelopment to ensure continuity of County rental income flow.
  9. Retention of 50 percent of the additional funds resulting from lease extension to upgrade physical infrastructure of the Marina.
  10. Processing a master LCP amendment covering as many parcels as possible.

The department understands that if a lease term extension is granted, certain property or possessory interest taxes may be increased due to reassessment of the leasehold. The role of the department is to act as a traditional landlord and it will only take into account fair economic rent and the direct rental revenue paid to the County. The County will not adjust rent or in any way agitate or modify future rent adjustments due to higher property or possessory interest taxes that may result from a lease extension.

Certain regulatory procedures (i.e., LCP requirements) must be resolved prior to entering into a binding agreement for lease extension containing higher leasehold land use density or leasehold land use modifications.

## BASIS FOR POLICY STATEMENT

### 1. Purpose

The purpose of this Policy Statement is to provide a standard basis for discussing lease term extensions and to ensure that the County will receive fair economic value for such extension and for its leased property within Marina del Rey.

It is anticipated that lease term discussions on Marina del Rey leaseholds will be requested by various lessees as the remaining term in the original lease declines. These requests may arise because of the lessees' desire to refinance, sell, assign, or redevelop the leasehold. In some cases there may be an insufficient remaining term of the lease to maximize these desires.

Redevelopment is considered by the County to be the primary justification for a lease term extension.

### 2. Basic Assumptions

#### 2.1 Policy Assumptions

- Redevelopment of the leaseholds should be coupled with any lease extension commitments.
- Environmental assessment may be required.
- The County is not obligated to agree to lease extensions for any or all lessees.
- No redevelopment increasing leasehold land use density or leasehold land use modifications will occur without mitigating traffic options such as a bypass.
- Lease extension discussions will be expensive and time consuming to the County.
- A preponderance of leaseholds will not be able to significantly intensify use or density under the land use provisions of the current LCP.
- The Assessor will reassess the property with an extension.

### 3. Prerequisite for Lease Extension

2.2 The lease term extension must be tied to a commitment acceptable to the Director and Board of Supervisors to redevelop the property. A major purpose of this policy is to ensure that the improvements will be modernized and of sufficient quality to remain attractive, competitive, and physically and economically viable during the extended term of the lease.

- County must conclude that redevelopment is feasible under existing regulatory control on a case-by-case basis or that land use modification can be accomplished through an amendment of the LCP. In either case, the County will require fair consideration for a lease extension.
- Redevelopment must enhance the County's income stream, and public facilities.

2.3 No long term extension containing the higher leasehold land use density or leasehold land use modifications will be offered until the Marina del Rey bypass or other traffic mitigation measures are approved by the appropriate regulatory agencies.

### 4. Amendment to the Local Coastal Plan (LCP)

4.1 The County will consider sponsoring an amendment to the LCP.

If the County is successful in its attempts to amend the LCP, part of the lease extension fee paid by the lessee may be credited against future rent when redevelopment occurs.

### 5. Conditional Parcels

These policies may be withheld or modified with respect to those parcels for which other policies or lease extension amendments have been executed, those properties which have recently been redeveloped and meet appropriate building codes and quality standards which ensure viability of the facilities or meet objectives of regulatory agencies.



CRITERIA CONTEMPLATED FOR INCLUSION IN REQUESTING LEASE  
EXTENSION

MARINA DEL REY

1. All requests for lease term extension are to be submitted in writing to the Director of the department and shall include documents describing the lessee's existing financial statement and condition, value of the property, purpose for lease term extension, construction scheduling for redevelopment, and total construction costs and economic projections.

2. Application Fee

Upon application for the lease extension, in addition to any other compensation payable such as retroactive rent, increases in base rent, etc., the lessee shall pay to the County a single application fee for its administrative costs, associated with review of the project for economic feasibility, environmental assessment and legal assistance as well as County staff time.

3. Economic Terms

3.1 Minimum Rent

Minimum rent shall be adjusted periodically based on prior total annual rent paid to the County.

3.2 Fair Market Rental Rates

A revision of all percentage and minimum rent to reflect fair market value as of date the extension is granted. Where applicable, the payment of retroactive rent will be made by the lessee based on the new fair market rental rate percentages. The newly adopted arbitration clause clarifying dispute resolution mechanisms will be added to those leases not already including it.

3.3 Lease Extension Fee

The County will receive an extension fee commensurate with the value of granting the extension.

3.4 Participation in Sale or Transfer of the Leasehold

The County will participate in the proceeds from the sale or transfer of leasehold interest so as to: 1) assure adequate compensation for administrative costs incurred by the department; and 2) share in profits from these leasehold sales or transfers.

3.5 Participation in Refinancing

The County will receive an appropriate share of proceeds from refinancing which is not used for leasehold improvements in the Marina.

### 3.6 Administrative Costs

In addition to the above economic terms, the lessee shall agree to pay for various offsetting or special administrative costs including, but not limited to:

3.61 Environmental studies.

3.62 Late rental payment penalties, including audit deficiencies.

3.63 Increased security deposits.

3.64 Increased minimum rental payments.

3.65 Increased County insurance requirements, including business interruption insurance.

3.66 Costs for County lease assignment reviews.

### 4. Time Frame for Lease Extension

Will be tied to resolving transportation requirements established in the LCP.

## **APPENDIX B**

Adopted 3/21/95

### **PROCESS FOR MANAGING LEASE EXTENSION PROPOSALS**

The Board of Supervisors of the County of Los Angeles (Board) has approved an amendment to the Marina del Rey Local Coastal Plan (Amended Plan) allowing for an increase in development density in Marina del Rey. The Amended Plan divides the Marina into 14 Development Zones (DZs), each containing several leaseholds, with development potential being allotted by DZs, rather than by individual parcels. The Amended Plan must be reviewed and approved by the California Coastal Commission (CCC) to become effective.

In order to encourage timely redevelopment during this process, the Department of Beaches and Harbors (Department) is willing to enter into negotiations for extending the terms of current ground leases with interested lessees and/or other interested parties, but will not submit a "Memorandum of Understanding for Lease Extension" (MOU) to the Board until after the CCC's adoption of the Amended Plan. Two or more lessees may compete for development potential within a given DZ.

All lease extension negotiations will require the payment of an application fee to fully cover the Department's costs to analyze the applicant's proposal. Once general agreement is reached, an MOU will be prepared for submission to the Small Craft Harbor Commission (SCHC) for review and to the Board for approval. The MOU will outline the basic terms to be further negotiated as a part of a lease extension amendment (Lease Extension Amendment).

Upon Board approval of this MOU, the lessee will pursue a Coastal Development Permit (CDP) and other entitlements through the Department of Regional Planning (DRP). Once these entitlements are issued, the Department will enter into good faith negotiations with the lessee for a Lease Extension Amendment that will be based upon the terms set forth in the MOU.

In order to provide an opportunity for all interested parties, the Department will require each applicant to abide by the following process:

## PROCESS

### Informal Meeting

Prior to submitting a formal proposal, the lessee should request meetings with the Department and the DRP's "One-Stop" processing center. The Department will outline the County's financial/planning goals for Marina del Rey, and the DRP will clarify whether or not the proposed project is within the parameters of the Amended Plan and will help the lessee understand the various steps and procedures required by the permit process. No fees will be assessed by either department for these initial meetings.

### Proposal Submission

If the lessee chooses to proceed with the Project, ten copies of a proposal shall be submitted to the Department. The proposal shall be responsive to the Board-approved Marina del Rey Lease Term Extension Policy (Attachment 2). In addition, the applicant shall submit:

- A. A description of the proposed project.
- B. A description of the entitlements required to complete the project. If the required entitlements are in excess of the development potential for the DZ, the applicant shall detail its plan for securing increased entitlements. It should be noted that if an applicant's proposal requires further substantial amendments to the Amended Plan, an MOU will not be forwarded to the Board prior to approval of these additional amendments to the CCC.
- C. The basis for leasehold valuation.
- D. Evidence of financial and physical feasibility of the proposed project.
- E. The Department's initial fee of \$10,000 as a deposit against its costs of reviewing, negotiating and preparing the MOU and Lease Extension Amendment documents. This fee is payable upon submission of a proposal. Additional funds may be required to ensure that all of the Department's costs are recovered. Any unexpended funds will be refunded to the applicant.

### MOU Negotiation

Once the proposal is received, the Department will review the proposal and coordinate the appropriate meeting(s) between the lessee and County staff and/or its consultants to clarify the terms of the proposal – primarily its financial, planning, and legal aspects. Upon clarification, the Department will negotiate in good faith to reach agreement on an MOU that the Department can recommend to the SCHC and the Board.

### Notice to Other Lessees

Upon receipt of any proposal requesting development potential permitted under the Amended Plan, the Department will notify all other lessees in the affected DZs that such a proposal for use of that potential has been received. If any other lessee has an interest in submitting a competing proposal, the Department should be notified in writing within 30 days so that the Department can schedule initial meetings with the interested party.

It is the intent of the Department to select the best proposal for use of the development potential within each DZ. Therefore, the Department may negotiate simultaneously with two or more lessees seeking the same entitlement within the same DZ, but only one MOU will result from such negotiations.

### Rejected Proposals

If the Department rejects a proposal, it will forward its comments to the Board by memorandum, with copies going to the SCHC and the applicant. The applicant's proposal and a summary of analyses performed by staff or outside consultants will be attached to the memorandum.

### Process After MOU Execution By the Board

After the Board and applicant have executed an MOU, the applicant should secure a CDP and all required entitlements. Once all permits and entitlements are secured, the Department will enter into good faith negotiations on a Lease Extension Amendment based on the MOU. The proposed Lease Extension Amendment will be forwarded to the SCHC for its review and to the Board for its consideration. If the Department and lessee cannot agree upon the terms of the Lease Extension Amendment, or if the Board rejects such Lease Extension Amendment, the Department may reopen negotiations with other interested parties.

### Parcels Not Currently Under Long Term Leases

After the Amended Plan is approved by the CCC, the Department will seek lessees for development of certain Marina del Rey parcels not currently under long-term leases. If the same development potential within a DZ is sought by a prospective as well as a current lessee, the Department will recommend an MOU to the SCHC and the Board with the party which it determines offers the best overall proposal to the County.

**APPENDIX C**

**Other Required Forms**

**FINANCIAL INFORMATION RELEASE AUTHORIZATION**

Contact Person  
Financial Institution  
Address

Dear \_\_\_\_\_,

(Proposer's or appropriate name) has submitted a proposal to the County of Los Angeles to enter into an option and or ground lease for the purpose of development of certain real property in Marina del Rey, California. As part of the screening process, the County may need to contact you about our banking relationship. I (we) authorize you to provide the County or its consultants with the information they require, with the understanding that all information provided will be kept confidential to the extent permitted by law.

Sincerely,

\_\_\_\_\_

**LOS ANGELES COUNTY COMMUNITY BUSINESS ENTERPRISE (CBE) PROGRAM**

**FIRM/ORGANIZATION INFORMATION**

INSTRUCTIONS: All proposers responding to this solicitation must return this form for proper consideration of the proposal. The information requested below is for statistical purposes only. On final analysis and consideration of award, contractor/vendor will be selected without regard to gender, race, creed, or color. Categories listed below are based on those described in 49 CFR ' 23.5.

**I. TYPE OF BUSINESS STRUCTURE:** \_\_\_\_\_  
 (Non-profit Corporation, Partnership, Sole Proprietorship, etc.)

If you are a non-profit, please skip sections II thru V and fill in the name of the firm and sign on page 2.

**II. TOTAL NUMBER OF EMPLOYEES IN FIRM (including owners):**

**III. RACE/ETHNIC COMPOSITION OF FIRM** (Partners, Associate Partners, Managers, Staff, etc.). Please break down the above total number of employees into the following categories:

	OWNERS/PARTNERS / ASSOCIATE PARTNERS		MANAGERS	STAFF
	Male	Female		
Black/African American				
Hispanic/Latino				
Asian or Pacific Islander				
American Indian/Alaskan Native				
Filipino American				
White				

**IV. PERCENTAGE OF OWNERSHIP IN FIRM** Please indicate by percentage (%) how ownership of the firm is distributed.

	Black/African American	Hispanic/Latino	Asian or Pacific Islander	American Indian/Alaskan Native	Filipino American	White
Men	%	%	%	%	%	%
Women	%	%	%	%	%	%

**V. CERTIFICATION AS MINORITY, WOMEN, DISADVANTAGED, AND DISABLED VETERAN BUSINESS ENTERPRISES** Is your firm currently certified as a minority, women-owned, disadvantaged or disabled veteran business enterprise by a public agency? (If yes, complete the following and attach a copy of your proof of certification.)

M W D DV

Agency \_\_\_\_\_ M \_\_\_\_\_ W \_\_\_\_\_ D \_\_\_\_\_ DV \_\_\_\_\_ Expiration Date  
 Agency \_\_\_\_\_ M \_\_\_\_\_ W \_\_\_\_\_ D \_\_\_\_\_ DV \_\_\_\_\_ Expiration Date  
 Agency \_\_\_\_\_ M \_\_\_\_\_ W \_\_\_\_\_ D \_\_\_\_\_ DV \_\_\_\_\_ Expiration Date

LEGEND: M = Minority; W = Women; D = Disadvantaged; DV = Disabled Veterans



**CBE SANCTIONS**

It's the policy of the County of Los Angeles Board of Supervisors that it is unlawful for any person to knowingly submit fraudulent information with the intent of receiving CBE certification and its concurrent benefits for which they are not entitled.

1. A person or business shall not:
  - a. Knowingly and with the intent to defraud, fraudulently obtain, retain, attempt to obtain or retain, or aid another in fraudulently obtaining or retaining or attempting to obtain or retain, acceptance or certification as a minority or women business enterprise, or both, for the purposes of this article.
  - b. Willfully and knowingly make a false statement with the intent to defraud, whether by affidavit, report, or other representation, to a County official or employee for the purpose of influencing the acceptance or certification or denial of acceptance or certification of any entity as a minority or women business enterprise, or both.
  - c. Willfully and knowingly obstruct, impede, or attempt to obstruct or impede, any county official or employee who is investigating the qualifications of a business entity which has requested acceptance or certification as a minority or women business enterprise, or both.
  - d. Knowingly and with intent to defraud, fraudulently obtain, attempt or obtain, or aid another person or business in fraudulently obtaining or attempting to obtain, public moneys to which the person or business is not entitled under this article.
2. Any person or business who violates paragraph (1) shall be suspended from bidding on, or participating as contractor, subcontractor, or supplies in, any county contract or project for a period of three years.
3. No County agency with the powers to award contracts shall enter into any contract with any person or business suspended for violating this section during the period of the person=s or business= suspension. No awarding department shall award a contract to any contractor utilizing the services of any person or business as a subcontractor suspended for violating this section during the period of the person=s or business suspension.

I acknowledge, that the undersigned, on behalf of himself or herself individually and on behalf of his or her business or organization, if any, is fully aware of the above policy of the County of Los Angeles and I declare under penalty of perjury that the foregoing Firm/Organization Information is true and correct.

Name of Firm \_\_\_\_\_

Signature \_\_\_\_\_ Title: \_\_\_\_\_

Date: \_\_\_\_\_

## **APPENDIX D**

### **Notice to Proposers Regarding The California Public Records Act**

#### **RESPONSES TO BECOME PUBLIC RECORDS**

Responses to this RFP become the exclusive property of the County of Los Angeles. At such time as the Department recommends a proposer to the Board of Supervisors and such recommendation appears on the Board agenda, all materials submitted in response to this RFP become a matter of public record and shall be regarded as public record except as indicated below.

#### **DESIGNATION OF CONFIDENTIAL INFORMATION**

The County will recognize as confidential only those elements in each proposal which are trade secrets as that term is defined in the law of California and which are clearly marked as "TRADE SECRET", "CONFIDENTIAL," or "PROPRIETARY." Vague designations and blanket statements regarding entire pages or documents are insufficient and shall not bind the County to protect the designated matter from disclosure.

#### **COUNTY NOT LIABLE FOR REQUIRED DISCLOSURE**

The County shall not in any way be liable or responsible for the disclosure of any records if they are not plainly marked "TRADE SECRET," "CONFIDENTIAL," OR "PROPRIETARY," or if disclosure is required by the California Public Records Act or by an order of any court of competent jurisdiction.

## **APPENDIX E**

### **LCP/Regional Planning/Coastal Commission Requirements**

The ERC RFP references the requirements regarding entitlements imposed by the LCP, including the required reviews by the County's Design Control Board, Regional Planning Department, Regional Planning Commission, Board of Supervisors, reviews associated with code compliance and building permit issuance and the involvement and review by the California Coastal Commission in appropriate circumstances.

The ERC RFP makes it clear that applicants are responsible for obtaining all necessary entitlements and permits from appropriate County and/or state agencies and that any proposal that requires an LCP amendment should be discussed with a representative of the Regional Planning Department familiar with the LCP.

The provisions of the LCP regarding allocation of entitlements, view corridor requirements, building height limitations and limitations on both aggregate development in the Marina and development within each DZ are also discussed and an outline of the general entitlement process is presented.

In addition, applicants should be aware that the LCP, planning agencies and other state, regional and/or local authorities may impose a variety of other conditions and/or fees related to proposed development projects. In appropriate cases, these matters may include, but are not limited to the following:

- Traffic impact fees
- School impact fees to Los Angeles County Unified School District
- Fish & Game Department fees
- Mitigation monitoring fees
- Sewer impact fees
- Park impact fees
- Hostel impact fees (hotel/motel development)

The LCP also imposes an "Improvement Phasing Schedule for Internal Category 1 Improvements" which provides that certain specified road improvements must occur in phases coinciding with new development so that no new development is occupied before construction of improvements which would mitigate the same amount of impact such development has on traffic within Marina del Rey.

In addition, the LCP imposes an "Improvement Planning Schedule for certain Sub-regional Traffic (Category 3) Improvements". In general, these provisions require that if the traffic trips generated by new or intensified Marina development, along with other previously approved development, exceed 50% of the total anticipated additional external trips to be generated by new or intensified Marina development, additional development that generates external trips shall not occur until certain traffic improvements which mitigate those trips has been approved and funded by the appropriate agencies.

To date, only minimal new development has been fully approved. However a number of new development proposals are either in negotiation and/or have entered the entitlement process. If a substantial number of the projects currently in negotiation are eventually granted entitlements at their maximum requested levels, the 50% limit may be attained and any new projects that may generate additional external trips will not be permitted to move forward until the above reference traffic improvements have been approved and funded.

The requirements discussed in the preceding two paragraphs relating to required Category 1 and Category 3 traffic improvements are independent of other LCP requirements and all new developments, regardless of their status relating to the 50% threshold or other traffic improvement or phasing requirements, are still subject to all provisions regarding payment of traffic impact fees and other appropriate conditions and/or fees relating to proposed projects.

Potential proposers are advised to consult with Regional Planning Department representatives familiar with the LCP in order to assess the terms and conditions which may be imposed upon construction and occupancy of proposed development and for advice regarding any permits, fees or other requirements which may impact their projects.

**APPENDIX F**

**Other Materials**

(legal provisions)

## ASSURANCE OF COMPLIANCE WITH CIVIL RIGHTS LAWS

Proposers will assure they will comply with subchapter VI of the Civil Rights Act of 1964, 42 USC Section 2000a through 2000e (17), to the end that no person shall, on the grounds of race, religion, color, sex, age, physical disability, marital status, political affiliation or national origin be excluded from participation in, be denied the benefits of, nor be otherwise subjected to discrimination under any contract granted by the County nor any project, program or activity supported by any such contract.

## COMPLIANCE WITH COUNTY LOBBYING REQUIREMENTS

Each County lobbyist or County lobbying firm, as defined in Los Angeles County Code Section 2.160.010 retained by any Proposer hereunder, shall full comply with the County Lobbyist Ordinance, Los Angeles County Code Chapter 2.160.

## GRATUITIES

It is improper for any County officer, employee or agent to solicit consideration, in any form, from a Proposer with the implication, suggestion or statement that the Proposer's provision or the consideration may secure more favorable treatment for the Proposer in the award of a contract or that the Proposer's failure to provide such consideration may negatively affect the County's consideration of the Proposer's submission. A Proposer shall not give, either directly or indirectly or through an intermediary, consideration, in any form, to a County officer, employee or agent for the purpose of securing favorable treatment with respect to the award of a contract.

A Proposer shall immediately report any attempt by a County officer, employee or agent to solicit such improper consideration. The report shall be made either to the County manager charged with the supervision of the employee or to the County Auditor-Controller's Employee Fraud Hotline at (213) 974-0914 or (800) 544-6861. Failure to report such a solicitation may result in the Proposer's submission being eliminated from consideration.

Among other items, such improper consideration may take the form of cash, discounts, service, the provision of travel or entertainment, or tangible gifts.

## CONSIDERATION OF GAIN PROGRAM PARTICIPANTS FOR EMPLOYMENT

Should Contractor require additional or replacement personnel after the effective date of this Agreement, Contractor shall give consideration for any such employment openings to participants in the County's Department of Public Social Services' Greater Avenues for Independence (GAIN) Program who meet Contractor's minimum qualifications for the open position. The County will refer GAIN participants by job category to the Contractor.

## CONSIDERATION OF GAIN PROGRAM PARTICIPANTS FOR EMPLOYMENT

Should Contractor require additional or replacement personnel after the effective date of this Agreement, Contractor shall give consideration for any such employment openings to participants in the County's Department of Public Social Services' Greater Avenues for Independence (GAIN) Program who meet Contractor's minimum qualifications for the open position. The County will refer GAIN participants by job category to the Contractor.

## CONSIDERATION OF HIRING COUNTY EMPLOYEES TARGETED FOR LAYOFFS

Should Contractor require additional or replacement personnel after the effective date of the Contract to perform the services set forth herein, Contractor shall give first consideration for such employment openings to qualified permanent County employees who are targeted for layoff after the effective date of this Contract.

## LOBBYISTS

Each County Lobbyist or County lobbying firm as defined in Los Angeles County Code Section 2.160.010, shall fully comply with County Lobbyist Ordinance, Los Angeles County Code 2.160. Failure on the part of any County Lobbyist or County lobbying firm to fully comply with the County Lobbyist Ordinance shall constitute a material breach of this Agreement upon which County may immediately terminate or suspend this Agreement.

## NOTICE TO PROPOSERS REGARDING THE PUBLIC RECORDS ACT

### Responses To Become Public Records

Responses to this Extension Invitation become the exclusive property of the County of Los Angeles. At such time as the Department recommends a Respondent to the Board of Supervisors and such recommendation with the proposed Contract appears on the pages or documents are insufficient and shall not bind the County to protect the designated matter from disclosure

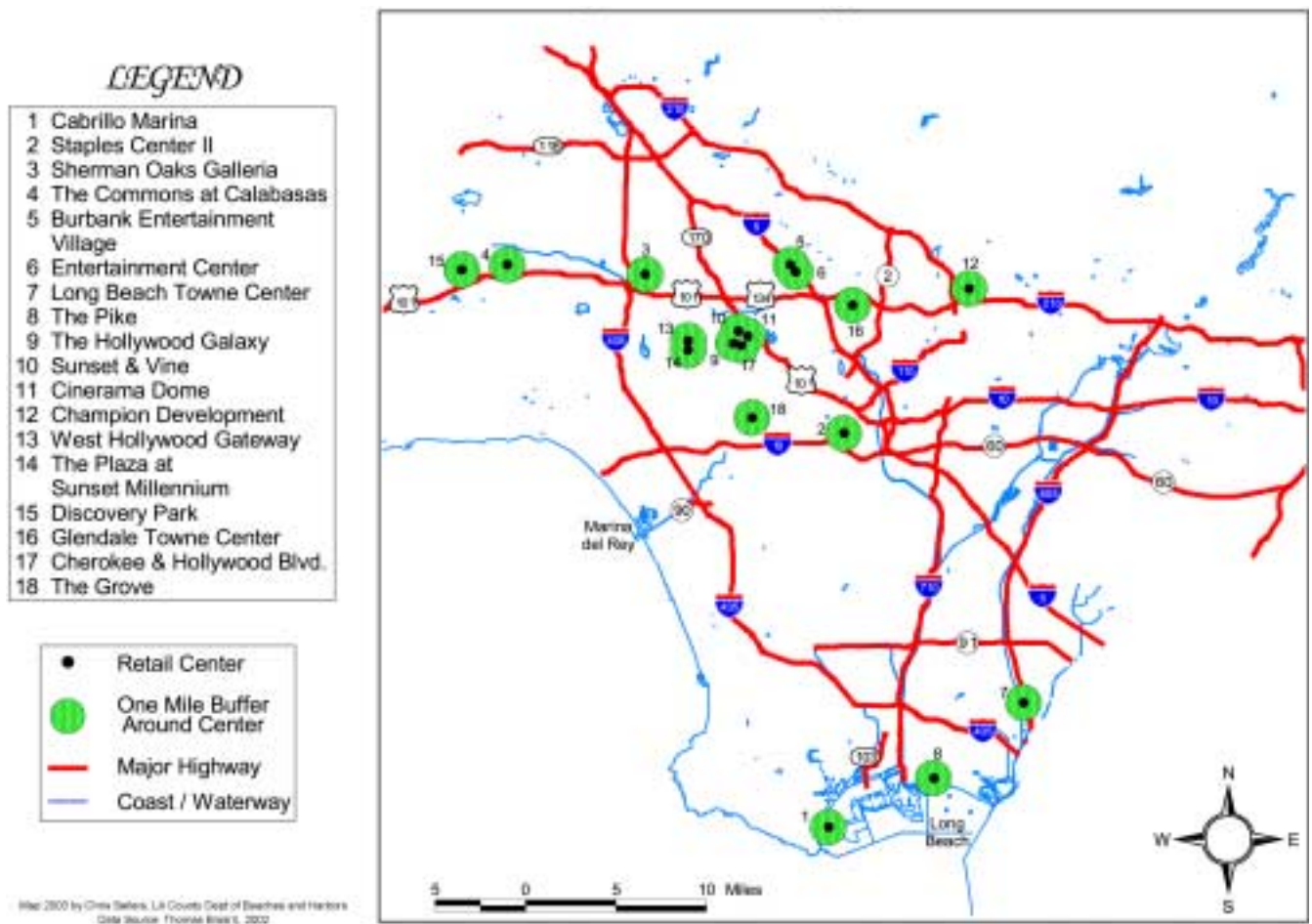
### County Not Liable For Required Disclosure

The County shall not in any way be liable or responsible for the disclosure of any records if they are not plainly marked "TRADE SECRET," "CONFIDENTIAL," or "PROPRIETARY," or if disclosure is required by law or by an order of the court.

The County shall not in any way be liable or responsible for the disclosure of any records if they are not plainly marked "TRADE SECRET," "CONFIDENTIAL," or "PROPRIETARY," or if disclosure is required by law or by an order of the court.

## APPENDIX G

### Selected Retail Entertainment Centers in Los Angeles County





**APPENDIX H****Project Summary Form**

(\_\_\_ to be attached)

In reviewing proposals submitted in response to this RFP, Department staff and Consultants will prepare a comparison chart summarizing the proposals. This form is intended as an aid to the Department in completing such a chart. Final wording in the comparison chart will be that of the Department and consultants.

This form is also provided online, and must be submitted to the County on disk as well as in hard copy format.

**Project Summary Form - \_\_\_\_ Parcels**

Please See Instructions at  
End of Document

	Response Information	References to Page Numbers in Proposal
<p><b>APPLICANT IDENTIFICATION</b></p> <p>(a) Proposal Cover Name                      (b) Applicant                      (c) Contact Name, Address, Phone                      (d) Developer                      (e) Lease Holder                      (f) Property Manager                      (g) Financial Partner                      (h) Architect                      (i) Operator                      (j) Type of Response ( / Retail &amp; . / etc.)</p>		
<p><b>1. Development Concept</b></p> <p><b>1.1 Parcel Use</b></p> <p>1.1.1 Parcel ____ (Specify)                      1.1.2 Parcel ____ (Specify)                      1.1.3 Parcel ____ (Specify)                      1.1.4 Parcel Number for Current Leasehold                      1.1.5 Use for Current Leasehold Parcel                      1.1.6 Structured Parking (# of Spaces)                      1.1.7 Surface Parking (# of Spaces)                      1.1.8 % of Project Area for Open Space                      1.1.9 Public Use Elements</p>		
<p><b>1.2 Description of Proposed</b></p> <p>1.2.1 Type and Projected Rating                      1.2.2 Total Rooms (Keys)                      1.2.3 Average Room Size (S.F.)                      1.2.4 Average Daily Room Rate                      1.2.5 Banquet and Meeting Space (S.F.)                      1.2.6 Total Building Size (S.F.)                      1.2.7 Interior and Exterior Amenities</p>		
<p><b>1.3 Description of Proposed s</b></p> <p>1.3.1 Total Units                      1.3.2 Unit Mix                      1.3.3 Average Unit Size (S.F.)                      1.3.4 Average Monthly Rent                      1.3.5 Average Monthly Rent per S.F.                      1.3.6 Interior and Exterior Amenities</p>		
<p><b>1.4 Description of Proposed Retail / Restaurant</b></p> <p>1.4.1 Total Square Footage - Retail                      1.4.2 Total Square Footage - Restaurant                      1.4.3 Anchor Tenants - Retail                      1.4.4 Tenant Mix - Retail (Boutique / Anchor)                      1.4.5 Tenant Mix - Restaurant (Fast Food / Sit-Down)                      1.4.6 Average Monthly Rent per S.F. - Retail                      1.4.7 Average Monthly Rent per S.F. - Restaurant                      1.4.8 Interior and Exterior Amenities</p>		

**Project Summary Form - \_\_\_\_ Parcels**

Please See Instructions at  
End of Document

	Response Information	References to Page Numbers in Proposal
<p><b>1.5 Description of Proposed New Slips</b></p> <ul style="list-style-type: none"> <li>1.5.1 Total Number of Slips</li> <li>1.5.2 Number over 40 feet</li> <li>1.5.3 Average Length</li> <li>1.5.4 Average Monthly Rent per Lineal Foot</li> <li>1.5.5 Average Monthly Rent per Slip</li> <li>1.5.6 Available Parking (# of Spaces)</li> <li>1.5.7 Available Parking (Type &amp; Location)</li> <li>1.5.8 Relationship Betw. Boat &amp; Other Project Pkg.</li> </ul>		
<p><b>2. Timetable and Entitlement Issues</b></p> <p><b>2.1 Timetable</b></p> <ul style="list-style-type: none"> <li>2.1.1 Building Permits Issued</li> <li>2.1.2 Construction Starts</li> <li>2.1.3 Construction Ends</li> <li>2.1.4 Date of First Occupancy</li> <li>2.1.5 Date 100% Occupied</li> <li>2.1.6 Phase I Begin/End (If Phased)</li> <li>2.1.7 Phase II Begin/End (If Phased)</li> </ul> <p><b>2.2 Required Changes to LCP</b></p> <ul style="list-style-type: none"> <li>2.2.1 Transfer of entitlements from other DZ's</li> <li>2.2.2 Change in Use of Parcel GR</li> <li>2.2.3 Change in Use of Parcel JS</li> <li>2.2.4 Change in Use of Parcel IR</li> <li>2.2.5 Change in Use of Parcel NR</li> <li>2.2.6 Change in Use of Parcel OT</li> <li>2.2.7 Change in Use of Parcel LLS</li> <li>2.2.8 Change in Use of Leasehold Parcel</li> </ul> <p><b>2.3 Timetable and Special Considerations</b></p> <ul style="list-style-type: none"> <li>2.3.1 Estimated Date of Filing with LARPC</li> <li>2.3.2 Estimated LARPC Approval Date</li> <li>2.3.3 Estimated Date of Coastal Comm. Filing</li> <li>2.3.4 Estimated Coastal Comm. Approval Date</li> <li>2.3.5 Special Considerations or Issues</li> <li>2.3.6 Consultants, Attorneys Used (If known)</li> </ul>		
<p><b>3. Cost Estimate for Each Component</b></p> <p><b>3</b></p> <ul style="list-style-type: none"> <li>3.1.1 Hard Cost of Construction (Total)</li> <li>3.1.2 Hard Cost of Construction (Per s.f.)</li> <li>3.1.3 FF &amp; E (Total)</li> <li>3.1.4 FF &amp; E (Per Room)</li> <li>3.1.5 Soft Costs</li> <li>3.1.6 Total Costs</li> <li>3.1.7 Total Costs Per Room</li> </ul>		
<p><b>3.2 s</b></p> <ul style="list-style-type: none"> <li>3.2.1 Hard Cost of Construction (Total)</li> <li>3.2.2 Hard Cost of Construction (Per s.f.)</li> <li>3.2.3 Soft Costs</li> <li>3.2.4 Total Costs</li> <li>3.2.5 Total Costs Per Unit</li> </ul>		
<p><b>3.3 Retail / Restaurant</b></p> <ul style="list-style-type: none"> <li>3.2.1 Retail T.I.'s</li> <li>3.2.2 Fast Food T.I.'s</li> <li>3.2.3 Restaurant T.I.'s</li> <li>3.2.4 Hard Cost of Construction (Total)</li> <li>3.2.5 Hard Cost of Construction (Per s.f.)</li> <li>3.2.6 Soft Costs</li> <li>3.2.7 Total Costs</li> <li>3.2.8 Total Costs Per S.F.</li> </ul>		

**Project Summary Form - \_\_\_\_ Parcels**

Please See Instructions at  
End of Document

	Response Information	References to Page Numbers in Proposal
<b>3.4 Slips</b> 3.4.1 Hard Costs 3.4.2 Soft Costs 3.4.3 Total Costs 3.4.4 Total Costs Per Slip		
<b>3.5 Consolidated</b> 3.5.1 Hard Costs including FF&E 3.5.2 Soft Costs 3.5.3 Total Costs		
<b>4. Financial Terms of Proposal</b>  Detailed information on all aspects of the financial proposal will be filled in by County staff or consultants from the financial pro forma analysis submitted in the standard format.		
<b>5. Special Req's. for Lease Extensions</b>  5.1 Extension Fee 5.2 Existing Improvements (if any retained) 5.2.1 Plans for rehabilitation 5.2.2 Guarantee of future performance 5.3 Term of Lease / Date of Termination 5.4 Existing Lease - Current Expiration Date 5.5 Existing Lease - Extended Expiration Date 5.6 Changes in Structure of Ownership of Existing Leasehold (if any)		
<b>6. Development Team</b>  <b>6.1 Experience w/ Comparable Projects</b>  6.1.1 COMPARABLE PROJECT #1 6.1.1.1 Project Name 6.1.1.2 Location 6.1.1.3 Size and Configuration 6.1.1.4 Approximate Cost 6.1.1.5 Completion Date 6.1.1.6 Approximate Market Value 6.1.1.7 Occupancy Rate 6.1.1.8 ADR / Mo. Rent / Slip Rent (Per L.F.) 6.1.1.9 Ownership Pattern 6.1.1.10 Financing Structure 6.1.1.11 Current Ownership 6.1.1.12 Track Record 6.1.1.13 Reference: Public Sector Party 6.1.1.14 Reference: Private Sector Party		
6.1.2 COMPARABLE PROJECT #2 6.1.2.1 Project Name 6.1.2.2 Location 6.1.2.3 Size and Configuration 6.1.2.4 Approximate Cost 6.1.2.5 Completion Date 6.1.2.6 Approximate Market Value 6.1.2.7 Occupancy Rate 6.1.2.8 ADR / Mo. Rent / Slip Rent (Per L.F.) 6.1.2.9 Ownership Pattern 6.1.2.10 Financing Structure		

**Project Summary Form - \_\_\_\_ Parcels**

Please See Instructions at  
End of Document

	Response Information	References to Page Numbers in Proposal
6.1.2.11 Current Ownership 6.1.2.12 Track Record 6.1.2.13 Reference: Public Sector Party 6.1.2.14 Reference: Private Sector Party 6.1.3 COMPARABLE PROJECT #3 6.1.3.1 Project Name 6.1.3.2 Location 6.1.3.3 Size and Configuration 6.1.3.4 Approximate Cost 6.1.3.5 Completion Date 6.1.3.6 Approximate Market Value 6.1.3.7 Occupancy 6.1.3.8 ADR / Mo. Rent / Slip Rent (Per L.F.) 6.1.3.9 Ownership Pattern 6.1.3.10 Financing Structure 6.1.3.11 Current Ownership 6.1.3.12 Track Record 6.1.3.13 Reference: Public Sector Party 6.1.3.14 Reference: Private Sector Party		
<b>6.2 Credentials &amp; References</b> 6.2.1 Narrative on general size & borrowings 6.2.2 Financial Reference # 1 6.2.3 Financial Reference # 2 6.2.4 Financial Reference # 3		
<b>7. Statement of Qualifications &amp; Financial Responsibility</b> 7.1 Is developer a subsidiary of another firm? 7.2 Has developer or affiliate ever declared bankruptcy? 7.3 Is there any pending litigation against developer or affiliates?		
<b>8. Beneficial Ownership</b> 8.1 Beneficial Ownership of Lessee Entity		

**Note:** In reviewing proposals submitted in response to the RFP, Department staff and consultants will prepare a comparison chart summarizing the proposals. This form is intended as an aid to the Department in completing such a chart. Final wording in the comparison chart will be that of the Department and consultants.

**Instructions:** Please respond in both the "Response Information" and "Reference to Page Numbers" columns above. Responses will be abbreviated, as approximate column width must be maintained. Only row heights should be expanded. All entries will be reviewed against the proposal itself--be sure to cite the appropriate page number in the proposal.

**APPENDIX I**

**Financial Worksheet Formats**

(\_\_\_\_ to be attached)

**DEVELOPER INPUT SCHEDULE - BOAT SLIPS**

ASSUMPTIONS

1 Land Square Footage	
2 Water Square Footage	
3 Stabilization Year	

	No. of Slips	Length (L.F.)	Income (per L.F.)	Total Annual Income
Boat Slip Rental Income:				
4 Slips				
5 Live Aboards				
6 Miscellaneous Income				
7 Total				\$0

Operating Expenses:	Year 1	Year 2	Year 3	Year 4	Year 5	Year 6	Year 7	Year 8	Year 9	Thereafter
8 Vacancy & Collection Allowance										
9 Rental Growth Rate										
10 Estimated Property Tax @ Stabilization										
11 Utilities (\$/Yr)										
12 Maintenance & Reserves, (% of Rev.)										
13 Management Fee, (% of Rev.)										
14 Other Expenses, (\$/L.F.)										
15 Expense Inflation / Factor (Excludes Property Tax)										

County Lease Terms:	
15 Proposed Initial Term of Land/Water Lease	
16 Total Term of Land/Water Lease Incl. Extensions	
Proposed Percentage Rent	
17 Slips	
18 Live Aboards	
19 Miscellaneous	

Proposed Minimum Rent	Year 1	Year 2	Year 3	Year 4	Year 5	Year 6	Year 7	Year 8	Year 9	Thereafter
20 Scheduled Minimum Rent Before Stabilization										
21 Minimum Rent - Stabilized Year										
22 1st Automatic Adjustment Year										
23 Subsequent Periodic Adjustments, years										
24 Increase Amount, % of 3 Prior Years' Avg Total Rent										

Financing Parameters:	
25 Year Permanent Financing Funded	
26 Amount Funded	
27 Interest Rate	
28 Amortization Term	

**DEVELOPER OUTPUT SCHEDULE - BOAT SLIPS**

CASH FLOW PROJECTION

	Total Income All Years	Discounted Value All Years	Year 1	Year 2	Year 3	Year 4	Year 5	Year 6	Year 7	Year 8	Year 9	Thereafter
Boat Slip Rental Income: Slips Live Aboards Other Income												
Gross Scheduled Revenues												
Operating Expenses: Vacancy & Collection Property Tax Utilities Maintenance & Reserves Management Fee Other Expenses Expense Inflation												
Minimum Rent Percentage Rent												
Total Operating Expenses												
Net Operating Income After Ground Rent NOI as % of Total Development Costs												
(-) Development Costs												
(-) Debt Service												
Net Cash Flow to Master Developer												



**DEVELOPER CONSTRUCTION COSTS - BOAT SLIPS**

COST COMPONENT	PER UNIT	# UNITS	MEASURE	TOTAL	NOTES
<b>Hard Costs</b>					
1 Demolition			Per Slip	\$	
2 Construction of Slips			Per Slip	\$	
3 Landside Facilities			Per Slip	\$	
4 Parking Construction - Surface Lot			Per Space	\$	
5 Parking Construction - Structure			Per Space	\$	
6 Landscaping			Per Slip	\$	
7 Off-Site Costs (Identify)				\$	
8 Other Hard Costs 1 (Identify)				\$	
9 Other Hard Costs 2 (Identify)				\$	
10 Contingency				\$	
11 TOTAL HARD COSTS				\$	
<b>Soft Costs</b>					
12 Architecture / Engineering			% of Hard Costs	\$	
13 Permits and Fees			Allowance	\$	
14 Legal, Accounting, Insurance			% of Hard Costs	\$	
15 Other Professional Services			% of Hard Costs	\$	
16 Developer / OH / Project Management			% of Hard Costs	\$	
17 Advertising and Promotion			Allowance	\$	
18 Working Capital			Allowance	\$	
19 Mitigation Costs (Identify)			Allowance	\$	
20 Loan Fees (Identify % Rate)			Calculated	\$	
21 Appraisal and Closing Costs			Calculated	\$	
22 Construction Loan Interest (Identify % Rate)			Calculated	\$	
23 Property Taxes During Construction			Calculated	\$	
24 Other Soft Costs 1 (Identify)				\$	
25 Other Soft Costs 2 (Identify)				\$	
26 Contingency			% of Hard Costs	\$	
27 TOTAL SOFT COSTS				\$	
28 TOTAL DEVELOPMENT COSTS (Rounded)				\$	

**DEVELOPER INPUT SCHEDULE - RETAIL & RESTAURANT**

ASSUMPTIONS

1 Land Square Footage	
2 Water Square Footage	
3 Stabilization Year	

	Leasable Area (S.F.)	Min. Rent Per S.F. (Stab. Yr.)	Sales Per S.F. (Stab. Yr.)	Total Annual Income	Total Annual Sales	% Rent Charged Subtenant	Break Point
Retail/Restaurant Income - NNN							
4 Retail Stores							
5 Restaurants - Food and Beverage							
6 Restaurants - Alcohol							
7 Miscellaneous Income							
8 Other (Specify)							
9 Total				\$0	\$0	\$0	

Operating Expenses:	Year 1	Year 2	Year 3	Year 4	Year 5	Year 6	Year 7	Year 8	Year 9	Thereafter
10 Vacancy & Collection Allowance										
11 Sales Growth Rate										
12 Rental Growth Rate										
13 Estimated Property Tax @ Stabilization										
14 Utilities (\$/Yr)										
15 Maintenance & Reserves, (% of Rev.)										
16 Management Fee, (% of Rev.)										
17 Other Expenses, (\$/L.F.)										
18 Expense Inflation / Factor (Excludes Property Tax)										

County Lease Terms:	
19 Proposed Initial Term of Land/Water Lease	
20 Total Term of Land/Water Lease Incl. Extensions	
Proposed Percentage Rent	
21 Retail	
22 Restaurant - Food and Beverage	
23 Restaurant - Alcohol	
24 Miscellaneous Income	
25 Other (Specify)	

Proposed Minimum Rent	Year 1	Year 2	Year 3	Year 4	Year 5	Year 6	Year 7	Year 8	Year 9	Thereafter
26 Scheduled Minimum Rent Before Stabilization										
27 Minimum Rent - Stabilized Year										
28 1st Automatic Adjustment Year										
29 Subsequent Periodic Adjustments, years										
30 Increase Amount, % of 3 Prior Years' Avg Total Rent										

Financing Parameters:	
31 Year Permanent Financing Funded	
32 Amount Funded	
33 Interest Rate	
34 Amortization Term	

**DEVELOPER OUTPUT SCHEDULE - RETAIL & RESTAURANT**

CASH FLOW PROJECTION

	Total Income All Years	Discounted Value All Years	Year 1	Year 2	Year 3	Year 4	Year 5	Year 6	Year 7	Year 8	Year 9	Thereafter
Retail Income												
Restaurant - Food and Beverage												
Restaurant - Alcohol												
Miscellaneous Income												
Other Income (Specify)												
Gross Scheduled Revenues												
Operating Expenses:												
Vacancy & Collection												
Property Tax												
Utilities												
Maintenance & Reserves												
Management Fee												
Other Expenses												
Expense Inflation												
Minimum Rent												
Percentage Rent												
Total Operating Expenses												
Net Operating Income After Ground Rent NOI as % of Total Development Costs												
(-) Development Costs												
(-) Debt Service												
Net Cash Flow to Master Developer												

**DEVELOPER CONSTRUCTION COSTS - RETAIL & RESTAURANT**

COST COMPONENT	PER UNIT	# UNITS	MEASURE	TOTAL	NOTES
<b>Hard Costs</b>					
1 Demolition			Per S.F.	\$	
2 Shell			Per S.F.	\$	
7 Retail T.I.'s			Per S.F.	\$	
8 Fast Food T.I.'s			Per S.F.	\$	
9 Restaurant T.I.'s			Per S.F.	\$	
10 Landscaping			Per S.F.	\$	
4 Parking Construction - Surface Lot			Per Space	\$	
5 Parking Construction - Structure			Per Space	\$	
6 Landscaping			Per S.F.	\$	
11 Off-Site Costs (Identify)				\$	
12 Other Hard Costs 1 (Identify)				\$	
13 Other Hard Costs 2 (Identify)				\$	
14 Contingency				\$	
15 TOTAL HARD COSTS				\$	
<b>Soft Costs</b>					
12 Architecture / Engineering			% of Hard Costs	\$	
13 Permits and Fees			Allowance	\$	
14 Legal, Accounting, Insurance			% of Hard Costs	\$	
15 Other Professional Services			% of Hard Costs	\$	
16 Developer / OH / Project Management			% of Hard Costs	\$	
17 Advertising and Promotion			Allowance	\$	
18 Working Capital			Allowance	\$	
19 Mitigation Costs (Identify)			Allowance	\$	
20 Loan Fees (Identify % Rate)			Calculated	\$	
21 Appraisal and Closing Costs			Calculated	\$	
22 Construction Loan Interest (Identify % Rate)			Calculated	\$	
23 Property Taxes During Construction			Calculated	\$	
24 Other Soft Costs 1 (Identify)				\$	
25 Other Soft Costs 2 (Identify)				\$	
26 Contingency			% of Hard Costs	\$	
27 TOTAL SOFT COSTS				\$	
28 TOTAL DEVELOPMENT COSTS (Rounded)				\$	

**PARCEL \_\_\_\_\_ PROJECT - CONSOLIDATED (000's)**

Physical Parameters	Total Sq. Ft.	Total Acres
Total Land Square Footage		
Total Water Square Footage		

	Total Income All Years	Discounted Value All Years	Year 1	Year 2	Year 3	Year 4	Year 5	Year 6	Year 7	Year 8	Year 9	Thereafter
Gross Revenues												
Net Operating Income												
Boat Slips												
Retail / Restaurant												
Total Net Operating Income												
Combined Debt Service												
Net Cash Flow to Master Developer												
Unleveraged Return on Costs( ROC)												
Leveraged Return on Equity (ROE)												
County Rent												
Minimum Rents - Total												
Combined Percentage Rent												
Boat Slips												
Retail / Restaurant												
Total County Rent												
County Total Rent as a % of Gross Income												
County Total Rent as a % of NOI												

**DEVELOPER CONSTRUCTION COSTS - CONSOLIDATED**

COST COMPONENT	PER UNIT	# UNITS	MEASURE	TOTAL	NOTES
Hard Costs:					
1 Demolition				\$	
2 Construction			Per Room	\$	
2 Construction			Per	\$	
3 Slip Construction			Per Slip	\$	
4 Parking Construction - Surface Lot			Per Space	\$	
5 Parking Construction - Structure			Per Space	\$	
6 Landscaping				\$	
7 Off-Site Costs (Identify)				\$	
8 Other Hard Costs 1 (Identify)				\$	
9 Other Hard Costs 2 (Identify)				\$	
10 Contingency			% of Hard Costs	\$	
11 TOTAL DIRECT DEVELOPMENT COSTS				\$	
Soft Costs					
12 Architecture / Engineering			% of Hard Costs	\$	
13 Permits and Fees			Allowance	\$	
14 Legal, Accounting, Insurance			% of Hard Costs	\$	
15 Other Professional Services			% of Hard Costs	\$	
16 Developer / OH / Project Management			% of Hard Costs	\$	
17 Advertising and Promotion			Allowance	\$	
18 Working Capital			Allowance	\$	
19 Mitigation Costs (Identify)			Allowance	\$	
20 Loan Fees (Identify % Rate)			Calculated	\$	
21 Appraisal and Closing Costs			Calculated	\$	
22 Construction Loan Interest (Identify % Rate)			Calculated	\$	
23 Property Taxes During Construction			Calculated	\$	
24 Other Soft Costs 1 (Identify)			Calculated	\$	
25 Other Soft Costs 2 (Identify)			Calculated	\$	
26 Contingency			% of Hard Costs	\$	
27 TOTAL INDIRECT DEVELOPMENT COSTS				\$	
28 TOTAL DEVELOPMENT COSTS (Rounded)				\$	