

CONSTRUCTION MANAGER-AT-RISK SERVICES REQUEST FOR QUALIFICATIONS (“RFQ”)

ISSUE DATE: September 12, 2024

DUE DATE: **1:00 p.m. CT on September 27, 2024** (the “Submission Deadline”)

INSTRUCTIONS: Respondents are asked to submit six (6) paper copies and one (1) electronic copy (on a flash drive) of their Statement of Qualifications (“SOQ”). Submittals received by email, fax, or after the Submission Deadline may be rejected without further review or consideration.

SUBMIT TO: Houston First Corporation, Attn: Paula Whitten-Doolin, 701 Avenida de las Americas, Suite 200, Houston, TX 77010. Submittals must be delivered in a sealed envelope in person, via mail or courier. Please write “**RFQ**” clearly on the outside of the sealed envelope.

CONTACT INFO: Any questions concerning the content or subject matter of this RFQ must be sent by email to bids@houstonfirst.com no later than **9:00 a.m. CT on September 20, 2024**. Questions will be answered collectively, in the form of a Letter of Clarification, and made available on the HFC website. Questions may be combined or edited for clarity or length at the discretion of HFC.

PRE-SUBMITTAL CONFERENCE: An in-person Pre-Submittal Conference will be held for all prospective Respondents at **9:00 a.m. CT on September 19, 2024** in **Meeting Room 360** at the **George R. Brown Convention Center**, 1001 Avenida de las Americas, Houston, Texas 77010. Attendance at the Pre-Submittal Conference is not mandatory but is encouraged.

OVERVIEW

Houston First Corporation (“HFC”), pursuant to the provisions of Texas Government Code Chapter 2269, Subchapter F, requests Statements of Qualifications (“SOQs”) from highly-qualified and experienced construction management companies (each a “Respondent” and, collectively “Respondents”) capable of providing pre-construction and construction-phase services through the construction manager-at-risk delivery method in connection with the following projects: (a) a new multi-use, multi-level convention center building containing approximately 800,000 square feet, including with associated loading docks, ballrooms, conference rooms, display halls, retail spaces, parking structures (which may be underground), plazas, and facilities to serve such facility (the “South Building Project”); (b) certain improvements to and potentially realign and extend the Avenida de las Americas right of way, including, without limitation, enhancements or changes to lighting, landscaping, hardscape, traffic control, signage and other wayfinding (collectively, the “Avenida Realignment Project”); (c) the transformation of the existing George R. Brown Convention Center (“GRB”) by reconstructing the existing GRB (the “GRB Transformation Project”; the South Building Project, the Avenida Realignment Project and the GRB Transformation Project being collectively sometimes herein called the “Projects”); and (d) as necessary for the development and construction of the Projects, enabling works, such as,

but not limited to, the construction of, or realignment and reconfiguration, as applicable of, parking facilities/lots, elevated ramps, utilities (water, gas, storm water, sanitary sewer, electric, telecommunication), coordination with TxDOT in connection with the NHHIP, and utility facilities, conduits, lines, and related equipment.

HFC has selected Hines Southwest, LLC, a Delaware limited liability company (“Development Manager”) to act as owner’s representative and is engaged in negotiations with the Development Manager. The Development Manager, under the direction of HFC, is responsible for coordinating, and providing advice and recommendations to HFC with respect to, all aspects of the Projects including the design process, engaging the construction manager at risk, oversight of the subcontractor selection process, and oversight of the construction process, as well as operational startup of the Projects.

On June 27, 2024, at a duly-held meeting, the HFC Board of Directors determined that the construction manager-at-risk method offers the best value to HFC for the Projects and authorized use thereof in accordance with the provisions of Texas Government Code, Chapter 2269, Subchapter F.

On August 6, 2024, HFC issued a Request for Qualifications to identify a qualified architectural firm to develop and generate design and construction documents pertaining to the Projects including, phased architectural and engineering services (structural, mechanical, electrical, plumbing, and civil), as well as specialty sub-consultants as needed. Statements of qualification from architectural firms have been received, and HFC will complete selection of an architectural firm (the “Architect”) prior to selection of a construction manager-at-risk.

This RFQ is the first step in a two-step process, being further detailed herein, for the selection of a construction manager-at-risk (“CMAR”) offering the best value to HFC. The CMAR selected will need to work expeditiously and cooperatively with HFC, the Development Manager, the Architect and any other consultants engaged by HFC to ensure the orderly and timely completion of the Projects.

BACKGROUND

HFC is a local government corporation created by the City of Houston to facilitate economic growth through the promotion of the greater Houston area and the business of conventions, meetings, tourism, and the arts. The entity is responsible for the operation of the GRB, Avenida Houston, Partnership Tower, Wortham Theater Center, Jones Hall for the Performing Arts, Miller Outdoor Theatre, an array of outdoor venues/properties, and parking facilities that can accommodate nearly 10,000 vehicles. HFC also owns and operates both the Hilton-Americas Houston hotel and Partnership Tower.

The GRB is located on the east edge of downtown Houston, bounded by Rusk, Polk, US Highway 59, and Avenida de las Americas on the north, south, east and west, respectively. Adjacent to Discovery Green and the Hilton-Americas Houston hotel, the convention center is flanked by Partnership Tower and Minute Maid Park to the north and Toyota Center to the south.

HFC seeks to enhance the destination appeal of GRB and its environs by creating an engaging and vibrant convention district. An integral part of that initiative includes forward-thinking projects to expand or otherwise create opportunities for, and infrastructure for, entertainment venues and mixed-use developments, as well as improving facilities for vehicular and pedestrian traffic.

SCOPE

The CMAR selected as a result of this process shall, initially, provide pre-construction schematic design and design development services in collaboration with HFC, Development Manager, and Architect. These services will include, but not be limited to, estimating of partially-complete documents; projected construction scheduling; constructability reviews of the documents to mitigate construction change orders; and early procurement of long-lead items, such as electrical components, support of excavation, foundations, and structural steel.

At or near the completion of detailed design documents for the Project, the CMAR selected as a result of this selection process will be required to prepare and submit a Guaranteed Maximum Price ("GMP") to HFC for review and approval. The GMP will be inclusive of the Cost of the Work, the General Conditions Amount, and the CMAR Fee (all such terms will be defined in the Construction Contract provided to the shortlisted Respondents, as noted in the Evaluation section below).

Leading up to and during the construction phase of the Project, the CMAR shall publicly advertise for bids/proposals and receive bids/proposals from trade contractors or subcontractors for the performance of all major elements of the work other than minor work included in the General Conditions. The CMAR may seek to perform portions of the work itself if CMAR submits its bid/proposal for those portions of the work in the same manner as all other trade contractors or subcontractors, and HFC determines that the CMAR's bid/proposal provides the best value for HFC. All aspects of the CMAR's solicitation and award process, including form and content, shall require prior review and approval by HFC.

The CMAR shall hold all subcontracts and shall be responsible for the means and methods of construction, project safety, compliance with applicable laws, and completion of the Project within the agreed-upon schedule. **The CMAR shall be responsible for completing the Project within the GMP and on schedule.** The CMAR exceeds the GMP at its own risk.

Construction on the South Building Project is to commence on or about May 1, 2025 and be complete within three years.

The Respondent selected will initially provide the services for the South Building Project Avenida Realignment Project, enabling works and, subject to HFC's election by written notice, the GRB Transformation Project.

SOQ FORMAT

To be considered responsive, Respondents are required to provide all of the following information in their SOQ in an orderly and concise manner:

- a. **Submittal Form:** Respondents are required to complete all fields of the Submittal Form provided below. The completed form must be signed by a person authorized to make representations on behalf of Respondent.
- b. **Profile:** Provide a brief profile of the Respondent, including its structure, history, services, primary business location, number of years in the business, years in business under the current management structure, and number of permanent employees.
- c. **Project Team:** Introduce the key personnel who would be assigned to provide services for HFC in connection with the Projects (the "Project Team"). Please identify the project manager and the lead superintendent. For each individual, explain their respective

functions, note their years of experience, provide a description of current and ongoing commitments, and include a brief summary of their qualifications.

- d. **Experience:** Describe Respondent's last three convention center projects for which the Respondent provided construction services and that (i) contained at least 500,000 square feet of space, (ii) cost at least \$300 million, and (iii) and are located in an urban setting for which the Respondent provided construction services; identify the role the Respondent performed, the total cost of such projects (if completed), and the year in which each such project was completed. If no convention center projects have been completed by Respondent, then please provide references for projects that Respondent believes to be similar or qualify Respondent to perform the services described in this RFQ for the Projects. Describe the Respondent's experience generally in constructing facilities and improvements similar in scope and complexity to the Projects described in this RFQ, including any experience in central business district settings. For each example given or project referenced, describe the role played by the Project Team that participated.
- e. **Safety and Risk Management:** Describe Respondent's approach to managing safety on construction projects. Provide Respondent's Experience Modification Rate (EMR), Recordable Incident Rate (RIR), Current Days Away, Restricted and Transfer (DART) case rate, and list any OSHA violations during the last three years. Provide a description of the insurance coverages Respondent could provide, its preferred method for insuring liabilities, and the name of Respondent's insurance carriers.
- f. **Bonding:** To be considered responsive to the requirements of this RFQ, each Respondent **must** provide a signed letter from their surety denoting available and specific bonding capacity of at least \$700 million.
- g. **Diversity:** Respondents should identify any diversity subcontractors who are a part of their Project Team and indicate how the Respondent intends to make good faith efforts to meet the Diversity Goal and utilize certified diversity subcontractors to perform construction work. Identification of construction-trade subcontractors is **not** required at this time.

While there is no page limit, Respondents are asked to avoid excessive graphics, title pages, or other extraneous information in their SOQ, other than as requested in this RFQ.

EVALUATION

This RFQ is the first step in a two-step process for selecting a CMAR. In the initial step, HFC will review and rank every SOQ received based on the following weighted criteria: Submittal Form, Profile and Responsiveness to RFQ (10 points); Project Team (30 points); Experience (30 points); Safety and Risk Management (20 points); and Diversity (10 points).

In the second step of the selection process, HFC will invite the top-ranked Respondents, not to exceed five, to participate in an interview, review and provide comments on a draft Construction Contract, and submit a proposal. In addition to pricing, HFC anticipates requesting that each such proposal include the following with regard to the South Building and Avenida Realignment Projects and enabling works: a staffing schedule, construction schedule, site logistics plan, cost savings considerations, construction cost estimate(s), and specific information pertaining to the financial position of the Respondent.

Shortlisted Respondents will be evaluated and ranked based on the following weighted criteria: Project schedule and preconstruction abilities with regard to the South Building and Avenida

Realignment Projects, and enabling works and financial position of the Respondent (20 points); price proposal (20 points); acceptance of the Construction Contract terms and conditions (15 points), in-person interview engagement, responsiveness and performance of Project Team (25 points), and local market knowledge and subcontractor relationships (20 points). Scores from step one and step two will not be combined.

HFC intends to award the Construction Contract to the top-ranked Respondent offering the best value to HFC, as measured by HFC utilizing the foregoing evaluation criteria, subject to negotiation of fair and reasonable compensation. If HFC and such Respondent should fail to agree on such fair and reasonable compensation, then HFC reserves the right to and may conduct negotiations with the next most-qualified Respondent. If necessary, HFC will conduct negotiations with successive Respondents in descending order until a contract award can be made to a qualified Respondent whose price HFC believes is fair and reasonable.

LETTERS OF CLARIFICATION

Responses to all material questions timely submitted by potential Respondents, as well as revisions incorporated into this RFQ by HFC, if any, will be confirmed collectively in a letter posted online at <http://www.houstonfirst.com/do-business> ("Letter of Clarification"). When issued, Letters of Clarification become part of this RFQ and automatically supersede any previous specifications or provisions in conflict therewith. By submitting their SOQ, Respondents shall be deemed to have reviewed all Letters of Clarification on the website and incorporated them into their submittal. Verbal responses will not otherwise alter the specifications, terms and conditions as stated herein. It is the responsibility of Respondents to monitor the foregoing link and ensure they receive any such Letters of Clarification and incorporate them in their submittal.

DIVERSITY PARTICIPATION

The Respondent selected will be required to use good-faith efforts to award subcontracts to diversity participants certified by any of the identified certification agencies as defined in the [HFC Diversity Program](#). HFC has established the following goal for these services: **30%** of the total value of the Agreement. Respondents should note if they are certified as a diversity participant in their submittal; however, such certification shall not lessen or otherwise alter the requirement to use good faith efforts to award subcontracts to diversity participants.

PREVAILING WAGE REQUIREMENT

The CMAR selected as a result of this RFQ shall be required to comply with governing statutes providing for labor classification of wage scales for each craft or type of laborer, worker, or mechanic. Prevailing wage rates applicable to the work for this Project may be one or a combination of the applicable rates set forth in HFC's Prevailing Wage Scale for Building Construction, available online at <http://www.houstonfirst.com/do-business>.

RESTRICTIONS ON COMMUNICATIONS

Throughout the selection process, commencing with the Issue Date, Respondents are directed not to communicate with any HFC, Development Manager, or Architect employee, officer or director regarding their SOQ or any matter relating to this RFQ, other than through bids@houstonfirst.com, at the Pre-Submittal Conference, or in response to a direct inquiry from the HFC Office of General Counsel. Respondents who disregard this Restrictions on Communications provision do so at their peril, as HFC shall have the right to reject any SOQ or proposals received due to violation of this provision.

POST-SUBMISSION PROCEDURES

SOQs will be opened and the names of Respondents will be read aloud at 2:00 p.m. on the

Submission Deadline at Partnership Tower, 701 Avenida de las Americas, Ste. 200, Houston, Texas 77010. Rankings determined hereunder will be available to the public upon request on or before the seventh day after the date a contract is awarded to a CMAR pursuant to this RFQ. No later than 45 days after the Submission Deadline, HFC shall evaluate and rank each SQQ proposal submitted based on the selection criteria and ranking evaluation set forth herein.

CONFLICTS OF INTEREST

Respondent are advised that they have an affirmative obligation to disclose any affiliation or business relationship with an HFC employee, officer, or director creating a conflict of interest (or appearing to a reasonable person to potentially exist). Those who need the disclosure form may find it online at <https://www.ethics.state.tx.us/data/forms/conflict/CIQ.pdf>. By submitting their SOQ, Respondent represents to HFC that they have complied with the requirements of Chapter 176 of the Texas Local Government Code.

PROTEST PROCEDURES

Any protest relating to the form, terms and conditions, selection criteria, specifications, exhibits, or any other material RFQ content must be filed by the actual or potential Respondent with HFC General Counsel no later than five business days prior to the Submission Deadline. If the protest consists of a dispute regarding the Respondent recommended by the evaluation committee, or otherwise relates to the alleged misapplication of selection criteria, then HFC General Counsel must receive the protest from an actual Respondent after the Submission Deadline, but at least three business days prior to consideration of a contract resulting from this RFQ by HFC.

All protests must be made in writing and delivered to Houston First Corporation, Attn: General Counsel, 701 Avenida de las Americas, Ste. 200, Houston, TX 77010. To be considered by HFC, protests must be timely received and include, at a minimum, all of the following information: (a) The name, address and contact information of the Respondent, with sufficient information to establish that a bona fide Respondent is the person or entity filing the protest; (b) The full title of the RFQ; (c) Material grounds for the protest, including the provisions of the RFQ and the applicable law or regulation that serves as the basis for the protest; (d) A statement of the specific relief requested by the Respondent; (e) Reference to and attachment of any pertinent documents or sources relied upon by the Respondent that the protesting party wishes to have HFC consider; and (f) An affidavit attached to support any factual allegations stated in the submission.

WITHDRAWAL; ERROR

Submittals may be withdrawn due to errors or for any other reason by a written request received by bids@houstonfirst.com prior to the Submission Deadline.

PUBLIC INFORMATION

HFC is subject to the Texas Public Information Act ("TPIA"). Information submitted by Respondents is subject to release under the provisions of the TPIA set forth in Chapter 552 of the Texas Government Code. Each page where confidential or proprietary information appears must be labeled as such clearly and unambiguously. Respondents will be advised of any request for public information that implicates their materials and will have the opportunity to raise objections to disclosure with the Texas Attorney General at their expense.

RFQ PACKETS

A complete copy of this RFQ, including exhibits, necessary forms and other relevant information is available on-line at www.houstonfirst.com/do-business. This RFQ provides the information necessary to prepare and submit a SOQ for consideration and ranking by HFC.

NO OBLIGATION

This RFQ does not commit HFC to award a contract or issue a purchase order, and submission of a SOQ shall not be construed as a contract nor indicate a commitment of any kind on the part of HFC. Respondents shall receive no compensation or reimbursement for any expense incurred in preparing a submittal in connection with this request. HFC reserves the right to waive any irregularities in any of the responses, select one or more service providers, reject all responses, or cancel or make alterations to the entire process. HFC further reserves the right to request clarifications and/or additional information from some or all Respondents.

CMAR SERVICES

SUBMITTAL FORM

Respondents to the foregoing Construction Manager-at-Risk Request for Qualifications ("RFQ") are required to complete each field of this Submittal Form and are asked to include it as the first substantive page of their SOQ.

1. Contact Information

a. Company Name (the "Respondent"): _____

b. Address: _____

c. Contact Name/Title: _____

d. Phone: _____

e. Email: _____

f. Is the Respondent a certified diversity entity under the [HFC Diversity Program](#)? _____

2. Terms and Conditions

By completing this form and submitting a SOQ, the Respondent represents all of the following to Houston First Corporation:

a. Respondent has the necessary experience, knowledge, abilities, skills, and resources to perform the services required to undertake and complete the Projects.

b. Respondent accepts the evaluation process set forth in the RFQ and acknowledges that some subjective judgments must necessarily be made during the effectuation of such process.

c. Respondent has not, within the past five years, been party to a service contract terminated for cause, or received material, adverse findings from any governmental authority having regulatory oversight of services similar to those required under this RFQ.

3. Acknowledgment

By signing below, Respondent represents and warrants that all of the foregoing is true, correct and may be relied upon by Houston First Corporation without exception:

By: _____ ("Respondent")

Signature: _____

Date: _____

Name: _____

Title: _____