REQUEST FOR QUALIFICATIONS

DEVELOPMENT OPPORTUNITY

PIER 8

Project Number: C14-02-17
Closes: 4:30pm, Hamilton time
June 30, 2017

Procurement Section - Corporate Services Department
REQUEST FOR QUALIFICATIONS
DEVELOPMENT OPPORTUNITY
PIER 8

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REQUEST FOR QUALIFICATIONS (RFQ)

Pier 8 Development Opportunity
Project Number: C14-02-17

COMMUNICATIONS NOTICE

All questions related to this Request for Qualifications are to be directed in writing to:

Alecia Humphrey
Procurement Specialist – Procurement Section
Corporate Services Department
City of Hamilton
120 King Street West, 9th Floor
Hamilton, ON L8P 4V2
Alecia.Humphrey@hamilton.ca

All questions related to this Request for Qualifications or any clarification with respect to this RFQ must be directed to the Procurement Specialist identified above and as per the timeline outlined in Section 6.11, RFQ Timeline, in order that City staff may have sufficient time to respond. The City reserves the right, in its absolute discretion, to extend any deadlines or timelines with respect to this RFQ.

Neither the submission of, nor the City’s failure to respond to, any questions or queries before the Closing Deadline shall result in the extension of any deadline or timeline.
On behalf of the City of Hamilton, I am pleased to share the Request for Qualifications for Pier 8 development opportunities. This development opportunity represents the culmination of nearly 30 years of political and financial commitments from past and present Councils, along with partners at other levels of government. This is the next phase in the ongoing efforts to transform our West Harbour into a destination for our citizens and visitors to Hamilton.

The City of Hamilton has committed $80 million towards further improvements to the waterfront areas over the next two years. We expect to see some visionary concepts brought forward by developers and the community. Through these commitments, Hamilton’s West Harbour neighbourhoods have become some of the City’s most sought after areas to live, work, and play. We are experiencing positive momentum and public sentiment for urban mixed-use development, while transit-oriented living is realizing greater prominence in several nodes around Hamilton.

The continued Pier 8 development plans will further enhance this part of the city and highlight the growth and development around the waterfront.

Thank you for your interest in Pier 8. We look forward to engaging the development community in the pursuit of excellence for our precious waterfront.

FROM THE MAYOR

On behalf of the City of Hamilton’s administration, I am pleased to welcome your participation in this exciting urban revitalization project on Hamilton’s burgeoning waterfront. Pier 8’s combined 5.24 hectares of development-ready lands has the capacity to support upwards of 1,500 residential units along with animated, ground-floor retail and community spaces that will integrate with existing and planned public recreation amenities, to create a one-of-a-kind urban waterfront community on the shores of Lake Ontario.

Not only has the City produced a compelling value proposition for the development site, but it has also devised a solicitation process that strikes a considerate balance between inviting innovative, creative concepts from the private development industry, and preserving the West Harbour’s long-standing vision that will showcase Hamilton as a progressive model for 21st century urbanism. We encourage you to familiarize yourselves with the extensive background materials that are being provided in support of RFQ submissions, so that you may gain an appreciation for our broader vision.

We are very much looking forward to hearing your creative ideas and getting to know your company, colleagues, and capabilities through this solicitation process.

We wish you the best of luck and thank you for sharing in our excitement for the future of Hamilton’s waterfront.

FROM THE CITY MANAGER

City of Hamilton
Figure 2: The improvement of Pier 8, including the sale and development of the Subject Lands, are a critical piece of a larger public strategy to revitalize the West Harbour waterfront.
1. SITE LOCATION AND AREA DESCRIPTION

Pier 8 is a 5.24 hectare (13 acre) development site located in the prime West Harbour area in the City of Hamilton’s inner harbour envisioned to deliver approximately 1,500 residential units and ancillary commercial uses over the next decade. This development is a key part of the overall master plan for the area that already includes tremendous recreational amenities such as the 1,600 km Great Lakes waterfront trail, marinas, canoeing facilities and Parks Canada’s HMCS Haida attraction and interpretation centre. Waterfront amenities existing adjacent to the Subject Lands include several restaurants, a public skating rink, and multi-purpose meeting facilities. The immediate neighborhood includes a range of residences including single-family, medium and high density homes, as well as neighborhood based retail facilities.

Concurrent with the development of Pier 8, the City is redeveloping the public recreational areas between Bayfront Park and Pier 7, while future mixed use development is also planned for the Barton-Tiffany Lands located approximately 1.5 km southwest of Pier 8. Much of the Barton-Tiffany lands are City-owned and will be sold through a separate solicitation process.

Pier 8 Opportunity – Quick Facts

$80 M worth of public investments over the next two years has been committed to enhancing the recreational waterfront

Approximately 1,500 families and a variety of retail and community uses will create a year-round animated destination

11.6% average annual growth rate of condo sale prices (listed properties only) in Hamilton from 2012-2016
Figure 4: Pier 8 is positioned to benefit from its proximity to the burgeoning Downtown Core and improved connectivity to Metrolinx’s expanding Regional Express Rail network.
2. PIER 8 DEVELOPMENT OPPORTUNITY

The City of Hamilton has initiated a Request for Qualifications (RFQ) process to call for and identify qualified developers who are interested in purchasing prime waterfront lands with the intent to develop a new, mixed-use community. The sale offering is for 5.24 hectares (13 acres) of serviced, development-ready land, integrated with a remarkable public recreation area.

2.1 VALUE PROPOSITION

Pier 8 will be the heart of Hamilton’s revitalized, urban waterfront, supported by a mix of residential, retail, community, and cultural uses. This Project gives developers the chance to contribute to a lasting legacy on the City’s waterfront.

The land sale offering at Pier 8 represents a unique opportunity and value proposition:

- Hamilton is currently one of the hottest residential markets in the country;
- Hamilton’s transit connectivity with Toronto and the Greater Toronto Area has significantly improved with the completion of the new Regional Express Rail West Harbour GO Station, located only 1 km away from the Subject Lands;
- Pier 8 is one of very few opportunities to control significant, urban development lands, on Lake Ontario;
- The City is undertaking much of the land development risks through pre-zoning, plan of subdivision, municipal servicing, filing a Record of Site Condition, and installing public amenities. The remaining risks to the developer are primarily marketing and construction risks; and
- The City has made commitments to upgrade existing infrastructure and recreational facilities, and to develop new attractions at Piers 5-7, that would create increased animation and a sense-of-place in the immediate area.

Figure 5: Pier 8 will be well connected to the rest of the City and the Greater Golden Horseshoe region through a network of higher-order transit lines and nearby highway access.
Figure 6: Indicative concept rendering from Pier 7 & 8 Urban Design Study, looking west
Table 1 summarizes the major public investment projects at Piers 5-8 that will be implemented over the next few years. The gross area of this entire redevelopment zone is approximately 17 hectares (42 acres). Improvements at Piers 5-8 represent a portion of a broader West Harbour revitalization plan that will ultimately see approximately $140 million of public funds being invested into the area.

Having already approved funding for $80 million of the $140 million projected budget, City Council has signalled its support for the long-term redevelopment of the West Harbour. Furthermore, the fact that over $70 million of the $80 million already approved is dedicated to Piers 5-8 demonstrates the City's commitment to making this particular area the focal point and catalyst to activate the broader vision.

After re-zoning and subdivision are complete, Pier 8 will yield approximately 5.24 hectares (13 acres) of fully-serviced land spread across nine Development Blocks, that combined, will permit approximately 124,000 square meters (1.33 million square feet) of gross buildable area that can support upwards of 1,500 residential units, street-front retail, and community spaces. The City intends to retain ownership of the road network and public open spaces, for which it will be responsible for maintaining.

Table 1: Recently Completed, In-progress, and Funded Future Public Investments at Piers 5-8

<table>
<thead>
<tr>
<th>Project Description</th>
<th>Approx. Value (millions)</th>
<th>Phasing / Target Completion</th>
<th>Funding Status</th>
</tr>
</thead>
<tbody>
<tr>
<td>Pier 7 Shoreline, Boardwalk and Transient Docks</td>
<td>$4.0</td>
<td>Completed (2016)</td>
<td>Project Complete</td>
</tr>
<tr>
<td>Replace Marina Floating Breakwater</td>
<td>$3.3</td>
<td>Completed (2016)</td>
<td>Project Complete</td>
</tr>
<tr>
<td>Replace Marina Docks</td>
<td>$7.1</td>
<td>2017</td>
<td>Full</td>
</tr>
<tr>
<td>Piers 7-8 Draft Plan of Subdivision and Zoning</td>
<td>$0.6</td>
<td>2016-2017</td>
<td>Full</td>
</tr>
<tr>
<td>Record of Site Condition, Site Prep and Remediation</td>
<td>$3.5</td>
<td>2015-2018</td>
<td>Full</td>
</tr>
<tr>
<td>Piers 6-8 Servicing Design &amp; Construction</td>
<td>$9.5</td>
<td>2016-2017</td>
<td>Full</td>
</tr>
<tr>
<td>Piers 5-7 Shoreline Rehabilitation and Boardwalk</td>
<td>$11.3</td>
<td>2018-2019</td>
<td>Full</td>
</tr>
<tr>
<td>Piers 6-7 Artisan &amp; Commercial Village Public Amenities</td>
<td>$4.2</td>
<td>2018-2019</td>
<td>Full</td>
</tr>
<tr>
<td>Pier 8 Shorewall Rehabilitation</td>
<td>$16.2</td>
<td>2018-2019</td>
<td>Full</td>
</tr>
<tr>
<td>Pier 8 Park and Waterfront Promenade</td>
<td>$8.8</td>
<td>2018</td>
<td>Full</td>
</tr>
<tr>
<td>Pier 8 Sanitary Pumping Station &amp; Forcemain</td>
<td>$2.9</td>
<td>2017</td>
<td>Full</td>
</tr>
<tr>
<td><strong>TOTAL</strong></td>
<td><strong>$71.4</strong></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Figure 7: The City is taking on the work and costs of pre-zoning, subdividing, servicing, filing a Record of Site Condition, and creating attractive public space on Pier 8 with the intention of mitigating the development risks and enhancing the value of the site. Blocks 1-8 and 16 on this diagram comprise the Subject Lands (outlined in yellow).
2.2 CONCEPTUAL VISION

In 2015, the City commissioned planning firm Brook/McIlroy Inc. to conduct an Urban Design Study for Piers 7 and 8 (UDS), which included creating indicative concept plans for the site that illustrate what the entire development could look like at full build-out, including both public and private areas. The UDS was adopted by Council in May 2016 to serve as the overall design guidelines for Piers 7 and 8.

Table 2 summarizes the attributes of each Development Block within the Subject Lands and the UDS details for each. Illustrative renderings of the UDS concept are shown in Figures 1, 6 and 8. This indicative concept is simply one example of what is possible given the design guidelines and applicable planning policies (i.e., Official Plan, Secondary Plan, zoning by-laws). Within these parameters, Proponents have many options to bring the City’s vision to reality, based on their own experience and market capabilities. At the following RFP stage, the City will request Prequalified Proponents to more fully identify their vision for the Pier 8 development conforming to these parameters. In addition to the private development of the Subject Lands, the City intends to carry out the proposed layout plan from the UDS with respect to the road network, public open spaces, and storm water management features. These public realm elements are reflected in the Draft Plan of Subdivision, and will be reiterated in greater detail in the RFP.

Table 2: Description of Development Blocks and Urban Design Study Concept Results

<table>
<thead>
<tr>
<th>Block Number</th>
<th>Land Use</th>
<th>Size (ha.)</th>
<th>Max. Permitted Height</th>
<th>Residential Gross Floor Area (sqm.)</th>
<th>Estimated Number of Units</th>
<th>Commercial/Institutional Gross Floor Area (sqm.)</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Residential</td>
<td>0.38</td>
<td>8 storeys</td>
<td>9,000</td>
<td>90-117</td>
<td>N/A</td>
</tr>
<tr>
<td>2</td>
<td>Residential</td>
<td>0.56</td>
<td>8 storeys</td>
<td>20,800</td>
<td>192-294</td>
<td>N/A</td>
</tr>
<tr>
<td>3</td>
<td>Mixed Use</td>
<td>0.73</td>
<td>6 storeys</td>
<td>16,900</td>
<td>156-238</td>
<td>600</td>
</tr>
<tr>
<td>4</td>
<td>Mixed Use</td>
<td>0.37</td>
<td>8 storeys</td>
<td>9,000</td>
<td>87-119</td>
<td>340</td>
</tr>
<tr>
<td>5</td>
<td>Mixed Use</td>
<td>0.56</td>
<td>6 storeys</td>
<td>3,250(^3)</td>
<td>36</td>
<td>500(^3)</td>
</tr>
<tr>
<td>6</td>
<td>Mixed Use</td>
<td>0.56</td>
<td>6 storeys</td>
<td>13,000</td>
<td>119-182</td>
<td>1,500</td>
</tr>
<tr>
<td>7</td>
<td>Mixed Use</td>
<td>1.10</td>
<td>8 storeys</td>
<td>18,000</td>
<td>171-246</td>
<td>4,800</td>
</tr>
<tr>
<td>8</td>
<td>Residential</td>
<td>0.68</td>
<td>8 storeys</td>
<td>20,000</td>
<td>188-275</td>
<td>N/A</td>
</tr>
<tr>
<td>16</td>
<td>Institutional</td>
<td>0.30</td>
<td>4 storeys</td>
<td>N/A</td>
<td>N/A</td>
<td>6,800</td>
</tr>
<tr>
<td><strong>TOTAL</strong></td>
<td></td>
<td><strong>5.24</strong></td>
<td></td>
<td><strong>109,950</strong></td>
<td><strong>1,039 - 1,507</strong></td>
<td><strong>14,450</strong></td>
</tr>
</tbody>
</table>

1. Block Numbers correspond with Figure 7
2. As prescribed in the West Harbour Secondary Plan
3. UDS concept plan envisions this block as a centralized parkade structure surrounded by street-level townhomes and retail.
**Proposed Community Structure**
1. Waterfront Park (Future Corridor)
2. Waterfront Park (Existing)
3. Gateway Park
4. The Greenway (Storm Water Garden and pedestrian walkway)
5. Green Roofs (Throughout as shown)
6. Marina Expansion
7. Institutional Building
8. Residential Building
9. Mixed-Use Building with Central Public Parking Structure
10. Mixed-Use Building with Residential Above
11. Community Plaza
12. Continuous Waterfront Cycling and Pedestrian Trail (along Pier wall)
13. Mid-block Connection
14. Pump Station and Park Pavilion

**Future Programming Considerations**
15. Sunset Amphitheatre
16. Sunrise Gathering Circle
17. View Terminus Plazas
18. Programmables Park Areas (Throughout)
19. Beach Area
20. Green Park
21. Retail Park Pavilions
22. Cultural Plaza
23. Splash Pad / Water Feature
24. Playground

**Existing Area Features**
25. Skating rink
26. William’s Coffee Pub
27. Hamilton Waterfront Trust Centre

*Figure 8:* This massing summary of the indicative concept rendering from Pier 7 & 8 Urban Design Study shows one interpretation of what Pier 8 could look like at full build-out, including both the private development of the Subject Lands as well as the public realm elements to be developed by the City.
2.3 OFFERING PARAMETERS

In an effort to provide as much certainty as possible to prospective Proponents so that each may assess its degree of interest in participating in this RFQ the City would like to clarify the following:

- **Block Offering** – It is the City’s intent to select and engage with a single Successful Proponent (principal or consortium) that can present a compelling master vision that will be consistently implemented across the Subject Lands.

- **Land Ownership** – The Subject Lands are currently owned by the City. Upon negotiation of Contracts, subject to final approval by City Council, the City intends to transfer fee simple ownership of the lands to the Successful Proponent. The City is also considering arrangements wherein the City retains ownership of some or all of the lands, until such time as the Successful Proponent requires ownership control of specified Development Blocks, at which time a purchase and transfer will be completed. Desired phasing of land purchases will be further addressed at the RFP stage.

- **Affordable Housing** – It is a City requirement that no less than 5% of the units in the Project must meet the definition of “affordable home ownership”, as defined in the City’s Municipal Housing Facilities By-law. The pricing threshold for this definition is a sale price that is at least 10% below the median resale price of all strata-titled units within the City of Hamilton, as reported monthly by the Realtors Association of Hamilton-Burlington.

- **Planning Applications** – The City has submitted applications for re-zoning and Draft Plan of Subdivision approvals consistent with the Official Plan and Secondary Plan. The City will also be managing any appeals to the Ontario Municipal Board with respect to these applications. All responses to the RFQ and RFP should be consistent with the applicable planning legislation, policies, and decisions.

- **Environmental Condition** – The City is in the process of finalizing Phase I and II Environmental Site Assessments at the site. Using this information, the City is working with technical consultants and the Ministry of Environment and Climate Change (MOECC) to complete a Risk Assessment and prepare a Risk Management Plan that will be applied toward the filing of a Record of Site Condition (RSC) and receiving a Certificate of Property Use for the entire Project site, including the Subject Lands. Prequalified Proponents who are invited to the RFP stage will be given an opportunity to engage with the City to further understand its RSC execution strategy and the status of the filing.
Pier 8 plays host to unique waterfront events such as Tall Ships festivals
3. PIER 8 PLANNING CONTEXT

“Historic West Harbour has been the arrival point, the departure point, and a meeting place for generations of people. Many have made the West Harbour communities home for their families and their businesses. As an integral part of the residential, commercial, recreational, and creative heart of Hamilton, its residents have created a unique and dynamic culture that, together, are the West Harbour.” – Quote from West Harbour Vision Statement developed by community members’ working group

3.1 LONG-TERM STRATEGY FOR HAMILTON’S WATERFRONT

Beginning almost thirty years ago the City has been executing a long-term strategy to draw people to the waterfront through significant, public investments that have transformed the former industrial piers along the inner harbour into a spectacular recreational area. The City is now looking to leverage these public investments to attract private-sector investment to complete the area’s transformation.

As growth and housing demand in Hamilton has increased in recent years, financial commitments toward fulfilling these plans have been made firm and execution is nearing a crescendo as the City prepares to invite the private development industry to bid on the Pier 8 lands and bring a new mixed-use community to fruition.

The following is a summary of the most relevant plans and frameworks that have influenced, and continue to influence, the character of all development on and near Pier 8.

3.2 WEST HARBOUR SECONDARY PLAN (“SETTING SAIL”)

Pier 8 falls within the West Harbour Secondary Plan precinct, located immediately north of the downtown core, bound by Cannon Street and York Street along the south, the shoreline along the north, Wellington Street to the east, and the western point of Dundurn Park. This district encompasses several neighbourhoods and includes the waterfront parks and marina piers, as well as the new West Harbour GO Station (Metrolinx) and the HMCS Haida.
A family takes advantage of new visitor docking facilities at Pier 7 (opened summer 2016)
(Parks Canada). The City owns numerous strategic real estate sites within this district, including Pier 8, which are intended to serve as cornerstones and catalysts of future growth and revitalization for the benefit of the whole City.

The West Harbour Secondary Plan, titled “Setting Sail”, represents the culmination of several years of public consultation and research of urban planning best practices to define the desired character of all future growth, development, and land-use activity in the precinct. As a statutory document, Setting Sail is part of the legal planning framework to which all development activity, both private-sector and City-led, must conform. The plan was adopted by City Council in 2005 by way of an Official Plan Amendment, and endorsed by the Ontario Municipal Board in 2012 following the dismissal of statutory appeals.

The plan is guided by eight core principles:

1. Promote a healthy harbour;
2. Strengthen existing neighbourhoods;
3. Provide safe, continuous public access along the water’s edge;
4. Create a diverse, balanced and animated waterfront;
5. Enhance physical and visual connections;
6. Promote a balanced transportation network;
7. Celebrate the City’s heritage; and
8. Promote excellence in design.

Setting Sail prescribes the allowable land uses, heights, and densities of the Pier 8 lands. It also generally delineates the road network and public open spaces. All Proposals arising from the Request for Proposals subsequent to this RFQ will be required to conform to the policies and principles laid out in Setting Sail, as reiterated in the Draft Plan of Subdivision and Zoning By-law.

### 3.3 WEST HARBOUR WATERFRONT RECREATION MASTER PLAN (“REC MASTER PLAN”)

The West Harbour Waterfront Recreational Master Plan follows Setting Sail and serves as the City’s blueprint for long-term investments in public amenities that will improve the general public’s accessibility to, and enjoyment of, the waterfront. The Rec Master Plan ([Figure 10](#)) defines and clarifies planning design guidelines that would guide and shape the development of buildings and landscapes along the waterfront.

Encompassing Bayfront Park through to the inner harbour’s Main Basin (Piers 5-7), the Rec Master Plan envisions the following features:

- **Bayfront Park** (upgrades in progress to 2020): Public fountain, public art, swimming facilities, children’s play areas, picnic pavilions, public washrooms;
- **Macassa Bay**: Continued boating club uses, aquatic habitats and urban fishing enhancements, eventual relocation of the Hamilton Police Marine Unit (from Pier 7). Shoreline rehabilitation and construction of a new boardwalk will start in 2018/2019;
- **Pier 4 Park** (complete): Children’s play areas, continued boating club uses; and
- **Main Basin** (upgrades in progress to 2019): Continued boating club uses, new, state-of-the-art on-water marina facilities (docks, breakwater), public plaza and boardwalks, public art, mixed commercial buildings that could accommodate retail, food service, office, or hotel operations.
Figure 9: From Pier 7 & 8 Urban Design Study, (Top) The proposed greenway is a pedestrian and cycling street that will double as a naturalized storm water management feature. (Bottom) A public promenade will provide exclusive pedestrian access to the water’s edge around the entire perimeter of Pier 8.
3.4 PIER 7 & 8 URBAN DESIGN STUDY
The Pier 7 & 8 Urban Design Study established a set of seven guiding principles that all future developments on Pier 8 must consider:

1. A mix of uses to support a diverse and vibrant community;
2. Environmentally sustainable landscapes and architecture designs to create a low impact community footprint;
3. A community of complete streets designed for accessibility, walking, running, cycling, taking transit and driving;
4. A fixed street and park network that creates a variety of development blocks;
5. A variety of public spaces for active and passive recreation on the waterfront;
6. An architecture that is varied, contemporary and compatible with the surrounding areas; and
7. Marine and industrial elements in the landscape and/or architecture that acknowledge the area’s history.

These principles are reflected in a suite of design guidelines that address the street network and rights-of-way, parking, building design, and open space and infrastructure planning. The UDS was adopted by Council in May 2016.

A further exercise to the UDS included an indicative development concept plan for the site that illustrates what the entire Pier 8 development could look like at full build-out, including both public and private areas, and incorporated the following values:

- A community framed by open space;
- Maintain views to the water;
- A naturalized approach to managing storm water;
- A variety of building heights and massing;
- A diversity of land uses;
- Community and cultural uses as anchors;
- A well-connected pedestrian and cyclist network;
- Ground floors framed by active uses;
- A mix of parking solutions; and
- A network of green streets.

Details of this concept plan have been further described in Section 2.2 of this RFQ.
The waterfront parks are a popular venue for major, public events
3.5 WEST HARBOUR WATERFRONT REDEVELOPMENT PLAN

In 2015, capital improvement plans for the inner harbour’s Main Basin (Piers 5-7) and Pier 8 were laid out in a West Harbour Waterfront Redevelopment Plan. This plan envisions a transformation of the Piers 5-8 lands to include a variety of linked open spaces and surrounding commercial uses that will fulfill long-standing goals of bringing the public to the water’s edge.

This plan also includes value enhancements to Pier 8 that will make the lands ready for sale, development, and marketing and will provide a high degree of certainty for developers so that they can primarily focus on market and construction risk. This plan includes the following undertakings by the City:

- Completion of all work (i.e., technical studies, public consultations) required to obtain regulatory approvals, including statutory appeals to re-zone and subdivide the site in conformity with the Official Plan and Secondary Plan;
- Site preparation, including installation of municipal services (roads, watermains, sewers);
- Filing a Record of Site Condition and acquisition of Certificates of Property Use for the entire site; and
- Design and build public open spaces including a 30-metre wide promenade park along the pier’s perimeter and a public “greenway” that also serves as a storm water management feature. (see Figure 9).

The City’s Waterfront Development Office recently submitted Zoning By-law Amendment and Draft Plan of Subdivision applications for the Project. Following approval of these applications, the City will register the Plan to create the road network, public open spaces, and the Development Blocks zoned to accommodate mixed-use buildings. Later in 2017, the City’s Planning Department is expected to present to Planning Committee, its endorsement of the applications.

Through 2017 and 2018, the City intends to install the road network and municipal services, file the Record of Site Condition, and commence the build-out of the public amenity spaces. Concurrently, the City will also begin the process of implementing public amenities at Piers 6-7, which will include new public spaces, a waterfront trail with boardwalk, and relocation of the Police Marine Unit.

For a more detailed understanding of the City’s comprehensive vision for the West Harbour waterfront, please review documents provided in the Electronic Data Room.
Figure 10: This graphic is a composite of the Rec Master Plan Concept Plan combined with the Pier 8 Land-Use Plan. Full documents can be accessed in the Electronic Data Room.
4. HAMILTON’S TIME HAS COME

The City of Hamilton is experiencing a renaissance in recent years, which is expected to remain robust as growth trends and infrastructure investments continue. Pier 8 is ideally situated and timed to benefit from these trends.

4.1 IN THE PATH OF GROWTH

As the Greater Toronto Area continues to prosper and grow, so too does Hamilton. The Province of Ontario already identifies Hamilton as an integral part of the Greater Golden Horseshoe economic engine, as well as Metrolinx’s expanding, regional transportation system. With its historical downtown core and varied housing stock, Hamilton presents itself as a popular option for households looking for affordable urban living as an alternative to Toronto.

- The Greater Toronto and Hamilton Area (GTHA) is currently experiencing tremendous levels of growth with research indicating 3.3 million people expected to be added to the region over the next 25 years, of which approximately 7.2%, or 238,000, will choose to settle in Hamilton.

- An increasing number of homebuyers who have been priced out of Toronto have set their attention towards Hamilton. CMHC reports that the major trend in Hamilton’s real estate market is an influx of Toronto buyers looking for more affordable homes.

- Hamilton’s transit connectivity with Toronto and the GTA has significantly improved with the completion of the new West Harbour GO Station, the City’s second downtown GO Train station. Furthermore, Metrolinx has announced that GO service will be extended towards St. Catharines by 2023 with a station in Stoney Creek to be connected with West Harbour GO by 2021.

The new West Harbour GO Station (1 km from Pier 8)
4.2 HAMILTON’S REVITALIZATION

Over the past several years, the City of Hamilton has been experiencing significant revitalization as both employers and residents rediscover the fundamentals that make Hamilton a great place to live, work, and invest. This is evidenced by the fact that the construction value of building permits issued has exceeded $1 billion in each of six of the past seven years.

The revival of Hamilton’s downtown core and urban neighbourhoods is indicative of a new wave of investment interest in the City, an important pillar of which has been investments made by governments and local institutions. Many of these completed and planned investments will benefit the Pier 8 development either through proximity to higher concentrations of people or through improved connectivity:

- The new West Harbour GO Station connects the waterfront communities directly to the Greater Toronto Area and Niagara Region;
- A $1 billion planned rapid transit network will ultimately link Pier 8 to the City’s urban neighbourhoods in the east and west, including McMaster University’s Main Campus;
- The City has committed $80 million towards upgrades to the waterfront recreation areas that will increase the appeal of the waterfront;
- Hamilton Health Sciences plans to add a new Children’s & Women’s Hospital to its downtown Hamilton General Hospital campus; and
- McMaster University built an $85 million new campus facility for its DeGroote School of Medicine in the heart of downtown.

In tandem with these public investments, Hamilton’s urban neighbourhoods have been experiencing a surge of new private development. Interest has particularly been focused on hotels, condos, purpose-built rentals, private student residences, and specialty retail.
4.3 MARKET DYNAMICS

The notion of home ownership remains a top priority for Canadians across the country. The RE/MAX 2017 Housing Market Outlook found that 53% of respondents expressed an interest in purchasing a home. Of those surveyed, 47% indicated that they were seriously considering home purchase in the next five to ten years.

Of those looking to purchase a home, millennials have shown an increased desire to join the market. An RBC Home Ownership Survey conducted in 2016 indicated that 43% of millennials have shown interest in purchasing a home within the next 3 years; up from 34% in 2015. The largest obstacle to home ownership cited by millennials was the increasing price of housing in Canada’s major markets. This should come as no surprise as regional markets in close proximity to Canada’s highest-price cities have continued to experience steady interest from local ‘move-up buyers’ who are looking to find a balance between affordability and square footage.

The GTA Housing market continues to see increased growth as the average residential sale price rose by 17% to $725,857, up from $622,217 in 2015. As mentioned earlier, ‘move-up buyers’ have continued to drive demand in the market for single-family detached homes valued up to $1.5 million in Toronto and $1 million in the surrounding GTA. This trend is expected to continue in the foreseeable future due to land limitations and tightening mortgage rules.

Re/MAX also found that the Hamilton-Burlington market was the hottest market in the country in 2016 and will continue to see much higher than average growth in 2017. As indicated by a marked decline in a listed home’s average number of days on market (Figure 11), demand for property in Hamilton has increased significantly as it has emerged as an affordable housing option for those who have been priced out of Toronto. The pricing gap between houses in Hamilton and Toronto was $228,577 in 2016 which is a marked increase from 2001 when the difference was $79,081.

As noted, first-time buyers from the GTA have been eyeing the Hamilton market due to its relative affordability. The Hamilton market has traditionally attracted first-time buyers seeking out older, single-family detached homes and townhomes. However, affordability and transit connectivity has also begun to attract young professionals and retirees looking to downsize.

New condo sales in and around downtown Hamilton have been fairly robust, giving rise to more projects reaching feasibility, as well as continued upward pressure on land sale prices. However, to date, no significant waterfront developments have launched, making the potential of Pier 8 truly transformational.

---

Figure 11: Average Days on Market – Hamilton

<table>
<thead>
<tr>
<th>Year</th>
<th>Days</th>
</tr>
</thead>
<tbody>
<tr>
<td>2012</td>
<td>46</td>
</tr>
<tr>
<td>2013</td>
<td>42</td>
</tr>
<tr>
<td>2014</td>
<td>37</td>
</tr>
<tr>
<td>2015</td>
<td>30</td>
</tr>
<tr>
<td>2016</td>
<td>25</td>
</tr>
</tbody>
</table>

Source: Realtors Association of Hamilton-Burlington

Figure 12: Average Condominium Sales Price (Listed Properties Only) – Hamilton

<table>
<thead>
<tr>
<th>Year</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>2012</td>
<td>$201,321</td>
</tr>
<tr>
<td>2013</td>
<td>$218,380</td>
</tr>
<tr>
<td>2014</td>
<td>$241,896</td>
</tr>
<tr>
<td>2015</td>
<td>$248,971</td>
</tr>
<tr>
<td>2016</td>
<td>$317,827</td>
</tr>
</tbody>
</table>

Source: Realtors Association of Hamilton-Burlington

---

Request for Qualifications: Pier 8 Development Opportunity

City of Hamilton
The outdoor skating rink at Pier 8 is a year-round recreational attraction.
5. SELECTION PROCESS

This RFQ represents the first of a two-stage process to select a Successful Proponent to purchase and develop the Subject Lands. Only Prequalified Proponents from this stage will be invited to participate in the subsequent Request for Proposals stage.

5.1 DESIRED OUTCOMES

The selection process has been designed to motivate the chosen developer to implement innovative solutions that can fulfill or exceed the City’s desired outcomes. The City hopes to achieve the following outcomes through the sale and re-development of Pier 8:

- A vibrant, mixed-use community that enhances the area while respecting the existing neighbourhoods;
- An animated waterfront that offers a comprehensive cultural, recreational, and retail experience for residents and visitors alike;
- Enhanced physical and visual connections to the harbour and increased public access to the water’s edge;
- A community that is planned, designed, and built to support a multi-modal transportation system that integrates with the rest of the City’s network;
- The community is inclusive of a diverse range of incomes, household configurations, and lifestyles; and
- The Project stands as a model of excellence in the fields of design, sustainable living, accessibility, and environmental conservation.

Selection Process and Estimated Timeline

<table>
<thead>
<tr>
<th>QUALIFICATION (RFQ)</th>
<th>PROPOSALS (RFP)</th>
<th>CONTRACTS</th>
</tr>
</thead>
<tbody>
<tr>
<td>Prequalified Proponent</td>
<td>Preferred Proponent(s)</td>
<td>Successful Proponent</td>
</tr>
</tbody>
</table>

Figure 13
5.2 SELECTION PROCESS
The selection process starts with this Request for Qualifications, which will result in a shortlist of up to five (5) Proponents with the top ranked Prequalification Submissions being exclusively invited to the Request for Proposals stage.

The RFP stage will invite Prequalified Proponents to prepare Proposals addressing design, development, financial, business strategy, and legal issues. Following the evaluation of Proposals, the City will identify one or more Preferred Proponents with whom transactional agreements regarding the Development Blocks may be negotiated; however, only a single Successful Proponent shall be awarded final Contracts.

Figure 13 illustrates the solicitation process, including estimated timelines for each stage. Notwithstanding, the City reserves the right in its absolute discretion, to alter any deadlines or timelines with respect to this solicitation process.

5.3 IMPLEMENTATION AND INELIGIBLE PARTIES
Carrying out the evaluation of Prequalification Submissions and Proposals will be an Evaluation Team that may be comprised of senior City staff and/or external consultants. The Evaluation Team may also be supported by an advisory committee that may be called upon to provide subject matter expertise. The City reserves the right to elect, change, or disclose the identities of the Evaluation Team and advisory committee members, at its discretion, at any time throughout the selection process.

The City has engaged P1 Consulting Inc. to act as an independent Fairness Monitor for this Project. The Fairness Monitor will monitor all proceedings of the selection process and will issue a report on the fairness, openness, and transparency of the process.

Leading up to the release of this RFQ, the City has relied on the expertise of certain external consultants. As such, the following companies and their employees are Ineligible Parties and are not to be included as part of a Proponent’s team:

- Deloitte LLP;
- Brook McIlroy Inc.;
- Dillon Consulting Limited;
- Altus Group Limited;
- IBI Group Inc.;
- Pinchin Ltd.;
- WEBB Planning Consultants Inc.; and
- P1 Consulting Inc.

Proponents that name an Ineligible Party to its team may be disqualified from this RFQ, subject to the City’s exercise of any right or privilege contained in this RFQ.
6. REQUEST FOR QUALIFICATIONS PROCESS

All prospective Proponents are required to familiarize themselves with, and follow, the process outlined in Sections 6 through 8 of this RFQ.

6.1 REQUEST FOR QUALIFICATIONS NOTICE

Project Number: C14-02-17

Pier 8 Development Opportunity

Closing

4:30 pm, Hamilton time

June 30, 2017

Sealed Prequalification Submissions addressed to the Procurement Manager, City of Hamilton, Procurement Section, 120 King Street West, 9th Floor, Hamilton, ON, L8P 4V2 will be received at only the Procurement Section by the date and time stated above.

This RFQ represents the first of a two-stage process to select a Proponent to purchase and develop the subject lands. Only Prequalified Proponents from this RFQ stage will be invited to participate in the subsequent Request for Proposals.

6.1.1 Site Meeting (Optional)

There is an optional site meeting scheduled during which prospective Proponents may be briefed on the Project and selection process. Any new information or clarifications arising from the site meeting will be communicated formally as an addendum to the RFQ.

Location: Hamilton Waterfront Trust Centre
(Auditorium)
57 Discovery Dr., Hamilton, ON

Date: Wednesday, May 31, 2017

Time: 11:00 am, Hamilton time

6.1.2 Obtaining Documents

The RFQ and addenda are available free of charge in both electronic and hard copy format.

Electronically at the following websites:

- [hamilton.ca/westharbour](http://hamilton.ca/westharbour)
- [biddingo.com/Hamilton](http://biddingo.com/Hamilton)

Hardcopy:

**Location:** City of Hamilton, Procurement Section, 120 King Street West, 9th Floor, Hamilton, ON, L8P 4V2

**Time:** 8:30 am to 4:30 pm

If using a courier service to pick up documents on your behalf, ensure you provide them with the applicable return courier waybill.

To help with the processing of couriered documents, email the following information to:

**Email:** procurement@hamilton.ca

**Subject:** Project Number C14-02-17

**Include:**

- Company name, address and fax number
- Contact name and telephone number
- Courier’s name
- Courier account number

Documents will not be released by collect courier shipment, and the City will not be responsible for any lost fee.
6.1.3 Addenda
All addenda issued with respect to this RFQ will ONLY be posted electronically in the Electronic Data Room, which can be accessed online by visiting:
- biddingo.com/Hamilton; or
- hamilton.ca/westharbour
It is the sole responsibility of each prospective Proponent to check the above noted websites for any and all addenda that have been issued for this RFQ.

6.1.4 Accommodations for Proponents With Disabilities
In accordance with the Ontario Human Rights Code, Ontarians with Disabilities Act, 2001 (ODA) and Accessibility for Ontarians with Disabilities Act, 2005 (AODA), the City of Hamilton will accommodate for a disability, ensuring full and equitable participation throughout the selection process.
If a prospective Proponent requires this Request for Qualifications in a different format to accommodate a disability, the prospective Proponent must contact the Procurement Specialist as soon as possible and in any event prior to the Closing Deadline. The Request for Qualifications in the different format will be issued only to the requesting prospective Proponent and all Addenda will be issued in such different format only to the requesting prospective Proponent.

6.2 INTERPRETATION
The provisions shall be read with changes of gender, number or corporate status as the context may require.
A reference to any Act, by-law, rule or regulation shall be deemed to include a reference to any substitution or amendment thereof.

6.3 DEFINITIONS
Capitalized words and phrases used in this RFQ shall have the following meanings, unless expressly stated otherwise:

“Adjunct Team Member” means a business entity that is a member of a Proponent’s team, or is a consultant, or sub-consultant to a Proponent, not exclusively committed to the Proponent and its Prequalification Submission. This company may be named as a member of a competing Proponent team, provided they are not named as a Core Team Member of, or provide Key Personnel to, any competing Proponent;

“Agreement of Purchase and Sale” means a contract regarding the sale and transfer of Subject Lands from the City to the Successful Proponent;

“Architectural Design Lead” means the Proponent’s lead firm for architectural design services that shall be exclusively committed to the Proponent and its Prequalification Submission and may not be named as a member of a competing Proponent’s team, whether as a Core Team Member or as an Adjunct Team Member, or have any of its employees or principals named as Key Personnel to any competing Proponent team. The Architectural Design Lead may be an established or intended joint venture of two or more architectural firms, in which case the exclusivity provisions apply jointly and severally. The Architectural Design Lead may also be named as a Core Team Member if its scope of contribution to the Proponent’s team extends beyond architectural design services, in which case it shall be subject to the same submission requirements as all other Core Team Members;

“Background Information” means any materials provided by the City in the Electronic Data Room;

“City” means the City of Hamilton as established under the City of Hamilton Act, 1999, S.O. 1999, c.14, Schedule “C”, and includes any of its employees, officials, or agents who are engaged to represent the City for this Project;
“Closing Deadline” means the deadline by which to submit Prequalification Submissions for this RFQ as set out in Section 6.1 (Request for Qualifications Notice), as may be amended by addendum or other written notice of the City;

“Contracts” means the transaction and legal documents that will govern the conveyance of Subject Lands and the Project participants’ development rights and obligations, and includes, but is not limited to the Agreement of Purchase and Sale and the Development Agreement;

“Core Team Member” means a business entity that is a member of a Proponent’s team, and is exclusively committed to the Proponent and its Prequalification Submission, and may not be named as a member of a competing Proponent’s team, whether as a Core Team Member or as an Adjunct Team Member, or have any of its employees or principals named as Key Personnel to any competing Proponent team. All Proponents must name at least one Core Team Member, even if that Core Team Member is the Proponent itself;

“Development Agreement” means an agreement between the Successful Proponent and the City with respect to any or all of the Development Blocks, which shall outline the obligations of the Successful Proponent to undertake the Project in a manner consistent with the Project objectives and may contain obligations, rights, and restrictive covenants that will be registered on the title(s) of the Development Block(s);

“Development Block” means any individual or grouping of the developable land that will be created by the subdivision of Pier 8, and which in totality, comprise the Subject Lands;

“Electronic Data Room” means an electronic data site for the provision of this RFQ document, RFQ addenda, and Background Information related to the Project;

“Evaluation Team” means a committee that may be comprised of senior City staff and/or external consultants that will be responsible for evaluating Prequalification Submissions to this Request for Qualifications. The Evaluation Team may also be supported by additional advisors that may be called upon to provide subject matter expertise;

“Fairness Monitor” means P1 Consulting Inc.;

“Ineligible Party” means a business entity that is not entitled to be named as a member of a Proponent’s team, as further described in Section 5.3;

“Key Personnel” means a person who is an employee or principal of a Core Team Member, Architectural Design Lead, or of the Proponent itself, who has been identified and named by the Proponent as an individual who plays a critical role on, and/or brings specialized experience or expertise to, the Proponent’s team. Key Personnel are exclusively committed to the Proponent and its Prequalification Submission, and may not be named as a member of a competing Proponent’s team;

“MOECC” (or “MOECC”) means the Province of Ontario’s Ministry of Environment and Climate Change;

“Preferred Proponent” means any Prequalified Proponent with whom the City selects to commence negotiation of Contracts, following the evaluation of Proposals;

“Prequalification Submission” means a submission made in response to this RFQ;

“Prequalified Proponent” means any Proponent which, as a result of this RFQ, is invited to submit a Proposal;

“Project” means the overall development of Pier 8, including activities undertaken by the City, as well as the purchase and sale, and eventual development of the Subject Lands by the Successful Proponent;

“Proponent” means any person or business making a Prequalification Submission in response to this RFQ, and is defined
by its composite Core Team Members. All Proponents must name at least one Core Team Member, even if that Core Team Member is the Proponent itself;

“Proposal” means a submission made in response to the Request for Proposals;

“Record of Site Condition” (or “RSC”) means a record outlining the environmental condition of the Subject Lands at a point in time, based on environmental site assessments conducted by a qualified person, which is filed in a registry overseen by the MOECC;

“Related Persons” has the same meaning as ascribed in the Canada Income Tax Act and may include blood, marriage, familial, or shareholder relationships;

“Request for Proposals” (or “RFP”) means the subsequent stage to this RFQ process in which Prequalified Proponents will be invited to submit a Proposal regarding the Subject Lands;

“Record of Site Condition” (or “RSC”) means a record outlining the environmental condition of the Subject Lands at a point in time, based on environmental site assessments conducted by a qualified person, which is filed in a registry overseen by the MOECC;

“Proposal” means a submission made in response to the Request for Proposals;

“Record of Site Condition” (or “RSC”) means a record outlining the environmental condition of the Subject Lands at a point in time, based on environmental site assessments conducted by a qualified person, which is filed in a registry overseen by the MOECC;

“Related Persons” has the same meaning as ascribed in the Canada Income Tax Act and may include blood, marriage, familial, or shareholder relationships;

“Request for Proposals” (or “RFP”) means the subsequent stage to this RFQ process in which Prequalified Proponents will be invited to submit a Proposal regarding the Subject Lands;

“Request for Qualifications” (or “RFQ”) refers to this document and the process whereby Proponents may be prequalified and invited to participate in the RFP;

“Reserve Prequalified Proponent” means a Proponent who is invited by the City to join the Prequalified Proponents and submit a response to the RFP call, either prior to, or after the issuance of the RFP, as further described in Section 6.5;

“Subject Lands” refers to the approximately 5.24 hectares of developable land that is created by the subdivision of Pier 8, and is being offered for sale by the City, and as indicated in Figure 6;

“Submission Forms” (or “Forms”) means document templates provided by the City within this RFQ that shall be completed by Proponents and shall be appended to and form part of its Prequalification Submission; and

“Successful Proponent” means the Preferred Proponent whose Proposal was selected by the Evaluation Team and who, after completing negotiations with the City, is awarded the Contracts.

6.4 EVALUATION OF PREQUALIFICATION SUBMISSIONS

All Prequalification Submissions shall be reviewed by the City in accordance with the following sequential procedure:

6.4.1 Compliance and Substantial Completeness Review

At its discretion, the City may (but shall not be obliged to) reject any Prequalification Submission that does not:

a. comply with the RFQ or any addenda thereto; or

b. contain in full all information required by the RFQ, including all appendices and all addenda thereto.

The following Table 3 outlines Prequalification Submission irregularities that may be identified by the City and the corresponding responses that the City is entitled, but not obliged, to pursue in order to rectify the irregularity.

The City, in its absolute discretion, reserves the right at any time to contact any Proponent, Core Team Member, Key Personnel, Adjunct Team Member, and/or reference for the purpose of verifying or clarifying any information contained in a Prequalification Submission.

Without limiting the City’s general rights to disqualify a Proponent or reject a Prequalification Submission, the City shall have the right to not evaluate a Prequalification Submission that is not substantially complete.
<table>
<thead>
<tr>
<th>IRREGULARITY</th>
<th>RESPONSE</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 Omission of a required disclosure.</td>
<td>May provide information or disclosure within two business days of notification by the City, but no other change to the Prequalification Submission is permitted.</td>
</tr>
<tr>
<td>2 Qualification Form or required Form as identified in Section 7 of the RFQ is:</td>
<td></td>
</tr>
<tr>
<td>• missing;</td>
<td></td>
</tr>
<tr>
<td>• not submitted in its entirety;</td>
<td></td>
</tr>
<tr>
<td>• not signed or signature is not an original (i.e. Submittal has only a photocopy of the Proponent’s signature, not the original); or</td>
<td></td>
</tr>
<tr>
<td>• contains erasures, changes, overwrites, whiteouts, cross outs or strikeouts which have not been initialed, but are otherwise legible, clear and unambiguous</td>
<td></td>
</tr>
<tr>
<td>3 Qualification Form or required Form as identified in Section 7 received on documents other than those documents supplied by the City in the RFQ or where information is to be provided using templates or worksheets supplied by the City in the RFQ.</td>
<td>Unless received on a true reproduction, may provide Qualification Form or required Form within two business days of notification by the City, but no other change to the Prequalification Submission is permitted. Unless information provided in a format similar to the templates or worksheets supplied by the City in the RFQ, may provide within two business days of notification by the City, but no other change to the Prequalification Submission is permitted.</td>
</tr>
<tr>
<td>4 A Core Team Member and/or Key Personnel has been named to more than one Proponent team, in any capacity. Similarly, an architectural firm has been named as Architectural Design Lead to more than one Proponent team or has been named as Architectural Design Lead to one Proponent team and Adjunct Team Member to another.</td>
<td>Affected Proponents may either reassign the company or person that is the subject of the conflict as an Adjunct Team Member or remove from its team altogether within two business days of notification by the City. Where a Core Team Member, Architectural Design Lead, and/or Key Personnel is removed from the Proponent team in accordance with this guideline, reassignment of a Core Team Member, Architectural Design Lead, and/or Key Personnel is not permitted. The removal or reassignment of a Core Team Member, Architectural Design Lead, or Key Personnel shall automatically result in that company or person’s information being ineligible to be reviewed for scored criteria exclusive to Core Team Members, Architectural Design Leads, or Key Personnel. The reassignment of an Adjunct Team Member may not result in the addition of new information. Notwithstanding, where an Adjunct Team Member is a reassigned in accordance with this guideline, that company’s information in response to Section 7.7.9 of the Evaluation Criteria (Breadth and Depth of Proponent Team), may be provided within two business days of notification by the City.</td>
</tr>
</tbody>
</table>
Compliant Prequalification Submissions, which have not been rejected by the City in accordance with a right or privilege of the City, will then be evaluated by the Evaluation Team, in accordance with the Financial Strength Evaluation criteria on a “pass or fail” basis. No evaluation points will be attributed to this section.

The Financial Strength Evaluations shall be based on three separate sets of evaluations, each with their own criteria:

1. Financial Stability;
2. Financing Experience; and

Required submission elements for the above Financial Strength Evaluations are detailed in Table 5: RFQ Submission Guidelines and Evaluation Criteria.

Prequalification Submissions that do not receive a “pass” rating on all three Financial Strength Evaluations shall not be evaluated further and the Proponent shall not be eligible to advance to the next stage of Prequalification Submission evaluations.

### 6.4.2.1 Alternative to Submitting Financial Statements

With respect to the Financial Stability Evaluation only, the City shall grant the option to have a qualified member of the Evaluation Team to review the Proponent’s and/or team member’s financial statements at their offices, or another agreed location, as an alternative to submitting copies of financial statements.

A Proponent and/or any of its team members that wish to pursue this option must include a completed Financial Stability Evaluation Election Form (Appendix B2) with their Prequalification Submission, indicating their election to choose an on-site evaluation.

Parties that make this election shall be bound to the conditions provided in the Financial Stability Evaluation Election Form. Failure to meet any of these conditions may result in a “fail” rating for the Financial Strength Evaluation.

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**PROPRIETORS GUIDELINES (continue)**

<table>
<thead>
<tr>
<th>IRREGULARITY</th>
<th>RESPONSE</th>
</tr>
</thead>
<tbody>
<tr>
<td>5</td>
<td>An Ineligible Party has been named to a Proponent team.</td>
</tr>
<tr>
<td>6</td>
<td>Insufficient number of copies of Prequalification Submission or original Prequalification Submission submitted in its entirety but copies are missing pages.</td>
</tr>
<tr>
<td>7</td>
<td>Other irregularities.</td>
</tr>
</tbody>
</table>
This election option applies solely to the required submission elements respecting the Financial Stability Evaluation. (Section 7.7.2). Submission of a completed Financial Stability Evaluation Election Form does not exempt the Proponent from any other submission requirements of this RFQ. Failure to fulfill any other submission requirements of this RFQ may result in a Prequalification Submission being disqualified.

Note that election of this procedural option does not guarantee exclusion from applicability under Ontario’s Municipal Freedom of Information and Protection of Privacy Act (see Section 7.6) as evaluation results and the Evaluation Team’s related notes may still be subject to the Act.

**6.4.3 Determination of Prequalified Proponents**

Proponents achieving a “pass” rating on all Financial Strength evaluations will have the remainder of their Prequalification Submission reviewed by the Evaluation Team, which will assign points according to Table 5: RFQ Submission Guidelines and Evaluation Criteria.

The Evaluation Team will rank all Prequalification Submission scores to identify the top scoring Proponents. Proponents with Prequalification Submission scores placing in the top five (5), plus those within a predetermined percentage of the fifth place score, may be invited to participate in Proponent interviews as further described in Section 6.4.3.1 below. All other Proponents shall no longer be eligible to become a prospective Prequalified Proponent.

**6.4.3.1 Proponent Interviews and Reference Checks**

At its discretion, the City may interview Proponents for the purpose of informing the final scoring of Prequalification Submissions. Unless specifically directed by the City, interviewed Proponents are not permitted to present any information not previously included in their Prequalification Submission.

Unless the City directs or permits otherwise, the Key Personnel of the Proponent’s Core Team Members are expected to attend all interviews. Proponents may also invite Adjunct Team Members to the interview, only with prior written approval from the City.

Concurrently, at its absolute discretion, the City may contact references provided by Key Personnel in order to verify expertise as stated in the Prequalification Submission.

**6.4.3.2 Final Evaluation Scoring and Selection of Prequalified Proponents**

The interview and reference checks will not be specifically scored. However, the Evaluation Team may consider its original scoring of a Prequalification Submission and adjust any, all, or none of the scores as the Evaluation Team deems appropriate. Prequalification Submissions will then be ranked on the basis of these finalized scores, and the Proponents earning the top five (5) Prequalification Submissions scores may be identified as Prequalified Proponents.

**6.5 RESERVE PREQUALIFIED PROVENTS**

The City intends to identify, at a maximum, five (5) Prequalified Proponents via this RFQ process. However, the City may, in its absolute discretion, either prior to or after the issuance of the RFP, replace a Prequalified Proponent that has informed the City that it does not intend to participate in the RFP process, by adding the next highest ranked Proponent to the list of Prequalified Proponents, provided that the invited Proponent was previously a Proponent that was interviewed according to Section 6.4.3.1. Each Proponent who is eligible to be added to the list of Prequalified Proponents pursuant to this Section 6.5 is a Reserve Prequalified Proponent.

Prior to being named as a Prequalified Proponent, upon notification by the City, a Reserve Prequalified Proponent will be required to confirm in writing that:

a. it wishes to participate in the RFP process;

b. there have been no material changes to information submitted in its Prequalification Submission; and
6.6 REPORTING OF MATERIAL CHANGES
At any time following the Closing Deadline, Proponents must provide written notice to the City within five (5) business days after becoming aware of a material change. For clarity, a material change is any change in the Proponent’s circumstances including, but not limited to, a change in:

- its corporate structure or profile;
- its financial standing or status; or
- the unanticipated departure of a Core Team Member or Key Personnel,

that could reasonably affect:

- the value of its Prequalification Submission;
- its financial strength, stated financing track record, or current financing capacity;
- its ability to meet the proposed insurance or security requirements;
- its vision for the Project; or
- its Development or Design expertise.

Please note that a material change may, in the City’s absolute discretion, result in a request for further or clarifying information, a re-assessment of the Proponent’s Prequalification Submission, a change in the Score awarded to that Prequalification Submission and/or the removal of the Proponent from the list of Prequalified Proponents or the Reserve Prequalified Proponents.

6.7 SUBSTITUTIONS
At any time following the Closing Deadline, Proponents may substitute Adjunct Team Members without first obtaining the City’s approval but must so advise the City in writing within five (5) business days of effecting the substitution.

If a material change necessitates the naming of a replacement Core Team Member or Key Personnel, Proponents must request prior written approval of the City, the granting of which shall be subject to the City’s exercise of any right or privilege contained in this RFQ. Requests to substitute Core Team Members or Key Personnel may not be made for arbitrary reasons or to specifically strengthen a Proponent’s team after the Closing Deadline. Determining the validity of a Proponent’s notice of a material change shall be in the City’s absolute discretion.

6.8 ELECTRONIC DATA ROOM
An Electronic Data Room within which this RFQ, any addenda and other Background Information can be found will be available online at: www.hamilton.ca/westharbour

Any person may access the Electronic Data Room free of charge on providing basic contact information. The collection, retention and use of this contact information shall be governed by the City of Hamilton’s Privacy Agreement.

In accessing the Electronic Data Room, all persons agree to comply with the City of Hamilton’s Terms of Use policies. The City of Hamilton reserves the right, in its absolute discretion, to change, modify, alter or otherwise update its Terms of Use policies at any time without prior written notice. Please check the Terms of Use policies periodically for changes. Accessing the Electronic Data Room constitutes acceptance of any changes made in the Terms of Use policies.

The City may, in its absolute discretion, add, delete, revise or amend any documents posted to the Electronic Data Room at any time during the RFQ process. While the City attempts to ensure that all
information in the Electronic Data Room is accurate and current, such information is provided as a public service for information purposes only and the City shall in no event be liable to any person or entity for any damages, liabilities, claims, losses, costs, expenses or injuries suffered in connection with or in any way relating to or resulting from any person’s use of, or inability to use, the Electronic Data Room, its content, documents or any portion thereof, including without limitation, the viewing, using, accessing, copying, downloading or storing any part of the Electronic Data Room or its content.

Each prospective Proponent is solely responsible to ensure that it:

a. has the appropriate equipment and software to access and download documents from the Electronic Data Room; and

b. frequently checks the Electronic Data Room to ensure that it is aware of any addition, deletion, revision or amendment of any documents in the Electronic Data Room.

If there is any inconsistency between the information downloaded or printed from the Electronic Data Room by the Proponent and the version posted by the City in the Electronic Data Room, the version posted in the Electronic Data Room shall prevail.

A listing of documents that may be found in the Electronic Data Room is included in Appendix E of this RFQ.

6.9 PROPOSED INSURANCE REQUIREMENTS

Proponents shall note that should they be the Preferred Proponent through this selection process, as a condition to finalizing Contracts and becoming the Successful Proponent, they shall be required to provide proof of insurance coverage as follows:

1. Commercial General Liability in an amount of not less than $5,000,000 (endorsed to include the City of Hamilton as additional insured);

2. Standard Form Automobile Liability Insurance of not less than $2,000,000 per occurrence;

3. Non-Owned Automobile Liability Insurance having an inclusive limit of not less than $2,000,000 per occurrence;

4. Property Installation Floater All Risks Insurance;

5. Motor Truck Cargo or Transportation Insurance;

6. Contractors Pollution Liability Insurance in an amount of not less than $2,000,000 per claim or per occurrence (endorsed to include the City of Hamilton as additional insured);

7. Property Insurance with respect to loss or damage of its own property and property in its care, custody and control used in connection with the Project; and

8. Errors & Omissions Liability or Professional Liability in an amount of not less than $2,000,000.

For further clarity, no proof of insurance coverage is required to accompany a Prequalification Submission in response to this RFQ.

The City reserves the right to amend insurance requirements at any time.

6.10 PROPOSED SECURITY REQUIREMENTS

Proponents advised that the Preferred Proponent will be required to provide to the City forms of financial security that include any or all of the following, but shall not be limited to:

a. a refundable bid security deposit that may be credited against the purchase price of the Subject Lands, should the Preferred Proponent become the Successful Proponent;

b. a refundable damage deposit to insure the City against damage or loss caused by the Prequalified Proponent as a result of conducting due diligence investigations; or

c. an irrevocable letter of credit that is tied to performance obligations within the Contracts.

For further clarity, no security is required to accompany a Prequalification Submission in response to this RFQ.
6.11 RFQ TIMELINE
The RFQ will adhere to the following timelines outlined in Table 4, subject to changes made by the City, at the City’s sole discretion, which shall be issued by addendum.

Table 4: RFQ Timeline

<table>
<thead>
<tr>
<th>RFQ Milestone</th>
<th>Target Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>RFQ call opens</td>
<td>April 18, 2017</td>
</tr>
<tr>
<td>Optional information meeting for prospective Proponents</td>
<td>May 31, 2017</td>
</tr>
<tr>
<td>Last date for submitting clarification questions</td>
<td>June 23, 2017</td>
</tr>
<tr>
<td>Last date for City to issue Addenda</td>
<td>June 26, 2017</td>
</tr>
<tr>
<td>Closing Deadline</td>
<td>June 30, 2017</td>
</tr>
<tr>
<td>Last date for RFQ interviews</td>
<td>August 25, 2017</td>
</tr>
<tr>
<td>Announcement of Prequalified Proponents and Reserve Prequalified Proponents</td>
<td>September 1, 2017</td>
</tr>
</tbody>
</table>

Themed playground structures at Pier 4 offer imaginative play for kids of all ages
7. PREQUALIFICATION SUBMISSION INSTRUCTIONS AND EVALUATION CRITERIA

7.1 GENERAL
Prequalification Submissions will be evaluated by the City’s Evaluation Team according to the criteria and requirements set out in this RFQ. In submitting a Prequalification Submission, Proponents agree that the decision of the Evaluation Team is final and binding, and will not be subject to review appeal by any adjudicator or court and that any Proponent breaching this provision shall indemnify the City for the City’s full costs of responding to any such review or appeal.

This RFQ shall not obligate or commit the City to issue an RFP or complete a sale for any or all of the Subject Lands, or enter into any of the agreements contemplated in this RFQ.

The process described in this RFQ shall constitute a non-binding prequalification process and shall not give rise to any legally binding obligation by the City to any person or party.

Failure to adhere to all conditions set out in this RFQ may, in the City’s absolute discretion, cause the Prequalification Submission to be rejected.

7.2 PREQUALIFICATION SUBMISSION INSTRUCTIONS
Each Proponent is required to submit nine (9) complete sets of their Prequalification Submission in hardcopy, of which one (1) complete set will be originally signed and labelled as such. The remaining eight (8) copies may be photocopies.

Proponents shall also submit one complete set of their Prequalification Submission electronically, on a USB memory stick or flash drive.

A complete Prequalification Submission shall include:

- **Qualification Form** – for the Proponent and each Core Team Member;
- **Financial Stability Evaluation Election Form** for each electing team member;
- **Financing Track Record Templates** – including appended supporting documents; and
- **Current Financing Capacity Worksheet** – including appended supporting documents.

Electronic versions of all above forms, templates and worksheets will be made available in the Electronic Data Room.

Proponents are asked to affix the submission label provided by the City to the Prequalification Submission (Appendix A).

Faxed Prequalification Submissions will not be accepted.

Prequalification Submissions must be legible, completed in ink or typewritten, and completed in English.

Prequalification Submissions are to conform to the terms and conditions set out in the RFQ.

7.3 LEGAL STATUS OF PROONENT
It is anticipated by the City that Proponents may take different legal forms including, but not limited to:

- An individual or single corporation;
- Two or more individuals or corporations that are Related Persons;
An investment fiduciary and principal investor;

An intended co-ownership between two or more participants who are not Related Persons;

A joint venture corporation;

A joint venture general partnership;

A joint venture limited partnership; or

A trust, including both privately held and publicly traded real estate investment trusts.

For the purposes of this RFQ, a Prequalification Submission may be made by a Proponent that is comprised of Core Team Members who are not Related Persons, but is not yet a legal entity. In such a case, a Letter of Intent, or other written confirmation satisfactory to the City, must be provided to demonstrate commitment between Core Team Members to jointly make a Prequalification Submission and subsequent Proposal.

Should the Proponent eventually be selected as a Preferred Proponent, the Proponent shall be required to finalize its intended legal status and provide written confirmation thereof satisfactory to the City, as a condition of finalizing Contracts.

Where a joint Prequalification Submission is made, whether by joint venture or otherwise, each of the parties to the joint Proponent shall be jointly and severally responsible and liable in all respects for the obligations and responsibilities of the Proponent.

7.4 PARTICIPATION BY TEAM MEMBERS ON MORE THAN ONE PROponent’S TEAM

Core Team Members, the Architectural Design Lead, and Key Personnel of one Proponent may not be named as party to a competing Proponent in any capacity.

Adjunct Team Members (including its principals and employees) of one Proponent may only be named as an Adjunct Team Member to a competing Proponent, but not as a Core Team Member, Architectural Design Lead, or Key Personnel of a competing Proponent.

Contravention of this Section 7.4 may result in the implicated persons, companies, or Proponents being disqualified from participating in this RFQ, or the subsequent RFP stage. It is the responsibility of each Proponent, Core Team Member, Architectural Design Lead, Key Personnel, and Adjunct Team Member to verify that it and its employees are not in contravention of this Section 7.4 prior to making or participating in a Prequalification Submission.

7.5 INELIGIBLE PARTIES

Proponents who name an Ineligible Party to its team may be disqualified from this RFQ, subject to the City’s exercise of any right or privilege contained in this RFQ. Proponents may contact the City to obtain a ruling on the prospective inclusion of an affiliate of an Ineligible Party to its team. Such inclusion may require the implementation of appropriate conduct control measures to the satisfaction of the City. The City reserves the right in its absolute discretion to disallow the inclusion of any affiliate of an Ineligible Party to a Proponent team, and may consult with the Fairness Monitor in reaching its decision.

7.6 CONFIDENTIALITY AND FREEDOM OF INFORMATION

The City of Hamilton is bound by Ontario’s Municipal Freedom of Information and Protection of Privacy Act (“MFIPPA”). Proponents shall indicate on specific sections of their Prequalification Submissions, any content that they consider to be proprietary, a trade secret, or otherwise wish to be treated as confidential. Please note that notwithstanding the Proponent’s characterization of any information as confidential, the City will ultimately be bound to comply with the disclosure requirements mandated by a competent adjudicator including a court of law or the Ontario Information and Privacy Commissioner. Nevertheless, should the City receive
a request through the MFIPPA for information the Proponent considers confidential, the City shall so advise the Proponent so that the Proponent may take the steps it deems appropriate to respond to such a request.

7.7 SUBMISSION GUIDELINES AND EVALUATION CRITERIA

Table 5 outlines the requested submission elements and corresponding criteria to be used in evaluating Prequalification Submissions. Prequalification Submissions should address the following elements in the identification and order protocol shown therein. Not following this identification and order creates the risk to the Proponent that, even if the information has been provided, it may be overlooked and consequently not considered in the evaluation of the Prequalification Submission.

The City reserves the right to change the structure and criteria set out in this Request for Qualifications prior to the Closing Deadline.

Proponents are advised that as part of the City’s evaluation, the contact names provided in a Prequalification Submission may be contacted to verify and/or clarify any information provided.

No assumptions should be made that the City has any knowledge of the Proponent, its Core Team Members, Key Personnel, or its Adjunct Team Members, their experience, expertise and performance on other projects, other than those provided by the Proponent in the Prequalification Submission.

Failure to submit items required by this RFQ may result in the incorrect or incomplete evaluation of other sections of the Proponent’s Prequalification Submission. It is the Proponent’s sole responsibility to ensure that information is complete, up to date, and does not conflict with information provided elsewhere in the Prequalification Submission.

Proponents should not submit any information other than what is specifically required by this RFQ. Proponents should not submit promotional materials as part of their Prequalification Submission.

If there are page limits or other limits set out in this RFQ, the Proponent shall limit its Prequalification Submission, or each component of the Prequalification Submission, to the maximum number of pages indicated in this RFQ. Proponents are cautioned that the City may not review or score pages or other materials submitted in excess of the stated page limits, which may result in a lower evaluation score.

For further clarity, a “page” is defined as one side of an 8.5” x 11” sheet of paper containing text formatted with single-line spacing. Additional documents may be added as appendices only where explicitly permitted within this Section 7.7 of the RFQ.

Hamilton’s West Harbour continues to be one of the premier facilities for boating and marine recreation activities on Lake Ontario.
### Table 5: RFQ Submission Guidelines and Evaluation Criteria

<table>
<thead>
<tr>
<th>SUBMISSION ELEMENTS, ADDITIONAL INSTRUCTIONS, AND CLARIFICATIONS</th>
<th>EVALUATION CRITERIA</th>
<th>MAXIMUM SCORE</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>7.7.1 Mandatory Disclosures and Submission Forms</strong></td>
<td>Compliance with these disclosure and submission requirements shall be verified, and irregularities responded to, in accordance with Section 6.4.1 of this RFQ</td>
<td>Pass/Fail</td>
</tr>
</tbody>
</table>

The following disclosures and submission elements must be included with every Prequalification Submission:

- **a.** A completed Qualification Form (Appendix B1) for each Core Team Member;
- **b.** Proponent’s organization chart that identifies Core Team Members, Architectural Design Lead, Adjunct Team Members, and outlines the legal relationship between each, including which are Related Persons;
- **c.** In the case where Core Team Members are not Related Persons, sufficient proof that Core Team Members have made a commitment to jointly submit a Prequalification Submission and subsequent Proposal (see Section 7.3);
- **d.** A brief description of the Proponent, each Core Team Member, Architectural Design Lead, and Adjunct Team Members including:
  - i. length of operating history;
  - ii. location of the corporate head office and any local offices that will be directly involved in the Project;
  - iii. Key Personnel (at least one per Core Team Member and Architectural Design Lead)
- **e.** For each Key Personnel:
  - i. Resumes, limited to two (2) pages; and
  - ii. Two (2) professional references (name, phone number, company name, and email address), not related to the Proponent, and include a brief description of the Key Personnel's relationship to the given reference and/or scope of work completed;
- **f.** Additional disclosures are required according to the applicable legal structures below, irrespective of whether the structure is already established or intended.
  - In the case where the **Proponent** is:
    - i. a privately held corporation, or joint venture corporation, disclose all shareholders of the corporation;
    - ii. a general partnership, disclose all parties to the partnership agreement;
    - iii. a co-ownership arrangement, disclose all co-owners;
    - iv. a joint venture limited partnership, disclose the operating general partner;
    - v. a private trust, disclose the trust grantor(s), trustee, and beneficiaries; or
    - vi. reliant on the financial guarantee of an entity that is not a Core Team Member, disclose the guarantor.
- **g.** All required submission elements relating to the Financial Stability, Financing Experience, and Current Financing Capacity evaluations (see Section 7.7.2 to 7.7.4 below); and
- **h.** Any Proponent that fails to provide any of the financial information required in Section 7.7.2 of this Table (the Financial Stability Evaluation) must submit with its Prequalification Submission a completed Financial Stability Evaluation Election Form **(Appendix B2)**
7.7.2 Financial Stability Evaluation

The following must be submitted for the Proponent and each Core Team Member:

**a.** Most recent three (3) years' audited financial statements plus all interim quarters' financial statements (unaudited acceptable for interim statements)

**b.** Disclosure of the following:

i. Any material events that may affect the entity’s financial standing since the last annual or interim financial statement provided;

ii. Details of any bankruptcy, insolvency, company creditor arrangement or other insolvency proceeding in the last three (3) full fiscal years, plus the current partial year; and

iii. All current outstanding litigation or statements of claim greater than $1,000,000, including the specific dollar value of each defended claim.

**c.** In addition to making the requisite submissions for the Proponent and the Core Team Members, in the case where the Proponent is:

i. A joint venture general partnership, also submit required items from items (a) and (b) above for each of the partners that is a corporate entity and is not already named as a Core Team Member;

ii. A joint venture limited partnership, also submit required items from items (a) and (b) above for the partnership and the operating general partner, if they are not already Core Team Members;

iii. An intended co-ownership, also submit required items from items (a) and (b) above for each party to the co-ownership that is not already a Core Team Member; or

iv. A private trust, also submit required items from (a) and (b) above for the trust grantor(s) and the trustee.

**Additional Instructions and Clarifications:**

- Proponents that are not already an existing corporate entity with at least three (3) years’ operating history are exempt from the submission requirements of this Section 7.7.2; however all Core Team Members as well as any parties contingent to item (c) above, must still submit;

- Submission elements to fulfill this Section 7.7.2 may be included as an appendix to the Prequalification Submission and shall be considered in the evaluation of this section;

- Proponents and their Core Team Members have the option to have the City’s evaluator visit their office (or another mutually-agreed location) to conduct the Financial Stability Evaluation. This option shall be exercised by submitting a completed Financial Stability Evaluation Election Form (Appendix B2) that includes an acknowledgement of the Form’s terms and conditions.

Rating for this section will be based on:

- An assessment of financial statements, wherein the City’s evaluators will apply common analysis ratios as indicators of financial stability;

- Presence of any recent material change that could significantly, negatively affect the Proponent’s financial standing;

- Presence of any recent bankruptcy, insolvency, company creditor arrangement, or other insolvency proceeding; and

- The collective dollar value of all contingent liabilities, as a percentage of the entity’s net assets, to serve as an indicator of potential future instability.

<table>
<thead>
<tr>
<th>Subsection</th>
<th>Evaluation Criteria</th>
<th>Maximum Score</th>
</tr>
</thead>
<tbody>
<tr>
<td>7.7.2</td>
<td>Pass/Fail</td>
<td>40</td>
</tr>
</tbody>
</table>
7.7.3 Financing Experience Evaluation

The following must be submitted for the Proponent and each Core Team Member:

a. A completed Financing Track Record Project Summary Template (Appendix C1), for each development project either commenced and/or completed within the past six (6) years, where the respective Proponent or Core Team Member was the lead equity contributor and/or responsible for arranging both equity and debt financing; and

b. At least one (1) bank reference letter (or similar reference letter from other lender sources of past debt) that should indicate the relationship history and the total amount of credit extended during the relationship. For projects that have been identified as complete, the provided reference letter(s) should verify the details of the project financing as reported.

Additional Instructions and Clarifications:

- Include all completed Project Summary Templates as a consolidated appendix to the Prequalification Submission;
- Additionally, include a completed Financing Track Record Project Index Template (Appendix C2) within the body of the Prequalification Submission;
- Note that six (6) years represents a maximum timeframe for reporting, and is not a prerequisite minimum; however, please note that a prerequisite amount of deal volume will be an evaluation criterion;
- Individual phases of large, multi-phase projects should be reported separately from each other, especially where financing arrangements were made separately and the phase has been completed and closed;
- Include projects held in special purpose entities where the respective Proponent or Core Team Member held a controlling interest and/or had operating responsibility.

Rating for this section will be based on the Proponent and its Core Team Members demonstrating:

- At least one (1) Core Team Member or the Proponent having an operating history of at least three (3) years;
- Collectively, a sufficient track record of commencing and completing development deals within the reported timeframe;
- Collectively, a track record of contributing adequate principal equity towards past development deals; and
- Individually, a track record of success in arranging project debt financing and maintaining good standing with its lenders.
### 7.7.4 Current Financing Capacity Evaluation

The following must be submitted for the Proponent and each Core Team Member:

**a.** A completed Current Financing Capacity Worksheet ([Appendix D](#)) that illustrates how the Proponent’s team would approach the execution and financing of a hypothetical first phase of the Pier 8 Project, described as follows:
- 275 residential units comprising approximately 20,000 square meters of gross floor area;
- $95 million in total project capital (including land purchase); and
- 48 month term (to financial close).

**b.** To verify equity financing capacity, please append for each Core Team Member participating in the hypothetical first phase:
- An auditor or bank letter attesting to the Core Team Member’s current financial capacity to fund the allocated equity amount as noted in the worksheet; or
- A Guarantor’s letter indicating a commitment to fund the Core Team Member’s first phase of equity requirements, accompanied by Guarantor’s auditor or bank letter attesting to the Guarantor’s current financial capacity to fund the stated equity amount.

**c.** To verify debt financing capacity, please append for each Core Team Member participating in the hypothetical first phase, a lender’s letter, indicating that it would be willing to extend project debt financing to the Core Team Member, on a secured basis (assuming typical collateral and covenants), for the amount allocated to the Core Team Member as noted in the worksheet, and that the addition of such debt, to the knowledge of the lender, would not jeopardize the Core Team Member’s financial standing from either a balance sheet leverage or debt servicing capacity standpoint; and

**d.** Any additional information that, in the Proponent’s view will demonstrate to the City that it has sufficient financial standing, capacity, and resources to carry out the Project.

### Additional Instructions and Clarifications:

- Complete only one worksheet per Proponent team
- Note that the hypothetical project described in this Section 7.7.4 is solely for the purposes of completing the Current Financing Capacity Evaluation and is not indicative of any preference or expectation by the City with respect to the eventual, actual phasing of the Project.

<table>
<thead>
<tr>
<th>SUBMISSION ELEMENTS, ADDITIONAL INSTRUCTIONS, AND CLARIFICATIONS</th>
<th>EVALUATION CRITERIA</th>
<th>MAXIMUM SCORE</th>
</tr>
</thead>
<tbody>
<tr>
<td>The following must be submitted for the Proponent and each Core Team Member:</td>
<td>Rating for this section will be based on Proponents and their Core Team Members providing verification from third parties that it possesses the financial capacity and financing capability to carry out the defined hypothetical first phase of the Project</td>
<td>Pass/Fail</td>
</tr>
<tr>
<td><strong>a.</strong> A completed Current Financing Capacity Worksheet (<a href="#">Appendix D</a>) that illustrates how the Proponent’s team would approach the execution and financing of a hypothetical first phase of the Pier 8 Project, described as follows:</td>
<td></td>
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<td></td>
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<tr>
<td>- A Guarantor’s letter indicating a commitment to fund the Core Team Member’s first phase of equity requirements, accompanied by Guarantor’s auditor or bank letter attesting to the Guarantor’s current financial capacity to fund the stated equity amount.</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>c.</strong> To verify debt financing capacity, please append for each Core Team Member participating in the hypothetical first phase, a lender’s letter, indicating that it would be willing to extend project debt financing to the Core Team Member, on a secured basis (assuming typical collateral and covenants), for the amount allocated to the Core Team Member as noted in the worksheet, and that the addition of such debt, to the knowledge of the lender, would not jeopardize the Core Team Member’s financial standing from either a balance sheet leverage or debt servicing capacity standpoint; and</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>d.</strong> Any additional information that, in the Proponent’s view will demonstrate to the City that it has sufficient financial standing, capacity, and resources to carry out the Project.</td>
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</tbody>
</table>
The Prequalification Submission must include a narrative that addresses the following question: “What is your impression of the City’s vision for Pier 8 and how would your team’s involvement support and enhance it?”

a. The statement should include an analysis of the City’s vision for Pier 8 and how they would successfully deliver and implement this vision;

b. The analysis should indicate a strategy to build a “sense of place” at Pier 8, that would culminate in the vision being fulfilled over time; and

c. The analysis should include identification of the Project’s strengths, weaknesses, opportunities, and threats, as well as areas of potential optimization to the City’s vision, and how the proposed team is exceptionally suited to capitalize on the opportunities.

Additional Instructions and Clarifications:

- This section should be no more than three (3) pages long
- For comprehensive details regarding the City’s vision, please review documents available in the Electronic Data Room.

Ratings for this section will be based on the Proponent’s ability to demonstrate:

- An understanding of the City’s vision, guiding principles, and planning policy framework with respect to Pier 8;
- An understanding of the Project’s strengths, weaknesses, opportunities, and threats;
- A well-articulated approach to place-making and city-building at Pier 8;
- A clear strategy to optimize the opportunity; and
- A willingness to work with stakeholder groups to uphold the City’s vision.
### 7.7.6 Development Experience

Proponents must demonstrate their own, and their Core Team Members’ development experience, by providing a total of eight (8) sample reference project summaries that must include at least one (1) from each Core Team Member.

The following information must be included in each reference project summary:

- **a.** Project name;
- **b.** Location (City, Province/State, Country);
- **c.** Completion date or status of project;
- **d.** Project description including type of use, size of project (units, floor area), approximate construction value (in Canadian dollars);
- **e.** Proponent and/or Core Team Member(s) involved, and a description of their role;
- **f.** Key Personnel who were involved, and a description of their role;
- **g.** Description of how the project is comparable to the Pier 8 Project; and
- **h.** Photos of completed project (renderings and plans for projects still under development).

### Additional Instructions and Clarifications:

- Each reference project summary should be limited to two (2) pages in length.
- Only Proponents that are already an existing corporate entity with at least three (3) years’ operating history must submit reference project summaries; however, all Core Team Members must still submit at least one (1) project reference summary;
- Architectural Design Leads are exempt from this Section 7.7.6, unless the Proponent has named the Architectural Design Lead also as a Core Team Member and wishes to submit development experience for this member;
- Note that the Proponent and Core Team Members are not all expected to possess experience with all of the qualifying attributes as described in the criteria; however, Proponents that are able to demonstrate both breadth and depth of experience within their team shall be evaluated more favourably, including having its submitted reference project summaries distributed relatively equally amongst Core Team Members.
- The City intends to score more favourably, reference projects:
  - **a.** that are most similar to the Pier 8 Project in terms of size, complexity, and mixed-use objectives;
  - **b.** that have been completed in the past ten (10) years; and/or
  - **c.** in which Key Personnel who will be committed to the Project, played a significant role.

Proponents and their Core Team Members will be collectively rated on the following experience criteria:

- Developing projects of similar size, complexity, and risk profile to the Pier 8 Project;
- Transformative, revitalization projects in urban locations;
- Mixed-use developments;
- Multi-phase / master-planned developments;
- Mid-rise / medium-density built form;
- Developing properties that were required to integrate or interface closely with a government-owned facility, public attraction, or major public open space;
- Transacting and/or working with a government or quasi-governmental body on a real estate development deal wherein price was not the sole determining factor;
- Environmentally sustainable development;
- Affordable housing; and
- Stakeholder engagement
### 7.7.7 Design Experience

The Proponent must identify its Architectural Design Lead, recognizing that additional design expertise may be added to its team either at a later date and/or on an adjunct basis. The Architectural Design Lead must submit a total of three (3) reference project summaries to demonstrate its capability and past experience designing development projects.

The following information must be included in each reference project summary:

- **a. Project name and name of client;**
- **b. Location (City, Province/State, Country);**
- **c. Date completed or status of project;**
- **d. Project description including type of use, size of project, approximate construction value (in Canadian dollars);**
- **e. Description of the client’s terms of reference and how the Architectural Design Lead interpreted the client’s needs and addressed them in its final design;**
- **f. Description of how the reference project is comparable to the Pier 8 Project;**
- **g. Photos of completed project (or renderings and plans for projects still under development); and**
- **h. Client reference contact information (including client name, contact name, phone, e-mail) and the Proponent’s written consent permitting the City to contact each client.**

### Additional Instructions and Clarifications:

- If the Architectural Design Lead is a joint venture, each joint venture partner must submit at least one (1) reference project summary; however, the maximum accepted shall be three (3). Please contact the City for clarification of these submission instructions if your Architectural Design Lead joint venture includes more than three partners.

- Each reference project summary should be limited to two (2) pages in length

- The City intends to score more favourably, the Architectural Design Lead’s reference projects that:
  - **are most similar to the Pier 8 Project in terms of size, complexity, and mixed-use objectives;**
  - **have been completed in the past ten (10) years; and/or**
  - **were led by one or more Key Personnel (of the Architectural Design Lead) who will be committed to the Project.**

---

## Evaluation Criteria

<table>
<thead>
<tr>
<th>Proponents’ Architectural Design Lead will be rated on the following experience criteria:</th>
</tr>
</thead>
<tbody>
<tr>
<td>- Designing mixed-use development projects;</td>
</tr>
<tr>
<td>- Designing multi-phase / master-planned developments with varied built form typologies and architectural styles;</td>
</tr>
<tr>
<td>- Designing mid-rise / medium-density built form;</td>
</tr>
<tr>
<td>- Designing for sustainable living and retail environments;</td>
</tr>
<tr>
<td>- Peer or development industry recognition for design excellence; and</td>
</tr>
<tr>
<td>- Industry leadership in innovation.</td>
</tr>
</tbody>
</table>

### Maximum Score

| 15 |
### 7.7.8 Stability of Proponent’s Team

Proponents must provide the following to demonstrate the stability of its team:

**a.** A description of instances where Core Team Members and/or Key Personnel have worked together on past projects either within the same company or as co-members of a project team, including the nature of the working relationship(s) and length of time;

**b.** For all Core Team Members, identify all current projects or known future commitments to participate in development or construction projects to occur over the next ten (10) years, and address the impact on the implicated Core Team Member’s and/or Key Personnel’s ability to participate in the Project;

**c.** For each Core Team Member, disclosure of any judgements against it in the past ten (10) years where such awarded damages was valued at an amount greater than $1,000,000, whether insured or not;

**d.** For each Core Team Member, Architectural Design Lead, and Key Personnel, disclosure of any judgements against, fines levied, or suspension of licenses, imposed by a professional governance body (of any geographic jurisdiction) in the past ten (10) years as a result of professional misconduct, errors, or omissions;

**e.** For each Core Team Member that is registered as a home builder with Tarion Home Warranty, provide a “Builder Details” report from Tarion, accurate as of no earlier than May 31, 2017, that discloses all claim payouts and chargeable conciliations.

**Additional Instructions and Clarifications:**

- If items (a) to (e) are not applicable, or no examples exist, please explicitly state so in your Prequalification Submission. Absence of this notification may be perceived as an incomplete response and may result in a less favourable rating of this criteria;
- The entirety of this section should not exceed four (4) pages in length, excluding the required Tarion reports;
- Tarion reports provided to substantiate Core Team Members’ claims history may be included as an appendix to the Prequalification Submission and shall be considered in the evaluation of this section.
Proponents must provide a narrative that demonstrates as many of the following areas of expertise within their broader team:

**a. Environmentally sustainable development:**
- Describe examples of innovative sustainable design, materials, or construction techniques employed in past projects;
- Describe examples of low-impact design approaches used in past projects;
- Describe examples of using innovative or renewable energy sources and/or building for low, or near-zero energy consumption in past projects; and
- Describe examples of incorporating transit-supportive design features and/or transportation demand management strategies in past projects;

**b. Affordable, accessible, and adaptable housing:**
- Describe examples of integrating affordable housing options in past residential projects;
- Describe examples of developing residential units and/or communities that prioritized accessibility, adaptability, and universal design principles;

**c. Brownfield sites:**
- Describe examples of past projects involving brownfield lands including the techniques employed to mitigate the impact of the environmental condition;

**d. Retail strategy:**
- Describe examples of integrating retail into a residential development and describe how a strategic approach to tenanting the retail premises enhanced the overall property development; and

**e. Any other specialty discipline** that the Proponent believes is relevant to Pier 8, and for which it can clearly demonstrate expertise

**Additional Instructions and Clarifications:**
- The entirety of this section should not exceed four (4) pages in length;
- Expertise examples may be submitted for the Proponent, any Core Team Member, any Adjunct Team Member, the Architectural Design Lead, or any Key Personnel, provided each example clearly indicates whose experience is being presented.

Proponents will be rated on the extent to which its team brings notable expertise in:

**a. Environmentally sustainable development;**

**b. Affordable, accessible, and adaptable housing;**

**c. Brownfield sites;**

**d. Retail strategy; or**

**e. Any other discipline or area of expertise deemed relevant to the Project.**

<table>
<thead>
<tr>
<th>7.7.9 Breadth and Depth of Proponent’s Team</th>
<th>EVALUATION CRITERIA</th>
<th>MAXIMUM SCORE</th>
</tr>
</thead>
<tbody>
<tr>
<td>Proponents will be rated on the extent to which its team brings notable expertise in: a. Environmentally sustainable development; b. Affordable, accessible, and adaptable housing; c. Brownfield sites; d. Retail strategy; or e. Any other discipline or area of expertise deemed relevant to the Project.</td>
<td></td>
<td>15</td>
</tr>
<tr>
<td>SUBMISSION ELEMENTS, ADDITIONAL INSTRUCTIONS, AND CLARIFICATIONS</td>
<td>EVALUATION CRITERIA</td>
<td>MAXIMUM SCORE</td>
</tr>
<tr>
<td>---------------------------------------------------------------</td>
<td>---------------------</td>
<td>---------------</td>
</tr>
<tr>
<td>7.7.10 Key Personnel Reference Checks</td>
<td>Reference checks are meant to verify Key Personnel’s stated expertise. Reference checks will not be attributed a score and not all provided references for all Proponent teams may be contacted.</td>
<td>Not scored</td>
</tr>
<tr>
<td>Professional references submitted per Section 7.7.1(e)(ii)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>7.7.11 Architectural Design Lead Reference Checks</td>
<td>Reference checks are meant to verify Architectural Design Lead’s stated expertise. Reference checks will not be attributed a score and not all provided references for all Proponent teams may be contacted.</td>
<td>Not scored</td>
</tr>
<tr>
<td>Client references submitted per Section 7.7.7(h)</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Follow the West Harbour waterfront trail under Hamilton’s historic McQuesten High Level Bridge to access the Cootes Paradise wetlands sanctuary.
8. PROCEDURES AND RULES
Procedures and Rules Governing Qualification of Proponents

1. The City reserves the right to require all Proponents to furnish proof of their competency and prior experience as provided in these procedures and rules.

2. In order to qualify to bid on this Project, the Proponent shall:
   a. comply with these procedures and rules;
   b. complete such Forms as the City may specify from time to time in connection with this Request for Qualification, a Request for Proposals, or proposed Contracts; and
   c. provide such information concerning its financial resources, adequacy of resources, organization and prior experience, as necessary.

3. The Submission Forms and other information required to be provided by a Proponent shall be signed by the authorized signing officer(s) of the Proponent, and shall be included with the Prequalification Submission.
   a. It is the sole responsibility of each Proponent to ensure that its Prequalification Submission is delivered to the correct address no later than the Closing Deadline.
   b. Prequalification Submissions shall be deemed to have been submitted only when actually stamped as received at the Procurement Section Office on or before the Closing Deadline. The Procurement Section Office’s reception time clock shall be deemed to be the official indicator of Hamilton time.

4. All Prequalification Submissions shall become property of the City.

5. The following rules apply to a Prequalification Submission:
   a. every Prequalification Submission shall identify the Project to which it relates;
   b. all parts, questions, Submission Forms, and schedules forming part of a Prequalification Submission must be completed and all questions answered;
   c. every Prequalification Submission shall be submitted, including the completed Submission Forms, in their entirety, and shall be completed without any alteration or erasure of any of the City’s pre-printed text, unless the meaning is clear and unambiguous and the changes have been initialled by the Proponent;
   d. determination of acceptability of information submitted will be at the absolute discretion of the City;
   e. the submission of false or misleading information in a Prequalification Submission renders a Proponent ineligible for qualification, but this clause shall not prevent the correction of any incorrect information, inadvertently, mistakenly or innocently provided;
   f. refer to the City of Hamilton Procurement Policy, for specific requirements, eligibilities, and obligations at: hamilton.ca/buying-selling-city/bids-tenders/procurement-policy-by-law;
   g. in the event of a conflict or inconsistency between, or an omission or ambiguity with respect to, any term(s), condition(s) or provision(s) contained in any of the following RFQ documents, the term(s), condition(s) or provision(s) contained in the following documents shall apply and prevail in the following successive order of priority to the extent of such conflict, inconsistency, omission or ambiguity or incongruity:
      i. all addenda to this RFQ;
      ii. Request for Qualifications Process;
iii. Prequalification Submission Instructions and Evaluation Criteria; 
iv. Procedures and Rules; 
v. Selection Process; 
vi. Communications Notice; 
vii. RFQ Submission Forms; 
viii. Pier 8 Development Opportunity; 
ix. Pier 8 Planning Context; 
x. Site Location and Area Description; 
xi. Hamilton’s Time Has Come; and 
xii. Proponent’s Prequalification Submission, as accepted by the City.

6. Based upon the information provided in its Prequalification Submission, Proponents will be scored on a consensus basis, using the criteria set out in this document (modified, in the discretion of the City, to meet the particular requirements of the Project to which the Prequalification Submission relates). Written notification will only be given to those Proponents that have been prequalified for the Project. Subsequently, the list of Prequalified Proponents and Reserve Prequalified Proponents will be posted on the following websites for public viewing:
   - www.biddingo.com/Hamilton; and/or
   - www.hamilton.ca/westharbour

7. Prequalification Submissions shall not be opened until after the Closing Deadline.

8. The Prequalification Submission is intended to present information upon which the City will be able to determine the qualifications of the Proponent to submit a Proposal for the Project. All information provided by a Proponent or otherwise included in the Prequalification Submission shall be deemed to be material representations by the Proponent to the City. The Proponent shall be deemed to have warranted the truth of all representations so made, and that those representations remain current at the time of making the Prequalification Submission.

9. The City reserves the right at any time prior to the Closing Deadline:
   a. to withdraw or cancel the RFQ; 
   b. to extend the time for receiving Prequalification Submissions; or 
   c. to modify the RFQ, 
based upon the information provided in its Prequalification Submission, Proponents will be scored on a consensus basis, using the criteria set out in this document (modified, in the discretion of the City, to meet the particular requirements of the Project to which the Prequalification Submission relates). Written notification will only be given to those Proponents that have been prequalified for the Project. Subsequently, the list of Prequalified Proponents and Reserve Prequalified Proponents will be posted on the following websites for public viewing:
   • www.biddingo.com/Hamilton; and/or
   • www.hamilton.ca/westharbour

10. The City reserves the right at any time to cancel the RFQ by written notice to those Proponents who have submitted a Prequalification Submission, and the City shall not be liable for any expense, cost, loss or damage incurred or suffered by any Proponent (or any other person) as a result of its so doing.

11. All costs and expenses related to the preparation, submission and presentation including interviews and demonstrations, or any work performed in connection therewith shall be at the sole expense of the Proponent.

12. Each Proponent, by providing a signed Prequalification Submission, indicates that the Proponent has read, completely understands, and voluntarily accepts the terms and conditions contained herein in full.

13. It is the responsibility of the Proponent to seek clarification of any matter that they consider unclear before providing a Prequalification Submission. The City is not responsible for any misunderstanding of the Request for Qualifications on the part of any Proponent.
14. Any addendum shall be posted on the following websites and is sufficiently served upon any prospective Proponent if so posted at:
   • www.biddingo.com/Hamilton; and/or
   • www.hamilton.ca/westharbour

a. In addition to the above method of posting, the City may, in its absolute discretion, also notify prospective Proponents of any addendum by any other method it deems appropriate, including telephone, fax, courier, electronic communication, hand-delivery or by personal delivery.

b. It is the sole responsibility of each Proponent to check either website and ensure that it has received any and all addenda issued by the City. Proponents, and their Core Team Members, shall confirm in the Qualification Form that they have received, examined and provided for all addenda issued under the Request for Qualifications. Proponents may in writing, seek confirmation of the number of addenda issued under the RFQ from the Procurement Specialist listed on the Communications Notice.

15. Where an addendum or notice is published, every Prequalification Submission shall be deemed conclusively to have included an appropriate allowance for the change made by the addendum in the information set out in the Prequalification Submission.

16. All addenda or notices shall become part of the RFQ document and shall be allowed for in the Prequalification Submission.

17. All questions, clarifications or communication between a Proponent and the City (including requests for information, instructions or clarification) shall be set down in writing and directed to the designated Procurement Specialist in the Communications Page. Written answers or clarifications of substance shall be shared with all Proponents and issued in the form of an addendum. The City shall not be bound by any oral:
   a. instruction;
   b. amendment or clarification of these Procedures and Rules or any of the RFQ documents;
   c. information; or
   d. advice or suggestion;
   from any member of the City’s staff (including but not limited to an elected official, employee or agent of the City), or consultant to the City concerning this RFQ or the proposed Project to which it relates, or the manner in which work is to be carried out. All requests for information, instructions or clarification must be set out in writing and directed only to the named Procurement Specialist noted above.

The City may, in its absolute discretion, request Proponents to provide additional information or to clarify their Prequalification Submissions.

18. Where a Prequalification Submission has been received by the City prior to the publication of an addendum or notice within the contemplation of these Procedures and Rules, the City shall allow that Proponent to submit a revised Prequalification Submission prior to the Closing Deadline or to send a written acknowledgement (which may be by fax) that the original Prequalification Submission still stands.

19. In the event that this RFQ is amended via addendum, all terms and conditions, which are not modified shall remain unchanged.

20. The City and its representatives make no representations or warranties, and there are no representations, warranties or conditions, either express or implied, statutory or otherwise, in fact or in law, with respect to the accuracy or
completeness of this RFQ or any information, data, materials, or documents (electronic or otherwise) provided to the Proponents, their Core Team Members, Key Personnel, or their Adjunct Team Members with respect to this RFQ or the Project, including any Background Information.

21. Each Proponent, and each of its team members, is responsible for obtaining its own independent financial, legal, accounting, engineering, environmental, architectural and other technical and professional advice with respect to the RFQ, the RFQ process, and the Project and with respect to any information, data, materials or documents (electronic or otherwise) provided or made available to the Proponents, their Core Team Members, Key Personnel, or Adjunct Team Members with respect to the RFQ and the Project, including any Background Information.

22. Each Proponent, including each Core Team Member, Key Personnel, and Adjunct Team Members, is responsible for ensuring that it has all of the information necessary to prepare its Prequalification Submission and for independently informing and satisfying itself with respect to the information with respect to the RFQ or the Project and with respect to any conditions that may in any way affect its Prequalification Submission.

23. Neither Proponents nor members of their team shall,
   a. make any public comment, respond to questions in a public forum, or carry out any activities to publicly promote or advertise their qualifications, interest in, or participation in, the Project or this RFQ without the City’s prior written consent, which consent may be withheld in the City’s sole discretion; or
   b. engage, in any way whatsoever, in any form of political or other lobbying whatsoever in relation to the Project or to influence the outcome of this RFQ.

24. The City may, in its sole discretion and at any time in the RFQ process, reject the Prequalification Submission of a Proponent that has contravened Subsection 23 above. The City may, as an alternative to the rejection of such a Prequalification Submission, impose such conditions on a Proponent’s continued participation in the RFQ process and the RFP process as the City, in its sole discretion, may consider in the public interest or otherwise appropriate.

25. Other than as expressly permitted or required in this RFQ, any contact by any Proponent or any of its team members (or any attempt to contact) any of the following persons, directly or indirectly, with respect to this RFQ, RFQ process or the Project, may lead to disqualification of a Proponent or rejection of a Prequalification Submission:
   a. any person employed or engaged by the City, other than the Procurement Specialist identified in the Communications Notice;
   b. any member of the Evaluation Team or the Project Management Team;
   c. any expert or advisor assisting the City, or the Evaluation Team or Project Management Team or any Ineligible Party;
   d. any member of the municipal council of the City or any member of a councillor’s staff; or
   e. the Mayor of Hamilton or any member of the Mayor of Hamilton’s staff.
9. LISTS OF APPENDICES

- **APPENDIX A**: Submission Label
- **APPENDIX B**: RFQ Submission Forms
- **APPENDIX C**: Financing Track Record Submission Templates
- **APPENDIX D**: Current Financing Capacity Worksheet
- **APPENDIX E**: List of Electronic Data Room Documents
APPENDIX A: SUBMISSION LABEL

The Submission Label can be downloaded in electronic format from the Electronic Data Room.

---

SUBMISSION LABEL

IMPORTANT:
THIS SUBMISSION LABEL IS TO BE USED FOR SUBMITTING PREQUALIFICATION SUBMISSIONS

SUBMITTED BY:

Proponent Name: _____________________________________

Address:  _____________________________________
__________________________________________________

C14-02-17 – Request for Qualifications for the Pier 8 Development Opportunity

PROCUREMENT SECTION
City of Hamilton
120 King Street West, 9th Floor
Hamilton, ON L8P 4V2
APPENDIX B: RFQ SUBMISSION FORMS

Submission Forms may be downloaded in electronic format from the Electronic Data Room.

Appendix B1: Qualification Form

To: Procurement Manager  
City of Hamilton  
120 King Street West, 9th Floor  
Hamilton L8P 4V2  
(The "City")

Project Number: C14-02-17  
Pier 8 Development Opportunity

Legal Name of Company: ________________________________

Business Address: (include street, city, province and postal code)

Head Office Address: (if different than above, include street, city, province and postal code)

Telephone Number: ________________________________

Fax Number: ________________________________

Email Address: ________________________________

Date: ________________________________

1. Addenda

I/We acknowledge that by providing a signed Prequalification Submission, I/we have ensured that I/we have received, examined and provided for all addenda to this Request for Qualifications in my/our Prequalification Submission.

2. Interpretation

I/We confirm that I/we have received no oral communication, representation, information, instruction or advice (collectively referred to as "representation") from any officer, employees, agent, or any other person acting on the behalf of or at the direction of the City which in any way amends or modifies the content of this Request for Qualifications and any addenda thereto. I/We further acknowledge that I/we have carefully reviewed, understand and agree to the communication provisions described on the Communications Notice of the Request for Qualifications.

I/We acknowledge and agree that I/we have not assumed that any information concerning our operations, business or personnel or any other information required to be provided by me/us when submitting my/our Prequalification Submission is known to the City, regardless of whether such information may be actually previously known to the City or not.

I/We confirm that the information provided in this Prequalification Submission by me/us is true, complete, in such detail as required and remains current at the time of submitting the Prequalification Submission.

per: _______________________________________

(Signature)    A.S.O.

_______________________________________

(Please print name)

I have the authority to bind the Company
Appendix B2: Financial Stability Evaluation Election Form

Project Number: C14-02-17

Proponent/Core Team Member’s Name:

Pursuant to section 6.4.2.1 of the Request for Qualifications (“RFQ”), I/we elect to have representatives of the City’s Evaluation Team visit my/our offices, or another mutually-agreed location, to conduct the Financial Stability Evaluation (the “Evaluation”).

In this regard, I/we acknowledge that I/we have not submitted all of the financial information requested in the RFQ, but have provided all of the other information requested in the RFQ.

In making this election, I/we agree that I/we shall:

a) produce and make available for review by the City’s Evaluation Team, all information outlined in Section 7.7.2(a) to 7.7.2(c) of the RFQ;

b) ensure that no information other than what is specifically required in subparagraph (a) above shall be provided at the Evaluation;

c) not be permitted to provide missing or incomplete information at a later time if all information required in subparagraph (a) above is not provided during the Evaluation;

d) ensure that my/our financial auditor(s) will be present at the Evaluation to attest to the accuracy and validity of all information presented to the City’s Evaluation Team;

e) permit the presence of the City’s Fairness Monitor throughout the Evaluation; and

f) promptly reimburse the City for all costs, including all travel, meal, accommodation, professional and other reasonable costs associated with conducting the Evaluation.

I/we further acknowledge that the failure to meet any of the above conditions may result in the rejection of my/our Proponent’s Prequalification Submission and the termination of my/our participation in this RFQ.

Proponent/Core Team Member’s Name

Signatory Name:
Title:
Date:

I have the authority to bind the Proponent/Core Team Member
APPENDIX C: FINANCING TRACK RECORD SUBMISSION TEMPLATES

Use the following templates to complete the Financing Experience Evaluation submission requirements (Section 7.7.3).

Appendix C1 - Project Summary Template

*Fill in one per reported project. Can be downloaded in MS Word format from the Electronic Data Room.*

<table>
<thead>
<tr>
<th>Content Guidelines</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Project Name</strong></td>
</tr>
<tr>
<td>Include City, Province/State, Country</td>
</tr>
<tr>
<td><strong>Investor / Borrower Name</strong></td>
</tr>
<tr>
<td>Legal name of entity</td>
</tr>
<tr>
<td><strong>Project Description</strong></td>
</tr>
<tr>
<td>Include location, type, size (units/floor area)</td>
</tr>
<tr>
<td><strong>Phase of Development</strong></td>
</tr>
<tr>
<td>Status as of June 1, 2017</td>
</tr>
<tr>
<td><strong>Land Purchase Date</strong></td>
</tr>
<tr>
<td>Month/Year</td>
</tr>
<tr>
<td><strong>Construction Start Date</strong></td>
</tr>
<tr>
<td>Month/Year</td>
</tr>
<tr>
<td><strong>(Target) Completion Date</strong></td>
</tr>
<tr>
<td>Month/Year</td>
</tr>
<tr>
<td><strong>Project Value</strong></td>
</tr>
<tr>
<td>Rounded, in Canadian Dollars</td>
</tr>
<tr>
<td>Include all capitalized costs (e.g., land acquisition, carrying, servicing, development, construction, closing, etc.)</td>
</tr>
<tr>
<td><strong>Total Equity Amount Committed</strong></td>
</tr>
<tr>
<td>Rounded, in Canadian Dollars</td>
</tr>
<tr>
<td>Distinguish between investment equity and cash raised from pre-sales</td>
</tr>
<tr>
<td><strong>Total Debt Amount Raised</strong></td>
</tr>
<tr>
<td>Rounded, in Canadian Dollars</td>
</tr>
<tr>
<td><strong>All Sources of Equity and Debt in the Capital Stack</strong></td>
</tr>
<tr>
<td>Include name, subordinate position, uses of capital</td>
</tr>
<tr>
<td><strong>Additional Comments</strong></td>
</tr>
<tr>
<td>To provide any necessary clarifications of the above information</td>
</tr>
</tbody>
</table>
## Appendix C2: Financing Track Record - Project Index Template

<table>
<thead>
<tr>
<th>Team Member #1 Name (add Team Members as needed)</th>
<th>Project Value</th>
<th>Totals</th>
</tr>
</thead>
<tbody>
<tr>
<td>Project Name #1</td>
<td>$</td>
<td>-</td>
</tr>
<tr>
<td>Project Name #2</td>
<td>$</td>
<td>-</td>
</tr>
<tr>
<td>Etc. (add Project rows as needed)</td>
<td>$</td>
<td>-</td>
</tr>
<tr>
<td><strong>Subtotal</strong></td>
<td><strong>$</strong></td>
<td>-</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Team Member #2 Name</th>
<th>Project Value</th>
<th>Totals</th>
</tr>
</thead>
<tbody>
<tr>
<td>Project Name #1</td>
<td>$</td>
<td>-</td>
</tr>
<tr>
<td>Project Name #2</td>
<td>$</td>
<td>-</td>
</tr>
<tr>
<td>Etc. (add Project rows as needed)</td>
<td>$</td>
<td>-</td>
</tr>
<tr>
<td><strong>Subtotal</strong></td>
<td><strong>$</strong></td>
<td>-</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>Project Value</th>
<th>Totals</th>
</tr>
</thead>
<tbody>
<tr>
<td>Team Total</td>
<td><strong>$</strong></td>
<td>-</td>
</tr>
</tbody>
</table>
APPENDIX D: CURRENT FINANCING CAPACITY WORKSHEET

Complete the following worksheet to fulfill submission requirement Section 7.7.4(a) Current Financing Capacity Evaluation. The worksheet can be downloaded in MS Word format from the Electronic Data Room.

<table>
<thead>
<tr>
<th>Building</th>
<th>Approximate cost allocation ($) [Total sum across all Buildings must equal $95 million]</th>
<th>Assigned Core Team Member(s) – Develop/Build</th>
<th>Assigned Core Team Member(s) – Finance</th>
<th>Proposed equity contribution amount ($)</th>
<th>Anticipated sources of equity</th>
<th>Amount of debt financing required ($)</th>
<th>Anticipated sources of debt</th>
</tr>
</thead>
<tbody>
<tr>
<td>Building #1</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Building #2</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Building #3</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
APPENDIX E: ELECTRONIC DATA ROOM DOCUMENTS

- Pier 8 Request for Qualifications
  - Request for Qualifications
  - RFQ Addenda
  - Downloadable Submission Label
  - Downloadable Submission Forms
  - Downloadable Templates and Worksheets
- Vision, Guiding Principles, and Applicable Policies
  - Urban Design Study for Piers 7 & 8, May 2015
  - West Harbour Secondary Plan (Setting Sail), June 2012
  - West Harbour Waterfront Recreation Master Plan, April 2010
  - Consolidated Summary of Results from Public Consultations, various dates
  - City of Hamilton Procurement Policy Bylaw
- Other Background Information
  - Staff Report PED14002(a), January 2014
  - Staff Report PED 14002(b), March 2015
  - Staff Report PED14002(c), November 2016
  - West Harbour Strategic Properties, Real Estate Development and Disposition Opportunities, April 2016
- North End Traffic Management Plan, June 2008
- West Harbour Transportation Master Plan, April 2005
- James Street North Mobility Hub Study, August 2014
- Zoning By-law Application (application under review)
- Draft Plan of Subdivision Application (application under review)
- Stage 1: Archaeological Background Study, May 2016
- Cultural Heritage Impact Assessment Report, June 2016
- Preliminary Dust and Odour Impact Assessment, May 2016
- Preliminary Constraints Assessment, March 2016
- Environmental Impact Statement, August 2016
- Functional Servicing Report, April 2016
- Parking Study, June 2016
- Traffic Impact Assessment, June 2016
- Transportation Demand Management Report, June 2016
- Wave Overtopping Analysis, March 2016
- Pier 6, 7 + 8 Urban Design Brief, July 2016
Climb aboard the HMCS Haida at Pier 9 to honour Canada’s naval history (operated by Parks Canada).
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REQUEST FOR QUALIFICATIONS
DEVELOPMENT OPPORTUNITY
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