

**REQUEST FOR PROPOSALS  
FOR DEVELOPMENT AT  
THE FORMER NAVAL STATION ROOSEVELT ROADS  
CEIBA, PUERTO RICO**



**ISSUED BY THE LOCAL REDEVELOPMENT AUTHORITY FOR  
NAVAL STATION ROOSEVELT ROADS  
OCTOBER 11, 2013**

**BIDDER REGISTRATION FORMS DUE FRIDAY, NOVEMBER 1, 2013**

**MANDATORY PRE-SUBMITTAL MEETING AND PROPERTY TOUR:  
TUESDAY, NOVEMBER 5, 2013 AT 10:00 AM AST AT BUILDING 1205 AT NAVAL STATION ROOSEVELT ROADS**

**PROPOSALS DEADLINE FOR IMMEDIATE DEVELOPMENT OPPORTUNITY RESPONDENTS:  
FRIDAY, DECEMBER 20, 2013 AT 3:00 PM AST**

**ONE (1) ORIGINAL, SEVEN (7) COPIES, AND ONE (1) CD-ROM OF EACH PROPOSAL SHALL BE SUBMITTED TO:**

**MALU BLÁZQUEZ, EXECUTIVE DIRECTOR  
LOCAL REDEVELOPMENT AUTHORITY FOR NAVAL STATION ROOSEVELT ROADS  
PUERTO RICO LAND ADMINISTRATION BUILDING  
#171 CHARDÓN AVE., 3<sup>RD</sup> FLOOR  
SAN JUAN, PR 00918-0903**

**FOR MORE INFORMATION, VISIT [WWW.LAFRR.COM](http://WWW.LAFRR.COM)**

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**Exhibit List**

**(All Exhibits are Available at [www.lafrr.com](http://www.lafrr.com) and Incorporated Herein by Reference)**

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# 1. Overview of NSRR Redevelopment Opportunities

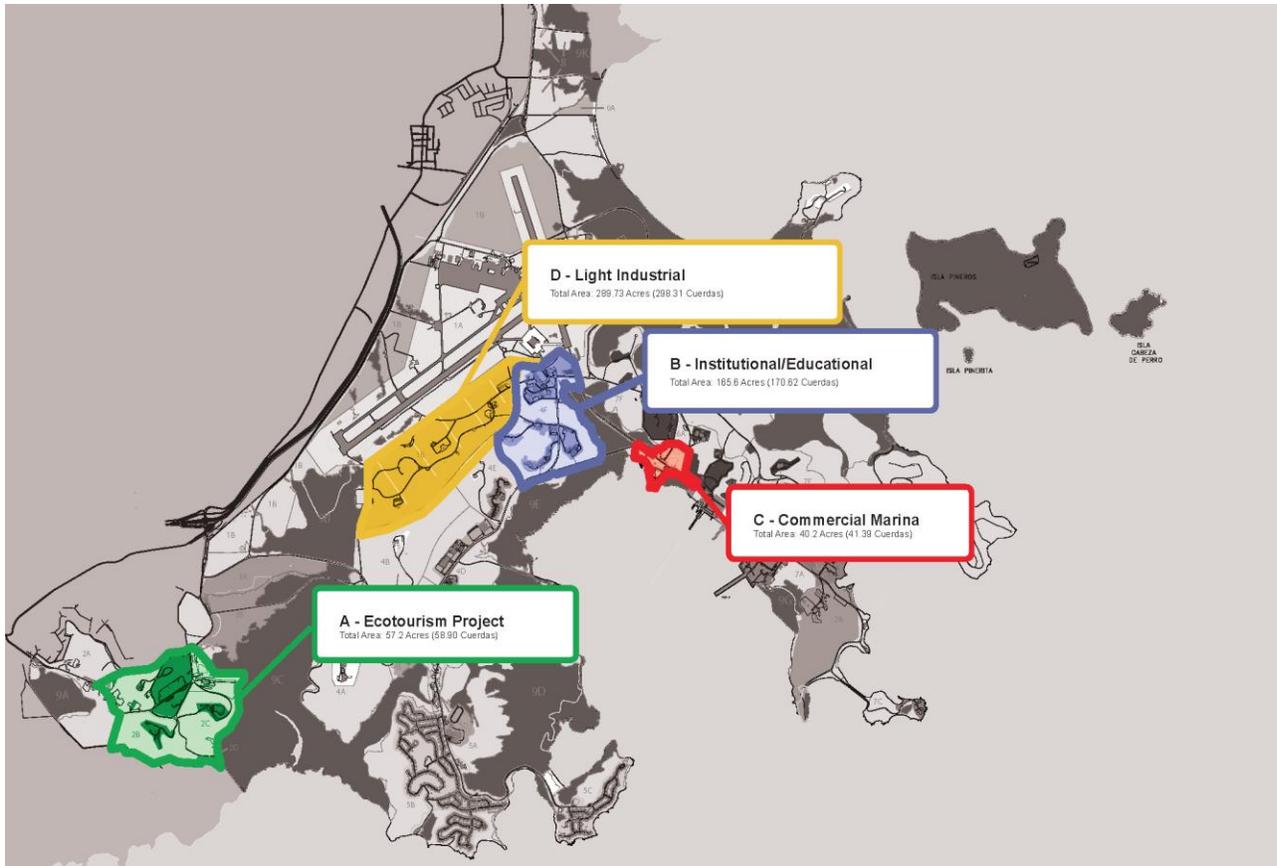
1.1 Invitation. The Commonwealth of Puerto Rico (“Commonwealth”), through the Local Redevelopment Authority for Naval Station Roosevelt Roads (“LRA”), is issuing this Request for Proposals (“RFP”) to obtain proposals (“Proposals”) from highly qualified developers that have the expertise and ability to design, build, operate, maintain and finance one or more immediate development opportunities, as described below in Part 2, within the entire 3,400 acre project at the former Naval Station Roosevelt Roads (“NSRR”) in the eastern region of Puerto Rico. See Exhibit A-1 for aerial depiction of NSRR and Exhibit A-2 for an existing buildings map of NSRR depicting the four (4) IDO project zones. The LRA has identified four separate opportunities totaling approximately 552.73 acres for immediate development (each, an “Immediate Development Opportunity” or “IDO”). The IDOs focus on eco-tourism, institutional/educational, commercial marina, and light industrial uses, as further described below in Part 2. The LRA expects the redevelopment of these areas to be completed in an expedited manner. A separate Proposal is required for each IDO.

1.2 LRA's Redevelopment Goals. The closure of NSRR by the Navy created sudden and severe economic hardship to both the local communities and the Commonwealth. Since that time, the LRA has been negotiating with the Navy to obtain control of a portion of NSRR, referred to herein as the Property, for use for economic development purposes. Now that the LRA has obtained control of approximately 3,400 acres, the LRA wishes to select one or more developers who will enable sustainable job creation and economic impact. The LRA has identified Immediate Development Opportunities for projects that the LRA expects can be completed in an expedited manner, which are further described in Part 2.

1.3 The Opportunities. This RFP offers the private sector unique opportunities and attractive incentives to participate in the redevelopment of four (4) IDOs within the 3,400 acre redevelopment project at NSRR. The IDOs focus on eco-tourism, institutional/educational, commercial marina, and light industrial uses, as further described below in Part 2.

1.3.1 IDOs. IDO Respondents should submit a Proposal for each of the following IDOs, which are shown on Exhibit A-3, Exhibit A-4, and Exhibit A-5 and further described. Below is a graphical representation of these four (4) IDO projects.

Immediate Development Opportunities
1. Eco-Tourism Development (A in Figure)
2. Institutional/Educational Uses (B in Figure)
3. Commercial Marina (C in Figure)
4. Light Industrial Uses (D in Figure)



1.3.2 Incentives. Puerto Rico Tourism Company and Puerto Rico Industrial Company tax incentives may apply, including those described in Act No. 73 (New Economic Incentives Act of Puerto Rico), attached as Exhibit E-1, and Act No. 74 (Puerto Rico Tourism Development Act of 2010), attached as Exhibit E-2.

#### 1.4 The Role of Key Parties.

1.4.1 The Local Redevelopment Authority for Naval Station Roosevelt Roads. The Roosevelt Roads Naval Base Lands and Facilities Redevelopment Authority Act, otherwise known as “Law No. 508,” was enacted on September 29, 2004 and establishes the powers, duties, and responsibilities of the LRA. On August 30, 2006, the Office of Economic Adjustment of the Department of Defense recognized the LRA, also known as the Portal del Futuro Authority and the Roosevelt Roads Naval Base Lands and Facilities Redevelopment Authority, as the local redevelopment authority for purposes of implementing the local redevelopment plan at NSRR.

1.4.1.1 The LRA is a public corporation and government instrumentality of the Commonwealth. The LRA is governed by a nine (9) member Board of Directors (“LRA Board”). The President of the LRA is the Commonwealth's Secretary of Economic Development and Commerce. Other LRA Board members include representatives designated by

the President of the Senate, the Speaker of the House, the Governor, and mayors of the communities surrounding NSRR.

1.4.1.2 Law No. 508 authorizes the LRA to, among other items, have full dominion over its properties; negotiate and grant any contracts, leases, or other agreements necessary or convenient to exercise the LRA's powers and authorities; design, construct, or modify any facility that the LRA considers necessary or convenient; acquire and dispose of property (with the consent of the Legislative Assembly for any sales); and issue bonds.

1.4.1.3 The LRA and the Navy executed that certain *Economic Development Conveyance Memorandum of Agreement between the United States of America Acting by and through the Department of the Navy and the Local Redevelopment Authority for Naval Station Roosevelt Roads* dated December 20, 2011 and Amendment No. 1 dated December 11, 2012 (as amended, the "EDC Agreement") to set forth the terms and conditions of the transfer of land at NSRR to the LRA. Pursuant to the EDC Agreement, the LRA and Navy have executed numerous deeds, bills of sale, easements, and that certain *Lease in Furtherance of Conveyance between the United States of America and Local Redevelopment Authority for Naval Station Roosevelt Roads at the Former Naval Station Roosevelt Roads, Puerto Rico* dated January 25, 2012, as amended on March 20, 2013 and May 6, 2013 (as amended, the "LIFOC").

1.4.1.4 Law No. 508 created the LRA for an initial term of ten (10) years and required the LRA to submit a report to the Governor and Legislative Assembly recommending whether it is necessary to extend the LRA's term. The LRA has issued such report and fully expects that Law No. 508 will be amended to extend the LRA's lifespan through 2045. In the very unlikely event that legislation extending the LRA's term is not enacted, the Commonwealth would assume the role of the LRA for the duration of the development.

1.4.2 The Navy. After executing the EDC Agreement with the LRA, the Navy transferred land, personal property, and utilities at NSRR to the LRA. The Navy currently retains ownership to the land leased to the LRA under the LIFOC to perform environmental remediation on such parcels, as described below. As the environmental remediation is completed, the Navy is obligated to transfer such remaining land to the LRA by deed.

1.4.3 The Selected Developer(s). The selected developer(s) will be responsible for designing, building, operating, maintaining, and financing the development for the selected IDOs. The selected developer(s) will also be responsible for horizontal development, including utilities, roads, and other improvements. Additional expectations for the selected developer(s) include:

- Obtaining all requisite regulatory and governmental approvals to enable the redevelopment of the Property;
- Acquiring leasehold, fee-simple or other appropriate interests in the Property according to agreements between the LRA and the selected developer(s) and adhering to the performance schedules contained therein related to the long-term development, financing and management of the Property;

- Coordinating development activities for site-specific developments and/or development of existing uses described in the development agreement(s);
- Securing financing for construction of necessary buildings, land improvements and infrastructure (Note: the Commonwealth will not provide any funding to the selected developer(s));
- If necessary and as agreed to by the LRA, expedite the Navy's clean-up process by participating in the financing and/or managing of hazardous materials remediation as part of the development process;
- Comply with all applicable laws and regulations; and
- Work with the communities surrounding NSRR and other existing tenants at NSRR in implementing development in furtherance of the LRA's goals as set forth in this RFP.

1.5 Federal Property Transfer Process. Pursuant to the processes outlined in the Base Closure Act and its implementing regulations, the LRA received the Property from the Navy as an economic development conveyance (“EDC”), subject to the terms and conditions set forth in the EDC Agreement.

1.6 The Property. The NSRR property is truly a unique and rare resource, having been isolated from normal development trends since the early part of the last century and situated at the foothills of El Yunque – one of the world's greatest natural wonders. The property represents an interesting mix of natural ecological areas (approximately 3,340 acres of Conservation Areas already under the care of the Puerto Rico Department of Natural and Environmental Resources and the Puerto Rico Conservation Trust), physical infrastructure, a major airfield with an 11,000 foot runway (already under the care of the Puerto Rico Ports Authority and not included in this RFP), and waterfront development areas (providing distinctive development potentials). The LRA controls approximately 3,400 acres at NSRR and is seeking to initiate redevelopment of this property (the “Property,” as shown on Exhibit A-1) in accordance with the uses outlined in this RFP.

1.6.1 Parcels 1, 2, and 3. For purposes of disposal with the Navy, the Property was divided into three parcels, as shown on Exhibit A-1. The LRA owns approximately 1,917 acres in Parcels 1 and 2 and approximately 1,014 acres in Parcel 3. The LRA leases from the Navy approximately 122 acres in Parcel 1 and approximately 356 acres in Parcel 3. The leased property will be conveyed to the LRA as the environmental remediation is completed, as described below. Now that the LRA controls all 3,400 acres, they are considered as the “Property” under this RFP, and references to Parcels 1, 2, and 3 are no longer significant, but are useful for purposes of reviewing due diligence materials.

1.6.2 Property History. NSRR, including the Property, was used as a military installation since its acquisition and development by the Navy in the 1940s until its closure on March 31, 2004.

1.6.2.1 Prior to acquisition by the Navy, the Navy environmental reports identify that NSRR was previously used for sugar cane cultivation and cattle grazing, with no significant industrial facilities or environmental concerns being identified with respect to activities conducted on the former NSRR prior to Navy ownership.

1.6.2.2 Pursuant to Section 8132 of the Department of Defense Appropriations Act for Fiscal Year 2004 (Public Act No. 108-87), the Navy was directed to close NSRR pursuant to the procedures and authorities contained in the Defense Base Closure and Realignment Act of 1990, as amended (title XXIX of Public Law No. 101-510, 10 U.S.C. § 2687 note) (the "Base Closure Act"). The Navy closed NSRR on March 31, 2004, and all industrial and commercial operations on the former NSRR with a significant potential for environmental contamination were ceased.

1.6.2.3 Since the 2004 closure, the Navy has transferred land at NSRR to the LRA for economic development purposes, the Puerto Rico Ports Authority for airport purposes, the Commonwealth's Department of Natural and Environmental Resources for conservation purposes, the Municipality of Ceiba for municipality purposes, and to a non-profit entity for use as a hospital.

1.6.2.4 The Navy still owns the portion of NSRR for which it is performing environmental remediation, and this property is being leased to the LRA pursuant to the LIFOC. In addition, there are other federal owners (the Army, Coast Guard, and Department of Homeland Security) of property at NSRR.

1.6.2.5 Since acquiring ownership of the Property, the LRA has leased certain portions of the Property to various interim users who are using the Property for television and movie productions, catamaran construction, marina, and office uses. Such leases were entered to enable immediate job creation and reuse of the Property, or to enable the LRA to receive in-kind consideration from others, while the LRA engaged in this procurement process. The leases are short-term and can be terminated or not renewed if the LRA determines that their use will impede the development contemplated by this RFP.

1.6.3 Environmental Remediation of Leased Property. The Navy is performing environmental remediation on the approximately 478 acres leased to the LRA pursuant to the LIFOC.

1.6.3.1 The Navy provided clean-up schedules, which were attached to the EDC Agreement, are attached as Exhibit F-1, and a map showing the locations of the solid waste management units ("SWMUs") is attached as Exhibit F-2. Such schedules also include the Navy's estimated cost to complete clean-up on each of the SWMUs. The EDC Agreement provides that at any time, the Navy and the LRA may enter into early transfer negotiations for the conveyance of any leased parcel or sub-parcel by means of a covenant deferral pursuant to Section 120(h)(3)(C) of the Comprehensive Environmental Response, Compensation and Liability Act ("CERCLA"). In such event, the LRA and Navy would negotiate a mutually acceptable environmental services cooperative agreement. The LRA would entertain requesting that the

Navy engage in such negotiations if the selected developer(s) identified a need for an early transfer and provided a plan for the environmental remediation of such property.

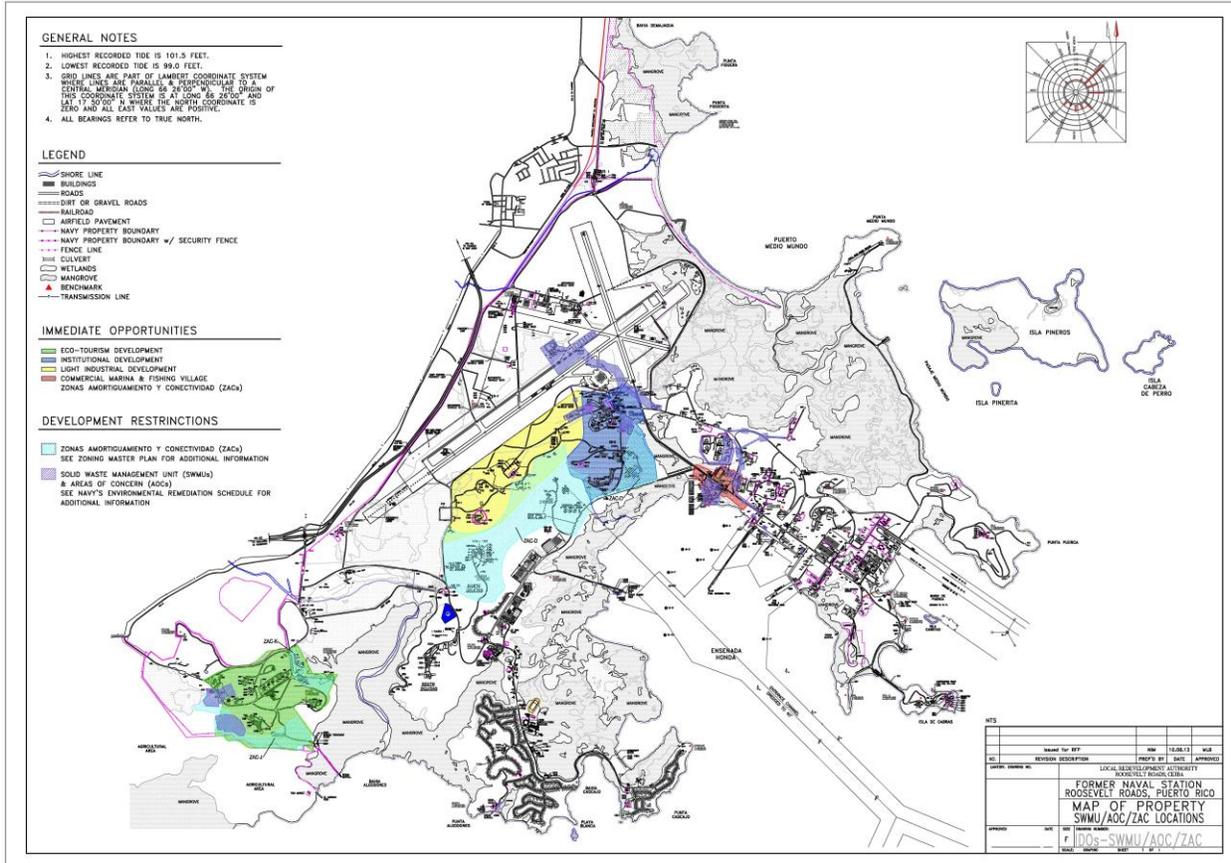
1.6.3.2 The Land Use Control (LUC) – Status Report provided by the Navy to the LRA is attached as Exhibit F-3.

1.6.3.3 Uses on the portions of the Property subject to the LIFOC may be limited, as set forth in the LIFOC, until such time as the environmental remediation is completed.

1.6.4 Surrounding Communities. The Property is adjoined by the communities of Ceiba and Naguabo. Nearby islands are Vieques and Culebra. It is important to the LRA that these communities are regularly briefed by the selected developer(s) and are involved in the redevelopment of the Property.

1.6.5 Infrastructure and Utilities. The LRA currently owns and operates all utilities at NSRR. The LRA is looking to transfer the electrical distribution system to the Puerto Rico Electric Power Authority (PREPA). The LRA is currently operating and maintaining the water treatment plant and is coordinating wastewater utility services at NSRR. The utility systems are in poor condition, and service currently is unreliable. The redevelopment project will require new infrastructure and utilities. Each selected developer will be responsible for providing utilities within their IDO and coordinating with the other developers, the LRA, and the utility companies on infrastructure and utility-related issues. Bidders should familiarize themselves with the Infrastructure Master Plan attached as Exhibit H-1 and the Infrastructure Guidelines attached as Exhibit H-2.

1.6.6 Zoning. Considering the ecological importance of the Conservation Areas belonging to the NSRR, the land use plan contemplates the presence of Buffer and Connectivity Zones (ZACs) through the creation of overlay zoning districts and special restrictions superimposed on the zoning districts. In essence, the ZACs impose certain requirements for conservation and sustainable construction for the developments to be carried out within these areas. Please see Exhibit G and see graphical depiction below.



1.6.7 **Buildings.** A map showing the location of and information regarding all buildings on the Property is attached as Exhibit A-2. An existing buildings assessment is attached as Exhibit D. Existing buildings will be included in any lease or conveyance for the IDO in an “as is, where is” condition.

1.7 **Bidder Registration Form.** Interested bidders must submit the Bidder Registration Form attached hereto as Exhibit B to the LRA by e-mail at [lradevelopment@lra.pr.gov](mailto:lradevelopment@lra.pr.gov) no later than Friday, November 1, 2013.

1.8 **Mandatory Pre-Submittal Meeting and Property Tour.** The LRA will host a mandatory pre-submittal meeting and Property tour on Tuesday, November 5, 2013 at 10:00 AM AST at Building 1205 at NSRR. Only those bidders who submitted the bidder registration form prior to Friday, November 1, 2013 may attend. During such visit, the LRA will provide an overview of this RFP, provide a tour of the Property, and answer any questions. Any handouts and written responses to questions (which are the only binding responses) will be posted on [www.lafr.com](http://www.lafr.com) in the RFP section following the meeting. This mandatory pre-submittal meeting and Property tour will be the only opportunity for respondents to view the Property prior to submission of Proposals.

1.9 Additional Information. All exhibits, additional information, and any questions/answers received on this RFP will be posted on the LRA's website at [www.lafr.com](http://www.lafr.com). Questions can be submitted via e-mail only to [lradevelopment@lra.pr.gov](mailto:lradevelopment@lra.pr.gov); no telephone inquiries will be accepted.

## 2. RFP Section: Immediate Development Opportunities

2.1 Public Policy Objectives. The LRA's objectives for the IDOs include the following:

2.1.1 Promote the redevelopment of these properties in an orderly fashion, seeking comfort, convenience, economic development and well-being in a sustainable environment with adequate access to a high level of service and employment opportunities.

2.1.2 Promote environmental conservation, smart use of land, energy, natural resources and public funds, and provide alternative mobility opportunities.

2.1.3 Promote pedestrian based environments with high quality public spaces and medium to high density development options.

2.1.4 Promote the following sustainable development objectives:

<ul style="list-style-type: none"><li>• Compact development</li><li>• Natural resources, wetland and native species habitat protection</li><li>• Mix use and mix income developments</li><li>• No exclusive, gated community developments</li><li>• Incorporate renewable energy sources to address at least 20% of the expected demand, per development</li></ul>	<ul style="list-style-type: none"><li>• 20% of the residential units will be dedicated to low income housing and will be located within a 400 meter radii of market based units</li><li>• Free and unobstructed access to shoreline will be guaranteed</li><li>• 400 meters is the maximum distance from a residential unit to a public space</li><li>• Only previously impacted zones will be available for development, with the exception of the industrial development area, unless a justifiable request is presented</li></ul>
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2.2 Description of IDOs. A description of each of the four (4) IDOs is included below. Please also be certain to review Exhibit F-2 and Exhibit F-3 to understand the SWMUs impacting IDO 1, IDO 2, and IDO 3.

2.2.1 IDO 1: The Eco-Tourism Project. Please see Exhibit A-3 for a map of IDO 1 and see graphical depiction below.



2.2.1.1 Description.

2.2.1.1.1 The Commonwealth recognizes the need for the development of moderate tourism in Puerto Rico and this use can be very well accommodated in a number of locations at the Base, capitalizing on beautiful views at the higher elevations, and accessibility to water oriented and ecotourism activities.

2.2.1.1.2 Roosevelt Roads is an ecologically significant site. Preservation of nearly 50% of its land area and an even greater percentage of its coastline will achieve a high degree of flora and fauna habitat sustainability.

2.2.1.1.3 This opportunity, together with other important efforts being supported regionally by public and private resources of the Conservation Trust of Puerto Rico's Las Cabezas de San Juan and its restored lighthouse, El Faro, which can be seen along the coastline to the north of Roosevelt Roads, as well as the conservation efforts on Vieques and Culebra should be harnessed at the Base. From seasonal habitat for migratory birds to primal habitat for a diminishing manatee population, proximity to well established ecotourism venues will help to preserve the natural beauty of the site and its unique coastline.

2.2.1.1.4 This hilltop site reached through a landscaped square makes a memorable spot to spend a day or two of work-related travel or a week or two of vacation. Compact development will capitalize on fantastic views of El Yunque, sweeping Conservation Areas and the water while creating a distinct campus.

2.2.1.1.5 Smaller, more affordable lots could share a generous public square for outdoor leisure activities. Secluded and free from through traffic, open spaces and sidewalks encourage leisure and neighborliness. The hilltop to the northeast provides another great lodging location in a compact, site-responsive configuration.

2.2.1.1.6 Topographical interest and high elevations in the Bundy area offer some of the most dramatic distant water views at the site. Bundy supports direct vehicular access to the neighboring community of Naguabo. Existing facilities are decentralized, with lodging facilities sited to capitalize on spectacular views to the south and west. See Exhibit A-2 and Exhibit D for existing building map and data within this IDO zone to determine reusability of existing buildings.

2.2.1.2 Total Area: 57.2 Acres (58.90 cuerdas)

2.2.1.3 Developable Area: 27.2 Acres (28 cuerdas)

2.2.1.4 Hotel Rooms: 272

2.2.1.5 Uses:

<ul style="list-style-type: none"><li>• Ecotourism lodging (25 room max)</li><li>• Small Cafés (3,000 sf max)</li><li>• Small Restaurants (5,000 sf max)</li><li>• Vacation Rental</li></ul>	<ul style="list-style-type: none"><li>• Pocket parking with landscaping</li><li>• Tourism related Services</li><li>• Other uses</li></ul>
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2.2.1.6 Height: 3 stories max.

2.2.1.7 Lot size: Minimum size three hundred (300) sq meters, minimum width fifteen (15) meters.

2.2.1.8 Design Guidelines: Please review the Design Guidelines for Eco-Tourism Projects attached as Exhibit I and follow the Design Guidelines presented below.

**USES**

Residential	Unlimited use	<b>R</b>
Hotel	Unlimited use	<b>H</b>
Office	Unlimited use	<b>O</b>
Commercial	Unlimited use	<b>C</b>

**BUILDING HEIGHT**

Main	3 stories maximum	<b>3</b>
Accessory	2 stories maximum	<b>2</b>
Occupation	50 % of maximum	<b>50</b>

**OCCUPATION**

Isolated	Allowed
Side yard	Allowed
Rear yard	Allowed
Patio house	Not Allowed

**SETBACK - MAIN BUILDING**

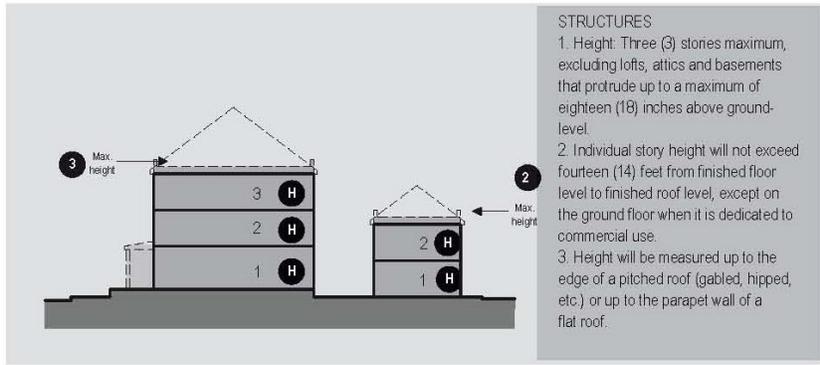
Front main (p)	6 feet minimum 18 feet maximum	<b>P</b>
Front secondary (s)	6 feet minimum 18 feet maximum	<b>S</b>
Side	3 feet minimum	<b>L</b>
Rear	3 feet minimum	<b>F</b>
Facade alignment	50% minimum alignment	<b>50</b>

**SETBACK - ACCESSORY BUILDING**

Front main (p)	24 feet maximum from the rear lot line	<b>P</b>
Front secondary (s)	6 feet minimum	<b>S</b>
Side	0 feet minimum	<b>L</b>
Rear	3 feet minimum	<b>F</b>

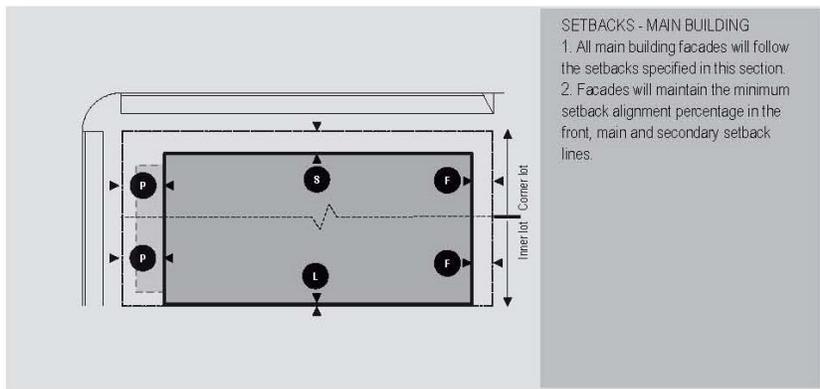
**PRIVATE FRONT**

Continuous Landscaping	Not Allowed
Balcony and Fence	Allowed
Terrace	Allowed
Front Patio	Allowed
Raised Entry	Allowed
Storefront and Awning	Allowed
Gallery	Not Allowed
Porch	Not Allowed



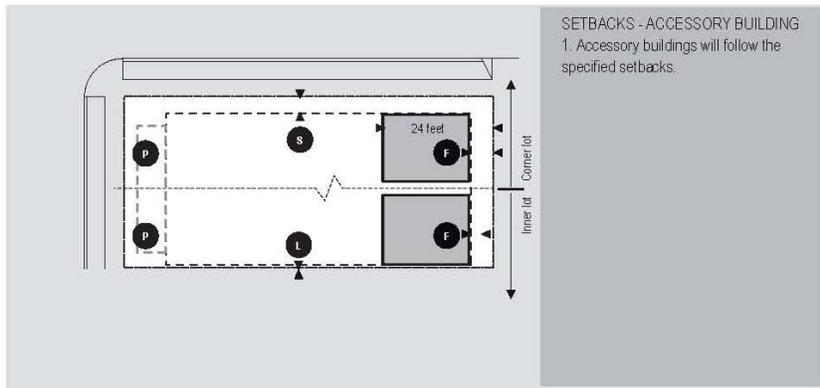
**STRUCTURES**

1. Height: Three (3) stories maximum, excluding lofts, attics and basements that protrude up to a maximum of eighteen (18) inches above ground-level.
2. Individual story height will not exceed fourteen (14) feet from finished floor level to finished roof level, except on the ground floor when it is dedicated to commercial use.
3. Height will be measured up to the edge of a pitched roof (gabled, hipped, etc.) or up to the parapet wall of a flat roof.



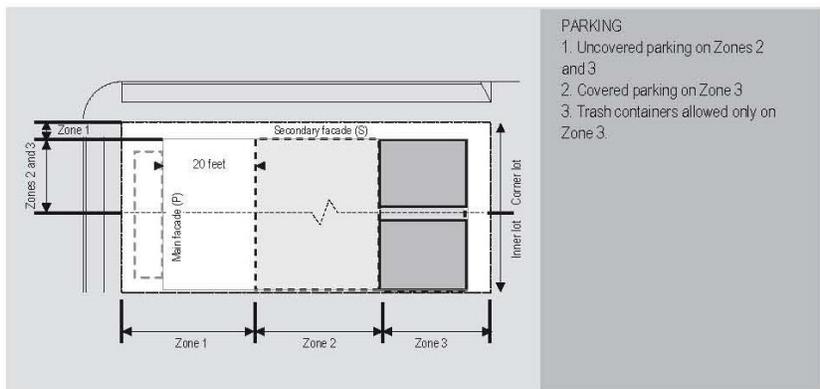
**SETBACKS - MAIN BUILDING**

1. All main building facades will follow the setbacks specified in this section.
2. Facades will maintain the minimum setback alignment percentage in the front, main and secondary setback lines.



**SETBACKS - ACCESSORY BUILDING**

1. Accessory buildings will follow the specified setbacks.



**PARKING**

1. Uncovered parking on Zones 2 and 3
2. Covered parking on Zone 3
3. Trash containers allowed only on Zone 3.

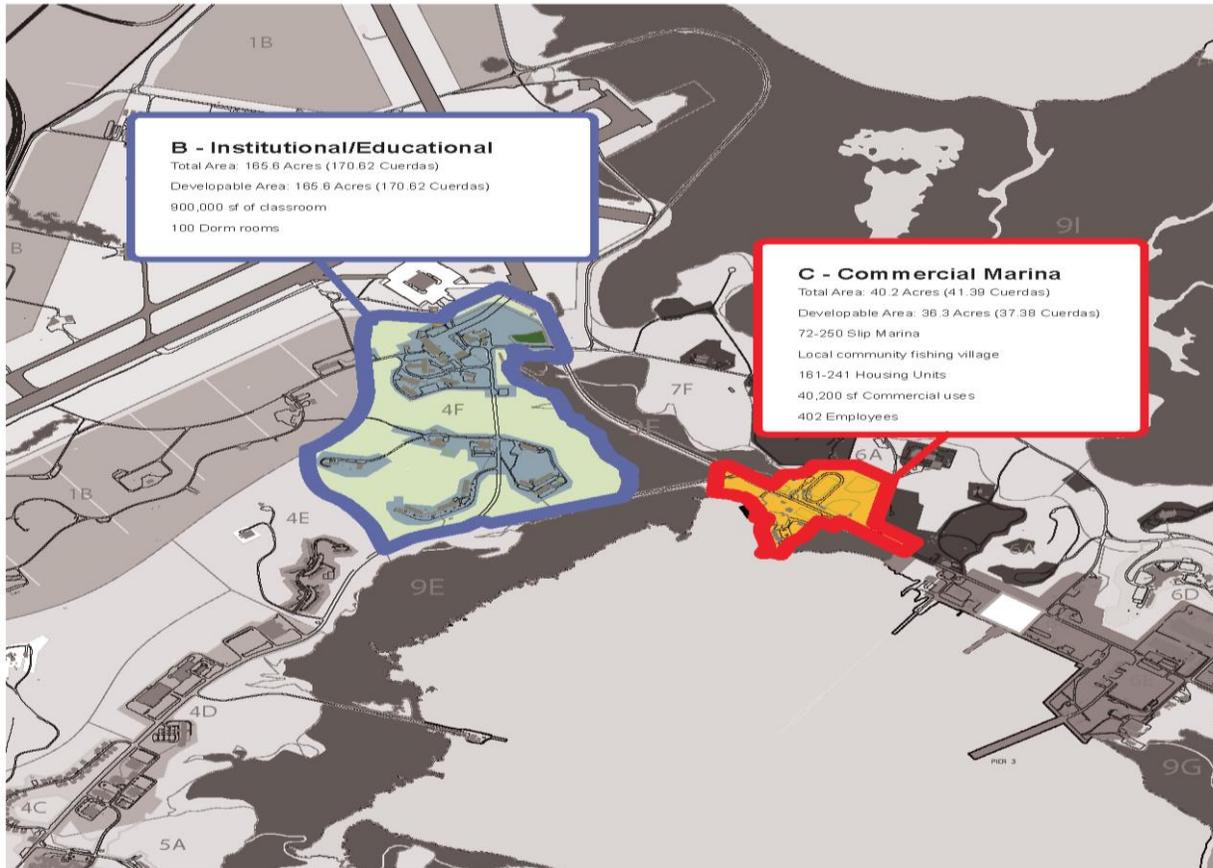
2.2.1.9 Development Restrictions: The ZAC imposes certain requirements for conservation and sustainable construction for the developments to be carried out within these areas. Located within the watershed of the Daguao River, IDO 1 lies adjacent to Conservation Areas that integrate humid subtropical forests and herbaceous wetlands, including a *Pterocarpus officinalis* forest stand, and are interconnected to more than 400 acres of mangrove forest at the Daguao's rivermouth. The ecological value of these Conservation Areas extend further towards coastal and marine ecosystems located at Algodones Bay, which include sea grass beds that range from Naguabo all the way to the island of Vieques and that serve as important feeding habitat for the island's endangered manatee population (*Trichechus manatus manatus*). Manatees also use the Daguao River as a source of freshwater and as a dormitory. The Zoning Master Plan for Roosevelt Roads includes two Buffer and Connectivity Zones (Zonas de Amortiguamiento y Conectividad - ZAC) adjacent to IDO 1, ZAC-J and ZAC-K. Please see Exhibit A-3. The overlay zoning districts of ZAC-J and ZAC-K aim to reduce the effects of erosion and sedimentation, limit the amount of land movement, and diminish the negative effects of light pollution. The filing of a Green Permit (Permiso Verde) through Puerto Rico's Oficina de Gerencia de Permisos (OGPe) is recommended for these two Buffer and Connectivity Zones. A Green Permit, as defined by OGPe's Joint Regulation for Construction and Land Use Permits (Reglamento Conjunto de Permisos de Obras de Construcción y Usos de Terrenos) aims to promote sustainable construction activities that take into consideration the special care needed within the Buffer and Connectivity Zones and their surrounding environmental and natural resources. In 1995, all of the former Roosevelt Roads Naval Station was designated as Critical Habitat for the yellow-shouldered blackbird (*Agelaius xanthomus*) by the US Fish and Wildlife Service (USFWS). In 2005, the US Navy conducted a Biological Assessment for the Disposal of the Roosevelt Roads Naval Station. Through this Biological Assessment special restrictions were established for each parcel through a document titled "Parcel Map for the Disposal of Naval Activity Puerto Rico" (September 2005). This Parcel Map establishes general requirements and conservation measures for the protection of endangered species at specific parcels within IDO 1 (Parcels 2 and 3). Please see Exhibit F-4 for details of these general requirements and conservation measures. The LRA highly recommends consulting with the USFWS, the Puerto Rico Department of Natural and Environmental Resources, and the Puerto Rico Conservation Trust during the IDO 1 permitting process to assure compliance with local and federal environmental laws and regulations, and to take advantage of private land conservation and management incentives (conservation easements, auxiliary forests, conservation-oriented developments, and best management practices, among others).

2.2.1.10 Environmental Issues: Please see Exhibit F-1, Exhibit F-2, Exhibit F-3 and Exhibit F-4 for detailed information related to environmental contamination and remediation sites, information and clean-up schedule by the Navy. As an overview, this IDO site has or had the following environmental Solid Waste Management Units ("SWMUs") and/or Areas of Concern ("AOC");

- SWMU 61 – Corrective Action Estimated Completion Qtr 3, FY 14
- SWMU 62 – Corrective Action Estimated Completion Qtr 3, FY 14

- SWMU 26 – Corrective Action Complete without controls
- SWMU 54 – Corrective Action Estimated Completion Qtr 4, FY 15
- AOC F – FOST/SOB (Finding of Suitability to Transfer) Qtr 3, FY 16
- SWMU 62, 54 and AOC F (520) are expected to have restrictions / controls for residential use. Does not affect tourism use.

2.2.2 IDO 2: Institutional/Educational Uses. Please see Exhibit A-4 for a map of IDO 2 and see graphical depiction below.



### 2.2.2.1 Description.

2.2.2.1.1 A number of universities have expressed their desire to expand water-oriented research and technical programs, for which Roosevelt Roads would be very well-suited. The Commonwealth of Puerto Rico sees the alliance between universities, science park research and technology development as very desirable to the expansion of Puerto Rico's economy. A university at the site would serve many purposes, particularly those that contribute to the development of a highly skilled and educated labor force for high technology, pharmaceutical and research enterprises. At Roosevelt Roads, there are existing academic, residential, and support buildings and facilities quite suitable for this use. A range of marine-oriented programs would capitalize on the availability of waterfront resources to support this educational effort.

2.2.2.1.2 University Campus: At the nexus between the airport, industrial, Downtown, and Commercial Marina. The Campus will advantageously draw on many aspects of its location in curriculum planning (including wetlands ecology, marine

biology, aviation and nautical engineering) as well as burgeoning industries, especially pharmaceutical and bioscience in Puerto Rico. The location is well connected to road, air and water transportation and convenient to housing, commercial, industrial and recreational uses.

2.2.2.1.3 At full build out, this 165.6-acre loosely-organized campus appropriate for reuse as a university will include nearly 900,000 sf of classroom, office, residential, support and recreational facilities clustered at the northern portion of the zone, just below the airport. See Exhibit A-2 and Exhibit D for existing building map and data within this IDO zone to determine reusability of existing buildings.

2.2.2.2 Total Area: 165.6 Acres (170.62 cuerdas)

2.2.2.3 Developable Area: 165.6 Acres (170.62 cuerdas) including 900,000 sf of classroom.

2.2.2.4 Dorm rooms: 100

2.2.2.5 Uses:

<ul style="list-style-type: none"><li>• Public and private educational facilities</li><li>• Research facilities</li></ul>	<ul style="list-style-type: none"><li>• Library</li><li>• Other related uses</li></ul>
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2.2.2.6 Other: The LRA will need to approve the building criteria and siting. Community integration is paramount for this development, therefore attention should be given to the location of athletic facilities, meeting rooms, assembly halls and any other facility that might serve the local communities' needs.

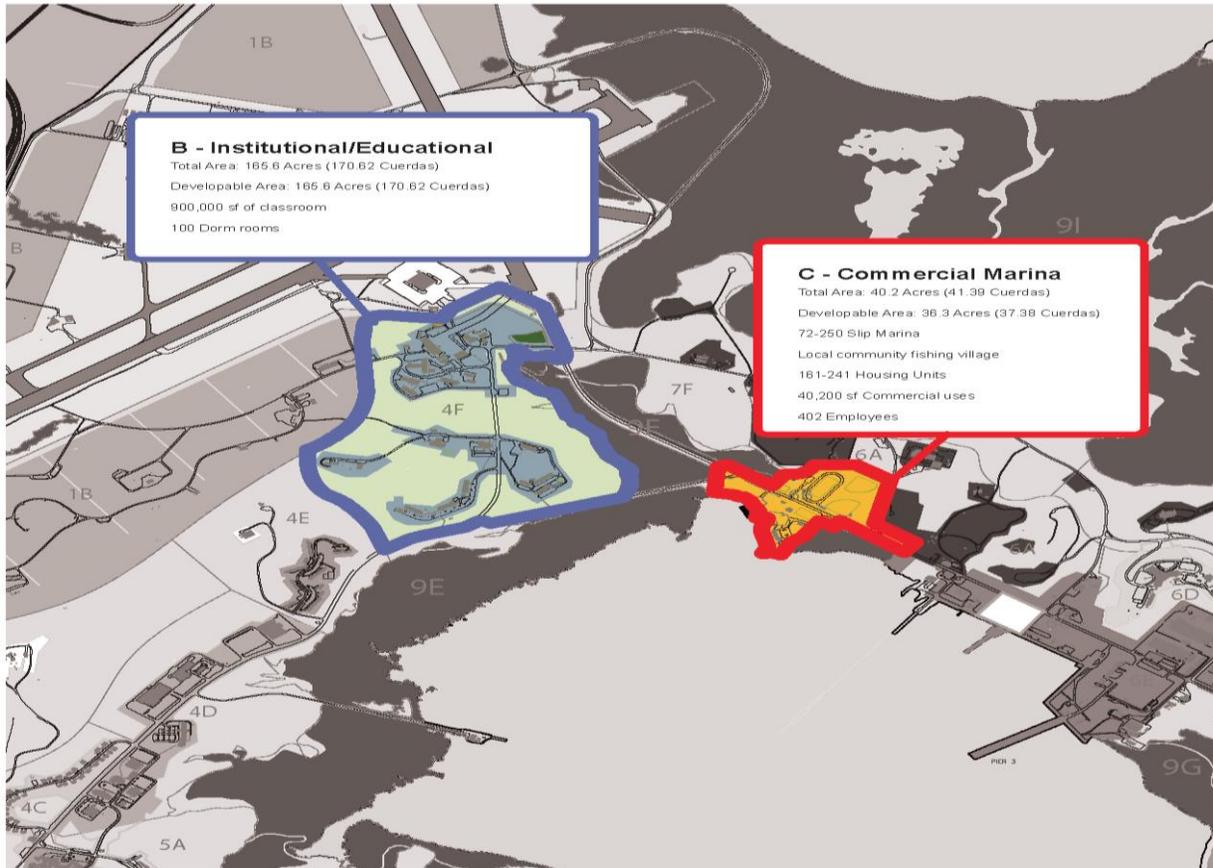
2.2.2.7 Development Restrictions: The ZAC imposes certain requirements for conservation and sustainable construction for the developments to be carried out within these areas. Within the hills of Las Delicias, which overlook Ensenada Honda bay, IDO 2 includes coastal dry forests in a secondary succession process, some which have been fragmented and impacted in the past. In the Conservation Areas located just east of IDO 2 there is a creek that drains into Ensenada Honda and its extensive mangrove forest. This creek has been impacted in the past by an oil spill from the airport. The ecological value of Ensenada Honda's Conservation Areas extends towards its marine ecosystems, which include sea grass beds that range from Ceiba all the way to the island of Vieques and that serve as important feeding habitat for the island's endangered manatee population (*Trichechus manatus manatus*). The Zoning Master Plan for Roosevelt Roads includes one Buffer and Connectivity Zone (Zona de Amortiguamiento y Conectividad - ZAC) adjacent to IDO 2, ZAC-D (Please see [Exhibit A-4](#)). The overlay zoning district of ZAC-D aims to reduce the effects of erosion and sedimentation, limit the amount of land movement, promote appropriate site development, and diminish the negative effects of light pollution. In 1995, all of the former Roosevelt Roads Naval Station was designated as Critical Habitat for the yellow-shouldered blackbird (*Agelaius xanthomus*) by the US Fish and Wildlife Service (USFWS). In 2005, the US Navy conducted a Biological Assessment

for the Disposal of the Roosevelt Roads Naval Station. Through this Biological Assessment special restrictions were established for each parcel through a document titled “Parcel Map for the Disposal of Naval Activity Puerto Rico” (September 2005). This Parcel Map establishes general requirements and conservation measures for the protection of endangered species at specific parcels within IDO 2 (Parcel 29). Please see Exhibit F-4 for details of these general requirements and conservation measures. The LRA highly recommends consulting with the USFWS, the Puerto Rico Department of Natural and Environmental Resources, and the Puerto Rico Conservation Trust during the IDO 2 permitting process to assure compliance with local and federal environmental laws and regulations, and to take advantage of private land conservation and management incentives (conservation easements, auxiliary forests, conservation-oriented developments, and best management practices, among others).

2.2.2.8 Environmental Issues: Please see Exhibit F-1, Exhibit F-2, Exhibit F-3 and Exhibit F-4 for detailed information related to environmental contamination and remediation sites, information and clean-up schedule by the Navy. As an overview, this IDO site has or had the following environmental Solid Waste Management Units (“SWMUs”) and/or Areas of Concern (“AOC”);

- SWMU 66 – Corrective Action Complete without controls
- SWMU 67 – Corrective Action Estimated Completion Qtr 1, FY 15
- SWMU 72 – Corrective Action Complete without controls

2.2.3 IDO 3: Commercial Marina. Please see Exhibit A-4 for a map of IDO 3 and see graphical depiction below.



2.2.3.1 Description:

2.2.3.1.1 There is a 72-slip marina on Base that was constructed in the mid-1990s. Each ship service box provides potable water and 110 V power. Conduit has been placed for cable television but cables were never installed. The average depth of the seawall is approximately 6 to 8 feet. The facility is generally in good condition as it is relatively new. The LRA has signed a lease with the Department of Natural and Environmental Resources (“DNER”) for Building 2334 and Building 467, with slips and dock area, through July 30, 2017. DNER currently has some of these facilities within lease subleased to others. DNER should remain on-site and fully operational, unless an alternate suitable site is provided and approved before the lease end date. The DNER will need access to the boat ramp. This IDO includes development of a private marina, as well as public spaces that include a local community fishing village and a public access ramp. Private marina can use public access ramp or construct a private ramp. Community participation in the procurement process to build the facilities and operate concessions shall be guaranteed.

2.2.3.1.2 Commercial Marina: The main road will bend behind this zone, clustering athletic fields or other outdoor recreational facilities, with the marina, and waterfront activities, thus creating a sea-to-land recreational area. As the transition from Conservation Area to the Harbor front District, it is important that development be attractive and well-maintained. The proposed land uses for this zone anticipate a transition to water oriented commercial uses. These will be triggered by infrastructure improvements to expand the existing marina with additional boat slips and small-scale supporting retail and to create an adjacent highly accessible recreational open space. See Exhibit A-2 and Exhibit D for existing building map and data within this IDO zone to determine reusability of existing buildings.

2.2.3.2 Total Area: 40.2 Acres (41.39 cuerdas)

2.2.3.3 Developable Area: 36.3 Acres (37.38 cuerdas)

2.2.3.4 Marina Slips: 72 slips, with the possibility of expanding to 250 slips. This expansion will require compliance with the US Army Corps of Engineers Joint Permit Process as well as with other local and federal environmental regulations, including the Puerto Rico Department of Natural and Environmental Resources maritime-terrestrial zone concession.

2.2.3.5 Public Access Ramp: The current ramp shall be available for public use and the area northwest of the ramp shall be dedicated for public parking for approximately 25 car-trailers (covering an approximate area of 1 or 2 acres).

2.2.3.6 Local Community Fishing Village: The developer of this IDO must provide an area for a local community fishing village, recommended to be located northwest of the marina slip area. The fishing village shall occupy approximately 2 acres. Fishermen will be able to use the public ramp for water access. In addition, a dock for loading and unloading shall be provided just south of the fishing village.

2.2.3.7 Housing Units: 161-241

2.2.3.8 Commercial Area: 40,200 sf

2.2.3.9 First Floor Uses:

<ul style="list-style-type: none"> <li>• Multi-family dwellings</li> <li>• Apartment buildings</li> <li>• University dorms</li> <li>• Home office</li> <li>• Work living unit</li> <li>• Boutique hotel (25 rooms)</li> <li>• Office</li> <li>• Marina</li> </ul>	<ul style="list-style-type: none"> <li>• Commercial use 5,000 sf max.</li> <li>• Restaurant 5,000 sf max.</li> <li>• Retail use 5,000 sf max.</li> <li>• Open air market</li> <li>• Meeting rooms</li> <li>• Recreational facilities</li> <li>• Institutional uses</li> </ul>
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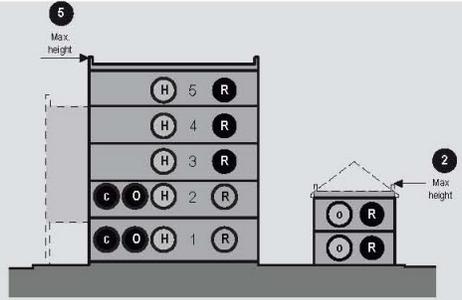
2.2.3.10 Uses for Floors Above the First (2-5 max stories):

<ul style="list-style-type: none"><li>• Multi-family dwellings</li><li>• University dorms</li><li>• Home office</li></ul>	<ul style="list-style-type: none"><li>• Boutique hotel (25 rooms)</li></ul>
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2.2.3.11 Design Guidelines: Please review the Design Guidelines for the Commercial Marina presented below.

**BUILDINGS**

1. Height: Five (5) stories maximum and two (2) minimum, excluding lofts, attics and basements that protrude up to a maximum of eighteen (18) inches above ground-level.
2. Individual story height will not exceed fourteen (14) feet from finished floor level to finished roof level, except on the ground floor when it is dedicated to commercial use.
3. Height will be measured up to the edge of a pitched roof (gabled, hipped, etc.) or up to the parapet wall of a flat roof.

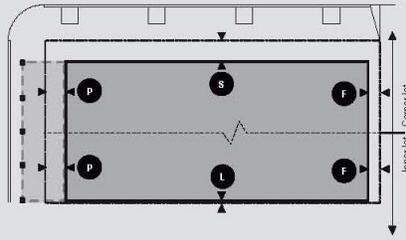


**SETBACK - MAIN BUILDING**

1. All main building facades will follow the setbacks specified in this section.
2. Facades will maintain the minimum setback alignment percentage in the front, main and secondary setback lines.

**LOT AREA**

1. 5,000 square feet minimum, 20,000 square feet maximum.
2. When access is provided through a service alley, the minimum area will be 1,400 square feet and the maximum 20,000 square feet.

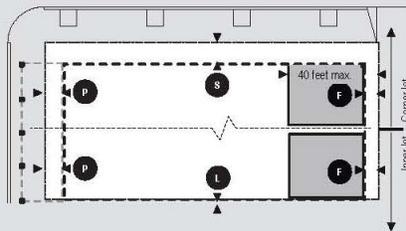


**SETBACK - ACCESSORY BUILDING**

1. Accessory buildings will follow the specified setbacks.

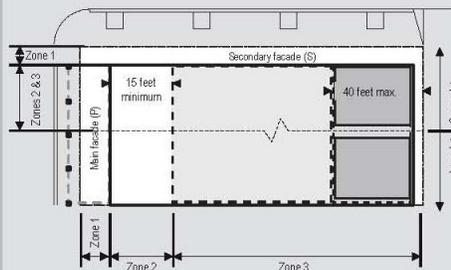
**OPEN SPACES AND GREEN AREAS**

1. Total building footprint will not exceed 50% of the total lot area.
2. All developments will provide a green area equivalent to 15% of the total lot area. A permeable material surface will be placed on this area. Parking is not allowed in this area.



**PARKING**

1. Uncovered parking on Zones 2 and 3.
2. Covered parking on Zone 3.
3. Trash containers allowed only on Zone 3.



**USES**

Residential	Unlimited use	R
Hotel	Restricted use	H
Office	Unlimited use	O
Commercial	Unlimited use	C

**BUILDING HEIGHTS**

Main	5 stories maximum 2 stories minimum	5
Accessory	2 stories maximum	2
Occupancy	50 % maximum	50

**OCCUPANCY**

Isolated	Allowed
Side yard	Allowed
Rear yard	Allowed
Patio home	Not Allowed

**SETBACKS - MAIN BUILDING**

Front main (P)	0 feet minimum 12 feet maximum	P
Front secondary (S)	0 feet minimum 12 feet maximum	S
Side (L)	0 feet minimum 24 feet maximum	L
Rear (F)	3 feet minimum *	F
Facade alignment	60% minimum alignment	60

**SETBACK - ACCESSORY BUILDING**

Front main (P)	40 feet maximum from the rear lot line	P
Front secondary (S)	40 feet maximum from the rear lot line	S
Side (L)	0 feet minimum	L
Rear (F)	3 feet minimum *	F

**PRIVATE FRONT**

Continuous Landscape	Not Allowed
Balcony and Fence	Not Allowed
Terrace	Not Allowed
Front Patio	Not Allowed
Raised Entry	Not Allowed
Storefront and Awning	Not Allowed
Gallery	Resolution required
Porch	Resolution required

\* if adjoining a M1 District, the 3 feet setback can be kept for the first 3 stories, from the 4th story up the setback will be 23 feet.

2.2.3.12 Development Restrictions: The ZAC imposes certain requirements for conservation and sustainable construction for the developments to be carried out within these areas. Located adjacent to Ensenada Honda's Conservation Areas with extensive mangrove coverage, IDO 3 is an area that has been used for more than 20 years as a recreational marina. Conservation measures in this area should take into account that Ensenada Honda's marine ecosystems include sea grass beds that range from Ceiba all the way to the island of Vieques and that serve as important feeding habitat for the island's endangered manatee population (*Trichechus manatus manatus*). Future navigational uses should aim to educate the nautical users of the importance of respecting speed limits and no wake zones within manatee habitats. In addition, the sandy beaches just southwest of the marina have been documented as sea turtle nesting grounds. As such, measures to control and manage light pollution should be undertaken, as well as other conservation strategies. In 1995, all of the former Roosevelt Roads Naval Station was designated as Critical Habitat for the yellow-shouldered blackbird (*Agelaius xanthomus*) by the US Fish and Wildlife Service (USFWS). In 2005, the US Navy conducted a Biological Assessment for the Disposal of the Roosevelt Roads Naval Station. Through this Biological Assessment special restrictions were established for each parcel through a document titled "Parcel Map for the Disposal of Naval Activity Puerto Rico" (September 2005). This Parcel Map establishes general requirements and conservation measures for the protection of endangered species at specific parcels within IDO 3 (Parcel 42). Please see Exhibit F-4 for details of these general requirements and conservation measures. The LRA highly recommends consulting with the USFWS, the Puerto Rico Department of Natural and Environmental Resources, and the Puerto Rico Conservation Trust during the IDO 3 permitting process to assure compliance with local and federal environmental laws and regulations, and to take advantage of private land conservation and management incentives (conservation easements, auxiliary forests, conservation-oriented developments, and best management practices, among others).

2.2.3.13 Environmental Issues: Please see Exhibit F-1, Exhibit F-2, Exhibit F-3 and Exhibit F-4 for detailed information related to environmental contamination and remediation sites, information and clean-up schedule by the Navy. As an overview, this IDO site has or had the following environmental Solid Waste Management Units ("SWMUs") and/or Areas of Concern ("AOC");

- SWMU 60 – Corrective Action Estimated Completion Qtr 1, FY 15 (expected to have restriction on residential use related to soil and groundwater)
- SWMU 74 – Corrective Action Estimated Completion Qtr 4, FY 14

2.2.4 IDO 4: Light Industrial Uses. Please see [Exhibit A-5](#) for a map of IDO 4 and see graphical depiction below.



2.2.4.1 Description:

2.2.4.1.1 Nestled into a valley surrounded by the foothills of the coastal mountains to the north and the Delicias Hills to the south, this zone is characterized by consistent topography, and dense perimeter vegetation which effectively conceals its visibility from the surrounding community. This area is adjacent to an airport containing an 11,000 foot long runway, a shorter secondary runway, and a helipad (which are owned by the Puerto Rico Ports Authority and not subject to this RFP).

2.2.4.1.2 Light Industrial: Serviced by multi-modal transportation, these large parcels will be ideal for high value, international manufacturing, assembly, warehousing and distribution uses. This area is envisioned to have generous

landscaped roads with signature addresses to each site, including the airport terminal boulevard, the boulevard parallel to the highway, and the southern boulevard, visually screened from the airport with well-designed landscaping. See [Exhibit A-2](#) and [Exhibit D](#) for existing building map and data within this IDO zone to determine reusability of existing buildings.

2.2.4.2 Total Area: 289.73 Acres (298.31 cuerdas)

2.2.4.3 Developable Area: 2,320,798 sf Light Industrial uses and Research and Development Facilities.

2.2.4.4 Uses:

<ul style="list-style-type: none"> <li>• Light manufacturing, assembly, warehousing and/or distribution</li> <li>• Clinical, dental and analytical laboratories</li> </ul>	<ul style="list-style-type: none"> <li>• Offices</li> <li>• Solar farms</li> <li>• Other uses</li> </ul>
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2.2.4.1 Height: Max building height ten (10) meters.

2.2.4.2 Lot Size: Minimum lot size eight thousand (8,000) sq meters & minimum lot width (40) meters.

2.2.4.3 Lot Coverage: Fifty percent (50%) maximum lot coverage.

2.2.4.4 Gross Area: Fifty six point five percent (56.5%) of lot area.

2.2.4.5 Development Restrictions: The ZAC imposes certain requirements for conservation and sustainable construction for the developments to be carried out within these areas. IDO 4 includes coastal dry forests in a secondary succession process on the lower northwestern range of Las Delicias Hills, some which have been fragmented and impacted in the past. Located within the watershed of the Daguao River, IDO 4 is adjacent to Conservation Areas that include herbaceous wetlands and are interconnected to more than 400 acres of mangrove forest at the Daguao’s rivermouth. The ecological value of these Conservation Areas extend further towards coastal and marine ecosystems located at Algodones Bay, which include sea grass beds that range from Naguabo all the way to the island of Vieques and that serve as important feeding habitat for the island’s endangered manatee population (*Trichechus manatus manatus*). Manatees also use the Daguao River as a source of freshwater and as a dormitory. The Zoning Master Plan ([Exhibit G](#)) for Roosevelt Roads includes one Buffer and Connectivity Zone (Zona de Amortiguamiento y Conectividad - ZAC) adjacent to IDO 4, ZAC-D. Please see [Exhibit A-5](#). The overlay zoning district of ZAC-D aims to reduce the effects of erosion and sedimentation, limit the amount of land movement, promote appropriate site development, and diminish the negative effects of light pollution. In 1995, all of the former Roosevelt Roads Naval Station was designated as Critical Habitat for the yellow-shouldered blackbird (*Agelaius xanthomus*) by the US Fish and Wildlife Service (USFWS). In 2005, the US Navy conducted a

Biological Assessment for the Disposal of the Roosevelt Roads Naval Station. Through this Biological Assessment special restrictions were established for each parcel through a document titled “Parcel Map for the Disposal of Naval Activity Puerto Rico” (September 2005). This Parcel Map establishes general requirements and conservation measures for the protection of endangered species at specific parcels within IDO 4 (Parcel 27). Please see Exhibit F-4 for details of these general requirements and conservation measures. The LRA highly recommends consulting with the USFWS, the Puerto Rico Department of Natural and Environmental Resources, and the Puerto Rico Conservation Trust during the IDO 4 permitting process to assure compliance with local and federal environmental laws and regulations, and to take advantage of private land conservation and management incentives (conservation easements, auxiliary forests, conservation-oriented developments, and best management practices, among others).

2.2.4.6 Environmental Issues: Please see Exhibit F-1, Exhibit F-2, Exhibit F-3 and Exhibit F-4 for detailed information related to environmental contamination and remediation sites, information and clean-up schedule by the Navy. As an overview, this IDO site has or had the following environmental Solid Waste Management Units (“SWMUs”) and/or Areas of Concern (“AOC”);

- SWMU 65 – Corrective Action Complete without controls
- SWMU 66 – Corrective Action Complete without controls

## 2.3 Requirements for IDOs.

2.3.1 Separate Proposals. A separate Proposal is required for each IDO.

2.3.2 Cover Transmittal Letter. Respondents should submit a signed cover letter which acknowledges that the IDO Respondent has received, examined, and is familiar with the RFP, including all exhibits. The cover letter must identify which IDO the respondent is proposing to develop and should provide an executive summary of the Proposal. The cover letter should be signed by a person that has full authority to bind the respondent to the Proposal and to all terms and conditions of the RFP (if multiple team members are included in the Proposal, an authorized representative from each team member may sign the same cover letter or submit separate cover letters containing these representations).

2.3.3 Presentation of Qualifications. Each Proposal should address the following items, in the order listed below:

2.3.3.1 Part 1: Qualifications and Past Performance. Information should be provided that will enable the LRA to evaluate the IDO Respondent's qualifications and past performance. At a minimum, the following items should be addressed in this section of the Proposal and apply to both the primary IDO Respondent and any identified team members:

2.3.3.1.1 A description of the IDO Respondent's organizational history and background.

2.3.3.1.2 A description of the role to be played and qualifications of key personnel and any team members. In an appendix, attach biographies of key personnel and an organizational chart if more than one entity is involved in the Proposal.

2.3.3.1.3 A summary of the IDO Respondent's experience in managing large, complex projects of a similar nature to the IDO. To the extent possible, the narrative should specifically describe how the IDO Respondent's experience demonstrates that it has the skills and experience necessary to develop the IDO.

2.3.3.1.4 For each team member, identify up to three examples of projects completed within the last ten (10) years that demonstrate relevant experience. In particular, any projects that were public-private partnerships, located on former military bases or federally owned properties, that entailed redevelopment of a similar scale/nature as the IDO for which the respondent is proposing to develop, or required the respondent to finance, design, construct, operate and maintain the project should be described. For each example provided, identify (i) the role the team member played in the project, (ii) the period of performance, and (iii) contact information for the client's contracting officer or similar supervising party for the project.

2.3.3.2 Part 2: Financial Offer and Capability. Information should be provided that will enable the LRA to evaluate the IDO Respondent's financial offer and ability and

willingness to finance the IDO. At a minimum, the following items should be addressed in this section of the Proposal:

2.3.3.2.1 The IDO Respondent's financial offer to compensate the LRA for the long-term lease or conveyance of the land for the IDO;

2.3.3.2.2 A preliminary description of project economics and financing, including the following: (a) a narrative statement explaining the economic feasibility of the proposed development; (b) total development costs, including hard and soft costs and fees; (c) financing, including anticipated debt and equity amounts, sources and costs; (d) ownership structure including percentage of ownership by principal members; and (e) economics of sharing arrangements between principal members or investors including identification of sources of return to the owners and investors.

2.3.3.2.3 A description (and attach in an appendix supporting documentation) that demonstrates the IDO Respondent's strategy for financing the project, including anticipated financing terms and costs, discussion of the risks and benefits of the financing structure, and why this strategy is the most advantageous for the LRA. Proposals should address timing for execution of financing, including whether the IDO Respondent currently has the financial capacity to undertake the first phase of development.

2.3.3.2.4 In an appendix, attach a 10-year financial pro forma (using Microsoft Excel software with fully functional cell formulae and internal linkage in place) depicting the projected cash flow, key assumptions, and sources and uses of funds for the proposed IDO.

2.3.3.2.5 Identify any proposed equity commitment to the project and the timing of disbursement of that commitment, including letters of commitment from each equity investor for its Proposal, stating the full terms and conditions under which such amounts will be provided to the Project and with a schedule of disbursement consistent with the IDO Respondent's requirement for construction and permanent financing.

2.3.3.2.6 Identify up to three (3) examples of projects completed within the last ten (10) years that demonstrate the IDO Respondent's ability to secure financing to implement projects of similar size and scope. For each example, identify (i) the size and scope of the project, (ii) the role the IDO Respondent played in the project, (iii) the period of performance, and (iv) the contact information for the client's contracting officer or similar supervising party for the project. Also identify any "failed" projects within the last 10 years.

2.3.3.2.7 In an appendix, attach the IDO Respondent's audited financial statements from the previous three (3) years showing the IDO Respondent's net worth and current financial status, including all statements of changes in financial position and identifying any projects with negative cash flows, amount of the IDO Respondent's non-recourse debt, and any non-performing loans. In the event funds are to be borrowed to finance any

portion of the total investment made by the IDO Respondent, include a letter of intent from a bank or other lending institution.

2.3.3.2.8 Provide the contact information for up to three banking/investment references that have provided the IDO Respondent with financing of a magnitude similar to what is required for the IDO.

2.3.3.3 Part 3: Development Plan. IDO Respondents should provide information that will enable the LRA to evaluate the IDO Respondent's ability to timely and competently complete the IDO. At a minimum, the following items should be addressed in this section of the Proposal:

2.3.3.3.1 Provide a summary of how the IDO Respondent will develop the IDO in accordance with the LRA's goals, concepts, and objectives for the IDO as outlined herein.

2.3.3.3.2 Provide a realistic timeline for the development. Timing for phases and any milestones that must be satisfied before beginning a phase should be addressed.

2.3.3.3.3 Provide a narrative description and renderings of your development concept for the IDO. Such description should identify the permitted uses on the premises, whether any existing buildings will be renovated or removed as part of the construction, and the estimated amount of square footage dedicated to each use within the IDO.

2.3.3.3.4 Identify how utilities will be provided within the IDO.

2.3.3.4 Part 4: Job Creation. The LRA's goal for the redevelopment of the Property is sustainable job creation and economic impact. In this section of the Proposal, identify the type and approximate number of jobs that would be created through your redevelopment efforts under this IDO. Please specify estimated number of direct, indirect and induced jobs to be created during construction and during operation. A timeline should be included indicating when such jobs would begin and, if applicable, end.

2.3.3.5 Part 5: Community Relations. The maintenance of good community relations is important to the LRA. In this section of the Proposal, identify how good relations with all involved parties (including the LRA, the Commonwealth, the Navy, and the communities surrounding the Property) will be maintained throughout the duration of the project. IDO Respondents should identify local market knowledge and a community relations strategy applicable to the NSRR region. Examples from previous community relations experiences should be included.

2.4 Deadline for Proposals. All Proposals must be received by the LRA prior to 3:00 PM AST on Friday, December 20, 2013. All Proposals must contain one (1) signed original, seven

(7) copies, and one (1) electronic copy on CD-ROM. The materials shall be submitted in sealed packages and addressed to: Malu Blázquez, Executive Director, Local Redevelopment Authority for Naval Station Roosevelt Roads, Puerto Rico Land Administration Building, #171 Chardón Ave., 3<sup>rd</sup> Floor, San Juan, PR 00918-0903. The sealed package should be labeled with the respondent's name, address, and contact person, and will be time-stamped upon receipt. Electronic, telegraphic and facsimile offers and modifications will not be considered without express prior written authorization. Any Proposal received after the time and date specified above may be rejected and may be returned to the sender unopened.

2.5 Page Limitations. While there is no page limitation for the Proposals, IDO Respondents are *strongly* encouraged to be concise in their responses.

2.6 Evaluation Factors. IDO Respondents will be evaluated based upon the evaluation factors listed below. The evaluation factors are listed in descending order of importance with the first having the most weight and with each of the following evaluation factors having equal or lesser weight than the one preceding it.

<b>Factor 1</b>	Qualifications and Past Performance
<b>Factor 2</b>	Financial Offer and Capability
<b>Factor 3</b>	Development Plan
<b>Factor 4</b>	Job Creation
<b>Factor 5</b>	Community Relations

2.7 Oral Presentations. The LRA, at its sole discretion, may require all or a short-listed group of the IDO Respondents to participate in oral presentations to the LRA, community groups, or any other parties. Details regarding the date, format, and other logistics for oral presentations will be provided to IDO Respondents at a later date.

2.8 IDO Developer(s) Selection Process. A simplified process has been established by the LRA for selecting the developer(s) for the IDOs.

2.8.1 Phase 1 involves this RFP. The intent of this phase is to identify candidates who have the proven capacity, track record, and interest to timely develop the IDO. Detailed information regarding the development plan and financial capability of the IDO Respondents is asked up-front so that these IDOs can be awarded and development can begin as quickly as practicable. The LRA may also ask follow-up questions and request interviews.

2.8.2 Phase 2 will commence with the announcement of one selected developer for each IDO. During Phase 2, the LRA will negotiate the terms and conditions for the redevelopment of each of the IDOs with the selected developer(s). Phase 2 will culminate in the execution of long-term leases or deeds, as determined by the LRA, and development agreements.

2.9 IDO Developer(s) Selection Timeline. The LRA's expected timeline for selection of the IDO developer(s) is set forth in the tables below. Please note that the activities and timetable are only a guide and are subject to change at the LRA's sole discretion and without prior notice.

<b>Phase 1 for Any Interested IDO Respondents</b>	
• Issuance of the RFP	October 11, 2013
• Deadline for Submission of Bidder Registration Form	November 1, 2013
• Mandatory Pre-Submittal Meeting and Property Tour	November 5, 2013 at 10:00 AM AST
• Deadline for Questions on the RFP	December 2, 2013
• Deadline for Posted Responses to Questions – to be posted in RFP Section of <a href="http://www.lafrr.com">www.lafrr.com</a>	December 9, 2013
• Proposal Deadline	December 20, 2013 at 3:00 PM AST
• LRA Issues Questions to IDO Respondents	On or about January 10, 2014
• IDO Respondents Respond to LRA Questions	On or about January 20, 2014
• Announcement of Short-listed IDO Respondents and Invitation for Interviews	On or about January 27, 2014
• Interviews with Short-listed IDO Respondents	On or about February 4, 5, and 6, 2014
<b>Phase 2 for Selected IDO Developer(s)</b>	
• Announce Selected IDO Developer(s) and Commence Negotiations with the Selected Developer(s)	On or about February 14, 2014
• Execute Development Agreements, Leases and/or Deeds	On or about April 2014

### **3. Miscellaneous Terms and Conditions Applicable to All Respondents**

3.1 Legal Requirements. Respondents are responsible for complying with all legal requirements set forth in Exhibit C.

3.2 Questions and Information. Any questions, requests for clarification, and general information requests must be sent by e-mail to the LRA at [lradevelopment@lra.pr.gov](mailto:lradevelopment@lra.pr.gov) in accordance with the deadlines set forth above; no telephone inquiries will be accepted. The LRA will provide all prospective respondents with copies of any questions it receives and any answers, clarifications and/or information it provides in response thereto. Such information will be posted in the RFP Section of [www.lafrr.com](http://www.lafrr.com) on a rolling basis. Only written responses posted on the website will be considered binding.

3.3 Reference Documents. To assist respondents in preparing to respond to this RFP, the LRA has created a website at [www.lafrr.com](http://www.lafrr.com). The website contains all exhibits and other documents which will be of assistance in the development of the Submissions.

3.4 Amendments to this RFP. This RFP may be amended by formal amendment, document, letter, or facsimile. If this RFP is amended, then all terms and conditions that are not amended remain unchanged. Any amendments will be posted on [www.lafrr.com](http://www.lafrr.com) in the RFP Section.

3.5 Authorizations by Submission of a Proposal. Any and all information provided by a respondent and its team members may be used by the LRA to conduct credit and background checks. The respondent agrees to execute any additional documentation requested by the LRA to evidence this consent. At its discretion, LRA staff may contact references and industry sources, investigate previous projects and current commitments, interview some or all of the proposed development team members, and take any other information into account in its evaluation of the responses. The LRA reserves the right to request clarifications or additional information and to request that respondents make presentations to the LRA, community groups, or others.

3.6 Teaming Arrangements and Special Purpose Entities. Multiple respondents may form a joint venture for the purpose of submitting a Submission in response to this RFP. A special purpose entity may be created for the purpose of submitting a Submission. The LRA may require that financial and performance guarantees be provided by these and other respondents as well as team members. (Note: the LRA will not be involved in facilitating partnering or teaming arrangements.) When a joint venture will be utilized, please present information for both entities and include with your Submission a copy of the legal documentation establishing the joint venture.

3.7 Hold Harmless. By participating in this RFP process, each respondent agrees to indemnify and hold harmless the LRA and its officers, employees, contractors and advisors from and against any and all real estate and other brokerage fees or commissions, finder's fees, and

any other forms of compensation related in any way to activities undertaken by any person as a result of such person's efforts towards and/or participation in this RFP process or the submission by such person of a proposal, and liabilities, losses, costs, and expenses (including reasonable attorney's fees and expenses) incurred by any indemnified party as a result of, or in connection with, any claim asserted or arising as a result of, or in connection with, this RFP process. This includes any and all activities related to the LRA's exclusive negotiations with the selected developer(s).

3.8 Public Information. All information submitted in response to this RFP becomes property of the LRA. The documents and other records submitted to the LRA are part of the public record and subject to public disclosure; accordingly, information submitted should be expected to be subject to public availability. Therefore, any response submitted which contains confidential information must be conspicuously marked on the outside as containing confidential information, and each page upon which confidential information appears must be conspicuously marked as containing confidential information.

3.9 Organizational Conflicts of Interest. Each respondent should clearly identify in its Submission any person or entity that has assisted the respondent to prepare its Submission that has advised, or is currently advising, the LRA on any aspect of the redevelopment at NSRR.

3.10 Other Terms and Conditions. Law No. 508 and its regulations, as well as all applicable Puerto Rico and Federal laws and regulations, will govern this RFP and all agreements entered into in connection with this RFP.

3.11 Not a Contract. This RFP does not constitute an offer to enter into a contract with any individual or entity, thus no contract of any kind is formed under, or arises from, this RFP.

3.12 Confidentiality of Information Associated to LRA. Information associated to the LRA or a government entity obtained by the respondents as a result of participation in this RFP is confidential and must not be disclosed without prior written authorization from the LRA.

3.13 Reservation of Rights. The LRA reserves the right, in its sole and absolute discretion, to:

3.13.1 Change or amend the business opportunities described in this RFP;

3.13.2 Cancel or suspend this RFP process or any or all phases, at any time for any reason;

3.13.3 Accept or reject any Proposal based on the selection criteria and as determined by the discretion of the LRA;

3.13.4 Waive any defect as to form or content of this RFP or any response thereto;

3.13.5 Not accept any or all Proposals;

3.13.6 Select one or multiple developers that will best meet the LRA's needs and objectives, regardless of differences in fees and expenses among responders to this RFP;

3.13.7 Reject all or any Proposals without any obligation, compensation or reimbursement to any respondent or any of its team members; and

3.13.8 Extend any date, time period or deadline provided in this RFP, upon notice to all respondents.

3.14 Restriction of Damages. Each respondent agrees that:

3.14.1 In the event that any or all Proposals are rejected, or this RFP is modified, suspended or cancelled for any reason, neither the LRA nor any of its officers, employees, contractors or advisors will be liable, under any circumstances;

3.14.2 By participating in this RFP process, each respondent agrees to indemnify and hold harmless the LRA and its officers, employees, contractors and advisors from and against any and all real estate and other brokerage fees or commissions, finder's fees, and any other forms of compensation related in any way to activities undertaken by any person as a result of such person's efforts towards and/or participation in this RFP process or the submission by such person of a proposal, and liabilities, losses, costs, and expenses (including reasonable attorney's fees and expenses) incurred by any indemnified party as a result of, or in connection with, any claim asserted or arising as a result of, or in connection with, this RFP process. This includes any and all activities related to the LRA's exclusive negotiations with the selected developer(s).

3.15 Disclosure.

3.15.1 As required by Law No. 508, the information submitted by the respondents will be published on the Internet once the contract is adjudicated.

3.15.2 All public information generated in relation to the process, including communications with the media and the public, must be coordinated with, and is subject to prior approval of the LRA.

3.16 No Obligation to Accept Proposals. The LRA is not obligated to accept a Proposals where, at the discretion of the LRA, it is not in compliance with the requirements of this RFP; or it includes a false or misleading statement, claim or information; or background checks reveal any false statements in the Submission.

3.17 No Collusion or Fraud. Each respondent is held responsible to ensure that its participation in this RFP process is conducted without collusion or fraud.