

PASADENA UNIFIED SCHOOL DISTRICT

REQUEST FOR QUALIFICATIONS

POTENTIAL EXCHANGE OF
SURPLUS REAL PROPERTY

DISTRICT PROPERTY
351 SOUTH HUDSON AVENUE
PASADENA, CALIFORNIA 91101

November 20, 2018

I. PURPOSE

By way of this Request for Qualifications (“RFQ”), the Pasadena Unified School District (“District”) intends to identify parties or individuals who are interested in acquiring the District’s Central Office Property (“District Property”), as described herein, in exchange for real property that can be used by the District as set forth herein. The District’s RFQ process is designed to enable the District to streamline the process by which the District can identify and select an interested party it can work with in a property exchange for the District Property. The RFQ process will also give parties who may be interested in acquiring the Property notice so they can start assessing what properties they may be able or willing to offer the District. Thus, any party who may be interested in the District Property is encouraged to submit a response to this RFQ by providing the information set forth herein.

After the RFQ process, the District will release a Request for Proposals (RFP) which will ask interested parties to submit a formal proposal identifying the property(ies) it wishes to exchange for the District Property and the proposed terms and conditions of the proposed exchange.

II. THE DISTRICT PROPERTY

The District Property offered to be exchanged consists of approximately 4.5 acres of real property, located at 351 South Hudson Ave., Pasadena Ca 91101 APN: 8457-029-906 and includes office buildings currently used to house the District’s administrative staff.

Please note that the District will provide the District Property in its current “as is” condition with all current zoning and entitlements. Further, the District Property may have some historical significance that will require any development to take the City’s requirements into consideration. The Property may also be subject to specific requirements by the City of Pasadena (“City”). For example, the City has indicated a small park, or extended green space, may be required on the corner area of the Property located at Hudson Avenue and Del Mar Blvd. Thus, interested parties are encouraged to review the Property to determine the cost and time potentially involved in acquiring and developing the District Property. The District will consider providing a “due diligence” period by which the interested party can attempt to address any zoning and/or entitlement issues with the District Property before it finalizes the exchange. As noted above, the RFP process will allow interested parties to include a specific proposal with the requested timeline for the Due Diligence Period.

A more detailed description of the District Property can be found at the following website. If you cannot access the website, you may request hard copies of the information included on the website by contacting the District Contact, identified below.

WWW.PUSDRFP.COM.

III. QUALIFICATION SUBMISSION

As stated above, the purpose of this RFQ is to streamline the exchange process by enabling the District to identify parties and/or individuals who are qualified to exchange property with the District. Thus, any entity or person interested in acquiring the District Property is encouraged to submit a RFQ response to alert the District in its potential interest in acquiring the Property.

The Respondents should be aware that:

1. Respondents to the subsequent RFP should not have any financing contingencies.
2. The District is not interested in becoming partners with someone or wants to do a Joint Venture.
3. The District Property is offered in AS-IS condition.
4. The District will not consider any properties for exchange, if it is occupied by tenants in the Cannabis industry, adult entertainment, or operate as a bar.
5. If you are represented by a Broker in the proposed transaction, you will be responsible for paying your own broker's commission.
6. Please note that the District will consider, in exchange for the District Property, accepting income producing properties that occupied by a national tenant with a NNN lease of 10+ years with a minimum appraised value of 5% Cap rate. Proposals should include a description of the current lessee(s) for the proposed exchange property(ies).

Interested Parties are not required to identify a specific property to be provided to the District in exchange for the District Property. Instead, interested parties should submit general information about their qualifications as set forth:

1. Name and contact information of person/private business firm.
2. Respondents should identify and describe a process by which it will work with the District to identify properties that meet the needs of the District. Respondents may identify property it currently owns and/or property it will or can acquire from a third party.
3. Identify if you have any experience working with school districts or other public agencies in relation to any property transaction, including any exchanges, sales, or leases, please provide a summary of the experiences. Note that prior experience

with a school district is not a prerequisite to work with the District but will be considered.

4. Identify any experience you have working with the City of Pasadena on property-related matters, including any experience with the City's entitlement process, obtaining permits, zoning changes, and specifically, any work that involved implementing a PD designation.
5. State whether the Respondent entity or its officers, or principal members have been involved in any litigation relating to a property transaction. If yes, please provide a brief description of the litigation, including the name of the involved parties, the dates when the litigation was initiated and completed, as well as the case number. For this purpose, litigation includes any legal action filed in any state or federal court that included the Respondent entity or any official or principal member as a plaintiff or defendant.
6. Provide a brief summary of your overall experience with developments, including a description of any developments that are similar to the type and size of the Property.
7. Provide documentation demonstrating that the Respondent currently has acceptable financial standing and the ability to fund any proposed or planned development of the Property, such as financial statements or financial credit rating.
8. Provide a summary of the Respondent's current structure and capacity to establish that Respondent has the resources and staff to pursue the development of the Property. Respondent may identify, generally or specifically, the staff members who will be involved with this Project or otherwise indicate its current and projected workload will not prevent it from diligently and timely pursuing completion of the exchange.

IV. SUBSEQUENT RFP PROCESS

After the District reviews and assesses the responses it receives to the RFQ, it will issue a formal RFP which will establish the specific requirements for the exchange of the District Property to parties that the District deems "qualified" to submit a formal proposal based on the responses to the RFQ. The RFP will establish the specific procedure for the exchange agreement and ask parties to submit a formal proposal setting for the specific terms it proposes for the exchange. While interested parties are highly encouraged to submit a response to the RFQ, the District reserves the right to consider RFP responses from parties who do not provide a response to the RFQ.

V. EDUCATION CODE REQUIREMENTS

The anticipated exchange of property would occur in accordance with Education Code Section 17536 et seq. These sections provide that the governing board of a school district may exchange any of its real property for the real property of another person or private business firm. The District may not exchange property with another public agency. Said exchange may be upon the terms and conditions agreed to by the parties and need not comply with other Education Code provisions governing the disposal of surplus property.

Before ordering the exchange of real property the governing board must adopt, by a two-thirds vote of its members, a resolution declaring its intention to exchange the property. The resolution must describe the properties to be exchanged, including identifying information and the terms and conditions upon which they will be exchanged.

VI. PROCESS

1. The District will begin accepting responses to this RFQ upon the date of issuance of the RFQ and will continue to accept responses until December 21, 2018 at 2:00 pm.
2. Submittals shall include three (3) copies of the entire qualification response.
3. Submittals may be mailed or delivered to the address listed at the end of the RFQ. All responses shall be sealed and clearly marked: "Response to Pasadena Unified School District Request for Qualification Exchange Property."
4. Telephone or electronic submittals will not be accepted.
5. The District may choose to interview any party submitting a response at the District's discretion.
6. All responses should be verified before submission. Adjustments will not be permitted after submission to the District. The District will not be held responsible for any errors or omissions on the part of the Respondent in the preparation of their response.

This RFQ does not commit the District to award a contractual agreement with any party or pay any costs incurred in the preparation of responses. The District reserves the right at its sole discretion to: (i) waive or correct any defect or informality in any response, (ii) withdraw this RFQ, (iii) reissue this RFQ, (iv) prior to submission deadline for responses, modify all or any portion of the selection procedures including deadlines for accepting responses or the requirements for contents or format of the responses, (v) waive

irregularities, (vi) procure an exchange agreement by any other means, (vii) determine that no exchange will be pursued and/or (viii) terminate or change the contracting process articulated in this RFQ because of unforeseen circumstances.

Acceptance by the District of any response submitted pursuant to this RFQ shall not constitute any implied intent to enter into an agreement. As explained herein, the RFQ is the first step in the District's anticipated exchange process, which will include a RFP seeking specific terms and conditions for the exchange. The sole purpose of this RFQ is to help the District identify parties who may be qualified to submit a formal proposal to exchange property for the District Property. The District shall not be responsible in any manner for the cost associated with preparing a response/proposal and/or participating in an interview. The responses, including all photos and narrative materials, shall become the property of the District upon the District's receipt of same. Information in responses will become public property and will be subject to all public disclosure laws.

VII. ADDITIONAL INFORMATION

Additional information may be obtained by contacting the District Contact identified below. Respondents are not to contact District officials including Board Members, the Superintendent or any other employee or representative of the District, other than the District Contact regarding this RFQ, the District Property, or the District's proposed exchange process. **CONTACTING DISTRICT OFFICIALS, EMPLOYEES AND/OR REPRESENTATIVES, OTHER THAN THE DISTRICT CONTACT, MAY RESULT IN THE DISQUALIFICATION.**

The District will allow for site visits of the District Property to interested parties upon appointment only. Anyone interested in reviewing the District Property may contact the District Contact to schedule an appointment. Under no circumstances shall any interested party conduct any structural inspection or testing on the District Property or take any action that will disturb the physical state of the District Property during such site visits. Nothing in the RFQ shall be construed as guaranteeing any party the right to site visit or requiring the District Property to provide site visits to any party. Any party who is unable to participate in a site visit for any reason shall not be granted any special consideration.

District Contact

Sam S. Manoukian, CCIM
RE/MAX OPTIMA-CEO
333 E. Glenoaks Blvd. Suite 100, Glendale, CA 91207
Dir: 818-547-6324 Fax: 818-450-0712
Email: remaxglendale@msn.com

Questions must be submitted via email in writing on or before December 10, 2018 at 2:00 pm. The District will post responses to all questions received on its website at

WWW.PUSDRFP.COM. Respondents must incorporate the information provided by the District in response to the questions into their responses.

VIII. RECEIPT OF RESPONSES

Responses may be submitted at the following location until 2:00 pm on December 21, 2018.

Sam S. Manoukian, CCIM
RE/MAX OPTIMA-CEO
333 E. Glenoaks Blvd. Suite 100, Glendale, CA 91207
Dir: 818-547-6324 Fax: 818-450-0712
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Exhibit A

[Insert description of District boundaries]