

State of Rhode Island Department of Administration / Division of Purchases One Capitol Hill, Providence, Rhode Island 02908-5855 Tel: (401) 574-8100 Fax: (401) 574-8387

Solicitation Information October 7, 2016

ADDENDUM #7

Request for Qualifications (RFQ) # 7550679

TITLE: Public Private Partner for Master Planning, Feasibility, Construction and Financing of an Intermodal Transportation Center

Submission Deadline: Friday October 14, 2016 at 2:00 PM (Local Time)

NOTICE:

- Attached are the questions with responses for all questions received from 9/7-9/23 as well as ones asked at the pre bid conference.
- Attached is the detailed stenographer report from the non-mandatory pre bid conference held on 9/7/2016.

Tom Bovis Interdepartmental Project Manager

Interested parties should monitor this website, on a regular basis, for any additional information that may be posted

New Inquiries from 9/7-9/23:

TITLE: Public Private Partner for Master Planning, Feasibility, Construction and Financing of an Intermodal Transportation Center

39. What is the size of potential public office space that could be committed to the project?

See Question 7 of State Agency Solicitation Addenda 6.

40. If Question 1 above has not yet been determined, please detail the total <u>current</u> size of any potential public office tenants in consideration for relocating to the project.

See Question 7 of State Agency Solicitation Addenda 6.

41. Where clearly stated objectives are desired, granting authorities will sometimes grant a tentative designation to a developer, based on a development program that is tied to achievable milestones. In the form of a question, After October 14, and after appropriate review of the RFQ proposal responses, does the state reserve the option to grant a tentative designation to a developer, tied to achievable milestones?

No.

42. Since the current RFQ process is phase 1 of a multi-phased competitive selection process, developers find it essential that their submissions not be open to public review, and especially to their competitors, until the selection process is concluded. In the form of a question, will the content OF developers' submissions, in this multi-phases competitive selection process, be beyond public review until the selection process is concluded?

During the RFQ portion of the process, the Respondents' submission is not subject to public disclosure. With regard to the "Financial Information" requested (page 16 Section 6 of the solicitation), note that that audited financial statements should be submitted with the proposal separately sealed and will only be reviewed by state authorized officials. These statements will not be made available as public records nor available for public review.

Request for Qualifications (RFQ) # 7550679 – Questions and Answers from Pre-Proposal held on September 7, 2016

43. Are all the parcels owned by third parties (in reference to those parcels outlined in yellow on the project parcel map)?

Yes.

44. Are either of, or both of, the two State parcels part of the package available (*in reference to those parcels outlined in blue on the project parcel map*)?

Yes, they are.

45. Is there a possibility of building over the Amtrak tracks to the north of the Station?

The State is open to inclusion of the Amtrak parcel in the proposals. Supplemental Information: Please note that the inclusion of any Amtrak parcel would require the Respondent to work directly with Amtrak. In addition, please see Question 8 of State Agency Solicitation Addenda 6.

46. Do you have an estimate of what the lag between the RFQ and the RFP will be, and how long the process might be?

The State anticipates that the RFP will be issued by the end of the year or in early 2017 at the latest.

Supplemental Information: See Question 13 of State Agency Solicitation Addenda 6.

47. The RFQ alludes to the prospect that there might be state offices needed in the district. Do you have any sense of the scope of that potential need?

The State is currently evaluating what the potential need will be and expects to provide greater detail in the RFP.

Supplemental Information: See Question 7 of State Agency Solicitation Addenda 6.

48. Have you reached any general sense of the desire to split users between residential and commercial?

Regarding the development of the real property described in the RFQ, the State is open to consider various development plans and strategies with respect to the ratio of commercial and residential usage for that property.

In The Matter Of:

Pre-Bid Conference

Providence Intermodal Transportation Center September 7, 2016



Phone: 401-946-5500 Toll Free: 888-443-3767 www.alliedcourtreporters.com info@alliedcourtreporters.com

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

PRE-PROPOSAL CONFERENCE

IN RE:

CENTER

PUBLIC/PRIVATE PARTNER FOR

MASTER PLANNING, FEASIBILITY,

CONSTRUCTION AND FINANCING

OF AN INTERMODAL TRANSPORTATION

Date: September 7, 2016 Time: 10:00 a.m. Place: Veterans Memorial Auditorium 83 Park Street Providence, Rhode Island

- BEFORE -

Julie Oakley, RIDOT

(PRE-PROPOSAL CONFERENCE COMMENCED AT 10:06 A.M.)

1

2

3

4

5

6

7

8

9

10

11

12

13

14

15

16

17

18

19

20

21

22

23

24

25

MS. OAKLEY: I'd like to welcome everyone to the public/private partner for the Providence Intermodal Transportation Center, Request for Qualifications Pre-Proposal Conference. So, we really appreciate all of you being here with us today. I'm Julie Oakley. I work with the Rhode Island Department of Transportation, and I'm going to be the project manager for this project that we're all very eager to get underway. So, it's great to see all of you here today. So, just a few logistics to start off. We do have a stenographer present at the meeting. So, when we break for question and answer, please state your name. Feel free to spell it, if you would like, and as well as the company who you work with. That way, we can get it on the record. We'll be putting the transcript as an addendum with the RFQ, so that anybody who wasn't able to make it today will be able to hear all that transpired. Also, just note the exits and the restrooms. So, here's the agenda for today, and I'd just like to state that we, as the State of Rhode Island, are extremely excited about this opportunity, and the future public/private partnership for this endeavor. It's a major effort by the State of Rhode

Island, and we've gathered a comprehensive and extensive team of not only public agencies and municipal leadership, but also community partners as well; and today we'll have the opportunity to hear from a few of them, who I'd like to recognize now.

1

2

3

4

5

6

7

8

9

10

11

12

13

14

15

16

17

18

19

20

21

22

23

24

25

We'll have presentations by Peter Alviti, who's the director for Rhode Island Department of Transportation, as well as Peter Garino, chief operating officer. Thomas Bovis, who is the interdepartmental project manager with the Division of Purchases, will go over the RFP process. Next, we will have Armindo Goncalves, who is the chief of Planning & Design for the Division of Capital Assets Management and Maintenance, which is part of the Division of Administration. Then Amy Pettine, who is the executive director of Planning for Rhode Island Public Transit Authority, Jesse Saglio, who's the managing director, and head of investments with the RI Commerce Corporation, and Bonnie Nickerson, who's the director of Planning & Development for the City of Providence. So, we've got a robust agenda, and robust presentations that we hope that will answer any remaining questions you have. I would like to note that we know that questions have been submitted as part of the RRQ process. We thank you for those

questions. We right now have responses that are under attorney review, and we'll be formalizing those responses. So, if you have questions on record, we will be answering those in short term.

One of the persons I'd like to recognize who's here is Carol Gladstone, the director of DECAMM. Where is she? There she is. She's in the back, and she's been a great partner for us as well. So, I am, at this point, going to start the presentations, and hand it over to our team leader, Director Peter Alviti, for the Rhode Island Department of Transportation.

MR. ALVITI: Good morning. Welcome to Rhode Island. I can't tell you how pleased I am at the robust interest that this project has created in Rhode Island. This is a project that both myself and the governor are very much the champions of. I think it is a pivotal project in the development of the City of Providence, and the State of Rhode Island, actually; and I think, for the first time, it brings together many different ideas from different sectors that didn't necessarily get together in the past.

Governor Raimondo was elected in 2014.

She's the first female governor in the State of Rhode

Island. She has a background in venture capital.

She is a Rhodes Scholar from Harvard, and attended the Yale Law School. She has breathed a new dynamic and a new life into government here in Rhode Island. She developed her own team, of course, as many governors do; but she used this background, this business-oriented background, that she has to create leadership, not only at Rhode Island DOT, but in the Department of Commerce, in the Department of Capital Asset Management, our partner, and new chairman and board members at RIPTA, but not only there, in other areas: Medicare reform, in areas of reform inside the Division of Motor Vehicles, and our reform -- our pension reform that she brought to the State of Rhode Island that she started as treasurer.

Her vision for our department at DOT was that this was a dysfunctional department that, for many, many years was viewed as one of the most dysfunctional policies in state government; and her instructions to me, and to the top leadership at DOT, was to blow -- basically, blow the place up and reorganize; and in the last two years, we've seen transformations, or we've created transformations with her leadership in the Department of Transportation, where not only is it led by an entirely new group of people, but the ideas that are

coming to us are coming out of DOT in a different way. We're looking at integrating modal transportation more. We're looking at new ways to do projects, specifically, this being the prime example of new project delivery methods; and we've instituted a new management structure. So, we've taken on a project management kind of approach at DOT. So, transformation is real. It's working, and it all happens within a very short period of time.

Government is not a business, but here in Rhode Island, right now, particularly at RIDOT, we're operating at the speed of business, while still providing governmental functions that are vital. Our role in this is to be an advocate for all of you, that is, to make it easier for you to do your business, and make commerce and make money; and we're here to -- I'm not going to say it. So, in the last two years -- next, please.

We've had a number of successes here in Rhode Island. The governor is expert at attracting businesses. She's been doing that; but, more importantly, she is very helpful in fostering the kind of development like this one that is taking place, and very much a champion for this project in particular. Public/private partnerships are

2

3

4

5

6

7

8

9

10

11

12

13

14

15

16

17

18

19

20

21

22

23

24

25

7

something that is new to Rhode Island government, although it's not new to the team and the governor that is now in place. We've all done it before. We know what it looks like. We know how to succeed at it, and we know the benefits that flow from it, and we are very much, both the governor and the team leadership that she has in commerce, in DOT and RIPTA, proponents and champions for this kind of endeavor.

So, with regard to this project, you know, how did it get to where it is? In the early 1980s, the City of Providence began its transportation through the Capital Center Development District, and while the old train station -- as part of that transformation, discussions were, and plans were made to move the old train station at Union Station, and to realign the tracks, and to create new development in this area, and move the train station to a new location; and all of that happened very nicely. Next line, please. And this -- the old area that was -- the tracks were torn up and relocated, and it made room for a considerable amount of economic development expansion, and the transportation took place to what it looks like now. One missing link, one missing piece: When they moved

the train station, they didn't move the bus hub with it. The bus hub was adjacent to the old train station at Kennedy Plaza; train station and Union Station right next to each other. So, that put about a quarter mile distance between the new train station and the old bus hub. Particularly, during the winters, that walk between the two can get to be rather gruesome for most people, not to mention two modes of transportation should be logically next to each other. That's the way it is. Not so much here in Rhode Island.

So, during the last several years, the DOT and RIPTA worked together, along with local businesses, to, in 2014, approve a \$35 million bond to recreate the bus hub in a location that would be closer to the train station, and when the new administration came in, plans had already been underway under the old administration to basically just create a new super bus station adjacent to the train station. We took a step back in developing a ten-year plan for transportation in the state. The actual ten-year plan that was linked to a reliable and dedicated funding mechanism to actually realize that plan, which we had approved through legislation here in the state that provided not only the legal

and legislative infrastructure that we nee	ded to
complete that plan, and develop the plan i	tself and
get it approved through the STIP process h	ere in the
state, but also provided the legal framewo	ork and the
funding mechanism to provide a dedicated r	evenue
stream for DOT to actually accomplish that	. Again,
for the first time. So, we began to look	we asked
our various teams inside DOT, in this case	, the
Transit Group, to look at a more comprehen	sive way of
getting us to what we want to be when we g	row up in
ten years as a transportation organization	, and what
this ideally, this project should look	like, and
the ideas that flowed from many, but the o	ne that
pretty much gelled, was that there was an	economic
development potential here that was being	overlooked
by previous administrations. A \$35 million	n bond was
nice. The concept of moving bus transit of	ver to the
train station was good, but there was an e	lement that
was missing; and the transit-oriented deve	lopment
that was taking place around that kind of	hub
everywhere else should be looked at here i	n Rhode
Island, and that gave way to the plan that	we're
looking to put forward here with all of yo	our help, or
one of your help.	

The bond was approved by a 60 percent

1 voter approval. So, not only does the government and the DOT think that this is a good idea, but 2 3 apparently, the voters here in Rhode Island. We have their support going in this direction. The train 4 station itself is the 13th busiest Amtrak station out 5 of 510 in the country, little Rhode Island. 6 7 1.25 million Amtrak and MBTA trips. That's about 6,000 trips a day out of that area, and it's one of 8 the three busiest MBTA commuter rail stations outside 9 10 There's major intermodal hub and gateway to downtown, and it will be a convergence of trains, 11 12 buses, taxis, automobiles, bicycles, and pedestrians. 13 As a matter of fact, we're integrating, in the reconstruction of Route 10, plans for a BRT system 14 15 that would eventually make its way to this hub, also. 16 RIPTA's ridership is growing at Kennedy Plaza. has a capacity of 34,000 trips a day. So, combined, 17 between the train trips and the bus trips, there 18 would be 40,000 passengers per day traveling through 19 this new Intermodal Transportation Center. 20 As I said before, we are -- in the 21 transformation of DOT itself, we're looking at new 22 23 project delivery methodologies, and we're actually just going ahead and doing it. This is not the kind 24

of agency that's going to sit around for years

25

2

3

4

5

6

7

8

9

10

11

12

13

14

15

16

17

18

19

20

21

22

23

24

25

thinking about why not to do things. Rather, we're thinking about the way we can deliver this project most effectively, and we know that through public and private partnership, the ideas, the concepts, the great ideas that all of you have are going to lend to a much better final product for us.

That change in thinking at DOT came about as a result of the governor's selection of a whole new team, and us implementing the top 15 positions at DOT with people who weren't there before during the last few years. One of the people that we were very fortunate to have come to DOT and work with us, and who brings a wealth of knowledge and experience with him in the area of transit and intermodal transportation, is Peter Garino, the next speaker. He is my COO at DOT. He has been my partner in transforming the department into what it is today. So, I'd like to have Peter come up and talk to you a little bit more about the new approach that we're taking here, and what that means to you, all.

MR. GARINO: Thanks so much, Peter.

Director Alviti mentioned, the governor's brought in
a great team. Our secretary of commerce used to run
the -- our secretary of commerce used to run the

1	Lower Manhattan Development Corporation. We have
2	Carol, who came to us from MBTA Boston. She worked
3	through development in that neck of the woods, and we
4	have Don Early, who participated in he runs the
5	Commerce Department. We have Julie Oakley, the
6	project manager, who did project management in
7	Afghanistan. So, we figured if she's good enough for
8	Afghanistan, she can make it here in Rhode Island.
9	We brought all those people together, and we have a
10	\$35 million bond, and we looked at places like the
11	World Trade Center of Denver Union Station, where we
12	have transit-oriented development that was going on,
13	integrating bus and rail together in one facility.
14	Here's a smaller scale, more on the scale of
15	something New England size. That's the Worcester
16	Union Station. So, we looked at all those ideas, and
17	said, Let us take this opportunity, unique
18	opportunity, that we have with the potential for
19	40,000 people coming in in a day, a team of experts
20	who have done this before in various parts of the
21	country, and a \$35 million mandate, essentially, from
22	the voters, to join these things together; and let's
23	build something together.
24	We're looking at development
25	opportunities. Of course, we have the bus hub. We

2

3

4

5

6

7

8

9

10

11

12

13

14

15

16

17

18

19

20

21

22

23

24

25

have public parking on the public side; we have Integrating retail into transit in train retail. stations is a long history. The World Trade Center hub, which I also just happened to be at this past weekend, teaming with shoppers, as well as transit users in a fantastic facility. There's also a public office space component. Right now, the state needs (sic) \$10 million of office space to accommodate the state government, and that's something where we can look and see can we be a catalyst, as a state government, to bring that to the table, and put in a component of state office space as part of an overbuild on transit hub. There's also private office space. All these are potentials that we could bring to this site, which is right next to, as the director said, one of the busiest train stations in the country.

What we bring to the table? Certainly, access to customers and transportation. We have massive transit opportunity. One place we get that foot traffic, we concentrate that foot traffic that's so important to a retail component. We bring that \$35 million bond funding that can be used for public purposes, public parking, the public transit component, retail component associated with a transit

hub facility, potential public office space tendency. 1 State Economic Development Center, where you have 2 incentives that -- in the State of Rhode Island, 3 these incentives are also new to the state, as part 4 of the governor's first budget. It's a review in 5 place to attract businesses to Rhode Island that have 6 7 already been successful, and the ability to assemble parcels, and put parcels together in a way that makes 8 sense for the public's purposes that we're looking to 9 advance. And, finally, coordination of government, 10 and coordination of Amtrak. One of our other 11 12 public/private partnerships that we just completed 13 our first year on, from the time we received the RFP, until the time we opened -- received our first -- we 14 15 understand what it is to coordinate all of the 16 various partners of government. In this case, we had 17 the full alphabet soup: CRMC, DEM, PUC, PDUC. 18 Everybody working in the same -- working together to put a facility together, and get it up in a few 19 20 weeks. We got it up, and had a very successful summer with it. That's the kind of approach that we 21 22 bring by coordinating government, bringing it 23 together, and that's the kind of approach we will 24 bring to this project as well; and we're very much 25 looking forward to participation from the private

sector in making this a success. Thank you.

MS. OAKLEY: So, to give you a good overview, kind of where we are from a transportation standpoint, but now we're going to kind of get into the meat and potatoes of the RRQ, and I'm going to introduce Tom Bovis from the Division of Purchases, who's going to give you all the ins and outs, the do's and don't's, right, Tom?

MR. BOVIS: That's right. Good morning, everyone. Welcome, again, to Providence, and the Veterans Auditorium. I'm going to discuss the RFQ process, and the submission of the request qualifications. I want to make sure everybody knows the RFQ number, which is 7550679. If you go to our website, the purchasing website, you can download the actual solicitation itself, and see all the requirements of the solicitation.

Today's pre-bid conference is
nonmandatory. I do have a sign-in sheet. They're
actually outside now. So, please make sure that
everyone does sign in on the sign-in sheet, as we
will post the sign-in sheet as an addendum, so
everyone can see who was here; and anything else will
be posted as addendums as we go forward. There's
been four addendums up until now, so I hope everybody

was able to download all the addendums and see where 1 we're at right now. I'm going to go through some of 2 the requirements. So, the solicitation is due on 3 Friday, October 14...that's the new date. 4 That was on Addendum Number 4...at 2:00 p.m. All 5 solicitations get submitted to the Department of 6 7 Administration, Division of Purchases, which is at 1 Capitol Hill, second floor. We do have a 8 receptionist that has the sign-in date log. So, you 9 10 can sign in there once you send the solicitation in, and you can get your solicitation date stamped and 11 12 time stamped. So, please allow enough time. 13 Anything late will not be considered. Anything to any other department submitted will not be 14 15 considered. So, please allocate enough time. We've 16 had some solicitations that have been several minutes late; and, unfortunately, we can't accept them. 17 18 allocate enough time for parking and those type of We're going to try and answer 19 things. 20 questions, today, general-type questions. I strongly encourage, however, that questions be put in writing. 21 22 On the front page of the solicitation, it identifies 23 where you should submit your questions to, which is my email, thomas.bovis@purchasing.ri.gov, no later 24 25 than September 16 at 4:00 p.m. So, all new questions

2

3

4

5

6

7

8

9

10

11

12

13

14

15

16

17

18

19

20

21

22

23

24

25

are due by next Friday at 4:00 p.m. If we receive any questions, we'll work with the team to respond in a timely fashion, and get those up as an addendum as So, again, I encourage they be put in writing. That way, we can vet it out and have the proper -you should also be registered with the state with the RIDOT number, it's called, and it's the generated-bidder certification form. You can go on our website. It explains to you how you can actually register with the state. So, please make sure you register with the state when you submit your proposal. So, the solicitation itself, on Pages 15 through 17, you have the submission requirement here, Sections 1 through 9, which basically explains what will be required when you submit your responses to this. Again, understand this is a prequalification, so only those people and those organizations that have been prequalified will be able to respond to the actual RFP, which is the Phase II of this project.

So, we will be reviewing all the requirements that are in the RFQ submission to determine who is prequalified and able to bid on the second phase of it. So, these are the nine items that will be included in your solicitation when you respond.

1	We will then have a Technical Review
2	Team. We're working on a Technical Review Team now.
3	We haven't finalized it yet. The Technical Review
4	Team will look at all the solicitations, and score
5	them based on the criteria that has been established
6	here, and I think if you want to look at the
7	solicitation, it's Pages 18 and 19 of the
8	solicitation. So, if you go to Pages 18 and 19, you
9	can see the requirements of each of these defined
10	better. So, the Technical Review Team will score
11	them. Only those that score the minimum requirements
12	will be then vetted, and also available to bid on
13	Phase II, which is the RFP process itself. So, other
14	than that, those are the requirements for the
15	solicitation submission. Any questions, as far as
16	how you submit your RFP and your proposals? Again,
17	make sure you understand that it does come to the
18	Department of Administration, Division of Purchases,
19	and allocate enough time. That's the important
20	thing, it's on a timely fashion. So, if there's no
21	questions, I'll turn it back over to Julie to go over
22	the project itself. Thank you.
23	MS. OAKLEY: Thank you, Tom. Now
24	we're going to have Armindo Goncalves come on up from
25	DECAMM and give you an overview of the properties,

and we'll take questions and answers after he's finished.

3

4

5

6

7

8

9

10

11

12

13

14

15

16

17

18

19

20

21

22

23

24

25

MR. GONCALVES: Again, good morning. My name is Armindo Goncalves. I'm the chief of Planning & Design with DECAMM. For those of you that have been here already, thanks for coming again. To new faces, welcome to Rhode Island. I should start by saying that in this process, we look forward to the end result, which is the hub itself. We're not inventing. We're simply reinventing. Commerce and railroad has been part of the growth of development in this country. If you go back to what Director Alviti mentioned earlier, we are trying to do that in a modern sense. So, initially when we started this, we had to make sure everyone was on the same page, create a team that has basic underlying understanding of what we're doing. So, initially when we started, folks said, Maybe we'll take one parcel and put it up for bid, and we said, Let's think more comprehensively here. There are a lot of vacant lots This is the Amtrak Station right here at the south side. There's a parking lot here, and then this is what I refer to as the cheese parcel, and adjacent to it is a residential project, which is currently occupied by students. Johnson & Wales

operates that, and then we come back here to the service parking lot. We refer to these as the Citizens parcel. The reason being -- I'm sorry, Citizens parcel is right here. Citizens Bank is right here. So, in total, we have four parcels that could be developed.

1

2

3

4

5

6

7

8

9

10

11

12

13

14

15

16

17

18

19

20

21

22

23

24

25

So, in taking a comprehensive approach, we said, you know what, we're going to include all of these parcels, which includes -- which are part of the Capital Center District Development area, and put it in an RFP. Now, why does that make sense? want to get developers and other designers to really think, from a planning and design standpoint, comprehensively about this. How can we begin to think of linking these various parcels, both from a design standpoint, also a development standpoint, that will create a natural link to the southern hub, they call it, Kennedy Plaza. I should say that goal here is to relieve some of the pressure at Kennedy It's overdone. It's a bus hub. I think the Plaza. folks in Providence as a whole wanted to be a part (sic) with the bus station, or a smaller-scale bus station, and try to bring that on Francis Street, and then in here somewhere where the hub exists.

For those of you that have not been here

1 previously, if you come up here, we're located right So, we're within walking distance to Amtrak 2 here. 3 Station, and the subject parcel. Again, I don't want to belabor the issue. I think the underlying thing 4 here is commerce and transportation. It's fair to 5 say that right now, the various modes of 6 7 transportation in Rhode Island are very disjointed. Not uncommon in other places. Again, TOD is becoming 8 very popular. It's not new; we've done it before. 9 10 The question is how do we do it better? whole idea, and that's basically what it is. 11 I know 12 a lot of you that have been on tours have asked us, 13 Well, can I look at the parcels, or what can we do I'm not going to tell you what to do. 14 here? 15 clean canvas for anybody. Tell us what makes sense. 16 We'll judge, and we'll figure out what lots are in place. That will be defined in the RFP process. 17 Once you go through the RFP process, at 18 that stage, we'll have a better sense, based on 19 20 responses that we've gotten, which lots are in place; and I conclude by saying that we are committed to 21 22 deliver the parcels. We've been working closely with 23 the various parcel owners here. They know us, and 24 what we can deliver to the state, also the City of 25 Providence. My intention is to assemble the

1 appropriate lots to yield the product that we think is best for the state, and the city. I'll end right 2 3 there, and leave some room for questions at the end. Julie, I'll turn it over to you. 4 MS. OAKLEY: If anybody has any 5 specific questions on the parcels, we'll be happy to 6 7 take them now. 8 MR. RAIN: Al Rain. Can you describe the underlying --9 10 THE REPORTER: I'm having trouble 11 hearing you. 12 MS. OAKLEY: He wants to know about 13 the underlying ownership of each of the parcels; is that right? 14 15 MR. RAIN: Yes. 16 MS. OAKLEY: Okay. So, John and 17 Armindo will give you a layout of which parcels are 18 owned by whom. MR. GONCALVES: John is from the Real 19 Estate Division. He handles all the parcels for 20 leasing and so forth, so he's got a good amount of 21 22 history with some of these parcels. Before you go 23 on, John, what you see here is a delineation of 24 ownership of the various parcels in question.

beyond that, are there specific questions you have,

25

1 in terms of ownership, and who owns it, the majority of which are Capital Properties, which is the 2 rebirth, or reemergence, which I believe was called 3 the Providence/Worcester Company, which was formerly 4 the owner of the railroad itself, and the adjacent 5 parcel. So, I don't know if you had a specific 6 7 question that you wanted to address? 8 MR. RAIN: No, I think you clarified. These are all owned by third parties? 9 10 MR. GONCALVES: Exactly. As I said 11 before, we are in communication with third parties. 12 They've been involved with us from concept to 13 development of the RFQ, and it's safe to say they will continue to engage with us moving forward. 14 15 There's no doubt there. MR. RYAN: John Ryan. 16 The only clarification I do want to make on that is on what 17 18 Armindo has referred to as the chief parcel, which shows Parcel West as the owner. Capital Properties 19 20 actually is the underlying -- owns the underlying fee interest in that land. That entity has the 21 22 development rights. They own the development rights 23 to that parcel. So, I just wanted to clarify that. 24 Any other questions? MR. GONCALVES: 25 MR. COFIELD: James Cofield, Boston

1 Development Collaborative. Are either of, or both of 2 the two state parcels state-owned parcels part of the package available? 3 MR. GONCALVES: Yes, they are. 4 Your question was are the two state parcels that are 5 delineated in blue, if they are in place, as far as 6 7 development? Yes, they are. We included them. Here are the parcels. That's owned by the state, and I 8 believe also the city has rights to that parcel as 9 well, a portion of it. This is state-owned. 10 11 private; that's private; these are private, and these 12 are private. 13 MR. COFIELD: I thought these were --14 you had commented on the ones in yellow. 15 MR. GONCALVES: My apologies, but these are in place. Any other questions on this? 16 17 There being none, I would move to the next phase of 18 the presentation. 19 MS. OAKLEY: Thank you. So, now we're 20 going to get into the bus hub details, and Amy Pettine's going to come up from RIPTA and go through 21 what's happening now, and their vision. 22 23 Good morning, everybody. MS. PETTINE: Again, my name is Amy Pettine, the executive director 24 25 of Planning at RIPTA, and we're really excited to be

here today. For RIPTA, this has been a project that has really culminated several years in the making of a working-toward effort to improve upon the really strong transit network that we have in Rhode Island today. I'm sure some of you have been to our website, and looked a little bit into what is the transit system that is to be served in an intermodal transit facility, and how does it fit into this project. I'm going to try and give you a little narrative of what you may not be able to find elsewhere.

So, we are a statewide transit system, which is unique. There are not a lot of statewide systems in the country, but we also run very much like a big-city transit network. Majority of our system is in the Providence and Metropolitan Providence area. We have about 50 some-odd bus routes in the state, but 41 of them serve Downtown Providence and Kennedy Plaza today. Kennedy Plaza is the sole hub in Downtown Providence. We do have major transit centers in Downtown Pawtucket and Downtown Newport, again, statewide system; but by and large, the majority of our ridership is in Downtown Providence. Not only are people getting on and off the bus to downtown destinations, but thousands of

people every day are making transfers through this location to connect to other parts of the state and the region. So, again, a really robust rail system. As Director Alviti talked about earlier, the bus is really the heart of transit ridership in our state. So, again, not -- because the majority of the system is bus riders, I think it's not maybe your typical bus ridership demographic. We know through rider surveys that the majority of people who use our system are going to work every day, and the next trip purpose is going to school.

A little bit more about our ridership:
RIPTA has partnerships with every major college and
university in the State of Rhode Island. All of
those students ride RIPTA with their student ID
through contracts that we've set up with those
schools. So, again, huge college and university
student populations using our system. About five
years ago, we were named the seventh fastest-growing
large bus system in the country. We hit 20 million
rides annually for the first time in many, many
years. As a result of that, we undertook a
comprehensive study to look at our system, and really
maximize our resources to put investments in the high
ridership route, many of which are actually the red

2

3

4

5

6

7

8

9

10

11

12

13

14

15

16

17

18

19

20

21

22

23

24

25

route you see on this map here, serving major cores in the city heading into downtown. So, we knew we were poised for growth. As part of that study, we looked at Kennedy Plaza, and that has become a place that has really outgrown itself. And so, while that has created some challenges at Kennedy Plaza for us, we also see it as a huge opportunity to improve upon the system, and expand our service in the downtown area for growth. So, we want to be convenient to downtown, and we want to have excellent connections in our system, but we also want to balance the activities that are happening in the downtown area. So, while we can solve some of the challenges of Kennedy Plaza, we can also make the transit system better. By having multiple transit centers, we can take more people to more locations, and part of the study that we did that looked going into a multi-transit center system, we saw that residential growth was just booming in the downtown area and, again, with the growth of the Jewelry District, which is south of downtown. So, again, not just wanting to put people to work, but wanting people to be able to live in Downtown Providence and the city without a car, and access our network. So, this is an expanded tour. You've got the downtown today, the downcity

2

4

5

6

7

8

9

10

11

12

13

15

16

17

18

19

20

21

23

25

area, which is where Kennedy Plaza is, but you've also got the state office complexes, the mall, which is certainly a big generator just west of this area, 3 the Convention Center. I think it's something like 2,000-plus hotel rooms in the downtown area. Lot of activity going on there, visitors for our state, and then the Jewelry District just to the south of downtown, huge redevelopment opportunity also going on; and then Rhode Island Hospital, which is just south of the Jewelry District area is a huge employment center, and it already sees huge ridership today by RIPTA bringing people to that area as well. So, how to connect the dots? How do we bring this all together and acknowledge the growing downtown? 14 Again, as part of these efforts, again, moving towards a multi-transit center system in the downtown area, we also are working with the City of Providence, what has now become the Downtown Transit This is a \$17 million TIGER, if you're Connector. familiar with U.S. DOT, a federal TIGER grant, that we are just beginning to lay out the work towards construction of; and this will be a corridor that 22 connects the new Providence Train Station facility 24 through the downtown, again, hitting these key notes of activity by Rhode Island Hospital.

So, investing in the system, we want to
see more high-frequency corridors, more one-seat
rides, more connectivity for our passengers; and,
obviously, more connectivity to rail. So, how does
this project fit into that larger-term goal, not only
for the downtown area but, certainly, to our
statewide and regional network as well, we've given
you some general parameters in the RFQ that are
repeated here. We just reiterate. Again, we see a
lot of that transfer activity being relocated to
multiple locations; but, certainly, this location,
being a major center of activity for our system, we
need it to accommodate the vehicles in our system
today, and we're thinking about future electric
fleet, coach buses, making sure that those
specifications work for us. Intermodal is key.
There's a lot of parcels here to play with; but,
certainly, wherever we're located in this project, we
want to make sure that it's important to us that
our area is in a safe, well-lit area, as well as for
our employees, and that it's accessible and can
accommodate our needs. And while this RFQ process is
underway, we're working closely with DOT, and the
city, and other partners, in an ongoing effort to
continue to move forward, not only on thinking about

our bus operations plans in the downtown, but also our needs within the site, looking at the different accessibility options, but looking forward to, as we move forward in this process, working with you to evolve this to really work for the transit system as part of the project.

MS. OAKLEY: Thanks, Amy. So, we are going to have two more presentations, and we'll do a question and answer period at the end here. So, next up is the Rhode Island Commerce Corporation to talk about the incentives that we have in place. I'm going to invite Jesse up.

MR. SAGLIO: Thank you, and thank you, all, for being here. I'm Jesse Saglio. I'm the head of investments at the Rhode Island Commerce
Corporation, and just a word or two about, broadly, what this administration is doing to invest in and grow the economy here in Rhode Island, and invest is kind of a key word across many facets, where directing capital and efforts directly into improving a platform by which a modern growth-based economy can percolate and thrive here in Rhode Island. So, investing in growing industry clusters. So, this is the Brookings Institute. This is identifying areas of growth for the future, focusing on them, creating

2

3

4

5

6

7

8

9

10

11

12

13

14

15

16

17

18

19

20

21

22

23

24

25

incentives specifically for these kinds of advanced economies, public/private academic partnerships, incredible focus of the administration, and maybe something that Rhode Island has taken for granted in the past. We have incredible institutions of higher learning here, and we have taken an active engagement with them, both directly, in terms of investment programs, to facilitate R&B between the private sector and university, whether public university or private university, as well as just engaging in them generally in our business development efforts. as we bring in GE to Rhode Island to talk about what they might do here, we have Brown University; we've got RISD; we've got whomever in the room with them talking about how they may collaborate as well. of access. And, finally, in order to support all of this, you need a workforce that is prepared and ready to do the work. And so, there's a number of specific, in many cases, kind of the first of their kind, nationally, programs to develop a modern advanced workforce. When this administration came into place a year-and-a-half ago, little more than that, we spent a fair amount of time thinking about what are

the tools that can really help drive or create an

1 environment in which growth can happen organically? If we had that, it would have happened already. So, 2 we identified a number of areas and strategies by 3 which we can create, again, a foundation for 4 companies and development to occur here in Rhode 5 Island. So, real estate tax credit, jobs tax credit, 6 tax increment plan. So, basically, what does this 7 Job tax credit means -- these are a little bit 8 out of order of how I generally like to present them. 9 Our jobs tax credit is, to put it very bluntly, buy 10 in demand. So, this incensed employers to expand 11 12 their workforce here in Rhode Island in ways they wouldn't otherwise do. Then our real estate tax 13 credit and tax increment financing are designed to go 14 15 in and invest in the infrastructure to accommodate 16 that outside demand that we're attempting to spur and 17 catalyze through our jobs Tax Credit Program. what do they -- real estate tax, actually -- go to 18 the next page. So, four developers, specifically, 19 20 four-year projects, what are the tools that we bring to bear immediately? Rebuild Rhode Island tax 21 22 That's a gap-financing tool that will invest credit. up to 30 percent of a project's cost. 23 24 Transit-oriented development is one of the

categories that allows us to go up to 30 percent, so

25

topical for this room. Up to 30 percent, \$15 million 1 investment per project. I want to make sure that's 2 3 clear. The project doesn't have to be capped 15 million. Our investment is capped at 15 million. 4 So, we'll put up to \$15 million into ground-up or 5 adaptive reuse projects. These credits are usable, 6 7 obviously; they're tradable; they're also putable (sic), and what that means is that you present the 8 tax credit to the state, and the state will buy it 9 10 back from you at 90 cents on the dollar. So, what we've effectively done is created infinite liquidity, 11 and eliminated the risk -- the price risk for tax 12 13 credits, because as most of you probably know, these are typically used as a financing vehicle to finance 14 15 a portion of your project. So, the program also allows us to rebate sales tax on building materials, 16 which is also worth two to three percent of your 17 18 project cost, typically. The five-year credit, again, a Certificate of Occupancy, times zero, and 19 20 then annually, typically in even increments, over the next four years. Again, that creates a stream of 21 22 predictable cash flow that can be financed against 23 the project as well. 24 Tax Increment Financing Program is a

little different than most municipal TIF programs.

25

What we do here is have the ability to dedicate up to 75 percent of the state's level tax flows that come from projects, so sales tax. So, this is typically a program that's put into a hotel development, a large retail development, something that's generating lots and lots of those kinds of state-level taxes. We'll put 75 percent of that back into the project for a negotiated period of time, again, creating serious cash flow that can be used or financed against.

Finally -- we spent a lot of time on this, because this is highly discretionary, but if we needed a little bit of extra, if we max out the first two programs, and we need just a little something extra, we have this first way of closing funds. Five million last year. We have another seven million this year. So, \$12 million on -- that can be invested fairly -- on a fairly discretionary basis to get things done. So, we started out with, How do we invest in projects directly? This slide talks about how we invest in your tenants and, thereby, help you to attract those high-quality tenants that will create the economy going forward.

Job incentives, I hit on that very briefly at the beginning, but what that is is a rebate to the company, and the personal income tax withholdings of

1 their new full-time employees. That can be worth up to \$7,500 per employee for a period of ten years. 2 So, potentially, \$75,000 per employee over that 3 ten-year period. To give you a sense of \$7,500, you 4 hit that withholding level, based on current tax 5 tables, at about 165 grand a year. That was the 6 7 primary program that we used to incense (sic) GE to come to Rhode Island. It's very powerful. 8 It is as powerful as any broad-based hiring incentive, 9 nationally. We know, because we designed it to be 10 The way to make it a fellowship, think of this 11 12 as a college loan repayment program. So, for 13 companies that are hiring recent grads from the STEM fields, broadly defined, depending on their level of 14 15 degree, the state will put, in the form of a tax 16 credit, back to those individuals up to \$6,000 per 17 year for four years. Incredibly strong incentive 18 tool for employers coming here looking to attract talent. 19 20 Now, innovation network vouchers, it's strategic in concept. They're modest-sized 21 22 investments in companies to do R&B directly with the 23 university, hospital, or other source of R&B to fill

an R&B gap. Wildly successful in our rollout this

year, and we're looking forward to continuing to

24

25

invest that money. Then, finally, I'd like to leave 1 folks, particularly that aren't necessarily operating 2 here all the time, with this page. Basically, what 3 this says is it's cheaper to do business here. 4 5 Quality of life is better here, cheaper. Your talent costs less here, and there are categories that 6 7 actually say they're sleeker, and they're faster to hire. So, when a company is looking at, okay, GE, 8 yeah, we want to come here, you know, but what's your 9 10 talent? Well, you've got access to 130,000 IT professionals within a commutable distance, and 11 12 ultimately, this is the sort of data that convinced 13 GE to bring in a digital platform with a hundred or more jobs to Rhode Island, which was a worthwhile 14 15 thing to do. Any questions? MS. OAKLEY: So, we have one more 16 17 presentation, a really quick talk by Bonnie 18 Nickerson, who is the director of Planning & Development at the City of Providence. So, I think 19 this will be some nice bookends to the presentations 20 21 for her to tell you a little bit more about this 22 fantastic city that we're here in today. 23 MS. NICKERSON: Good morning, everybody. I don't have any slides, so I'm just 24 25 going to tell you a little bit about the context of

2

3

4

5

6

7

8

9

10

11

12

13

14

15

16

17

18

19

20

21

22

23

24

25

the Downtown Providence location, and then happy to answer any questions. So, I think we can all understand why this location offers a competitive advantage. We know that companies around the country are moving from the suburbs into a downtown location, and everything we heard this morning identifies what some of those strategic assets are in our downtown So, we know that we have a greater ability in core. the downtown location to attract and retain talented workers. We have a very strategic location, a very affordable quality of life. So, we've heard quite a bit about some of the projects that are underway. The strategic location we have is easy access to New York, easy access to Boston, along Narragansett Bay. So, the quality of life here is really off the I think many Rhode Islanders would agree with that, and it is very affordable. Compared to many other great cities around the country, we have a very affordable quality of life. I think that's very important. The strategic location downtown really helps to promote grand identity for our cultures. So, this location is highly visible, not just in Providence, but in Rhode Island, and in the region. So, many companies have talked to us about different ways to highlight their presence in

2

3

4

5

6

7

8

9

10

11

12

13

14

15

16

17

18

19

20

21

22

23

24

25

downtown, signage and other things to really enhance their identity as part of the downtown location. We offer so many attractive amenities in walking distance. So, the amount of excellent restaurants, shops, businesses within a walking distance of this location is really, truly remarkable; and I think many of us know that Providence has been called out recently by many national magazines and national newspapers as a great place to live, and a great place to invest. So, just a few of those, America's Coolest City, by GQ Magazine, the Country's Best Small City from Architectural Digest, the Best City with Foodies, from Travel & Leisure. So, we are being noticed around the country as a great place to live, a great place to invest, and a great place to be.

A couple of other things: We've talked a lot about the universities and colleges that are in our downtown. Within walking distance of this location, you have Johnson & Wales University. Just last week, there was a ribbon cutting for their new hub for science and innovation. They're also known nationally as an excellent culinary school. You have the Roger Williams Law School that just relocated to a downtown location within walking distance of this

1 location. You have RISD, one of the country's and world's best design schools within walking distance 2 of this location, and Brown University, University of 3 Rhode Island, among others. So, that's pretty 4 remarkable. We've heard a lot today about transit 5 investments. We are working with RIPTA on the \$17 6 7 million TIGER Project. The city is very committed to making that project a success. We also are making 8 our own investments in roads, pedestrian 9 10 infrastructure, and bike infracture in the downtown So, we are wrapping up a \$12 million capital 11 12 investment in the downtown core, all within an easy 13 walk of this location. A couple of other things I wanted to mention: One is this project builds off a 14 15 lot of investment that has been underway of recent 16 years, and is currently underway. We're seeing 1,000 new residential units under development, somewhere in 17 our pipeline through the review process today, which 18 is really, really exciting; and you've heard a little 19 20 bit about the 195 Redevelopment District, which is just on the other side of downtown in the Capital 21 22 Center, which is where we relocated a highway, and 23 opened up 20 acres of land for development, which 24 includes two new waterfront parks, and a signature 25 pedestrian bridge. So, there's quite a lot of

This time

activity happening in and around this area.

1

2

3

4

5

6

7

8

9

10

11

12

13

14

15

16

17

18

19

20

21

22

23

24

25

One other thing I wanted to mention was Kennedy Plaza itself. You've heard a lot about Kennedy Plaza as the hub of the statewide transit The city has a long-range vision for Kennedy Plaza. We opened Phase I of that vision in January of 2015, but the city really sees Kennedy Plaza as the civic hub and civic part of the downtown, and are going to continue to be investing in making that place a wonderful sort of hub for our city, and for our state. So, I just wanted to mention that. quickly, a word about the development process. the city is very much supportive of this project. Mayor Elorza is a partner in this initiative, and we are at the table with our partners at the state. This Providence station is located within the Capital Center Redevelopment District. There is a design review process for this area. RIPTA and others have highlighted the need for this to be a very high-quality development. This is in a signature location in our city, and through this design review process, we will ensure that it is worthy of this important location. And, lastly, the city has put into place an

Administrative Tax Stabilization Program.

1	last year, we passed an Administrative Tax
2	Stabilization Program for projects that are located
3	within this district. So, what that means is that
4	you are pre-approved for a 15- to 20-year Tax
5	Stabilization Program for investments of significant
6	scope and size. So, any investments here would fall
7	into that category, and I just want you all to be
8	aware of that, and I'd be happy to answer any
9	specific questions about that; but those are just a
10	few points I wanted to make, and happy to be
11	available for questions. Thank you.
12	MS. OAKLEY: Thanks, Bonnie. So, I
13	have a few closing remarks, but I would love to open
14	it up to questions, if anybody has any, as that
15	concludes the presentation portion.
16	MR. COFIELD: James Cofield, Boston
17	Development Collaborative. Will you make the last
18	presentation available to those who want it?
19	MS. OAKLEY: Yes, we will. We're
20	going to have Tom and I talked, and we'll put that
21	as part of the addendum for this briefing.
22	MR. COFIELD: Thank you.
23	MS. OAKLEY: Anything else?
24	MR. BEAUDOIN: Dan Beaudoin, director
25	of the Providence Foundation business group downtown.

1 I recognize many of you from the tours that we had. Welcome back to Providence. We're a hundred percent 2 behind this project as well. The question I have is 3 that on the tours, we talked about the possibility of 4 integrating over the Amtrak tracks to the north of 5 the station. If that could be an option, something 6 7 that people could think about, and when you put up the slides for the available sites, that was not 8 mentioned at all. So, I just wanted to clarify, is 9 that a possibility? We know the challenges; we know 10 the costs, but there are some advantages to it, and 11 12 if someone has a great idea about how to integrate 13 that Amtrak site into it, are they able to do that as part of the RFQ process? 14 15 MR. GONCALZES: I'm going to try to answer that the best way I can. First and foremost, 16 we've been at the table with Amtrak. I communicate 17 with Rina Cutler, who's the director of QOD 18 Development. Almost weekly, we speak. In fact, when 19

I get back, I've got to give her a report to this

land, or property, if you want to put, that are

particular meeting. So, yes, Amtrak -- our piece of

20

21

22

23

24

25

and requirements. Many of you are familiar with those requirements, having done projects along the Northeast, and elsewhere, but to answer the question from Dan and others, the answer is yes, you can. So, they'll become a partner in that respect. So, yeah.

MR. BEAUDOIN: Thank you.

MS. OAKLEY: Any others?

MR. KAZARIAN: Wayne Kazarian. Can you give us just a follow-up indication of the time line? The RFQs are due on October 14, followed by an RFP. Do you have an estimate of what the lag between RFQ and the RFP will be, and how long that process might be?

MS. OAKLEY: We hope it's a matter of months. We have to, as Tom said, get the RFQs in and evaluate them. We have a schedule that our internal working group has been working from, but we'd like to have the RFP out shortly thereafter. We're going to do as tight a time frame as we possibly can. So, we would hope shortly. Steve, do you want to go over what's in the schedule now?

SPEAKER STEVE: Since we pushed the RFQ submission by a month, month-and-a-half, it's going to push out the RFP. So, you're probably looking at somewhere at least by the end of the year

	44
1	to get the RFP, or maybe even early into 2017, but
2	we're going to take a look at the schedule now and
3	push things out, and try ultimately, try to hold
4	to our bottom line schedule of shovels in the ground.
5	MS. OAKLEY: Thanks, Steve.
6	MR. WILLIAMS: Paul Williams. The RFQ
7	alludes to the prospect that there might be state
8	offices needed in the district. Do you have any
9	sense of the scope of that potential need?
10	MS. OAKLEY: Not at this time. We're
11	actually going through that process right now, and
12	trying to evaluate what the potential need will be.
13	So, we would hope to refine that in the RFP.
14	MR. WILLIAMS: Also, have you reached
15	any general sense of the desire to split users
16	between residential and commercial?
17	MS. OAKLEY: As far as, like, a
18	MR. WILLIAMS: As far as some type of
19	proportionate interest in seeing some kind of
20	combination of residential, commercial?
21	MS. OAKLEY: Well, we're really
22	leaving that up to you as the experts to let us know
23	what you think would work in that area. So, we're
24	not prescribed to any specific ratio or anything like
25	that. Totally kind of like Armindo said, it's very

much an open canvas. We're kind of looking for 1 feedback from you, kind of as the experts from the 2 economic development community, to tell us what you 3 think will really work there. Any other questions? 4 5 Well, Wayne stole a little bit of my thunder with the last -- it was on my closing remarks, but that's 6 7 okay. Thank you. So, I would like to say thank you again for your attention. It's nice to see so many 8 people in the room, and -- oh, Rhode Island Housing. 9 10 I'm sorry, sorry. They're another community partner that is on our working group. So, we are welcoming 11 them to the table as well. I would like to say thank 12 13 you if you came on the walking tour, and thank you for coming today. We do have the room 'til noon, if 14 15 you'd like to mingle and talk amongst yourselves. As 16 we did say, the questions are going to be due by September 16 to Tom Bovis, who provided his email 17 18 address, but it's also in the RFQ. We posted it online, and then the responses to the RFQ are due 19 20 October 14. So, we really are eager to see the proposals, to see what you have to say, and to see 21 22 what you think is going to work in this really great 23 location in the City of Providence. So, we just 24 wanted to again stress how excited we are for this 25 project, and the possibility of public/private

partnership, and we look forward to receiving your proposals. So, thank you again for coming. MR. BOVIS: Please monitor the website, if there are any other addendums posted. We will be posting the transcript as well; and, lastly, I want to remind everybody that the sign-in sheet's outside. If you haven't signed in, please sign in as you exit. Thank you. (PRE-PROPOSAL CONFERENCE CONCLUDED AT 11:21 A.M.)

1 C-E-R-T-I-F-I-C-A-T-E

I, JANINE ANDREWS, do hereby certify that the foregoing transcript is true, complete and accurate, to the best of my ability, taken at the time of the above-entitled matter.

IN WITNESS WHEREOF, I have hereunto set my hand this 21st day of September 2016.

Jone andrew @

JANINE ANDREWS, NOTARY PUBLIC
MY COMMISSION EXPIRES: NOVEMBER 5, 2017