

River's Edge Advisory Committee (REAC)

Minutes of Meeting held on Tuesday, November 17, 2015

The following members were present: Jerome Heller (Chair), Rebecca Stanizzi, Daniel Hill, Bill Steinberg, Bill Sterling, Robert Morrison, and Christine DiBona.

Members not present: Michael Wegerbauer, Michael Ellenbogen (new Selectman appointee taking the place of vacating member Tony Boschetto).

Guests: Cherry Karlson, Chair BOS and Nan Balmer, Town Administrator

The meeting was called to order at 7:39PM.

- No public comment
- The Committee reviewed the minutes of the meetings held August 12 and October 8, 2015. A motion to approve both sets of minutes as submitted was made by B. Steinberg, seconded by R. Stanizzi, approved 7-0.
- J. Heller presented invoices from Anderson & Krieger for legal services for the months of September 2015 (\$6556.84) and October 2015 (\$5110.00). Expenses were incurred due to A&K's involvement in the River's Edge site tour plus the subsequent drafting of Addendum to the RFP. Motion to approve the bills was made by B. Steinberg, seconded by D. Hill, approved 7-0.
- Invoice in the amount of \$1000 for consulting services of Ed Marchant was presented. Motion to approve made by B. Steinberg, seconded by R. Stanizzi, approved 7-0.
- As per dates set forth in RFP, developer proposals must be received by December 1, 2015.

- Nan Balmer discussed procurement procedure: MA procurement law is more complex than in many other states. Anderson & Krieger has been consulted with regards to evaluation and awards process. See attached schedule provided by Nan illustrating approximate timeline and meeting dates.
- Discussed potential downsides of “public opening” of non-price proposals. In past projects, Nan has witnessed developers/representatives physically handling documents and bid packets, making the process sloppy and allowing for possibility of document loss/theft. Dan Hill suggested we post bid documents online for public perusal and retain originals. Steve Anderson will be asked if this is permissible in order for us to retain greatest control. If we must allow access to physical documents, Nan will ensure at least fifteen copies of each bid are made for public distribution.
- Bid packages will then be checked by Beth Doucette for compliance with RFP submission requirements. Bill Sterling suggested a member of REAC assist in this process.
- Approximately one week from non-price proposal opening, REAC will receive copies of bid packets with an evaluation sheet drawn from RFP scoring criteria. Members will evaluate proposals individually and return within one week to Nan for compilation of responses.
- REAC will meet to receive compiled evaluations, deliberate and discuss individual opinions. A recommendation from REAC will then be made for the top-evaluated non-price proposals.
- Approx. January 8, 2016 the Town Administrator will hold a public opening of price proposals. Procurement office will review for compliance with RFP submission requirements. At least one REAC member will assist with this review.

- Copies of documents distributed to REAC in open meeting. Dan Hill suggested we consider hiring consultant Ed Marchant to review proposals at this point and advise accordingly.
- Developer interview process was discussed. Becky will consult Steve Anderson to determine whether we must interview all bidders or if we can limit interviews to top bidder choices. Additional questions: must all interviews be of same length and quality? Can we pre-interview so BOS is only interviewing finalists?
- Nan Balmer asked the committee to think about how we plan to use legal counsel as we move forward. Allocated budget for counsel is nearly spent. A&K quoted Nan roughly \$36,000 additional to review bids and assist with steps from now through closing.
- Future meeting dates will be determined and posted. Tentative dates agreed upon: (Evaluation dates moved back one week from timeline attachment in order to avoid the holidays).

12/2 - Non-price proposals and evaluation worksheet to be distributed to REAC in brief open meeting

12/9 - Review individual member evaluations in open meeting

12/16 – Review compiled evaluations in Executive Session

- Nan will revise dates on timeline attachment and re-distribute. Cherry Karlson will update BOS during next scheduled meeting 11/23/15. Nan will also be present to walk through timeline with BOS.
- The meeting adjourned at 8:28 P.M.

Respectfully submitted by Christine DiBona

RIVERS EDGE PROJECT: PROPOSAL EVALUATION AND CONTRACT AWARD PROCESS

Dec. 1, 2015	Public opening of Non-Price Proposals at 4:00 PM (<i>STAFF FUNCTION</i>) (<i>NON-PRICE PROPOSAL IS PUBLIC DOCUMENT</i>)
Dec. 3, 2015	Preliminary evaluation of compliance with RFP's minimum threshold criteria (<i>STAFF</i>) (<i>EVALUATIONS ARE NOT PUBLIC DOCUMENTS AT THIS TIME</i>)
Dec, 8, 2015	REAC MEETING: OPEN Committee receives proposals, individual evaluation sheets and instructions for completion from staff. Discuss any conflict of interest issues
Dec. 8 th - Dec. 15 th 2015	Individual evaluation of non-price proposals by REAC members at home. (<i>EVALUATIONS ARE NOT PUBLIC DOCUMENTS AT THIS TIME</i>)
Dec. 15, 2015	Staff receives individual evaluations from each member.
Dec. 16 th – Dec. 22 nd	Staff compiles individual responses into composite summary with numerical average for each category. (<i>COMPILATION NOT PUBLIC DOCUMENT AT THIS TIME</i>)
Dec. 29 th , and Jan. 6 th , 2016	REAC MEETINGS- EXECUTIVE SESSION: Committee receives compilation. Deliberation to prepare recommendation on non-price proposal.
Jan. 6, 2016	Recommendation from REAC due to Town Administrator on non-price proposal.
Jan. 8, 2016	Opening of Price Proposals at 4:00 pm. (<i>STAFF FUNCTION</i>)
Jan 9 – Jan 11, 2016	Preliminary evaluation of compliance with RFP's price proposal requirements. (<i>STAFF FUNCTION</i>)
Jan. 12 th , and Jan 19 th , 2016	REAC MEETINGS: OPEN SESSION- Staff presents compilation of Price Summary Form, Project Pro Forma, and Statement of Estimated Tax Revenues. EXECUTIVE SESSION: Committee deliberates considering price and non-price proposals.
Feb. 2, 2016	REAC MEETING: EXECUTIVE SESSION -Committee finalizes evaluation, considering both price and non-price proposals, prepares final recommendation and delivers to Town Administrator for transmission to Board of Selectmen.
Feb. 8, 2016	BOS MEETING: OPEN SESSION – Review proposals and discuss recommendation with REAC, review next steps, discuss any conflict of interest issues. EXECUTIVE SESSION: Review of RFP Responses and REAC evaluation and recommendations. OPEN SESSION: BOS awards project.
Feb. 9, 2016	Town Administrator issues Notice of Award – Earliest date
Feb. 9 – Mar. 9, 2016	Land Disposition Agreement Executed (30 days)
May 9, 2016	Due Diligence Period Ends (60 days)
Feb. 9, 2017	Local and State Permitting Completed (9 months)
Feb. 9, 2017	Closing

ANDERSON KREIGER

Anderson & Kreiger LLP
One Canal Park, Suite 200
Cambridge, MA 02141
(617) 621-6500
EIN: 04-2988950

October 15, 2015

Town of Wayland
Attn: John Moynihan
Public Buildings Director
2nd Floor, Facilities Department
41 Cochituate Road, Wayland, MA 01778

Reference # 114263 / 5415-001

In Reference To: River's Edge Special Counsel

Professional Services			Hours	Amount
9/1/2015	BSG	Emails to and from E. Doucette re changes to RFP. Emails from and to DLW re same. Revise RFP. Emails from and to LAB re revisions to RFP. Conference with KMS re RFP. Revise RFP. Revise Exhibit 8.3. Emails from R. Stanizii re changes to RFP and development agreement	3.40	918.00
9/1/2015	RL	Emails from and to clients and A&K attorneys re finalizing RFP.	0.20	60.00
9/1/2015	KMS	Review RFP per BSG instructions.	1.70	255.00
9/1/2015	DLW	Revise LDA. Emails with R. Mattson and A&K team re: the same. Conference with BSG re: RFP.	0.80	256.00
9/2/2015	BSG	Emails from and to B. Stanizzi and E. Doucette re changes to RFP. Revise Exhibit 2.6. Emails to and from B. Stanizzi re revisions to RFP. Emails to and from B. Doucette re same. Emails from and to DLW re same. Revise same	1.20	324.00
9/2/2015	RL	Emails re RFP finalization	0.20	60.00
9/2/2015	DLW	Emails with SDA, E. Doucette, and BSG re: RFP. Emails with N. Balmer and M. Lanza re: the same.	0.90	288.00
9/17/2015	SDA	Emails from and to NB, ED, R Stannizzi re RFP Distribution, site tour and briefing.	0.30	96.00
9/18/2015	SDA	Email to DLW and BSG re RFP briefing and tour. Email from DLW re site visit. Emails from and to	1.10	352.00

		ED re same.		
9/18/2015	DLW	Emails with SDA re: site visit. Emails with client re: the same.	1.10	352.00
9/21/2015	SDA	Emails from and to ED (x2) re AG's advice on briefing and site tour. Review email exchange re same. Telephone conference with ED re same. Conference call with DLW, BSG, ED, JH, R Stanizzi re preparations for briefing and site tour. Email from JH re revised agenda for site visit/briefing.	1.70	544.00
9/21/2015	BSG	Emails from and to SDA and DLW re site briefing and visit. Telephone conference with SDA re same. Telephone call to R. Stanizzi re same. Telephone conference with R. Stanizzi, J. Heller, SDA, and DLW re same	1.10	297.00
9/21/2015	DLW	Emails with J. Heller re: site visit. Prepare sign in sheet and other documents in preparation for meeting. Conference call with client, SDA and BSG in preparation for meeting. Prepare for meeting.	1.70	544.00
9/22/2015	BSG	Travel for and attend bidder's conference and site visit.	3.50	945.00
9/22/2015	DLW	Attend and travel from briefing.	2.00	640.00
9/23/2015	SDA	Emails from and to BSG re Site Visit and Addendum.	0.20	64.00
9/25/2015	BSG	Emails from J. Heller re site briefing and notes. Emails from and to DLW re same	0.10	27.00
9/29/2015	BSG	Emails from and to B. Stanizzi and J. Heller re site visit notes.	0.20	54.00
			Sub-total: 21.40	<u>6,076.00</u>

Sub-total Fees: 6,076.00

Attorney/Paralegal Summary

Name	Hours	Rate	Amount
Stephen D. Anderson	3.30	320.00	1,056.00
Brian S. Grossman	9.50	270.00	2,565.00
Rebekah Lacey	0.40	300.00	120.00
Katelyn M. Smith	1.70	150.00	255.00
David Wiener	6.50	320.00	2,080.00

Additional Charges

	Amount
Printing	480.24
Photocopy in-house	0.60
Sub-total Expenses:	<u>480.84</u>

Total Current Billing:	<u>6,556.84</u>
Previous Balance Due:	19,308.79
Total Now Due:	<u>25,865.63</u>

PLEASE NOTE: ALL BALANCES DUE WITHIN 30 DAYS

ANDERSON KREIGER

Anderson & Kreiger LLP
One Canal Park, Suite 200
Cambridge, MA 02141
(617)621-6500
EIN: 04-2988950

November 9, 2015

Town of Wayland
Attn: John Moynihan
Public Buildings Director
2nd Floor, Facilities Department
41 Cochituate Road, Wayland, MA 01778

Reference # 114559 / 5415-001

In Reference To: River's Edge Special Counsel

Professional Services			Hours	Amount
10/1/2015	BSG	Emails from DLW and J. Heller re meeting notes and Addendum.	0.10	27.00
10/1/2015	DLW	Emails with client re: reviewing Q&A.	0.10	32.00
10/9/2015	BSG	Emails from DLW and SDA re Addendum.	0.10	27.00
10/9/2015	DLW	Emails with R. Stanizzi and conference with DHA re: title work. Emails with SDA re: RFP addendum.	0.20	64.00
10/14/2015	SDA	Review and revise Addendum 1. Emails from and to DLW re same.	1.90	608.00
10/15/2015	DLW	Emails with R. Stanizzi, emails with N. Bloomenthal re: title.	0.10	32.00
10/16/2015	DLW	Conference with DHA re: title commitment.	0.20	64.00
10/19/2015	DLW	Review and revise addendum.	1.80	576.00
10/22/2015	SDA	Emails from and to DLW re RFP Questions from AvalonBay. Draft, review and revise response to Avalon's questions. Telephone conference with DLW re same. Telephone conference with N Balmer re overview of RFP evaluation process.	3.60	1,152.00
10/22/2015	DLW	Emails with R. Stanizzi and J. Heller re: Avalon. Review Avalon's question and RFP and zoning. Telephone conference with R. Stanizzi and telephone conference with SDA re: Avalon question.	1.70	544.00
10/27/2015	DLW	Emails with R. Mattson and others re: RFP	0.30	96.00

		addendum. Emails with SDA re: the same.		
10/28/2015	SDA	Draft, review and revise Addendum 2. Review Termination Agreement re same. Emails from and to DLW re revisions to the RFP per Termination agreement, Avalon Questions. Incorporate carriers' counsels' comments in MLA Amendment 4. Email to Carriers re same. Telephone conference with JL re exhibits.	3.10	992.00
10/28/2015	DLW	Conference with SDA re: addendum to RFP. Review and revise addendum.	1.80	576.00
10/29/2015	SDA	Review emails R Stanizzi and DLW and revised Addendum 2.	0.20	64.00
10/29/2015	DLW	Emails with R. Stanizzi and J. Heller, emails with SDA, re: addendum. Revise the same.	0.80	256.00
		Sub-total:	16.00	<u>5,110.00</u>

Sub-total Fees: 5,110.00

Attorney/Paralegal Summary

Name	Hours	Rate	Amount
Stephen D. Anderson	8.80	320.00	2,816.00
Brian S. Grossman	0.20	270.00	54.00
David Wiener	7.00	320.00	2,240.00

Total Current Billing:	<u>5,110.00</u>
Previous Balance Due:	25,865.63
Total Now Due:	<u>30,975.63</u>

PLEASE NOTE: ALL BALANCES DUE WITHIN 30 DAYS