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Legal Advertisement

**HAMPSHIRE COUNCIL OF GOVERNMENTS
REQUEST FOR PROPOSALS #924**

SALE OF SKILLED NURSING FACILITY AND 106.4 ACRE PROPERTY

Hampshire Council of Governments, acting through its Executive Committee, is soliciting proposals for the disposition by sale of the property known as Hampshire Park, including Hampshire Care Nursing Home, located on River Road in Leeds, MA.

Proposals must be sealed, marked "Sale of Property RFP #924," and sent to: HCOG Purchasing Dept., 99 Main Street, Northampton, MA 01060, no later than 2:00pm, Tues., March 17, 2009. A public opening will be held immediately following. Specifications and required forms will be available until Monday, March 2, 2009, and may be obtained for \$100 from the Purchasing Department; call 413-584-1300 x3.

The Hampshire Council of Governments reserves the right to reject any and all proposals and to waive any informality in proposals received whenever such rejection or waiver is in the best interest of HCOG. The Council places high priority on continuing to serve the communities of Hampshire County, and especially the staff and patients at Hampshire Care. Thus, the highest dollar bid may not be the successful proposal.

Karla Stefansson, Council Chair
Hampshire Council of Governments

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PLEASE NOTE: Email address required

Addendums and update information will be sent by email. Potential bidders **MUST** supply an email address in order to receive updates. Proposals that do not verify receipt of each addendum and update may be rejected.

Upon your receipt of this RFP package, please send an email to pgeis@hampshirecare.com with “*Hampshire Park RFP Email List*” as the subject line. If you do not receive a reply confirming our receipt of your email within two business days, please the call the Purchasing Office to follow up: 413-584-1300 ext 3.

PLEASE NOTE: Cost of document

An official printed copy of the RFP may be obtained for \$100 from the HCOG Purchasing Department, 99 Main Street, Northampton, MA, 01060. PLEASE CALL 413-584-1300, x3 FOR APPOINTMENT.

Proposals will be considered only from proposers who have purchased the hard copy from the Purchasing Department.

HCOG requires a list of all serious potential proposers to ensure that any changes or additional information is distributed equally to all potential proposers. In addition, HCOG wants to make the information freely available to anyone interested. Therefore, an unofficial version of the RFP may be viewed on the HCOG website (www.hampshirecoq.org) by clicking on “Hampshire Park on the left side of the main page. For the purposes of submitting a proposal, this on-line version must not be relied upon to be either complete or current.

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**HAMPSHIRE COUNCIL OF GOVERNMENTS
REQUEST FOR PROPOSALS #924
SALE OF PROPERTY**

SECTION I. INTRODUCTION AND BACKGROUND

The Hampshire Council of Governments (hereinafter "HCOG"), acting through its Executive Committee, hereby declares that the 106.4 acre wooded parcel known as Hampshire Park and the 120-bed nursing home Hampshire Care, located in Leeds, a village of the City of Northampton, MA, is available for disposition. The Council further declares that it is in the public interest to continue providing skilled nursing and rehabilitation on this site and therefore only proposals that include the continued operation of a skilled nursing facility will be considered. Additional uses will be considered only if they are compatible with the operation of the health care facility.

A plot plan and description of the site and improvements is included in the certified appraisal on the HCOG website: www.hampshirecog.org

Responses to this RFP will be received by the HCOG Purchasing Department, 99 Main Street, Northampton, MA 01060, no later than 2:00 pm, Tuesday, March 17, 2009. Specifications may be obtained from the Purchasing Dept. no later than Monday, March 2, 2009.

This solicitation is being conducted in accordance with the provisions of MA General Laws Section 30B, Chapter 16; all contracts for sale will be strictly awarded in accordance with the laws of the Commonwealth of MA and the requirements of this RFP. Bidders must file a Notice of Intent to Acquire (NOIA) with the Division of Health Care Quality, MA DPH, submitting a copy with their Proposal.

The current market value of the property was determined in accordance with generally accepted standards for commercial appraisals by a Certified Appraiser registered in the Commonwealth of Massachusetts. A two-part report on the value of the entire parcel with all the improvements therein, including the Hampshire Care license and facility, was conducted by Kim Levitch & Partners, and is included in the HCOG website. The combined appraised value of the entire property and business is \$4,746,000.

HCOG and its predecessor, Hampshire County, have provided health services on a 106.4-acre parcel of land in Leeds, MA continuously since the land was purchased in 1913. The original building served tuberculosis patients; the current building was completed in 1971. Hampshire Care, as the current Skilled Nursing Facility is known, is

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rated for 120 beds and maintains high quality standards of care provided by dedicated and committed personnel.

The most advantageous proposal from a responsive and responsible proposer, taking into consideration price and all other evaluation criteria set forth in the RFP, will be selected. **Continuation of a skilled nursing facility on the site and continued employment of Hampshire Care personnel are minimum requirements for all proposals.**

HCOG reserves the right to waive or permit cure of minor informalities, and to conduct discussions with all qualified vendors in any manner necessary to serve the best interests of the Council. HCOG also reserve the right, in its sole discretion, to award a contract based upon written proposals received without prior discussions or negotiations.

It is the policy of HCOG to contract with organizations who agree not to engage in any discriminatory employment practices or in any discrimination in the provision of services based on race, color, religion, national origin, ancestry, age, sex, sexual preference, or disability. HCOG does not discriminate on the basis of disability with respect to the admission to, access to, or operation of its programs, services or activities. Individuals who need auxiliary aids for effective communication are invited to make their needs known.

SECTION II. KEY DATES FOR THIS PROPOSAL

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|-------------------------|---|
| <u>January 8, 2009</u> | First Advertisement in The Republican |
| <u>January 14, 2009</u> | Advertisement in Central Register |
| <u>January 15, 2009</u> | Second Advertisement in The Republican |
| <u>March 3, 2009</u> | Last day for questions to Chief Procurement Officer |
| <u>March 17, 2009</u> | Proposals are due in the Purchasing Office no later than 2:00pm, with a public opening to take place immediately following in the Conference Room, Room #210, 99 Main St., Northampton, MA. |

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SECTION III. PROPOSAL INSTRUCTIONS

A. INSTRUCTIONS TO BIDDERS

1. Attention of all bidders is directed to Chapter 30B, Section 16 of the General Laws of the Commonwealth of Massachusetts governing transactions involving real property and to all other applicable sections of the General Laws as most recently amended which govern the award of this contract.
2. The Chief Procurement Officer may cancel this RFP, in whole or in part, or may reject all Proposals submitted if it is deemed to be in the best interest of the Council.
3. Required forms are provided by HCOG in the appendices attached. Proposals shall be in ink, printed, or typewritten and must be presented in an organized and clear manner.
4. Questions or clarifications regarding this RFP shall be submitted to the Chief Procurement Officer in writing. They must be submitted in accordance with the date specified in Section II of this RFP.
5. Each bidder shall acknowledge receipt of any and all addenda issued to the RFP by so indicating in the Cover Letter/General Response as described in Section VI of this RFP. Failure to do so shall be cause to reject the Proposal as being unresponsive.
6. All Proposals shall be signed correctly, in ink, in the following manner:
 - a. If the Proposal is made by an individual, that individual's signature, name, and address shall be given.
 - b. If the Proposal is made by a partnership or corporation, it shall be signed by a duly authorized person, who shall give his/her name and title as well as the name and address of the partnership or corporation.
 - i. If the Proposal is made by a partnership, the signatures, names, and addresses of the individual members shall be given.
 - ii. If the Proposal is made by a corporation, the name and the state under the laws of which said corporation is chartered and the signatures, names, titles, and business addresses of the president, treasurer, and managers shall be given.
7. Bidders may correct, modify or withdraw their Proposals on or before the date and time they are due as stated in the Legal Advertisement. Corrections or modifications shall be submitted to the Chief Procurement Officer in sealed envelopes, clearly marked to indicate the contents, with the name and address of the bidder. Any late correction or modification to a Proposal will not be accepted. A bidder who wishes to withdraw a Proposal must make a request in writing.

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8. Each bidder shall be presumed to have read and be thoroughly familiar with this RFP. Unfamiliarity with these documents shall in no way relieve any bidder from any obligation with respect to his/her/its Proposal.
9. It is understood that the bidder's Proposal and offer to purchase the Property from HCOG will remain valid for 90 days past the submission deadline.
10. All applicable state laws, municipal ordinances, and the rules and regulations of all authorities having jurisdiction over real property transactions shall apply to the RFP throughout, and they shall be deemed to be included in the RFP the same as though herein written out in full.
11. It is understood that the bidder has submitted the Proposal in good faith and has not colluded with any other individuals, firms, or corporations in creating the Proposal to subvert the market process. All bidders must complete the Certificate of Non-Collusion and Tax Compliance Form attached hereto as Appendix A.
12. All costs involved in preparing the Proposal will be borne by the bidder.
13. Proposals that are incomplete, conditional or obscure may be rejected. No award will be made to any bidder who cannot satisfy the awarding authority that he/she/it has sufficient ability and sufficient capital to enable him/her/it to purchase the Property in accordance with its bid and to meet the requirements of this RFP. The awarding authority's decision or judgment on these matters shall be final, conclusive and binding.
14. Any Proposal received after the date and time stated in the Legal Advertisement will be deemed non-responsive and shall not be opened. Unopened Proposals will be returned to the bidder.

B. SITE VISIT AND DESCRIPTION OF PROPERTY

Interested bidders are invited to make an appointment to view the Property. Please contact Penny Geis at either 413-584-8457 or pgeis@hampshirecare.com

The Property will be conveyed "as is." Notwithstanding anything set forth herein to the contrary, bidders should undertake their own review and analysis concerning physical conditions, environmental conditions, applicable zoning, required permits and approvals, and other ownership and legal considerations.

Zoning: The Property is zoned RR (Rural Residential).

Access: The Property has access from River Road in Northampton and from Fort Hill Road in Williamsburg.

Utilities: Public water, sewer, and electric lines are provided to the Property. National Grid provides electricity, Northampton provides sewer, and Williamsburg provides water.

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Environmental Review: HCOG shall bear no responsibility for hazardous waste, oil, hazardous material or hazardous substances, as those terms are defined by statute (herein collectively referred to as "Hazardous Waste"), on, in, under or emitting from the Property and the successful bidder agrees to defend, with counsel satisfactory to HCOG and, to the extent not prohibited by law, to pay, protect, release, indemnify and save harmless HCOG from and against and all liabilities, damages, losses, costs, expenses (including any and all attorneys' fees, and expenses of HCOG), causes of action, suits, claims, demands or judgments of any nature whatsoever arising prior and subsequent to delivery of the deed for any injury to person or property arising from any hazardous waste that is on, in, under, or emitting from the Property.

C. QUESTIONS AND CLARIFICATIONS

Questions regarding this RFP shall be submitted by email to the Chief Procurement Officer at pgeis@hampshirecare.com prior to the date indicated in Section II for submission of Questions, in order to afford HCOG adequate time to respond with a correction or additional information prior to the deadline for submission of Proposals. If necessary, a written addendum will be incorporated into the RFP and will become part of the RFP. Those who have received a copy of the RFP will be notified of any such changes.

D. NOTIFICATION OF AWARD

All bidders will be notified of the selection decision within 60 (sixty) days of the date Proposals are due into HCOG, unless otherwise notified by HCOG. In no case will the award be made beyond 90 days unless HCOG and selected bidder agree to extend the period of time in which the Proposal is valid.

E. PURCHASE AND SALE AGREEMENT

This Request for Proposal, as well as the selected bidder's Proposal, and any addenda to that Proposal, will become part of the Purchase and Sale Agreement which shall be substantially in the form attached hereto as Appendix E.

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SECTION IV. PROPOSAL REQUIREMENTS

A. MINIMUM REQUIREMENTS

Bidders must meet the following minimum requirements:

1. Proposer will continue to operate a skilled nursing and rehabilitation facility at this site, and will offer employment to all personnel who are employed at Hampshire Care at the time of transfer, providing they have been employed by Hampshire Care for at least two months.
2. A deposit of \$50,000.00 must be submitted with the Proposal in the form of a bank or cashier's check. The deposit should be made payable to: "Hampshire Council of Governments." This deposit will be credited to the purchase price at the time of the closing.
 - a. The deposit will be returned to unsuccessful bidders within five (5) business days of awarding the bid.
 - b. The deposit of the successful bidder will be placed in escrow until closing.
3. The Proposal must be from a qualified business, corporation, partnership, firm or individual.
4. All Proposals must be received by the HCOG Purchasing Department no later than 2:00pm, Tuesday, March 17, 2009. Proposals must be in a SEALED box or package, clearly marked "Request for Proposals #924" on the outside, and must include the name and address of the bidder in the top left corner of the envelope.
5. Proposers must submit one (1) original and twenty (20) copies of the entire RFP package.
6. All Proposals must include all items specified in Section IV of this RFP.
7. The bidder must have signed the Certificate of Non Collusion and Tax Compliance Form (Appendix A), the Price Proposal Worksheet (Appendix B), the Disclosure of Beneficial Interests in Real Property Transaction Form (Appendix C), and the Commitment for Payment in Lieu of Taxes (Appendix D), and include them with the Proposal.
8. The Proposal must be signed in accordance with Section III of this RFP.

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9. All Proposals are to include a statement that the Proposal is in accordance with this Request for Proposals and that the bidder has read and understands all sections and provisions herein.
10. All Proposals must include a cover letter including a) the name of the bidder, b) the bidder's address, email address, and telephone number, and c) the intended use of the property. Someone authorized to sign such documents must sign this letter in ink.
11. All Proposals must include five (5) references, complete with contact name, address, telephone, and email address. The Council reserves the right to contact additional references, not named by the proposer.

B. FINANCIAL REQUIREMENTS

Financial submittal requirements are as follows:

1. The bidder must submit a \$50,000.00 bid deposit (bank or certified check), to be applied to the purchase price at the closing.
2. The bidder must provide proof of financial capability to complete the purchase of the Property for the proposed price; proof must be satisfactory to HCOG (i.e. letter from bank, accountant, audited financial statements).
3. The bidder must affirmatively state that it is willing to enter into the Purchase and Sale Agreement substantially in the form attached hereto within sixty (60) days and will be able to close within ninety (90) days.
 - a. The Council reserves the right to enter into a management agreement with the successful bidder prior to closing, but makes no representation that it will do so.

C. NON-PRICE CRITERIA

The most advantageous proposal from a responsive and responsible proposer, taking into consideration price and all other evaluation criteria set forth in this RFP will be selected. Each Proposal will be judged on the criteria below (either Highly Advantageous, Advantageous, Acceptable, or Not Acceptable):

1. All qualitative program objectives described herein are fully met or exceeded by Proposals from qualified Proposer. (Highest possible score: Highly Advantageous)
2. Proposer submits transition plan to provide the necessary care and services to attain or maintain the highest practicable physical, mental, and psychosocial well-being for each resident and patient, in accordance with that individual's comprehensive assessment and plan. Special attention should be given to new patients for whom the

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care plan may not have been completed. (Highest score possible: Highly Advantageous)

3. Proposer sets forth admission policies outlining how they will serve people from this area. (Highest possible score: Highly Advantageous)
4. Proposer will offer employment to individuals who are Hampshire Care employees as of the date of closing. (Highest possible score: Highly Advantageous)
 - a. Employees will be offered employment in Hampshire County at salary or hourly rates at least equal to current pay. (Highest possible score: Highly Advantageous)
 - b. Employees will be offered health insurance benefits with at least a 50% employer paid premium. (Highest possible score: Highly Advantageous)
 - c. Employees who do not qualify for Medicare because their long employment with Hampshire Care predates the enactment of Medicare will be provided health insurance after they retire, provided they are still employed at this or a successor facility owned by the successful bidder within a month of their retirement. (Highest possible score: Highly Advantageous)
5. Proposer shows evidence of a history of providing excellent Skilled Nursing Facility care, including:
 - a. Past four years of survey results for all SNFs owned or operated by the Proposer. (Highest score possible: Highly Advantageous)
 - b. Site visit to at least one SNF owned or operated by the Proposer for at least the past four years. (Highest score possible: Highly Advantageous)
6. Proposer will continue to make available campground space for special needs students (currently provided by the Hampshire Educational Collaborative at Camp Hodgkins) on the Hampshire Park campus. (Highest score possible: Advantageous)
7. Proposer will use the site or part of the site to expand other charitable, educational, or other publicly beneficial community activities. (Highest score possible: Advantageous)

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SECTION V. SELECTION PROCESS

All Proposals will be reviewed by the Chief Procurement Officer, and a recommendation may be made to the Full Council to accept the Proposal from a responsive, responsible bidder (as those terms are described below) with the most highly advantageous proposal that meets all of the minimum requirements and financial requirements as stated herein.

To qualify as a **responsive** and **responsible** bidder:

1. A **responsive** bidder shall be defined as a bidder who has submitted a Proposal that conforms in all material respects to this RFP, and has included all the information or documentation specified in the Proposal Submission Requirements in Section IV of this RFP.
2. A **responsible** bidder shall be defined as a bidder who has demonstrated the capability to perform fully the requirements of this RFP and the integrity and reliability that assure good faith performance.

HCOG reserves the right to weigh its evaluation criteria in any manner it deems appropriate, to conduct one or more site visits to property owned or managed by the bidder, to use its own experience with a bidder, and to contact sources for whom references were not provided. HCOG reserves the right to conduct an interview and site visit to one or more of the bidders as part of the evaluation process, and may use that interview or site visit in determining the successful bidder.

HCOG shall determine, in its sole discretion, which bidder offers the most advantageous Proposal. HCOG may, but shall not be required to, make an award to the bidder offering the highest purchase price.

HCOG reserves the right to reject all Proposals or cancel this RFP if deemed to be in the best interest of HCOG. The COG places high priority on continuing to serve the communities of Hampshire County, and especially the staff and patients at Hampshire Care. Thus, the highest bidder will not necessarily secure ownership of this property.

SECTION VI. PROPOSAL SUBMISSION REQUIREMENTS

A. SUBMISSION

Proposals must be received per the time frame outlined in this RFP, as per directions in Section IV. It is the sole responsibility of the bidder to insure that the Proposal is received

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by HCOG in accordance with this RFP. Each Proposal shall include all items listed in Section IV of this RFP, as well as the attached Checklist (Appendix F).

B. CONTACT INFORMATION

Clarification and interpretations of this Request for Proposal must be requested by email. Responses shall be likewise furnished. The last day to submit emailed requests for clarification is Tuesday, March 3, 2009. After that date, no requests or questions will be accepted. Please contact HCOG for clarification of this Request for Proposal and direct all inquiries to:

Pennington Geis, Chief Procurement Officer
pgeis@hampshirecare.com

SECTION VII. MISCELLANEOUS

- A.** Update information will be sent by email. Potential bidders **MUST** supply an email address in order to receive updates. Upon receipt of this RFP package, please send an email to pgeis@hampshirecare.com with *"Hampshire Park RFP Email List"* as the subject line.
- B.** Proposals will be considered unacceptable if this entire document, with all attached forms completed and properly signed, is not submitted in accordance with this RFP.
- C.** For additional information, please see the following reports which are posted on the HCOG website:
 - 1. Certified appraisal, including plot plan and description of improvements.
 - 2. Audited 2007 financial statement, un-audited YTD 2008 financial statement, and estimates of employee benefit costs.
 - 3. A selection from consultants' reports which HCOG judged as providing useful information on valuation-related questions and site improvement alternatives.