

CHARLOTTE GATEWAY STEERING COMMITTEE
Charlotte-Mecklenburg Government Center
600 East Fourth Street, Room 266
Charlotte, North Carolina 28202

Wednesday, June 19, 2019
Beginning at 10:43 a.m.

Transcript of Meeting

Steering Committee Members In Attendance:

Tracy Dodson, Chair, City of Charlotte
Mark Hahn, Mecklenburg County, Asset and Facility Management
David Howard, NCDOT
John Lewis, Jr., Chief Executive Officer of CATS
Michael Smith, Charlotte Center City Partners (via telephone)
Julie White, NCDOT Deputy Secretary Multimodal
Transportation (via telephone)

Others in Attendance:

Roberto Canales, NCDOT (via telephone)
Philip Charneskie, CATS
Ashley Clark, City of Charlotte
Erin Gillespie, City of Charlotte, Economic Development
Olaf Kinard, Director of MCT CATS
Jason Lawrence, CATS
Lori Lencheski, City of Charlotte, Economic Development
Andy Miller, NCDOT
Klint Mullis, Charlotte Center City Partners
John Muth, CATS
Cheryl Myers, Charlotte Center City Partners
Brian Nadolny, CATS
Craig Newton, NCDOT
Tyler Niess, Principal of Sequel
Jason Orthner, NCDOT (via telephone)
Allan Paul, NCDOT (via telephone)
Howard Primer, The Primer Group
Juliann Sheldon, CATS
Blanche Sherman, CATS
Michael Smith, Charlotte Center City Partners (via telephone)
Brad Thomas, City Attorney's Office
Fran West, City of Charlotte

Reported by: Sally W. Lowrance, CVR-M

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1 P R O C E E D I N G S

2 (at 10:43 a.m.)

3 (All present identified themselves for the record.)

4 MS. DODSON: Thanks, everyone, for being here. Do we want
5 to just go ahead and approve the minutes, or any
6 discussion about the minutes?

7 (Motion to approve the minutes from May 15, 2019 was
8 made by David Howard and seconded by Mark Hahn. Motion
9 carried unanimously.)

10 MS. DODSON: Now let's get into the review of the RFQ,
11 probably the meat of why we are here today. David, do
12 you want to start with the State; do we want to just
13 kind of just go around from the different perspectives?

14 MS. WEST: I can do a brief overview of the comments that we
15 have received. So we have received some feedback from
16 Mark and the County about having a little additional
17 information around the affordable housing, stipulating
18 about AMI being 80 percent.

19 MR. HAHN: Up to 80 percent.

20 MS. WEST: Up to 80 percent AMI around the housing. I think
21 that's a controversial comment.

22 MS. DODSON: And I'm sorry to interrupt, that's what was in
23 our contract?

24 MR. HAHN: Yes, so I was trying to mirror that.

25 MS. DODSON: Just mirror that, okay.

1 MS. WEST: We received some feedback as well from Charlotte
2 City Center Partners. Thanks Cheryl, Cliff, and
3 Michael. Again, those --

4 MR. HOWARD: That's a question to Mark whether you need the
5 formality to sign, because I know they were upgraded as
6 well. You maybe should add language that it can be a
7 mixed income so it's not a standalone. I mean how are
8 you asking for the affordable housing?

9 MR. HAHN: Right now it's just one sentence and it just says
10 that it's the greater of 50 percent of the total number
11 of housing units, and we need to add the part for up to
12 80 percent or severing households up to 80 percent AMI.

13 MR. HOWARD: With some encouragement that --

14 MR. HAHN: Or a minimum of 40, yeah.

15 MR. HAHN: But with some language that it's clear that we're
16 asking for it to be as much in a mixed income
17 environment as possible.

18 MR. HAHN: Do you mean distributed when you say that, is
19 that what you mean?

20 MR. HOWARD: That's one way to say it, but I mean really
21 what I'm saying is the way the tax credits work is that
22 they're usually not one by themselves, it could be
23 harder. It would be nice if it was clear to them that
24 it could be distributed, it could be to some extent not
25 having to do one project by itself, just some

1 encouragement that it's mixed in.

2 MR. HAHN: It's definitely a desirable goal. It becomes
3 very difficult to do financially usually.

4 MR. HOWARD: Downtown you can use it because you can have it
5 arranged that will offset, so it just would be nice to
6 make sure it's --

7 MS. WEST: We're running into a little bit of trouble on
8 another project.

9 MR. HAHN: Yeah, because the cost is higher, so the cost per
10 unit is much higher regardless of the cost of the other
11 units.

12 MR. HOWARD: Let's just be nice and clear that we want it to
13 be mixed, that's all.

14 MS. DODSON: Well, I guess my question is, is that a
15 requirement or a desire?

16 MR. HOWARD: A desire.

17 MR. HAHN: And I can't make it a requirement because it's
18 not what our deal was.

19 MR. HOWARD: Not a requirement, just a desire. That's all
20 I've got on that.

21 MS. WEST: So is that something that we would want to leave
22 more into the upfront queue or were you putting it more
23 in the PE? I feel like --

24 MR. HOWARD: If I was a developer I'd want to know that you
25 were open to that, and they may want to go either way.

1 When Tracy and I went, it's very, very hard -- this was
2 the Scaleybark deal. It's never easy to do it one way
3 or the other, but I mean developers like to know that
4 they can have flexibility in the way that you approach
5 it. All I'm really talking about is seeing mixed income
6 developments like hers are encouraged or desired. It
7 doesn't have to be required, by no means.

8 MR. HAHN: And what I see, I would typically interpret a
9 difference between mixed income, which implies different
10 levels of AMI, versus distributed housing, affordable
11 housing across the development. I see those as two
12 different things.

13 MR. HOWARD: I'm talking about the first one.

14 MR. HAHN: Oh, you're talking about the first one?

15 MR. HOWARD: I'm talking about the first one because I want
16 to make sure that even if it's one development you can
17 have market with the affordable in one building. So it
18 can be distributed to the building. It doesn't have to
19 be distributed across. When you say distributed it can
20 be anywhere, and I've spent too much time on that
21 already.

22 MS. WEST: Let's touch base about how we want that wording.
23 Okay, we've received feedback from Charlotte City Center
24 Partners. Primarily it was on formatting. I didn't see
25 anything in there that was fundamentally up for

1 discussion. John Saclarides is not here today. He sent
2 an email early on with some questions, and we can work
3 to address those. So that checks off, and then we also
4 had a great call with NCDOT. Thanks Craig. We went
5 through a fair amount of comments. There were some that
6 were, I would say, more substantial than the others.
7 They were all great. Do we want to talk about those
8 now, being the inner city carrier was a key one and then
9 the other one was just the beefed-up language around the
10 activity in Phase 1.

11 MR. NEWTON: I think unless the City or CATS have any
12 objection to any of the DOT comments we'll leave it up
13 to you to discuss further. I think they, I guess, speak
14 for themselves. I do know that the inner city bus
15 carrier was a sticking point when we had our call a week
16 ago, so maybe that deserves the most conversation.

17 MS. WEST: Yes, I agree.

18 MR. HOWARD: Sure. I don't mind if you don't. I'll talk
19 about it a little bit. The first thing is to make sure
20 that we spend enough -- had enough verbiage inside of
21 the RFQ to talk about the contributions of the inner
22 city passenger rail which you guys did, so thank you for
23 that, because I think a developer will care about the
24 number of people coming through from our service as
25 housing increases. The second one was about the current

1 tenant of the land that we purchased, that being
2 Greyhound, and the fact that John, you know this better
3 than I do, the FTA language says we have to accommodate
4 inner city bus to some extent. So I think that we just
5 discussed before you got here is that maybe what we do
6 is in the RFQ say that we'll accommodate but don't go
7 into the details that Craig sent over at this time.
8 That will give us time between now and when the RFP
9 comes out to talk about what accommodations we need to
10 make.

11 MR. LEWIS: I think accommodation can be broadly
12 interpreted. I would be more comfortable with access,
13 but we can talk verbiage at a later date. FTA
14 encourages that there is multimodal and connectivity
15 with inner city. That leaves a wide range of
16 interpretation in that. We are absolutely comfortable
17 with access to pick people up and drop people off, and
18 that has to be done through a competitive basis also,
19 and we are absolutely on that track.

20 MR. HOWARD: So the only thing I tell you, and that's why I
21 don't want to go into what accommodations access means
22 today is that one of the models that we looked at was
23 Fayetteville. I don't know if you've been there, and I
24 know you know the way this works a lot better than we do
25 across the country, but Fayetteville actually did the

1 same thing where they actually accommodated slips, and
2 they were dedicated to Greyhound, and they did things
3 like having one single tap. And they did have small
4 offices inside of essentially what we have over at the
5 transit side. So essentially like you have those
6 offices along there, they have one of those, and they
7 have some slips underneath that are accommodated for
8 just them.

9 So I mean, it will give us a chance between now
10 and the RFP coming out to investigate some models that
11 are out there. It may not be exactly what they have now
12 but it may be a bit more than what you guys are talking
13 about right now. So that's why I think I'm comfortable
14 because I really want to approve this RFQ today, that we
15 work through the language on what access accommodations
16 means going forward.

17 And I think we should look for models that we can
18 all kind of say look, this is the way it worked. Matter
19 of fact, Fayetteville told Craig when he talked to them
20 that actually the amount of ridership, people in and
21 out, they actually liked it because it actually kind of
22 encouraged more people moving in and out of the center,
23 so we should probably dig into what that looks like.

24 MR. LEWIS: Fayetteville isn't quite on par.

25 MS. DODSON: It's not the same.

1 MR. HOWARD: I get it. I mean, we should look at it.

2 That's why I said you know what Orlando did and some
3 other folks we should look to.

4 MS. WEST: So just make sure we're all clear, when we talk
5 about requirements and goals for this project I would
6 essentially add another bullet here that says CATS will
7 provide access to an inner city carrier for this access.

8 MR. LEWIS: Yes, we'll handle all in that area in another
9 bullet that says that we are open for inner city in our
10 bus access, yes.

11 MS. WEST: And that's how we will cover it.

12 MR. LEWIS: And we'll send that language.

13 MR. HOWARD: It's usually Alan and Jason that cover what we
14 thought -- Craig, am I doing okay?

15 MS. WHITE: Yeah, I think that you covered what Craig said.
16 I think getting down in the office, digging into what
17 access and accommodation means will be important.

18 MR. SMITH: And we certainly have wonderful examples all
19 across the state where NCDOT has partnered with local
20 transit to accommodate Greyhound. Probably the best
21 example close to Charlotte is Greensboro.

22 MR. HOWARD: And I think what you just heard too from John
23 and Tracy is that we probably need to dig a little
24 deeper and look at models and peer cities across the
25 country too, so we'll all start that conversation, all

1 right?

2 MS. WHITE: Okay.

3 MR. SMITH: David, quick question, are we trying to solve
4 for optimization of like the best blend and shared uses,
5 or are there issues behind this that are our obligation
6 in the agreement that we're trying to meet, or is it
7 both?

8 MR. HOWARD: It is both. It's definitely both.

9 MS. DODSON: So can I say, what are we obligated to do?

10 MR. HOWARD: So the obligation is actually kind of
11 interesting, because we negotiated a contract on land
12 that you guys now own, I mean, a tenant is actually now
13 on your land. So we actually need to probably just kind
14 of all talk about what's in the agreement when we
15 purchased it and what's in your lease agreement because
16 there are actually two agreements.

17 So that's what I'm saying, you know, we really
18 haven't spent a lot of time dealing with either one of
19 those to figure that part out. What we know is what the
20 FTA is requiring right now is that we accommodate it.
21 So we should dig into both of those a bit. I mean Fran
22 just was sharing kind of where the city is on the next
23 two, which is something I think we ought to all talk
24 about.

25 MR. SMITH: That sounds great. That's helpful to

1 understand.

2 MS. DODSON: I'm with you on wanting to get the RFQ out, but
3 at the same time this is something we need to dig into
4 and dig into and make decisions on quickly because I
5 don't want --

6 MR. LEWIS: I think we can come up with verbiage by the end
7 of today.

8 MR. HOWARD: Well, we've got a whole RF -- we'll figure --

9 MR. LEWIS: We'll figure this out quick. It's out. That,
10 we just need to reference it in this and get it out.
11 The longer-term strategy in that, we can work through
12 that conversation and exactly know what our aim is.

13 MS. DODSON: Yes. I just want to be careful that it doesn't
14 seem like we put something out and then oh, yeah, by the
15 way, and make it more cumbersome, so we need clarity
16 quickly around that.

17 MS. WEST: And I think too that I could anticipate a
18 question coming from a proposer on what that means.

19 MR. LEWIS: Yes, and we can answer that very easily.

20 MS. DODSON: And that's where I guess what I'm thinking is a
21 big question comes in the RFQ process that we're ready
22 for that answer.

23 MR. HOWARD: Can we just say we're looking in the RFQ that
24 we're open to creative approaches? I would ask you not
25 to go out on a limb and say what the City would prefer

1 or what we would prefer, because we need a really dig
2 deeper.

3 MR. LEWIS: This is critical to operational issues, and so
4 this is going to be an area like Amtrak where we will
5 prescribe, that we can have an agreement on what we
6 prescribe, but I don't think this is something that
7 we're looking for a developer to give us creative ideas
8 on. You can't get creative with Amtrak needs X amount
9 of baggage space. You can't get creative on if they
10 need a ticket office.

11 MR. HOWARD: But you can get creative, for instance, in
12 Fayetteville, they're not fueling the buses down --
13 they're not fueling the buses so there's no fuel tanks.
14 You can get creative on how you share the slips.

15 MR. LEWIS: But that's what we need to prescribe to them.

16 MR. HOWARD: But you know, that kind of depends on how that
17 space is developed. I mean, you know, we may do it on a
18 curve, who knows, we may do it -- I don't know. That's
19 what I'm saying is that it would be nice for the
20 developer to kind of have some free range on how they
21 approach -- we can talk about the accommodations. I
22 mean, what you have is I have a secretary that told us
23 to get the deal closed and to work with Greyhound. I
24 have us in good faith talking to Greyhound about them
25 really being able to be a part of this to get them to

1 the point where we could get the purchase price where we
2 got it. So there are some things in good faith that we
3 needed to state the whole truth to just as much as we
4 could.

5 MR. LEWIS: But there is also, and we have to keep in mind
6 that this is a federally funded project and anything,
7 accommodation or access, has to be procured, has to go
8 through our competitive process, so we can't engage in
9 it direct. Megabus may come in and put the best deal on
10 the table.

11 MR. HOWARD: We should just talk about it so, I mean, you
12 should know what we said to get to the point that we got
13 to. But let's not stop today. The question is
14 important. And I understand what you're saying about
15 the question from a developer. We should probably talk
16 sooner than later.

17 MR. SMITH: So David, would this as it's suggested, can we
18 agree to meet in the next, I don't know, week to 10 days
19 to begin to understand what are the rocks in the river
20 that we're going to have to work around so that we meet
21 the obligations of the lease and then understand what
22 are best practices so that we can solve this even before
23 anyone would come to us with questions because they are
24 about to submit through their qualifications.

25 MR. HOWARD: I look for reasons to come to Charlotte, so

1 yes.

2 MS. DODSON: And I think I'm going to look probably to some
3 of you guys who you dig into the agreements, tell us the
4 agreements, and then we as a team can figure it out from
5 there.

6 MR. HOWARD: Craig and Allan, you guys ought to become
7 experts on this agreement again so we can make sure that
8 we can all say what it was.

9 MR. NEWTON: Yeah, we can certainly provide our
10 interpretation of the lease, and that's the thing that
11 that would be helpful for the conversation.

12 MS. DODSON: Okay, Fran, were there other things in terms of
13 giving the overview of comments that we needed to hit
14 on?

15 MS. WEST: No, I think that other feedback would be from you
16 and John if there's any comments or feedback associated
17 with that.

18 MS. DODSON: I have two things that I think are for the
19 group, and then if we need to have sidebar conversations
20 on any of it we can. I don't want to bog down the day.
21 One, on the rail trail concept I think we need to
22 provide a little bit more definition around it because
23 it's --

24 MS. WEST: And I did leave off. Cheryl just mentioned to me
25 that they did provide additional information on what the

1 rail trail is.

2 MS. DODSON: Okay. Because to me you're talking about a
3 great difference. It's not clear what we're asking for,
4 I think.

5 MS. MYERS: I think the way that it was stated in the RFQ
6 was fine and then we added another little comment so
7 that they could go to the website just to get more
8 information about what we really meant, but we don't
9 necessarily call this a rail choice. It's more like an
10 urban greenway that would be interpreted in the way
11 that's best for this project.

12 MR. HOWARD: So the rail trail is coming from the Center
13 City plan, is that where that's coming from?

14 MS. MYERS: No, it was mentioned very prominently in the
15 station area plan as an idea that I think lots of people
16 really liked.

17 MR. HOWARD: I know it came from the State a little while
18 ago, I just wanted to make sure, especially when you
19 have all of this very limited space, that we know what
20 that means.

21 MS. DODSON: Yes. Well, and to me in my mind as I think
22 about it, it means something different if you're looking
23 at two blocks versus the whole thing, and it just --

24 MR. HOWARD: Or if you're looking at inner city rail and
25 then compare it to Light Rail. To me this feels

1 completely different because this should be to go out to
2 the sidewalk and come back up if need be. I don't want
3 that to be get more space that's got to be taken in an
4 already limited --

5 MS. DODSON: Yes. And I think that it may be just like
6 Greyhound, it may be one of these things that we need to
7 put our heads together to be ready to answer, but when I
8 read through what is required, which is I would put the
9 developer hat on and that's where I'm going first. And
10 so as I think through this, that could be a lot of
11 different things. That's the piece to me that is the
12 most kind of ambiguity.

13 MR. HOWARD: And actually if you used -- whose definition of
14 rail trail are we using, is it the County's, because
15 theirs comes with requirements to connect to their
16 system, and it's a pretty extensive -- it's like meaning
17 a mile or something if I remember right.

18 MS. WEST: Is that a requirement or is it a --

19 MR. SMITH: Yes, but this concept was not intended to be
20 part of the County's Greenway network. It's been one of
21 the better concepts of how we integrate something that's
22 grade separated into the full network, and I think it's
23 a game changer for the place that we're creating,
24 because those north-south connections are so vital and
25 we were worried that referring to it as rail trail meant

1 it had to connect in some way to the infrastructure in
2 South End, and calling it Greenway meant it had to be
3 connected into the Greenway network for the county. I
4 think it's more about how do we connect from the Cedar
5 Yards and south by Bank of America Stadium up to
6 creating some connectivity over the North Carolina Music
7 Factory. That part of our city just has a lack of
8 connectivity north and south, and this project is going
9 to be so great but it's also going to be so disruptive
10 with the tunneling on the East-West, but I think it's a
11 essential component.

12 MR. HOWARD: The only thing I'm asking for is the same
13 flexibility we've done in the city, which is we've
14 allowed developers to do wider sidewalks to accommodate
15 the trail to kind of meander in and out. Let's leave
16 that one open.

17 MS. DODSON: Yes, and we can talk about this, we're getting
18 into semantics, but I think the way that we're trying to
19 go is, Michael just explained it very well right there,
20 it's this is going to be the first stake in the ground
21 for the Silver Line as the Silver Line comes through
22 Center City, things like that. We just need to work
23 together on that north-south connectivity on how you're
24 kind of connecting people with the rail parallel to the
25 rail, things like that. This is going to set the tone

1 for some of that.

2 MR. HOWARD: In Fourth Ward it just starts to limit, the
3 more right-of-way you take landing you across the
4 property of what we can lease, so if we can do it
5 another way it would make sense for us there. That's
6 what I'm saying, is in my mind I think there's a lot of
7 flexibility but I do get the sense that the connectivity
8 that they want to make sure is embraced, I think what
9 I'm hearing is it can happen in a lot of different ways,
10 but this is going to start to set the tone for some of
11 that as you look at the Silver Line moving through
12 Uptown.

13 MS. MYERS: We want the most mobility that we can get from
14 other pedestrians and cyclists to get to the development
15 and the station, so I know it's semantics but maybe we
16 say multi-use paths or something like that.

17 MS. DODSON: Yes. So we'll work on a little bit of that. I
18 think it's having flexibility, understanding though,
19 that that connectivity is important.

20 MR. HOWARD: And I think it's important.

21 MS. DODSON: Then my other biggest comment is probably to
22 the back. Blanche, you did some extensive work. It is
23 a lot. And I guess my question is are there things in
24 this in terms of the requirements that better fit the
25 RFP than the RFQ because again, when I put my developer

1 hat on it's too much in terms of like some of the
2 financial stuff and things like that. I think we want
3 to know, but when I read through some of the
4 requirements it's a lot, and I don't know for an RFQ,
5 having been on the other side of responding to them,
6 you're really trying to demonstrate that yes, you have
7 the capability, you have the experience and we want to
8 know that, but this is a lot of information to pull
9 together just for this.

10 MR. LEWIS: Well, I'll just take an overall view and let's
11 not get into details. While this is a two-step project
12 it is one procurement and so there are not two separate
13 procurements, so we have to be careful that we not say
14 something entirely different in one-step than we are
15 saying in another. What we've try to do is say here are
16 the categories that are required. Now, do we need to
17 know your financial statements from the last 10 years?
18 No, but we will ask you for your means to evaluate your
19 financial capability. Your team, do we need to know who
20 your engineer is at this point? No, but expect that
21 that will be coming in that. So we wanted to stay broad
22 but still have the categories for which we will evaluate
23 them under. So if we take out finance out of 1 and then
24 ask it in 2, we start getting --

25 MS. DODSON: Okay, so that gets to my question. If

1 essentially, and I'm just pulling for the sake of
2 argument, essentially this is the exact same thing that
3 would be RFP, is that correct?

4 MR. LEWIS: No. Categories yes, but level of detail no.
5 The RFP will be much more in detail.

6 MS. DODSON: So I guess where I'm getting to then is, is
7 there some of this detail that can wait? And so
8 financial quals right now, can the developer be very
9 broad right now with the understanding that they're
10 going to have to get a lot deeper later on? And I guess
11 that's what I'm asking because again --

12 MR. LEWIS: We went through that. We took a lot out of what
13 we thought were two in the weeds. Are there examples
14 that --

15 MS. SHERMAN: The objective is we've got to have a means of
16 evaluating, and we've got to make sure that they can do
17 the job, in other words. So basically what these
18 requirements are is to ensure that that does take place.
19 And we have to have the fair and equitable process here
20 so we're trying to make sure that we have all the
21 requirements up front so it's clear and ensure that we
22 need that. So basically what we're asking for is a
23 means in order to evaluate that fairly.

24 MR. HAHN: There's a lot in here that's truly just
25 procurement stuff that's detailed more into the next

1 phase for later sizing: safety requirements, energy
2 conservation, clean water, all that stuff is not
3 qualifications-based stuff. That's later procurement
4 stuff.

5 MR. THOMAS: Those are in there just for purposes of letting
6 the proposer know that it's coming.

7 MR. HAHN: Maybe there's a way to say RFP requirements or
8 something that gets to the point that Tracy is talking
9 about, that they know that that section is really for
10 the next step, that they get to see it up front but it's
11 for the next step. I know what you're saying, you're
12 going to scare away the people.

13 MS. DODSON: I wouldn't respond to this.

14 MR. LEWIS: So they don't have to answer Davis-Bacon but
15 they need to know that they will.

16 MS. DODSON: Right, right.

17 MR. LEWIS: And so that gets into if we don't mention it
18 without saying you don't have to answer it but it is a
19 requirement in order to continue, if you can't meet that
20 you can't submit.

21 MR. HOWARD: Well, in some instances it's just a checklist
22 and not -- I mean you go into a lot of detail about what
23 it is, but maybe then we say that all we really need to
24 do is confirm these things and provide these things. I
25 mean, it's kind of unclear what you have to provide.

1 MS. DODSON: Yes, I mean, when I read through some of this
2 it's financial statements for the three most recent
3 years, letter from the grantor. I mean there's things
4 in there that I just want my team to be evaluated. And
5 yes, I need to prove that I can actually execute, but
6 just from the RFQ process this is a lot.

7 MS. SHERMAN: I know the FTA said that we have to make sure
8 they clearly understand from this initial solicitation,
9 but if we can have a meeting with you, that's what Brad
10 and I was talking about, so we can get into some of the
11 details. We did have a brief meeting, and we took out
12 some of the things, as John just mentioned, so we can go
13 through that and see what we're comfortable with but
14 still meeting those requirements.

15 MS. DODSON: And I think it's totally fine to be transparent
16 in this round. I think that's good, let people know
17 what's coming because if you get short-listed, here's
18 what we're going to expect, I think that's fine, but my
19 fear is it's so cumbersome in the front end. I mean if
20 you put the developer perspective on right now in an
21 RFQ, I don't know if I'm competing against four other
22 groups or 40 other groups. So I'm going to put some
23 time and effort into this and I'm going to submit, but
24 once I know that I'm part of three groups, then I'm
25 really going to dig into this and spend the time and the

1 effort on it. I mean, developers get these from all
2 over the place all the time.

3 MR. HOWARD: So if we can make it lighter on the front end
4 and then lower the boom on 3, they'll dig into it a lot
5 more. So I've got a question.

6 MR. CANALES: Excuse me, a lot of times in these types of
7 advertisements that boilerplate -- I'll call it
8 boilerplate; it's probably oversimplifying -- but that
9 information is identified as being available and then
10 it's just not in the advertisement for the RFQ but they
11 can contact someone to get it? I mean if you can
12 determine a good separating point, that way it becomes
13 clear what they are asked to submit.

14 MS. SHERMAN: We can consider that. We have to again look
15 at it, let's see what we're talking about, see how we
16 can cut back but also make sure we're still meeting
17 those federal requirements to make sure we're clear and
18 transparent in this initial solicitation, and we are
19 identifying all the requirements, how we do it. But
20 let's go through it and we'll talk about it. I hear
21 what you're saying. That's Roberto, right?

22 MS. DODSON: Yes.

23 MS. SHERMAN: I hear what you're saying, but I've never had
24 the general requirements as a separate one but we'll
25 talk about it.

1 MR. HOWARD: I'm scared to ask this question, what is the
2 difference between what we're asking here and in the
3 RFP? Are we separating these just because we're
4 separating the RFP and RFQ process? I mean if we were
5 doing just one RFP, if we were just doing an RFP, I mean
6 would it be like just two more pages or it would be 20
7 additional pages?

8 MS. SHERMAN: What I know to be missing here is the minimum
9 requirements. When you get into the RFP stage you're
10 going into that design and all the requirements and
11 stuff associated with that, yes.

12 MR. HOWARD: So it is different, all right.

13 MS. DODSON: So again, I want to make sure we are all level
14 set as we go into this and we are all clear with other.
15 Let's talk about the RFP process and the level of design
16 that we're all expecting from everybody, and I'm looking
17 at Mark because we're working on another project right
18 now. And this goes into the schedule a little bit too.
19 How much in everybody's mind are we expecting to get
20 when the RFP comes in, in terms of a designed project?

21 MR. LEWIS: I wouldn't expect we are looking for them to do
22 design work. We're looking for them to provide enough
23 information that we can gain an understanding of what
24 their concept is, and that's really so we can
25 differentiate between Proposal 1 and Proposal 2. The

1 level of detail we're going to get, as an example, who's
2 your engineer, who's your architect, who are your
3 project managers. I mean we are going to ask for in the
4 RFP a lot of the detail on their team that wouldn't be
5 -- I don't really need to know who is going to be your
6 engineer in the RFQ phase, but we'll need to know that
7 in the RFP.

8 So I mean we can talk about -- you know, I picked
9 financial data as the most. I mean, do we need 10 years
10 of information, financial information, in the RFP? We
11 wouldn't need that in the RFQ. So their concepts of how
12 they would stage, how are they going to handle our
13 requirements for operations, I think that's the level of
14 detail we'll be looking for in the RFP that is not
15 required. Really what we want to know is are you
16 capable of delivering the project.

17 MS. SHERMAN: And we have to give management a value on
18 that. We have to be fair.

19 MS. DODSON: Yes, you've got to get enough.

20 MR. LEWIS: So if we get five people who've done a major
21 mixed use transit-oriented development center, how do we
22 tell the difference between the two?

23 MR. HOWARD: For me it would be, in addition to what John
24 said, the vision and some thoughts about financially how
25 do they pull off what they tell us. What I don't want

1 is somebody giving us pie-in-the-sky and later on they
2 tell us that they need \$100 million to go get financing
3 that nobody told us ahead of time, so some real clear
4 vision of not every detail, every section in that pro
5 forma, but broad enough that I know that you can pull
6 off what we're talking about.

7 MR. HAHN: What I am used to seeing in these is I would call
8 it design light at the very least, but it would be full
9 building massing showing in their concept with some 3-D
10 images, and they would detail the uses and the expected
11 investment or costs of those uses, and that builds their
12 financial pro forma so you know how much is invested at
13 the end of the build-out, and then from that you can
14 figure out what your incremental tax revenue is. And
15 I've never seen one that didn't do that basically.
16 You'd have to have that to compare them to know what
17 you're really getting, so that's what I'm used to
18 seeing.

19 MR. HOWARD: If we don't get a developer, this developer is
20 going to --

21 MR. HAHN: That's the RFP stage, by the way.

22 MS. DODSON: Yes, that's RFP not RFQ.

23 MR. HAHN: Yes, just to be clear that's RFP, yes.

24 MS. WEST: We have put in this document like you see up
25 here. we do not want renderings, we don't want pretty

1 pictures. This is solely based on your qualifications,
2 your team, your general approach to development and your
3 financial capability.

4 MR. HOWARD: Can they give us examples of past projects?

5 MS. WEST: Right, what's your approach or experiences, it's
6 not what do you want to do with this site, show us what
7 we specifically say, don't show us what you just said.
8 We've also put in here that they need to not expect
9 additional funding. There is the potential to partner.
10 If we all have a shared vision that would require more
11 comments, but the expectation right now is that you will
12 be able to deliver this project with the funds that have
13 been defined in this RFP, which is the value of the
14 land, as well as some additional funding that we have
15 for the bus, the aesthetic things like that.

16 MR. HOWARD: You didn't put creative financing like TIFs and
17 those things not on the table?

18 MS. WEST: We talked that it's an option if there is a
19 shared vision that we all agree to but just don't expect
20 that we're going to come up with \$100 million.

21 MR. HAHN: Where is that, by the way, in that part? Not the
22 amount that you're -- the options for like you said,
23 where is that at so we can see that?

24 MS. WEST: I can find it and send it to you, where it is.
25 It was the exact language we put in the pitch book. We

1 put that exact language.

2 MR. HOWARD: So it's in the pitch book, not in the details?

3 MS. SHERMAN: I don't think it is in the details. We'll let
4 you know what page, if you want it up front.

5 MS. DODSON: Okay. It needs to be -- make sure it's
6 identified in those first 17 pages.

7 MR. NIESS: The last draft I saw there was language in there
8 on that point.

9 MS. MYERS: Madam Chair, are we asking for references on
10 this? I just couldn't remember.

11 MS. DODSON: Yes. And that's where, again I'm going to get,
12 I think the transparency is really good, but I want to
13 get really clear where this is what we need for the RFQ
14 so people can pull something together.

15 MS. SHERMAN: But I think I was trying to hear what Tracy
16 was saying, you said in the first 17 pages.

17 MS. DODSON: I think we need to outline our tools in the
18 first 17 pages.

19 MS. WEST: I don't see that there.

20 MS. DODSON: Okay, I caught buried in there in the front
21 section that there was the 13 to 17 million, but I think
22 that we need to have a section of these are our tools.

23 MR. HOWARD: So on page 17 where it was asking for financial
24 qualifications, this is where you say the success of the
25 project will ultimately come down to the natural

1 developer's access to the necessary financial resources
2 needed to execute. So a sentence about creative --
3 let's see, (reads) "Prior to the critical development
4 and continuing growth of the city -- incredible
5 commitments long-term," that's where you would put it.
6 It didn't talk about being able to use creative
7 resources.

8 MS. WEST: Can I propose that we actually pull it out as a
9 separate section where it very clearly states that
10 financing available to pull this project off is the land
11 value, the additional CATS fund, as well as if there is
12 a shared vision the ability to participate in some other
13 kind of tax increment financing, so on and so forth.

14 MS. DODSON: I would actually encourage you to look at
15 putting in the project overview. When you give the
16 developer's role, the project governance, you've got all
17 these things, just put in there the public sector
18 investment tools or financing tools or whatever.

19 MR. HAHN: That's a good idea, because right now the money
20 that you're giving is in different places and you have
21 to find them and add them all up and all that, so it
22 would be great just to see it all in one place.

23 MS. DODSON: Yes, I think.

24 MR. HOWARD: I kind of like it under selection criteria
25 though. I don't know, you make it its own section it

1 kind of puts this -- that's not the only evaluation. I
2 kind of like it just in the flow of the things we're
3 going to look at here.

4 MS. DODSON: But you're asking them to identify the tools,
5 what they don't know.

6 MR. HAHN: Yes, it's not selection criteria, it's a part of
7 the --

8 MS. DODSON: What we have to offer.

9 MR. HOWARD: Oh, I hadn't seen that at all.

10 MS. DODSON: That's in the very front, Project Overview. So
11 that's what we're trying to say is here's what we have
12 to offer, and the tools is part of what we have to
13 offer.

14 MR. HOWARD: We all are saying, you guys are each saying,
15 and I think I agree with you, that you only do that for
16 public good things though, not them wanting to make the
17 tower taller and a hotel.

18 MS. DODSON: Correct.

19 MR. HOWARD: I mean, it would be some public deal like this
20 trail and some other things that we've talked about.

21 MR. HAHN: And it has to have some other purpose.

22 MR. HOWARD: It needs to be some public -- it won't be just
23 for development sake.

24 MS. DODSON: Right. And I think we can outline that in a
25 paragraph just in the very front.

1 MS. WEST: If I can add one thing on the RFP, and don't let
2 me misspeak, Brad, but per FTA requirements we have to
3 go ahead and tell them how the RFP will be evaluated, so
4 I want to make sure everyone is on board with the
5 evaluation criteria that's listed on page 44 of the
6 procurement document because I believe once we put this
7 out there we need to make sure that we are good.

8 MS. SHERMAN: Which is the same thing you've got in the
9 first 17 pages.

10 MS. WEST: No, these are a little different.

11 MS. SHERMAN: It's more detailed but it's the same
12 groupings.

13 MS. WEST: Project delivery, financial plan, and innovative
14 creative product approach. I don't want to misspeak,
15 but I think we need to get rid of the sub-bullets.
16 Could we get rid of the sub-bullets at this time or do
17 you think just keep them major headings? This was for
18 the RFP?

19 MS. SHERMAN: No, this was modified and they were
20 consistent, so let me make sure you get the right
21 version.

22 MR. THOMAS: Right, but the idea is to take the selection
23 criteria that was outlined in the front in Part A and
24 make sure that's consistent with the RFP.

25 MS. WEST: Wait, so let me make sure I'm clear. What we

1 outlined in Part A does match in the procurement
2 document how we would evaluate the RFQs.

3 MR. THOMAS: Right.

4 MS. WEST: It matches. But the RFP will have different
5 evaluation criteria because it will evaluate, like, to
6 their point that --

7 MR. HAHN: If you're looking at similar projects that's not
8 going to have anything to do with the RFP at that point.

9 MS. WEST: Right. So the RFP will want to evaluate how are
10 they using the land, what does it look like, do they
11 have housing, do they not have housing, do we like their
12 program of usage, the bus facility, what's proposed, how
13 is it integrated. So I think that those criteria will
14 be different.

15 MR. THOMAS: We just need to make sure we tell those
16 proposers what those criteria will be.

17 MS. SHERMAN: We have to do that.

18 MR. HOWARD: Now? Do we have to do that now?

19 MR. LEWIS: No, it's separate. So we have to list -- it's
20 just how we're going to evaluate you on the RFQ listed.
21 When we get to the RFP this is how we will evaluate you
22 on the RFP. It will be consistent with this, but there
23 will be levels of detail.

24 MR. HOWARD: There's nothing that stops us from being able
25 to change this after we come through the RFP and want to

1 change the evaluation criteria even though we put it in
2 this document.

3 MS. SHERMAN: Well, that's kind of changing the game, so we
4 need to be clear.

5 MR. HOWARD: So can we just take all our reference to the
6 RFP out of this?

7 MS. SHERMAN: Not all, but maybe we can do something in
8 regards to the criteria, so let's go back and get
9 comfortable with the FTA.

10 MS. DODSON: And I guess I'll use the example just harping
11 on that a little bit, the what-if scenario, so we'll say
12 that the short list of teams, or all the teams that
13 respond, focus on the two main blocks, but yet in our
14 RFP we were referencing the other blocks that we might
15 agree to change that. So I think that there's things
16 that we just don't know yet that we don't want to box
17 ourselves in on.

18 MR. HOWARD: If we just take Part F out of it is that
19 possible?

20 MS. SHERMAN: Pages from that that matches --

21 MS. WEST: Right, right, that matches, you're right, yeah.
22 And so I would say on the RFP proposal maybe the major
23 headings are okay, which are design evaluation, project
24 delivery and approach, financial plan, and creative
25 resources. I think we can probably combine those. I

1 think the supplements at this time may not do that.

2 MS. SHERMAN: Yeah, we might could fix those to --

3 MS. WEST: We may be able to get to a couple of headings of
4 this is how we generally think we will evaluate your
5 final approach.

6 MS. SHERMAN: Because it can come out with minimum
7 requirements is what you're saying.

8 MS. WEST: Right, so we would know big the headings.

9 MS. SHERMAN: That is okay.

10 MR. THOMAS: I think that the important piece here is to
11 make sure that they know the rules of the game and
12 proposed steps so that they know the rules of the RFQ
13 and they know the rules for the RFP.

14 MS. WEST: And I think that transparency, personally, is a
15 great thing.

16 MS. SHERMAN: What we just talked about on page 44 and 45 is
17 the list of the criteria, not so much of the detail.

18 MR. HOWARD: So just a design evaluation prior to delivery,
19 finance, and innovate, which won't change.

20 MS. DODSON: So I think we can have another group, smaller
21 group, huddle, and I think that the last thing I would
22 just say to that is what's being very clear is where
23 we're being transparent and where we're requiring for
24 RFQ, you know, where we are in this phase because I like
25 the transparency. I think it's very helpful. I mean, a

1 lot of times when you read these you're like, well, what
2 am I going to have to do in the next round. So the
3 transparency is good, but I think we've got to provide
4 some clarity in this of where we're trying to be
5 transparent and what are our requirements for the RFQ
6 and just simply the fact that I think this is a lot. So
7 make sure it's not too overwhelming.

8 Okay, any other comments for the greater good
9 about the document?

10 MR. HOWARD: The timetable. So page 5, and I'll be honest
11 with you, I don't know if I squeezed a lot of time out
12 of it but I sure would like to move everything up two
13 weeks.

14 MS. DODSON: It's 5 or 18, either one.

15 MS. SHERMAN: Page 5 of --

16 MS. WEST: Of the procurement document.

17 MS. DODSON: 5 or 18.

18 MS. SHERMAN: So on page 5 you're talking about the first
19 step, right? So we didn't put anything in the second
20 step just yet.

21 MS. WEST: Here it is there. It's up here. (Indicates.)

22 MS. DODSON: 18 on the front section, 5 on the back. Yes,
23 they're the same.

24 MR. HOWARD: I would just have everything moved up two
25 weeks.

1 MS. SHERMAN: In the first step?

2 MR. HOWARD: So the solicitation becomes the tenth? No,
3 that's not right. I just moved everything up two weeks.
4 I'm just trying to get us there faster, and if I am
5 squeezing it too fast let me know. So that will move to
6 the July 10th and July 31st, August 14th, September
7 11th, and then final decision by October 16th. I just
8 moved everything up two weeks.

9 MS. SHERMAN: Everything up two weeks, July the 10th; what
10 was that second one?

11 MR. HOWARD: We'll just figure out two weeks. Oh, I did
12 them. So July 10th on the second one, July 31st, August
13 14th, September the 11th, and then the final decision by
14 October 16th. Anybody got consternation moving that
15 fast? I mean tell me.

16 MS. DODSON: No, especially on the RFQ.

17 MR. HAHN: That seems okay, yeah. It'll give me more time
18 on the RFP and less on the RFQ.

19 MS. MYERS: I think that's great because October 16th is a
20 regularly held steering committee meeting, just FYI.

21 MR. HOWARD: And I actually will go as far as to say issue
22 the RFP by October 30th. I know that means we've got to
23 do a lot of work, but I think we left that date off so
24 we don't have to put that date on.

25 MS. DODSON: Just keep the RFP as November.

1 MS. WEST: I think that's fine. I do you want to know about
2 the pre-solicitation meeting. We won't release this
3 until the Friday before the week of July 4th so we may
4 want to -- coming back that Wednesday? We may want to
5 shift that a little bit. Keep the end date the same?

6 MR. HOWARD: We can do the 28th.

7 MS. WEST: No, because the next week is July 4th.

8 MS. SHERMAN: That's what she's saying, it's the same, the
9 28th.

10 MS. WEST: Yes, so we may want to -- I agree with keeping
11 the end date the same but instead of having the
12 pre-solicitation just make sure we have enough time in
13 there to get that --

14 MS. DODSON: A vacation week, so we can -- yeah.

15 MR. HOWARD: So we'll leave it the 17th. I'm okay with
16 that. That makes sense.

17 MS. DODSON: Yeah, that gives another week in there.

18 MR. HOWARD: I won't be here but that's okay.

19 MS. DODSON: I mean, pre-solicitation meeting just requires
20 sending somebody and somebody reading it before they got
21 there.

22 MS. MYERS: Also, having just been through two of these in
23 the last month it's not too soon to begin to think about
24 the schedule and the process for the selection, the
25 interviews and all that kind of stuff. I don't know if

1 you have all of that stuff, but yeah, you need more lead
2 time for that than you think.

3 MS. SHERMAN: Yeah, get everybody's schedule, come in and do
4 interviews and stuff like that before. If it gets down
5 to, say you've got five and we're trying to take it to
6 three, you decide you want to do interviews, that is a
7 nightmare.

8 MS. MYERS: You need time to evaluate it and who's going to
9 evaluate. You need a financial consultant to vet.

10 MR. HOWARD: If you're still going to go to November on our
11 RFP then I'll just leave it the way it is.

12 MS. SHERMAN: So you're good with the way it is, considering
13 that?

14 MR. HOWARD: I'm looking at my colleague. Just leave it
15 like it is.

16 MS. DODSON: I mean I'm with you. I would really love to
17 find a way to squeeze some time.

18 MR. HAHN: Do we think it will take two weeks to answer the
19 questions? That kind of seems long. I wouldn't imagine
20 that many questions for the RFQ stage.

21 MS. WEST: Do they need six weeks to ask questions?

22 MS. DODSON: No. I mean, not for the RFQ.

23 MS. WEST: So I think that the deadline for questions could
24 come up into July and then that would pull up our
25 response.

1 MR. HOWARD: I pulled it up to July 31st.

2 MS. WEST: So I think let's cut down on the time for
3 questions. We can then respond and bring that --

4 MS. SHERMAN: All we can do is try, and if we get to a point
5 where the schedule is not working we can just do an
6 amendment to modify.

7 MR. THOMAS: Right, because it will apply to everybody.

8 MS. SHERMAN: Yeah. We can try based on these dates.

9 MS. WEST: Going back, do you think that we could still go
10 ahead and get placeholders on key calendars for this
11 evaluation and stuff, because I just know this crew
12 and --

13 MS. SHERMAN: That's what I'm saying, if they think --

14 MR. HOWARD: Don't grab like two full days or something.

15 MS. WEST: Yeah, I think we should block calendars for that
16 in September.

17 MS. SHERMAN: Do a special meeting and stuff like that. I'd
18 appreciate that.

19 MR. HOWARD: We have a meeting in September anyway. We
20 could just say we all need to be here, how does that
21 work? So the final submission, so it'll be after
22 September 21st.

23 MS. WEST: I do want to interject one thought, and this is
24 the Brad Thomas thing, but this is all public so if we
25 do have a meeting of the steering committee to review

1 and evaluate qualifications, that is in a public forum.
2 Unless you want a designee for someone to evaluate those
3 on your behalf in a working group setting, we cannot go
4 into closed session to evaluate these. So I just I want
5 to lay that out.

6 MS. DODSON: Thank you, for bringing it to light. Maybe we
7 can huddle and determine how we want to do that.

8 MR. HOWARD: I think I'm at a point where I want to make a
9 motion, which I've been trying to do for the last
10 two-and-a-half years on this project. I make a motion
11 that we actually support all of the changes that we
12 talked about today on releasing this RFQ to the public
13 on June 28, 2019.

14 MR. LEWIS: Second.

15 MS. SHERMAN: Considering that there's got to be some
16 additional meetings and clarification, right?

17 MS. DODSON: Yes, I mean we've got a lot of work to do in
18 the next week, yes, so as long as we're all --

19 MR. HOWARD: Well, all the things that had been recorded
20 today, that we update. I know that's the loosest motion
21 you've probably ever heard, but yeah.

22 MS. DODSON: We had a motion the second all those in favor.

23 MR. HOWARD: Can ask the folks in Raleigh, any consternation
24 before we vote on this in Raleigh?

25 MS. WHITE: No, we say good.

1 (Motion carried unanimously.)

2 MS. DODSON: So we have a laundry list of things that we
3 need to accomplish very quickly. Is there any other
4 business that we need to go through while we're all here
5 together.

6 MR. HOWARD: So the meeting where we want to talk about the
7 inner city bus access, Craig, will you work with Fran to
8 find the time to get together on that? Then I would
9 love to talk to the City about kind of project
10 management kind of moving forward, but we don't have to
11 do that today.

12 MS. DODSON: Okay. We'll put that as an agenda item for
13 next month, and you and I can talk in between, okay?
14 Great. Anything else from anybody?

15 (No audible responses.)

16 MR. HOWARD: Thank you all.

17 MS. DODSON: Yes. And with that, meeting adjourned.

18 (WHEREUPON, the meeting was adjourned at 11:37 a.m.)

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STATE OF NORTH CAROLINA

COUNTY OF MECKLENBURG

CERTIFICATE OF REPORTER

I, SALLY W. LOWRANCE, CVR, Notary Public, do hereby certify that the foregoing proceeding was taken and transcribed under my supervision and direction, that the parties were present as stated, and that I am not of counsel for, or in the employment of any of the parties to this action, nor am I interested in the outcome of this action.

I do further certify that the foregoing 41 pages constitute a true and accurate transcript of the proceeding.

This the 1st day of July 2017.

SALLY W. LOWRANCE, CVR

Notary #19971610098