

Technical Requirements

PROVIDING REAL ESTATE BROKER CONSULTANT SERVICES FOR THE SALE OF THE SUSSEX COUNTY NURSING HOME

1. Introduction

This contract is to provide Professional Services for the County of Sussex through a fair and open process in accordance with N.J.S.A. 19:44A-20.4 et seq.

2. Administrative Conditions and Requirements

The following items express the administrative conditions and requirements of this RFP. Together with the other RFP sections, they will apply to the RFP process, the subsequent contract, and project production. Any proposed change, modification, or exception to these conditions and requirements may be the basis for the County of Sussex, hereinafter referred to as owners, to determine the proposal as non-responsive to the RFP and will be a factor in the determination of an award of a contract. The contents of the proposal of the successful respondent, as accepted by the owner, will become part of any contract awarded as a result of this RFP.

2.1 Proposal Submission Information

Submission Date and Time:

Wednesday, February 22, 2012; 11:00 A.M.
One (1) Original and Three (3) Copies must be submitted.

2.2 Scope of Work/General Information

The County of Sussex owns a one-hundred two (102) bed long-term care facility known as the Sussex County Homestead Nursing Home.

The Nursing Home employs approximately one-hundred thirty-three (133) people.

There are three (3) occupied floors at the Nursing Home; there is a fourth floor that is unoccupied. The structure contains areas of encapsulated asbestos (asbestos composition tile and spray-on fire proofing).

The Nursing Home operates on a twenty four (24) hours per day seven (7) days per week basis.

The Nursing Home is a New Jersey Medicaid, Medicare, private pay and commercial insurance funded long-term care facility.

The Nursing Home is located at 129 Morris Turnpike, Frankford Township, New Jersey.

The Nursing Home is situate on a 47acre tract designated as Lot 4 in Block 21 on the Frankford Township Tax Maps.

The sale contemplates the County effectuating a subdivision of the Nursing Home from the main parcel into a lot of approximately five (5) acres.

The proposed transaction may include an option to lease the facility until such time as the subdivision is completed, and then finalize the purchase.

The Nursing home is served by both an individual private well and a shared auxiliary well and a County operated sewage treatment plant. The proposed sale will provide appropriate easements and/or license to prospective Buyer for utilization of same.

The County of Sussex contracted with ParenteBeard to conduct an efficiency/evaluation study of the operations of the Sussex County Nursing Home. The study concluded that there is sufficient expected demand for a one-hundred two (102) bed long-term care facility in Sussex County, but that, due to various causes, the Nursing Home, in the past, was not being managed in a fiscally efficient manner and as a result continues to operate at a deficit.

The Sussex County Board of Chosen Freeholders has therefore determined that in the best interest of the County of Sussex and its taxpayers that an investigation into the market value of the Nursing Home should be made based on the following stipulations:

1. The buyer must be responsible, capable and qualified to assume the ownership of the Nursing Home.
2. The buyer must operate it in a manner to insure that it functions efficiently.
3. The Nursing Home remains accessible to those Sussex County families and residents who require quality long-term care.

The County hereby requests proposals from qualified vendors who possess a comprehensive knowledge of the marketing and sales of government-owned long-term care facilities and the associated bed licenses and who are capable of providing the Real Estate Broker/Consultant Services described and proposed herein.

Respondent shall have a minimum of three (3) continuous years of experience providing the services described herein.

Respondents shall state, in detail, their services and proposed commission rate. Respondents will acknowledge in their proposal submission that their services and commission rate will not exceed the statutory 5% commission rate and that all services provided will be in compliance with N.J.S.A. 40A:12-13 et seq. The proposal will outline the services described and proposed based on the commission rate and statutes. Respondents are hereby notified that the County shall only compensate the successful respondent (consultant) based their proposed commission rate and not exceeding the statute based commission rate. The consultant shall not request and the County shall not approve any other compensation to the consultant including but not limited to airfare fees, lodging fees, meal fees, mileage fees, tolls, postage fees, document reproduction fees, overtime fees, etc.

This RFP does not commit the County to the awarding of a contract to a Successful Respondent.

All costs incurred in connection with responding to this RFP will be borne by the Respondent.

Respondent must demonstrate and document in their proposal submission a comprehensive knowledge of the marketing and sales of government-owned long-term care facilities and bed licenses.

It is expressly agreed by the parties that the consultant is at all times hereunder acting and performing as an independent consultant to coordinate the provision of services within the scope of the authority conferred by this contract and the County.

Respondent shall identify any sub-consultants who may be providing services pursuant to this contract.

Respondent must be knowledgeable of the requirements set forth in N.J.S.A. 40A:12-1 et seq.

The consultant shall comply with all appropriate provisions of applicable law and this contract.

This contract and all of its provisions shall be construed under the laws of the State of New Jersey.

This shall be a one (1) year contract commencing immediately upon full execution of the contract documents.

The County and the consultant agree to enter into a contract and any disclosure documents required by law and as may be modified by the County.

The County and the consultant shall have the right to terminate this contract upon thirty (30) days written notice, return receipt requested, to the other party.

The County may terminate this agreement without prior notice where the County has cause for doing so. "Cause" shall include but not be limited to act(s) or failure(s) to act by the consultant which is clearly immoral, unethical or negligent or not in compliance with the terms and conditions of this agreement.

The County shall award a single contract for the provision of these services.

3. Description of Work/Services/Responsibilities

The County of Sussex hereby requests proposals from qualified Real Estate agencies that are licensed in the State of New Jersey. The successful respondent (consultant) shall provide the following work, services and responsibilities:

Analyze and evaluate all relevant data, financial and otherwise, with respect to the marketability and salability of the Nursing Home and the bed licenses and make timely, written recommendations to the County regarding said marketability/salability.

Review all statutory requirements governing the sale of the Nursing Home and bed licenses and insure that the transaction is completed in full compliance with said statutes.

Undertake and complete all research necessary to establish an opinion of value for the Nursing Home and bed licenses and provide said opinion of value in writing to the County.

Coordinate, cooperate and communicate with legal counsel representing the County.

Meet and/or tele-conference as required with County officials and representatives to develop and establish a marketing/sale strategy, including methods, objectives and timelines for successful completion of the transaction.

Prepare, in coordination with County officials and representatives, the documentation necessary to market the sale of the Nursing Home and bed licenses, including but not limited to the offering memorandum/marketing brochure.

Identify, address and discuss with County officials and representatives, potential labor union-related impacts and considerations, potential employee-related impacts and considerations, potential community-related impacts and considerations, potential regional economic-related impacts and considerations and potential legal impacts and considerations that the sale may have. The Consultant will advise investors of the County's desire to have investors retain existing staff; maintain the level of care and quality; and the requirement that existing residents shall be permitted to continue to reside in the facility for the balance of their lives.

Assist County officials and its legal counsel in the preparation of any documentation required by legal counsel for the completion of the transaction.

Assist County officials and its legal counsel in the development of the criteria that will be used to determine the qualifications of the potential buyers.

Conduct and/or assist the County in conducting the sale/auction.

Provide a written recommendation to the County with respect to the most qualified buyer.

Upon approval by the County, facilitate the transfer of ownership to the intended buyer. This shall include but not be limited to the completion of any and all documentation necessary to document the transaction, the completion of all documentation necessary for the transfer of the property, appurtenances and bed licenses, the filing of any and all documentation with required by the State of New Jersey Department of Health and Senior Services and any and all other agencies having jurisdiction.

Assist County officials and its legal counsel in the full and final close-out of the entire transaction.

Based on the analysis of the Respondent as to the value of the facility and the ability of any successful bidder to meet the objectives of the County as set forth herein, the County may determine not to offer the facility for sale.

4. Qualifications Information and Documentation

Respondent shall provide the following information/documentation with their proposal submission.

Failure by the respondent to provide the following information/documentation with their proposal submission shall cause their proposal to be rejected as non-responsive.

Respondents shall include with their proposal submission a detailed description of the commission rate proposed and that all rates and commissions are in compliance with State of New Jersey statutes (N.J.S.A. 40A:12-13 et seq.).

Respondent shall provide a detailed executive summary of their firm.

Respondent shall provide with their proposal submission a list of all claims filed against them within the past seven (7) years whether they resulted in litigation or not. Respondent shall describe in detail the nature of the allegations made against them. Respondent shall describe in detail the current status of each matter, indicate whether each matter has been resolved or not, and if resolved, provide a detailed description of how the matter was resolved. Respondent shall be required to provide documentation regarding any claim if requested by the County.

Respondent shall address their history, knowledge, experience and qualifications with respect to the marketing and sales of government-owned long-term care facilities and bed licenses.

Respondent shall address their history, knowledge, experience and qualifications with respect to the marketing and sales of government-owned long-term care facilities in the State of New Jersey.

Respondent shall identify and provide the resumes, certifications, licenses, qualifications, experience, etc., for the principals of the firm. Respondent shall indicate if any of the licenses and/or certifications of said principals have ever been revoked in New Jersey or any other state or jurisdiction.

Respondent shall describe with specificity the services the principals would provide in order to meet the performance requirements specified herein.

Respondent shall identify the individual(s) who would be primarily responsible for oversight and management of this project.

Respondent shall submit Real Estate licenses, certifications, resumes, etc., for themselves and for any of their staff who may be providing services to the County as part of this contract. Respondent shall indicate if any of those licenses and/or certifications have ever been suspended or revoked in New Jersey or any other State.

Respondent shall identify any sub-consultants who may be providing services pursuant to this contract. Should the respondent propose to use sub-consultants the respondent shall describe the specific services they would provide and shall further provide the licenses, certifications, resumes, experience and qualifications of said sub-consultants.

Respondent shall address their knowledge, experience and qualifications with respect to analyzing and evaluating relevant data, financial and otherwise, regarding the marketability and salability of long-term care facilities and bed licenses.

Respondent shall address their knowledge, experience and qualifications with respect to identifying and addressing potential labor union-related impacts and considerations, potential employee-related impacts and considerations, potential community-related impacts and considerations, potential regional economic-related impacts and considerations and potential legal impacts and considerations that the sale may have.

Respondent shall address their knowledge, experience and qualifications with respect to statutory requirements governing the sale of long-term facilities and bed licenses including but not limited to N.J.S.A. 40:12-1 et seq.

Respondent shall address their knowledge, experience and qualifications with respect to undertaking and completing research necessary to establish an opinion of value for long-term care facilities and bed licenses.

Respondent shall address their knowledge, experience and qualifications with respect to cooperating and communicating and coordinating activities with legal representatives of the seller.

Respondent shall address their knowledge, experience and qualifications with respect to developing and establishing marketing/sales strategies, methods, objectives, timelines and milestones for successful marketing and sales of long-term care facilities.

Respondent shall include with their proposal submission a copy of an offering memorandum/marketing brochure for a long-term care facility that they used that resulted in a successfully closed transaction.

Respondent shall describe with specificity the marketing/sales strategies, methods and objectives they propose to develop and utilize for the sale of the Sussex County Nursing Home.

Respondent shall describe with specificity the timelines and milestones they propose to establish for the sale of the Sussex County Nursing Home based on a sale date on or about August 1, 2012.

Respondent shall address their knowledge, experience and qualifications with respect to preparing the documentation necessary to market the sale of long-term care facilities and bed licenses.

Respondent shall address their knowledge, experience and qualifications with respect to assisting in the preparation of documentation required for the completion of sales of long-term care facilities and bed licenses.

Respondent shall address their knowledge, experience and qualifications with respect to the development of the criteria used to determine the qualifications of potential buyers for long-term care facilities.

Respondent shall address their knowledge, experience and qualifications with respect to conducting and/or assisting in conducting the sale/auction of long-term care facilities and bed licenses.

Respondent shall address their knowledge, experience and qualifications with respect to facilitating the transfer of ownership of government-owned long-term care facilities and bed licenses to private and non-profit firms including the completion of any and all documentation necessary to document the transaction and the completion of all documentation necessary for the transfer of real/personal property, appurtenances and bed licenses.

Respondent shall address their knowledge, experience and qualifications with respect to the filing of documentation required by the State of New Jersey Department of Health and Senior Services for the sale of long-term care facilities and/or bed licenses/certificate of need.

Respondent shall address their knowledge, experience and qualifications with respect to dealing with the State of New Jersey Department of Health and Senior Services for the sale of long-term care facilities and bed licenses.

Respondent shall provide the name of the government agency, address, contact name and contact telephone number of three (3) government agencies similar in size to Sussex County where they provide or have provided the services described and proposed herein. The County of Sussex would prefer that at least one (1) of the references be a government agency located in the State of New Jersey.

Respondent shall describe their knowledge and experience, and that of their staff, in providing the services described and proposed herein to government entities in the State of New Jersey.

Respondent shall address the requirement that their firm has a minimum of three (3) continuous years of experience providing the services described herein.

Respondent shall provide the location of their office(s) that would be serving the County for this contract.

Respondent shall describe the resources of their office, including details of support staff that would be supporting this contract.

Respondent shall describe with specificity any and all services/responsibilities they will not provide and/or assume with respect to carrying out the terms and conditions set forth herein if awarded a contract.

Respondent shall describe with specificity and an all services/responsibilities not listed herein that they propose to provide and/or assume with respect to carrying out the terms and conditions set forth herein if awarded a contract.

Respondent may describe any value added services that may not have been addressed in this Request for Proposals that they feel should be considered by the officials evaluating their proposal submission.

5. Evaluation, Review and Selection Process

5.1 Proposals to Remain Subject to Acceptance

RFP responses shall remain open for a period of sixty (60) calendar days from the stated submittal date. The owner will either award the Contract within the applicable time period or reject all proposals. The owner may extend the decision to award or reject all proposals beyond the sixty (60) calendar days when the proposals of any respondents who consent thereto may, at the request of the owner, be held for consideration for such longer period as may be agreed.

5.2 Rejection of Proposals

The owner reserves the right to reject any or all proposals, or to reject any proposals if the evidence submitted by, or investigation of such respondent fails to satisfy the owner that such respondent is properly qualified to carry out the obligations of the RFP and to complete the work contemplated therein. The owner reserves the right to waive any minor informality in the RFP.

This RFP does not commit the County to the awarding of a contract to a Successful Respondent.

5.3 Evaluation Process

An evaluation team will review all proposals to determine if they satisfy the Proposal Requirements, determine if a proposal should be rejected and evaluate the proposals based upon the Evaluation Criteria. The highest-ranking respondent will then be recommended to the governing body for award of contract, based on price and other factors.

5.4 Evaluation Criteria

The County will evaluate all proposals received and award points for each of the below listed categories.

The successful respondent will be notified of the award of contract upon a favorable decision by the governing body at which time the respondent shall be required to execute a Sussex County contract.

5.4.1 Qualifications/Experience – 35 points maximum

Qualifications and experience shall be evaluated and scored with respect to 1) the ability to provide the services, work and responsibilities delineated in Section 3, Description of Services/Work/Responsibilities; 2) services and responsibilities not delineated in Section 3, Description of Services/Work/Responsibilities, that, if awarded a contract, would be provided; 3) the executive summary of their firm; 4) legal claims filed against them within the past seven (7) years; 5) the history, knowledge, experience and qualifications of the firm with respect to the marketing and sales of government-owned long-term care facilities and bed licenses; 6) the history, knowledge, experience and qualifications of the firm with respect to the marketing and sales of government-owned long term care facilities in the State of New Jersey; 7) the resumes, certifications, licenses, qualifications and experience of the principals of the firm; 8) the services the principals would provide; 9) the qualifications and experience of the individual(s) who would be primarily responsible for oversight and management of the project; 10) the licenses, certifications and resumes for the staff who would be providing services as part of this contract; 11) whether sub-consultants would be used and if they would be used the quality of their experience and knowledge; 12) the knowledge, experience and qualifications of the firm with respect to analyzing and evaluating relevant data, financial and otherwise, regarding the marketability and salability of long term care facilities and bed licenses; 13) the knowledge, experience and qualifications of the firm with respect to identifying and addressing potential labor union-related impacts and considerations, potential employee-related impacts and considerations, potential community-related impacts and considerations, potential regional economic-related impacts and considerations and potential legal impacts and considerations that the sale may have; 14) the knowledge, experience and qualifications of the firm with respect to statutory requirements governing the sale of long-term facilities and bed licenses; 15) the knowledge, experience and qualifications of the firm with respect to establishing an opinion of value for long-term care facilities and bed licenses; 16) the knowledge, experience and qualifications of the firm with respect to coordinating, cooperating and communicating with legal representatives of the seller; 17) the knowledge, experience and qualifications of the firm with respect to developing and establishing marketing/sales strategies, methods, objectives, timelines and milestones for successful marketing and sales of long-term care facilities; 18) the

overall quality and depth of the firm; 19) the number of years (minimum of three (3) years) the firm has been providing similar services; 20) the quality and relevance of the references provided and 21) the knowledge and experience of the firm in providing the services described and proposed herein to government entities in the State of New Jersey.

5.4.2 Understanding Scope of Services/Innovation – 35 points maximum

Understanding the scope of services and innovation shall be evaluated and scored with respect to 1) the marketing/sales strategies, methods and objectives the respondent proposes to develop and utilize for the sale of the Nursing Home; 2) the timelines and milestones the respondent proposes to establish for the sale of the Nursing Home; 3) the knowledge, experience and qualifications of the firm with respect to preparing the documentation necessary to market the sale of long term care facilities and bed licenses; 4) the knowledge, experience and qualifications of the firm with respect to assisting in the preparation of documentation required for the completion of sales of long term care facilities and bed licenses; 5) the knowledge, experience and qualifications of the firm with respect to the development of the criteria used to determine the qualifications of potential buyers; 6) the knowledge, experience and qualifications of the firm with respect to conducting and/or assisting in conducting the sale/auction of long term care facilities and bed licenses; 7) the knowledge, experience and qualifications of the firm with respect to facilitating the transfer of ownership of government-owned long term care facilities and bed licenses to private firms; 8) the knowledge, experience and qualifications of the firm with respect to the filing of documentation required by the State of New Jersey Department of Health and Senior Services; 9) the knowledge, experience and qualifications with respect to dealing with the State of New Jersey Department of Health and Senior Services; 10) the location of their office(s) that would be serving the County for this contract; 11) the resources of the firms office(s), including details of support staff that would be supporting this contract; 12) the quality and detail of the sample memorandum/marketing brochure and 13) value added services that may not have been addressed in this Request for Proposals that the respondent feels should be considered by the officials evaluating their proposal submission.

5.4.3 Fees and Financial Considerations – 30 points maximum

This shall be based on the commission rate structure submitted herein by the respondent in compliance with the statutory commission rate as set forth in N.J.S.A. 40A:12-1 et seq.

5.4.4 Term of Contract

This shall be a one (1) year contract commencing immediately upon full execution of the contract documents.

The County and the consultant agree to enter into a contract and Disclosure Documents as required by law and as may be modified by the County.

5.5 Notice of Award

The successful respondent will be notified of the award of contract upon a favorable decision by the governing body at which time the respondent shall be required to execute a Sussex County contract.

PROPOSAL DOCUMENT

TO THE SUSSEX COUNTY BOARD OF CHOSEN FREEHOLDERS:

The undersigned declares that he/she has read the Notice, Instructions, Affidavits and Scope of Services attached, that he/she has determined the conditions affecting the proposal and agrees, if this proposal is accepted, to provide the materials and services described herein, and for the fee(s) submitted herein for the following:

Name of Service: **PROVIDING REAL ESTATE BROKER/CONSULTANT SERVICES FOR THE SALE OF THE SUSSEX COUNTY NURSING HOME.**

Have you included with your proposal submission all of the information and documentation listed in the Qualifications Information and Documentation, Section 4? Yes_____ No_____. If no, your proposal may be rejected as non-responsive.

END OF TECHNICAL PROPOSAL REQUIREMENTS