

**D.C. DEPARTMENT OF GENERAL SERVICES**

**REQUEST FOR PROPOSALS  
TO OCCUPY AND OPERATE THE LINCOLN THEATER**

**August 1, 2012**

**Proposal Due Date:**

**September 21, 2012 by 2:00 p.m. EST**

**Proposal Delivery Location:**

**Department of General Services**

**Attn: Todd Douglas,**

**Realty Officer**

**Frank D. Reeves Center**

**2000 14th Street, NW**

**Portfolio Management Division, 8th Flr**

**Washington, DC 20009**

**Preproposal Conference:**

**September 4, 2012 at 10:30 a.m. EST**

**Lincoln Theater**

**1215 U Street NW**

**Washington D. C. 20009**

**Contact:**

**Todd A. Douglas**

**Realty Officer**

**Portfolio Management Division**

**Department of General Services**

**2000 14th Street, NW - Suite 800**

**Washington, DC 20009**

**Phone: 202-727-2800**

**Fax: 202-727-9877**

**Solicitation Number:****DGS-RFP-2012-10**

The Lincoln Theatre is an important historical venue in Washington, D.C. Located on the historic U Street corridor, the intimate 1,225-seat theatre serves concerts, theatricals, film screenings, fundraisers, lectures, corporate meetings, and one-of-a-kind events. The facility includes 38-line sets, a hydraulic orchestra pit, 4 private dressing rooms, a 10 thousand lumen video projector, central air-conditioning, and a theater-quality lighting and sound system.

Built in 1922, the Lincoln Theatre was the center of a cultural renaissance that predated Harlem. Washington natives Duke Ellington and Pearl Bailey were joined by nationally acclaimed artists such as Ella Fitzgerald, Billie Holliday, Nat King Cole, Cab Calloway, Louis Armstrong, and Sarah Vaughn who performed regularly on our storied stage. Even President Franklin Delano Roosevelt hosted his birthday parties at the Lincoln Colonnade, a festive party hall once located at the Theatre.

Now experiencing a second renaissance, the theatre remains committed to entertain, educate and inspire by offering and preserving this historical asset for multi-cultural experiences and programming. As a hybrid community-commercial venue, the Lincoln Theatre is stimulating a cultural dialogue nationally and in its neighborhood. Unique, recent and upcoming activity at the Lincoln Theatre include the Hip Hop Legends award event, poetry slams, choral concerts, several high school graduations and a Maya Angelou fundraiser.. The theatre recently received positive attention for popular and well-attended showings of the Landmark Theatre Film The Girl with the Dragon Tattoo.

The DC Commission on the Arts and Humanities (DCCAH) assumed responsibility of the Historic Lincoln Theatre on January 1, 2012 and was charged by Mayor Vincent C. Gray and city officials with the responsibility of developing a long-term sustainability plan for the venue. In doing so, the DCCAH assumed responsibility for day-to-day management and operation of the Lincoln Theatre, with the assistance of a full-time General Manager. Under the DCCAH's direct supervision, the General Manager has single-handedly executed the operations to this point. Management tasks have included continuing to book performances and events at the theater and providing the staffing as needed. The Theater has continued to operate as a non-union house and provides programming with the understanding that the DCCAH would undertake the necessary research and management inventory to inform the new direction of the Theatre, ultimately resulting in the determination to solicit a new entity to implement a clear and sustainable operational structure.

The District remains committed to maintaining the Theatre's physical structure as a city-owned asset, which it does through its capital budget. The Department of Government Services (DGS) is currently working with a contractor to facilitate improvements to the HVAC and electrical systems, as a result of an assessment that was completed this past spring.

One of the District's goals in selecting a licensee to occupy and operate the Lincoln Theater is to enhance the District's artistic landscape and contribute to the fabric of the U Street neighborhood. In 2005, the District completed a Small Area Plan for U Street neighborhood. Called "The DUKE Framework

for a Cultural Destination for Greater Shaw U Street,” the plan leverages public and privately owned assets in the U Street area to build off of the neighborhood’s history as an important economic, cultural, and social center of the African-American community. These assets include the Lincoln Theatre and three other theatres and performing arts venues: 9:30 Club, Dunbar Theatre, and Howard Theatre. The Duke plan, which is ongoing, allocates City funding toward placemaking, design guidelines, African-American cultural heritage, destination venues, retail development, and local access and participation. The District expects that the proposed Lincoln Theater operating plan complies with and furthers the goals of the DUKE Framework. The DUKE Framework is included as Attachment A3.

## **SECTION A BACKGROUND**

### **A.1 Term of Contract**

The term of contract will be one year from date of award plus four one-year options.

### **A.2 Form of Contract**

The successful offeror will enter into a License Agreement with the District to occupy and operate the Lincoln Theater. The resulting contract shall be a contract to occupy real estate and therefore shall be exempt from the requirements of the Procurement Practices Reform Act of 2010 pursuant to D.C. Code §2-351(c)(1). The Form of Contract will be issued by addendum. Offerors should carefully review the Form of Contract when submitting their proposal. To the extent there are any inconsistencies between this RFP and the Form of Contract, the Form of Contract shall prevail. Offerors are further advised that they are required to submit their proposal premised upon entering into a contract that is substantially similar to the Form of Contract and that any proposed changes to the Form of Contract must be clearly identified and described in their proposal. A proposal that fails to specifically identify and describe the requested changes shall be deemed non-responsive.

### **A.3 District’s Compensation**

In exchange for the license fees described below, the Licensee shall be entitled to all revenues generated from the operation of the theater as described in section B.2.1.2. The District will require the successful offeror to pay it an annual licensing fee for use of the theater. Understanding the uncertainties and unknowns related to initiating a new direction and developing programming at the Lincoln Theater, the District is amenable to both a license fee that varies from year to year (“Base License Fee”) and a proposal that includes both a Base License Fee plus an additional fee tied to some relatively easily computed and audited metric, such as annual attendance, annual gross ticket revenue, etc. (“Additional License Fee”)

#### A.4 Procurement Schedule

Milestone	Date
Release RFP to Potential Respondents	August 1, 2012
Pre-Proposal Meeting and Theatre Visit	September 4 - 7, 2012
Final Questions from Proposers	September 7, 2012
District Responses to Questions Posted	September 14, 2012
Proposals Due to the District	September 21, 2012
Announcement of Short-Listed Respondents	September 26, 2012
Town Hall Meeting with Short-Listed Respondents	October 15, 2012
Interviews with Short-Listed Respondents with Lincoln Theatre Steering Committee	Mid November TBD 2012
Announcement of Winner	November 30 , 2012
Theatre License Commencement Date	December 15, 2012

## A.5 Attachments

Attachment A1 - Theater Technical Detail

Attachment A2 - Theater Visual Detail

Attachment A3 - The Duke Framework for a Cultural Destination for Greater Shaw U Street

Attachment A4 - Facility Maintenance Responsibilities

Attachment B - Offer Letter

Attachment C - Disclosure Statement

Attachment D - Tax Affidavit

## SECTION B – FACILITY OPERATIONS

### B.1 RFP Goals

The District seeks a licensee to occupy and operate the facility, including the management, marketing, staffing, and maintenance (as defined in Section B.3.1. below) of the Lincoln Theatre.

The District has three primary goals associated with providing a qualified offeror the use and occupancy of the Lincoln Theater by December 2012:

- To establish a long-term, financially sustainable operating model for the Lincoln Theatre
- To enhance access to the performing arts in the District of Columbia; and
- To assist in the economic development of the U Street corridor

### B.2 Theater License

The successful offeror (“Licensee”) will occupy and have responsibility for all operational aspects of the Lincoln Theatre while upholding the theatre’s history and legacy. The District of Columbia will retain ownership of the theater and will maintain a close working relationship with the Licensee. The District intends to maintain this relationship and ensure that the Licensee complies with its operating obligations and continues to promote the goals of this RFP by contractually required meetings and reviews between the Licensee and DCCAH. The District contemplates quarterly formal meetings to review theater operations, event scheduling and content, ticket pricing, and other relevant issues. DCCAH also intends to conduct an annual review of the theater operations in connection with the exercise of contract option years.

### B.3 Theater Operations

The Licensee will operate the theater in a manner consistent with similar facilities in similar markets and that furthers the goals and objectives identified in this RFP.

#### B.3.1 Facility Operations

The Licensee will be responsible for "Event Day Operations," including:

- Front of house staffing, including ticket sellers, ticket takers, ushers, patron assistance staff, crowd control, security, housekeeping and janitorial staff
- Back of house staffing, including load-in/out, backstage set up, and technical theater operations.

The Licensee will be responsible for theater management, including booking, ticket sales, advertising and marketing, fundraising, and general theater and facility operations.

The Licensee will be responsible for facility maintenance operations, including facility cleaning and trash hauling/recycling. The District will be responsible for facility repairs, capital maintenance, capital improvements (if any) and utilities. Included as Attachment A4 is a delineation of Level 1, Level 2, and Level 3 maintenance activities. The Offeror shall be responsible for Level 1 activities and the District shall be responsible for Level 2 and 3 activities. In accordance with these levels and the separation of responsibilities, the District will maintain the facility and its systems in good working order consistent with the current state of the facility. The District's budget does not currently include any funding for capital improvement upgrades to the facility.

In general, the District expresses no preference between an operating model based on self-produced events, a model based on events promoted and/or produced by other entities, or a model that contemplates a mix of self-produced and promoter presented events, except that it is expected that the model deliver the mix, frequency and type of events that will promote the goals of this RFP described in Section B.3.3.

#### B.3.2 Facility Revenues

In exchange for the License Fee, Licensee shall be entitled to all revenues generated from the operation of the theater, including ticket sales, ticket fees, advertising revenues, facility rentals, food and beverage revenues, merchandise revenues, site fees, and any other revenues generated from the operation of the theater. The Licensee, however, shall not be permitted to change the name of the theater or provide for advertising on the outside of the theater (other than in existing marquee and storefront locations) and shall not enter into any "naming rights" transaction.

#### B.3.3 Programming and Events

The District seeks a facility Licensee that can deliver high quality performing arts programming to the community and to patrons at a reasonable per ticket cost in order to bring a level of excitement to the theater through innovative programming and operations. The District is interested in event diversity

relative to creativity and innovative approaches of managing the theater and is seeking a Licensee to provide creative approaches to managing and operating the theater.

As a District-owned community asset, the District intends to reserve no more than 15 event days per year to provide for District-sponsored community events (“Community Event Days”). In connection with such Community Event Days, the Licensee shall charge no facility rental, but may be reimbursed at cost for event related expenses or charged not-for-profit rental rate.

#### B.3.4 Event Marketing and Booking

The District is seeking a Licensee to develop and implement ongoing business, marketing and promotional plans aimed at significantly increasing event activity and attendance in accordance with the goals described in Section B.1

In connection with programming the theater, the District does not intend to impose any restrictions on the type of events that may be booked or held at the theater provided that the events comply with applicable laws and regulations. The District is seeking, however, a Licensee that can deliver the type of programming described above and it is expected that the overall mix of events and activities furthers the goals of this RFP. In order to accomplish these goals and demonstrate that success, the offeror must develop and consistently utilize a responsive, transparent, and effective process to reserve and use the theatre.

#### B.3.5 Management and Staffing

In order to achieve the goals of this RFP, the Licensee must put in place a qualified management, booking, marketing, promotional, and operations team that is best qualified to enhance all aspects of the Lincoln Theatre operations, including a Theater General Manager who is the single point of contact for operational and contractual matters.

#### B.4 Oversight, Accounting and Reporting

DCCAH would maintain responsibility and direct oversight of the theater as the government entity responsible for evaluating the Licensee's adherence to the goals of the RFP. In addition, DCCAH intends to conduct a formal annual review of the theater operations in connection with the exercise of contract option years, including event scheduling and content, ticket pricing, financial operations, District-resident hiring, community engagement and overall theater performance consistent with the District's goals. In addition, DCCAH will conduct quarterly formal meetings to review theater operations and expects the parties to mutually develop reporting tools to keep DCCAH informed of theater operations between scheduled meetings.



## B.5 Licensing, Accreditation and Registration

The Licensee and all of its subcontractors and subconsultants (regardless of tier) shall comply with all applicable District of Columbia, state, and federal licensing, accreditation, and registration requirements and standards necessary for the performance of the contract.

## B.6 Conformance with Laws

It shall be the responsibility of the Licensee to perform under the contract in conformance with all applicable statutes, laws, codes, ordinances, regulations, rules, requirements, orders, and policies of governmental bodies.

## SECTION C COMMUNITY BENEFITS

### C.1 Preference for Organizations Contributing to Community

As the Lincoln Theater is a District asset and as a component of the District's overall economic development effort, the District believes that it is important that the Licensee provide benefits to the community in addition to enhancing the entertainment offerings and employment opportunities, described elsewhere in this RFP. Accordingly, the District is interested in how the Offeror and its proposed use would complement the broader community context and may benefit the community.

### C.2 District Resident Hiring

As the Lincoln Theater is a District asset and as a component of the District's overall economic development effort, the District believes that it is important that the Licensee hire and employ District residents to the greatest extent possible. To that end, the District will require that at least 75% of the hours worked in connection with theater management, back of the house operations, and event day operations (but not event production and presentation) be worked by District residents

### C.3 SLDBE Participation

As the Lincoln Theater is a District asset and as a component of the District's overall economic development effort, the District desires that Local, Small and Disadvantaged Business Enterprises ("LSDBEs") participate in this effort to the greatest extent possible and requires that thirty five percent (35%) of any subcontracts for theater management, back of the house operations, and event day operations (but not event production and presentation) be awarded to LSDBEs. Of this amount, at least thirty five percent (35%) must be awarded to entities that are certified as either Small or Disadvantaged Business Enterprises by the District of Columbia Local Business Opportunity Commission, and twenty percent (20%) to entities that are certified as Disadvantaged Business Enterprises.

## SECTION D

## EVALUATION AND AWARD CRITERIA

### D.1 Selection Criteria

Proposals will be evaluated in accordance with Part D of this RFP. The following evaluation criteria will be used:

- Team Experience & Capacity 25 points
- Management Structure, Key Personnel, and References 25 points
- Innovative Ideas, Vision and Project Approach 15 points
  
- Proposed Business Plan and Financial Capacity 15 Points
- Fee Schedule 10 points
- Community Benefits Plan 5 Points
- District Hiring Plan 5 Points

## D.2

### Evaluation Process

The Department shall evaluate submissions and any best and final offers in accordance with the provisions of this Section D and the Department's Procurement Regulations.

## D.3 Evaluation Committee

Each submission shall be evaluated in accordance with this Section D by an Evaluation Committee. The Evaluation Committee shall prepare a written report summarizing its findings and submit the same to the source selection official. Based on the information submitted by the Offerors in response to this RFP and the report prepared by the Evaluation Committee, the source selection official shall select the Offeror(s) whose submissions are determined by the source selection official to be the most advantageous to the Department.

## D.4 Oral Presentation

The Department intends develop a short list of Offerors to present their theater operation plan and vision to the District and the community. The purpose of the oral presentation and the question and answer session is to permit the Evaluation Committee to fully understand and assess the qualifications of each Offeror and the Offeror's key personnel. The submission will be re-scored at the conclusion of the oral presentation.

### D.4.1 Length of Oral Presentation

Each Offeror will be given up to 30 minutes to make the presentation. At the end of the initial presentation, there will be 15 minutes devoted to questions from the evaluation committee and the public attendees.

### D.4.2 Schedule

The order of presentation will be selected randomly and the Offerors will be informed of their presentation date and times before the beginning of oral presentations. The Department reserves the right to reschedule any Offeror's presentation at the discretion of the contracting officer.

### D.4.3 Offeror Attendees

If interviews are conducted, the oral presentation will be made by the Offeror's personnel who will be assigned the key jobs for this project. Each Offeror will be limited to 4 persons. The job functions of the persons attending the presentation will be considered to be an indication of the Offeror's assessment of the key areas of responsibility that are deemed essential to the successful completion of the project.

## D.5 Proposal Evaluation

Each proposal will be scored on a scale of 1 to 100 points. In addition, Offerors will be eligible to receive up to 12 preference points as described in Section C .1 of this RFP for participation by Local, Small or Disadvantaged Business Enterprises. Thus, the maximum number of points possible is 112.

The District intends to award one contract resulting from this solicitation to the responsible Offeror whose offer conforming to the solicitation will be most advantageous to the District, cost or price, technical and other factors, specified elsewhere in this solicitation considered.

## SECTION E PROPOSAL ORGANIZATION AND SUBMISSION

This section outlines specific information necessary for the proper organization and manner in which Offerors' Proposals should be proffered. References are made to other sections in this RFP for further explanation.

### E.1 Submission Identification

Submissions shall be proffered in an original and six (6) copies. The Offeror's submission shall be placed in a sealed envelope conspicuously marked: "RFP to Occupy and Operate the Lincoln Theater"

### E.2 Delivery or Mailing of Submissions

Submissions should be delivered or mailed to:

Department of General Services

Attn: Todd Douglas,

Realty Officer

Frank D. Reeves Center

2000 14th Street, NW

Portfolio Management Division, 8th Flr

Washington, DC 20009

### E.3 Date and Time for Receiving Submissions

Submissions shall be received no later than 2:00 pm EST, on September 21, 2012. The Offeror assumes the sole responsibility for timely delivery of its Submission, regardless of the method of delivery.

### E.4 Submission Size, Organization and Offeror Qualifications

All submissions shall be submitted on 8-1/2" x 11" bond paper and typewritten. Telephonic, telegraphic, and facsimile submissions shall not be accepted. The Department is interested in a qualitative approach to presentation material. Brief, clear and concise material is more desirable than quantity. The submission shall be organized as follows:

#### E.4.1 Executive Summary

Each Offer should provide a summary of no more than three pages of the information contained in the following sections.

#### E.4.2 General Team Information and Firm(s) Data

Each Offeror should provide the following information for the principal snow removal firm and its subcontractors, if any.

A. Name(s), address(es), and role(s) of each firm (including all sub-contractors)

B. Firm profile(s), including:

i. Age

ii. Firm history(ies)

iii. Firm size(s)

iv. Areas of specialty/concentration

C. Description of the team organization and personal qualifications of key staff, including:

i. Identification of the single point of contact for the Licensee.

ii. Resumes for each key participant on the team, including definition of that person's role and relevant experience.

#### E.4.3 TECHNICAL PROPOSAL SECTION

##### 1) Team Experience and Capacity

Please demonstrate your team's history and experience in operating a comparable facility, including your Team's applicable past experience with or in the following services:

##### Team Experience

Operate and manage a theatre of the size and scope of the Lincoln (including any historic theaters)

1. Theatre operations and facility management, including but not limited to:

- a. Box office and front-of-house personnel, security and technical theatre services
- b. Day-to-day facility maintenance and janitorial services
- c. Creating and managing rental fee structures and pricing

2. Marketing and promotions, including but not limited to:

- a. Developing and attracting arts and entertainment events
- b. Creating and implementing marketing campaign and promotional materials
- c. Creating and implementing public relations strategies

3. Community outreach, including but not limited to:

- a. Experience working with local communities, building relationships with local organizations, businesses, residents and patrons
- b. Creating mechanisms for community input and feedback
- c. Integrating community input and feedback into facility management, programming, and

operations.

4. Fundraising, including, but not limited to:
  - a. Experience in fundraising over the past three years. Indicate the amount of money raised in each campaign, and how the funding was used to benefit those operations.

List all facilities that the Offeror has operated or managed in the last 5 years that are similar to Lincoln Theater. This information may be provided in a table format; however, it should include the name of the owner, the number of assets included in the portfolio, a general description of the assets and a reference or contact person for each such owner.

#### Team Capacity

Please provide certified audited financial statements for the past three years and other Information, such as Profit and Loss Statements, balance sheets, income tax returns and credit history, that will demonstrate the Offeror's financial capacity and ability to adequately operate the Lincoln Theater. If the proposal is being submitted as a consortium, please provide information on each member of the consortium.

#### 2) Management Structure, Key Personnel, and References

Please provide evidence of the experience and capacity of the personnel to be assigned to this effort.

- a. Your submission should include the following:
  - i. Résumés of key personnel who would manage the Theatre, including the Theater General Manager and applicable staff.
  - ii. Proposed organizational chart and structure, job descriptions and the qualifying experience required for each position
  - iii. A description of how the Offeror will use technical personnel to oversee, advise and direct sound, lighting, staging systems and other technical aspects of the Theatre.
  - iv. A description of the personnel that will conduct theater operations.
  - v. Discuss how you will provide oversight of the staff and hold them accountable to the District's rules, regulations and standards of conduct.
- a. Please include a minimum of three references (including email and phone contact information) from references that can describe from direct experience your team's and key personnel's ability to fulfill the requirements of this RFP. You may also include up to three letters of support for your team.

b. Detailed descriptions of no more than eight (8) projects that best illustrate the team's relevant experience and capabilities. Please provide all of the following information in consistent order:

- i. A description of assets the team managed
- ii. Name, address, contact person and telephone number for owner reference
- iii. Brief description of the team's responsibility under the contract
- iv. Identification of personnel involved in the selected project who are proposed to work on this project.

3) Innovative Ideas, Vision and Project Approach

The District welcomes innovative ideas and structures that will maximize the likelihood of long-term financial viability and sustainability of the Lincoln Theatre. The best of these ideas would create a balance that reflects and respects the history of the Theatre while simultaneously creating a business model that is sustainable over time. Please also provide any ideas your team consider as enhancements, renovations and/or upgrades to the current facility (either physical improvements or operational concepts), which may improve or expand the successful delivery of programming to the community. These ideas, visions and project approaches should be designed to further the District's goals as described in this RFP.

4) Proposed Theatre Business Plan, and Financial Capacity

The overall goal of a business plan for the Lincoln Theatre is to create an implementable business model that creates a viable and financially sustainable theatre over time. Please include a narrative that describes the philosophy and key assumptions behind your business plan and vision for the Theatre. This section should also demonstrate that your team fully understands the goals of this RFP.

Your submission must include the following items:

1. An annual operating budget for managing the Theatre over the next three years.
2. Provide a budget narrative to explain your operating budget. Be sure to articulate the assumptions you used in preparing the budget, including.
  - a. Event attraction, marketing and booking plan
  - b. Box office and ticket sales plan
  - c. Projection for revenues by revenue category (e.g. rental fees, ticket sales, food and beverage sales, advertising, etc.)
  - d. Expense projection by expense category



- e. Plan for building revenue over time and projections for a stabilized income stream
  - f. Required level of fundraising and plan for fundraising on an annual basis?
3. Staffing Plan- narrative description of both theater management and event day staffing plan and approach.
4. Detailed narrative descriptions of the following aspects of your business plan for the Lincoln Theatre:
- a. Schedule for transition and roll out of operations, programming and marketing that identifies timing of key milestones and achievement of operating goals
  - b. Community outreach plan, including but not limited to the Offeror's strategy for soliciting, receiving and incorporating feedback from Theatre stakeholders, including local community members, local organizations, businesses, residents and current and potential patrons of the Theatre
  - c. Marketing and promotions plan/approach
5. Theatre operations and facility management of the Lincoln Theatre, including but not limited to descriptions of your plan for:
- a. Box office and front-of-house personnel, security and technical theatre services
  - b. Day-to-day facility maintenance and janitorial services
  - c. The rental fee structures and pricing
- 5) Community Benefits Plan. Each Offeror must submit a proposed Community Benefits Plan that identifies the specific plans and goals for delivering benefits to the community in connection with the operation of the Lincoln Theater.
- 6) District Resident Hiring Plan - Each Offeror must submit a proposed District Resident Hiring Plan that identifies the specific actions designed to attract and hire District residents. The plan should identify employment opportunities to be generated from theater operations, outreach plans for attracting District residents, training plans and any other plans or ideas designed to hire District residents.

#### E.4.5 PRICE PROPOSAL SECTION

The Offeror should submit the offer letter in substantially the form of Attachment B, which will describe the license fee(s) to be paid to the District annually.

#### E.4.6 Disclosure Form

Each Offeror shall submit a Disclosure Statement substantially in the form of Attachment C.

#### E.4.7 Tax Affidavit

Each Offeror must submit a tax affidavit substantially in the form of Attachment D. In order to be eligible for this procurement, Offerors must be in full compliance with their tax obligations to the District of Columbia government.

### SECTION F SUBMISSION PROCEDURES

#### F.1 For information regarding this RFP please contact:

Department of General Services

Attn: Todd Douglas,

Realty Officer

Frank D. Reeves Center

2000 14th Street, NW

Portfolio Management Division, 8th Flr

Washington, DC 20009

Phone: 202-727-2800

Fax: 202-727-9877

Todd.Douglas@dc.gov

Any written questions or inquiries should be sent to Todd Douglas at the email, fax, or address above.

#### F.2 Preproposal Conference and Tour

A pre-proposal meeting and walk-through tour of the historic Lincoln Theatre will be offered to potential Offerors. The exact date and time of the tour is to be determined and will be posted on DGS's website. Attendance at this conference is not mandatory but is highly recommended for all respondents to this RFP. District staff will be available to respond to questions regarding this RFP, the physical facilities, and

the operating aspects of the theatre. Questions that cannot be answered at the conference will be answered by Addendum and posted DGS website.

### F.3 Explanations to Prospective Offerors

Each Offeror should carefully examine this Request for Proposals and any and all amendments, addenda or other revisions, and thoroughly familiarize itself with all requirements prior to proffering a submission. Should an Offeror find discrepancies or ambiguities in, or omissions from, the RFP and amendments, addenda or revisions, or otherwise desire an explanation or interpretation of the RFP, any amendments, addenda, or revisions, it must submit a request for interpretation or correction in writing. Any information given to an Offeror concerning the solicitation shall be furnished promptly to all other Offerors as an amendment or addendum to this RFP if in the sole discretion of the Department that information is necessary in proffering submissions or if the lack of it would be prejudicial to any other prospective Offerors. Oral explanations or instructions given before the award of the contract shall not be binding.

Requests should be directed to James Marshall at the address listed in Section F.1 no later than the close of business on September 7, 2012. The person making the request shall be responsible for prompt delivery.

### F.4 Retention of Submissions

All submissions shall be retained by the Department and therefore shall not be returned to the Offerors. With the exception of proprietary financial information, the submissions shall become the property of the Department and the Department shall have the right to distribute or use such information as it determines.

### F.5 Examination of Submissions

Offerors are expected to examine the requirements of all instructions (including all amendments, addenda, attachments and exhibits) in this RFP. Failure to do so shall be at the sole risk of the Offeror and may result in disqualification.

### F.6 Late Submissions: Modifications

A. Any submission or best and final offer received at the office designated in this RFP after the exact time specified for receipt shall not be considered.

B. Any modification of a submission, including a modification resulting from requests for best and final offers, is subject to the same conditions as in F.8.A stated above.

C. The only acceptable evidence to establish the time of receipt is the time-date stamp of such installation on the submission wrapper or other documentary evidence of receipt maintained by the installation.

D. Notwithstanding any other provisions of this Request for Proposals to the contrary, a late modification of an otherwise successful submission which makes its terms more favorable to the Department may be considered at any time it is received and may be accepted.

E. Submissions shall be irrevocable and remain in full force and effect for a period not less than 120 days after receipt of submissions.

#### F.7 No Compensation for Preparation of Submissions

The Department shall not bear or assume any financial obligations or liabilities regarding the preparation of any submissions submitted in response to this RFP, or prepared in connection therewith, including, but without limitation, any submissions, statements, reports, data, information, materials or other documents or items.

#### F.8 Rejection of Submissions

The Department reserves the right, in its sole discretion:

A. To cancel this solicitation or reject all submissions.

B. To reject submissions that fail to prove the Offeror's responsibility.

C. To reject submissions that contain conditions and/or contingencies that in the Department's sole judgment, make the submission indefinite, incomplete, otherwise non-responsive, or otherwise unacceptable for award.

D. To waive minor irregularities in any submission provided such waiver does not result in an unfair advantage to any Offeror.

E. To take any other action within the applicable Procurement Regulations or law.

F. To reject the submission of any Offeror that has submitted a false or misleading statement, affidavit or certification in connection with such submission or this Request for Proposals.

#### F.9 Limitation of Authority

Only a person with prior written authority from the Director of the Department of General Services shall have the express, implied, or apparent authority to alter, amend, modify, or waive any clauses or conditions of the contract. Furthermore, any alteration, amendment, modification, or waiver of any clause or condition of this RFP is not effective or binding unless made in writing and signed by the Director or his authorized representative.