

Request for Expression of Interest
For
Agreement for Operations and Potential Development
of the Rodman Hall Property

Request for Expression of Interest No.: **CM19-02**

Issued: **November 29, 2019**

Submission Deadline: **February 5, 2020 at 12:00:00 PM local time**

1. Introduction

The purpose of this Request for Expression of Interest (REI) is for Brock University to assess the interest and capacity of outside parties for the development of its Rodman Hall and 7.15-acre property that is economically viable and culturally and socially sustainable.

We invite new, creative and/or innovative perspectives on the how this prominent property in downtown St. Catharines, Ontario may best be developed as an ensemble of complementary amenities.

Rodman Hall is a landmark, historic mansion with modern annex that is home to Rodman Hall Art Centre (art gallery). The property's distinctive, nearly 13,000 sq. ft. structure is set within generous grounds that include the Walker botanical garden with 1,100 m of ravine trails above Twelve Mile creek. Concepts for the development of the property may encompass all viable uses that are capable of also supporting the continued presence of the art gallery on the property and within the decorum of the community.

2. Partners

A. Brock University is one of Canada's top post-secondary institutions. Located in historic Niagara region, Brock offers all the benefits of a young and modern university in a safe, community-minded city with beautiful natural surroundings. With more than 19,000 students in seven diverse Faculties, Brock University offers an academic experience that's second to none. In 2003, Rodman Hall's ownership and the operation of the art gallery were transferred to Brock University.

Rodman Hall (building) was once a large estate and home of Thomas Rodman Merritt the son of William Hamilton Merritt who built the original Welland Canal. The well-preserved house built in 1853 and 1862 is situated on what is now 7.15-acre remnant of the original property. Rodman Hall is designated to be of cultural heritage value or interest by the City of St. Catharines pursuant to Part IV of the Ontario Heritage Act. Rodman Hall is located at 109 St. Paul Crescent in the Western Hill neighborhood of St. Catharines. In its iconic and highly visible site that sits at the western gateway to downtown St. Catharines adjacent to the new Burgoyne Bridge.

Rodman Hall Arts Centre is a contemporary art gallery, programming connects the community with art through innovative and thought-provoking exhibitions, events, and art classes for all ages. It is a Category A art museum/gallery so designated under the Cultural Property Export and Import Act. RHAC collects, preserves, studies, exhibits and facilitates the understanding of art and visual culture.

B. Rodman Hall Arts Centre Inc (RHAC Inc.) is a community-based incorporated non-profit organization established to work with Brock University on a transition plan to ensure the future excellence of Rodman Hall's Art gallery/museum, in order to provide inspiring contemporary art exhibitions and public programs.

3. REI Process

We will entertain creative options that serve the benefit of all stakeholders – Brock University, Rodman Hall Arts Centre Inc (RHAC Inc.) and the potential party. Following review of the submissions received, it is anticipated that further discussions regarding any potential development will occur.

The partners are open to supporting and advocating for any zoning bylaw changes required.

The issuance of this REI is not to be considered in any way a commitment by Brock University, nor as authority to potential respondents to undertake any work that could be charged to Brock University. This REI is not to be considered as a commitment to award contract(s) for the work described herein or issue subsequent processes.

Submission of a response to this REI or participation in a meeting is not intended to, nor does it, create any contractual or other legally binding obligation or duty, including any obligation or duty to accept or reject information, to enter into negotiations or decline to enter into or continue negotiations, or to award or decline to award a contract. Participation in this REI and the submission of a response to this REI is not a pre-condition to participation in a subsequent commercial process, if any.

4. REI Timetable

Issue Date of REI	November 29, 2019
Optional Site Visits	January 14, 2020 & January 16, 2020 at 1:00PM
Deadline for Questions	January 20, 2020 at 12PM local time
Deadline for Addenda	January 27, 2020 at 12PM local time
Submission Deadline	February 5, 2020 at 12PM local time

The REI timetable is tentative. It may be changed by Brock University at any time, and Brock University may choose to waive or extend the Deadline for Questions, Deadline for Addenda and/or the Submission Deadline.

Interested parties are required to register their email address with the REI Contact in order to receive subsequent correspondence (including addenda) as applicable.

It is also requested that respondents confirm their attendance for the Site Visit at least three (3) days before the date and provide the name(s) of the person(s) who will attend.

5. Background Rodman Hall Arts Centre

Rodman Hall Arts Centre is a Category A art museum/gallery so designated under the Cultural Property Export and Import Act. Rodman Hall Arts Centre was established in 1960 and collects, preserves, studies, exhibits and facilitates the understanding of art and visual culture. It is committed to professional museum and gallery standards,

curatorial support for exhibiting artists and innovation in the presentation and interpretation of art works. Rodman Hall Arts Centre provides a range of programs that include art collection, exhibitions, events and education activities.

6. Information Requested

Investor's Business Plan. Including the following:

- **Vision** - Securing a future for Rodman Hall requires creative partners motivated to re-envision Rodman Hall and its place in the community.
- **Synergies** Rodman Hall Art Centre Inc (RHAC) operations
The successful partner will a) consider how their plans align or are complemented by the presence of an art gallery in terms of audience, shared services, and other affinities; and b) understand the core mission, program and facility requirements of RHAC Inc so as to imagine mutual benefits. Plans shall contribute to the capacity of the art gallery to remain on the Rodman Hall site.
- **Creative options**
We invite proponents to consider all uses and options for development that appear relevant and achievable. The only constraint in this REI is that the vision ensure that benefits and advantages in the development plan accrue to all stakeholders: the partner, Brock and RHAC inc.
- **Property development plans** as applicable
- **Statement of capacity**
 - Demonstrate financial stability
 - Past experience
 - Examples of similar success

7. REI Contact

For the purposes of this process, the REI Contacts will be Chuck MacLean (cmaclean@brocku.ca) and Hilary Lindfield (hindfield@brocku.ca).

Respondents should direct any questions or request for additional information by email to both REI Contacts listed above and refer to "REI CM19-02".

8. Submission Instructions

8.1 Submission Location

Respondents are asked to submit their information and signed Respondent Submission Form in PDF format via email to Chuck MacLean (cmaclean@brocku.ca) and Hilary Lindfield (hindfield@brocku.ca).

Email submissions should have the following subject line: "REI #CM19-02"

Hard copy submissions may also be delivered to Procurement Services:

Schmon Tower, Suite 1200C, 1812 Sir Isaac Brock Way, St. Catharines, ON L2S 3A1

8.2 Timing of Submission

Submissions should be submitted at the location set out above on or before the Submission Date.

8.3 Requested Information

Responses should include a completed and signed Respondent Submission Form (Appendix A) that acknowledges, among other things, that this REI and any respondent submissions will not create a legal relationship or obligation.

Appendix A – Respondent Submission Form

1. Respondent Information

Please fill out the following form, naming one person to be the respondent’s contact for the REI process and for any clarifications or communication that might be necessary.	
Full Legal Name of Respondent:	
Any Other Relevant Name under which Respondent Carries on Business:	
Street Address:	
City, Province/State:	
Postal Code:	
Phone Number:	
Fax Number:	
Company Website (if any):	
Respondent Contact Name and Title:	
Respondent Contact Phone:	
Respondent Contact Fax:	
Respondent Contact Email:	

2. Terms of Reference

In responding to this REI, the respondent acknowledges its acceptance of the following REI Terms of Reference:

a. REI Not a Formal Competitive Bidding Process

This REI is issued for information-gathering purposes and is not intended to be a formal legally binding “Contract A” bidding process. Without limiting the generality of the foregoing, this REI will not necessarily result in any subsequent negotiations, direct contract award, invitational tendering process or open tendering process, and does not constitute a commitment by Brock University to enter into an agreement.

b. REI Not to Limit Brock University's Pre-existing Rights

This REI will not limit any of Brock University's pre-existing rights. Without limiting the generality of the foregoing, Brock University expressly reserves the right, at its discretion, to:

- (i) seek subsequent information or initiate discussions with any potential party, including potential parties that did not respond to this REI;
- (ii) initiate direct negotiations with any potential party, regardless of whether the potential party or parties responded to this REI;
- (iii) contact a limited number of potential parties, which may include only those that responded to this REI or may include potential parties that did not respond to this REI;
- (iv) elect not to proceed with an agreement that is the subject of this REI.

These expressly reserved rights are in addition to any and all other rights of Brock University that existed prior to the issuance of this REI.

c. Financial Information for General Information Purposes Only

Any financial information provided by respondents is for general information purposes and is not intended to be binding on respondents. Any legally binding agreements will be established through the execution of a written agreement(s).

d. Accuracy of Responses

The respondent acknowledges that the information provided is, to the best of its knowledge, complete and accurate.

e. Information in REI Only an Estimate

Brock University and its advisers make no representation, warranty or guarantee as to the accuracy of the information contained in the REI or issued by way of addenda. Any quantities shown or data contained in this REI, or provided by way of addenda, are estimates provided only as general background information.

f. Parties to Bear Their Own Costs

Brock University will not be liable for any expenses incurred by a respondent, including the expenses associated with the cost of preparing responses to this REI. The parties will bear their own costs associated with or incurred through this REI process, including any costs arising out of, or incurred in, (i) the preparation and issuance of this REI; (ii) the preparation and making of a submission; or (iii) any other activities related to this REI process.

g. Submissions Will Not Be Returned

Except where set out to the contrary in this REI or expressly requested in the respondent's submission, the submission and any accompanying documentation provided by a respondent will not be returned.

h. Confidential Information of Brock University

All information provided by or obtained from Brock University in any form in connection with this REI either before or after the issuance of this REI (i) is the sole property of Brock University and must be treated as confidential; (ii) is not to be used for any purpose other than replying to this REI; and (iii) must not be disclosed without prior written authorization from Brock University.

The respondent may not at any time directly or indirectly communicate with the media in relation to this REI without first obtaining the written permission of Brock University.

i. Disclosure of Information

The respondent consents to Brock University's collection of information as contemplated under the REI for the uses contemplated under the REI. Respondents should not include information in their response that is proprietary or confidential. Information provided by a respondent may be released in accordance with governing laws. To the extent that a respondent does include confidential or proprietary information, the respondent should identify any information in its submission, or any accompanying documentation supplied in confidence for which confidentiality is to be maintained by Brock University. The confidentiality of such information will be maintained by Brock University, except where an order by a tribunal or court requires Brock University to do otherwise. The respondent consents to the disclosure, on a confidential basis, of this submission by Brock University to advisers retained by Brock University for the purpose of reviewing this submission.

The respondent acknowledges that Brock University may make public the name of any and all respondents.

j. Governing Law

This REI process will be governed by and construed in accordance with the laws of the province of Ontario and the federal laws of Canada applicable therein.

Signature of Witness

Signature of Respondent Representative

Name of Witness

Name of Respondent Representative

Title of Respondent Representative

Date

Refer to separate PDFs for Appendices to this REI:

Appendix A

**City of St. Catharines Designation of Rodman Hall under
Part IV of Ontario Heritage Act**

Appendix B

Rodman Hall Site Plan

Appendix C

Rodman Hall Campus Map

Appendix D1

Rodman Hall Drawing RH-01

Appendix D2

Rodman Hall Drawing RH-02

Appendix D3

Rodman Hall Drawing RH-03

Appendix D4

Rodman Hall Drawing RH-00