

**Supporting Document: MDOT 657.3**

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 Assistant Secretary for Project Development and Delivery

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Joint Development Implementation

This supporting document outlines the key processes, procedures, MDOT's reserved rights, and approvals that govern MDOT's Joint Development Program. It establishes the framework for prioritizing Joint Development projects, managing solicited and unsolicited proposals, negotiating commercial agreements, and securing necessary project approvals. By adhering to these guidelines, MDOT ensures that Joint Development projects are in line with the goals, objectives, and principles outlined within the MDOT 657 Joint Development Policy.

1. Joint Development Prioritization

MDOT will seek to assess its real estate portfolio to identify and evaluate opportunities on a consistent basis to develop State-owned and other public land for Joint Development. Key factors in determining prioritization, in addition to the consideration of the Joint Development Goals and Objectives, include:

- Adjacency to high-capacity transit, defined as a rail station that receives at least hourly service on average from 8:00AM – 6:00PM;
- Development potential and feasibility (i.e., physical conditions such as site size, topography, and environmental conditions, as well as applicable regulatory conditions and land use considerations);
- Support of the local jurisdiction;
- Infrastructure needs;
- Adequate market potential to meet State of Maryland and local TOD goals and objectives;
- Existence of adequate transit capacity or planned new or expanded capacity;
- Community support;
- Opportunities for future connectivity; and
- Funding and financing opportunities to close any infrastructure or development funding gaps needed to realize meaningful TOD.

2. Joint Development Process

The Joint Development process is managed by MDOT's Office of Real Estate and Development and will follow the process and procedures outlined in MDOT 657 Joint Development Policy. The Policy allows for both solicited and unsolicited joint development proposals from interested third parties for commercial, residential, mixed-use, or other development on State-owned land that integrates with and/or co-locates with existing or planned State transportation infrastructure, including the potential to acquire, construct, improve, maintain, and/or operate elements of the land infrastructure as part of the development. The major steps involved in evaluating, selecting, and implementing Joint Development projects are similar for both solicited and unsolicited proposals.

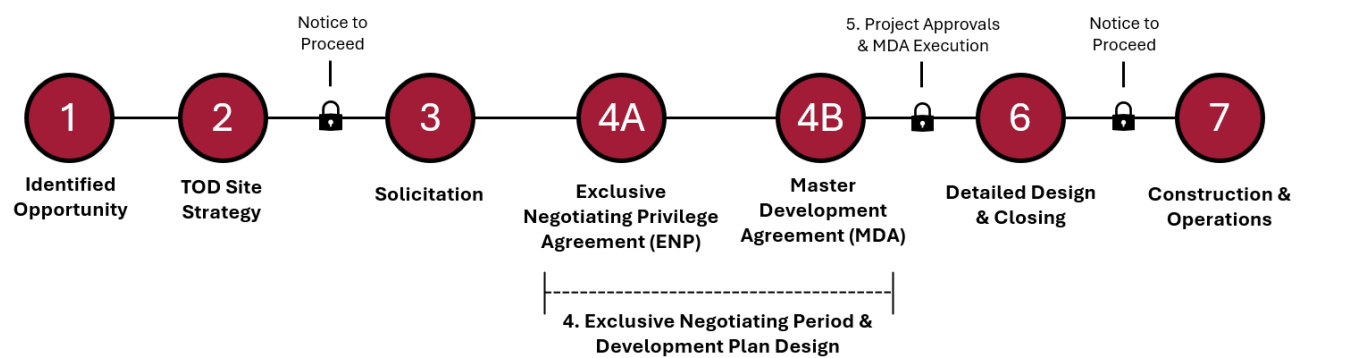


The subject property must have been declared as available for use for TOD by the MDOT modal unit (e.g., MTA, SHA, MAA) that owns the underlying land prior to solicitation or as part of the Unsolicited Joint Development process.

The competitive solicitation process will consider the protection of any proprietary information that is identified as such. Upon request for information from a third party, MDOT will make an independent determination whether the information may be disclosed under applicable law, including but not limited to the Maryland Public Information Act, Title 4 of the General Provisions Article of the Annotated Code of Maryland.

Generally, the Joint Development process will adhere to the following high-level sequence of steps shown in Figure 1, which will be subject to change based on the needs and complexity of each Joint Development project. Within this process, MDOT may elect to develop its site through a TOD Plan process as authorized by Maryland Land Use Article, § 4-104. The approximate timelines reflect a combination of MDOT-driven and jointly coordinated activities. They are provided as general guidance and assume that both parties are committed to advancing the project in good faith and in a timely manner. For a detailed breakdown of the Joint Development process and workflow, see Appendix A – Joint Development Process.

Figure 1 | High-Level Process and Timelines of the Joint Development Process



#	Step	Description	Timeframe	Lead Agencies & Stakeholders
1	Identified Opportunity	MDOT will seek to assess its real estate portfolio to identify and evaluate opportunities on a consistent basis to develop State-owned and other public land for Joint Development.	Continuous	MDOT (ORED, MTA)
2	TOD Site Strategy	Initial planning and defining of site-specific goals, objectives, and requirements for Joint Development projects. This may include community engagement prior to solicitation.	6-12 months	- MDOT (ORED, MTA, SHA) - DHCD - Local jurisdictions
3	Solicitation	Public and competitive solicitation leading to the selection of a Joint Development Partner.	6 months	- MDOT (ORED, MTA, SHA, OAG) - Developers



#	Step	Description	Timeframe	Lead Agencies & Stakeholders
4A	Exclusive Negotiating Period and Development Plan Design	Parties to execute an Exclusive Negotiating Privilege Agreement and settle a non-binding term sheet to allow for the drafting of the Master Development Agreement. The Developer is responsible for completing due diligence and advance master planning and the design of the Development Plan or the TOD Plan as applicable under Maryland Land Use Article, § 4-104.	6-12 months (Concurrent with 4B)	- MDOT (ORED, MTA, OAG, SHA) - DHCD - Local jurisdictions - Joint Development Partner - Community
4B	4.B - Master Developer Agreement (MDA) Negotiations	This is the timeframe allotted to negotiate the MDA, Master Ground Lease, and the forms for associated Phase Ground Lease(s), Purchase Agreement(s), Reciprocal Easement and Operating Agreement(s), Construction Agreement and other agreements necessary for the delivery of the project, as applicable.	6-12 Months (Concurrent with 4A)	- MDOT (ORED, MTA, OAG) - Joint Development Partner
5	Project Approvals and MDA Execution	Seek FTA concurrence (as applicable), Board of Public Works approval and execution of the MDA and supporting transaction documents, as required. Execute MDA and applicable transaction documents with the Joint Development Partner. For Statutorily Eligible Joint Development Sites, utilizing the authority under Maryland Land Use Article, § 4-104, the TOD Plan will be approved by the Secretary and included in the MDA at this stage.	2-4 Months	- MDOT (MDOT Secretary, ORED, MTA) - Joint Development Partner - Board of Public Works (Approval Required) - FTA (Concurrence Required)
6	Detailed Design & Closing	Completion of detailed design review of the transit infrastructure and private infrastructure to advance construction/delivery of the project. Closing, or Phased Closing, of the transaction, as applicable.	6-12 Months (Developer-driven timeline)	- MDOT (ORED, MTA, SHA) - Joint Development Partner - Community
7	Construction & Operations	Joint Development Partner to advance to construction of the project, supported by ongoing community engagement.	Project specific	- MDOT (ORED, MTA, SHA) - Local jurisdictions



#	Step	Description	Timeframe	Lead Agencies & Stakeholders
		Applicable mode to undertake construction inspection, commissioning, close-out, and handover of the infrastructure.	timelines	- Joint Development Partner - Community

3. Solicited Joint Development Proposals

MDOT may issue Joint Development solicitations which will include the information developed as part of MDOT's TOD Site Strategy planning and due diligence efforts and which will reflect community feedback, if applicable. MDOT will publish the solicitation on MDOT's website and will seek to promote it through press releases and social media channels.

While conditions may warrant a single-step Request for Proposals (RFP) process, MDOT prefers to utilize the following two-step solicitation process for Joint Development.

- 1) A Request for Qualifications (RFQ), leading to
- 2) An RFP limited to the qualified entities selected from the RFQ process.

The solicitation will outline the minimum qualifications and evaluation criteria, which will be required of interested respondents. Respondents will be instructed as to the format in which to submit proposals and what minimum information and materials must be submitted in order for the proposal to be considered complete. The solicitation process may include a pre-bid meeting, questions and answers period, and a site visit with interested development entities as well as the local jurisdiction, as deemed appropriate.

Following the deadline for submissions, proposals will be evaluated based on Section 5 Proposal Evaluation and Selection Criteria.

4. Unsolicited Joint Development Proposals

MDOT is open to receiving, evaluating and advancing solicitations for unsolicited proposals from third parties at any time for Joint Development on State-owned land, in accordance with these policies.

If any MDOT facilities intend to be relocated or impacted in any by the proposed development, the proposer must mitigate or accommodate such facilities, including all relevant requirements, as part of their development including covering all expenses for the design and construction of such facilities. All designs for the facilities must be approved by the appropriate mode including any operations and maintenance agreements. The developer will also be required to perform any site planning and due diligence for what would otherwise be completed as part of a TOD Site Strategy to define transit infrastructure requirements and at their own expense. These activities may include, but is not limited to, a site survey, title search, environmental assessments, and site analysis, in addition to the reimbursement of MDOT's internal fees relating to drafting and producing the requirements, standards, and procedures for the project, and the State's fees relating to internal cost recovery for design review, construction management, inspection, commissioning, and handover/acceptance of the infrastructure assets, if applicable.



Third parties interested in pursuing a Joint Development project that includes State-owned should submit an electronic proposal as specified in 4.1 below to: TODprogram@mdot.maryland.gov. All requested information must be submitted. Proposers failing to submit all information requested for the Preliminary Assessment may be given an opportunity to submit promptly missing information or may be rejected, in MDOT's sole discretion. MDOT is open to meeting with third parties in advance to discuss potential unsolicited proposals.

Nothing in this Section limits MDOT's ability to consider or advance a direct negotiated transaction where otherwise authorized by applicable law, including a conveyance to an adjacent property owner or other negotiated disposition authorized under Transportation Article, § 8-309, Annotated Code of Maryland. Where MDOT determines that another statutory disposition authority is applicable and appropriate, the transaction may proceed in accordance with that authority without completing the Unsolicited Joint Development Proposal process. This may include circumstances where the configuration, access, development potential, economic development potential, or other characteristics of the State property support a negotiated transaction with an adjacent property owner that would better preserve or enhance the value or use of the State property or advance economic development objectives.

4.1. Unsolicited Joint Development Proposal Assessment

4.1.1. Concept Proposal

The Unsolicited Joint Development Proposal Assessment begins with the submittal of a high-level concept proposal to determine technical feasibility, which must include the following information:

- **Project Overview:**
 - **Project Information:** Station location, facility type, proposed uses, property size, and a high-level development program summary.
 - **Existing Use:** Overview of current infrastructure, land use compatibility, zoning compliance, access points, and any discrepancies that may require amendments or variances between plans and zoning requirements.
 - **Justification:** Explanation of how the proposal aligns with MDOT's Joint Development Goals and Objectives (Section 4) and the Joint Development Principles (Section 5).
 - **Proposed Changes to State-owned Property:** Summary of changes to state-owned property, including station, rail, parking, bus facilities, pick-up drop-off facilities, access, road network, pedestrian facilities, bicycle facilities, utilities, and stormwater management facilities.
 - **Impacts Summary:** Identification of key impacts to transit operations, maintenance, vehicular traffic, pedestrian flow, safety, customer experience, and lifecycle costs.



- **Ownership and Realty Interest:** Outline potential ownership structure and any realty interest in State-owned land.
- **Maintenance Responsibilities:** Identify maintenance responsibilities for public and private improvements.
- **Community Benefits:** List any community benefits to the jurisdiction or state.
- **Concept Plan:** Provide available maps, site plans, and/or drawings of the property and proposed improvements and impacts to existing facilities.

Once the concept proposal is received and is deemed complete, the submittal will be circulated to internal MDOT stakeholders and will be evaluated based on the proposal's ability to demonstrate technical feasibility and to determine if there are any technical fatal flaws that must be addressed. If the concept proposal is deemed to be technically feasible, MDOT will provide a response to the proposer and, where appropriate, arrange a meeting with the proposer and relevant internal stakeholders to review any issues or deficiencies identified in the Concept Proposal submission. Depending on the nature and severity of the issues, the proposer may be invited to address them as part of a comprehensive proposal review process, or the submission may be declined if the issues cannot be reasonably mitigated.

4.1.2. Comprehensive Proposal

The purpose of this phase is to address the fatal flaws identified in the concept proposal, finalize the technical and operational requirements, and demonstrate the financial feasibility of the project. This proposal must also provide sufficient information for MDOT to evaluate the qualifications, experience, capacity, and financial capability of the Proposer and its proposed development team to successfully deliver the proposed Joint Development project by including the following ("Comprehensive Proposal"):

- **Technical Feasibility Plan:**
 - **Revised Project Overview:** Updated to include any changes from the Concept Proposal.
 - **Site Investigation Report:** Detailed report on infrastructure, environmental considerations, utility availability and capacity, and traffic/transportation (including access and egress points) to identify constraints affecting the development.
 - **Station Multi-Modal Demand Analysis:** Confirm future ridership to determine transit infrastructure requirements as part of the Joint Development project, if applicable.
 - **Ridership Analysis:** Analysis of how the development will increase transit ridership and calculation of increased fare revenue.
 - **Legal and Ownership Considerations:** Verification of ownership status of the proposed site and any legal encumbrances that might impact development.



Identification of any required easements for utilities, access, or public infrastructure.

- **Response to MDOT's Operational Concerns:** Address operational impacts identified during the Preliminary Assessment phase, including strategies for maintaining operational continuity during and after construction.
- **Updated Concept Plan:** Revised maps, site plans, and drawings addressing MDOT's feedback.
- **Financial Feasibility and Implementation Plan:**
 - **Preliminary Construction Cost Estimates:** Estimations for public and private infrastructure improvements.
 - **Market Analysis & Financial Pro-Forma:** Includes land value, local and state fiscal impact analysis, and financial projections.
 - **Financing Plan:** Identify potential funding sources, financial tools, and strategies for closing funding gaps.
 - **Project Schedule & Phasing:** High-level project timeline, including conceptual phasing plan.
 - **Site Control Plan:** illustrating proposed property ownership and proposed operation and maintenance responsibilities
- **Proposer Qualifications:** Qualifications of the Proposer and key members of the proposed development team, including:
 - Relevant experience successfully planning, financing, developing, constructing, and operating projects of similar size, complexity, and use, including Joint Development or TOD experience, as applicable;
 - Identification, roles, and experience of key development team members and proposed organizational structure;
 - Examples of comparable projects, including the Proposer's role, project size and program, development cost, financing approach, and completion status;
 - Demonstrated financial capacity and ability to secure the equity, debt, and other financing necessary to deliver the proposed project; and
 - References for comparable projects and other information reasonably requested by MDOT to verify the Proposer's qualifications and capacity.

Once the Comprehensive Proposal is received and is deemed complete, the submittal will be circulated to internal MDOT stakeholders to determine the proposal's technical and financial feasibility, to ensure that MDOT's technical and operational concerns have been addressed, and to identify the transit and public infrastructure requirements. MDOT will also evaluate the



Comprehensive Proposal and determine whether the Proposer and proposed development team possess the qualifications, experience, capacity, and financial capability necessary to successfully deliver the proposed Joint Development project. Subject to determining that the proposal meets these criteria, MDOT will deem it a viable Joint Development opportunity and will proceed to the next step, issuing a request for alternative proposals to bring the project to market. Depending on the nature and severity of any identified issues, the proposer may be invited to address them as part of the comprehensive proposal review process, or the submission may be declined if the issues cannot be reasonably mitigated. If a proposal is not deemed technically or financially feasible but contributes significant strategic or operational value, MDOT may, at its discretion, may propose to refine the approach and seek to advance to the next step.

4.2. Request for Alternative Proposals

If the unsolicited Joint Development proposal is deemed to be technically and financially feasible and has merit, MDOT will create any necessary solicitation materials based on the identified transit and public requirements, and publish a notice and the solicitation package on MDOT's website notifying the public that the proposal has been received and inviting others to submit competing proposals. The solicitation will outline the minimum qualifications to meet MDOT's goals, objectives, and requirement and will outline the evaluation criteria, which will be required of interested developers. The deadline for MDOT's receipt of any competing proposals will be provided in the notice, but in any case, it will be no less than forty-five (45) days from publication of the notice. The deadline will depend on the complexity of the project. The solicitation process may include a pre-bid meeting, a questions and answers period, interviews, and a site visit with interested development entities, as well as with the local jurisdiction, as deemed appropriate.

The unsolicited proposer will also have the opportunity to submit a proposal as part of the Request for Alternative Proposals.

Following the deadline for submissions, proposals will be evaluated based on the criteria outlined in Section 5, Proposal Evaluation and Selection Criteria.

5. Proposal Evaluation and Selection Criteria

Joint Development proposals will be evaluated based on criteria outlined within the Joint Development solicitation. Following a completeness review of all proposals received, submittals will be circulated and reviewed by a selected evaluation panel consisting of MDOT staff and may include other external members at MDOT's sole discretion. MDOT may discuss the proposals with other stakeholders, including the Federal Transit Administration, partner agencies, and the local jurisdiction. The evaluation panel will review all proposals and recommend a preferred developer for the final decision to be made by the MDOT Chief of Transit-Oriented Development.

6. Exclusive Negotiating Period and Development Plan Design

Following the selection and notice of award to the Joint Development Partner, MDOT and the Joint Development Partner will enter into an Exclusive Negotiating Privilege (ENP) Agreement, which will outline the process and time limits for the developer to advance the design of the Development Plan and for the parties to execute the MDA. The ENP also



outlines the developer's responsibilities relating to conducting due diligence, site planning to advance the design of the Development Plan. The Joint Development Partner will also be responsible for seeking all applicable local development review, land use, site plan, permitting, and other approvals as may be required and consistent with State law and this Policy.

Consistent with the MOU and ongoing coordination between MDOT and DHCD, DHCD has confirmed that an executed ENP satisfies its site control requirements for multifamily bond and tax credit application purposes. Acceptance of the ENP as site control does not constitute acceptance of any underlying terms that may affect the financing or tax credit transaction. Any application or award made in reliance on the ENP remains subject to the Joint Development Partner's timely execution of an MDA with MDOT and satisfaction of applicable project milestones and requirements.

Consistent with the MOU and ongoing coordination between MDOT and DHCD, DHCD has confirmed that an executed ENP satisfies its site control requirements for multifamily bond and tax credit application purposes. Acceptance of the ENP as site control does not constitute acceptance of any underlying terms that may affect the financing or tax credit transaction. Any application or award made in reliance on the ENP remains subject to the Joint Development Partner's timely execution of an MDA with MDOT and satisfaction of applicable project milestones and requirements.

The Development Plan is a comprehensive and master design document that outlines the key elements and requirements of the Joint Development project which will form the basis for compliance throughout detailed design of each phase, as applicable. The Development Plan will be reviewed in accordance with the requirements, standards and specifications outlined within the Joint Development solicitation and the ENP agreement and based on the Development Plan's ability to achieve the intent of the Joint Development Goals and Objectives outlined in Section 4 and to meet the Joint Development Policies established in Section 5. Development Plans will generally include, but will not be limited to the following deliverables, which will be further outlined within the Joint Development Solicitation and MDA: site plans which includes existing conditions and siting of the transit and public infrastructure improvements, massing plans with building envelopes, subdivision plans, multi-modal transportation and site circulation plans (including road dimensions, sections, and auto-turns), parking management plans, streetscaping and building designs, signage and wayfinding plans, community engagement plan, utility plans, phasing and sequencing plans, stormwater management plans, site control plan, illustrating ownership, and operations and maintenances, maintenance of traffic plans, and anticipated financing and sequencing of the infrastructure improvements for the entire joint development site and each of the proposed phases, if applicable.

The Development Plan will be appended as a schedule to the Master Developer Agreement.

7. MDA and Project Approvals

MDOT will negotiate a Master Ground Lease (or other instrument of conveyance) and an MDA with the selected developer, which will include as applicable the Form for Phase Ground Lease(s), Purchase Agreement(s), Reciprocal Easement and Operating Agreement(s), Construction Agreement, Parking Lease(s), and other agreements necessary for the delivery of the project, as required. The MDA is a binding agreement between MDOT and the Joint



Development partner which outlines the requirements, commercial terms, and value exchange for the project. It will also include provisions relating to assemblage of any necessary financing; execution of design and construction contracts; operations and maintenance; securing any applicable permits and entitlements; and completing an approved final design. Once the MDA is finalized, MDOT will seek FTA concurrence, and Board of Public Works approval and execution, as applicable.

Following BPW approval and execution of the MDA, the Developer will advance detailed design in accordance with the approved Development Plan for MDOT's review and approval prior to MDOT providing a Notice to Proceed with construction.

8. MDOT Transit-Oriented Development Plan Process:

As authorized under Maryland Land Use Article, § 4-104, MDOT may approve a TOD Plan for a Statutorily Eligible Joint Development Site in lieu of otherwise applicable local zoning requirements. Statutorily Eligible Joint Development Sites include land owned by the State, Baltimore City, or the Washington Metropolitan Area Transit Authority (WMATA) that is in use for a transportation purpose and contiguous to a rail transit station that receives at least hourly service on average from 8:00 a.m. until 6:00 p.m. Monday through Friday. Where the State, Baltimore City, or WMATA elects to utilize this authority for an eligible Joint Development project, the Applicable Public Landowner and its Joint Development Partner will develop and coordinate the TOD Plan in accordance with this Section and submit the Plan to MDOT for approval.

- a. **Notification:** MDOT, in coordination with the Applicable Public Landowner, will provide written notification to the local jurisdiction with land use and zoning authority of the determination to utilize this process pursuant to Maryland Land Use Article, § 4-104, in lieu of otherwise applicable local zoning requirements. This notification will identify the basis for determining that the site is a Statutorily Eligible Joint Development Site, the benefits of under Land Use Article, § 4-104 and how the Development Plan will advance MDOT's TOD goals and objectives. This notification will also describe any specific information or areas of coordination needed to advance the Development Plan process.
- b. **Coordination:** Pursuant to Maryland Land Use Article, § 4-104, the Applicable Public Landowner and its Joint Development Partner will develop the TOD Plan in coordination with MDOT and the local jurisdiction. The Applicable Public Landowner and its Joint Development Partner will collaborate with the local jurisdiction throughout development of the TOD Plan, including gathering feedback on the TOD Plan concepts as they are developed.
 - i) **Applicable Requirements Plan:** Additionally, the Applicable Public Landowner will work with the local jurisdiction in identifying applicable local, State or Federal requirements, including the local land use authority retained pursuant to Maryland Land Use Article, § 4-104. These applicable requirements will be documented in an Applicable Requirements Plan that will reflect what local, State or Federal agency is responsible for oversight of such requirements, a general description of submission requirements for review and the timing of when applicable reviews should occur.



- ii) **Formal Local Review:** Following collaboration and development of the TOD Plan, the Applicable Public Landowner will submit the draft TOD plan to MDOT. MDOT will provide the draft TOD Plan to the local jurisdiction for formal review and comment. All comments from the local jurisdiction must be received in writing within 45 calendar days of receipt by the local jurisdiction agency with land use authority. MDOT will coordinate comments received with the Applicable Public Landowner for response, in collaboration with its Joint Development Partner. The Applicable Public Landowner will provide MDOT with responses identifying where comments have been accepted and addressed or rejected. MDOT will provide the responses to the local jurisdiction. Upon completion of this process, MDOT will consider the TOD Plan coordination achieved as required under Maryland Land Use Article, § 4-104. MDOT will evaluate requests for extensions of time to the comment period if any are received from the local jurisdiction. MDOT may proceed with the implementation of the TOD Plan should no comments be received from the jurisdiction after a reasonable period of time.
- c. **Community Engagement:** Before the draft TOD Plan is submitted to the local jurisdiction for formal review, the Applicable Public Landowner, in collaboration with its Joint Development Partner and MDOT, will conduct community engagement to gain public feedback on the draft TOD Plan. This may generally include a public meeting, conducted in the adjacent community that will present the draft TOD Plan for information and input prior to its formal submission to the local jurisdiction for comment. Once the draft TOD Plan is submitted to the local jurisdiction for formal comment, MDOT will post the draft TOD Plan on its website and enable the submission of public comment for 30 days after posting.
- d. **Transit-Oriented Development Plan Contents:** The TOD Plan will be a comprehensive master plan submission, generally at approximately the 30% design development stage, for the entire Statutorily Eligible Joint Development Site and will include the plans, drawings, reports, and other supporting materials required under the applicable agreements. For purposes of the TOD Plan process under Maryland Land Use Article, § 4-104, the TOD Plan contents will be a set of plans that adequately depict the elements described below. In coordinating with the local jurisdiction, MDOT may determine that additional plans, drawings, reports, or other supporting materials are required as part of the TOD plan and will also determine the appropriate scaling of the plan set to coincide with other permitting processes that will be required by the local jurisdiction and consistent with State law. This includes building permits, stormwater and drainage, or any other authority retained by the local jurisdiction in accordance with Maryland Land Use Article, § 4-104.
 - i) The TOD Plan will clearly depict and establish the proposed land use classification, height, setback, and any similar requirements pursuant to Maryland Land Use Article, § 4-104(f), including at a minimum:
 - i. Land use classification and development program, including proposed uses, square footage, and residential units, reflected in total and by building and location.



- ii. Building footprints and setbacks.
 - iii. Building elevations reflecting height and general design.
 - ii) Open space, landscape, and buffers including active and passive green space
 - iii) Public infrastructure, automobile parking and rights of way, including new and existing. This should also include bicycle lanes, pedestrian paths or sidewalks and any micromobility infrastructure
 - iv) Stormwater facilities and drainage information, as applicable, and should reflect the requirements of the applicable jurisdiction.
 - v) Applicable Requirements Plan identifying applicable local, State, and Federal requirements developed in accordance with Section 8.b.i of this Policy, including environmental or natural resource concerns, public health and safety considerations, and Adequate Public Facilities Ordinances.
 - vi) Comment Response Matrix documenting comments received from the local jurisdiction through the formal review and coordination process, whether each comment was accepted or rejected, and the applicable rationale. The Comment Response Matrix will identify how the final TOD Plan has addressed or will address accepted comments, issues, and requirements raised under applicable local jurisdictional authorities.
 - vii) TOD Plan Justification, identifying the otherwise applicable local zoning requirements and demonstrating the benefits of utilizing the Development Plan process pursuant to Maryland Land Use Article, § 4-104. This should include how use of this process will advance State of Maryland goals as well as MDOT's TOD and Joint Development goals and objectives, as well as those of the Applicable Public Landowner.
- e. Transit-Oriented Development Plan Approval Process:** Once the TOD Plan has been fully coordinated, the MDOT staff will submit a copy of the draft TOD Plan to the MDOT Secretary, including a cover memorandum summarizing the plan and its benefits. Upon approval by the MDOT Secretary, the TOD Plan will constitute the Development Plan pursuant to Maryland Land Use Article, § 4-104. The Secretary will issue a Notice of Approved Transit-Oriented Development Plan and provide the Notice and the approved Plan to the Applicable Public Landowner and the local jurisdiction with land use authority. The Notice will summarize the justification and reflect the determination that the TOD Plan satisfies the requirements for land use and zoning under the Act. The approved TOD Plan will subsequently be incorporated into the applicable MDA or other binding project agreement, as applicable.
- f. Amendments to an Approved Transit-Oriented Development Plan:** An MDOT-approved TOD Plan pursuant to Maryland Land Use Article, § 4-104, may be amended as the Joint Development project advances through design and implementation. Proposed amendments shall be submitted to MDOT by the Applicable Public Landowner for review. For State-owned Joint Development projects, the applicable



provisions of Section 9, Amendments, of this Policy shall also apply. MDOT will determine whether a proposed amendment is material or non-material. A material amendment includes any change that materially modifies the use, configuration, location, density, height, setback, or other development requirement established through the approved TOD Plan, or that could reasonably be expected to have a material adverse effect on the development or operation of the project, transit facilities or operations, public access, ingress or egress, or safety and security. A change will also be considered material where it materially affects a requirement or issue within the local jurisdiction's authority retained pursuant to Maryland Land Use Article, § 4-104, including environmental or natural resources concerns, public health and safety considerations, or adequate public facilities ordinances. Material amendments will be coordinated with the local jurisdiction in accordance with the applicable provisions outlined in this Section and require approval by the MDOT Secretary. Upon approval, the Secretary will issue an amended Notice of Approved Development Plan and provide the Notice and amended Transit-Oriented Development Plan to the Applicable Public Landowner and the local jurisdiction. Changes determined by MDOT to be non-material may be approved administratively by the Assistant Secretary for Project Development and Delivery without repeating the local coordination and Secretary approval process. Notice of an approved non-material amendment will be provided to the Applicable Public Landowner and local jurisdiction.

9. Amendments

The long-term nature of Joint Development projects, changing market conditions, shifts in project feasibility, and the evolving needs of multi-phased developments may necessitate adjustments or amendments to the executed agreement(s). In these instances, and subject to the terms of the applicable executed agreement, MDOT may, at its sole discretion, consider proposed amendments from developers for Joint Development projects that have an executed agreement in place. Any such proposal to amend existing agreements must be formally submitted to MDOT for review and must include sufficient information to allow for a thorough evaluation. This includes any approved Development Plan. For amendments to an MDOT-approved TOD Plan pursuant to Maryland Land Use Article, § 4-104, the submission requirements of this Section will apply in addition to the review and approval process outlined in Section 8.6. The Joint Development Partner must provide a detailed written amendment proposal that includes:

- A clear justification for the proposed modification;
- A financial analysis demonstrating the impact of the proposed change, including projected costs, benefits, and any revenue implications for MDOT;
- A description of the proposed improvements or modifications, including scope, estimated costs, and expected benefits;
- Supporting documentation such as market studies, engineering assessments, or other relevant analyses; and
- A timeline for implementation and completion of the proposed changes.

MDOT will evaluate the developer's amendment proposal to amend an executed agreement based on its consistency with the original and current Joint Development goals and objectives,



financial and operational impacts on MDOT and transit services, potential public benefit and alignment with existing agreements, principles, regulatory compliance, and legal considerations, among other factors.

MDOT reserves the right at its sole discretion to approve, reject, or request modifications to the proposal to amend an existing agreement. If the proposal to amend an existing agreement is deemed viable, MDOT may require further negotiations or amendments before granting final approval, which may require BPW approval.

10. MDOT's Reserved Rights

MDOT reserves the right, without limitation, in its sole and unfettered discretion to the following:

- Reject any and all proposals at any time.
- Charge an application fee for the processing and review of Unsolicited Joint Development Proposals and will be determined based on the review of the Concept Plan proposal which will depend on the proposal's scope and complexity.
- Suspend, discontinue and/or terminate agreement negotiations with any respondent or selected Developer at any time prior to the actual authorized execution of such agreement by all parties.
- Negotiate with a proposer without being bound by any provision in its proposal.
- Request or obtain additional information about any proposals or solicitation submissions.
- Issue addenda to and/or cancel any solicitation.
- Revise, supplement, or withdraw all or any part of these policies.
- Request revisions to conceptual or detailed proposals.

Under no circumstances shall MDOT be liable for, or reimburse, the costs incurred by proposers, whether or not selected for negotiations, in developing proposals or in negotiating agreements. Any and all information MDOT makes available to proposers shall be as a convenience to the proposer and without representation or warranty of any kind. Proposers may not rely upon any oral responses to inquiries.

ADDITIONAL AUTHORIZED DOCUMENTS

MDOT 657.1 Joint Development Principles
MDOT 657.2 Joint Development Roles and Responsibilities