

**Request for Proposals
Carver Corner Redevelopment
Muscatine, Iowa**

Private Developer for the “Carver Corner” Redevelopment Site, Muscatine, Iowa.

PLEASE TAKE NOTE: This document constitutes a Request for Proposal, and is not a request for professional services, a request for a bid or a construction contract. Acceptance of a proposal may result in a binding contract between the City and the proposer, contingent upon certain legislative acts of the City Council related to the sale of land and a Development Agreement.

Notice to proposers: One signed original proposal and one copy on a flash drive will be received at the Finance Office at City Hall. Address the proposal(s) to: City Clerk, Department of Finance, City Hall, 215 Sycamore Street; Muscatine, Iowa 52761, on or before the date and time specified below. All proposals shall be enclosed in a sealed envelope and marked on the outside in bold letters: **Private Developer Proposal for the “Carver Corner” Redevelopment Site**. Faxed and emailed proposals will not be accepted.

Proposals Due: 3:00 p.m.

Date: August 14, 2019

A non-mandatory pre-proposal meeting will be held 10:00 a.m. July 30, 2019, in the City Hall Council Chambers. The meeting is being held to review the RFP, clarify the City’s expectations, and answer questions. Attendance is not compulsory.

Proposals may be made to the City regarding a proposed development of the property, more specifically particularly described in Section 1 entitled “Background Information and Project Goals”. The City retains the right to reject proposals as non-responsive, to ask for clarification, to enter into negotiations to discuss cost, scope of work, procedures and the final work product. Acceptance of a proposal does not constitute contract approval or approval for construction purposes. Normal administrative and legislative procedures and actions will be required, including but not limited to property sale, approval of financing, site plan review and building permit approvals.

Questions should be directed via e-mail to:

Jodi Royal-Goodwin, Director of Community Development
City of Muscatine, Iowa
City Hall
215 Sycamore Street
Muscatine, Iowa 52761
jroyal-goodwin@muscatineiowa.gov

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Request for Proposals

Private Developer for City of Muscatine, Iowa

“Carver Corner” Redevelopment

Section 1: Background Information and Project Goals

This Request for Proposals (RFP) is issued by the City of Muscatine to identify private developers and development teams interested in redeveloping what is referred to as “Carver Corner” and identified on the map below. The City is seeking a development team with the capacity to create an urban mixed-use project (the “Project”) on 6.19 acres of property located in the downtown corridor. As illustrated on the graphic below, the site is located along the Mississippi River and outdoor trails.



Project Site Parcel Identification Numbers:

1302305001, 1302159012, 1302159011, 1302159009,
1302159005, 1302159003, & 1302159002

Legend

-  Project Parcels
-  Other Parcels
-  Multi-Use Trail

The site is also located 0.5 miles from downtown; is fully protect by an accredited levee; is adjacent to the Riverfront multi-use trail and wider community trail network of over 12 miles; eligible for Tax Increment Financing and located in a Federal Opportunity Zone; and centrally between some of the area’s largest employers.

The City intends to enter into a development agreement and convey the property to the development team which best meets the City's goals. The Project is envisioned as a privately-owned urban building or complex of buildings with a mix of commercial and residential offerings that maximize the last developable riverfront views and central location. The proposed development should also complement the historic nature of adjacent properties.

The purpose of this RFP is to solicit proposals from developers and development teams interested in acquiring and developing this property. The city intends to convey the property to the selected developer/development team.

Objectives for the Redevelopment of "Carver Corner"

1. Redevelop vacant property
2. Achieve high quality architectural and site design
3. Establish land uses consistent with redevelopment plans
4. Promote in-fill opportunities
5. Create high quality employment opportunities
6. Encourage destination points to draw people
7. Provide opportunities to live, work and recreate near the river
8. Enhance visitor experience along an important corridor in the community
9. Establish outdoor recreational or green space (trail, park, courtyard, etc.)
10. Improve long-term economic benefit

Goals for this Project Include:

1. Urban building(s) consistent with the stated goals of the downtown & riverfront areas which emphasize urban, walkable neighborhoods, and high quality architectural and site design;
2. A variety of commercial and residential uses; and
3. Residential uses designed and marketed to households desiring to live in a quality/high amenity building(s).

Section 2: Intent, Potential Public Assistance and Development Agreement

Muscatine's goal is to enter into a property transaction and Development Agreement with a development team committed to constructing a high quality urban building(s). The city is seeking development proposals for a Project that maximizes private investment and leverages non-city sources to the greatest degree possible.

Incentives and/or financial participation potentially available from the City are not intended to replace financing from other private and public resources. Rather, they are intended to be flexible resources that bridge funding gaps that may be created or compounded by current market conditions or the difficult nature of infill projects on previously developed sites. The infill nature of this project is partially mitigated by the City having assembled the properties, completing some environmental assessments and clearing some parcels.

If financial assistance is requested, the City will work with the selected developer to analyze details of the proposed Project's financial pro forma and other factors. Potential financial assistance will be based on the project meeting the City's goals for the property and the nature and extent of the financing gap identified between project costs and the available private resources. In their proposals, development teams should make a reasonable estimate of the need for financial assistance, based on project costs, a preliminary pro forma, and estimated debt and equity sources. It should be noted that for any request involving Tax Increment Financing (TIF), a rebate structure is strongly preferred to upfront funding. Ultimately, any TIF incentives will need to be approved by the City Council following the required legislative process.

The sale of the Project site to the developer may be negotiated on terms responsive to the Project's gap financing needs (and in accordance with state and local law).

The City will designate a lead City staff contact for the Project to facilitate and expedite communications and necessary approvals across City Departments, including Planning and Zoning, Public Safety, Housing, Permits and Plan Reviews, etc.

The City will assist with citizen outreach and public meetings as necessary.

Development Agreement

The City will ultimately enter into a Development Agreement with the selected development team. The Development Agreement will include terms for the conveyance of the property; security requirements to ensure Project completion; financial terms associated with property conveyance and Project construction; terms regarding the condition of the property prior to conveyance; Project timeline; and any additional terms as may be necessary to ensure compliance with the Project goals stated herein.

Negotiations will include a determination of whether the City will provide a clean site (with existing buildings demolished and any environmental issues mitigated) or if demolition and mitigation will be performed by the selected development team.

Negotiations may include any assistance required for construction staging related to the Project.

Section 3. Submittal Requirements

All proposals must comply with the following requirements and must be numbered accordingly:

1. The Proposal Submittal Signature form (copy attached as Exhibit "A").
2. A signed letter on the proposer's letterhead indicating an interest in the Project.
3. Primary contact person and contact information.
4. The legal name and address of the development entity, including all joint ventures, limited partnerships, and limited liability companies, and the percentage of interest of each. Proposers are encouraged to include size of their firm, parent company if applicable, and officers/principals of the firm.
5. A description of any and all litigation involving the principals, development entities, or members of the development team during the past five years (Exhibit "B", Listing of Lawsuits or Litigation within the Past Five Years). A statement relative to whether any of the principals, development entities, or members of the development team have ever been charged with or convicted of a felony.
6. Identification of the legal entity with whom the city would contract, whether the entity exists currently or would be created for the purposes of this project, and the names and titles of all parties authorized to act on behalf of the proposer.
7. Information showing all members of the proposed development team including but not limited to the developer, management agency, legal, design professionals, and consultants. Contact information should be provided for each team member.
8. A description of proposer's previous experience, including a brief description of at least two mixed-use projects where the proposer played a substantial role. The description should include the specific role of the proposer and current status of the projects. Sufficient reference contact information should be provided for each project in order to permit the City to verify the information.
9. A description of the proposer's financial capacity to obtain acquisition, construction, and permanent financing, including letters of interest from lenders and/or tax credit investors. A discussion of the financing sources and partnerships utilized for prior projects and references from those parties are also welcomed and encouraged.
10. A narrative describing the proposer's plan for construction and financing of the Project, to include:
 - a. Organization and management approach to the Project.

- b. General schedule for the completion of the Project following property acquisition.
 - c. Description of a general plan for construction loan and permanent financing, copies of any letters of intent from prospective purchasers and/or tenants.
 - d. Description of the marketing approach to secure purchasers/tenants.
 - e. Proposed purchase price for the Project property.
11. If public financial participation is contemplated/requested, a narrative with information including:
- a. Preliminary project building costs, preliminary pro forma, and sources and uses of funds illustrating anticipated and/or potential financing sources.
 - b. Proposed amount and description of gap financing assistance for the Project.
 - c. Description of how the Project addresses and corresponds to market demands and conditions. A market study may be required as a condition of financial assistance.
12. A visual description of the proposed Project, including (if available);
- a. Conceptual drawing or schematic.
 - b. Conceptual square footage of commercial and/or office space.
 - c. Conceptual square footage and size of residential units.
 - d. Conceptual layout of commercial and residential floors and parking.
 - e. Conceptual visualization of the pedestrian-level façade.
13. A description of any energy efficiency components of any building(s) and a description of sustainability features proposed to be included.
14. References from financial institutions, city governments, and community organizations that will permit the City to verify the capabilities of the proposer.
15. The identity of any unique resources, capabilities or assets which the proposer would bring to the Project.
16. The entire proposal may be no longer than 45 pages.

Section 4. Reservation and Disclosures

Reservation

Issuance of this RFP does not commit the City of Muscatine to enter into a Development Agreement, pay any costs incurred in preparation of a response to this request, or to procure or contract any services or supplies. The City reserves the right to reject any and all proposals and to make recommendations for changes in any proposal submitted, to waive informalities or irregularities, and may, in the process of this recommendation, allow the developer to make such recommended changes in its proposal. The City reserves the right to require additional information from the developer, financial or otherwise, to hold meetings with any developer to review the offer and development proposal, and to waive any of the requirements set forth herein.

The City may, at the conclusion of its review, recommend that the City Council, in conjunction with the appropriate legislative process, commence negotiations with the intention of entering into a Development Agreement with the selected developer.

As an equal opportunity/affirmative action employer, the City prohibits discrimination on the basis of race, creed, color, sex, age, religion, sexual orientation, gender identification, marital status, disability, or national origin. Minority and women's business enterprises will be afforded full consideration and are encouraged to respond.

Disclosure of Proposed Content

After the deadline for submissions of proposals, the contents of the proposals will be placed in the public domain and open for inspection by the public. Trade secrets or proprietary information that are recognized as such and are protected by law may be clearly withheld if identified as such in the proposal.

Disposition of Proposals

All proposals become the property of the City and will not be returned to the proposer.

Independent Contractor

The selected developer will act as a separate legal entity and will not be in joint venture, employment or otherwise affiliated with the City. The developer is responsible for all insurance, salaries, contracts, withholding taxes, social security, unemployment, worker's compensation and other taxes and other liabilities it incurs in connection with the Project, and shall hold the City harmless from any and all claims for the same.

The submission of a letter of a proposal will not require a fee or deposit. The City shall have the right to verify the accuracy of all information submitted and to make such investigation as it deems necessary or appropriate to determine the ability of a prospective developer to carry out the Project. The City reserves the right to reject any response where the evidence or information does not satisfy the City that the prospective developer is qualified to carry out the Project, is a person or firm of good reputation or character, or if the developer refuses to cooperate with and assist the city in the making of such investigation.

Section 5. Proposal Criteria and Scoring

Proposals will be reviewed and scored by a committee consisting of City staff and independent consultants. This committee may invite proposers to make oral presentations of their proposals. This committee will make a recommendation to the City Council on a preferred developer or may make a recommendation for a list of finalists to be considered by the full City Council following public presentations of finalist proposals. If there is a clear preferred developer the review committee may make a recommendation without public presentations, but the proposers should be prepared for a public presentation of their proposal.

Proposals will be scored and reviewed according to the following criteria:

1. Compliance with submittal requirements

2. Developer Experience and capabilities - 25 points possible.

- a. Quality of proposal
- b. Composition and experience of development team, particularly experience with mixed-use projects
- c. Organization and management approach to the Project
- d. References, including references within the construction industry
- e. Implementation ability, demonstrated ability of the developer to implement complex development projects

3. Market and economic viability of the project - 25 points possible.

- a. Evidence of the financial strength of the developer
- b. Estimate of developer equity investment in the project
- c. Marketing approach
- d. Evidence of interest from financial institutions and investors
- e. Letters from prospective purchasers and/or tenants for commercial and/or office space
- f. Reliability of the proposed financial plan
- g. Preliminary evaluation of need for any requested gap financing; level of request for gap financing; type of gap financing (upfront vs. rebate)

4. Long term fiscal benefit to the City - 25 possible points.

- a. Projected property tax revenues
- b. The price offered for the City property and any terms
- c. Any required City services and/or ongoing public funding beyond the construction costs
- d. Employment opportunities created
- e. Ability of the Project to generate other revenue for the City
- f. Assessment of any impact of the Project on nearby properties.

5. How the Project furthers Muscatine's economic development, riverfront use, and tourism goals 25 points possible.

- a. Ability of the Project to draw those working in the community but living outside the community to relocate to the community
- b. Ability of the Project to add to riverfront use, trail use, and outdoor activities
- c. Ability of the Project to include urban green space that provides or increases access to recreational and/or cultural resources
- d. Ability of Project to create employment opportunities
- e. Included residential provides housing opportunities for a variety of income levels, if so what income levels, with appropriate amenities
- f. Sensitivity to/or complimentary to adjacent/potentially historic architecture or plans to include them as a part of the overall development

6. Compliance with applicable state, federal and local laws, rules and regulations and policies; and other factors as deemed to be in the best interest of the City

Section 6: NON-ASSIGNMENT OF INTEREST

No developer shall assign or transfer to any other person or corporation, any interest in its proposal prior to execution of a Development Agreement without the express written authorization of the City. After execution of a Development Agreement and until the proposed Development has been completed, no interest in the contract may be assigned or transferred without the written consent of the City, except as set out in the Development Agreement.

Exhibit A

Proposal Submittal Signature Form

The undersigned attests to his/her authority to submit this proposal and to bind the firm herein named to perform if the firm is selected by the City of Muscatine. The undersigned further certifies that he/she has read the Request for Proposal, terms and conditions, and any other documentation relating to this request; has complied in all respects with all conditions hereof, and this proposal is submitted with full knowledge and understanding of the requirements and time constraints noted herein.

The undersigned hereby further acknowledges that it accepts the terms of the Request for Proposals in its entirety and by the submission of its proposal hereby waives any claims or claims to irregularities that arise out of such RFP, the process employed by the City to solicit and develop proposals, or the RFP evaluation process described in the RFP, and agrees to release and hold harmless the City, its employees, agents, and consultants from any claim, loss, or damage arising therefrom.

The undersigned hereby authorizes any person, firm or corporation to furnish any credit history and financial condition or other information required by the City to verify information related to the firm's submission to the City.

I hereby certify on behalf of the undersigned firm, that the above information is true and correct to the best of my knowledge and that the City may rely on the information provided.

Firm Name: _____

Home Office Address: _____

City, State, Zip: _____

Name and Title of Representative

Name: _____

Signature: _____

Date: _____

Exhibit B

LISTING OF LAWSUITS OR LITIGATION WITHIN THE PAST FIVE YEARS

Lawsuit or Litigation

Status or Outcome

Comments

Exhibit C

The Carver Corner Parcels, Adjacent Properties and Environmental Considerations

McKee Button Factory (East)

As mentioned above, the Carver Corner site is adjacent to properties of historical nature and value. Primarily the 1.26 acres to the east of the site is home to McKee Button Factory. The facility, built in 1907, is still an operating button manufacturer owned by the founding family. We encourage all potential respondents to consider this historical building in the design and use of Carver Corner. Parties interested in learning more about options and opportunities to incorporate the McKee facility into the proposed project should contact the City to schedule a tour or discuss considerations.

Southwest Parcels

Over the past three decades the City has also acquired an additional .97 acres extending south and west along Grandview Avenue from the offered site. The City's ownership of seven (7) of these parcels is the result of flood buyouts due to seep water during significant flood events. As a result these properties have restrictive covenants preventing the City from conveying ownership and limiting their use. Specifically, "*No new structure(s) will be built on the property except as indicated below:*

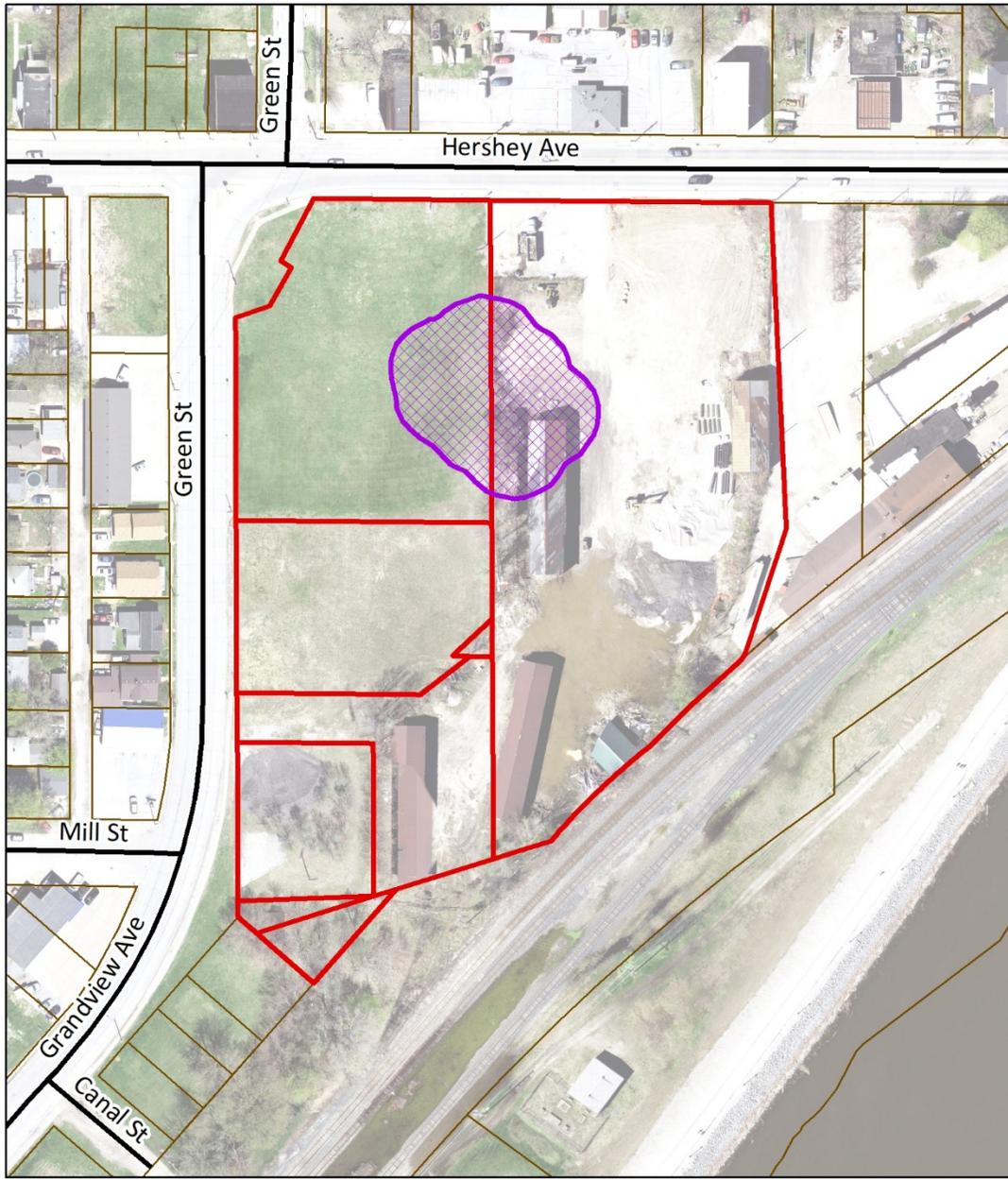
- (A) A public facility that is open on all sides and functionally related to a designated open space or recreational use;*
- (B) A rest room; or*
- (C) A structure that is compatible with open space, recreational, or wetlands management usage and property flood plain management policies and practices..."*

The parcels being offered for sale in the RFP have not historically been impacted by seepage, including in 2019 when the Mississippi River was in flood stage for more than three (3) months and recorded the third, fifth, and eighth highest crests on record.

If a development team identifies a benefit to incorporating any or all of these parcels in a proposed development the City will entertain requests and work with the developer and appropriate state and federal agencies to secure approval to proceed. The City recognizes that these sites may be ideal for storm water management and offer additional opportunities to provide recreational or cultural amenities.

Environmental Considerations

Previous activity on these sites resulted in soil contamination and environmental covenants of 23,228 square feet of the site as illustrated on the figure below.



Legend

-  Area Subject to Environmental Covenant (23,228 Sq. Feet)
-  Project Parcels
-  Other Parcels



These covenants do not prevent construction and affect 8.6% of the total land area of the development site. These covenants limit the following activities and uses:

- 1) Installation of water wells on the property;
- 2) Prohibit construction of confined spaces within the “area of the applicable receptor identification plume”; and
- 3) Prohibit the construction of sanitary sewers within the “area of the applicable receptor identification plume which exceeds Tier 2 default levels”.

Copies of these documents may be obtained by contacting the City or the County Recorder’s Office.

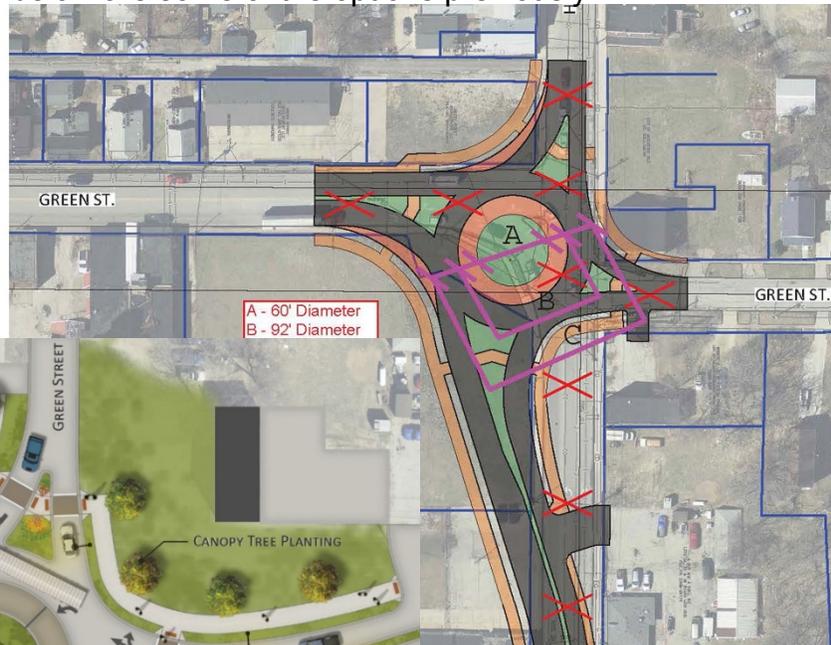
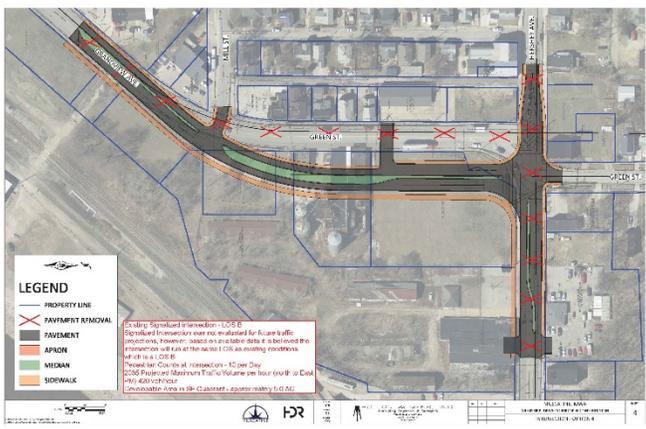
Exhibit D

About The Intersection - Restructuring Opportunities

The City of Muscatine is currently modernizing the City's main thoroughfare, which comprises the streets and intersection adjacent to the property to be developed under this RFP. The objectives for this work implements Muscatine's complete street policy by improving both Muscatine's quality of life and image by providing a safe and attractive environment for street users of all ages and abilities such as motorists, pedestrians, bicyclists, mass transit, children, senior citizens, individuals with disabilities, freight carriers, emergency responders and adjacent land users. In the end this project will modernizing U.S. 61-Business through the reconfiguration and reconstruction of the sub-standard, deteriorated roadway; and enhance aesthetics throughout the corridor that are consistent with Muscatine's riverfront improvements, including increase street lighting, landscaping, gateway features; improved pedestrian crossings and sidewalks; addressing traffic signals and geometric conditions; and restoring storm drainage and roadway embankment work intended to improve flood protection.

The improvement segments include the HNI Campus Area, Downtown Area, High Sidewalk (Bluff) Area and the Carver Corner Area. It is the intention of the City to coordinate and collaborate with the successful proposer on the improvements to the Carver Corner Area.

Currently the intersection has a traffic signal to control the vehicular movement through an asymmetrical crossing. The City has worked with contracted engineers to develop options for consideration. The illustrations below are some of the options previously presented for review.



However, the City has determined the best course of action to ensure the street reconfiguration and development resulting from this RFP are compatible is to wait and work with the selected developer. It is anticipated that upon selection of the preferred developer, the City and developer will include this project in the process of negotiating the Development Agreement.

Exhibit E

Other Related Information Available for Review

City of Muscatine Comprehensive Plan

<https://www.muscatineiowa.gov/518/Comprehensive-Plan>

Housing Market Demand Study

<https://www.muscatineiowa.gov/1160/Housing-Market-Demand-Study>

Mississippi Drive Corridor Project

<https://www.muscatineiowa.gov/941/Mississippi-Drive-Corridor-Project>

Grandview Avenue Revitalization Project

<https://www.muscatineiowa.gov/1188/Grandview-Avenue-Revitalization>

Riverside Park Master Plan

<https://www.muscatineiowa.gov/821/Mississippi-Riverfront-Project>

Additional environmental conditions information is available for review in the Community Development Office upon request.