

# Imperial Tobacco Company Site

Solicitation for Development Partners



# CONTENTS

<b>EXECUTIVE SUMMARY</b> .....	1
<b>INTRODUCTION</b> .....	2
<b>THE IMPERIAL SITE PROJECT</b> .....	3
<b>PROJECT DETAILS</b> .....	5
<b>ABOUT THIS SOLICITATION</b> .....	6
<b>MARKET OVERVIEW</b> .....	7
<b>DEVELOPMENT SITE</b> .....	8
<b>PRE-DEVELOPMENT PROJECT PROCESS</b> .....	9
<b>DEVELOPMENT PROGRAM</b> .....	10
<b>PROJECTED COSTS AND RETURNS</b> .....	11
<b>SUBMISSION REQUIREMENT</b> .....	13
<b>EVALUATION CRITERIA</b> .....	16
<b>SUBMISSION PROCESS AND TIMELINE</b> .....	17
<b>ADDITIONAL INFORMATION</b> .....	18
APPENDIX A - DISCLAIMER .....	20
APPENDIX B – POTENTIAL SITE PLAN.....	21
APPENDIX C – PROPOSAL CHECKLIST.....	23
APPENDIX D – MAJOR PUBLIC PROJECTS IN GREENVILLE .....	26
Appendix E – Guiding Public Interests .....	27

## EXECUTIVE SUMMARY

The City of Greenville (the City) worked diligently in recent years to obtain ownership and site control of 8.52 acres in the Uptown neighborhood (the City's downtown) of Greenville, North Carolina, better known as the Imperial Tobacco Company site (Imperial site). The City's primary objective for this area is to work with the private sector to revitalize this area.

To help meet this objective, the City engaged the UNC School of Government's Development Finance Initiative (DFI) to create a redevelopment plan and help to attract, solicit, and evaluate proposals from private developers.

As part of the predevelopment work, the City worked with DFI and JDavis Architects to develop the following potential program for the Imperial site:

Use	GSF	LSF	Units/Spaces
Multifamily	375,657*	292,230*	315 units*
Retail	20,177	20,177	Variable
Office	66,408	66,408	Variable
Parking	Structured: 744 Spaces	Surface: 350 Spaces	Total: 1,094 Spaces

### Estimated Development Timeline

<b>Development Partner Proposals Due</b>	<b>Sept. 1, 2017</b>
Council Selection of Partner(s)	Oct. 2017
Memorandum of Understanding	Dec. 2017

For information concerning the procedure for responding to this Solicitation for Development Partners (SDP) or clarifications of the terms, conditions, and requirements of this SDP please contact Matt Crook, Project Manager, DFI at [crook@sog.unc.edu](mailto:crook@sog.unc.edu).

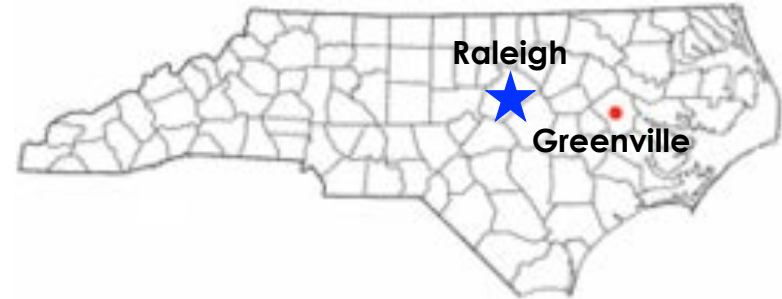


**Five Points, Uptown Greenville**

## INTRODUCTION

Located 85 miles east of Raleigh, NC, Greenville, NC is located in Pitt County, and is home to East Carolina University – the 4<sup>th</sup> largest university in North Carolina. Set in Eastern North Carolina, Greenville has a rich tradition of arts, medicine, education, entertainment, sports, and entrepreneurship.

Greenville has a population of over 90,000 residents, and has an attractive cost of living for many employers. As Greenville has grown in recent years, a larger number of public and private projects have been happening that is fueling economic and community development locally.



**Pirate Fest, Uptown Greenville**



**Art Exhibit, Uptown Greenville**

## THE IMPERIAL SITE PROJECT

Once home to tobacco processing and warehousing facilities, the Imperial site is now largely vacant land. It is located within a quarter-mile of the recently announced **East Carolina Millennial Campus**, a research and innovation center, and is walking distance to **Uptown Greenville** businesses and **East Carolina University**.



**Imperial Site location**

Once complete, the 20-acre **Millennial Campus** will house some of the University's research and development space as well as target companies operating in the healthcare, pharmaceutical, and defense industries.

The Imperial Tobacco Company Site is also part of the "**Dickinson Avenue Arts and Innovation District**," a budding, creative neighborhood containing many of the new popular restaurants and breweries in Greenville, such as Dickinson Avenue Public House and Trollingwood Taproom & Brewery. Dickinson Avenue corridor is gaining

the reputation of being a place where professionals spend time in Greenville, and has seen a remarkable increase in both private and public investments. Private investments include 17 new establishments totaling over \$5 Million in the last 3 years.



**Dickinson Avenue Corridor, Uptown Greenville**

The City has prioritized streetscape and paving improvements along Dickinson Avenue (slated to begin late 2017) and is currently conducting parking studies to support continued growth in this area. The City is also planning bike and pedestrian transportation connecting this area to thoroughfares and community assets such as greenways and the Town Common (20-acres of public park space).

There has also been significant public investment in the area around the Imperial site in recent years. For example, the **10<sup>th</sup> Street Connector** is currently under construction. When complete in 2019, this project will connect the Vidant Medical Center and East Carolina University, two of the area's largest employers. Additionally, construction of the adjacent **Greenville Transportation Activity Center (GTAC)** project began in the fall of 2016 and is expected to be open in early 2018. GTAC will be a LEED-certified transportation center and the City plans to promote transit-oriented development (TOD) in the area.



**Public Art Sculpture, Uptown Greenville**



**GTAC – South Elevation**

## PROJECT DETAILS

The City seeks a private development partner(s) to undertake this catalytic project in Uptown Greenville. The project contains several different development pads, each of which are zoned CD-Downtown Commercial. The City would like to see the site contain a mix of uses including residential, retail, and office, as identified by DFI's market analysis. City will also consider other economic development uses for the site. Additionally, the City Council, in a public meeting, made it known their preparedness to make public investments in the infrastructure concurrent with private investment.

DFI has completed a significant portion of the predevelopment process and is now assisting the City in identifying potential development partners for the project. DFI has worked with the City to create a public-private participation structure that outlines potential roles of the private developer(s) and the City for this project. The details of the development plan and public-private participation structure are provided later in this document.

Qualified development teams are invited to respond to the following SDP. The selected team(s) will execute a development services agreement with the City; finalize the development program; and design, finance, construct, own, and operate the project.



**Alley Mural, Uptown Greenville**



**Street Festival, Uptown Greenville**

## **ABOUT THIS SOLICITATION**

This document is an invitation for interested development teams to present development concepts for review and consideration by the City's pre-development consultant, DFI, which will assist development teams with understanding and responding to the City's requirements for the development of the Imperial Site project. City staff and DFI will evaluate the proposals and provide a recommendation for endorsement to the City Council.

A selection by Council is not final approval, but it will trigger an exclusive period of negotiation between the City and the selected developer to form a development services agreement for this downtown development project pursuant to North Carolina General Statute 160A-458.3.



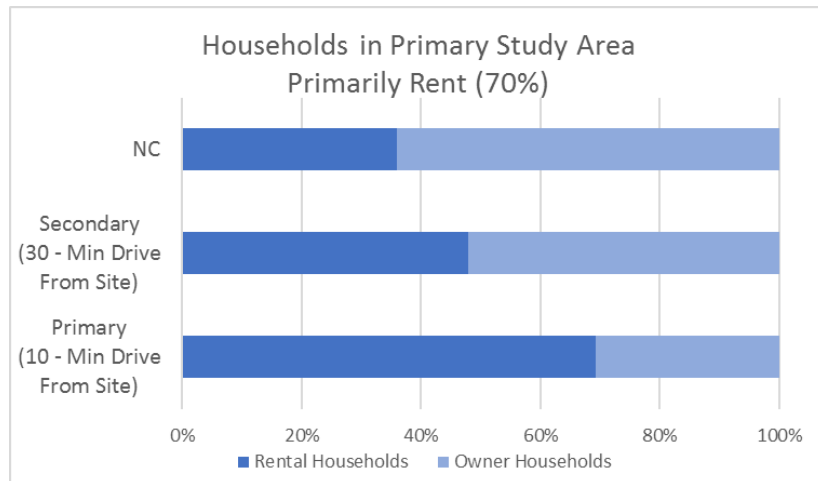
**Historic Imperial Tobacco Company**



## MARKET OVERVIEW

The City experienced strong population growth in recent years. Projections estimate that population within the primary and secondary study areas will grow by around 1% annually, while household income will increase by 1.5%. Three markets present attractive growth: multi-family residential, retail and office.

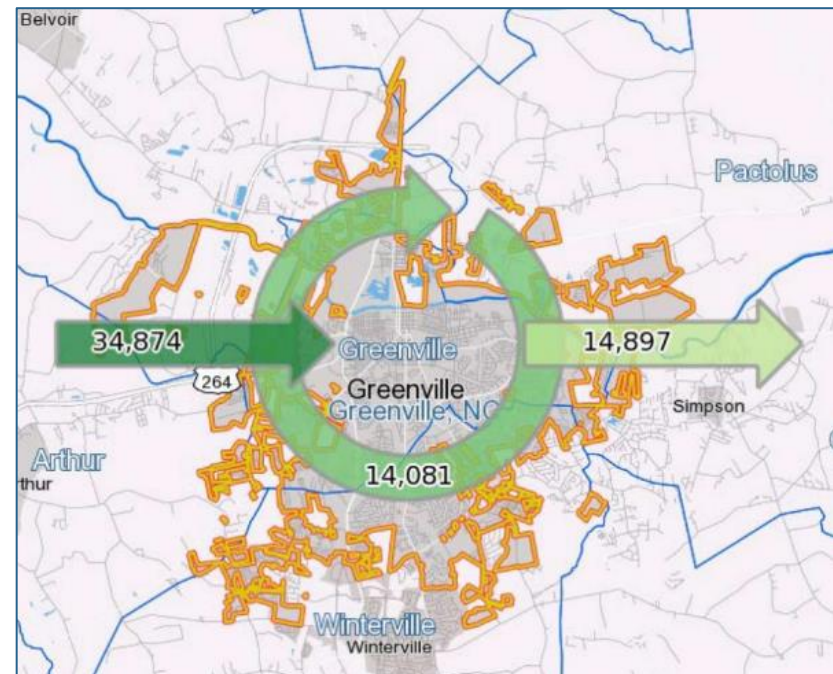
At its baseline capture rate, Uptown Greenville will absorb an estimated 375 additional residential units over the next 5 years.



### Rental Residents in Greenville

As an important retail destination within Greenville, Uptown captures 6% of the city's retail. By leveraging the Dickinson, Clark, and Pitt Street corridors, retail demand on this site is projected to be between 20,000 – 40,000 SF.

A healthy office market, with strong projected demand growth is estimated to absorb between 82,000 – 163,000 SF in the next 5 years. By leveraging new developments in the immediate surrounding area, including GTAC, 10<sup>th</sup> Street Connector, and the Millennial Campus, capture rates could increase, pushing demand for these markets even higher.



**2014 Census: Inflow/Outflow Jobs Analysis**

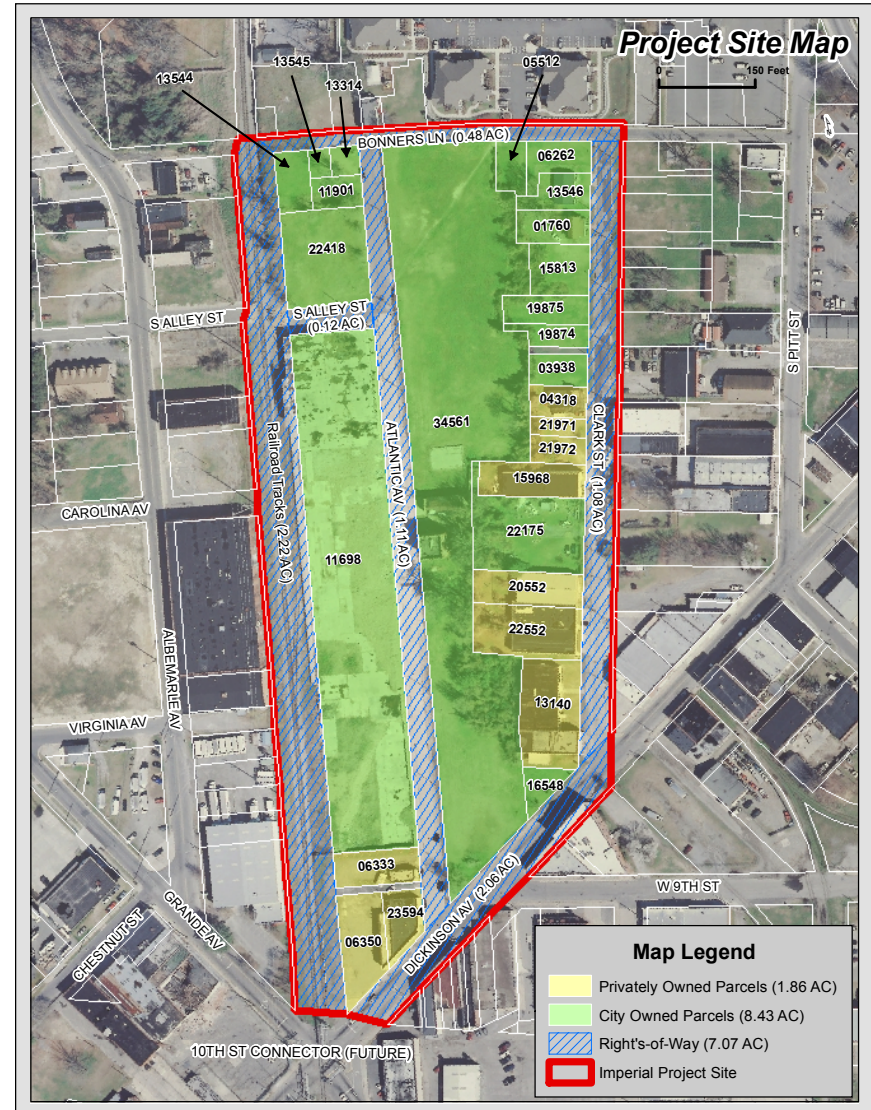
## DEVELOPMENT SITE

The site is an 8.52-acre collection of parcels in Uptown Greenville, between Dickinson Avenue, Clark Street, Bonners Lane and the railroad tracks. It rests between ECU's Millennial Campus to the south and Uptown Greenville to the northeast. In a great location, the Site is in close proximity to important projects such as GTAC, the Sidewalk Development Project (a \$32.5m mixed-use project), and the future 10<sup>th</sup> Street Connector.

The site is currently zoned "CD-Downtown Commercial" by the official zoning map. High-density residential development is encouraged with permitted nonresidential uses such as compact development of commercial, office and service uses.

There are one or more historic buildings located on the Imperial site that should be historically preserved. These buildings could be adaptively reused and may qualify for historic tax credits.

As Dickinson Avenue's redevelopment continues, important downtown amenities will soon be located within walking distance of the Imperial Site. From dining at Luna Pizza or getting a local brew at the Pitt Street Brewery, to ordering flowers from the newly renovated native Greenville local business Jefferson's Florists, future users and residents will be able to take advantage of a thriving commercial and artistic neighborhood. The completion of both the ECU Millennial Campus and 10<sup>th</sup> Street Connector around the site will further attract investments in the near future.



Imperial Site map

## PRE-DEVELOPMENT PROJECT PROCESS

DFI has completed pre-development work in order to identify a potential project that could build momentum for Uptown Greenville, accomplish public interests, attract investment for future projects, and demonstrate the City's commitment to creating public-private participation in enhancing Greenville's Uptown.

### Pre-development Work Completed to Date

DFI performed a five-part assessment to arrive at the recommended redevelopment program, including:

- **Market Assessment:** studying the supply and demand for potential private uses, including residential, office, retail, hospitality, and parking. A summary of the findings from this assessment is available upon request.
- **Site Assessment:** studying the physical constraints of the site to determine the density, orientation, and potential massing limitations. The buildings on the site were laid out in conceptual drawings to adhere to parking and other site-specific constraints.
- **Guiding Public Interests:** engaging with the various stakeholders who are interested in the development of the site, including surrounding business and property owners, residents, downtown office workers, and city staff/elected officials. A series of public and individual meetings have been held to identify public interests for this site. For a summary of guiding public interests identified, refer to [Appendix E](#).

- **Financial Feasibility:** modeling the development costs and projected cash flows of the development to ensure the viability of the project for private investors.
- **Public Investment:** identifying the public investments necessary to make this project attractive to private investors and developers. A summary of planned infrastructure improvements and public participation is available upon request.

### Project Development Timeline

The next steps in the City's timeline for this development project are estimated as follows:

Development Partner Proposals Due	Sept. 1, 2017
Council Selection of Partner(s)	Oct. 2017
Memorandum of Understanding	Dec. 2017

## DEVELOPMENT PROGRAM

The City and DFI have worked with JDavis Architects to identify a phased development program that could be absorbed by the market, financially feasible, and achieves the desired revitalization objectives of the City.

It should be noted that this program is a proposed plan, and that the order of phases and what is included in each phase will be determined in a proposal submitted by the private developer.

For a sample of schematic drawings of the proposed development program completed by JDavis Architects, please see Appendix B. At the June 8<sup>th</sup> City Council meeting, Council endorsed the following program recommendations from DFI:

Use	GSF	LSF	Units/Spaces
<b>Multifamily</b>	375,657*	292,230*	315 units*
<b>Retail</b>	20,177	20,177	Variable
<b>Office</b>	66,408	66,408	Variable
<b>Parking</b>	Structured: 744 Spaces	Surface: 350 Spaces	Total: 1,094 Spaces

\*Includes 10 townhome-style apartments

### Residential Unit Mix and Rents

The development partner will ultimately determine rents. However, DFI has conducted market studies and comparable properties analyses that support a blended \$1.50 PSF for residential rates.

In addition, DFI has found that the market supports average retail and office rents of \$20 PSF.

### Parking

The Sidewalk Development is occurring on a surface parking lot that was previously used by City employees. The City has a requirement to provide 200 spaces for the Sidewalk Development, and the agreement specifies that the parking must be located in the 2.2749-acre area located on the south side of Bonners Lane and between Clark Avenue and Atlantic Avenue on the Imperial site. The Sidewalk development will lease these spaces at an initial rate of \$48/month (with provisions for annual increase capped by US CPI) for an initial term of 40 years, with an option to extend for an additional 10 years. The City has allocated funds and will undergo short-term/temporary parking arrangements within the Imperial site to meet the parking needs created by the Sidewalk Development project including: 200 spaces for new residential units and 148 spaces to account for displaced employee parking. If the proposed deck is built on the northeast development pad, the required parking for Sidewalk Development would be moved to the deck.

### Additional considerations

Proposals should include ideas for how connectivity and pedestrian walkability will be addressed in future development plans.

Proposals should also include information on how the site will either incorporate or build upon the current arts foundation within this area of Greenville.

## PROJECTED COSTS AND RETURNS

### Private Development

DFI estimates total development costs of this project at just over \$68 million:

<i>Acquisition</i>	\$2,544,000
<i>Hard Costs</i>	\$55,141,000
<i>Soft Costs</i>	\$10,804,000
<b>Total Costs</b>	<b>\$68,489,000</b>

### Public Investment

The City of Greenville has expressed interest in entering into a public-private partnership for its investments in infrastructure, specifically: building and resurfacing streets, developing public park space, and constructing 219 structured parking spaces and 148 surface parking spaces concurrent with the associated private development.

### Projected Returns

Using the above program and rent numbers, DFI has financially modeled the project to determine overall feasibility and returns for the Developer and Equity Investor(s). Detailed versions of DFI's financial assumptions and models can be requested.

**DFI estimates that the developer of this project can achieve market rate returns.**



**Potential Imperial site plan**

## COMMITTED PUBLIC PARTICIPATION

### DFI's Role

DFI's predevelopment work thus far will benefit the private developer(s) selected by Council by significantly reducing the time, effort and expense required to move the project through the public planning process with the City. The selected developer(s) are required to pay a 1.5 percent developer's fee to DFI as part of any Development Services Agreement related to development of the Imperial site project. The terms of the fee are further described in [Appendix A](#) of this SDP.

### City's Role

Prior to engaging with DFI, the City played an integral role in obtaining an EPA brownfield grant and overseeing the environmental remediation of the Imperial site. A copy of the Brownfield Agreement is available for review. A major stipulation in this agreement is that the Imperial site cannot be subdivided for single-family residential.

As part of its redevelopment goals, the City has developed a concept for funding its plans to further develop parking options, increase public space with additional park space, enhance streetscapes, upgrade public infrastructure, and provide funding for potential affordable residential space.

Parking: The City is prepared to construct a parking garage adjacent to the proposed office development along Dickinson Avenue. The City plans to be make these parking spaces available in the evenings and weekends

for public use to support the thriving Dickinson Avenue Corridor businesses.

Street improvement and infrastructure: The City is prepared to build new roads and repair needed road infrastructure throughout the site, alongside private development.

Greenspace/Park space: The City is prepared to develop the greenspace/park space within the site.

Affordability: The City is exploring ways to provide subsidies for affordable housing, and invites respondents to propose how affordable housing can be integrated into the development.



**10<sup>th</sup> Street Connector Construction**

## **SUBMISSION REQUIREMENT**

Respondents shall organize their proposals in the format described below. Please submit the requested information in appropriate detail to allow adequate review and evaluation of qualifications and plans. For confidentiality purposes, please send any confidential financial information under a separate cover (see below Submission Procedures).

If the respondent team is only interested in a specific building type, or development pad, feel free to submit the required information for that specific development idea. If specific requirements (i.e. sketches, or plans) are not applicable to an individual submission, please indicate this within the submission document.

### **1. Letter of Introduction**

Include a summary of the respondent's basic qualifications, experience, and reasons for interest in this opportunity. The letter should be signed by a principal or authorized officer for the entity.

### **2. Proposal**

Program for site, including the mix and scale of uses, as follows:

- Residential (number of units, average unit site, total gross square footage, tenancy [rental vs. ownership], amenity package)
- Retail (total gross square footage, target tenancy by square footage)

- Office (total gross square footage, target tenancy by square footage)
- Parking (number of public spaces and number of private spaces)
- Other proposed use (i.e. Hospitality with number of rooms, average room size, etc.)

Design:

- Illustrative sketches, including the following perspectives:
  1. As if standing on the corner of Dickinson Avenue and Atlantic Street looking towards Uptown along Dickinson (Addressing pedestrian connections to Dickinson Avenue corridor)
  2. From the corner of Bonners Lane and Atlantic Avenue looking south along Atlantic Avenue (Addressing overall site).
  3. As if standing on the corner of Albemarle Avenue and S Alley Street, looking to the South East (Addressing view from West Greenville)
- Technical drawings:
  1. Detailed Master Plan.
  2. Detailed floorplans for all buildings.
  3. Multifamily building elevations.
  4. Elevations bordering Dickinson Avenue.

If interested in working with JDavis Architects, or in making modifications to the plans and program provided, please contact Bill Egan at [bille@jdavisarchitects.com](mailto:bille@jdavisarchitects.com).

#### Development Assumptions:

- Land acquisition price
- Total development costs for project, by use
- Expected rents for residential, retail, and other private uses

#### Financing Assumptions:

- Expected amounts and sources of debt and equity
- Identification of lead development company, including name, address, e-mail, and telephone number.

### **3. Development Team**

- Identification of partner firms and roles, including co-developers, architects/designers, and general contractor.
- Overview for each firm on the team, including brief history of firm, past experience working with the developer, and relationship of the firm's parent company with the office responsible for this project, if applicable.
- Identification and resumes of lead staff (principal and project manager) that will be responsible for negotiating a development agreement with the City and completing the remainder of the preconstruction approval process.
- Description of the current workload of these lead staff in terms of location and status of projects.
- Description of key staff from partner firms, including proposed role and prior experience with similar projects.

### **4. Experience and References**

Respondents must provide relevant development experience, particularly in developing mixed-use projects with public agencies. Additionally, information on at least three projects and no more than five must be provided. Each comparable development should detail the following information listed below:

- Location and name of project
- Scope and scale of development program (including residential uses, commercial uses, public uses, and infrastructure improvements, if applicable)
- Photos/illustrations of completed project
- Total development budget by use
- Amounts and sources of debt and equity funds used to finance the project, including governmental sources. Please provide a point of contact for each capital provider for the project.
- Contact information for a representative of the primary public agency partner in the project
- Developer's role in and ownership for each project (e.g., fee developer, equity investor, and/or property manager)
- Developer's role in pursuing and achieving creative placemaking efforts, especially those efforts that emphasized the following areas: public art, healthy lifestyle, historic community context, social interaction, and accessibility for the general population.



## 5. Financial Capacity

Evidence of sufficient financial strength to undertake and successfully complete a project of this scale must be provided. Identify any projects/financing on which the team collectively or individually has defaulted.

## 6. Disclosures

- Disclosure of any potential conflicts of interest that could be relevant to this project in any manner
- Disclosure of whether the developer or any officer, director, or owner thereof has had judgments entered against him or her within the past 10 years for the breach of contracts for governmental or nongovernmental construction or development
- Disclosure of whether the developer has been in substantial noncompliance with the terms and conditions of prior construction contracts with a public body without good cause
- Disclosure of whether any officer, director, owner, project manager, procurement manager, or chief financial official thereof has been convicted within the past 10 years of a crime related to financial fraud or to governmental or nongovernmental construction or contracting
- Disclosure of whether any officer, director, or owner is currently debarred pursuant to an established debarment procedure from bidding or contracting by any public body, agency of another state, or agency of the federal government

**Please refer to Appendix C for a checklist of the required submission elements.**

## **EVALUATION CRITERIA**

An evaluation of respondents to this solicitation will be undertaken in order to select a partner and plan that is viable, will best serve public interests, and can be completed in a reasonable time frame. The following evaluation criteria will be used to make that selection:

- Qualifications and experience of the respondent team, with preference given for experience with mixed-use development (specifically the mix of uses in respondent's plan for the site) and public-private partnerships
- Quality of the proposed building design and its fit with the surrounding urban fabric
- Level of integration of guiding public interests
- Demonstrated ability to secure funding to execute a project of similar scale and complexity in a reasonable timeframe
- Financial benefits to City from the proposed project
- List of active development projects and demonstration of current capacity to execute quickly

## **SUBMISSION PROCESS AND TIMELINE**

### **Submission Procedure**

**Respondent's proposals are due at 5:00 p.m. EDT on September 1, 2017. Proposals should be submitted electronically in PDF format to [crook@sog.unc.edu](mailto:crook@sog.unc.edu).**

Proposals must be prepared in conformance with the guidelines described under "Submission Requirements." The e-mail subject must be "Development Partner Proposal: Greenville, NC." Proposals received after the deadline will not be considered.

All responses are subject to public disclosure under the North Carolina Public Records Law. DFI recognizes that respondents must submit financial information that it may deem confidential and proprietary in order to comply with the requirements of this solicitation. To the extent permissible by law, DFI agrees to keep confidential any confidential proprietary information included in a response, provided that (1) the respondent identifies the confidential proprietary portions of the response, (2) the respondent identifies as confidential and proprietary only those portions of the submittal that actually are confidential and proprietary, and (3) the respondent states why protection is necessary. Respondents shall not designate their entire response as confidential and proprietary, nor shall they so designate information that is already public.

Any information that the respondent would like to remain confidential should be e-mailed under separate cover to

[crook@sog.unc.edu](mailto:crook@sog.unc.edu). The e-mail subject should be "PROTECTED: Development Partner Proposal: Greenville, NC."

**For information concerning the procedure for responding to this Solicitation for Development Partners or clarifications of the terms, conditions, and requirements of this SDP, please e-mail Matt Crook, Project Manager, DFI, at [crook@sog.unc.edu](mailto:crook@sog.unc.edu).**

### **Selection Process**

DFI and the city will analyze responses, contact references, and coordinate interviews as necessary. After a review of submitted proposals, clarifications may be requested. Unless requested by DFI, no additional information may be submitted by respondents after the September 1, 2017, deadline. DFI will enter discussions with the respondents having the most viable proposals before finalizing its recommendation. Once the Council selects a development partner(s), DFI will advise the City in the negotiation of a formal development agreement.

### **Estimated Development Timeline**

<b>Development Partner Proposals Due</b>	<b>Sept. 1, 2017</b>
Council Selection of Partner(s)	Oct. 2017
Memorandum of Understanding	Dec. 2017

## **ADDITIONAL INFORMATION**

All facts and opinions stated in this solicitation are based on available information and are believed to be accurate. Nevertheless, neither the City of Greenville nor the UNC School of Government, nor any of their officers, agents, or employees, shall be responsible for the accuracy of any information provided to any respondent as part of this solicitation or vetting process. All respondents are encouraged to independently verify the accuracy of any information provided. The use of any of this information in the preparation of a response to this request is at the sole risk of the respondent.

Those submitting responses to the Solicitation for Development Partners assume all financial costs and risks associated with the submission. No reimbursement or remuneration will be made by the City or UNC to cover the costs of any submittal, whether or not such submittal is selected or utilized.

The City reserves the right to reject any or all submittals at its sole and absolute discretion and accepts no responsibility for any financial loss by such action.

Any agreements that may be entered into between the developer(s) and the City, including but not limited to a Development Services Agreement, are subject to all statutory and legal requirement and ultimate approval by the City Council in its sole and absolute discretion and nothing herein is to be construed as binding on the City. The City makes no express or implied warranty as to matters of title, zoning, tax consequences, physical or

environmental conditions, valuation, financial conditions or economic matters, accuracy of the any materials or reports provided, governmental approvals, governmental regulations, or any other matter or thing relating to or affecting the properties described herein or any proposed transaction or agreement contemplated herein.

DFI does not act as a broker or agent of the City, and no representation made by DFI during the solicitation and vetting process shall be binding on the City.

The City reserves the right to waive irregularities or informalities in any submittal in the exercise of its sole and absolute discretion.

Notwithstanding any provision herein, this solicitation shall not constitute an offer to contract on the part of the City and shall not be construed to impose any legal obligations on the City.

This solicitation does not create any obligation or relationship such as a partnership, joint venture or other similar legal relationship between the City and any potential party. Any references to "partner," "partners" or other similar terms will not be deemed to create a legal relationship or otherwise alter, amend or change the relationship between any parties unless there is a formal written agreement specifically detailing the rights, liabilities and obligations of the parties as to a new, specifically defined legal relationship. The Developer shall comply with the requirements of Article 2 of Chapter 64 of the North Carolina General Statutes. Further if the Developer utilizes other Development Partners, the Developer shall require the Development Partners to

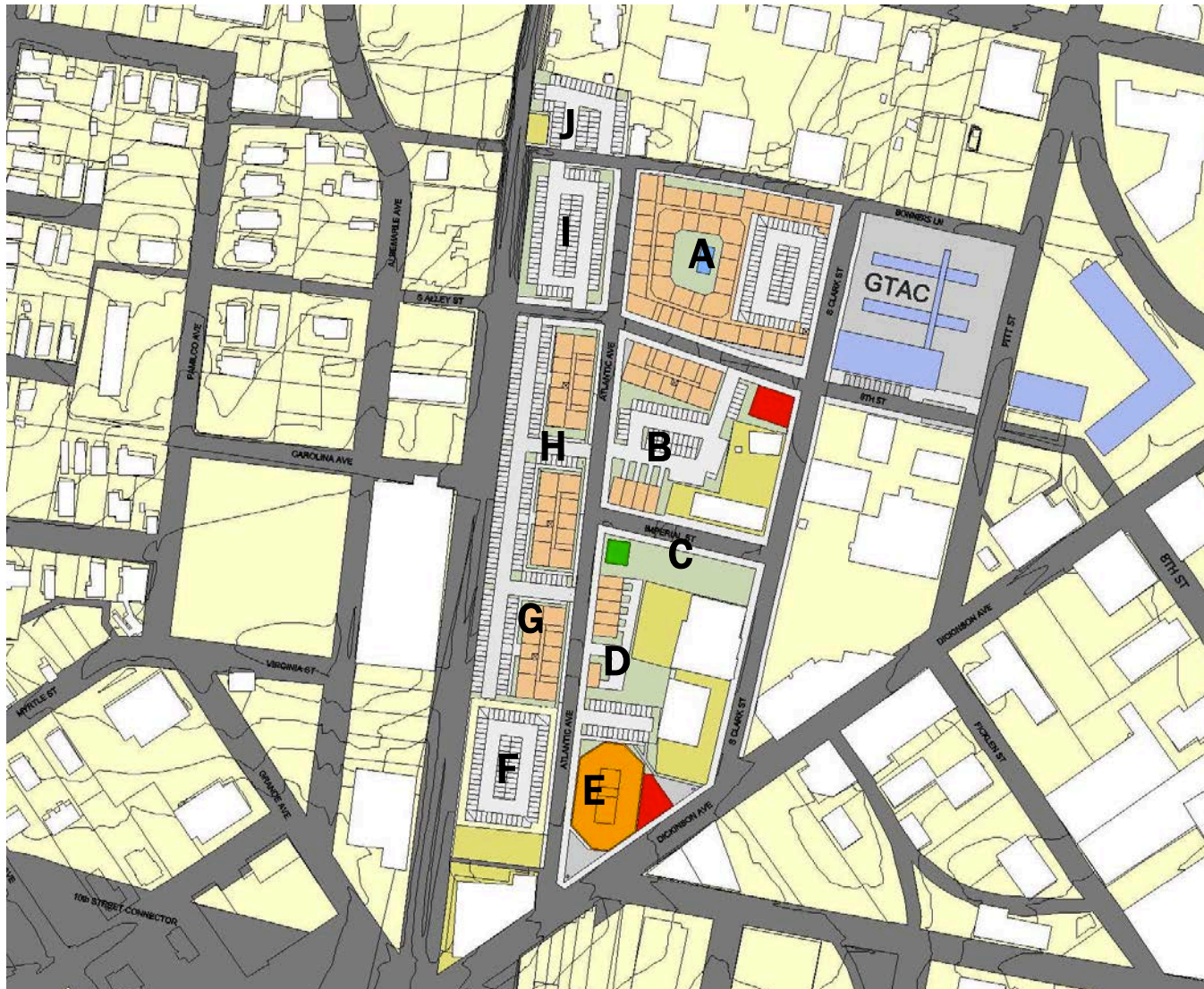
comply with the requirements of Article 2 of Chapter 64 of the North Carolina General Statutes. The Developer represents that the Developer and its Development Partners are in compliance with the requirements of Article 2 of Chapter 64 of the North Carolina General Statutes.

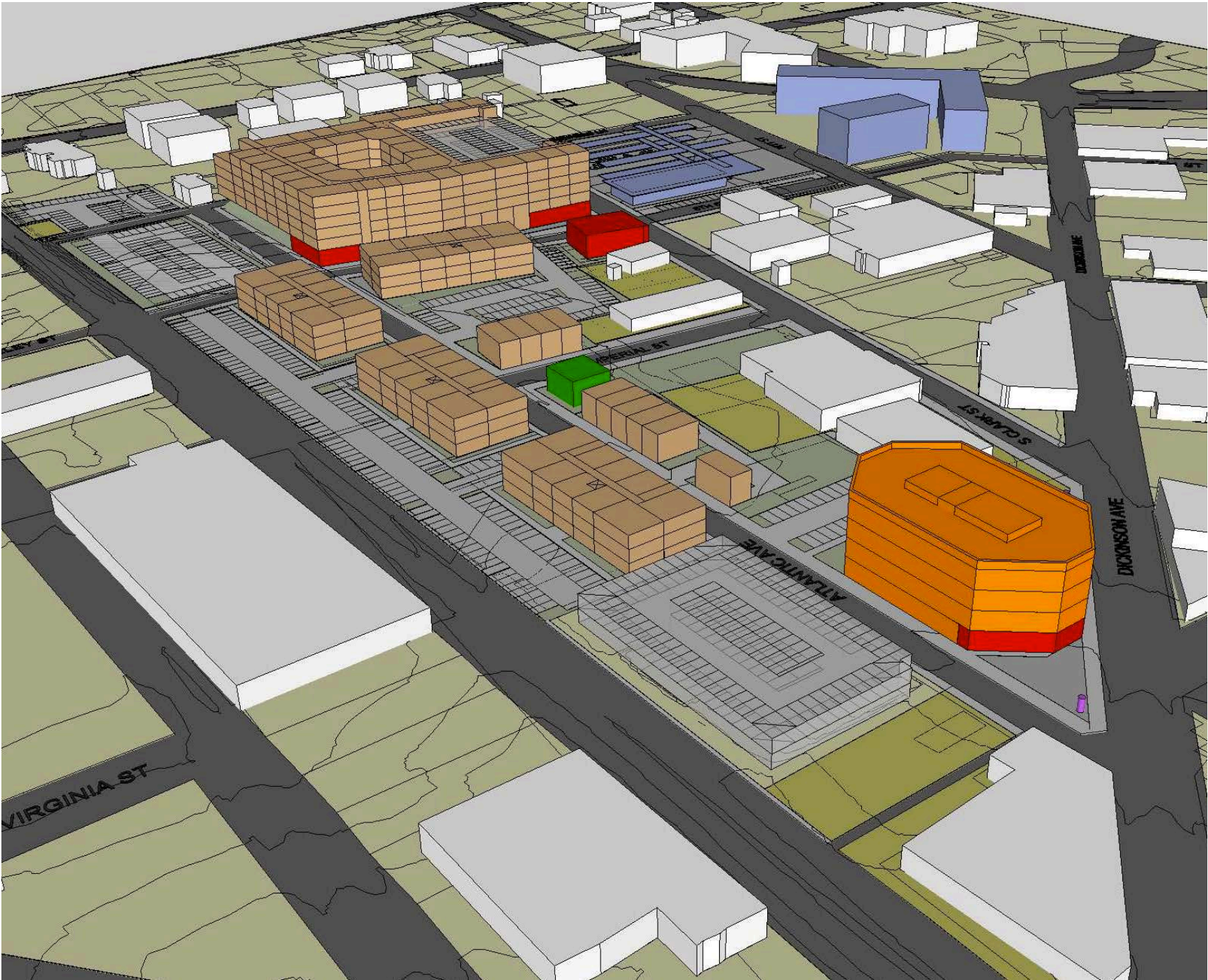
## APPENDIX A - DISCLAIMER

The conveyance or lease of any portion of the property described herein (the "Property") to the selected development entity and its successors and assigns (the "Developer") shall be conditioned upon the execution of an agreement (the "Development Services Agreement") between the City and the Developer pertaining to the responsibilities of either the City or the Developer, or both, regarding any aspect of the development of the Property or any portion thereof (the "Project"). As part of the Development Services Agreement, the Developer shall agree to pay a fee to the City's consultant ("SOG") and its successors and assigns for pre-development services provided to the City, and the Development Services Agreement shall provide that SOG is an intended third party beneficiary of the Development Services Agreement. The fee shall be an amount equal to 1.5% of the total projected costs of development of the Project as calculated by the Developer in the most recent versions(s) of pro forma and other financial projections (the "Developer Financials") prepared by the Developer and delivered to City or other parties prior to or contemporaneously with the execution of the Development Services Agreement, and in the event of any inconsistencies in the projected total costs among different versions of the Developer Financials, the version of the Developer Financials showing the greatest total costs of development of the Project shall be used to calculate the Development Services Fee. The Development Services Fee shall be due and payable in

full to SOG no later than 30 days following execution of the Development Services Agreement. An alternative payment schedule for payment of the Development Services Fee to SOG may be developed as mutually agreed in writing by Developer and SOG; by way of illustration only, such schedule of payments could be tied to the receipt of any developer fees by Developer. Developer's obligation to pay Development Services Fee shall not be assignable by Developer to any other entity, nor shall any assignment relieve Developer of its obligation to pay Development Services Fee, except upon written consent of SOG.

APPENDIX B – POTENTIAL SITE PLAN









## APPENDIX C – PROPOSAL CHECKLIST

<input type="checkbox"/> <b>Letter of Introduction</b>
<input type="checkbox"/> <b>Summary of basic qualifications, experience, and reasons for interest.</b> <input type="checkbox"/> <b>Principal or authorized officer signature.</b>
<input type="checkbox"/> <b>Proposal</b>
<input type="checkbox"/> <b>Program (Uses, Mix, Scale).</b> <input type="checkbox"/> <b>Design.</b> <ul style="list-style-type: none"><li><input type="checkbox"/> <b>Sketches.</b><ul style="list-style-type: none"><li><input type="checkbox"/> <b>Dickinson Pedestrian Connection.</b></li><li><input type="checkbox"/> <b>Overall Site.</b></li><li><input type="checkbox"/> <b>West Greenville.</b></li></ul></li><li><input type="checkbox"/> <b>Technical Drawings.</b><ul style="list-style-type: none"><li><input type="checkbox"/> <b>Master Plan.</b></li><li><input type="checkbox"/> <b>Floorplans.</b></li><li><input type="checkbox"/> <b>Elevations.</b></li><li><input type="checkbox"/> <b>Dickinson Elevation.</b></li></ul></li></ul>
<input type="checkbox"/> <b>Development Team</b>
<input type="checkbox"/> <b>Identification and overview of partner firms.</b> <input type="checkbox"/> <b>Identification, resumes, and workload of lead staff (principal and project manager).</b> <input type="checkbox"/> <b>Description of key staff from partner firms.</b>
<input type="checkbox"/> <b>Experience and References</b>
<input type="checkbox"/> <b>Relevant development experience (3 - 5 projects).</b> <ul style="list-style-type: none"><li><input type="checkbox"/> <b>Name and Location.</b></li><li><input type="checkbox"/> <b>Scope and scale.</b></li><li><input type="checkbox"/> <b>Photos/illustrations.</b></li><li><input type="checkbox"/> <b>Total development budget by use.</b></li><li><input type="checkbox"/> <b>Amounts and sources of debt and equity funds.</b></li><li><input type="checkbox"/> <b>Public agency partner contact information.</b></li><li><input type="checkbox"/> <b>Developer's role in and ownership for each project.</b></li></ul>

<input type="checkbox"/> <b>Financial Capacity</b>
<input type="checkbox"/> <b>Evidence of sufficient financial strength.</b> <input type="checkbox"/> <b>Defaults.</b>
<input type="checkbox"/> <b>Disclosures</b>
<input type="checkbox"/> <b>Potential conflicts of interest.</b> <input type="checkbox"/> <b>Breach of contracts.</b> <input type="checkbox"/> <b>Substantial noncompliance.</b> <input type="checkbox"/> <b>Financial fraud convictions.</b> <input type="checkbox"/> <b>Debarment procedures.</b>

## APPENDIX D – MAJOR PUBLIC PROJECTS IN GREENVILLE

Brownfield Improvement of Imperial site:

[http://www.ctcbrownfields.com/greenville\\_nc/](http://www.ctcbrownfields.com/greenville_nc/)

Dickinson Ave Road Improvements:

<http://www.greenvillenc.gov/home/showdocument?id=8074>

<http://www.greenvillenc.gov/government/public-works/major-projects/dickinson-ave-modernization-project>

Town Common Master Plan:

<http://www.greenvillenc.gov/government/recreation-parks/park-plans-and-studies/town-common-master-plan>

<http://www.greenvillenc.gov/government/recreation-parks/town-common-phase-1>

## Appendix E – Guiding Public Interests

Throughout the predevelopment process, DFI organized multiple community engagement meetings, met directly with key stakeholders, community leaders, City Staff, and City Council to identify the guiding public interests around the Imperial Site.

Through our engagement, DFI identified the following guiding public interests that have been reviewed and agreed on by the City Council:

- 1) Enhance the **pedestrian experience and connectivity** to Uptown and the Millennial campus
- 2) Increase the **diversity of residential and retail options** available in Uptown
- 3) Contribute to the revitalization of the **Dickinson Avenue Corridor** and **West Greenville Neighborhood** programs
- 4) Minimize **public investment** and maximize **private investment**
- 5) Incorporate **area's history, authenticity, and existing assets, including arts**
- 6) Provide a **sustainable parking solution** that will meet current demands as well as facilitate private development

