

**CITY OF BRENTWOOD, MISSOURI AND
THE BRENTWOOD REDEVELOPMENT CORPORATION**

REVISED REQUEST FOR PROPOSALS

Due Tuesday, May 31, 2022 at 4:00 PM

MANCHESTER ROAD CORRIDOR DEVELOPMENT AREA



OPEN PROPOSAL SUBMISSION

The City will accept proposals until Tuesday May 31, 2022 4:00 PM

Proposals may be submitted to:

Brentwood City Hall
2348 South Brentwood Boulevard
Brentwood, Missouri 63144
ATTN: Whitney Kelly, Director of Planning and Development

TABLE OF CONTENTS

PART ONE – BACKGROUND INFORMATION 1

INTRODUCTION..... 1

The Brentwood Bound Plan 1

Location Assets2

 Demographic and Economic Data.....2

 Traffic and Transportation Data4

PART TWO – DEVELOPMENT PLAN.....5

PART THREE – PROPOSAL CONTENT.....7

1. Proposed Project Description and Supporting Data7

2. Qualifications8

3. Other Notations9

PART FOUR – SELECTION CRITERIA10

PART FIVE – TERMS AND CONDITIONS11

PART ONE – BACKGROUND INFORMATION

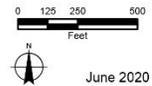
INTRODUCTION

The City of Brentwood, Missouri and the Brentwood Redevelopment Corporation are pleased to present to qualified developers the opportunity to redevelop an area of approximately 40 acres along either side of the Manchester Road Corridor generally between South Hanley Road on the east and South Brentwood Boulevard on the west. Exhibit 1 below depicts the boundary of the Development area commonly referred to as the Manchester Road Corridor.



Exhibit 1 - Development Area Boundary

Manchester Road Flood Mitigation Development Plan
Brentwood Redevelopment Corporation



THE BRENTWOOD BOUND PLAN

Manchester Road is located along the City of Brentwood’s southern border. It’s Brentwood’s oldest commercial corridor, and it has a recurring flooding problem. The area is located at the confluence of Black Creek and Deer Creek, and several parcels are in the 100-year floodplain and floodway. To prevent further damage, the City of Brentwood embarked on a flood mitigation effort and redevelopment plan called “**Brentwood Bound.**”

There are three components to the **Brentwood Bound** plan: 1) Deer Creek flood mitigation, 2) Manchester Road improvements, and 3) a Deer Creek greenway connector. Brentwood is partnering with the Missouri Department of Transportation (MoDOT) to complete the Manchester Road improvements and with Great Rivers Greenway (GRG) to construct a major bike and pedestrian trail

greenway connection. The City has provided \$80 million in funding for these three projects. For more information, please visit www.BrentwoodBound.org.

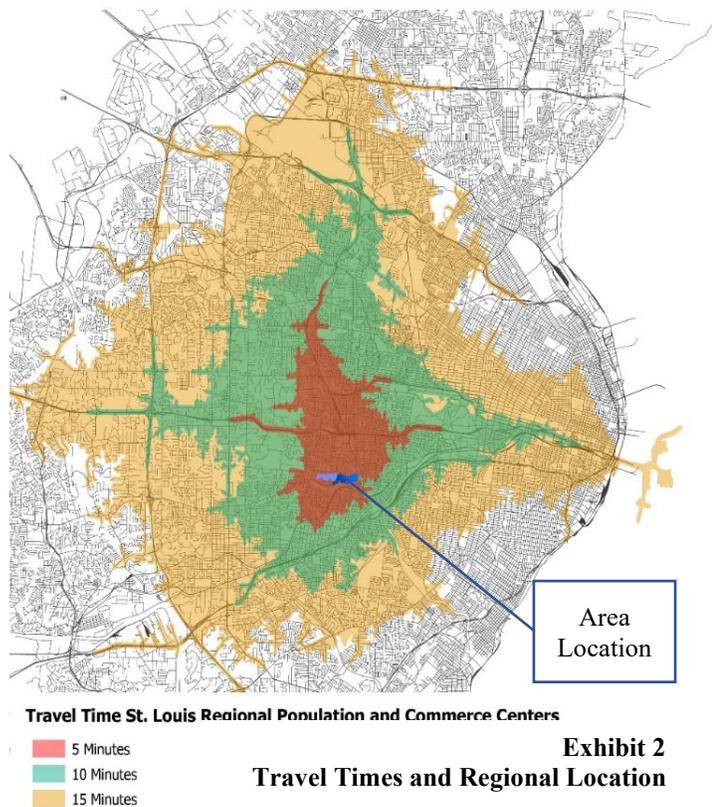
The primary objective of the Brentwood Bound initiative is to mitigate flooding and remove approximately 30 acres from the 100-year floodplain and floodway. With a solution to the flooding underway, the City’s other principal objective is to create opportunities to redevelop the Manchester Road Corridor. In undertaking this effort, the City is utilizing the Brentwood Redevelopment Corporation to enable land acquisition and solicit developer interest. The Redevelopment Corporation was created by the City under the provisions of the Missouri Urban Redevelopment Corporations Law (R.S. MO 353.010 – 353.190), typically referred to as “Chapter 353.” The Brentwood Redevelopment Corporation, acting as “master developer” and operating in conjunction with a Development Plan approved by the Board of Aldermen, has begun acquiring the property necessary for the flood mitigation. However, its longer-term role is to solicit developer interest in the Area and convey development rights via Chapter 353, to either a “master” sub-developer or multiple sub-developers undertaking separate but integrated projects within the 353 Development Area. Through the power of eminent domain granted to the City via Chapter 353, the Redevelopment Corporation has the ability to acquire all property within the boundaries delineated on Exhibit 1.

LOCATION ASSETS

The City of Brentwood, Missouri is a community of 8,160 residents, centrally located in the heart of the St. Louis region as shown on the Exhibit 2 on the right. The City is bound by Interstate 64 and three major arterial roadways: South Brentwood Boulevard, South Hanley Road and Manchester Road.

Demographic & Economic Data

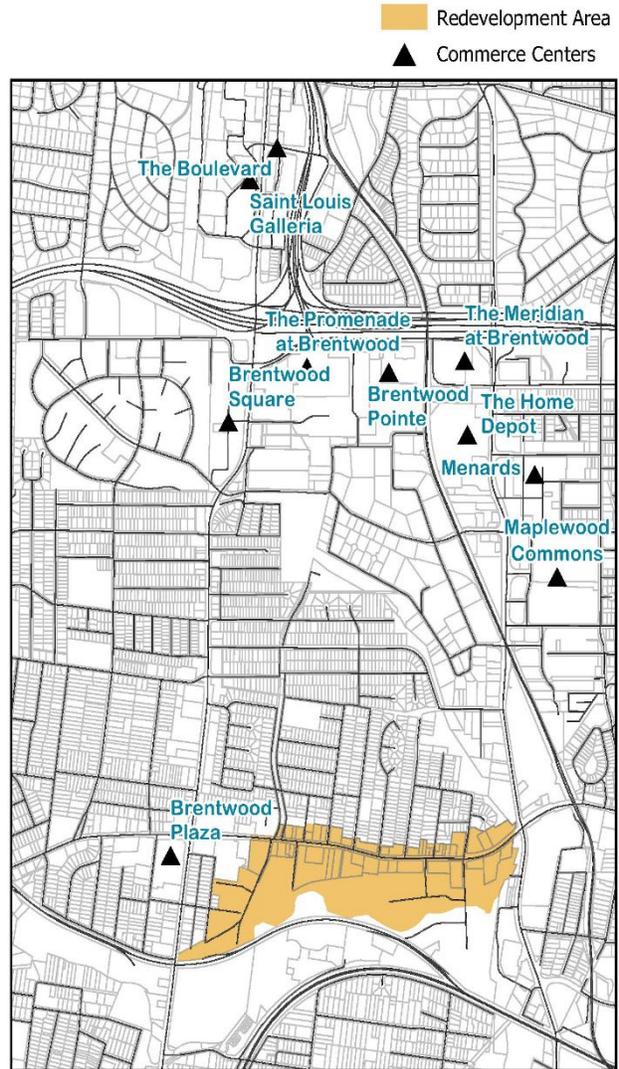
With a large retail base that accounts for nearly 5% of all sales in St. Louis County, the City is well positioned for continuous growth. Its location is central to some of the St. Louis region’s most affluent demographics, near nationally renowned medical centers and research facilities associated with the Washington University School of Medicine and Saint Louis University (and the respective universities), and the region’s Cortex Innovation Community technology complex. The City’s position in the region makes this Development Area an ideal location for a variety of land uses including retail, hospitality, office, and multi-family residential.



Key data within a 10-minute drive of the Development Area include:

- Population exceeding 125,000.
- More than half (55%) of households have incomes of \$100,000 or greater and 22% greater than \$150,000.
- Median home value is nearly \$250,000.
- There are 7,483 businesses.
- Interstates 64, 44, and 170 can be accessed in five (5) minutes and Interstates 44 and 70 in approximately ten (10) minutes.
- Lambert International Airport is a twenty (20) minute drive from the Manchester Road Corridor.
- The national retailers within and adjacent to the City's boundaries such as Target, Whole Foods, MicroCenter, Trader Joe's, Home Depot, Walmart, Lowe's, Menards, and others exceed their nationwide averages by significant amounts. Regional grocers in the area are also at the top of or exceed their regional sales averages.

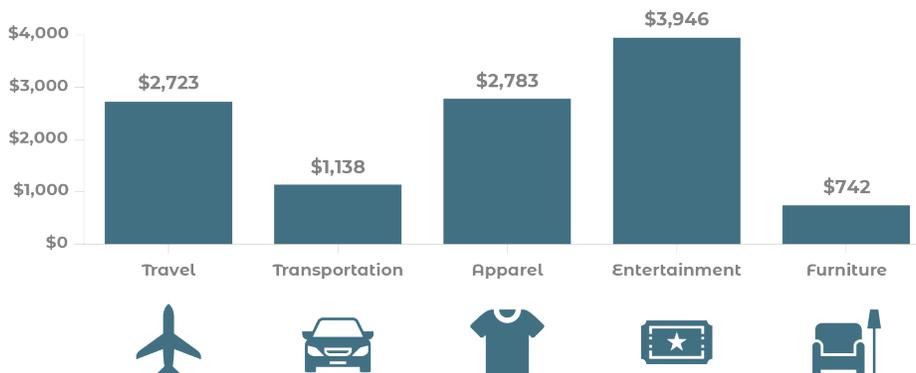
Exhibit 3 Area Retailers and Major Shopping Centers



A summary of typical spending patterns for the population within the 10-minute drive time area are shown below.

The Manchester Road Corridor's proximity to the other major retail, service, and restaurant establishments located in or near the major retail development are displayed on Exhibit 3. The many national retailers in and adjacent to the City boundaries are some of the most productive in terms of sales among their other locations nationally.

Key Spending Facts (\$)



This map also depicts some of the residential development patterns that surround the Manchester Road Corridor. As the road network and subdivision layout of this map suggests, the Area is surrounded by a diverse range of housing styles and types, including high-rise apartments and condominiums, multi-family units suiting everyone from seniors to millennials, and single-family housing in a wide variety of types and sizes. The population within the drive times shown above include faculty, staff, and students at Washington University and Saint Louis University, the medical and research centers associated with these institutions, and highly skilled professionals working in firms in Clayton and Downtown St. Louis. A large portion of the highest median household incomes in the region are proximate to the Area.

Traffic and Transportation Data

Traffic patterns are an important consideration for many types of land uses; therefore, the most recent traffic counts from St. Louis County and Missouri Department of Transportation are discussed as follows. The City's position in the St. Louis region and its location in proximity to the major highways and arterial roadways mean that the Manchester Road Corridor is an integral part of this roadway network. The most recent Average Daily Traffic (ADT) for the major roadways are noted below.

- Interstate 64 in the segment between South Hanley Road on the east and Interstate 170/South Brentwood Boulevard on the west carries approximately 179,000 vehicles per day.
- Eager Road acts as a south outer road to I-64 and provides access to several major shopping centers, office developments, and a regional light rail and bus transit park and ride facility. Traffic counts along Eager Road range from approximately 26,000 ADT at South Brentwood Boulevard and I-170 on the west to approximately 15,000 at South Hanley Road on the east.
- South Hanley Road between Manchester Road on the south and Eager Road/Dale Avenue/I-64 on the north carries a range of traffic volumes that range from approximately 52,000 ADT on the north to about 38,000 ADT on the south.
- South Brentwood Boulevard ADT ranges from about 44,000 on the north at Eager Road and I-64 to about 26,000 on the south at Manchester Road.
- Manchester Road (which is also Missouri Route 100) carries traffic between the South Hanley Road and South Brentwood Boulevard arterial roadways and also acts as a feeder for north/south traffic on these roadways. ADT for Manchester Road ranges from approximately 23,000 on the west at South Brentwood Boulevard to 12,400 on the east at South Hanley.

In addition, two transit stations for the region's Metrolink light rail transit system are within walking distance of the Manchester Road Corridor. Bus routes also serve the area.

PART TWO – DEVELOPMENT PLAN

The Brentwood Bound initiative resulted in a vision for the Area that is supported by various planning documents. It is highly recommended that prospective developers review these documents prior to formulating their proposal.

- **Brentwood Bound**
<http://www.brentwoodmo.org/1784/Brentwood-Bound>
- **Brentwood Redevelopment Corporation Development Plan**
<http://mo-brentwood4.civicplus.com/DocumentCenter/View/27578/Brentwood-Redevelopment-Corporation-Development-Plan>
- **Brentwood Comprehensive Plan**
<http://www.brentwoodmo.org/DocumentCenter/View/23286/Brentwood-2020-Comp-Plan-Adopted?bidId=>
(In particular, see Chapters 4, 5, and 11)
- **Comprehensive Plan Supplement**
<http://mo-brentwood4.civicplus.com/DocumentCenter/View/27579/2019-Comprehensive-Plan-Supplement>
- **Manchester Corridor Commercial Zoning Regulations**
<https://ecode360.com/34443709>
- **City of Brentwood Financial Policies & Procedures Manual - Local Economic Development Finance Policy (See Pages 34-39)**
<http://www.brentwoodmo.org/DocumentCenter/View/17981/Financial-Policies-and-Procedures-Document?bidId=>

The City and the Redevelopment Corporation have a vision for the Area that is generally contained in the text and graphics of the Comprehensive Plan and the Comprehensive Plan supplement referenced above, and proposers are encouraged to review these documents. The Concept Development Plan for the Development Area is provided on the following page. Prospective developers should recognize that this plan is a “concept” intended to provide suggested land uses, layout, and density the City and the Redevelopment Corporation desires to see in the Area. It is recognized that prospective developers may have other design and layout suggestions. This concept plan promotes density and mixed-use development with an emphasis on quality buildings and amenities. The City’s goal is to use the area’s proximity to the significant park and recreation uses to be developed, proximity to major retail uses, access to major highways and a nearby light rail transit station, to attract upscale multi-family housing, offices, retail and entertainment uses appealing to City residents and those from nearby communities, and that also might attract people from the greater St. Louis metro area.

Proposers are encouraged to read the Manchester Corridor Commercial zoning regulations also referenced above. These regulations were specifically written to encourage land assemblage and the redevelopment of parcels that are integrated in terms of relationship and design, especially if the proposer is not intending to submit a proposal for the entire Area. There are specific development requirements that are contained within the zoning regulations that any development proposal will be required to comply with. Proposals will be judged against how well they comply with other provisions of this zoning where design guidelines are suggested but not specifically required.



BRENTWOOD - MANCHESTER RENEWAL PROJECT

CONCEPT DEVELOPMENT DIAGRAM *For Discussion Purposes Only

PCAF PLANNERS.llc in collaboration with Planning Design Studio and Jacobs

1" = 100'-0"  0 100 200 300

August 21, 2020

PART THREE – PROPOSAL CONTENT

The proposer may submit a proposal wherein it would act as a “master developer” in conjunction with the Redevelopment Corporation and carry out all redevelopment activities on its behalf, subject to an agreement approved by the Corporation and the City of Brentwood. Alternatively, the proposer may submit a proposal that is applicable to only a portion of the Development Area.

The City has elected to offer a simplified preliminary submission process as outlined below. **There is no submission fee associated with a preliminary proposal.**

PRELIMINARY PROPOSAL SUBMISSION

In order to reduce the effort and cost involved in offering a development proposal to the City, the following information can be provided for initial discussion.

1. Project Description and Supporting Information

- A. A development plan drawing depicting the proposed development of the Area (or sub-area if the proposal is for a portion of the Development Area). This drawing can be conceptual but with enough information to show the basic development idea, the nature of the uses intended, and building mass/density. This should be accompanied by a brief narrative that describes the intended development program and approximate square footage by use of the development components. If there are alternate development options that are contemplated, they should be noted. If the proposal encompasses the entire area, and sub-developers are contemplated for certain elements then it should be noted. As supporting information, the developer may include drawings or photos from similar project examples to reflect the intended development.
- B. An estimate of the overall cost of the project which may be given as a range and may include alternate cost estimates that may result if there are alternate project components.
- C. The anticipated timeline associated with the proposed development program.

2. Expected City Participation

The developer should provide a general written description of the expected actions and/or financial participation by the City. This would include project components such as:

- Land acquisition assistance or requirements
- Provision of any financial incentives as may be allowed under State statutes
- Public improvements to be provided by the City
- Other actions that are expected by the City

3. Meeting with City Staff

As a part of the preliminary submission process, key City staff and its consulting team will meet with developer representatives to discuss the proposed project. This meeting can be conducted in person (subject to COVID 19 requirements) or via teleconference.

4. Submission of Preliminary Development Proposals

Preliminary development proposals should be submitted to the City in accord with the provisions of **Part Five, Submission of Proposals** of this RFP.

FINAL PROPOSAL SUBMISSION

Based on a preliminary proposal submission and meeting with City representatives, a final proposal submission will be required. Because the development area is within a portion of the City designated for redevelopment under Chapter 353 of the Revised Statutes of Missouri, a final proposal submission must be made that complies with State law and the processes required. This also provides the basis for a development agreement to be executed between the City and the selected developer or developers.

1. Proposed Project Description and Supporting Data

(to include without limitation):

A. A development plan drawing depicting the proposed development of the Area (or sub-area if the proposal is for a portion of the Development Area). This drawing should be at a sufficient level of detail not less than depicted on the overall conceptual development plan shown above in Part Two. Either on the development plan drawing or in accompanying text or some combination thereof, the following information should be provided:

- a. The land use(s) proposed
- b. General characteristics of the plan such as:
 - 1) Approximate square feet by general use type
 - 2) Approximate number of parking spaces provided
 - 3) The proposed number of stories for buildings and parking structure levels (if applicable)
- c. Design

Although building elevation designs are not required, the proposer should provide examples of the types of building design that are being proposed using photos or drawing examples from other projects it has undertaken or that have been developed by others. In addition, the following should be noted:

- 1) Unique features of the plan, buildings, or other design elements that are being proposed
- 2) Materials that are proposed for building construction

- B. A generalized estimate of the total proposed project cost.
- C. A list of sources and uses of funds to be used to construct the proposed development and evidence to support financing capability and the capacity to complete the proposed project as part of any agreement, including any financial commitment letters from lenders, equity partners, or contributors and/or other sources of financing.
- D. If the proposer is submitting a proposal to act as “master developer” for the entire Development Area, then any components of the proposed development for which the proposer intends to secure a sub-developer to execute must be divulged.
- E. Incentives or other financial contribution being sought from the City, St. Louis County, the State of Missouri, or any other entity including tax increment financing, real property tax abatement, or special taxing districts proposed to be created.
- F. Economic benefits to the City, St. Louis County, and/or applicable taxing districts, such as types and general amounts of revenues generated annually, number of jobs created, services provided, etc. If incentives are requested as noted in 1.E above, this information must include a generalized cost-benefit or other revenue analysis that demonstrates what revenues are being requested, the amounts, and the length of time these revenues are proposed to be dedicated to the proposed development.
- G. Compliance with Zoning
 - a. Proposals must include a description of how the proposed development complies with the “MC” Manchester Corridor Commercial Zoning regulations as previously noted. If the proposal is contingent on rezoning of some or all of the Area (or sub-area) property to other districts as provided for in the Brentwood Zoning Code, then the developer must provide the following:
 - 1) The zoning changes and any variances to be sought and the justification for such request,
 - 2) Time frame needed to satisfy the requested rezoning, and
 - 3) The manner in which the design guidelines or requirements of the “MC” district will be met or the manner in which the proposed development will deviate from those guidelines.
- H. Any other information that would provide a full and complete description of the proposed project or use of the Property.

2. Qualifications

- A. Developer Information
 - a. Full legal name, address, phone number, and email address for developer contact
- B. Developer’s Background
 - a. Identification and full description of specific project experience that is related to and that would uniquely qualify the firm to undertake development of the Property, including:
 - 1) The uses (office, retail, parking, etc.) associated with prior developments
 - 2) Prior project costs, sizes, methods, amounts and sources of financing

- 3) Experience addressing public infrastructure improvements needed for the project
- 4) Photographs or other graphic presentations of the prior developments
- b. Experience working with public-private partnerships, including appropriate financial structures

C. Developer's Financial Background

Developer shall provide evidence of its financial capacity to complete the proposed development and the methods and sources of funds available to the developer to finance the project.

3. Other Notations

- A. The City and the Redevelopment Corporation have not acquired property in the Development Area beyond that needed for the flood mitigation project and related improvements. It is expected that the City and the Redevelopment Corporation using the City's eminent domain powers under Chapter 353 will assist the selected developer with land acquisition for properties that cannot be acquired via conventional means. During the period of this RFP process and developer selection, and during construction of the MoDOT and flood mitigation improvements, the City may also secure options for properties within the Area that can be transferred to the selected developer(s).
- B. The City will own certain property as result of land acquisition for the flood mitigation project and related park and trail areas that will become excess to that effort once the work is complete. Developer may consider incorporating City-owned property in its proposal and the City may consider conveying this land to any development project. However, such conveyance will be related to the degree to which the proposed development meets the City planning goals and objectives as outline above. In addition, consideration of such conveyance will be related to the levels of any other incentives that are requested by the proposer.
- C. The City's powers of eminent domain are strictly limited to the properties as contained within the designated Chapter 353 Development Area boundary as shown on the map provided on page one.
- D. The City recognizes the spatial limitations associated with developing the property on the north side of Manchester Road that is within the Development Area. Any proposer may acquire additional properties outside and adjacent to the boundary as a part of their proposed development either as demonstrated in the response to this RFP or at some later date.
- E. As noted in Part Four, item 5, requests for public financing incentives will be viewed in relation to the level of public investment that is already being made in the Development Area by the City, the Missouri Department of Transportation, and Great Rivers Greenway and other public utilities; this public investment totals more than \$100 million. As one of the largest public investments in the region by the taxpayers of the City, the State, and residents of St. Louis County who contribute revenues to the Brentwood Bound project, requests for additional public revenue support through real estate tax abatement, tax increment financing, or added sales or real estate taxing vehicles will be viewed very carefully and are subject to review in accord with the City's **Financial Policies & Procedures Manual, Local Economic Development Finance Policy**, pages 34-39. A link to this document is provided in **Part Two** of this document. Requests for public financing assistance that relate to project components as noted below will receive more favorable consideration for the use of such funding sources. These include:

- Construction of public improvements such as roadways and related street lighting, traffic signalization, storm water handling systems, etc.; or
- Paying for adjacent municipal project costs (i.e. park amenities; trail segments, etc.) that offset programmed or unfunded City costs. Real estate tax abatement or tax increment financing will not be provided for any residential project component.

PART FOUR – SELECTION CRITERIA

Proposals submitted will be reviewed by the City staff, planning and landscape design consultants, special counsel, and the Brentwood Redevelopment Corporation Board for completeness, development plan details, and other material terms. Selection of a developer or developers will be made based on the following criteria, at the City's and the Redevelopment Corporation's sole discretion:

1. The degree to which the proposed development meets the City's planning and zoning goals and requirements for the Development Area;
2. Experience and history of the developer in performing similar redevelopment projects;
3. Stability and credibility of financing/capital stack;
4. Types of proposed land use;
5. The type and level of any public financing sources that are requested including the overall size and nature of any economic incentive package required (particularly as compared to the anticipated project cost), the likelihood of receiving those incentives, and the level and term of economic impact that may be incurred by the City or other taxing entities that may be involved (**See Part Three, item E above**);
6. Jobs created (i.e., direct construction and permanent full-time equivalent employment);
7. Credibility of any contingencies;
8. Responsiveness of the redeveloper to the terms of this RFP;
9. Timeline of redevelopment completion; and
10. The necessity to acquire any City-owned property for a project, including the proposed consideration to be paid for the same to the City.

PART FIVE – TERMS AND CONDITIONS

The following terms and conditions apply to all proposals:

1. The City and the Redevelopment Corporation reserve the right to reject any and all proposals submitted; to negotiate with one or more responding parties; to select one or more responding parties; to void this RFP and the review process and/or terminate negotiations at any time without prior notice; to select separate responding parties for various parts of the Development Area and this RFP; and to select a final party/parties from among the proposals received in response to this RFP. Additionally, any and all RFP project elements, requirements and schedules are subject to change and modification. The City and the Redevelopment Corporation also reserve the unqualified right to modify, suspend, or terminate at its sole discretion any and all aspects of this RFP process, to obtain further information from any and all responding parties, and to waive any defects as to form or content of the RFP or any responses by any party, all without prior notice.
2. The City and the Redevelopment Corporation encourage proposers to review the planning and zoning documents as referenced in this RFP. For proposals contingent on rezoning and financing, the City and the Redevelopment Corporation may, in their sole and absolute discretion, determine which proposals are credible and may disregard those it deems not credible. In making its credibility determination, the City and the Redevelopment Corporation may consider such factors as the City and the Redevelopment Corporation deem relevant, including, but not limited to, any likely opposition to, or support for, the requested development, and input from St. Louis County and Area taxing districts regarding any subsidies requested by the potential developer. Proposals (with or without contingencies) are binding promises that can be specifically enforced by the City and the Redevelopment Corporation until withdrawn by the developer.
3. The City and the Redevelopment Corporation reserve the right to select a non-contingent proposal over one that is contingent.
4. The City and the Redevelopment Corporation also reserve the right to interview proposing entities in one or more rounds.
5. This RFP does not commit the City and the Redevelopment Corporation to extend development rights, accept a development plan, defray any costs incurred in the preparation of a response to this request, or procure or contract for services. All submitted responses to this RFP become the property of the City and the Redevelopment Corporation as public records. All proposals may be subject to public review, on request, unless and to the extent exempted in accordance with applicable provisions of Chapter 610 RSMo, Missouri's open records law.
6. The proposer is responsible for all costs in assessing, inspecting, surveying, and evaluating the Development Area and will be expected to fund the costs associated with any public incentives, including tax abatement or special taxing districts proposed.
7. By accepting this RFP and/or submitting a proposal in response thereto, each responding party agrees for itself, its successors and assigns, to hold the City and the Redevelopment Corporation, and all of their various agents, commissioners, directors, consultants, attorneys, officers and employees harmless from and against any and all claims and demands of whatever nature or type, which any such responding company, its representatives, agents, contractors, successors or assigns may have against any of them as a result of issuing this RFP, revising this RFP, conducting the selection process and subsequent negotiations, making a final recommendation, selecting a

responding party/parties or negotiating or executing an agreement incorporating the commitments of the selected responding party.

8. By submitting responses, each responding party acknowledges having read this RFP in its entirety and agrees to all terms and conditions set out in this RFP.

SUBMISSION OF PROPOSALS

The City will accept Preliminary and Final proposals until Tuesday, May 31, 2022 at 4:00 PM.

Preliminary Proposal submissions will not be subject to a submission fee.

Final Proposals submissions will require payment of a non-refundable fee of Five Thousand Dollars (\$5,000) in the form of a check made payable to the City of Brentwood must accompany any proposal. This fee is to be used for purposes of defraying the costs incurred by the City and the Redevelopment Corporation associated with review of proposals. Upon selection of a developer or developers for further consideration, the City will notify the successful developer or developers of their selection for further consideration; at that time, the City reserves the right to request that the successful developer or developers enter into a preliminary funding agreement with the City and Redevelopment Corporation in order to reimburse the City and Redevelopment Corporation for costs incurred in further evaluating the successful proposals, including changes to the same, and costs incurred in connection with negotiating a development agreement or agreements with the successful developer or developers.

Developers should submit three hard copies of either a Preliminary or Final Proposal accompanied by a digital copy on a USB/Flash drive to the address below.

**Brentwood City Hall
2348 South Brentwood Boulevard
Brentwood, Missouri 63144
ATTN: Whitney Kelly, Director of Planning and Development**

Questions about this opportunity may be directed to the following parties:

City of Brentwood: Bola Akande, City Administrator
bakande@brentwoodmo.org
(314) 962-4800

Whitney Kelly, Director of Planning and Development
wkelly@brentwoodmo.org
(314) 963-8629

Planning Consultant: PGAV PLANNERS
John Brancaglione, Senior Director
john.b@pgav.com
(314) 655-4308