



**City of Memphis**  
**Private Development Opportunities (PDOs)**  
**Requests for Qualifications (RFQ)**  
**Addendum #1**

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**General Questions:**

**Question:** Are these development opportunities only marketed to developers who live or work outside of the City of Memphis?

**Answer:** No. We encourage any developer, local or non-local, to apply with a competitive proposal for one of these private development opportunities.

**Question:** Does every RFQ development have to be a mixed-use development?

**Answer:** No. Through the various RFQs, the City has shared its vision based on the potential for the site, community feedback, and the City's desire to develop a more inviting, urban environment. If you have an opportunity for a development that is not mixed-use but still meets part of the vision expressed in the PDO, we encourage you to apply.

**Question:** Why would the City expect a developer to apply for this?

**Answer:** These PDOs are the opportunity for the City to market available assets and share with the development community the City's and community's vision. Many developments involve public subsidy and this gives the City the opportunity to level the playing field and share the type of development it would like to see.

**Crosstown Mound PDO Solicitation #39262**

**Question:** Would the City of Memphis have an ALTA Survey that includes utilities of the Crosstown Mound in electronic format that could be shared with DC BLOX?

**Answer:** The State did not do an ALTA survey; they only did a boundary survey.

**Question:** Does the City have a process we need to follow to ensure that specific elements of our response to the RFQ will not be made publicly available?

**Answer:** We recommend as a matter of course that you put "**Confidential and Privileged**" on all financial or proprietary documents submitted in your RFQ. While the City is subject to the sunshine laws, there are a few statues that relate directly to economic and community development projects. Please see below:

## Addendum #1 to Private Development Opportunities

**TCA 6-54-142** addresses public records exceptions for municipal economic and community development projects. TCA 6-54-142(a) provides generally that all contracts, together with all supporting records and documentation, that obligate public funds for ECD projects, are public records subject to the TPRA. However, subsections (b) and (c) provide that trade secrets received or maintained by the municipality are confidential, and company documents containing marketing information or capital plans that are provided to the municipality with the understanding that they are confidential will remain confidential until the provider no longer requires its confidentiality.

**TCA 5-1-130** contains similar provisions for counties, and TCA 4-3-730 provides protection for state ECD records, provided the commissioner and attorney general determine that a document is of such sensitive nature that its disclosure would seriously harm the state's ability to compete or conclude ECD contracts. If such a determination is made, the document will remain confidential for up to five years from the date of such determination. TCA 4-3-730(d), however, provides that trade secrets received, maintained or produced by the state remain confidential.

### **Fairgrounds PDO Solicitation #39265**

Q&A starts on page 3 of this document.

### **Historic Melrose PDO Solicitation #39261**

No questions received.

### **Pinch District PDO – ALSAC/St Jude Solicitation**

Questions regarding this development opportunity should be sent via email to Nicole Buchholz (nbuchholz@ u3advisors.com). All questions must be received by March 8, 2019, along with a fully executed NDA which is necessary to proceed with this process. U3A will respond individually to each question but will make all submitted questions and answers available to all participating parties no later than one week prior to the RFP submission deadline.

### **Raleigh – Powers Road PDO – United Housing Inc. Solicitation #1122**

**Question:** Is there is a preliminary construction estimate, cost or budget for the Powers Road Residential Development?

**Answer:** \$8 million roughly.

### **Raleigh Springs Town Center PDO Solicitation #39263**

No questions received.

### [South City PDO Solicitation #39264](#)

No questions received.

### [Tillman Cove PDO Solicitation #39260](#)

There was a market study completed for the property in June 2018. The market study can be accessed at the link below:

[Tillman Cove Market Study](#)

### [Fairgrounds PDO Solicitation #39265](#)

**Question:** Is the sports complex scheduled to be developed at the same time as the private development?

**Answer:** The development schedule has the Sports & Events complex and PDO (Private Development Opportunity) being developed concurrently. The development goal is to have the sports & events complex and, at least, the hospitality component opening at the same time in Q2 – Q3 2021.

**Question:** Is the City only looking for a Master Developer or would they consider proposals for specific components?

**Answer:** While the preference is for a Master Developer to take responsibility for the entire PDO, the City is considering ***all*** Statements of Qualifications from any interested party and will grant everyone careful consideration. Therefore, the City will receive and consider project-specific responses. The City may suggest to “team up” project-specific developers together in the event that this path is selected.

**Question:** We have an architectural firm to recommend. Would the City consider qualifications for an architect interested in design at the PDO?

**Answer:** The City is happy to entertain Statements of Qualification from any and all parties interested in contributing to the Fairgrounds Redevelopment project. With that said, the City has no intention of sourcing specific professional services firms directly. These qualifications will be shared with private developers for their respective consideration.

**Question:** What is the development timing expectation of the PDO?

**Answer:** Development is planned to commence no later than January of 2020. The expected development timing is to have hospitality components open by Q2 2021 and retail components open by Q2 2022. Proposals for additional components and/or accelerated opening dates are welcome.

## Addendum #1 to Private Development Opportunities

**Question:** Is the City expecting the developer to deliver exactly the amount of retail and hospitality that was referenced in the RFQ?

**Answer:** The amounts of retail (30,000 SF) and hospitality (80 rooms) referenced in the RFQ are the baseline plan and basis for the related sales tax projections developed for the City's application for a Tourism Development Zone (TDZ). The TDZ application is available in the resource material provided to all developers and can be found at [www.memphisfairgrounds.com](http://www.memphisfairgrounds.com).

The key driver for the City is maximization of sales and use tax increment. Therefore, the City welcomes proposals in excess of these minimum amounts. The City is open to considering alternative proposals but will expect the developer to show how they will meet or exceed the revenue and economic impact goals of the plan.

**Question:** Is structured parking going to be considered in a future RFQ?

**Answer:** The City is planning to construct new structured and surface parking in connection with the sports & events complex. The City is not planning to issue an RFQ specifically related to structured parking within the PDO. However, to accommodate maximum density, developers are encouraged to consider structured parking in their respective development plans.

**Question:** Is a land lease required or would the City consider a sale of the PDO site?

**Answer:** Yes. A land lease is required because the PDO is part of the Fairgrounds campus which has been publicly-owned land for over a century. The City will work as cooperatively as possible with the developer and respective lenders in negotiating terms that would be acceptable for financing. This includes the duration of the lease, net present value discounts for pre-payment of the lease, and other arrangements.

**Question:** Given the nature of events at the Fairgrounds, will there be any calendar restrictions in the development schedule?

**Answer:** A portion of the PDO site is currently used by Shelby County Schools for athletic events, but the City will relocate that facility as part of its initial site work in January of 2020. The PDO site is located very close to the Liberty Bowl Memorial Stadium, which is the home of the University of Memphis Tigers Football team (traditional college season), the Memphis Express (AAF) football team (plays in spring), the Southern Heritage Classic (event held the weekend after Labor Day), and the AutoZone Liberty Bowl (held in late December or early January). The City is doing everything possible to avoid any conflicts with those uses. The development plan and schedule are being carefully coordinated with both facilities to allow for timelines to be achieved without conflict or interference.

**Question:** Will the City consider residential and/or student housing components within the PDO?

**Answer:** Yes. The goal of the City is maximization of sales and use tax increment. To the extent that housing components can benefit stakeholders and positively contribute to the economic impact goals, they are welcomed components.

## Addendum #1 to Private Development Opportunities

**Question:** What density will be allowed under the zoning?

**Answer:** The City has commenced a Planned Unit Development zoning designation for the entire Fairgrounds campus. The intent is to have developers file specific development plans for the 18-acre PDO site. The specific PUD requirements are still being formulated. The City will work with the selected developer to maximize density while maintaining proper planning standards.

The central theme of the Memphis 3.0 Comprehensive Plan is that in its third century the City of Memphis will grow up and not out. The Fairgrounds Area Profile from the 3.0 Plan (provided on the redevelopment website at [www.memphisfairgrounds.com](http://www.memphisfairgrounds.com)) calls for buildings of 1-7 stories in the PDO area.

**Question:** Are development incentives possible?

**Answer:** The PDO site is potentially eligible for a number of development and economic incentives. A list of possible incentives was included within the RFQ and has been made available at [www.memphisfairgrounds.com](http://www.memphisfairgrounds.com).

**Question:** Will site infrastructure improvements be made by the City?

**Answer:** The City has planned and budgeted for a series of onsite and offsite infrastructure projects to be completed concurrently with the PDO development plan. These will include traffic signalization improvements, roads, walkways, hardscape and landscape.

**Question:** What flexibility is there in the development plan?

**Answer:** There is flexibility in the development plan with the caveat that baseline goals of timing and economic impact are met, if not exceeded, with an alternative plan.