



SOUTH FAYETTE T O W N S H I P

A Community Growing Together

REQUEST FOR PROPOSALS FOR PURCHASE:

FORMER STAR CITY CINEMAS PARCEL

Proposals must be received no later than
WEDNESDAY, JUNE 12, 2019 @ 10:00 A.M.

South Fayette Township

**REQUEST FOR PROPOSALS FOR PURCHASE OF THE FORMER STAR CITY PARCEL
LOCATED IN THE TOWNSHIP OF SOUTH FAYETTE, ALLEGHENY COUNTY,
PENNSYLVANIA**

Application

The undersigned Applicant, having carefully read this RFP and had the opportunity to obtain all clarifications it believes it needs, proposes to purchase the property as described in detail in the Request for Proposals (RFP) set forth below. Applicant understands that anything in its proposal which is found to be incomplete or inaccurate will be a valid basis for the Township discontinuing further consideration of the proposal and notifying Applicant accordingly.

Any information provided in or attached to this proposal which the Applicant considers to be confidential shall be clearly marked as such by Applicant, and justification for the claim of confidentiality shall be provided. Applicant understands that information will be subject to disclosure to other Applicants and the public as and when required by law.

Applicant’s name, U.S. headquarters address, and local address:

Applicant has completed and attached to this proposal a true, correct and complete Disclosure on the form provided by the Township. The undersigned representative of the Applicant affirms that the contents of the Disclosure form are true, correct and complete. The undersigned officer of Applicant, being duly authorized to do so, submits this proposal on behalf of Applicant, affirming that it is complete and correct in all respects. By submitting this proposal, Applicant agrees that, if selected, it will perform all items described in the RFP. This proposal shall remain open and in effect until the Township enters into a Sale with an Applicant, withdraws its RFP, or fails to take either action within six months of the date of this proposal.

Signature_____ Date_____

Printed Name_____ Title_____

Name of Company_____

SECTION I. INTRODUCTION

This Request for Proposals includes the following exhibits:

- Exhibit A: Aerial satellite image and three photographs of site
- Exhibit B: Plan of Lots
- Exhibit C: UPMC Children’s Illustrative Plan
- Exhibit D: Environmental report and Pennsylvania Department of Environmental Protection correspondence
- Exhibit E: Plan showing portion of Property to be donated to South Fayette Township for Right-of-Way
- Exhibit F: Legal advertisement
- Exhibit G: Reciprocal Parking Easement Agreement – Star City Site
- Exhibit H: Restrictive Covenant Agreement – Star City Site
- Exhibit I: Signed Park and Ride Agreement
- Exhibit J: Site Drive Agreement
- Exhibit K: Fourth Economy Market Analysis – Nov. 15, 2018
- Exhibit L: Recorded Environmental Covenant

South Fayette Township (hereinafter sometimes referred to as “Township”) is pleased to present a distinguished development opportunity to qualified real estate developers (hereinafter sometimes referred to as “developers”) to purchase and develop the main parcel located at the former Star City Cinemas and its associated property (hereinafter sometimes referred to as the “Property”: see Exhibit A). The available Property, more particularly described as Lot # 1-R on the South Fayette Civic Center Plan of Lots, is attached hereto as Exhibit B. The lot is approximately 8.52 acres (371,000 square feet) in size, and includes the new site drive, including a portion of the maintenance responsibility of the driveway that the selected developer would assume responsibility for. The Property was a part of the former Star City Cinemas, which was purchased by the Township in 2009. The property is strategically located to benefit from the UPMC Children’s South building, which opened in 2014. Information on that project is attached as Exhibit C. The Property will be sold subject to conditions set forth below including, but not limited to, development obligations and other matters as may be negotiated and agreed upon between the successful Applicant and the Township.

Following this introductory statement are the qualifying questions for our review. We are requesting that all interested respondents complete each section thoroughly and then forward one (1) original and eight (8) copies of the proposal in paper format, in addition to an electronic version on a flash drive, by mail or in person to the address of the following Point of Contact:

POINT OF CONTACT

South Fayette Township
Attn.: John M. Barrett, Township Manager
515 Millers Run Road
Morgan, PA 15064
(412) 221-8700 (Phone)
(412) 221-7798 (Fax)

Except as specifically authorized in this Request for Proposals (RFP), there shall be no communication of any type or manner regarding this RFP, any aspect of a response to this RFP, or the awarding of the RFP related in any way to this RFP between any Applicant or Prospective Applicant and any:

- Elected official of the Township
- Employee of the Township
- Any consultant or advisor currently engaged in assisting the Township with the RFP process or any employee or other person affiliated with or providing services to or on behalf of such consultant's staff; or
- Any other person in a position to influence the selection process body's decision at any time during the RFP process except for any time specified for oral presentations by those selected Applicants appearing for interviews.

Further, Applicants may not cause or allow any employee of their firm, or any third party, to directly or indirectly violate any of the aforementioned communications restrictions. Any communication by any Applicant or third party on behalf of an Applicant or potential Applicant is a violation of the forgoing terms and shall be considered grounds for automatic disqualification of that Applicant.

Therefore, Applicants may only make inquiries to the established Point of Contact or his designee. To assist in the development of proposals, Applicants may contact the Point of Contact or his designee to schedule a meeting for clarification of technical or administrative information as set forth in this RFP. This does not preclude the Township-designated Point of Contact or his designee from contacting the Applicant to request additional information in order to effectively manage the RFP process.

The deadline for submission of all sealed proposals to the Point of Contact at the Township's municipal office is Wednesday, June 12, 2019, at 10:00 a.m.

SECTION II. SITE CHARACTERISTICS

The Property encompasses approximately 8.5 acres ± on one parcel of vacant, unimproved ground and is generally bound by Route 50 to the north, property owned by UPMC Children's on the west side and property owned by MIC/MCF Management LLC on the east side.

Site characteristics include:

- Size is approximately 8.5 acres.
- Site is zoned C-2 Highway Commercial (see <https://ecode360.com/11616084>).
- Location is immediately across from Newbury Market, a major commercial plan that is under development and presently includes Topgolf, Carvana and a commercial shopping center named the Gateway Shops.
- Property enjoys direct access to Route 50 (see new entrance and layout, including new traffic signal). The entrance road is private, and the signal is public.
- Property has access and visibility from Interstate 79 north and south, as well as access via I-79 and Route 50 to the Pennsylvania Turnpike Commission's Southern Beltway, a highway expected to open in 2020 or 2021.

- An adaptive traffic light system has been installed on Route 50 and Washington Pike, including lights immediately adjacent to the Property.
- Additional road improvements planned in the area include widening the Chartiers Creek Bridge on Washington Pike, between the Township and neighboring Bridgeville Borough. The project, headed by the Pennsylvania Department of Transportation, includes public and private funding, including funding from the Township.
- Services at the site include sanitary sewer, public water, storm sewer, gas and electric.
- Property currently serves as a Park and Ride for the Allegheny County Port Authority with service to Downtown Pittsburgh and surrounding communities. Plans to retain this service on site, or to relocate off site, should be included with the proposal.
- Community services include fire, police and ambulance. Refuse service is by contract commercially.
- Property will be sold in “as is” condition including, but not limited to, any environmental conditions of the property. THE PROPERTY HAS BEEN DETERMINED TO CONTAIN HAZARDOUS MATERIALS. COPIES OF AN ENVIRONMENTAL REPORT PREPARED BY AMERICAN GEOSCIENCES INCORPORATED, AND SUBMITTED TO AND APPROVED BY THE PENNSYLVANIA DEPARTMENT OF ENVIRONMENTAL PROTECTION IN ACCORDANCE WITH THE LAND RECYCLING AND ENVIRONMENTAL REMEDIATION STANDARDS ACT (“ACT 2”), WHICH CONSTITUTES A FINAL REPORT AS DEFINED IN CHAPTER 3 OF ACT 2, IS ATTACHED AS EXHIBIT “D.” AN ENVIRONMENTAL COVENANT UNDER ACT 2 WILL BE RECORDED IN THE DEPARTMENT OF REAL ESTATE OF ALLEGHENY COUNTY, PENNSYLVANIA.
- Property is generally level with existing asphalt parking.
- Property contains a PennDOT Highway Occupancy Permit for access at the new driveway off Route 50.
- Selected developer shall be required to update the traffic impact study and pay any and all applicable impact fees in accordance with Township ordinance (see www.southfayettepa.com/188/Ordinances-Resolutions).
- The property is located within the Township LERTA (Local Economic Revitalization Tax Assistance) district. The LERTA ordinance and related documents are available at www.southfayettepa.com/lerta and <https://www.ecode360.com/11615021>.
- If a non-profit is selected as developer, the Township will require a PILOT (Payments In Lieu Of Taxes) agreement, which will mandate tax-equivalent payments for the Township and the South Fayette Township School District on an annual basis.
- Approximately 60 parking spaces on the parcel are under a shared parking agreement with UPMC Children’s South. The location of the spaces can be seen by viewing Exhibit C in the Star City RFP. These spaces are located at the southern end of UPMC’s constructed site. The constructed spaces are in use.
- Exhibit E highlights a small portion of the Property that shall be required to be donated by the successful bidder to the township for additional Hickory Grade Road Right-of-Way.

SECTION III. PROPOSALS

The proposal should describe your planned development of the property in detail. It is intended that each Applicant furnish all information requested by this RFP. Unless specifically requested, promotional literature is not desired and will not be considered to meet any of the requirements of this RFP. The proposal should provide sufficient detail to enable the Township to thoroughly evaluate and compare it to other proposals. The proposal format should closely follow the format of the RFP and should include the requirements listed in Section VIII.

All proposals, responses, inquires, or correspondences relating to or in reference to this RFP, and all reports, charts, displays, schedules, exhibits and other documentation submitted, shall become the property of the Township when received and are subject to public disclosure to the extent as required by the Pennsylvania Sunshine Act and Right to Know Law Act 3 of 2008. Any restrictions on the use of data contained in the proposal which you consider to be confidential within the meanings given that term in the Sunshine Act and/or the Right to Know Law must be clearly stated in the proposal itself. In the event the Township disagrees with your designation of any material in the proposal as confidential, the Township will bring the disagreement to your attention before disclosing the information to the public. Unresolved differences of opinion as to what is and is not confidential information may be grounds for rejecting your proposal.

The Township reserves the right to reject in whole or in part any or all proposals, to waive any informality and to accept the proposal of the Applicant in accordance with the First Class Township Code. This solicitation may also be cancelled in whole or part if determined to be in the best interest of the Township.

Submit one (1) original and eight (8) copies of the proposal in paper format, in addition to an electronic version on a flash drive, within a single, sealed envelope or container. The lower left corner of the envelope or container should have the following notation: **“PROPOSAL – STAR CITY PARCEL PURCHASE.”**

1. Sealed proposals shall be received by Wednesday, June 12, 2019, at 10:00 a.m. at:

South Fayette Township
515 Millers Run Road
Morgan, PA 15064

2. Respondent’s e-mail address, telephone number and fax number must be included with the proposal.
3. All questions regarding this Request for Proposals must be in written form and be directed only to the designated Point of Contact: John M. Barrett, Township Manager, South Fayette Township, 515 Millers Run Road, Morgan, PA 15064, phone 412-221-8700, fax 412-221-7798, email sfadmin@sftwp.com, by Thursday, May 16, 2019, at 10 a.m. The questions and subsequent answers will be documented and distributed prior to the submission deadline via the Township website, www.southfayettepa.com.
4. Acceptance of a proposal may be considered as early as June 12, 2019.

5. All costs incurred in the preparation and/or presentation of the proposal shall be the responsibility of the developer.

SECTION IV. SELECTION PROCESS CALENDAR

The calendar for the selection process is provided as follows. The Township reserves the right to modify it.

Release RFP	Week of April 15, 2019
Deadline-Submitted Questions	May 16, 2019 @ 10:00 a.m.
Deadline-Submittal of Proposals	June 12, 2019 @ 10:00 a.m.

SECTION V. PROPOSAL DUE DATE AND AWARD

Sealed proposals for the RFP will be due in the South Fayette Township office by 10:00 a.m. on June 12, 2019. Proposals received after that day and time will **NOT** be accepted. Actual receipt by stated time is required and deposit in the mail is insufficient. The Board of Commissioners may consider making an award for the sale of the Property at its meeting on June 12, 2019, at 7:00 p.m.

The successful purchaser will be required, upon acceptance of the bid, to deposit the sum of \$50,000.00 with the Township as an earnest money deposit and shall be required to enter into an Agreement of Sale with the Township. The Agreement of Sale will require a closing on or before January 1, 2020. The due diligence period will be 90 days after execution of the Agreement of Sale, with one optional 30-day extension with \$10,000 as an additional earnest money deposit. The Agreement of Sale will require that the successful bidder enter into a developer's agreement with the Township at the time of land development approval, consistent with the project proposal as submitted with the bid.

SECTION VI. PROPOSAL REVIEW

All proposals timely received will be reviewed. Depending upon the responses received to this RFP, the Township may elect to create a short list of firms that demonstrate the qualifications, expertise and experience required by the Township. These firms may then be scheduled for interviews.

SECTION VII. INTERVIEW

Firms submitting proposals for this project may be scheduled for interviews. The interview will enable your firm to present your proposal and approach to the scope of services.

1. Your firm is expected to make a presentation if selected for an interview.

2. Your presentation during the interview should be limited to the amount of time designated by the Township.
3. The interview may be attended by representatives of the Board of Commissioners, the Solicitor, Township staff, and/or the public.

SECTION VIII. PROPOSAL REQUIREMENTS

Each Applicant must submit one (1) original and eight (8) copies of the proposal in paper format, in addition to an electronic version on a flash drive. The proposal is required to include the following:

1. Application
 - a. Signed by an authorized representative of the proposed firm(s)
 - b. Application located on the first page of the RFP
2. Applicant's Team
 - a. Firm's complete name, address, and telephone and fax numbers
 - b. Company profile, including a general description of the development team
 - c. Relevant experience/similar projects
 - d. Resumes of key personnel
 - e. Applicant's time frame for closing on the purchase and developing the project, including an expected schedule of construction, completion and first facility opening(s). The Township reserves the right to require milestones to be included in the developer's agreement.
 - f. Single point of contact who will be the Township's liaison at your firm. This person should be in attendance at the interview if your firm is selected to be interviewed.
 - g. List of conflicts or potential conflicts that the developers may have in working with South Fayette Township
 - h. List of references, including:
 - i. 3 municipal references
 - ii. A lending reference
 - iii. List of prior and current projects
3. Acknowledgments of Requirements Associated with Purchase
 - a. Written acknowledgment by Applicant that the successful bidder, upon purchase, shall be required to donate the Right-of-Way to the Township as outlined in Exhibit E
 - b. Written acknowledgment that the Agreement of Sale will require the condition that the property is to remain taxable with relation to real estate taxes, and a covenant shall be placed in the deed upon transfer of the property indicating the same.
4. Project Descriptions
 - a. A narrative describing the proposed use of the Property
 - b. The land coverage by the buildings, common areas (if any), open space, landscaping, parking, and driveways or roads
 - c. A statement describing the public benefit derived from the project. This should include the estimated number of employees during construction as well as the anticipated number of full- and part-time positions to be generated by the development. Additionally, estimated project cost as well as future sales and

property taxes to be generated by the property should be provided.

- d. Preliminary site and building plans, elevation and drawing depicting the general characteristics of the development. Plans should be in enough detail to evaluate the feasibility of the proposed project but are not required to be of engineer design quality for the purpose of this submittal.
- e. Proposed information regarding the operation of the facility once complete. Include a list of prospective tenants and their type of operation/business.
- f. Any additional documentation that would assist in further understanding the proposal.

5. Purchase Price

- a. Minimum purchase price is \$3 million (\$3,000,000).
- b. Provide dollar amount for proposed purchase.
- c. Demonstrate ability to provide equity and obtain construction and permanent financing.
- d. Provide preliminary development pro forma showing total development costs and proposed sources and uses of funds for the project.

6. Completed and Signed Bid Sheet

Applicants also should prove a general statement of commitment to adhere to the provisions of all applicable federal, state and local laws, ordinances and regulations.

SECTION XI MISCELLANEOUS

The parties acknowledge that all of the work generated by the Applicant shall become the sole property of the Township. The Township reserves the right to cancel, amend or adjust the terms of this RFP at any time. The Township also reserves the right to negotiate this proposal. The Township reserves the right to accept all proposals, or to reject the same, or to waive any informality that may be associated with this process. All proposals will be evaluated without regard to race, color, religion, sex, sexual orientation, age, national origin or disability status.



SOUTH FAYETTE
T O W N S H I P

A Community Growing Together

Bid Sheet
2019 Star City RFP
www.SouthFayettePA.com

Sale bid of the entire 8.5-acre site:

Purchase Price = \$ _____

(Grand Total)

Signature of Bidder's Authorized Representative