

REQUEST FOR PROPOSALS

FREIGHTWAY REDEVELOPMENT SITE

VILLAGE OF SCARSDALE



06.19.19



INTRODUCTION

The Village of Scarsdale seeks to engage a Preferred Developer (or Preferred Development Team) to redevelop the Village-owned Freightway Redevelopment Site. To complement the potential redevelopment of the Freightway Site, the Village is also making available for inclusion into the Proposed Project Village-owned parcels on Scarsdale Avenue and the Village-owned development rights over the Metro-North Railroad tracks.

The Freightway Site has long been seen as an opportunity for Transit-Oriented Development (TOD) given its proximity to the train station, bus lines, and one of Westchester’s most walkable and active village centers. In the updated Village Center Component of the Comprehensive Plan (“2010 Village Center Plan”), public outreach revealed that most residents would prefer to see the Freightway Site developed as a way to achieve improved parking, a more vibrant Village Center, and to provide features such as connectivity, open space and community uses/space. In the past, private developers have proposed redevelopment projects for the Freightway Site, however, the Village deemed these ‘too large’ or ‘out of character.’



Public Meeting - June 2017
Source: Freightway Site Redevelopment Study, Village of Scarsdale and BFJ Planning, 2018

More recently, the Village identified the need to invest approximately \$2 million in the short term to provide critical repairs and renovations to the Freightway parking structure, which was built in 1971, as well as complete replacement of the garage within 15 to 20 years, which could cost well in excess of \$25 million. To offset the cost of these repairs and to capitalize on an opportunity to

provide fiscal benefits to the Village in the form of recurring property taxes and other fees, the Village embarked on a thoughtful, community-driven process to identify potential redevelopment options for the Freightway Site.

In 2017, the Village created the “Freightway Steering Committee” to develop a vision for the potential redevelopment of the Site. The planning process was driven by the Scarsdale community and assisted by a professional planning firm. The visioning process was first and foremost about listening to residents and stakeholders and providing them with a forum to share and discuss ideas. Maximizing citizen participation was, and continues to be, an essential part of the effort to redevelop the Freightway Site. As such, the 2017-2018 planning process provided numerous opportunities for public input, including four public workshops, an online survey, intercept surveys taken at the train station, walking tours with the public and Freightway Steering Committee members, stakeholder interviews, focus group meetings, and the collection of emailed comments. The process also benefited from input and research provided by a wide range of neighborhood associations and civic groups. This planning process culminated with the release of the Freightway Site Redevelopment Study in February 2018 (the “Freightway Study”) that defined a set of realistic and publicly supported development goals and objectives for the Freightway Site.



Public Workshop
Source: Freightway Site Redevelopment Study, Village of Scarsdale and BFJ Planning, 2018



The 2018 Freightway Study identified the following vision statement:

Any future development at the Freightway Site should be a signature project that positively contributes to the vibrancy of the Village Center while maintaining its current function as a commuter lot.



Subsequent to the Freightway Study, the Board of Trustees decided to employ a two-step process to engage a Preferred Developer for the Freightway Site. The first step was the distribution of a Request for Expression of Interest (RFEI). The seven responses to the RFEI received in October 2018 provided the Board of Trustees and the community with important insights from the development community on potential conceptual development plans that align with the community's vision as outlined in the 2018 Freightway Study.

The purpose of this RFP is to obtain proposals from a select group of developers and select one of the Respondents, led by the Lead Development Firm and supported by a Project Team of design and other professional consultants, as the Preferred Developer for the Project Site. The Preferred Developer would implement the redevelopment of the Freightway Site consistent with the seven identified principles and create a marquis project befitting of the Village and a project that Scarsdale residents can be proud of for generations.



SCHEDULE OF DATES

Table 1 presents key dates with respect to the submission and evaluation of responses to this RFP.

The Village of Scarsdale is committed to advancing the Freightway Redevelopment in a thoughtful, transparent, and inclusive manner.

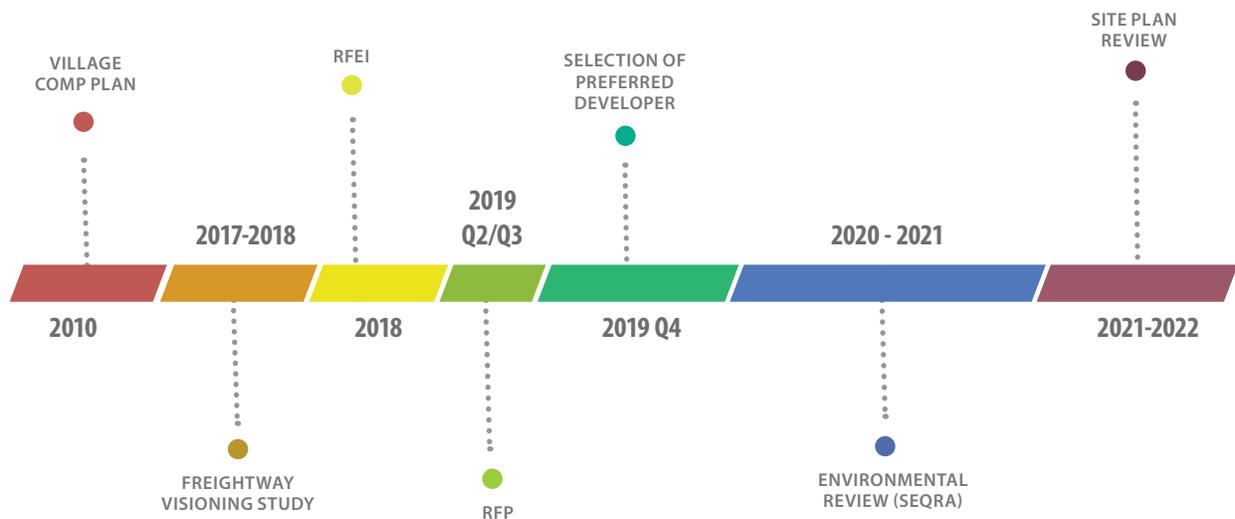
The Village is also advancing the process in a deliberate manner. While explicitly inviting and responding to

public feedback throughout the process, the Village has established timeframes to advance the Proposed Project’s review such that the Board of Trustees is able to make an informed final decision in a reasonable period of time. Towards that end, **Table 1** not only presents the key dates in the RFP process, it includes potential dates and durations for the environmental review, zoning, and site plan review processes. While conceptual in nature, the duration of these processes is indicative of the pace of review anticipated by the Village.

Table 1
RFP AND ENTITLEMENTS TIMELINE

Action	Date
Distribution of RFP	June 19, 2019
Site Inspection Meeting*	July 15, 2019 @ 9:00 AM EDT
Written Questions Due**	July 19, 2019 @ 4:00 PM EDT
Responses to Questions Distributed	July 31, 2019
Proposals Due to Village	September 16, 2019 @ 4:00 PM EDT
Notification of Finalists	October 2019
Community Presentation by Finalists	November 2019
Interviews with Finalists	November 2019 [^]
Selection of Preferred Developer	December 2019 ^{^^}
Environmental Review (SEQRA) & Rezoning Process	March 2020 to September 2021 ^{^^}
Site Plan & Architectural Review Processes	October 2021 to January 2022 ^{^^}
Groundbreaking	Spring 2022 ^{^^}

- * Participation required; absences may be granted for extenuating circumstances.
- ** Only written questions submitted to the Assistant Village Manager will be answered. Questions and responses will be distributed to all development teams and will be posted on the Village’s website on July 31, 2019. Responses will not be provided before that date.
- [^] If scheduled
- ^{^^} Dates and durations are approximate



SITE DESCRIPTION

The Freightway Site is generally bounded by the Popham Road Bridge to the north, the Metro-North train tracks to the east, privately owned mixed-use properties along Garth Road to the west, and the Scarsdale Commons apartment building located to the south just over the municipal border in the Town of Eastchester. The Freightway Site includes nine tax parcels that encompass approximately 2.43 acres within the Village of Scarsdale and approximately 0.1 acre located within the Town of Eastchester.



*Looking South from Popham Road Bridge. Freightway Garage on right. Scarsdale Avenue parking on Left
Source: Freightway Site Redevelopment Study, Village of Scarsdale and BFJ Planning, 2018*

To complement the potential redevelopment of the Freightway Site and provide an opportunity to improve the connection between the Freightway Site and Scarsdale Avenue and the Village Center, the Village is also making several other parcels available for redevelopment that can, at the discretion of the development team, be included in a response to this RFP. Specifically, the Village owns the right to develop approximately 0.84 acres over the railroad tracks from the Popham Road Bridge south to the Village border with the Town of Eastchester (“air rights”). These air rights could be utilized for physical development over the railroad tracks, for transferring development rights (i.e., FAR) onto the Project Site, or some combination thereof. The Village also owns a 0.51 acre site located on Scarsdale Avenue that is currently improved with approximately 77 striped parking spaces.

Each response should clearly define the “Project Site” as it applies to the response (i.e., the Freightway Site and any portions of the Scarsdale Avenue parcels and air rights over the Metro-North Railroad tracks incorporated into the proposal).

DESCRIPTION OF VILLAGE-OWNED PARCELS

The Village-owned parcels that are included in this RFP are listed in *Table 2* and shown in detail in *Figure 1*.

The 2.53 acre Freightway Site is currently used for commuter parking with 601 striped spaces, including a five-story parking garage and two surface parking lots (one each to the north and south of the garage). The total parking capacity at the Freightway Site that includes the efficiencies of valet parking is approximately 720 cars. The parking garage covers approximately 0.68 acres of the site and has 474 striped spaces. The remaining 127 striped spaces are located in the Open Lot and the Beatty Lot.

The Freightway Site is primarily utilized for commuter permit parking during the work week and free public parking on the weekend. The site is divided into three parking areas, each of which requires a permit to use during the week. The parking lot closest to the Scarsdale Train Station, referred to as the “Open Lot”, is a surface parking lot reserved for valet parking as provided by a vendor (ProPark) under contract with the Village. The Freightway Garage has valet parking on the ground level with self-parking on all five upper floors. The “Beatty Lot,” south of the garage, is a self-parked uncovered surface lot.



*Freightway Site's Open Lot
Source: Freightway Site Redevelopment Study, Village of Scarsdale and BFJ Planning, 2018*

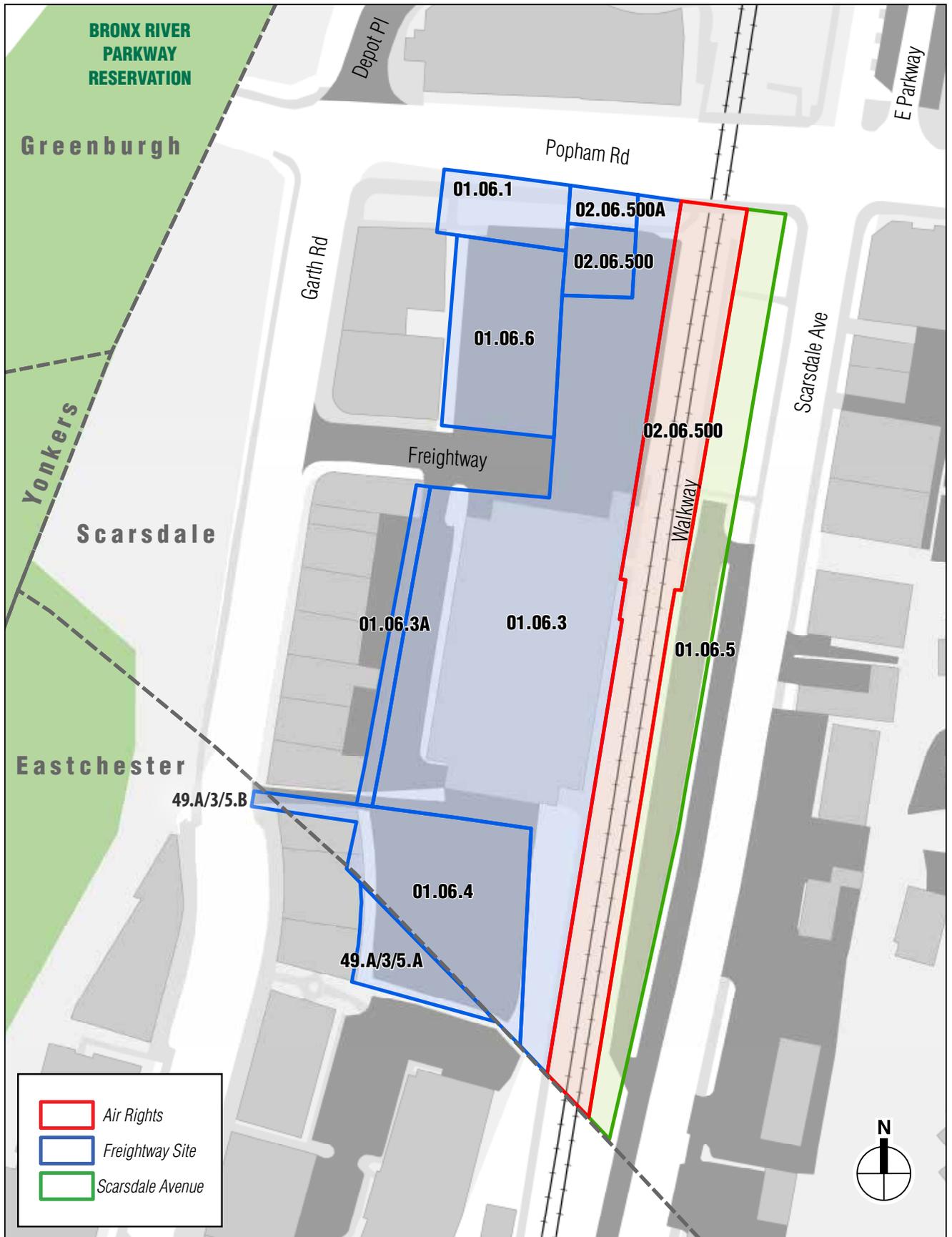


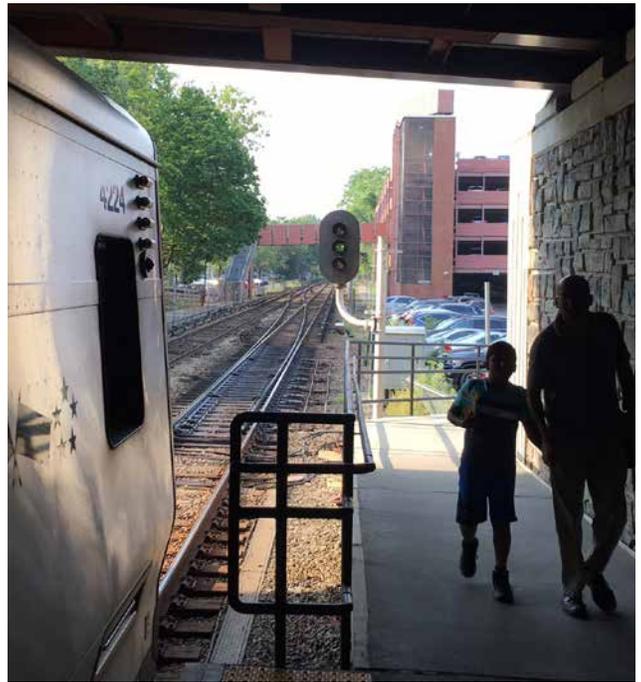
Figure 1
 Village-Owned Parcels Included in RFP



The Scarsdale Avenue parcel contains approximately 77 striped parking spaces. These spaces are reserved for permit holders during certain hours and are metered parking at other hours.

Between July 1, 2018 and June 30, 2019, the Village has issued the following parking permits:

- Freightway Garage and Beatty Lot
 - 549 permits for Scarsdale resident commuters and merchants
 - 128 permits for non-Scarsdale resident commuters
- Open Lot
 - 100 permits for Scarsdale residents and merchants
 - 200 permits for non-Scarsdale residents
- Scarsdale Avenue
 - 275 permits for residents and merchants for parking from 6am to 11am.



Scarsdale Train Station Southbound Platform Under Popham Road Bridge
 Source: Freightway Site Redevelopment Study, Village of Scarsdale and BFJ Planning, 2018

Table 2

VILLAGE-OWNED PARCELS INCLUDED IN RFP

S/B/L	Known As	Approximate Area	Improvements
1.6.1*	"Open Lot"	5,000 sf (0.11 ac)	Surface Parking
1.6.6	"Open Lot"	13,275 sf (0.30 ac)	Surface Parking
2.6.500A*	"Open Lot"	2,025 sf (0.04 ac)	Surface Parking
2.6.500*	"Open Lot"	3,031 sf (0.10 ac)	Surface Parking
1.6.3	"Freightway"	65,608 sf (1.42 ac)	Freightway Structured Parking Garage, Surface Parking, Alley, Vegetation
1.6.3A	"Freightway"	2,351 sf (0.05 ac)	Alley
1.6.4	"Beatty Lot"	17,860 sf (0.41 ac)	Surface Parking
49.A/3/5.A**	"Beatty Lot"	4,356 sf (0.1 ac)	Surface Parking
49.A/3/5.B**	"Beatty Lot"	105 sf (0.0 ac)	Entrance to Beatty Lot
1.6.5	"Scarsdale Avenue"	21,982 sf (0.51 ac)	Unimproved and Surface Parking
2.6.500*	"Air Rights"	36,590 sf (0.84 ac)	Development rights over Metro-North Railroad Tracks
Total		3.88 ac.	

* Portions of these tax lots are being made available as part of this RFP

** Parcel located in the Town of Eastchester, but owned by the Village of Scarsdale





Surrounding Areas.
 Source: Freightway Site Redevelopment Study,
 Village of Scarsdale and BFJ Planning, 2018

SURROUNDING AREAS



Scarsdale Village Center
 Source: Freightway Site Redevelopment Study,
 Village of Scarsdale and BFJ Planning, 2018

The Village of Scarsdale is an attractive, vibrant, small town. It has a picturesque, active, Village Center that continues to reinvent itself to meet the needs of the community (see **Figure 2** for surrounding areas). The Village Center is complemented by tree-lined streets and surrounded by quiet residential neighborhoods. In close proximity to the Freightway Site are the Village’s Chase Park and

de Lima Park, Westchester County’s Bronx River Reservation, and the Town of Eastchester’s Garth Road Park. Scarsdale residents enjoy excellent schools, a multitude of cultural and recreational offerings and convenient proximity to Manhattan for work and play. Scarsdale residents have a long history of active volunteer involvement in the public school system and Village Government with the goal of advancing the Village’s quality of life for all residents.



Harwood Building
 Source: Freightway Site Redevelopment Study,
 Village of Scarsdale and BFJ Planning, 2018



In the 2000s, a number of significant projects were completed in the Village Center. In 2007, the Depot Place parcel on Popham Road across from the Freightway Site was redeveloped. The project included parking built into the existing slope, retail facing the railroad station and Popham Road, and offices on the upper floors. In 2008, the Christie Place mixed-use development was completed. This project was realized after the Village's lengthy effort to replace the existing surface parking lot with a three-level parking garage. Christie Place is an example of how a process of careful review and consideration by the Village can produce appropriate, contextually scaled development solutions that produce multiple community benefits. Christie Place replaced the original parking structure proposal with 42 condominiums, ground floor retail, and commuter/ resident/ public parking provided at and below ground. In 2012 the Village completed the Popham Road Bridge replacement project. The bridge was widened from roughly 50 feet to 80 feet and improved to provide additional turning lanes at the intersections of Garth Road/Depot Place and East Parkway/Scarsdale Avenue as well as platform access to the southbound Metro-North Railroad tracks from the Freightway Site. The widening of the bridge necessitated certain property exchanges between the Village and a private property owner resulting in the establishment of additional retail space on East Parkway (Starbucks), the construction of a covered commuter walkway off East Parkway to the north, and establishment of a multi-modal transportation area for taxi and public bus service and commuter and merchant parking. Metro-North Railroad also replaced the pedestrian overpass and completed certain platform and other station area improvements.

South of the Freightway Site is the Garth Road neighborhood within the Town of Eastchester. This neighborhood consists primarily of well-designed and well-maintained multi-family buildings. West of the Freightway Site, across the Bronx River Parkway, is the Edgemont hamlet within the Town of Greenburgh, which consists primarily of single-family homes. East of the Freightway Site, across Scarsdale Avenue, is the Overhill neighborhood within the Village of Scarsdale, which consists primarily of single-family homes. Northeast of the Freightway Site is the Scarsdale Village Center.



Scarsdale Train Station
 Source: Freightway Site Redevelopment Study, Village of Scarsdale and BFJ Planning, 2018

Table 3

SELECT CHARACTERISTICS OF SCARSDALE

Total Population	17,586
Median Age	43.0 years
Single-Family Homes as Percent of All Housing Units	94.2 %
Percent of Housing Units Constructed Prior to 1960	76%
Owner-Occupied Housing	90.8%
Median Value of Owner-Occupied Units	\$1,337,800
Median Rent of Renter-Occupied Units	\$3,087
Median Household Income	\$250,000+
Mean Household Income	\$417,335
Bachelor's Degree or Higher	88.9%

Source: 2017 5-year American Community Survey, US Census Bureau



REQUIRED PROPOSAL CONTENTS

Responses to this RFP should include the information below.

RESPONDENT DESCRIPTION AND QUALIFICATIONS

This section of the response should include information on each Respondent, which is led by the Lead Development Firm and supported by a Project Team of design and other professional consultants. Information should include:

- Primary contact names and contact information for all correspondence, including e-mail addresses;
- Principal officers authorized to negotiate with the Village;
- Description of the Lead Development Firm's history and ownership and identification of the key individuals that will be assigned to the Proposed Project;
- Lead Development Firm's experience with comparable redevelopment projects. Briefly describe at least three projects with the year completed, total project cost, and provide illustrations;
- Three Professional References for the Lead Development Firm, including the name of the reference, organization, phone number, and e-mail address;
- Two financial references with which the Lead Development Firm has recently obtained acquisition and/or construction financing. Provide the following information for each reference: institution, amount of financing, contact name and title, e-mail address, phone number, and address;
- Provide supporting documentation demonstrating the financial well-being of the Lead Development Firm, ideally from an auditing firm or accountant.
- Description of the Project Team that will be assigned to the Proposed Project specifying the lead design firm and if known, the lead planner, site engineer, traffic consultant, parking consultant, environmental/ sustainability consultant, and other key consultants. Please also provide brief resumes for the key individuals assigned to the team;
- Provide a detailed narrative of experiences that demonstrate the Project Team's ability to work on a site with similar physical constraints and adjacent uses as the Project Site;
- Provide information pertaining to the Project Team's experience working with various governmental entities, elaborating on the team's knowledge of local zoning, local planning board processes, the New York State Environmental Quality Review Act (SEQRA), Metro-North, neighborhood associations and business groups;
- Provide information pertaining to the Project Team's experience with constructively engaging with an involved and educated citizenry on a high-profile project within a community;
- Provide two municipal references with which the Lead Development Firm has worked, preferably on projects with constraints similar to those of the Freightway Site. For each, provide: the name of the municipality, brief description of project, contact name and title, e-mail address, phone number, and address.
- Team organization chart; and,
- Description of any litigation in which the Lead Development Firm or a major team member was a defendant (past five years or pending) or any bankruptcy filing by them or an entity they controlled (minimum past ten years).

DESCRIPTION OF PROPOSED PROJECT

The Village of Scarsdale is interested in a redevelopment project that creates a mixed-use Transit-Oriented Development (TOD), including at a minimum: residential uses, commercial uses, commuter parking, community uses/open space, and connectivity to Scarsdale Avenue and the Village Center.

The primary goals of the Proposed Project are to:

- Create a marquis project that will preserve and enhance the character and vibrancy of the Village Center;
- Enhance physical and visual connectivity between the Freightway Site and Scarsdale Avenue and the Village Center; and,
- Provide a fiscal benefit to Village taxpayers.



Respondents are not limited to proposing projects in strict conformance with the programmatic or physical layouts of the conceptual redevelopment scenarios outlined in the 2018 Freightway Study. However, the Proposed Project should be consistent with the principles outlined in the Freightway Study and reflective of the collective knowledge, experience, and capabilities of the Project Team.

This section of the response should describe the specific project being proposed and should include the following information.

Proposed Program

Provide programmatic information on the various uses proposed, including, at a minimum, the following information:

- **Residential** – Number of residential units proposed, including market-rate and affordable; location within the Proposed Project; number of units by unit size (square feet and number of bedrooms); tenancy of units proposed.
- **Commercial** – Uses proposed (e.g., retail, office, restaurant, etc.); location of uses within the Proposed Project; size of various uses proposed.
- **Parking and Loading** – Number of striped commuter spaces proposed and total capacity for commuter parking, if different; number of striped parking spaces proposed to serve the Proposed Project’s uses and total parking capacity for Project uses, if different; parking ratios utilized to develop the number of spaces and capacity proposed; number of striped parking spaces proposed, and total capacity, for other uses or users, such as convenience spaces for Village Center and Garth Road commercial areas; ownership structure of the various parking areas provided; loading and service areas proposed, including sanitation and separation of various waste streams, including food scraps.
- **Community Uses** – Location, design, and programming of indoor and outdoor community uses and open spaces; specific delineation of publicly accessible and private community uses and/or open spaces; size of various community uses and open spaces proposed.
- **Connectivity** – Location and design of the Project elements that provide for enhanced physical connectivity between the Freightway Site and Scarsdale Avenue and the Village Center, as well as the Scarsdale Train Station, Garth Road, and other community destinations.

Site and Architectural Plans

This section should describe and illustrate the overall approach to site planning and should describe:

1. How the Proposed Project would create a vibrant addition to the Village Center that is respectful of the Village’s architectural character;
2. How the Proposed Project would physically and visually connect the Freightway Site with Scarsdale Avenue and the Village Center and enhance the overall vibrancy of the Village Center such that the Freightway Site becomes part of the Village Center;
3. How the Proposed Project provides and encourages thoughtful, efficient, and safe pedestrian and vehicular circulation;
4. How the Proposed Project maximizes the potential of the unique development parcels being offered by the Village;
5. The Public access to indoor and/or outdoor amenities within the Project Site; and,
6. The integration of the various uses proposed for the Project Site into a cohesive project.

Specifically, this section should include:

- An overall Site Plan illustrating the location of the various uses proposed;
- Elevations, sections, and renderings illustrating the Proposed Project’s height, massing and materials;
 - » As described in Principle 3 of the 2018 **Freightway Site Redevelopment Study**, the overall height of the Proposed Project’s various buildings should be contextually appropriate given the location of the various buildings within the Site and generally reflective of the relative elevation of the Harwood Building in the Village Center and the elevation of the Garth Road buildings to the south.
 - » The building(s) on the Project Site should create visual interest; as such they should not be monolithic or excessively uniform in appearance, while still being respectful of the existing architectural character of the Village Center.
- Narrative and illustrations of the architectural features and materials included in the Proposed Project;
 - » The Project should create a distinctive, yet contextually appropriate, place. The architecture, including building articulation, fenestration, and materials, should be such that the building(s) will be able to ‘age-gracefully,’ similar to the Village Center’s most visually appealing buildings.



- Narrative and illustrations describing and demonstrating the Proposed Project’s physical connections to and visual relationship with Garth Road, Popham Road, Scarsdale Avenue, and the Village Center;
- Narrative and illustrations describing the proposed pedestrian and vehicular circulation for the Project Site’s various users, including: commuters; project residents; project merchants/ tenants; project shoppers/ patrons; public and visitors. Circulation for pick-up and drop-off at the train station, if any, and building service and loading should also be described and illustrated;
- Description and illustration of publicly and privately accessible open spaces, including landscaping and hardscaping design;
- Description of the Project’s approach for creating a model of sustainability in the construction and operation of a Transit-Oriented Development within a vibrant Village center. Specifically, this section should describe the sustainability features that will be incorporated into the Proposed Project, which may include but not necessarily be limited to: the use of sustainable and healthy building materials; measures to reduce building energy consumption; incorporation of renewable energy resources; installation of green stormwater infrastructure; provision of metered electric car parking; measures to reduce solid waste generation, such as food scrap recycling; and, measures to reduce the usage of potable water.
- Description of the ways in which the space allocated to parking within the Project Site may be converted to other uses if/when demand for on-Site parking declines in the future.

PUBLIC BENEFITS

The Response should clearly describe the ways in which the Proposed Project benefits the Village of Scarsdale, including: new or improved physical and visual connections to Scarsdale Avenue, the Village Center, Popham Road, and Garth Road; the provision of indoor and outdoor community uses and/or spaces within the Project Site; the inclusion of affordable and/or workforce housing that meets or exceeds the Village’s statutory requirement; improvements to the visual and aesthetic character of the Site; and, the provision of a fiscal benefit to Scarsdale taxpayers.

ZONING PROPOSAL

The response must include a narrative describing the zoning text and map amendments that may be necessary to effectuate the Proposed Project.

CONSTRUCTION SEQUENCING AND PROJECT TIMELINE

The response must include the proposed construction sequencing or phasing of the various project components, including the estimated duration of each phase. Of particular importance, the response should provide specific details as to the method proposed for maintaining access to the Scarsdale train station during construction and maintaining the maximum amount of parking/access for Scarsdale resident commuters that currently park at the Freightway Site. This access may be provided in the form of continued parking on the Freightway Site or another location proximate to the train station. Other solutions may also be considered.

The response should describe, at a high level, the likely need to restrict vehicular and/or pedestrian movements through the Freightway Site, along Garth Road, Popham Road, or Scarsdale Avenue during various phases of construction, as well as preliminary plans for equipment and material staging and the maintenance and protection of traffic during construction. Methods to minimize impacts to local merchants during construction (e.g., access, visibility, parking) should be described.

The response should describe the Project Team’s approach to, and experience coordinating with, MTA/Metro-North Railroad, or other transit agencies, that will be required to construct the Proposed Project.

FINANCE PLAN

Each response should provide information demonstrating the Lead Development Firm’s ability to finance a development project of this magnitude, while providing detailed information about the financial structure of the prospective development deal, including the financial benefits to the Village of Scarsdale. Respondents should use best information available to provide the following information:

- **Financial capability to complete the Proposed Project** – Provide a narrative demonstrating that the Respondent has the ability to secure the funds required to construct the Proposed Project, meet lender’s equity and other lending requirements, provide necessary guarantees, absorb cost overruns and delays, and commence and complete construction of the Proposed Project according to the proposed development schedule. If available, please also provide letters of interest and/or intent from lenders, and if applicable, equity investors.



- **Sources and Uses Statement** – Provide a narrative clearly identifying the amount, source, and terms of all project financing, including debt and equity for construction and permanent financing phases by funding source, to the extent known. Estimated length of terms, amounts, interest rates, and any intentions for refinancing should be disclosed for all anticipated financing sources.
 - » The equity section should indicate the contributed amount that is owner’s equity.
 - » Identify whether debt and/or equity sources would have a participation interest in the Proposed Project.
 - » If project financing is expected from corporate or personal sources, identify the source(s) and provide evidence of amounts on hand or available.
- **Proposed Financial Offer and Transaction Structure** – Clearly describe the financial offer to the Village, and provide a narrative describing the preferred transaction structure of the deal. The narrative should detail the proposed legal and transactional structure to be utilized for the development, addressing ownership, rights and obligations (e.g. sale, land lease, air rights, permanent easement, or combination thereof) during construction and with respect to the future operation and maintenance of all components of the Proposed Project, including, but not limited to, housing, retail, parking and open space(s). If a joint venture is proposed, describe any joint venture arrangements, including how decisions will be made and how each party fits into the proposed structure. Please include a description as to whether project financing is dependent on public participation, incentives and/or tax credit programs. If a proposal is made contingent on receiving financing or incentives, the Respondent should include proposed terms for such financing in their proposal.
- **Financial Model/Cash Flow** – Respondents must submit a 20-year pro forma financial workbook provided in MS Excel® on a USB drive. All Excel files must be in original formatting, contain all original formulas (i.e., no hardcoding) and have no hidden or locked sheets or cells. The financial workbook should be consistent with Respondent’s statements with respect to the proposed uses and financing. Financial workbooks should clearly indicate assumptions on which all calculations are based, and should include the following:
 - » Proposed acquisition or lease costs;
 - » All equity pay-in, revenue sources, expenses, debt service, and sales if applicable;
 - » All assumptions for revenue and expense increases;
 - » Appropriate Debt Service Coverage Ratio (DCR) typically required of construction and permanent lenders; and,
 - » Developer returns on an Internal Rate of Return (IRR) and cash-on-cash basis, or other returns analysis, which clearly indicate the financial feasibility of the Proposed Project.
- **Project Feasibility Statement** – Provide a narrative defining the marketability of the Proposed Project, including the market assumptions that support cost and revenue projections.
- **Economic and Fiscal Impact Statement** – Provide a quantified and/or qualitative narrative describing the Proposed Project’s anticipated economic and fiscal impacts on the Village, as well as the Scarsdale Public Schools. Please provide an estimate of the number of school-aged children associated with the residential component of the Proposed Project, and source for estimate, in order to inform the fiscal analysis.

SELECTION CRITERIA

The Village Board of Trustees will evaluate development proposals relative to the criteria listed below. Upon selection of a short list of development proposals, finalists will be invited to make a public presentation at a duly noticed meeting of the Board of Trustees. Finalists may also be invited to one or more formal interviews with the Board to discuss details of their proposal.

The Village Board will select a Preferred Developer and will enter into negotiations on the terms of an agreement that will allow the Preferred Developer to pursue redevelopment of the Freightway Site by making a formal land-use application to the Board of Trustees. Among other things, this agreement will specify the relative roles and responsibilities of the Village and the Preferred Developer, a schedule for development, and any specific financial, property and procedural details agreed to by the parties. This agreement will also include performance/completion guarantees and penalties for lack of performance. The final agreement will be subject to a formal, public, vote of the Board of Trustees.

Proposals will be ranked according to the criteria listed below. The Village reserves the right to augment the criteria at its sole discretion.



1. *Respondent Qualifications*

- a. The managerial and financial experience and capacity of the Lead Development Firm to successfully execute a marquis mixed-use project on time and on budget within a physically constrained site.
- b. The experience of the Project Team in designing, permitting, constructing, leasing/tenanting, and operating/managing products similar to the one being proposed and requiring similar levels of coordination with local, state, and regional agencies.

2. *Proposed Project: Design, Product, Public Benefits, Construction*

The quality of the design and the product being proposed are critical to the long-term success of the Freightway Redevelopment. The redevelopment of the Project Site is intended to create a place that the community can be proud of for generations. As such, the Proposed Project will be evaluated based on:

- a. The design, massing, and architectural character of the buildings and spaces included in the Proposed Project including the quality of building materials.
- b. The contextual relationship between the overall elevation and relative massing of the various buildings proposed with the buildings in the Village Center and the neighboring buildings on Garth Road.
- c. The (non-financial) benefits that accrue to Scarsdale residents through:
 - i. Improved pedestrian and vehicular circulation in and around the Project Site, to the Village Center and adjacent commercial/retail uses
 - ii. Indoor and outdoor community oriented uses and/or open spaces
 - iii. Integration with and connectivity between the Project Site, its component parts and Scarsdale Avenue and the Village Center
 - iv. Increased vibrancy through a mix of uses within the Village Center
- d. The use of innovative design, construction, and programming concepts within the Proposed Project that increase the project's benefits to the community and help establish a marquis project for the Village of Scarsdale that is respectful of the architectural character of the Village.
- e. The sustainable construction, building, and site features that are a part of the Proposed Project.

- f. The thoughtfulness of the zoning proposed to facilitate the redevelopment, including the efficiencies with which the proposed zoning may be administered.
- g. The ability of the development team to minimize adverse impacts during construction of the Proposed Project, including:
 - i. Retaining access during construction to the Scarsdale train station and maintaining the maximum amount of parking/access for Scarsdale resident commuters. This access may be provided in the form of continued parking on the Freightway Site, or another location proximate to the train station. Other solutions may also be considered.
 - ii. Delivering the Proposed Project on time, thereby minimizing the time during which construction will occur.
 - iii. Successful coordination with Village and State agencies and the public during permitting and construction, including Metro-North Railroad.
 - iv. Maintaining safe pedestrian access to the Scarsdale train station for commuters traveling to or from areas south of the Freightway Site as well as for any commuters that would continue to park within the Freightway Site during construction. The nature and location of this access could change during the construction process.

3. *Financial*

The Village is interested in maximizing the Proposed Project's financial benefit to Village taxpayers, consistent with the design and programmatic goals outlined above. The following criteria below will be evaluated to determine the Project's potential financial benefits:

- a. Long-term financial viability of the Proposed Project's operations.
- b. Achievability of proposed financing.
- c. The net fiscal benefit to Scarsdale taxpayers, which will be evaluated based on the proposed compensation for the use of Village-owned land (including consideration of annual parking or other fees collected by the Village), as well as the anticipated recurring costs and revenues to the affected taxing jurisdictions, including the Scarsdale School District. The Village, with the assistance of its consultants, will be estimating the net fiscal effects of the Proposed Projects based on information provided by the Respondents and the Village's consistent assumptions on costs and revenues to the appropriate taxing jurisdictions.
- d. Quality of the proposed performance/ completion guarantee.



PROPOSAL SUBMISSION INSTRUCTIONS

SUBMISSION

A subset of development teams that responded to the RFEI are invited to respond to this RFP, either on their own or as part of a development team.

All responses must address each item outlined in the "Required Proposal Contents" section and must be received by the Village prior to the deadline of **Monday, September 16, 2019 at 4:00 PM EDT.**

HARD COPIES

Please submit fifteen (15) complete hard copies of the proposal addressing all submittal requirements. Full-size drawings or exhibits are permitted to be included as part of the response; however consideration as to the number of full size sheets is requested. Full size sheets should be folded for submission; one set of full size sheets should be submitted rolled.

DIGITAL COPIES

Please submit one digital copy (i.e., PDF of narrative and drawings/exhibits and Excel® format for the financial pro forma) of the response on a USB drive.

Packages containing proposals shall be sealed, bearing on the outside the Respondent's name, address and plainly marked "RFP: Freightway Redevelopment Site." Submittals should be delivered to:

Village of Scarsdale
1001 Post Road
Scarsdale, NY 10583
Attention: Ingrid M. Richards, Assistant Village Manager

SITE INSPECTION

The Village of Scarsdale will host a Site Inspection meeting on **Monday, July 15, 2019**. The meeting will begin at **9:00 AM EDT** and will start from the northern portion of the Scarsdale Avenue commuter lot, adjacent to the eastern terminus of the Freightway pedestrian bridge. Respondents are encouraged to bring key consultants to the meeting.

Participation in the site inspection is required for teams that desire to submit a response to this RFP. The Village, at its sole discretion, may excuse an absence from the site inspection meeting due to extenuating circumstances.

INQUIRIES

Written inquiries regarding this RFP will be accepted by the Village of Scarsdale through **Friday, July 19, 2019 at 4:00 PM EDT**. All inquiries should be sent to IRichards@scarsdale.com and FreightwayRFP@scarsdale.com. Questions sent in another format or to a different individual than specified above may not receive a response.

The Village of Scarsdale will respond to inquiries received by the deadline above. Responses, along with the questions, will be distributed directly to all potential Respondents and will be posted on the Village's website on July 31, 2019.

DUE DILIGENCE

Respondents should assume that the site, including land, improvements, and any supporting building infrastructure, will be available to the Preferred Developer "AS IS" and "WHERE IS" without representation, warranty, or guaranty as to quantity, quality, title, character, condition, size, or kind, or that the same is in condition or fit to be used for the Respondent's purpose.

The Preferred Developer shall be responsible, at its sole cost and expense, for remediating any contamination that is found on the Site in compliance with all applicable environmental laws, and shall indemnify the Village against any liability associated with such remediation, pursuant to formal Village approval to conduct the remediation on Village property.

The Preferred Developer, at its sole cost and expense, is responsible for conducting all due diligence investigations such as environmental site assessments, including sampling and testing of the soil, sediments and ground water (if any). Any such sampling or testing shall be subject to a written entry agreement from the Village. No representation or warranty is made or shall be given by the Village or any other entity as to any environmental condition at, or under the sites, all of which are offered as is, where is. The term "environmental condition" as used herein includes but is not limited to any hazardous and/or toxic substance as defined in any State or federal law, rule or regulation, solid waste, petroleum and/or petroleum by-products, endangered species of fauna or flora, archeological feature or artifact or any other matter or site condition which may affect the development of each Site.



STATEMENT OF LIMITATIONS

This RFP does not represent a commitment or offer by the Village of Scarsdale to enter into an agreement with a Respondent or pay any costs in preparation of a response to the RFP. The timely responses and any information made as part of the response will not be returned to the sender. The RFP and the Preferred Developer's response to the RFP may, by reference, become a part of the final Development Agreement between the Preferred Developer and Village of Scarsdale.

The Village of Scarsdale reserves the right to modify the timetables set forth in this RFP. Notice of revised timetables, if any, will be sent to each developer receiving this RFP and posted on the Village's website.

The Village of Scarsdale reserves the right to reject all proposals without cause.

There shall be no binding agreement, and the Village of Scarsdale shall have no liability to any party in connection with this matter, unless and until a formal written agreement is fully executed and delivered between the Village and the party claiming that there is an agreement with, or liability on the part of, the Village of Scarsdale.

CONFIDENTIALITY OF DOCUMENTS

If a Respondent believes that any portion of the information it is submitting in response to this RFP is exempt from disclosure pursuant to the New York Freedom Information Law ("FOIL"), the particular information for which exemption is claimed should be clearly identified and submitted on separate pages in the hard copy submissions and separate electronic files on the USB submission. The basis for the claimed FOIL exemption should be clearly described.

OTHER DOCUMENTS

The Village has made available additional information for use by Respondents, which information can be accessed at the following URL: <http://bit.ly/Freightway>.

The Village makes no representation or warranty concerning the accuracy, completeness, or utility of information made available at this website or otherwise provided to the Respondents.

DEFINED TERMS

Freightway Site – The Village-owned tax parcels west of the Metro-North Railroad tracks, south of Popham Road, and east of Garth Road, as shown in **Figure 1**.

Air Rights – The portion of the Village-owned tax parcel located 'above' the Metro-North Railroad tracks from the Popham Road bridge to the Village's border with the Town of Eastchester.

Scarsdale Avenue Parcel – The Village-owned tax parcel located between Scarsdale Avenue and the Metro-North Railroad tracks, south of Popham Road.

Project Site – The Freightway Site and any portions of the Scarsdale Avenue Parcel and Air Rights that are incorporated into the Respondent's proposal.

Respondent – A developer, or development team, that submits a proposal to the Village in accordance with this RFP.

Lead Development Firm – The developer, or development company, that is the primary developer, or development company, associated with a response to this RFP.

Project Team – The team of professional design and other consultants supporting the Lead Development Firm in creating a response to this RFP and developing the Proposed Project.

Preferred Developer – The Respondent that is selected by a vote of the Village of Scarsdale's Board of Trustees, in accordance with the process described in this RFP, to enter into negotiations with the Village for the redevelopment of the Project Site.

Proposed Project – The programmatic and physical components of the development proposed by a Respondent for the Project Site.

