

REQUEST FOR QUALIFICATIONS
MARKET/FEASIBILITY STUDY
MASTER PLAN
FOR 185 ACRES
OWNED BY
THE CITY OF GRAPEVINE



City of Grapevine
Development Services
200 South Main Street
Grapevine, Texas 76051
817-410-3154

Introduction

In December 2013, the City of Grapevine purchased approximately 185 acres of property in the northeast portion of the city. It is the intention of the city to conduct a market/feasibility study and develop a master plan for the property. Ultimately, the City of Grapevine will market the property to developers/users who wish to develop in accordance with the master plan.

About the Community

Grapevine remains one of the most dynamic communities in the Dallas/Fort Worth region. Grapevine's population increased from 20,202 in 1990 to 47,854 in 2012. Grapevine's rapidly growing population is attributed to several factors, including the city's proximity to developing employment centers, high quality housing in well planned subdivisions and a school district ranking high in academic achievement.

The City of Grapevine has a current population of approximately 47,000. Population within a ten mile radius is 700,000 and within a 50 mile radius is 6,600,000. The average household income in Grapevine is \$94,682. Average household income within 50 miles is \$76,950.

Entertainment, attractions, hospitality and tourism are important to Grapevine, with total annual visits exceeding 20,000,000. Approximately 85-90% of retail sales are to non-residents. Notable attractions include Grapevine Mills Mall, Sea Life, Legoland Discovery Center, Gaylord Texan Hotel and Resort, Great Wolf Lodge, Bass Pro Shops, Lake Grapevine, festivals and events within the Grapevine Historic District, wineries and the Grapevine Vintage Railroad. Grapevine is one of only seven International Festival and Events Cities in the U.S.

About the Property

The subject property is located in northeast Grapevine and was originally an assemblage of 162.112 acres south of Denton Creek (Tract 1) and 50.556 acres north of Denton Creek (Tract 2) for a total of 212.678 acres. A 20 acre tract (Dream Gardens) located roughly in the center of the subject property was sold in February 2009. TxDOT has subsequently acquired approximately 7 acres from Tract 1 for the SH 121 and FM 2499 widening projects. The remaining property encompasses slightly more than 185 acres. Tract 1 lies within the Denton Creek Floodplain with approximately 17 to 20 acres reclaimable. The survey(s) of the individual tracts can be found in the attachments. The general characteristics of the subject property follow:

General Location: The property is located in northeast Grapevine with approximately 10 acres of Tract 2 lying in the Town of Flower Mound. The property is bordered by State Highway 121 on the east, Grapevine Mills Boulevard North on the south, FM 2499 on the west and Lakeside Parkway and Enterprise Road on the north and northeast.

Topography: The overall project includes a variety of topography ranging from level to sloping, to rugged.

Improvements: Water and Wastewater Lines crossing southern half of Tract 2 and bordering Tract 1

Soil Conditions: A soil analysis for the site is not currently available. In the absence of a soil report, it is a specific assumption that the site has adequate soils to support the highest and best use.

Nuisances and Hazards: No nuisances or hazards were noted that would adversely affect the use of the property.

Easements, Restrictions, Encumbrances: Floodplain and Water and Wastewater Easements are located on the tracts as reflected in the attachments.

Utilities: Water – City of Grapevine/Flower Mound
Sewer – City of Grapevine/Flower Mound

The available utilities are believed to be of adequate capacity to service the site for most types of uses.

TRACT 1 – 162 acres

| Size | Zoning | City | Comments |
|-----------|----------------------|-----------|--|
| 146 acres | Community Commercial | Grapevine | |
| 16 acres | Mixed Use (MXU) | Grapevine | MXU district has been eliminated from the zoning ordinance |

NOTE: Tract 1 is located on FEMA Panel 48439C0110K dated September 25, 2009 and FEMA Panel 48113C0135J dated August 23, 2001.

TRACT 2 – 51 acres

| Size | Zoning | City | Comments |
|----------|--|--------------|--|
| 10 acres | C1 Campus Industrial | Flower Mound | |
| 41 acres | Planned Industrial Development R-20 Single Family | Grapevine | Although a large portion is zoned residential it is on city's land use plan as future industrial zoning development (Tracts 18-21) |

NOTE: Tract 2 is located on FEMA Panel 48113C0135J dated August 23, 2001.

Zoning note: The city of Grapevine recently added a section to the zoning ordinance titled "Entertainment and Attractions Overlay" (attached), in order to attract and facilitate attraction uses. The subject site was one of the properties for which this overlay was envisioned.

Street Improvements:

- State Highway 121 is a major controlled access highway with three lane service roads, currently under contract for widening and capacity improvements.
- Grapevine Mills Boulevard North is a four-lane divided roadway that is under contract to widen to a six-lane divided roadway.
- Grapevine Mills Parkway (FM 2499) is currently under construction to convert the roadway to a controlled access highway bordering Tract 1 with a limited access northbound service road
- Lakeside Parkway is a four-lane divided roadway
- Enterprise Road is a two-lane undivided roadway

Surrounding Uses:

- North – vacant land and industrial buildings
- South – retail centers and regional mall, hotels, restaurants and attractions
- East – major highway and industrial buildings
- West – retail and apartments, hotels, water parks and attractions

Traffic Volume: In the immediate vicinity of the site, 2012 traffic count data from the Texas Department of Transportation shows Annual Average Daily Traffic (AADT) volumes of approximately 43,000 vehicles per day on FM 2499 and 100,000 vehicles per day on State Highway 121.

Goals and Objectives for Development of the Property

To spur economic development consistent with Grapevine's long held development objectives of increasing visitors and thus tax revenues through projects that emphasize hospitality, entertainment and retail.

To maximize the tax revenue (sales tax, hotel tax) and property tax value of the property.

To produce a master plan for the tract combining the highest and best use of the property with current and future anticipation market demand for the immediate surrounding area as well as the region.

To provide the City a working document/master plan to use to realize the potential development on the property and providing a framework for developers and brokers interested in developing or purchasing all or part of the property so that it can be developed in a manner generally reflected in the master plan.

General Scope of Work

The scope of work for the RFQ will include two primary elements to be conducted in two phases; a market/feasibility study, and a master plan for the property. **Any firm responding to this RFQ may submit for Phase I, Phase II or both. The two phases may be conducted by a single firm or separate firms at the discretion of the city.**

Phase I - Market/Feasibility Study

- Including but not limited to site location, site characteristics, allowable uses, local and regional demographics and economic climate, conduct a market study to identify market compatible land uses for the subject property. The study shall include not just types of uses, but the potential amount of each use. If it is anticipated that market conditions will change the nature of the potential uses within the next five years, include this information.
- Based on the above study, given the success of Grapevine with attraction, hospitality and entertainment venues and taking into consideration the goals and objectives for development of this property outlined on page four, identify the most desirable uses for the property. Again, the study shall identify the potential amount of each use. If it is anticipated that market conditions will change the nature of the optimal uses within the next five years, include this information.

- The studies shall include an overview of market perceptions and demand for the property in its entirety with an emphasis on those tracts which are the most desirable and how they might best be configured with what type of recommended use or uses.
- It is important that approximate square feet, number of units, hotel rooms, etc. be projected based on the consultant's expertise and analysis of the property combined with market forces.
- Prioritize those sites which have immediate demand for development and or sale as well as those that should be held on to for future development as demand increases for the area.
- Based on the above studies, produce a list of potential specific users. This list may, and should include local, regional and national companies. Along with each user include a physical address, phone number, and contact name.
- Based on the identified potential uses and the projected size of property for each use, provide an estimated land sale price range for each.

Phase II - Master Plan

Based on the market study, a master development plan shall be developed for the subject property. It should be understood that the master plan is purely conceptual in nature. It is unlikely that the property will be developed exactly as shown on the plan. Instead, the plans should be viewed as an exhibit showing the potential uses, density, circulation and theming desired by the city. The master development plan shall include, but not be limited to:

- Effect of clustering of like activities such as attractions, restaurants, retail and the creation of pedestrian and plaza spaces.
- All roads, drives, parking and loading areas. Potential vehicular traffic volumes and capacities shall be identified.
- Relationship of clusters of attractions restaurant, retail to hotels, office buildings and transportation hubs/parking structures.
- Specific uses that would optimize the topography and creation of certain water features within existing topography.
- Land uses and building footprints. Each potential property shall include lot size, building size, building height (in stories and feet). Each lot shall also include schematic landscaping and hardscaping.

- Identify unique non-vehicular transportation such as narrow gauge rail, overhead chair ride etc. and how they would like clusters.
- Utility nodes for the overall site as well as major internal points of distribution/intersection.
- A pictorial representation of the entire site, showing hypothetical building height and massing.
- Vignette perspective drawings showing representative streetscapes.
- A chart showing numeric breakdown of lot sizes, land uses, and potential building areas. This shall also include required parking calculations.
- Suggest the size of clustering locations and the vehicular and pedestrian link between those areas.
- A chart showing breakdown of public and open space.

Submittal Requirements

Submittals for both phases shall follow exactly the format outlined below. Additional information may be submitted (and is encouraged) but should follow the required information as an attachment. Any differences in submittal requirements between the Phase I Market/Feasibility Study, and Phase II Master Plan are noted in parenthesis.

1. Cover letter relating to response to the RFQ.
2. The firm's background, including specific information relating to similar projects. (Firms responding to the Market/Feasibility Study shall submit specific names of companies they have identified and/or helped to recruit. Firms responding to the RFQ for the Master Plan shall submit actual drawings that were developed for similar projects.)
3. A list of all members of the project team, and their company associations if more than one company makes up the project team, including resumes and any information regarding awards. If it is anticipated that subcontractors will be used, submit similar information for them.
4. The project approach.
5. Specific sample documents from similar projects.
6. Professional references/recommendations from similar projects.

7. Proposed project time schedule.
8. Demonstration of financial stability.
9. Any additional information that will help establish the firm's qualifications.
10. Ten complete bound copies of all submittal information shall be provided.
11. Responses shall be limited to 50 pages (25 pages front and back, not including graphic attachments.)

Criteria for Consideration of RFQ Submittals

The criteria used to evaluate the RFQ responses will include, but not be limited to, the following (items not necessarily listed in order of importance):

- Favorable consideration will be given to firms who have creatively incorporated hospitality, entertainment, and/or attraction venues in previous feasibility studies and master plans.
- Favorable consideration will be given to firms who have incorporated elements with exceptional sales, property, and/or hotel motel tax potential.
- Favorable consideration will be given to firms who have produced studies and/or plans that have resulted in real-world development.
- Firms should have extensive experience with similar projects.
- Firms should demonstrate that they have available resources to complete the project in a timely and cost effective manner.
- Firms should effectively demonstrate past performance through professional references.

Selection Process

All completed submittals will be reviewed and evaluated by qualified city staff. Firms will be ranked by thoroughness of the submittal, experience and competency with similar projects, and appropriateness of response to the development vision of the city.

An oral interview will be conducted with any or all firms at the city's discretion. Additional information may be requested at the city's discretion. Upon final

determination of the top ranked firm, city staff will negotiate pricing. Should an agreement on pricing not be reached, the city will begin negotiations with the next highest ranked firm. This process will continue until a firm is secured. The final contract must be approved by City Council.

Conditions and Limitations

- The city is not obligated to select any firm from the responses submitted.
- The City reserves the right to negotiate with participating firms to conduct portions of the work conveyed in the RFQ. It is probable that separate firms will be selected for Phase I, Market/Feasibility Study and Phase II, Master Plan.
- Late submittals of responses to this RFQ may or may not be allowed at the sole discretion of the city.
- The city reserves the right to invite additional firms to participate, whether the deadline has passed or not.

Deadlines for Responses

All responses to the RFQ shall be submitted no later than five o'clock pm, February 24, 2014 to:

Scott Williams
Development Services Director
City of Grapevine
P O Box 95104
Grapevine, TX 76099

or hand deliver to

Scott Williams
Development Services Director
City of Grapevine
200 South Main Street
Grapevine, TX 76051

Questions and Correspondence

Any and all questions and correspondence shall be directed via email to:

Scott Williams
Development Services Director
817-410-3154
scottw@grapevintexas.gov

Attachments: can be viewed on line at <http://grapevintexas.gov/index.aspx?NID=1035>

1. Surveys of the property
2. Aerial map of the property
3. Zoning map of the property
4. Utility plans for the property
5. Appraisal documents dated November 2013
6. City of Grapevine Comprehensive Zoning Ordinance
7. City of Flower Mound Comprehensive Zoning Ordinance
8. City of Grapevine 2013 Economic Update
9. Environmental Assessment