

NOTICE OF REQUEST FOR PROPOSALS/QUALIFICATIONS

CITY OF NOBLESVILLE, INDIANA EVENTS CENTER PROJECT AND PARKING GARAGE PROJECT

INDIANA CODE 5-23 PUBLIC PRIVATE PARTNERSHIP

RFPQ Release Date: June 7, 2023

RFPQ Publication

Dates: June 12, 2023, June 14, 2023, June 19, 2023, and June 21

RFPQ Due Date: June 28, 2023

RFPQ Contact: Matt Light, Deputy Mayor
P. 317-776-6324
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I. INTRODUCTION TO PROJECT

In accordance with Indiana Code 5-23-5, as amended (the “Act”), the City of Noblesville, Indiana (the “City”) invites any and all qualified parties (each an “offeror”) to submit Proposals and Statements of Qualifications to design, build, operate and/or maintain: (i) a new venue with at least 3,400 seats in the City on property owned by the City or owned or to be owned by such offeror which will be qualified to serve as a professional basketball facility for G-League games as conducted by the National Basketball Association Development League (the “Events Center”) and (ii) a new parking garage with capacity for at least 600 parking spaces to be on property owned by the City or owned or to be owned by such offeror and adjacent to the Events Center in the City (the “Parking Garage”) ((i) and (ii) collectively, the “Project”). The purpose of this RFPQ is to identify a team that is capable of scoping and developing the Project. The City welcomes further input for a master plan development. The Team should include a developer, designer, and an operator for the Events Center and the Parking Garage as well as any other team members the offeror deems appropriate. At a certain point in time, the City may assume ownership of the Project. The City will provide for the financing of the Project although offerors are expected to provide suggested financing structure models for the City to review with a preference towards a fully or nearly fully supported tax-increment/developer purchased or backed bond structure. A full copy of the RFPQ may be obtained upon request from the RFPQ Contact, Matt Light, as described above. This notice includes a summary of certain portions of the RFPQ however any qualified party interested in submitting a response should obtain a full copy of the RFPQ from the RFPQ Contact.

II. SUBMISSION OF PSOQS

Sealed proposals in response to the RFPQ (“PSOQs”) shall be received by the City at the City of Noblesville, Indiana Mayor’s office located at City Hall 16 S. 10th Street, Noblesville, Indiana 46060 Attention Matt Light, until 10:00 a.m., local time, on June 28, 2023. Any PSOQ received after the designated time will be returned unopened. The proposals will be opened by an evaluation committee on or after June 28, 2023. The evaluation committee will be made up

of the members set forth in the full copy of the RFPQ which is available upon request from the RFPQ Contact, Matt Light.

Each member of the selection committee shall have one vote, but the selection committee's recommendation shall be a non-binding recommendation made to the Noblesville Board of Public Works and/or the Noblesville Common Council who shall award any contracts recommended as part of the partnership as provided by law.

The selection committee may conduct interviews with any offeror and may also negotiate with any and all offerors. The PSOQ should be clearly marked "RFPQ Events Center Project and Parking Garage Project" on the outside of the envelope. Provide five (5) hard copies of your proposal and three (3) copies on portable USB drives. An offeror may submit on both the Event Center and Parking Garage or just one or the other. Any confidential information included in the PSOQ shall be labeled "CONFIDENTIAL" and shall be submitted on a separate drive, also labeled "CONFIDENTIAL". The PSOQ should also include estimates of any infrastructure investment needs including roads, streets, and utilities (if any) which will need to be improved as well as the price to provide such investments to meet the offeror's proposal.

III. DESCRIPTION OF PROJECT

The Project involves the development, design, construction, procurement of FFE (furniture, fixtures, and equipment), for the full operation and maintenance of the new Events Center and Parking Garage. The location of the Events Center and Parking Garage must be in the City with a preference to a location east of State Road 37 and in proximity of exit 210, Finch Creek Park, and Hamilton Town Center. The Parking Garage must be located adjacent to the Events Center.

The City currently contemplates that the Project will include:

- The Events Center shall consist of the construction of a new minimum 3,400 seat venue which will be qualified to serve as a professional basketball facility for G-League games as conducted by the National Basketball Association Development League, subject to all G-League Rules and all G-League Specifications. The Events Center should be constructed in a first-class manner and, to the extent feasible, be capable of multi-purpose uses in addition to G-League games, such as conventions, conferences, other sporting events, concerts, professional meetings, and other such purposes. Design is expected to start immediately with vertical Construction anticipated to commence by November, 2023 with early works starting as early as August 2023 with full completion to occur by the end of 2024 for occupancy
- Offerors should also submit proposals for the operation and management of the Events Center, under guidance from the City. Operation and management proposals should assume that the Events Center will be used as the home court for a G-League basketball team and the G-League team will need the facility for around 40 days per year. Operation and management proposals should emphasize the revenue generation expectations and community benefit considerations of multi-purpose uses that are

anticipated to be viable for the market and project features.

- Commitments from a selected offeror partner to provide minimum taxpayer contributions, revenue guarantees, risk share provisions, and related deal structure mechanisms that protect City interests in this community investment.
- The Parking Garage shall consist of the construction of a new parking garage adjacent to the Events Center with capacity for at least 600 parking spaces. Construction of the Parking Garage is anticipated to commence and be completed on the same schedule as the Events Center. Offerors should submit their proposals for outfitting the garage with security monitoring equipment, electronic vehicle chargers, LED lighting, elevators sufficient to accommodate events as the offeror deems appropriate, and automated PARCS (Parking Access and Revenue Control Systems) for all entrance and exits as well as any other items the Offeror deems appropriate for the Parking Garage.
- The City has a contractual relationship with Denison Parking for management and operation of two parking structures and on-street parking in downtown Noblesville. The City will consult with Denison as part of the RFPQ review and anticipates utilizing Denison to manage the Parking Garage once constructed and transferred consistent with the BOT agreement .

Site development for the Project shall include any and all site development required for the development of the Project, including but not limited to on-site and off-site utilities necessary to service the Project and related surrounding infrastructure, reconfiguration of existing utilities, hardscape/landscape, road and traffic control improvements (on, adjacent to the site, and off-site), parking modifications, overall site security upgrades, and utility improvements to and from the property boundary to support the Project.

The Project shall be separated into two separate projects. The Events Center shall be referred to as the “Events Center Project”. The Parking Garage shall be referred to as the “Parking Garage Project”. Offerors may submit offers on one or both of the Events Center Project and the Parking Garage Project. The City may select one offeror to develop the entire Project or separate offerors for each of the Events Center Project and the Parking Garage Project. This is an initial RFPQ and the City reserves the right to amend, alter, or expand the scope of the RFPQ with the issuance of addenda at any time. Such addenda shall be made available to all offerors at the time of revision.

All professional services and consultants required to design, build, operate and maintain the Project, including, but not limited to civil, structural, and MEPT engineering, AV/IT, security, procurement, etc., shall be selected and engaged by the Offeror, with the consent of the City.

IV. PROJECT BUDGET

Offerors shall submit their proposals for funding the project. The Project will be funded directly by the City through bonds and, if necessary, existing funds on hand. The Event Center’s budget is estimated to be at an amount not to exceed Forty-Five Million Dollars (\$45,000,000). The Parking Garage’s budget is estimated to be an amount not to exceed Thirty Five Million Dollars (\$35,000,000). Project budget adjustments may be considered if return on investment, revenue generation, economic impact, flexible use, related analysis, and alignment with partner

priorities indicate that a budget adjustment would be warranted and in the long term interests of the community. Such budget adjustments will be considered during the evaluation and scoping processes set forth in the full copy of the RFPQ. In addition to providing for the financing of the Project, the Offerors shall also indicate who and how they or the City will also provide for the payment of annual operating expenses for each of the Event Center and the Garage. Offerors should include proposed financing structures and operating cost estimates with their offers and are encouraged to recommend financing structures utilizing tax increment financing with developer purchaser or backed bonds.

V. PROJECT GOALS

The goals for the Project include but are not limited to:

- Design and build a state of the art Events Center within the budget for the Events Center that serves a first-class facility in the City;
- Design and build a first class Parking Garage adjacent to the Events Center;
- Ensure the Project is designed, built and constructed in an expedited manner with a targeted goal of completion and availability for occupancy by the end of calendar year 2024;
- Ensure first-class operation of the Events Center and Parking Garage, with demonstration of the ability to ensure to the extent possible full use of the Events Center for events in addition to G-League games such as conventions, other sporting events, concerts, professional meetings, and other such purposes;
- Achieve facility operational savings and promote placemaking and sustainability goals through selection and commissioning of efficient building systems, innovative design elements, and forward-thinking facility utilization strategies;
- Achieve operational efficiency through efficient planning of space to accommodate various processes and activities;
- Achieve best value in the construction, furnishing, operation, and maintenance of the facility, taking into account the long-term cost impacts of design, construction, and equipment;
- Sustainable design is a key attribute that must be considered and incorporated into the Project. This preference may include: (i) energy efficient design; (ii) consideration of renewable energy systems; (iii) reduction of storm water runoff, water usage and sanitary reduction while demonstrating the ability to deliver lowest first cost approaches; and (iv) any other energy/environmental efficiency mechanism available that could be used to obtain funding from any source of federal funding or federal program; and
- Support community attraction and use of the Project.

VI. PSOQ CONTENTS

Each offeror shall submit its PSQ which shall include at a minimum, and as more particularly described in the RFPQ, the following:

- Cover Letter

- Project Approach to Estimated Pricing including break down of costs and proposed pricing structures (a final BOT Agreement will include Guaranteed Maximum Price Structure).
- Project Schedule that includes detail for design and entitlement timeframes, and critical path for construction and milestones (include punch and close out).
- Schedule narrative that speaks to the vision of executing the scope and meeting the schedule (i.e. 5 day vs. 6 day work week, overtime for critical trades, weather float
- Narrative that addresses the solution for procurement lead times (i.e. Steel, Seats, Chiller, electrical gear, lighting, scoreboard, plumbing fixtures, etc.)
- Description of offerors understanding of the local labor and materials market and how that may impact the project.
- Project Experience with Public Private Agreement and Guaranteed Maximum Price AIA modified agreements
- Qualifications, Assumptions, Exclusions
- Development budget - Offerors shall include a development budget reflecting in in as much detail as possible hard and soft costs to successfully execute and deliver the project.
- Proposed project team leads with bios and responsibility matrix
- Narrative of services to be performed and execution plan.
- Proposed development fee range
- Proposed operation fee structure or schedule.