

5401 & 5425 E. Berry Street

Fort Worth, TX 76119

LAKE ARLINGTON/BERRY/STALCUP URBAN VILLAGE

Due: February 19, 2021 by 4:00 PM CT

REQUEST FOR EXPRESSIONS OF INTEREST: 5401 & 5425 E. Berry Street, Fort Worth TX 76119

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EXECUTIVE SUMMARY

The Fort Worth Local Development Corporation (LDC) is soliciting interest from the local, regional and national development community in this strategic Urban Village site in Southeast Fort Worth, Texas. This site is situated within the Lake Arlington/Berry/Stalcup Urban Village (http://fortworthtexas.gov/stalcup-berry-urban-village/).

The objective of this solicitation is to explore public-private partnerships with interested and capable development firms, leading to the execution of a catalyst project for the area. The LDC is particularly interested in creative development programs and a compelling vision that features a mix of uses at the site and design elements which maximize the potential of this urban infill site.

The land is a combined 3.7 acres, is owned by the LDC, and is located less than 1 mile west of the Loop 820/Berry Street exit; also, it is near the western shore of Lake Arlington. It is serviced by the Fort Worth Transportation Authority bus stop as well as the Fort Worth Independent School District, and has four public schools located within a 1 mile radius.

HISTORY AND HERITAGE

Located in East Fort Worth, the Stop Six community was the sixth stop on the Northern Texas Traction Company inter-urban streetcar system that ran from Fort Worth to Dallas from 1902-1934. The Lake Arlington/Berry/Stalcup Urban Village is situated along the Southeastern border of the Stop Six neighborhood. This historic neighborhood has a rich history and cultural significance as an early African American community of small farms and homesteads. This early group of settlers included the Stalcup family, for which the public street was named in their honor.

For several decades, the growth and opportunities so evident in Stop Six today were inconceivable as the area was known for high crime rates, minimal public or private investment, dozens of acres of vacant land, and a 300-unit distressed, obsolete public housing complex (Cavile Place). But residents refused to accept that decline was the only option for the neighborhood. Instead they assembled the partners needed to recreate a vibrant, sustainable neighborhood that would once again be a cultural touchstone and the heartbeat of Fort Worth's African America community. Initial results have been highly encouraging.

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PUBLIC STRATEGIES

The Urban Village Development Program is an effort by the City of Fort Worth to revitalize older commercial districts within or near the Central City. Urban Villages are small areas that have been zoned for dense/mixed-use developments, focused on pedestrian-friendly design, that maximize connections to mass transit. Stakeholders of the Lake Arlington/Berry/Stalcup village envision a vibrant, compact pedestrian-oriented mixed-use environment that provides neighborhood retail services and open space amenities within walking distance to residential areas.

Public and private investments since 2012 have grown exponentially, including nearly \$40 Million in infrastructure improvements by the City of Fort Worth, \$63 Million in school improvements by Fort Worth ISD, and a \$20 Million multi-year street improvement program led by the Texas Department of Transportation. Fort Worth Housing Solutions has purchased sufficient vacant land to enable large-scale housing revitalization, the Fort Worth Police Department placed a substation in the neighborhood and activated community policing strategies, and the neighborhood is now home to a HUD-designated EnVision Center to promote and enable resident self-sufficiency.

In 2017, the City of Fort Worth created its first ever economic development strategic plan. The plan calls for partner organizations, such as the LDC, to expand and support economic development. The plan's recommendations seek four specific outcomes: 1) High-wage job growth, 2) A more sustainable tax base, driven less by residential property valuation and more by commercial and industrial investment, 3) An economy that capitalizes on high-growth businesses and the creative individuals who fuel them, and 4) A commitment to "quality of place" throughout the community.

As part of the 2017 Economic Development Strategic Planning efforts with Fregonese Associates and TIP Strategies, community polling data contributed by stakeholders shows overwhelming support for mixed-use housing, and neighborhood commercial projects within the Urban Village. Design concepts that support gathering spaces in a walkable environment also received strong support among respondents. Space for small business and entrepreneurs also received favorable polling. The polling and illustrative data associated with the Economic Development Strategic Plan are available on the City's economic development website - http://fortworthtexas.gov/edplan/.

In 2017 and 2018, via the City of Fort Worth Neighborhood Improvement Strategy pilot program, \$2.56 million was invested in the Stop Six Neighborhood to help address the needs of the community. The program was focused on: reducing the number of felony incidents, enhancing pedestrian safety, improving residents' perception of their community, and improving neighborhood aesthetics. A long-term goal of City investments in Stop Six is to leverage additional private investment in the area.

In 2019, Fort Worth Housing Solutions and City of Fort Worth Neighborhood Services Department, in partnership with McCormack Baron Salazar Inc. and Urban Strategies, Inc. updated the 2013 Stop Six Choice Neighborhood Transformation Plan. The goal behind the plan was the creation of a vibrant,

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sustainable, community through a comprehensive community driven approach to neighborhood transformation.

That plan is the foundation of a \$35 Million US Housing and Urban Development (HUD) Choice Neighborhood Implementation Grant application, submitted in early November 2019. The strategy includes five phases of family housing and one phase of senior housing, and, to the greatest extent possible, every building will contain housing for a range of incomes. The high quality design is intended to both meet the needs and aspirations of current Cavile Place and Stop Six residents, and attract new market-rate residents to the Stop Six Choice Neighborhood. In April 2020, HUD announced that Fort Worth was chosen as one of the recipients of the \$35M grant.

The \$35 million federal investment is anticipated to generate nearly \$345 million in development and improvements in the Stop Six Neighborhood. For eight years, Stop Six residents, FWHS and the city worked together to methodically plan the large-scale revitalization of the Stop Six Choice Neighborhood. The resulting Transformation Plan captures a shared vision for the area: to create a vibrant, sustainable community with the attributes — education, health care, safety, services and amenities.



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PROJECT GOALS

1. Economically Feasible

Redevelopment proposals should outline the taxable end-use concepts and financial viability of the project by including market analysis, budget and proforma data with proposal submissions. Projects demonstrating a financing gap should also outline proposed structure and nature of public participation.

2. Community Support

Neighborhood associations, faith based institutions and community stakeholder groups including Southeast Fort Worth, Inc. were active participants in the master planning exercises for this Urban Village. To help ensure community support for the project, developer teams should engage stakeholders by hosting information sessions as part of the pre-development process. Economic Development staff will be available to assist.

3. Long Term Development

The LDC has a unique opportunity to steer the redevelopment effort at this strategic site. The previous planning efforts anticipated that redevelopment of the urban village would likely occur in phases. The previous acquisition, demolition, environmental assessment and ongoing land maintenance by the LDC at this site is an illustration of its mission to accelerate development within Fort Worth by influencing investment in catalytic projects. The LDC has also demonstrated a willingness to leverage private-public-partnerships by negotiating fair market purchase agreements or lease agreements with purchase options as part of the available toolkit of economic development incentives for the City of Fort Worth.

4. Sustainability, Connections and Linkage

Mixed-use proposals for the site should incorporate dedicated open spaces and connect the adjacent residential and commercial community to the site in a walkable pedestrian environment. The site is currently serviced by public bus transit stops along the Berry and Stalcup corridor. The Urban Village Plan also calls for future gateway enhancements to the Berry/Stalcup intersection as well as improvements to the trail system along the Wildcat Branch Creek which is situated along the northern border of the site.

5. <u>Inspire Investment</u>

Successful first phase projects that trigger investments from complementary businesses, residents and patrons are commonly referred to as catalytic. The development objective for the mixed use environment within the Lake Arlington/Berry/Stalcup Urban Village should be catalytic, and characterized by small business attraction and urban housing concepts that maximize the available land and create the critical mass necessary to inspire ongoing investment.

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SITE DETAILS



Subject Property

5401 - 5425 E. Berry Street

The property is situated along the northwest corner of E. Berry Street and Stalcup Road, Fort Worth, Tarrant County, Texas.

Ownership

Fort Worth Local Development Corporation

Site Data

The subject property is comprised of two lots: <u>5401 E. Berry</u> Contains 3.2699 acres or 142,441 square feet, <u>5425 E. Berry</u> contains 0.4304 acres or 18,750 square feet. All utilities are available to the properties.

Environmental

A phase I environmental assessment was completed in 2013 prior to the demolition of a small and vacant commercial building originally constructed as a Dairy Queen restaurant in the 1970's. The assessment did not reveal evidence of any recognized environmental conditions associated with the site. (Appendix A)

Zoning

MU-1 [Low Intensity Mixed Use District].

Possible Incentives

Below is a potential list of incentive tools available:

- a. Neighborhood Empowerment Zone (NEZ)
- b. New Market Tax Credits
- c. Community Development Block Grant (CDBG)
- d. HOME
- e. Enterprise Zone
- f. Chapter 380 Economic Development Program Agreement

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TIMELINE

Responses should identify estimated timeframes for design, construction, and occupancy. The LDC will strongly favor responses that demonstrate a commitment to deliver a meaningful first phase in a timely manner while responding to all of the selection criteria.

RFEI Issued:	January 4, 2021
Optional Pre-Submittal Meeting/Conf Call:	January 13-15, 2021
Questions Due:	January 22, 2021
Q&A Addendum Posted:	February 5, 2021
Responses Due:	February 19, 2021
Responses Reviewed/Top Three Selected:	March 12, 2021
Public Comment:	March 19, 2021 – March 26, 2021
Recommendation:	April 2, 2021
LDC Board Presentation:	April 2021
PDC for Selected Developer:	April/May 2021

The LDC reserves the right, at any time and in its sole discretion, to cancel this RFEI, to select one, some, or all of the responses for purposes of a future RFP, to reject all responses, and to release another RFEI in the future on substantially the same, or different, terms from those contained herein.

Prior to submitting an Expression of Interest, respondents are encouraged to review any and all publicly available sources of information regarding the proposed site.

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SUBMISSION REQUIREMENTS

The LDC seeks a highly qualified developer to plan and execute a development program at this strategic site. The developer or team shall be capable of managing the permitting, site preparation, financing and project management required to support vertical development.

Each Respondent must submit the following information electronically in pdf format:

M. Isabel Villegas, Administrative Technician, Maria.villegas@fortworthtexas.gov

Dept. of Economic Development, City of Fort Worth, Texas

Responses should include all of the information listed below (with explanations for any missing pieces of information) and the information must be submitted in the correct format by the deadline date. All responses submitted by Respondents shall become property of the LDC upon submission. All responses to this RFEI are public records and may be reviewed by any member of the public.

COMPANY INFORMATION

Please provide the following information in the order requested:

- 1. A summary letter that introduces your firm or development team, briefly states your interest in the development opportunity, briefly outlines your firm's or team's experience and qualifications, and summarizes the approach you would anticipate taking for the development of the project regarding staffing, financing, partnerships, etc. Discuss any major concerns or questions that you have regarding the project and express the reason that your firm or team is the logical choice for this project.
- 2. Table of Contents of the material contained in your response
- 3. Description of your firm or team's corporate/organization structure and the credentials of its leadership and key staff likely to be assigned to responsible roles in the project. The contact person for further communication regarding the project shall also be specifically identified, including name, phone, and e-mail information. Also, this section should include an outline of the general business approach to the project along with a brief summary of the Respondent's vision regarding how the partnership will work.
- 4. Detailed descriptions of past and current projects of similar scope, size, character, and project requirements that demonstrate the capacity and quality of performance of your firm or team. This should include for each project its location, size, cost, financing, team composition, current status, occupancy, and contact information for the owner or other responsible party.
- 5. At least three selected business references from individuals who have had a particularly strong working relationship with the developer or team on one or more specific projects and who would be capable of speaking broadly to the firm's or team's approach and performance. Please provide full contact information for these references and notify them that they may be contacted.

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- 6. Description of the financial strength and ability of the firm or team to obtain and sustain project financing, both debt and equity.
- 7. Respondent's Detailed Expression of Interest as described below:

The intent of this solicitation is to identify and select a Developer who will then work with the LDC to create and execute detailed proposal for construction at this strategic site.

Please provide comments on the overall mixed-use development being sought for this Urban Village site. You may submit qualifications as an individual company or as a development team.

Individual Respondents seeking participation with others should clearly indicate this interest. Respondents interested in providing Master Developer services should indicate this interest as well as any interest in identifying partners or sub-developers for specialty uses.

Respondents should submit a narrative outlining, in as much detail as possible, which component or multiple components they have an interest in pursuing. Indicate any factors that might increase or decrease your interest in the opportunity. Please propose any applicable ideas.

Respondents are encouraged to discuss financing options that they can bring or would like the LDC or City of Fort Worth to sponsor, obstacles they have encountered in the past, and creative financing strategies that may be available to the organization and how to best manage the project to ensure success.

FINANCIAL INFORMATION

Each Respondent must submit the following information electronically on a cd or memory stick, in Excel format (soft-coded):

- 1. Statement of assumptions on which all calculations are based, including all assumptions typically provided in a pro forma for the proposed use.
- 2. General construction budget delineating hard and soft costs.
- 3. Sources and uses of funds for development, including details of equity and financing sources, an assessment of the risk associated with securing those sources and a break-out of all soft and hard costs and development and financing fees to be paid on the "uses" side.
- 4. Proposed sources of capital financing for any infrastructure investments required.
- 5. Description of proposed economic terms of the purchase or lease of the development site.

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SELECTION CRITERIA

The LDC reserves the right, at any time and in its sole discretion, to cancel this RFEI, to select one, some, or all of the responses for purposes of a future RFP, to reject all responses, and to release another RFEI in the future on substantially the same, or different, terms from those contained herein.

Prior to submitting an Expression of Interest, Respondents are strongly encouraged to review any and all publicly available sources of information regarding the proposed site. Prior plans and additional site information have been posted to this webpage: http://fortworthtexas.gov/berry-stalcup-rfei/

Developer selection will be based on the information ascertained from the submittal using the following Selection Criteria:

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MAX POINTS	CATEGORY
25	 DESIGN Is responsive to and specifically informed by historic and cultural context Provides quality design and construction in building elements Provides quality urban design elements: o pedestrian connections through and within the site; o public plazas and open spaces; o landscape elements; o treatment, phasing, and arrangement of parking; and o active, pedestrian-friendly mix of uses and structures. Optimizes the use of the site for economic impact to the City's tax base and the potential to catalyze other development
25	 QUALIFICATIONS Demonstrates qualifications to execute the delivery of a development with the complexity and market challenges of this specific site. Demonstrates financial capacity to deliver a project of this scope in the near term. Identifies estimated timeframes for design, construction, and occupancy. Inclusion of Minority or Historically Underutilized Businesses on the development
20	 team is strongly preferred. COMMUNITY ENGAGEMENT Benefits and Engages the Community, especially the Historic Southside Neighborhood Association. Demonstrates a strong record of meaningful community engagement in past projects
20	 HISTORY AND VISION Fulfills the vision of the 2007 Lake Arlington/ Berry/ Stalcup Urban Village Master Plan and 2009 Proposed Design Standards and Guidelines or similar. Honors the history, prominent people, and culture of East Fort Worth and Stop Six.
10	ALIGNMENT WITH OTHER PLANS • Demonstrates alignment with the following plans: ○ City of Fort Worth Economic Development Strategic Plan ○ City of Fort Worth Comprehensive Plan, and ○ Fort Worth Chamber of Commerce "Fortify" Four Year Strategic Plan.
100	MAXIMUM TOTAL POINTS

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SELECTION PROCESS

Upon receiving responses to this RFEI, the LDC may, in its sole discretion, elect to proceed in any of the following or possibly other directions:

- City staff may appoint a Selection Advisory Committee of local stakeholders to evaluate all responses and make recommendations to Developer Selection Committee for its consideration and action.
- The Committees may rank the responses to this RFEI.
- The Committees may select a "short list" of teams for a second round process. This second round might entail interviews, a formal Request for Proposals (RFP) process, or some other means of selection.
- Information from the responses selected as finalist will be displayed for public viewing in order to gather comments from the community.
- The Committees may opt to select a single team, without going to a second round process, and negotiate the terms of a transaction with that team.
- The Committees may opt to reject any or all proposals.

POST SELECTION PROCESS

Upon selection of a developer or team, the Fort Worth Local Development Corporation intends to enter into an Exclusive Negotiating Agreement with the selected developer or team, providing for a defined time period during which the parties will attempt to negotiate the deal terms for the transaction. During this period, City staff on behalf of the LDC, will work with the selected developer or team to refine its approach. It is anticipated that during this period the program, deal structure, financing, composition of the team or other components may be modified as a more solid proposal is developed.

During this pre-development phase, the LDC intends to negotiate with the selected developer or team a Memorandum of Understanding (MOU) or other agreement as appropriate, setting forth in non-binding terms the financial, programmatic, and other general aspects of the project. This MOU will also serve as the basis for the negotiation and execution of subsequent binding agreements (which may take any of several forms, to be determined as a result of the negotiations). The final, binding document(s) will govern the final disposition of the property, setting forth the terms of the transactions.

Any such MOU will include provisions reserving the right to terminate negotiations with the selected developer or team, if in its sole discretion the LDC determines that negotiations during the predevelopment phase are not progressing in a satisfactorily or timely manner. Should this occur, City staff might then work with another developer or team, or might decide to not pursue the project further.

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RESERVATION OF RIGHTS

The LDC reserves the right to:

- Cancel or withdraw the RFEI prior to or after the submission deadline
- Modify or issue clarifications to the RFEI prior to the submission deadline
- Reject any submission it deems incomplete or unresponsive to the submission requirements
- Consider a submission that is in non-compliance with the submission requirements
- Reject all submissions that are submitted under the RFEI
- Modify the deadline for submissions or other actions
- Reissue the RFEI, a modified RFEI, or a new RFEI, RFQ or RFP whether or not any submissions have been received in response to the initial RFEI issuance.

Notice of Modification

The LDC may post on the City of Fort Worth Lake Arlington/Berry/Stalcup RFEI official webpage (http://fortworthtexas.gov/berry-stalcup-rfei/) notices or information regarding cancellations, withdrawals, modifications to deadlines, and other modifications to this RFEI. Developers shall have the obligation to check the website for any such notices and information, and the City shall have no duty or obligation to provide direct notices to developers.

Ownership and Use of Submissions

All submissions shall be the property of the LDC whom may use any and all ideas in any submission, whether the submission is selected or rejected.

Further Efforts

The LDC may request that developers clarify their submissions and/or submit additional information pertaining to their submissions. The LDC may request best and final submissions from any developer and/or request an oral presentation from any developer.

Non-Binding

The selection by the LDC of a developer indicates intent by the organization to continue with the selection process and or negotiate. However, the selection does not constitute a commitment by the LDC to execute a final agreement or contract with the developer.

Non-Liability

By participating in the RFEI process, the developer agrees to hold the LDC and its officers, employees, agents, representatives, and consultants harmless from all claims, liabilities, and costs related to all aspects of this solicitation

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APPENDIX A

Summary of Phase I ESA (2013) - Enercon Services, Inc.

Property Description and Observations

The subject property is located on the north side of East Berry Street on the northwest corner of the East Berry Street and Stalcup Road intersection. The subject property consists of two tracts identified by Appraiser's Account Numbers 00786527 (Tract 1) and 00786535 (Tract 2). Tract 1 is an irregularly-shaped-tract of land and Tract 2 is a rectangular-shaped tract of land located in the south-central portion of the subject property, which was apparently subdivided from Tract 1. Tract 1 is approximately 3.3143 acres and is comprised of Lot 21R1 of the Eastwood 4th & 5th Filing Addition. Tract 2 is approximately 0.4304 acres and is comprised of Lot 21R2 of the Eastwood 4th & 5th Addition. The subject property is bound to the north by a drainage easement with residential land beyond; to the east by Stalcup Road with residential land beyond; to the west by a 1-story church with surface parking.

Historical Use

From the historical information reviewed, ENERCON concludes the subject property was developed with residential-type buildings and as possible agricultural land since at least 1942 (earliest available record) and was commercially developed with a Dairy Queen restaurant in 1972 (Tarrant Appraisal District). From the 1970s through the 1980s, the subject property was occupied by a Dairy Queen restaurant. In the early 1990s, the subject property was occupied by a store named Amo Good Luck. The subject property has been vacant in its current configuration since at least the late 1990s. Dry cleaning facilities were identified on a southern adjoining property that has been occupied by a small, topographically cross-gradient strip mall since the 1970s. The strip mall building is approximately 131 feet from the subject property. A dry cleaning facility which was named Berry East Cleaners, Mallards Expert Cleaners and Expert Cleaners addressed as 5420 East Berry Street was operational from the 1970s through the 2000s. The facility was not observed during the site reconnaissance. According to the EDR database, only the Berry East Cleaners listing was registered as a "drop station" facility. No violations were found in the TCEQ Central Registry for the facility (appended). A possible dry cleaning facility (Phase One Cleaning) was addressed as 5416 East Berry Street according to the EDR historical cleaner's database. Based on the cross topographic gradient, ENERCON does not consider the southern adjoining property to represent a REC.

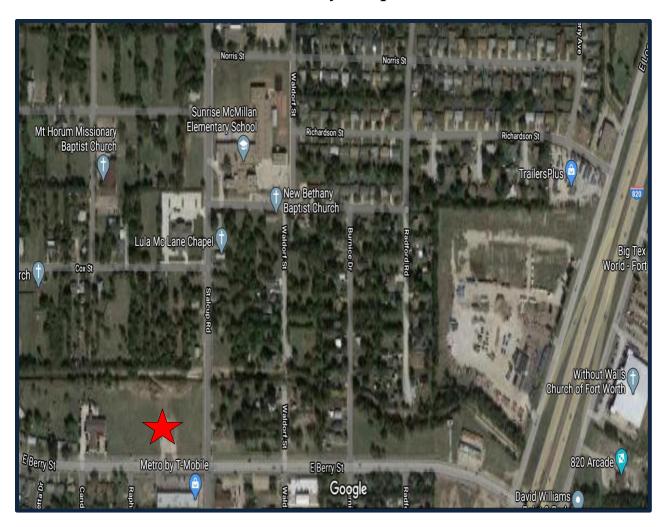
Conclusions

The phase I ESA was performed in conformance with the scope and limitations of ASTM Practice E 1527 of the subject property. The assessment revealed no evidence of RECs in connection with the subject property.

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APPENDIX B

Vicinity Map



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APPENDIX C

Street Photos







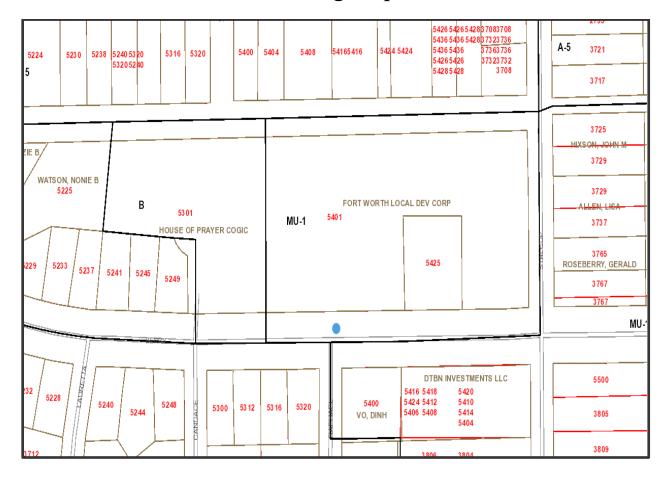




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APPENDIX D

Zoning Map



Zoning Definitions

A-5, One Family: One-family detached dwellings (min. lot size 5,000 sq. ft.), churches, schools, parks, etc.

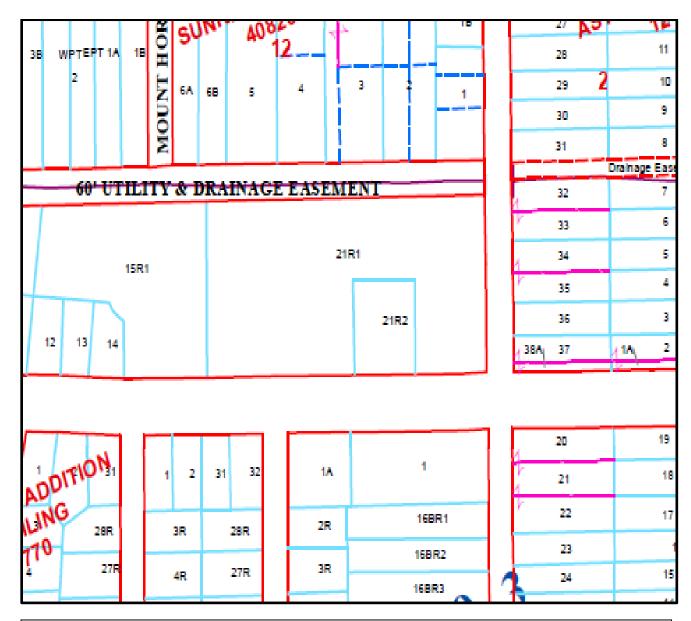
B, Two-Family: One-family and two-family detached and attached (min. lot size 5,000 sq. ft. for two attached dwellings on a single lot; and 7,500 sq. ft. min. lot size for two detached on a single lot); plus all "A-5" and "AR" uses.

<u>MU-1:</u> Higher density, mixed-use, pedestrian-oriented development for designated mixed-use growth centers Low Intensity Mixed-Use and urban villages, so as to concentrate a variety of housing types among neighborhood-serving commercial and institutional uses. MU-1 is encouraged in the central city. Maximum height 3-5 stories with available height bonus. Subject to review by Urban Design Commission.

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APPENDIX E

Plat Map

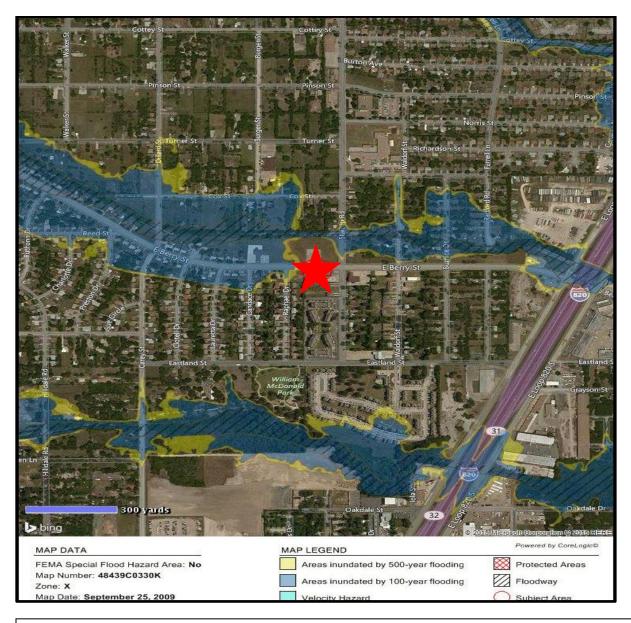


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APPENDIX F

Floodplain Map (Original)

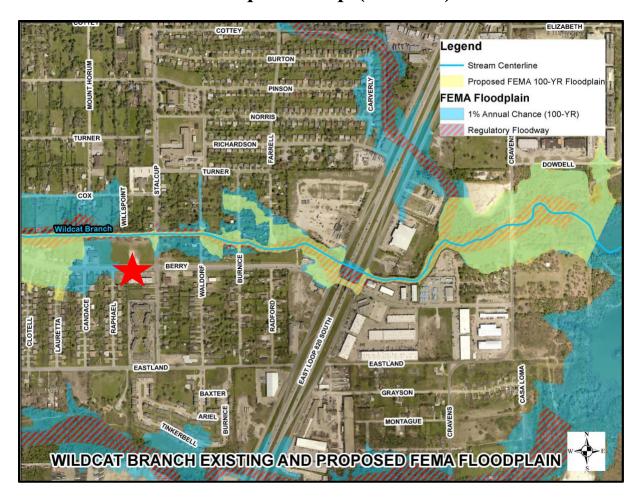


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APPENDIX G

Floodplain Map (Revised)



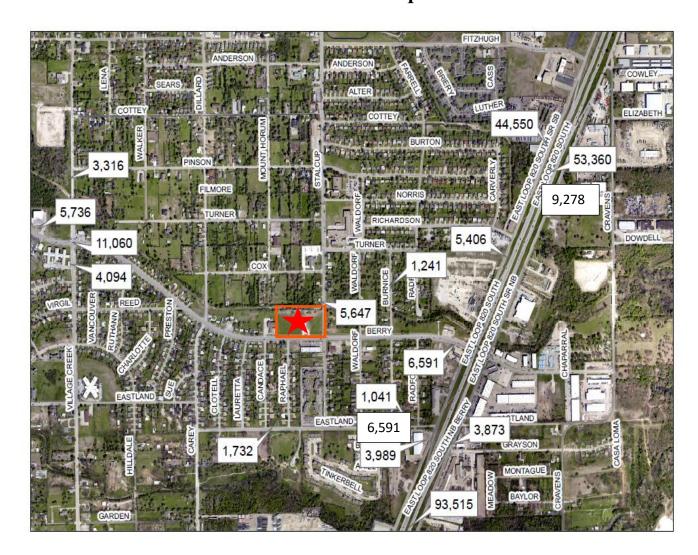
Process and Updates

- Updated Floodplain study was conducted on the Lake Arlington/Berry/Stalcup Urban Village in 2019.
- Application for Letter of Map Revisions (LOMR) submitted to FEMA May 2019.
- March 2020, questions from FEMA were addressed and completed by Pacheco Koch and City of Fort Worth Transportation & Public Works
- Response from FEMA regarding map revisions expected by end of 2020.

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APPENDIX H

Traffic Count Map



Data as of 4/1/20

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APPENDIX I

Economic Data

	F	10	1 F			
	<u>5 min</u>	<u>10 min</u>	<u>15 min</u>			
2019 Population (walking distance)	821	1,978	3,886			
The median age in this area is 32.3, compared to U.S. median age of 38.2						
Race and Ethnicity						
2019 White Alone	6.7%	6.5%	6.7%			
2019 Black Alone	82.3%	82.8%	82.8%			
2019 American Indian	0.4%	0.4%	0.3%			
2019 Asian Alone	0.4%	0.4%	0.5%			
2019 Pacific Islander	0.1%	0.0%	0.1%			
2019 Other Race	8.0%	7.8%	7.6%			
2019 Bi-Race	2.2%	2.1%	2.0%			
2019 Hispanic Origin	14.4%	13.9%	13.7%			
Average Household Income	1					
2019 Avg. HHI	\$40,241	\$40,468	\$40,795			
2019 Med. HHI	\$29,126	\$29,612	\$29,960			
2024 Avg. HHI	\$47,630	\$47,732	\$48,183			
2024 Med. HHI	\$30,072	\$33,795	\$34,719			
2019-2024 Annual rate		2.68%				
Current median household incom-						
at 2.5% and the Nation at 2.7%						

Housing

2019 Total Housing Units	295	696	1,293
2019 Owner Occupied Units	121	300	578
2019 Renter Occupied Units	174	396	715
2019 Avg. HH Size	2.68	2.76	2.95

Source: Analysis Tools for ArcGIS. Available at https://www.esri.com/en-

 $us/industries/index?rmedium = esri_com_redirects 01\&rsource = /en-us/industries.$

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APPENDIX J

Linked Planning Documents

1. Economic Development Strategic Plan

http://fortworthtexas.gov/edplan/

2. Lake Arlington/Berry/Stalcup Urban Village Master Plan

 $\frac{https://www.fortworthtexas.gov/departments/planning-data-analytics/urbanvillages/stalcup-berry-urban-village}{}$