



RFP

Request for Proposals
Revitalization of former Smith Elementary School

CITY OF BEREA, OHIO

Mayor Cyril Kleem

INVITATION

The City of Berea, Ohio seeks to identify a developer for the revitalization of the former Smith Elementary School (“**Smith Site**”) which includes an approximately 39,861 square foot school building on 12.86 acres of land. While the entire site is 12.86 acres, a portion of the site is encumbered by easements from the Cleveland Electric Illuminating Company and the Ohio Turnpike Commission. Located in the Southwest section of Berea, the Smith Site is surrounded by residential single-family homes and amenities which are part of the Longbrooke subdivision. In addition to the school building, there are two parking lots and a basketball court/tennis court on the Smith Site. The Eastern side of the Smith Site abuts an Olympic sized swimming pool, an open-air pool pavilion and restrooms owned and operated by the Longbrooke Homeowners’ Association (“**HOA**”). Both a site survey map with CEI easement boundaries as well as a site survey map with aerial photos are available for review and download at:

www.cityofberea.org/662/RFP-Smith-School.

Currently, the Smith Site is owned by the Berea City School District (“**BCSD**”). Upon selection of the successful development team and negotiation of a Development Agreement as well as a Real Estate Purchase Agreement, ownership of the Smith Site will be transferred to the City of Berea (“**City**”) and then to the development team via a pass-through agreement.

It is essential that any redevelopment of the Smith Site not have a detrimental impact on the surrounding residential neighborhood. As a result, the revitalization of the Smith Site would likely be residential in nature and could include creative repurposing of the existing school building, demolition with new residential construction or a combination thereof.

This Request for Proposals (“**RFP**”) is intended to provide an opportunity for interested development teams to demonstrate their vision, capability, and experience in developing similarly situated projects. In the interest of efficiency, rather than undertaking separate Request for Qualifications (“**RFQ**”) and Request for Proposals processes, the City wishes to use this single process, which is a hybrid between a true RFQ and a true RFP, to understand each development team’s qualifications as well as their proposed development vision for revitalization of the Smith Site. This invitation, together with its Supplemental Information, comprises the RFP. The objective is for prospective development teams to submit sufficient information so that the City may select a qualified respondent who will be invited to perform such negotiated development services.

NOTE: The City does not require or request conceptual drawings, site plans or renderings be submitted at this time. However, should a development team determine that submittal of site specific drawings, plans or renderings is the best way to articulate their vision, the City will consider them.

At the conclusion of the evaluation process, the City anticipates entering into a Development Agreement, subject to approval by Berea City Council. Said Development Agreement would outline the roles, responsibilities, and timelines for the both the City and the selected development partner for the completion of the development.

INTRODUCTION

Smith Elementary School was built in 1967 with subsequent building additions completed during the active use of the building by the BCSD. Under the current configuration, the school building contains 18 classrooms, six offices, three computer labs, two staff rooms, library, gymnasium, kitchen, stage, lobby, boiler room, multiple bathrooms and assorted smaller storage rooms. The entire one-story school building is fully ADA accessible (not including the current stage layout). A copy of the floor plan is available to view and download at:

www.cityofberea.org/DocumentCenter/View/3545/Smith-Floor-Plans

In the early 2000s, the BCSD began the process of consolidating its four elementary schools in Berea into the new Grindstone Elementary School. This consolidation plan was completed by the BCSD in 2011 and Smith Elementary School ceased operations as a school that same year. For a time, the BCSD leased a portion of the school building which was utilized as an ombudsman school, but this use has since concluded. For a nominal amount, the City currently leases approximately half of the building for administrative offices, community outreach including its City food pantry, recreation and senior programming, and general storage.

The BCSD desires to redirect financial resources from maintenance and utility costs at the inactive Smith Site towards student education and enrichment. As such, the BCSD wants to dispose of the Smith Site, but is also sensitive to how the future use of the Smith Site could negatively impact the City, HOA and BCSD. It is with this in mind that the City, BCSD and HOA have agreed to work in concert to publish this RFP in seeking an appropriate redevelopment partner.

COMMUNITY AND SITE INFORMATION

BEREA

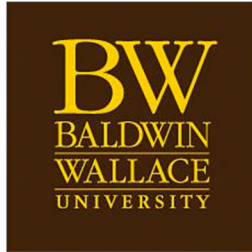
The City of Berea, Ohio (founded 1836) was built on and from the world famous “Berea Sandstone” quarry industry. As such, it is often said that Berea was a city before it was a suburb. Many notable buildings, both nationally and internationally, were built with stone from Berea quarries, including the Canadian National Parliament.

Located approximately 15 miles southwest of Downtown Cleveland, Berea has the charm and appeal of a small town with the convenience of a suburban location. Today, Berea’s population is approximately 19,000 residents with a median age of 36.1 years and a median household income of \$60,292. Arguably one of the most engaging venues in the Southwest suburbs, Berea’s Coe Lake Park offers a multitude of leisure time fun including fishing, kayaking, paddle boarding, trail hiking and much more including “The Live at the Lake Summer Concert Series” at the beautiful outdoor amphitheater.##

Also calling Berea home are the NFL’s Cleveland Browns headquarters with its expanded Training Camp experience, Baldwin Wallace University, and Voss Aerospace. The Northern border of Berea is adjacent to Cleveland Hopkins Airport, NASA Glenn Research Facility, International Exhibition Center and Ohio Aerospace Institute with quick access to Interstates I-71 and I-480. Berea is a founding member of the Aerozone Alliance which is working with other governmental agencies to develop an aerotropolis

centered around NASA and Cleveland Hopkins Airport. Southwest General Health Center, a division of University Hospitals, is a mere one mile from the Eastern border of Berea and the Cleveland Metroparks System runs through the entire length of our community providing year-round recreational opportunities to all. The Cuyahoga County Fairgrounds straddles the Eastern border of Berea and the Western border of Middleburg Heights.

BEREA ANCHORS



NEARBY ANCHORS



Berea may be a small town, but has a history of completing large and innovative projects. Numerous successful development projects have been completed by private development teams as well as the public sector (higher education institutions, government, local schools and public private partnerships). The following tables highlight and detail a portion of our recent development investments in Berea by both the private and non-private markets.

Private Sector Development Projects	Use	Investment	Completed
Sheldon Square Senior Apartments	120 Apartments	\$12 Million	2022
Joyce Manufacturing	43,600 SF expansion	\$6 Million	2022
Voss Aerospace Headquarters	100,000 SF bldg. renovation	\$5 Million	2019
DNS Technologies	15,000 SF new bldg.	\$1.5 Million	2023
Above the Barre Gymnastics	14,000 SF new bldg.	\$1.5 Million	2015
Red Cedar Coffee	4,250 SF new bldg.	\$1.42 Million	2022
PAC Machine Group	25,000 SF addition	\$1.3 Million	2017
Conrad's Tire & Car Care	6,500 SF new bldg.	\$1.2 Million	2016

Institution, Government and Public Private Partnership Projects	Use	Investment	Completed
Berea City Schools	300,000 SF New High School	\$72 Million	2020
Baldwin Wallace	Knowlton Center	\$25 Million	2020
City of Berea	Railroad Grade Separation	\$18 Million	2010
Cleveland Browns	19,000 SF Addition	\$15 Million	2016
Baldwin Wallace / DiGeronimo Group	67,000 SF New Bldg.	\$14 Million	2018
Baldwin Wallace	North Hall Dorm Renovation	\$10 Million	2022
City of Berea	Downtown Bridge Network	\$6 Million	2017
Berea City Schools / Cleveland Browns / City of Berea	Athletic Complex & Field	\$2.9 Million	2014

BEREA'S RESIDENTIAL NEIGHBORHOODS

Unlike many surrounding communities, Berea's housing stock, which includes over 6,500 single family homes, has been built over time. Charming Century Homes line the residential streets adjoining former sandstone quarry sites and Baldwin Wallace University. Post-World War II housing is prevalent in Berea's central residential area. Multiple smaller subdivisions with custom homes were built from the 1980s through the 2000s near the Cleveland Metroparks. Recently, more than 500 new contemporary homes and townhouses were built as part of the Sandstone Ridge Subdivision. At present time, the City is considering a new residential development with 69 modern townhouses that would be constructed in the Northern Gateway area.

A deeper dive in Berea's residential neighborhoods reveals several key data points. The average residential home was built in 1955 and contains 1,578 square feet. While home values in the region have fluctuated greatly over the past 24 months, the average sales price of a residential home in Berea in August, 2022 was just under \$141 per square foot. This residential sales price per square foot has risen 48.8% over the past five years. Upon the Cuyahoga County Fiscal Officer's completion of the 2021 Triennial Update, residential value of homes in Berea rose by 17%. As we continue to recover from the national foreclosure crisis that plagued the housing industry during the last decade, 95% of the residential homes in Berea are now occupied with 74% of these homes being owner occupied.

Longbrooke Residential Subdivision

One of the largest residential subdivisions in Berea, Longbrooke is over 150 acres and features 303 one-story Mid-Century Modern homes. Developed and built by Bob Schmitt Homes in the mid-1960s, Longbrooke offers a variety of floorplans, home sizes and amenities. The HOA owns and operates an Olympic sized swimming pool with an open-air pavilion that is immediately to the East of the Smith Site.

Longbrooke boasts the highest occupancy rate (98%) in Berea as well as a higher rate of owner-occupied homes (90%). The projected home value in Longbrooke is at least 30% higher than the current median home value in Berea. Any residential development at the Smith Site would become a part of the HOA.

The entire Smith Site is zoned Residential Single Family B District which permits single family homes as well as limited conditional uses. A revitalization project with duplexes, townhouses, condominiums, apartments, or similar residential products would require a rezoning to the Multifamily Zoning District, Planned Unit Development approval or both. Please see the Berea Zoning Code for specific details:

<https://cityofberea.org/DocumentCenter/View/2822/Zoning-Code>

DEVELOPMENT GOALS

The City now seeks to solicit qualifications and proposals to ultimately contract with an experienced development company or a group of companies that have assembled themselves into a single development team to redevelop the Smith Site and achieve as many of the following development goals as possible:

- Establish an appropriate reuse of site that suits the surrounding residential uses;
- Maintain reasonable traffic volumes consistent with the residential neighborhood;
- Ensure that new architecture complements the existing residential architecture;
- Afford new housing alternatives for existing or new residents;
- Update or develop outdoor amenities that can be shared by the HOA;
- Incorporate some or all of the existing City uses into the development;
- Install landscaping and greenspace that enhances the site and neighborhood;
- Utilize best practices in green technology and sustainability;
- Create positive economic benefits for the BCSD, City and HOA; and
- Secure an appropriate sales price for the site.

The City welcomes creative ideas from the development team regarding use of the Smith Site. Proposed uses should be consistent with the stated development goals. Successful developments will have a predominantly, if not entirely, residential component.

RESPONSE CRITERIA

I. STATEMENT OF QUALIFICATIONS AND PROPOSALS

All interested parties shall submit a Statement of Qualifications and Proposals meeting the minimum criteria contained herein to be eligible for consideration. If development teams consist of more than one party, please provide the requested qualifications for all companies.

1.1 Executive Summary:

Provide an Executive Summary of the development company detailing the experience and specific capabilities of the company. At a minimum, an Executive Summary shall include the following:

- Brief history and overview of your company and your experience with development projects;
- Identify key members of your development team, their proposed roles for this project, and their qualifications and experience, this shall include the developer, architect, engineer, general contractor, financial partner and any other disciplines the respondent deems appropriate;
- Summarize the development team’s past experience working together;
- Indicate the principal person who will speak for the development team and any other key participants who will be involved in negotiating the project terms;
- Specify whether the development team is or intends to form a corporation, a general or limited partnership, a joint venture, or other type of business association to carry out the proposed development; and
- State the development team’s long-term goals related to ownership of the development.

1.2 Management Summary:

Provide a short description of the organizational structure, subsidiary companies, identification of principals or parent companies, length of time in business, locations, and number of employees. If the Statement of Qualifications and Proposals is from a joint venture of more than one development company, the Management Summary shall include this information for each entity forming the joint venture and indicate the reason for the joint venture as it directly applies to this response.

1.3 Financial Capacity:

The respondent shall be well capitalized and each of its members, financially solvent, if a joint venture. Provide a brief Statement of Financial Capacity, including commitments of equity and debt capital, to fund the stated development proposal through completion.

1.4 Relevant Experience:

Provide a brief description of at least three current or completed projects your team has developed. Representative projects should demonstrate experience in development projects of an appropriate scope within existing ‘built-out’ residential suburban areas illustrating the successful reuse of underutilized properties. For each project, please include:

- Project summary including product types, uses, features, amenities, and overall community benefits;
- Relevant project documents (drawings, photos, plans, etc.);
- Location;
- Project cost;
- Funding sources;
- Development challenges and solutions;
- Municipal references; and
- List of development team members and their role for each project.

1.5 Community Engagement:

The development process must be inclusive and involve input from not only from the City administration and City Council, but also the BCSD, HOA and potential public discourse. Please describe your approach to effective community engagement for this project and your experience successfully navigating this process with previous projects.

1.6 Statement of Development Vision and Approach:

The development team shall provide a narrative statement explaining its understanding of this RFP's Development Goals and Intent and how the Development Vision and Approach would achieve those objectives. In this narrative statement, the development team shall describe the project management approach, capacity to perform, and operational strategies ensuring performance. The narrative statement shall detail respondent's Development Vision and Approach as it pertains to:

- Type of use(s) proposed at the Smith Site;
- Size of proposed structures, including principal building(s), parking areas and outdoor amenity space, in square feet and number of stories with breakdown by use;
- Estimated capital investment;
- Summary of how the Development Vision addresses existing market conditions;
- Design approach of project compatibility with the surrounding residential neighborhood including activities, uses and architecture;
- Impact on the surrounding residential neighborhood; and
- Discussion of sustainability, greenspace and landscaping.

NOTE: Site specific plans and renderings are not required at this time. However, should a development team wish to include site specific drawings, plans or renderings, the City will consider them.

1.7 Proposed Process and Timelines

Having the development completed expeditiously with minimal impact to the surrounding residential neighborhood and community is of primary importance. Please describe the anticipated timelines for fully achieving the development vision, specifically identifying dates for commencement and completion of key project milestones including, but not limited to:

- Site, market, financial, or other due diligence;
- Securing financing commitments;
- Project design, pre-construction activities, and planning;
- Permitting and approvals;
- Construction; and
- Sales and/or Leasing.

If the proposed project involves phasing, please provide timelines regarding each project phase.

1.8 Purchase Price and Economic Impact

Please describe the anticipated economic and fiscal benefits of the proposed redevelopment, including but not limited to:

- Proposed purchase price for the Smith Site;
- Projected capital investment; and
- Any other anticipated economic impact to Berea.

NOTE: Place the proposed purchase price and any references to the proposed purchase in a separate sealed envelope as this information will be reviewed after the initial scoring, but before the final scoring.

II. GENERAL INFORMATION AND REQUIREMENTS

2.1 Purpose:

The purpose of this RFP is to solicit qualifications and proposals from development teams for the revitalization and redevelopment of the Smith Site. This redevelopment project shall deliver tangible community benefits including tax revenue, property value increase, and the return of an underutilized property to a stable use.

2.2 Changes and Interpretations

The City of Berea has prepared this RFP. Changes to this RFP will be made by written addenda. A written addendum is the only official method whereby interpretation, clarification or additional information can be given. All addenda will be posted on the City of Berea Ohio website:

www.cityofberea.org/662/RFP-Smith-School

It is the sole responsibility of each development team to check the website for posted addenda. The City of Berea will not directly email, mail or fax any addenda to any development team.

All questions regarding this RFP should be submitted in writing via e-mail to mmadzy@cityofberea.org and must be received by the City no later than EST on Friday, February 24, 2023. All questions will be answered and posted as addenda. If a question is not answered, the submitting development team should assume all relevant information is contained within this RFP. The City will strive to issue all addenda at least ten (10) business days before the proposal due date; however, the City reserves the right to issue any addenda at any time.

2.3 Schedule-Key Dates

The timetable for the RFP is summarized below.

Key Activity	Target Date
City Issues RFP	Sunday, January 15, 2023
Tour of Smith Site	Tuesday, January 31, 2023*
Pre-Submittal Questions Due	Friday, February 24, 2023 at 4:00 p.m. EST
Pre-Submittal Answers Due (no later than)	Friday, March 3, 2023
Submittal Due	Friday, March 17, 2023 at Noon EST

Note: these are target dates and are subject to change by the City.

In order to schedule a Tour of the Smith Site on January 31, 2023, please contact the Assistant Superintendent for the Berea City School District, Michael Draves, at mdraves1@bereaschools.org.

2.4 Procedures for Submitting Statement of Qualifications and Proposals

The City of Berea Department of Economic Development is the issuer of this RFP

- To be assured of consideration, physical copies of Statements of Qualifications and Proposals must be received by the City of Berea in the City's Engineering Department (Lower level City Hall) 11 Berea Commons, Berea, Ohio no later than Noon EST on Friday, March 17, 2023. The Engineering Department telephone number 440-826-5814.
- The outside of each sealed envelope or package must be labeled as follows:

*Statement of Qualifications and Proposals Enclosed
Revitalization of Former Smith Elementary School.
c/o Matthew Madzy, Director Economic Development City of Berea
Due: Noon EST, Friday, March 17, 2023
Submitted by: (Name of Respondent)*

- The City will not accept Statements of Qualifications and Proposals that are not received by Noon EST on Friday, March 17, 2023. Failure by a messenger delivery service or printing service to meet the stated deadline will not excuse the Respondent from the deadline requirement.
- The original documents must be clearly marked as "ORIGINAL," and must bear the original signature of an authorized corporate agent on all documents requiring a signature. Development Teams must enclose all documents in sealed envelopes or boxes.

2.5 Completeness of Submittal:

Each Statement of Qualifications and Proposals shall address all items thoroughly and completely in accordance with the format requested and shall be signed by a duly authorized representative of the development team (see [Exhibit A](#) page 13). Information provided in the contents of the Statement of Qualifications and Proposals is assumed to be accurate and shall be held fast throughout the selection process.

2.6 Submittal Requirements:

Written Statements of Qualifications and Proposals should be clear, concise and should include, at a minimum, information necessary for the Selection Committee to score the Respondent on the criteria as described in the Statement of Qualifications and Proposals (sections 1.1 through 1.8) and listed below:

- 1.1 Executive Summary
- 1.2 Management Summary
- 1.3 Financial Capacity
- 1.4 Relevant Experience
- 1.5 Community Engagement:
- 1.6 Statement of Development Vision and Approach
- 1.7 Proposed Process and Timelines
- 1.8 Purchase Price and Economic Impact

Along with the Statement of Qualifications and Proposals, Development Teams must also complete and submit a Development Team Information Page (*see Exhibit A page 13*).

The Statement of Qualifications and Proposals and Development Team Information shall be provided as:

- One unbound original hard copy
- Three (3) bound copies
- One electronic/digital copy of the submittal on a flash drive

2.7 Rejection of Statements of Qualifications and Proposals:

The City reserves the right to reject, in whole or in part, any and all Statements of Qualifications and Proposals in whole or in part. The City may withdraw this RFP either before or after receiving responses, may accept or reject responses with or without cause, may waive technicalities, and may accept responses which deviate from the non-material provisions of this RFP. In its sole discretion, the City of Berea may determine the acceptability of any development team submitting responses to this RFP. Following submission of a response, the development team agrees to promptly deliver such further details, information and assurances, including, but not limited to, financial and disclosure data, relating to the response and/or the development team, including the team's affiliates, officers, directors, shareholders, partners and employees, as requested by the City. Any action taken by the City, BCSD, and/or HOA in response to Statements of Qualifications and Proposals made pursuant to this RFP or in making any award or failure or refusal to make any award pursuant to such responses, or in any cancellation of award, or in any withdrawal or cancellation of this RFP, either before or after issuance of an award, shall be without any liability or obligation on the part of the City, BCSD, HOA or their advisors.

Respondents, by submitting responses to this RFP, acknowledge the provisions of this RFP, including, but not limited to this section, and agree to be bound by the terms hereof. Any response submitted pursuant to this RFP is at the sole risk and responsibility of the party submitting such response.

2.8 Evaluation Process and Criteria

Process:

Upon proper submission of Statements of Qualifications and Proposals, a Selection Committee will review the qualifications and proposals submitted by development teams pursuant to this RFP. This Committee will be comprised of: City staff, including representation from the Mayor's office, Economic Development, Engineering, Finance, Law and Public Service; BCSD staff, including representation from the Superintendent's office and Finance; and HOA President and Vice President. Also, if needed, the Committee will review any supplemental written responses. As part of the evaluation process, the Selection Committee will determine a preliminary score for each development team that submits a Statement of Qualifications and Proposals based upon the Scoring Criteria stated below. Following the preliminary scoring, the Selection Committee will interview the top three development teams and will use the results of these interviews to determine the final scoring. The Committee reserves the right to request clarification or additional information from development teams. Final scoring totals will be used to determine a composite ranking of the respondents. Based upon the composite scores and other criteria, the Committee will select the most responsive development team. Invitation to begin the process of negotiating a successful Development Agreement and Real Estate Purchase Agreement will commence as soon as is practical.

The intent of the RFP step of this developer selection process is to identify qualified development teams interested in implementing the redevelopment of the Smith Site. The selection of a qualified development team will be based generally upon their credentials, relevant experience, ability to foster compatibility with the surrounding residential neighborhood, and willingness to carry out a complex undertaking in a carefully coordinated manner. The Selection Committee will select a development team with the experience, commitment, vision, financial capability and technical competence necessary to implement and complete a successful development project. The primary basis for the Selection Committee's consideration of responses to this RFP will be the contents of the development team's Statement of Qualifications and Proposals, any interviews, and the resulting due diligence of the Selection Committee.

Scoring Criteria:

Submittals will be evaluated based on the following criteria and scoring system:

1. Statement of Development Vision and Approach (10 Points):

How well the development team explained how its' Development Vision and Approach: type and scope of proposed uses, capital investment, consideration of existing market conditions, design quality, compatibility with the existing residential neighborhood, parking and traffic, sustainability, greenspace and other related elements.

2. Qualifications of Development Team and Relevant Experience/Projects (10 Points):

The development team's demonstrated experience in projects similar to the proposed use and scope as described in the submittal, including the financial capacity to develop such projects.

3. Relevant Experience (10 Points):

The development team's prior experience negotiating with public partners, presenting to public audiences, culminating in successful development projects.

4. Strength of Development Team and Management Approach (10 Points):

The development team’s dynamics in successful collaboration and execution of similar development projects and the development team’s overall approach to oversight and partnership.

5. Creativity/Flexibility (10 Points):

Creative approach to building design, construction, sustainability, and long-term flexibility.

6. Communications/Public Relations (5 Points):

Experience working with communities on development projects of great public interest.

7. References (5 Points):

The input of references regarding the respondent’s and their project’s past performance.

2.9 Development Agreement:

The terms and conditions of the resulting contract for the services to be rendered will be negotiated with the successful development team. If the City and the successful development team cannot agree on the terms and conditions of the resulting contract, the City reserves the right to terminate negotiations with this development team and move to the next ranked development team to commence negotiations. Negotiations may continue in this process until the City is able to enter into a contract with a development team that best meets the needs of the City of Berea.

These negotiations may result in minor or material changes to the proposal, including both the business terms and the project scope. Successful negotiations will result in an award recommendation. At which time, a Development Agreement addressing business terms and performance benchmarks as well as a Real Estate Purchase Agreement for the Smith Site will be entered into between the parties.

Supplemental Information

The following documents may be found on the City of Berea website:

www.cityofberea.org/662/RFP-Smith-School

1. Request for Proposals RFP (PDF)
2. Site Property Map with location of CEI Easement
3. Site Property Map with location of CEI Easement and Aerial Photograph
4. Floorplan for Smith School
5. Aerial Photograph of Smith School
6. City of Berea Zoning Code
7. RFP Addenda (if any)

Additional Information:

No Liability for Costs. The City is not responsible for costs or damages incurred by Respondents, member(s), partners, subcontractors or other interested parties in connection with the RFP process, including but not limited to costs associated with preparing the Qualifications and/or participating in any conferences, site visits, oral presentations or negotiations.

All facts and opinions stated in this RFP and all supporting documents and data are based on information available from a variety of sources. No representation or warranty is made with respect thereto.

Exhibit A

DEVELOPMENT TEAM INFORMATION PAGE

Company Name: _____

Authorized Signature: _____

Printed Name: _____

Title: _____

Development Team's Contact Information

Contact's Printed Name: _____

Telephone: _____ Cell: _____

Email: _____

Physical Address: _____ Street: _____

City: _____ State: _____ Zip Code: _____

Telephone: _____ Fax: _____

Web Site: _____

Federal Identification Number: _____

NOTE: This page is a requirement of every Submittal Respondent and it must be completed in its entirety.