

2021

Request for Proposals



**To Purchase and
Redevelop Prime Real
Estate located at
111/121 S. Meramec in
Clayton, Missouri**

Responses due:

July 23, 2021 at 3:00 pm
St. Louis County Port Authority
c/o Sandberg Phoenix & Von
Gontard, P.C.
120 S. Central, Suite
1600 St. Louis, Missouri 63105
Attn: Andrew C. Ruben, Esq.
(314) 425-4909
aruben@sandbergphoenix.com

INTRODUCTION

The St. Louis County Port Authority (the "Authority") is pleased to present to qualified buyers/developers two sites, totaling approximately 0.9 acres, with a prominent location in the heart of the Clayton, Missouri's central business district – a truly unique development opportunity. The City of Clayton is a thriving metropolitan area that is the county seat of St. Louis County and is home to the area's most prestigious office locations which command the region's highest lease rates. (See Fig. 1) Clayton is located on the western end of the St. Louis region's central business and cultural corridor ("Central Corridor"), which has seen significant investment, job growth and business expansion over the past 5 years.

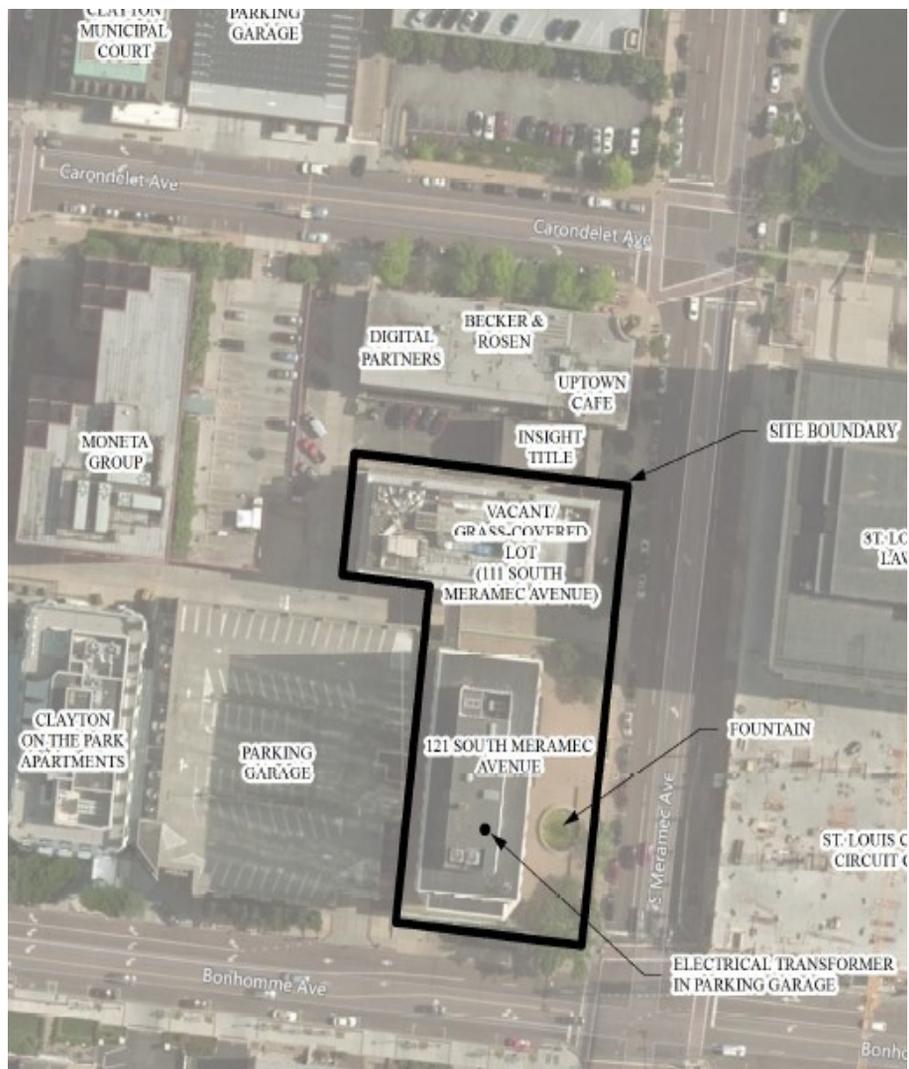


Figure 1 – Property Location

The Authority issues this Request for Proposals (“RFP”) to purchase and redevelop two adjacent sites located in the City of Clayton, Missouri, at 111 S. Meramec and 121 S. Meramec (collectively the “Property”). The Property is located at the corner of Bonhomme Ave. and S. Meramec Ave. and is improved with an 11-story 123,900 SF vacant high-rise office building with an adjacent unimproved lot (See Figs. 2 and 3)



Figure 2 - 121 S. Meramec



Figure 3 - 111 S. Meramec



The Property is located immediately adjacent to St. Louis County's Courts buildings and other County administration facilities, as well as high-rise residential buildings, offices, restaurants and a MetroLink station. The location offers access to all the amenities of Clayton, the Central Corridor and the St. Louis region. The future developer will benefit from the Property's visibility and strategic location in immediate proximity to Shaw Park. (See Fig. 4)

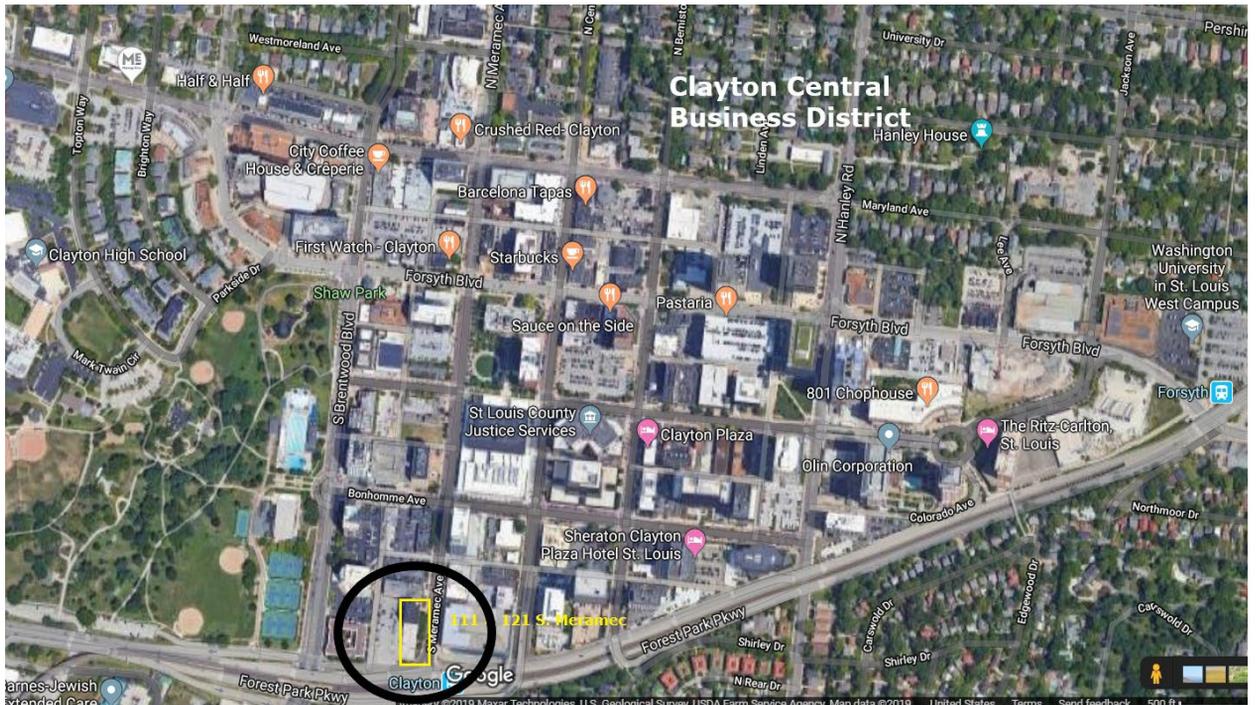


Figure 4 - Location in Clayton CBD 1

Clayton Submarket



The City of Clayton is an inner-ring suburb located on the western edge of the City of St. Louis. Clayton has a permanent population of approximately 16,600 residents, with a daytime population of over 44,000 people. The city is one of the most affluent communities in the St. Louis region with a range of housing offerings including single-family homes, condominium developments and high-rise apartments. The median home value in 2019 (owner-occupied with mortgage) was estimated at over \$640,000, and the median household income was over \$107,000.

Educational options in the city include both public and private schools. The Clayton School District is consistently rated among the best in the nation. Supplementing the public-school system are several independent (Forsyth and Wilson Elementary) schools that are also highly rated for their academic performance. Three institutions of higher education also call Clayton home: internationally recognized Washington University, Fontbonne University and Concordia Seminary.



Clayton is home to over 3,400 businesses, including several corporate headquarters, professional companies, dozens of award-winning restaurants, over 200 retail and personal service businesses and the area's only Ritz-Carlton hotel. The Clayton office market is considered to be the most desirable office location in the St. Louis metropolitan area and is home to both Forbes and Fortune 500 company headquarters or branch offices. As of 4th Q 2020, the overall Class A vacancy rate was 9.5% with an average rental rate of approximately \$35/square foot. It should be noted that the vacancy rate is atypically high: in Q3 2019 prior to the COVID-19 pandemic, the Class A vacancy in Clayton was 4.1%. This vacancy rate is still among the lowest in both the St. Louis region as well as other major metropolitan markets.

The Clayton Chamber of Commerce has been supporting the needs of the business community since its establishment in 1952. The Chamber typically hosts over 50 events annually from networking, educational and community events like Parties in the Park.

The community is conveniently located within the St. Louis region. Clayton is 15 minutes from St. Louis Lambert International Airport and 10 minutes from downtown St. Louis. The site is easily accessible by two Metrolink light rail system stations, including the Forsyth station located one block from the Property. Metrolink helps serve the region's public transportation needs, extending from St. Louis-Lambert International Airport to the metro-east area in Illinois.

St. Louis Central Corridor

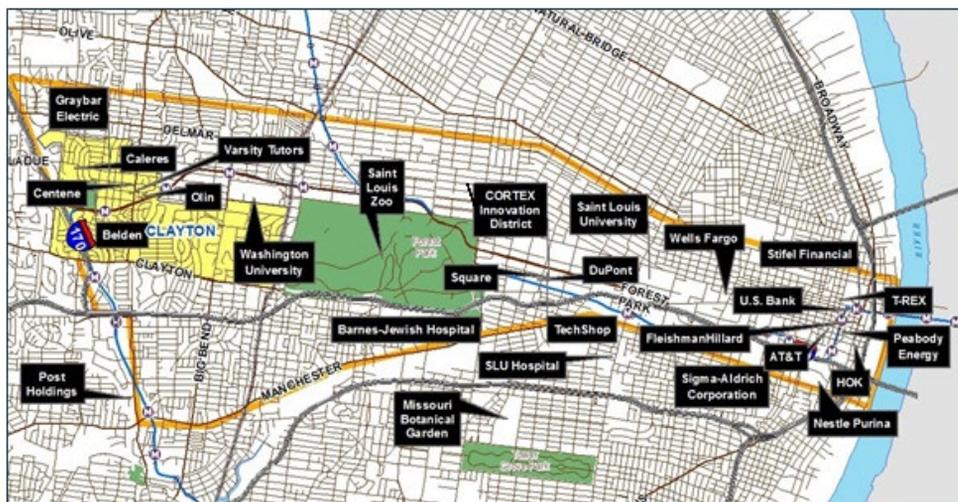


The St. Louis region's Central Corridor runs from Clayton (I-170) on the west to downtown St. Louis City and its riverfront on the east. According to the St. Louis Post-Dispatch, the Central Corridor "is where St. Louisans fill offices, run companies, conduct medical research, visit museums, attend plays and concerts, dine, study, go to court, ride mass transit and launch startups." The Central Corridor alone contains over 8,000 businesses, more than 175,000 jobs and an increasing number of urban residents that now exceeds 84,000. Metrolink, the region's light rail mass transit system, runs the length of the Central Corridor and has encouraged significant new investment, job growth and business expansion.



Prominent recent developments and assets include:

- Cortex Innovation Community, home to IKEA, the Cambridge Innovation Center, high-rise residential buildings, hotels and retail developments in an area that is home to some of the most cutting-edge companies in the country.
- BJC Hospital and Washington University School of Medicine complex is in the midst of a \$1 billion construction effort
- Ballpark Village, a mixed use and entertainment facility adjacent to Bush Stadium in downtown St. Louis
- Internationally recognized research universities such as Washington University and St. Louis University
- Eight major hospitals with significant medical research facilities
- Eighteen of the most prominent cultural institutions, including the St. Louis Art Museum, St. Louis Zoo, Science Center, Forest Park, Missouri History Museum, Powell Symphony Hall, Fox Theater, Sheldon Concert Hall, Peabody Opera House
- Large Sports Venues (Busch Stadium, Enterprise Center)
- Seventeen parks, including the Gateway Arch that recently completed a \$330M upgrade and Forest Park, one of the world's most renowned urban parks.



St. Louis' Central Corridor

Developmental Potential

The City of Clayton, as the western anchor of the Central Corridor, is a suburban community with urban characteristics and has the second largest concentration of workers in the St. Louis region. Currently, there are approximately 10 million square feet of office space in Clayton. Restaurants, galleries, specialty boutiques, shops and hotels also are prevalent in downtown Clayton. Clayton's central location and convenient access to several interstates, major arteries, and light rail, place it within minutes of almost anywhere in the region. As a result, the Clayton Central Business District has exhibited significant commercial and residential development in recent years making available land for development scarce. As such, the Property is unique in both size and location to support office, retail, residential and other uses in the very heart of Clayton

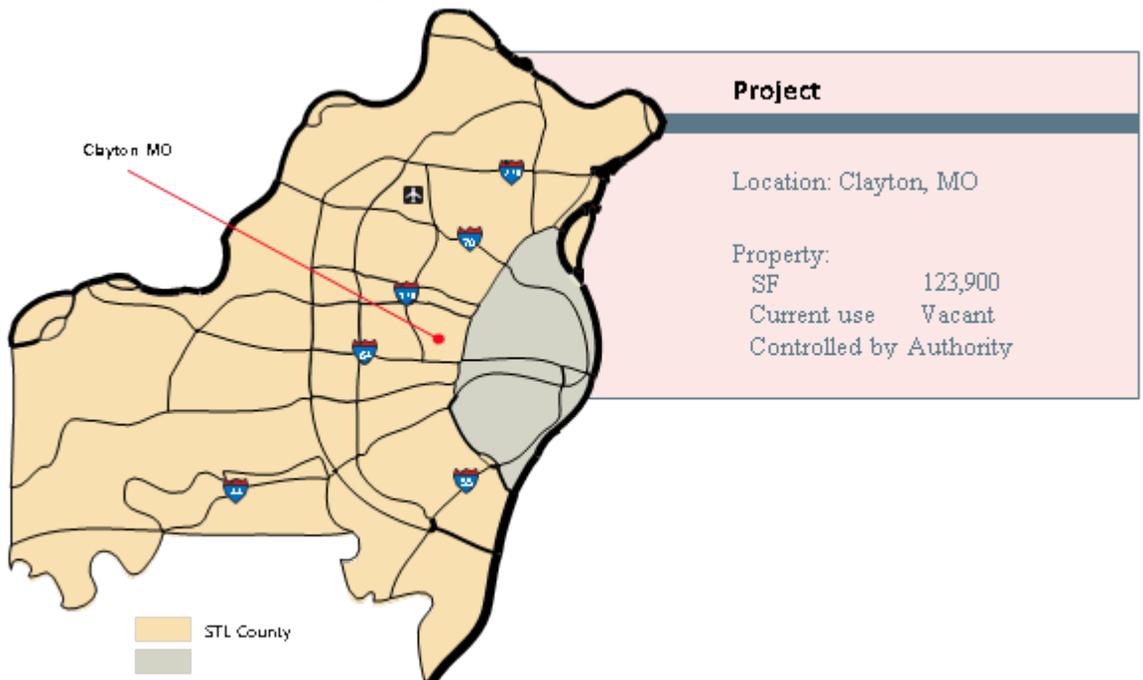
- The Property totals 0.9 acres.
- The Property is being sold 'as is'
- The site is bounded by St. Louis County's Administration Building and Court Facilities to the East, and major apartment buildings to the West and South.
- The Property features excellent access to interstate, major thoroughfares, and the region's light rail system, Metrolink.



Project Proposal

The Authority seeks proposals (“**Proposals**”) from developers to contract for the purchase of the Property from the Authority. The Property is being sold AS IS, without warranty as to any matters.

Informational Package. The Authority will make an informational package (“**Informational Package**”) concerning the Property available to potential bidders. The Informational Package is comprised of electronic and hard copy documents. Interested parties may arrange to review hard copy documents by contacting Andrew Ruben, Sandberg, Phoenix & Von Gontard (aruben@sandbergphoenix.com or (314) 425-4909). Electronic documents may be accessed through Dropbox (<https://www.dropbox.com/sh/87p6m4mcc6yzf63/AABdMchiJPRA NSuJUDK3zXeca?dl=0>). The Informational Package is being provided as an accommodation only. The Authority makes no representations or warranties concerning the accuracy or completeness of the documents in the Informational Package, and the Authority and the Authority Affiliates (defined below) shall have no liability to the buyer of the Property (the “**Buyer**”) for any expense or loss suffered by Buyer as a result of any errors or omissions in the matters disclosed or not disclosed in the Informational Package.



The term "**The Authority Affiliates**" shall include St. Louis County, all agencies and departments of St. Louis County, and all officials, agents, employees, consultants and attorneys of the Authority and of the foregoing.

Inspections. You, as a potential bidder, should thoroughly investigate all aspects of the Property prior to bidding. The Building will be open for inspection on Monday, May 17, 2021 at 1:00 p.m. Bidders (sometimes hereinafter also referred to as a "**responding party**" or a "**developer**") are advised to perform their due diligence for the Property before submitting a bid, however, the Sale Contract (defined below) will allow the Buyer a **forty-five day due diligence period** after the Sale Contract is entered into in which to conduct such due diligence investigation as the Buyer deems appropriate.

Sale Contract. Within thirty (30) days after a Proposal is selected by the Authority, the developer selected and the Authority will negotiate and enter into a Sale Contract (the "Sale Contract") on terms and conditions consistent with this RFP and the Proposal, and such additional terms and conditions as each party may approve in its sole discretion.

Deposit. Each bid shall be accompanied by a cashier's check payable to the Authority in the amount of \$50,000. If a bid is not selected, that developer's cashier's check shall be returned to the developer. If a developer's bid is selected the initial \$50,000 check shall be deposited and shall become earnest money ("**Earnest Money**") under the Sale Contract.

Proposal Content

Proposals must include, at a minimum, the following information:

1. Proposed Purchase Price
2. Any proposed contingencies to closing
3. Purchaser Information - Full legal name, address, phone number and email address of purchaser
4. Developer's Financial background - Evidence of developer's financial capacity to complete the purchase of the Property and, if necessary, the methods available to the developer to finance the purchase in the current market
5. Compliance with Zoning
 - a. The Property is currently zoned for High Density Commercial District. If the Proposal is contingent on a rezoning of the Property, then the developer must provide the following:
 - i. The zoning use and density being sought and the purchase price payable if that zoning use and density are approved or the contingency is waived;
 - ii. Time frame needed to satisfy the requested contingencies. The Authority reserves the right to negotiate the amount of time allowed to satisfy any such contingencies and may require additional consideration.
 - b. A proposed zoning change shall not, without the Authority's prior written consent, take effect until developer has closed on the purchase of the Property.
6. Closing
 - a. If a developer's Proposal is selected by the Authority, the developer and the Authority shall negotiate and enter into the Sale Contract within thirty (30) days after developer's Proposal is selected.
 - b. The Sale Contract shall also provide that if the Buyer defaults under the Sale Contract, or fails to close on the closing date established by the Sale Contract, the Authority may terminate the Sale Contract, retain the Earnest Money as liquidated damages, and pursue other alternatives for the sale of the Property.

Selection Criteria

Proposals submitted will be reviewed by the Authority's staff for completeness, purchase price and terms, and redevelopment plan details. Selection of a developer will be made on the basis of the following criteria:

1. Purchase price;
2. The demonstrated level of commitment and capacity to purchase the Property, including any proposed contingencies;
3. Nature of project and feasibility (likelihood) of obtaining municipal re-zoning approvals, if required;
4. Responsiveness of the developer to this RFP; and
5. Size and nature of any economic incentive package required and the likelihood of receiving those incentives.

The Authority encourages submission of Proposals from disadvantaged business enterprises and companies owned by minorities, women, immigrants, and veterans. The Authority does not discriminate on the basis of race, color, religion, creed, sex, sexual orientation, gender identity, age, ancestry, national origin, disability, or veteran status in consideration of this award.



Terms & Conditions

The following terms and conditions apply to this RFP and all Proposals:

1. The Authority reserves the right to reject any and all Proposals submitted; to negotiate with one or more responding parties; to select one or more responding parties; to void this RFP and the review process and/or terminate negotiations at any time without prior notice; to select a final party/parties from among the Proposals received in response to this RFP. Additionally, any and all RFP project elements, requirements and schedules are subject to change and modification. The Authority also reserves the unqualified right to modify, suspend, or terminate at its sole discretion any and all aspects of this RFP process, to obtain further information from any and all responding parties, and to waive any defects as to form or content of the RFP or any responses by any party, all without prior notice.
2. The Authority makes no representations as to the zoning of the Property or permissible uses or any other matter. Potential respondents are to conduct their own inquiry with the City of Clayton as to what uses the City may permit. For Proposals contingent on re-zoning, the Authority may, in its sole and absolute discretion, determine which such Proposals are credible and may disregard those it deems not credible. In making its credibility determination, the Authority may consider such factors as the Authority deems relevant, including, but not limited to, the existing zoning on adjacent properties, any likely opposition to, or support for, the requested re-zoning, input from the City of Clayton and any subsidies requested by the potential developer.
3. Proposals shall remain open and can be selected by the Authority until the earlier of: (i) the date they are withdrawn by the developer, or (ii) until the Authority returns the \$50,000 cashier's check to the developer.



Terms & Conditions (cont.)

4. The Authority reserves the right, in its sole and absolute discretion, to select a non-contingent bid over a higher bid that is contingent on re-zoning or other factors.
5. This RFP does not commit the Authority to award a contract, or accept an offer for purchase. All submitted responses to this RFP become the property of the Authority as public records subject to the open and closed records provisions of Chapter 610, RSMo.
6. Each party responding to this RFP shall be responsible for all costs it incurs in connection with evaluating the Property, responding to this RFP or otherwise related to the Property.
7. By accepting this RFP and/or submitting a Proposal in response thereto, each responding party agrees for itself, its successors and assigns, to hold the Authority and the Authority Affiliates harmless from and against any and all claims and demands of whatever nature or type, which any such responding party, its representatives, agents, contractors, successors or assigns may have against any of them as a result of issuing this RFP, revising this RFP, conducting the selection process and subsequent negotiations, making a final recommendation, selecting a responding party/parties or negotiating or executing an agreement incorporating the commitments of the selected responding party.
8. By submitting a Proposal, each responding party acknowledges having read this RFP in its entirety and agrees to all terms and conditions set out in this RFP

Submissions of Proposals

To be considered, Proposals must be received no later than July 23, 2021 at 3:00 p.m. An Earnest Money deposit of Fifty Thousand Dollars (\$50,000.00) in the form of a cashier's check made payable to the St. Louis County Port Authority must accompany any Proposal. Only the Earnest Money deposit made in connection with the Proposal selected by the Authority will be deposited with an escrow agent. All other cashier's checks will be returned to the responding party that deposited the check once the Sale Contract has been fully signed.

Proposals along with the required cashier's checks shall be delivered in a sealed envelope to the following address:

St. Louis County Port Authority
c/o Sandberg Phoenix & von Gontard, P.C.
Attn: Andrew C. Ruben, Esq.
120 S. Central Ave.,
Suite 1600
St. Louis, Missouri 63105
(314) 425-4909

Inquiries may also be submitted by email to aruben@sandbergphoenix.com.