



***Anthony G. George
Mayor***

REQUEST FOR PROPOSALS:

***DEVELOPMENT OF THE HOTEL STERLING PROPERTY
LOCATED IN DOWNTOWN WILKES-BARRE, PENNSYLVANIA***

***Wilkes-Barre City Hall
40 East Market Street
Wilkes-Barre, PA 18711***

**Request for Proposals:
Development of the Hotel Sterling Property
Downtown Wilkes-Barre, Pennsylvania**

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QUESTIONS

1. Any questions regarding this proposal must be directed to Ted Wampole, City Administrator via email at twampole@wilkes-barre.pa.us by January 12, 2018.
2. Proposer will receive notification from Mr. Wampole that their question was received. If notification is not sent, please resend email and confirm receipt.
3. All questions will be answered and shared with all proposers.
4. In submitting your questions, please supply: name, email address, phone number, fax number, and company representing.

REQUEST FOR PROPOSAL

The City of Wilkes-Barre invites interested developers to submit proposals for the mixed-use commercial and residential development of a two-acre property in downtown Wilkes-Barre – the site of the former Hotel Sterling – that presents a remarkable center city riverfront development opportunity. The City of Wilkes-Barre intends to evaluate, select, and negotiate with qualified proposers based on the qualifications listed in this Request.

Interested developers can initiate this process by submitting a Notice of Intent to Propose by 4:00 PM on Friday, January 15, 2018. Only those developers who submit a Notice of Intent to Propose will be allowed to make a formal proposal. Formal proposals will be accepted until 4:00 PM on February 1, 2018. Proposals received after this date shall be considered late and will not be returned.

To ensure proper identification and handling, all Proposals must be submitted in a sealed envelope and identified with the Request for Proposals title and the name and address of the Proposer. Proposals must be delivered to the address listed in this Invitation.

This solicitation package can also be obtained at the offices of the City Clerk of the City of Wilkes-Barre, Monday through Friday, between 9:00 AM and 4:30 PM, or online at www.wilkes-barre.pa.us

Performance and payment securities are not required with Proposals. Proposers responding to this RFP will do so solely at their own expense; the City of Wilkes-Barre is not responsible for any proposer's expenses associated with this RFP.

The Request for Proposals solicitation document pickup location, submittal location, and the destination address for all associated postal communications is the following:

City Clerk's Office
City of Wilkes-Barre
40 East Market Street
Wilkes-Barre, PA 18711
Attn: Sterling Development RFP

All general clarifications or additional information about this opportunity should be directed to Ted Wampole, City Administrator for the City of Wilkes-Barre, via email: twampole@Wilkes-Barre.pa.us

ANTHONY G. GEORGE, MAYOR

**THE CITY OF WILKES-BARRE IS AN EQUAL OPPORTUNITY/AFFIRMATIVE
ACTION EMPLOYER**

BACKGROUND

A Spectacular Center City Riverfront Development Opportunity

Situated at the corner of West Market and South River Streets in Downtown Wilkes-Barre, Pennsylvania – and serving as the western gateway to a resurgent downtown– the two-acre Development Site presents an extraordinary development opportunity.

Overlooking the Susquehanna River and the historic Market Street Bridge, the Development Site is a landmark location within the traditional core of Downtown Wilkes-Barre, the seat of Luzerne County and the hub of the nation's 52nd largest metropolitan area. With a downtown weekday working population of more than 11,300, Downtown Wilkes-Barre is the region's largest concentrated employment center. The Development Site sits one block from Public Square and midway between the campuses of King's College and Wilkes University, which combine to draw a student population exceeding 7,500.

The Development Site is directly across the street from the River Common – Downtown's riverfront park – which boasts walking and bicycling trails, performance spaces, and other amenities. The River Common is the downtown component of the \$200 million levee-raising project, completed by the U.S. Army Corps of Engineers, which provides superior flood protection along this section of the Susquehanna River.

The Development Site currently encompasses a mix of vacant lots and surface parking, with the potential for vehicular access on three streets: West Market, North River, and North Franklin Streets.

Downtown Wilkes-Barre has seen the completion of multiple public and private development initiatives during the past ten years, including:

- The \$30 million reconstruction of the River Common, Downtown's 35-acre riverfront park.
- City Centre, a \$31 million mixed-use project, anchored by the 14--screen R/C Theatres multiplex cinema, and incorporating 30,000 SF of street retail and the 21 market-rate loft condominiums of Elevation Lofts on Main
- The reconstruction of streetscape and streetlights throughout the downtown commercial core;
- The Innovation Center at Wilkes-Barre, downtown Wilkes-Barre's technology incubator, which houses the 18,000 SF Barnes & Noble Wilkes/King's Bookstore on its ground floor;
- The Conahan Intermodal Transportation Center, a 760-car public parking garage housing the operational hub for the regional transit authority and intercity buses on its ground floor;
- The \$10 million rehabilitation of Downtown's historic YMCA building, consolidating Y activities into a state-of-the-art 78,000 facility on the building's lower three floors, and transforming the building's three upper floors into 40 West, a 21-unit student housing complex.
- The Main and Ross development, which rehabilitated the historic South Side Bank building into ground-floor restaurant space and 16 market-rate rental apartments;
- Riverview West, which transformed the top seven floors of the PNC Bank Building into 40 market-rate rental apartments;
- The 65 Public Square development, which converted the top three floors of the historic Luzerne Bank building into 17 market-rate rental apartments;
- The Bank Downtown development, which created 12 market-rate rental apartments on the 8th floor of the historic Miners Bank building (with another 12 currently under construction on the building's 7th floor;

- The West Market Apartments development, which converted the historic Wyoming National Bank building into 26 market-rate rental apartments and ground-floor commercial space;
- The Hampton Park development, which converted two vacant three-story commercial buildings into 18 market-rate apartments, 2 condominiums, and retail and coworking space;
- The Alleghany Lofts, which renovated a vacant historic commercial building into 16 market-rate rental apartments.
- The Wilkes Enterprise Center, a project of Wilkes University’s entrepreneurship programs, which now houses a dozen student and faculty-owned startups.
- Multiple major capital investments by both King’s College and Wilkes University.

From 2012 to the present day, there has been \$75 million in private investment in Downtown Wilkes-Barre. The number of young college graduates living in Downtown has tripled during that same period.

In November 2017, Berkshire Hathaway Guard Insurance Companies, Downtown’s largest locally headquartered business, announced its expansion into a new corporate headquarters to be located at 39 Public Square. By the end of 2019, Guard will employ more than 725 people at its new home office in Downtown Wilkes-Barre.

The F.M. Kirby Center for the Performing Arts, the city’s 1,800-seat performing arts center, is located two blocks from the Development Site. The Development Site is also in reasonable proximity to the Mohegan Sun Arena at Casey Plaza, with more than 8,000 permanent seats for its primary tenant, the Wilkes-Barre/Scranton Penguins AHL ice hockey franchise – and a concert capacity of nearly 10,000. The Development Site is two blocks from the Luzerne County Courthouse, one block from the Osterhout Free Library and the Wilkes-Barre Family YMCA, and two blocks from Public Square.

The Development Site

This Request for Proposals relates to a Development Site, roughly 2 acres in size, which is being offered for development by its owner, the City of Wilkes-Barre. The Development Site is currently unoccupied. It is comprised of a series of surface parking and vacant lots. Aerial photographs and survey/GIS/mapping of the Development Site are included here as Appendix A.

The Development Site housed the Hotel Sterling, which originally opened in 1897. Together with an adjacent 14-story tower constructed in 1922 and an annex that connected the two hotel buildings in 1949, the Sterling operated as a hotel into the 1970s, when the buildings were converted for use as apartments. The buildings were condemned by the City of Wilkes-Barre and vacated in 1998, and further damaged by a fire in 2000. In 2002, the property was acquired by CityVest, a non-profit community development corporation. CityVest demolished the 14-story tower and connecting building, gutted the 1897 hotel building, and acquired adjacent parcels so that the property could be marketed to developers. After the 2007 Recession, the initial project failed to move forward and the 1897 building deteriorated to the point where it became a public hazard, CityVest was dissolved, and the City of Wilkes-Barre demolished the 1897 hotel building in 2013.

A portion of the Development Site, fronting on North Franklin Street, is currently utilized as a 100-stall off-street public parking facility, owned by the City of Wilkes-Barre and operated under contract. This portion of the Site has previously been considered as the potential site of a new parking garage.

The City of Wilkes-Barre may convey the Development Site to the Selected Developer with restrictions pursuant to a negotiated Development Agreement.

The Development Site is zoned C-3 ("Central Commercial"), which allows for the flexible implementation of a range of commercial, residential, and office uses. This type of zoning designation emphasizes diversity and urban density, with no on-site parking requirements.

Uses immediately adjoining the Development Site include:

- *19 North River Street:* A four-story Classical Revival building originally constructed by the Benevolent Protective Order of Elks in 1912. This building, commonly known as the "Sterling Annex," has recently been marketed for sale. It directly adjoins the Development Site to the north, and is separated from the existing Hotel Sterling structure by a 12-wide driveway easement.
- *23-35 West Market Street:* a series of separately owned three-story commercial buildings which front on West Market Street and adjoin the Development Site to the east.
- *30 North Franklin Street:* a four-story Classical Revival building originally constructed by the Spring Brook Water Company in 1914. It is currently owned by King's College, which will rehabilitate the building in 2018 to house the college's engineering programs.

The Development Site is directly across North River Street from the River Common, Downtown Wilkes-Barre's historic 35-acre riverfront park, which was completely rebuilt in 2009. Since its reconstruction, the River Common has become Downtown's new "front porch," providing downtown workers, students, residents, and visitors with an opportunity to experience the city's riverfront in a way that was previously impossible.

The Development Site is directly across West Market Street from the current corporate headquarters campus of Berkshire Hathaway Guard Insurance Companies, a commercial property and casualty insurer, licensed in 45 states, that is one of Downtown's major office employers.

The Development Site sits midway between the campuses of King's College and Wilkes University, which are each located one block away from the Development Site along North and South River Streets, respectively.

Goals of the Project

This Request for Proposals seeks to identify an experienced developer to undertake a signature mixed-use development, in one or multiple phases, at this strategic location.

The following Goals and Objectives for the Development Site reflect the larger planning goals for downtown development. The Diamond City Partnership's 2003 Strategic Market Development Plan, 2004 Downtown Design Workshops, and 2015 Downtown Action Plan serve as the basis for those planning principles. These principles guide all publicly facilitated projects in Downtown Wilkes-Barre.

The Development Site is zoned C-3 ("Central Commercial). The City's Zoning Ordinance states that the designated legislative intent of the C-3 District is "*to create, preserve and enhance the central business district as a regional center of shopping, employment, office, financial, government, hotels, entertainment, and culture.*" The C-3 District allows for the flexible implementation of a range of commercial, residential, and office uses; it emphasizes urban density, with no on-site parking

requirements. The Maximum Floor Area Ratio in the C-3 District is 6.0, and the Maximum Lot Coverage in the C-3 District is 90%.

Development proposals will be reviewed for their ability to incorporate the following specific goals and objectives:

- **Leverage the Development Site's Strengths:**
 - o To the fullest extent possible, the program and design of submitted Proposals must leverage the extraordinary development opportunity represented by this particular location and increase the vitality of Downtown Wilkes-Barre.

- **Strengthen the Emergence of an 18-Hour Downtown:**
 - o Ideally, the Project will incorporate a mix of uses that reinforce each other and generate positive activity on and around the site - not just during the business day, but also at night and on weekends.
 - o The ideal program for the Development Site will include a mix of active commercial uses, such as restaurants or retail space, on the ground floor, together with residential, hotel, office, or institutional use on upper floors (the uses described above are offered as illustrations for the guidance of potential developers, and are not intended to preclude other ideas based on sound program plan and market analysis).

- **Respect the Site's Context:**
 - o The Development Site sits at the western gateway to Downtown Wilkes-Barre, across River Street from the River Common and Market Street Bridge, and in the midst of the River Street National Historic District. Proposals should reflect that context.
 - o The design of the Development should maintain the traditional scale and massing of this gateway site, respecting its location within the Historic District and its role in the Downtown skyline to the greatest extent possible.
 - o The design of the Development must take into account the conditions of the Memorandum of Agreement (MOA) negotiated between the City of Wilkes-Barre and the Pennsylvania Historical and Museum Commission (PHMC) in connection with the demolition of the 1897 Hotel Sterling building that formerly occupied the southwestern corner of the Development Site. The MOA outlines the steps that must be taken in order to mitigate the impacts of the demolition of the historic hotel building. This MOA provides that the PHMC has the opportunity to review the proposed new construction to ensure that it is compatible with the surrounding River Street National Historic District. (See Appendix B (MOA))

- **Reinforce the Walkable Downtown:**
 - o One of Wilkes-Barre's downtown planning objectives is to build *a walkable downtown core with a critical mass of activity*, in order to reinforce the downtown's role as the region's "walk-to-everything" neighborhood of choice. Therefore, the Project must strengthen - not diminish - pedestrian access along River and Market Streets.
 - o The Project should be integrated into the larger downtown streetscape, creating an active, lively pedestrian experience, and reinforcing key pedestrian connections: along Market Street toward Public Square; along River Street to the two college

- campuses; and across River Street to the River Common, the Market Street Bridge, and the West Side.
- Project parking and vehicular access should be sited in order to minimize their impact upon the pedestrian realm.
- The traditional street walls along River and Market Streets should be maintained.

The Market

Office – Downtown Wilkes-Barre is Northeastern Pennsylvania’s largest concentrated office center, with 4 million square feet of office space (around three quarters of the office space in the Greater Wilkes-Barre area) and more than 11,300 daytime employees. Downtown Wilkes-Barre contains 1 out of every 10 jobs in Luzerne County. It is a regional employment center: 32% of all Downtown workers reside outside Luzerne County. 686 businesses, including corporate and/or major offices for AllOne Health; Baker Tilly; Berkshire Hathaway Guard Insurance Group; Bohlin Cywinski Jackson; Chubb Agribusiness; Community Bank; Geisinger Health Plan and Geisinger Health System; Highmark Blue Cross/Blue Shield; Lackawanna Insurance Group; LSEO; M&T Bank; Pepperjam; The Citizen’s Voice; The Times Leader; Quad Three Group; Rosenn, Jenkins & Greenwald; WBRE-TV and WYOU-TV; and Verizon, are located in the central business district.

Downtown Wilkes-Barre has also emerged as the region’s “Innovation District,” anchored by the Innovation Center @ Wilkes-Barre technology incubator; the Wilkes Enterprise Center; two privately-operated coworking spaces; and multiple startup companies. Downtown Wilkes-Barre is also a state-designated Keystone Innovation Zone, which provides a variety of state tax benefits to early-stage companies in designated industry sectors. 1/3 of all of the information-sector jobs in the Scranton/Wilkes-Barre/Hazleton MSA are currently located in Downtown Wilkes-Barre.

Because Wilkes-Barre is the seat of Luzerne County government, most county departments, including the court system, are located in Downtown Wilkes-Barre. Large state offices, such as the Northeastern regional office of the Pennsylvania Department of Environmental Protection and the Department of Labor & Industry’s Bureau of Disability Determination, and Bureau of Workers Compensation, are also major users of Downtown office space. Downtown Wilkes-Barre is also the site of the Max Rosenn Federal Courthouse, which houses district, magisterial, and bankruptcy courts for the Middle District of Pennsylvania; other Federal offices are located in the Stegmaier Federal Building.

Higher Education – Downtown Wilkes-Barre hosts the campuses of two private four-year institutions of higher education – Wilkes University, with 5,926 students enrolled (2,184 undergraduate), and King’s College, with 2,725 students enrolled (2,356 undergraduate) – as well as Luzerne County Community College’s Wilkes-Barre Center and the Wilkes-Barre facility of Geisinger Commonwealth School of Medicine. Both King’s and Wilkes are enjoying upward enrollment trends (total enrollment numbers include both undergraduate and graduate students).

Wilkes University’s recent projects include:

- Cohen Science Center: a new \$35 million Science, Health, and Engineering building that ensures Wilkes’ position as a national leader in undergraduate science education. The 72,500 square foot structure, housing Wilkes’ biology and health sciences, chemistry and biochemistry, and environmental engineering and earth science programs, opened in fall 2013.

- **Sidhu School of Business:** Wilkes University invested \$4.5 million in renovating a building to house the University's Jay S. Sidhu School of Business and Leadership at 169 South Main Street.
- **Stark Learning Center:** This \$6 million project involves the renovation of a 1960's science building to serve as the new home of the University's School of Engineering – helping to strengthen Wilkes' role as the region's research university.
- **Karambelas Media Center:** This \$4 million project transformed a 1960's commercial building into a new home for Wilkes' communications studies program. The facility includes offices and work rooms for the student organizations, as well as state-of-the-art television and radio studios, audio rooms, faculty offices and classrooms.
- **Sordoni Art Gallery:** The new \$3 million Sordoni Art Gallery is the culmination of an arts reinvention plan that seeks to enrich the arts experience for Wilkes students, faculty and staff while contributing to downtown revitalization and cultural life in the Wyoming Valley.
- **Campus Gateway Project:** Wilkes created a dramatic entryway to the Wilkes campus with a 14-foot-wide pedestrian walkway extending from South Main Street, across South Franklin Street, and into the heart of the University's Fenner Quadrangle. The project was completed in 2015.

King's College's recent projects include:

- **O'Hara Hall:** a \$18.5 million, mixed-use infill development at the northern entrance to Downtown, which replaced several blighted properties with a new 94,500 SF building including 42 apartments housing 165 students, new classroom space, a early childhood center, and a 3,600 SF restaurant.
- **King's Recreation Center:** a \$10 million Recreation Center addition to King's existing Physical Education Center, containing a three-court gymnasium, training facilities, classrooms, and offices for athletic staff and faculty.
- **King's on the Square:** a \$16 million renovation of a former 1970's hotel into a new home for the college's Physician Assistant, Athletic Training Education, and Exercise Science program, along with an art gallery, a restaurant, and 27 student apartments.
- **Spring Brook Water Company Building:** In 2018, King's will rehabilitate the long-vacant landmark Spring Brook Water Company building on North Franklin Street to serve as the new home of the College's civil and mechanical engineering programs. It will include four large multi-use classrooms, student study areas, faculty offices, and five fully equipped laboratories.

Retail– Downtown Wilkes-Barre offers a retail marketplace of roughly 11,300 workers; in addition, there are approximately 119,328 resident customers within a 5-mile radius. Downtown Wilkes-Barre's 200+ retail businesses are anchored by the 190,000 square foot Boscov's Department Store, Barnes & Noble Wilkes-King's Bookstore, and R/C Theatres' 14-screen multiplex cinema. Downtown's total trade area population is 202,600; 31% of the households in the total trade area have an income of \$50,000 or more. From 2007 to 2017, Downtown saw a net increase of 46 occupied storefronts, with the number of Downtown dining establishments doubling over the same period.

Housing– Downtown Wilkes-Barre has emerged as Northeastern Pennsylvania's premiere neighborhood for those seeking a "walk-to-everything" lifestyle – its residents can easily walk to work, entertainment, or shopping. During the past six years, Downtown has seen a net gain of 150 new market-rate housing units in eight different residential conversion projects, representing more than \$10 million in private investment. In 2010, 3,970 people called Downtown Wilkes-Barre home,

and approximately 86,819 people live within 3 miles of Downtown. 21% of Downtown's residents over 25 have college degrees, compared to 13% of City residents over 25, and 16% of Luzerne County residents over 25. Additionally, some of the Wyoming Valley's most affluent neighborhoods are located near Downtown.

Arts and Culture – Downtown Wilkes-Barre is a regional destination for arts and culture, hosting the F.M. Kirby Center for the Performing Arts, the Luzerne County Historical Society, the Sordoni Art Gallery of Wilkes University, the Widmann Art Gallery of King's College, and many private venues and galleries.

Financial Assistance

The City of Wilkes-Barre is committed to working with the selected developer(s) on financial packaging and deal structuring.

Below is a summary of site-specific funding assistance that may be used to support the Project. It should be noted that the selection of a Developer does not commit or obligate these programs, which will be subject to standard application and underwriting processes. Site-Specific Project Incentives include:

New Markets Tax Credits: The Project Site is located within a Census Tract that qualifies for the use of New Markets Tax Credits. Congress created the New Markets Tax Credits (NMTC) program in 2000 to incentivize investments that create jobs and provide services in specific areas. NMTCs can subsidize approximately 15%-20% of a project's capital needs, usually in the form of low-interest, forgivable debt.

Keystone Opportunity Zone: The Project Site qualifies as a Keystone Opportunity Zone (KOZ), following the provisions of the KOZ Act as amended by Act 79 of 2008. Consequently, the Project is eligible for KOZ designation that continues until December 31, 2024. KOZ designation provides for the waiver, abatement or exemption of certain state and local taxes. Depending on the situation, the tax burden may be reduced to zero through exemptions, deductions, abatements, and credits for the following taxes:

- *State Taxes:* Corporate Net Income Taxes, Capital Stock & Foreign Franchise Tax, Personal Income Tax, Sales & Use Tax, Bank Shares and Trust Company Shares Tax, Alternative Bank and Trust Company Shares Tax, Mutual Thrift Institutions Tax, Insurance Premiums Tax
- *Local Taxes:* Earned Income/Net Profits Tax, Business Gross Receipts, Business Occupancy, Business Privilege and Mercantile Taxes, Local Real Property Tax, Sales and Use Tax

Additional development funding assistance is potentially available for the selected Proposal. Proposals must include written justification for the amount of public funds requested relative to the amount of private funding. It must be noted that the selection of a Developer does not automatically commit or obligate additional public development funding assistance.

REQUEST FOR PROPOSALS

The Proposal Process

The City of Wilkes-Barre will use the "Notice of Intent to Propose" to identify those Developers (this term includes consortia and all other combinations of legal parties who participate financially in the development) who will be submitting formal Proposals.

Upon submission, all Proposals will initially be reviewed for Proposer experience, expertise and financial strength to assure the Proposer's capacity to finance and complete a project of this magnitude. Proposers must be able to provide sufficient information required for this review to be considered for final selection.

A Preferred Developer will be selected based upon financial capacity, development experience, and the strength of the project proposal. The City of Wilkes-Barre reserves the right to request additional information during the review period.

Depending upon the nature of the successful Proposal, the contractual relationship between the Preferred Developer and the City of Wilkes-Barre will be refined as the successful proposal and negotiations warrant. The City of Wilkes-Barre will negotiate appropriate contractual terms with the Preferred Developer but reserves the right to pursue alternative proposals in the event those negotiations are unsuccessful. The Proposer should expect to designate a single spokesperson authorized to represent the developer in all aspects of the relationship.

RFP Schedule

Issue and advertise RFP:	December 6, 2017
Questions Due:	January 12, 2018
<i>Notice of Intent to Propose</i> due to City:	January 15, 2018
Final Proposals due to City:	February 1, 2018

Every effort will be made to adhere to this schedule. However, all dates are subject to change if it is deemed to be in the Project's best interests. A Pre-Proposal Meeting, to which all identified respondents to the Notice of Intent to Propose will be invited, will be held prior to the deadline for submitting Proposals.

Submission Requirements

The City of Wilkes-Barre wishes to negotiate with a single Proposer who is responsible for the core development team or consortium. This Proposer must demonstrate their combined strength to plan, finance, construct and commission a project of this significance, prominence, and complexity. The Proposer must submit documentation that, upon project selection, would legally demonstrate that the Proposer is an authorized agent to negotiate with the City on behalf of the consortium group, if applicable.

Proposers shall submit one original and five (5) copies of their Proposal as part of their official response to this RFP. All copies should be in color if color is utilized in the original Proposal.

In order to facilitate review, the Proposal shall be in the following format, identifying each item by number and letter. The City reserves the right to request additional information following review of the initial submission. The City may terminate this process at any time in its sole discretion. The City also reserves the right to modify or reissue this RFP and/or reject all Respondents' submissions.

Any and all costs associated with responding to this RFP are the sole responsibility of the Proposer.

1. Identification of Proposer and Associates (Consortium, LLC, joint venture, etc.)

- a. Name, address, email address and telephone number of the Proposer and the principal person assigned by the Proposer.
- b. Identification of the type of legal entity (e.g., individual, corporation, partnership, joint venture, other) and date of organization. If the legal entity with which the City would contract is different from the parent corporation, please indicate whether the parent corporation will guarantee performance.
- c. Principals of the Proposer (corporate officers, principal stakeholders, general limited partners, and project manager); include names, addresses, title or position, and description of the character, extent, and percentage of interest in the project. The Proposer must include all ownership interests in the organization and all partnering organizations involved.
- d. Identification and description of any relationship the Proposer may have with a parent corporation, subsidiaries, joint ventures, or other entities.
- e. Description of organization and management approach, including identification and role of key individuals who would be involved in implementation of the project, including their background experience.
- f. List key specialists in the area of design and development who have are proposed to work with the proposer on this project and any similar projects recently completed.
- g. A brief description of the role each party will play on the development team.

2. Development Experience of Proposer and Partnering Associates

- a. Description of the Proposer's previous relevant project experience (including that of joint venture partners), emphasizing experience in large-scale urban projects. The experience shall include at least three projects with a minimum value of \$2,500,000 and shall include residential, hotel, office, or mixed-use projects. Provide a brief description showing location, date, concept, land uses, construction cost, financing, experience, and legal relationship of the developer in the project. Indicate the current status of each project, project architect/engineer, and the specific role of the Proposer in the project. Provide photographs and/or website addresses of completed projects of similar magnitude. Please provide a contact name and phone number.
- b. Description of the Proposer's and any joint venture partners' previous experience, roles, and responsibilities in ongoing management and operation for large scale projects. Please specify the roles and responsibilities of individual corporate members.

3. Developer's Financial Capability

Submit the following evidence of the Proposer's financial strength and stability to complete this Project:

- a. Letter from Proposer's surety, broker, or agent confirming financing capacity sufficient for the contemplated Project.
- b. Provide letter from Proposer's insurance broker or agent confirming commitment to insure Proposer for general liability insurance levels sufficient for this contemplated Project.

While not required at this stage, the Selected Developer will be required to submit more specific financial information identifying liquid financial resources readily available to meet contractual responsibilities. This will include how the City of Wilkes-Barre will be assured that those financial resources will remain in place during development and construction of the Project. Moreover, because the Selected Developer will be required to assume all construction and completion risk, demonstrated financial strength will be critical.

4. Development Concept Proposal

- a. *Narrative Description of Development.* Submit a narrative description of the development concept in a format determined at the discretion of the Proposer. Please provide a narrative description of the development objectives:
 - Type of project including envelope specifics, usage and occupancy;
 - Project financing requirements (including justification for the amount of public funds requested relative to the amount of private funding);
 - Design features (elevation, general layout, zoning discussion, parking)
 - Marketing concept.

The submittal should include specific statements indicating how the development concept conforms to the Goals of the Project stated above. Proposers are encouraged to be concise in their narrative description.

- b. *Conceptual Design Proposal:* Each proposer shall submit a conceptual design, prepared by a registered architect, that conforms to the project objectives, design guidelines, and applicable City codes. One set of Concept Drawings must be submitted in 8.5" x 11" format as part of the Proposal document. Required Concept Drawings must include:
- Site Plan
 - Project Massing Diagram
 - Schematic Elevations (must be provided for the development's North River, West Market, and North Franklin Street elevations)
 - Building Floor Plan Layout identifying usage, occupancy and other features.
 - Additional drawings deemed necessary by the Proposer to adequately convey the nature of the design proposal.
- c. *Conceptual Master Plan:* If the proposal assumes individual phases of development, the Proposer shall include a plan indicating all phases of development to eventual buildout. The phases should indicate a logical reasoning to support the sequence of the proposed phasing plan. Proposer should be confident with MOA.
- d. *Conceptual Development Schedule:* Each Proposer shall submit a preliminary schedule that supports the individual phases of the Proposer's master plan. This requirement can be incorporated into the master plan submission for the proposal. Include the time necessary to plan, design, fund, construct and commission each phase of the proposed project.
- e. *Preliminary proforma:* Each Proposer shall submit a preliminary proforma that includes the following:
- All individual phases of the master plan for development.
 - All operating costs associated with each phase of the development.
 - All revenue associated with each phase of the development.
 - All anticipated sources of capital investment that may be used to complete phase(s) of the development, including contemplated structure and terms.
 - Anticipated number of jobs created and/or retained related to each phase of the development.
 - All capital costs (debt service) associated with each phase of the development.

Terms and Conditions

All proposals shall, upon submission, become the property of the City of Wilkes-Barre, except for protected intellectual properties or written materials that are so identified in the proposal.

This Request for Proposals does not represent a commitment or offer by the City of Wilkes-Barre to enter into an agreement with Proposers or to pay any costs incurred in the preparation of a Response to this Request. The Proposals and any information made a part of the Proposals will not be returned to Proposers. This Request for Proposals and the Selected Developer's Response to this RFP may, by reference, become part of any formal agreement between the Developer and the City resulting from this solicitation.

The City of Wilkes-Barre has sole discretion and reserves the right to reject any and all Proposals received with respect to this Request for Proposals and to modify, re-advertise, or cancel the

Request for Proposals at any time prior to entering into a formal agreement. The City also reserves the right to request additional information following review of the initial submission.

The City has no responsibility for any expenses incurred by a Developer in the course of responding and/or presenting this or subsequent proposals.

While every effort has been made to ensure accurate information in the Request for Proposals, neither the City of Wilkes-Barre, nor any of their elected officials, officers, agents, employees or consultants, nor any other public participant or partner, civic group or individual, shall be responsible for the accuracy of any information provided to any Proposer as part of the Request for Proposals process. All Proposers are encouraged to independently verify the accuracy of all information provided. The use of any of this information in the preparation of a response to this request is at the sole risk of the Proposer.

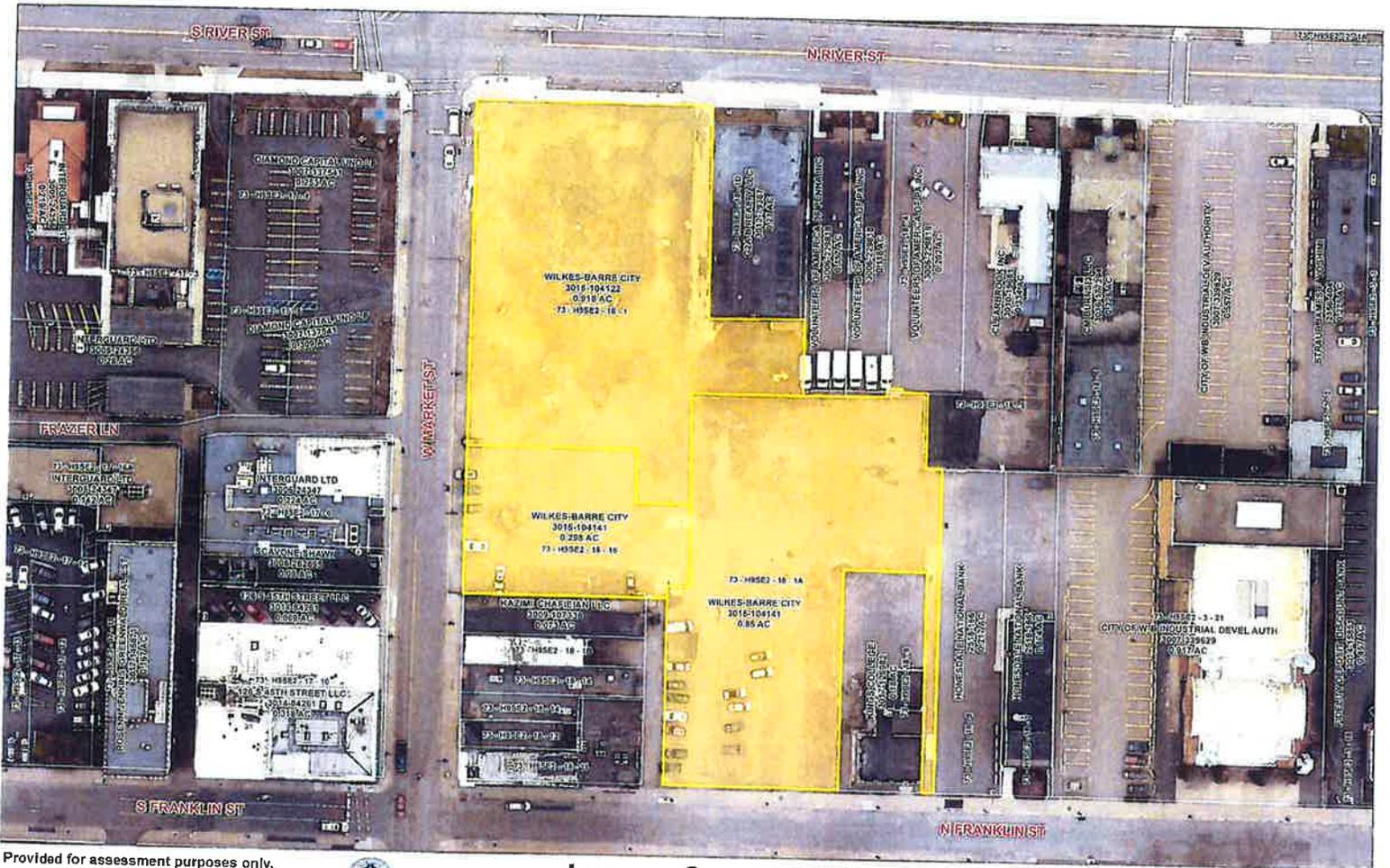
A Proposal will constitute a Public Record. If any part of the Response contains Exceptions for Public Records as defined in Section 708 of Pennsylvania's Right to Know Law, that information must be identified, by highlighting or other means sufficient to permit review and possible redaction, before disclosure of the Proposal to anyone making a proper request to inspect public records.

Requests for Information

All general clarifications or additional information about this opportunity should be directed to Ted Wampole, City Administrator for the City of Wilkes-Barre, via email: twampole@Wilkes-Barre.pa.us

APPENDIX A: Development Site Aerial Photos and Survey GIS/Mapping

See following page.



Provided for assessment purposes only,
not to provide engineering data.

Luzerne County GIS/Mapping

1 inch = 55 feet
2016 Aerial

Untitled Map

Sterling Lot

Legend

 Equilibrium Equities Inc

 Family Service Association: Mericle Catherine H

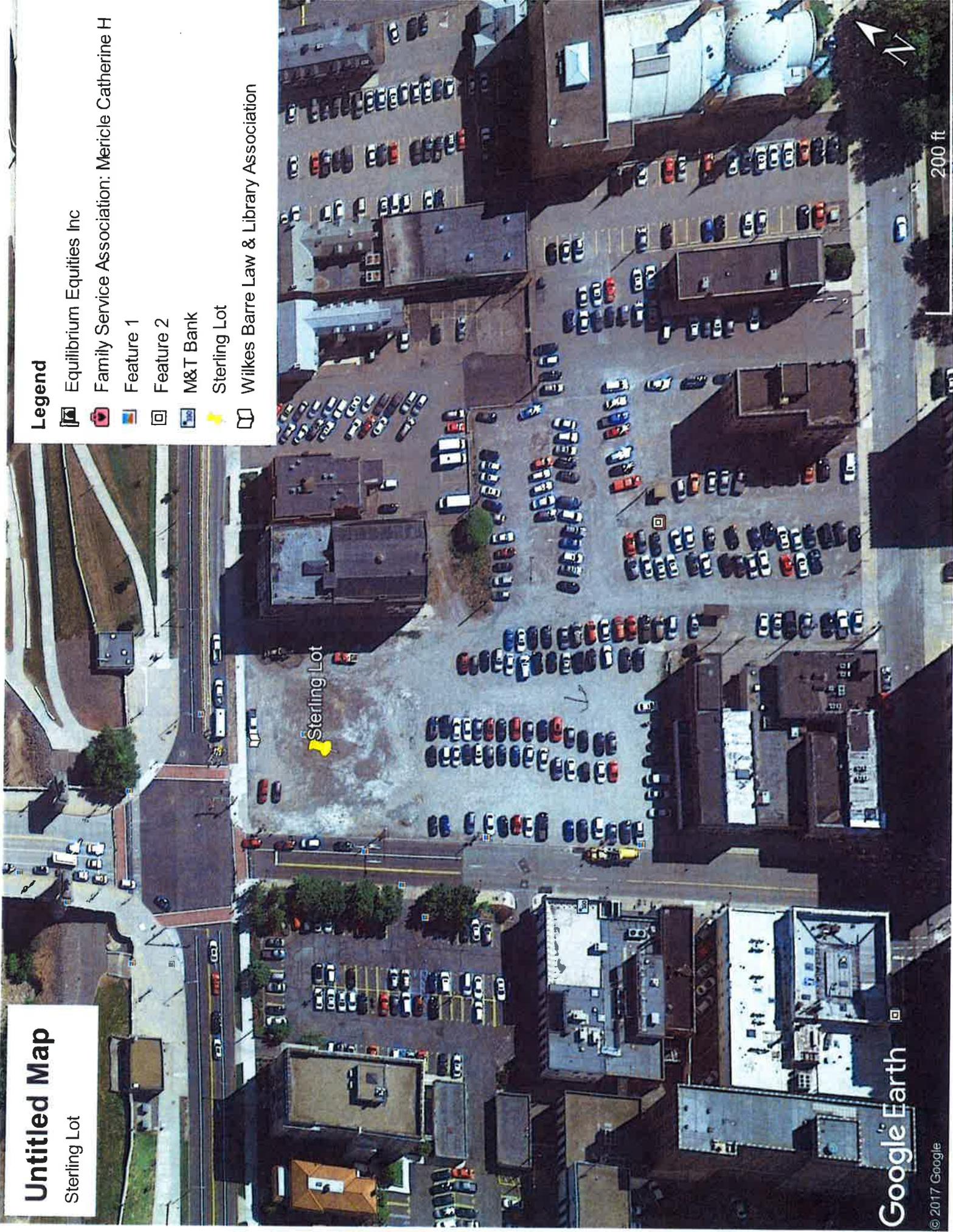
 Feature 1

 Feature 2

 M&T Bank

 Sterling Lot

 Wilkes Barre Law & Library Association



Google Earth

© 2017 Google

200 ft





APPENDIX B: Memorandum of Agreement between City and PA SHPO

See following page.



Commonwealth of Pennsylvania
Pennsylvania Historical and Museum Commission
Bureau for Historic Preservation
Commonwealth Keystone Building, 2nd Floor
400 North Street
Harrisburg, PA 17120-0093
www.phmc.state.pa.us

30 January 2013

Kurt F. Sauer
City of Wilkes-Barre
40 East Market Street
Wilkes-Barre, PA 18711

RE: ER# 00-0207-079-BB
CDBG Program: Memorandum of Agreement for the Demolition of the Hotel Sterling,
Wilkes-Barre, Luzerne Co.

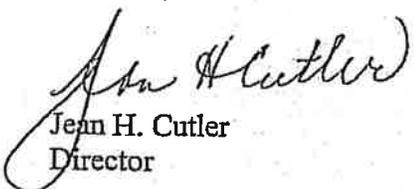
Dear Mr. Sauer:

The Bureau for Historic Preservation (the State Historic Preservation Office) reviews projects in accordance with Section 106 of the National Historic Preservation Act of 1966, as amended in 1980 and 1992, and the regulations (36 CFR Part 800) of the Advisory Council on Historic Preservation as revised in 1999 and 2004, and under the authority of the Environmental Rights amendment, Article 1, Section 27 of the Pennsylvania Constitution and the Pennsylvania History Code, 37 Pa. Cons. Stat. Section 500 et seq. (1988). These requirements include consideration of project potential effects upon both historic and archaeological resources.

The Bureau for Historic Preservation has executed the enclosed Memorandum of Agreement for the project referenced above. Please have the Agreement executed by the remaining parties and forward the Agreement, along with supporting documentation, to the Advisory Council on Historic Preservation for acceptance.

If you need further assistance in this matter, contact Ann Safley at (717) 787-9121.

Sincerely


Jean H. Cutler
Director

JHC/ras

RECEIVED

JAN 28 '13

BUREAU FOR
PRESERVATION

**MEMORANDUM OF AGREEMENT (MOA) BETWEEN
The City of Wilkes-Barre (City), and
PENNSYLVANIA STATE HISTORIC PRESERVATION OFFICER (PA SHPO)
FOR THE DEMOLITION OF THE HOTEL STERLING, CITY OF WILKES-
BARRE, LUZERNE COUNTY, PENNSYLVANIA.**

WHEREAS, pursuant to 24 CFR 58, the United States Department of Housing and Urban Development (HUD) has delegated the responsibility for compliance with the requirements of Section 106 of the National Historic Preservation Act of 1966, as amended (16 USC 470f) to recipient agencies receiving funds from the Community Development Block Grant Program (CDBG) Program; and

WHEREAS, the City, a federally funded municipality, proposes to grant CDBG funds for the demolition of the Hotel Sterling (Project); and

WHEREAS, a previous Memorandum of Agreement was executed encompassing partial demolition and rehabilitation; and

WHEREAS, the condition of the Hotel Sterling has been deteriorating due to the extreme exposure to weather since its closure; and

WHEREAS, the Hotel Sterling has endured a major impact from the flooding of Tropical Storm Lee, causing concerns for the demolition of the building to take place; and

WHEREAS, the City, in consultation with the PA SHPO, has determined that the Project will have an adverse effect upon the historic and architectural qualities that make the River Street Historic District listed in the National Register of Historic Places; and

WHEREAS, the County of Luzerne provided the public with published notification of the proposed demolition plan for the remaining Hotel Sterling Complex and accepted and considered the public's written comments; and

WHEREAS, the Luzerne County Historical Society have been invited to participate in the consultation process as Consulting Parties; and

WHEREAS, a public meeting was held on Friday, October 21, 2011, regarding the Demolition and Site Clearance of the Hotel Sterling, accepting questions and comments regarding the Hotel Sterling. One person attended the meeting; and

WHEREAS, a Notice of Undertaking was published to inform the public of the proposed demolition of the Hotel Sterling site and that all interested agencies, groups and persons were welcome to submit their comments, concerns or views in writing. Six letters of comments and concerns were received; and

WHEREAS, the County has received two petitions to preserve the Hotel Sterling consisting of 153 signatures; and

WHEREAS, the County and City have consulted with the PA SHPO pursuant to 36 CFR 800 regulations implementing Section 106 of the National Historic Preservation Act of 1966, as amended;

WHEREAS, the City agrees to accept the 106 process as undertaken by Luzerne County

NOW THEREFORE, the City of Wilkes-Barre and the PA SHPO agree that the undertaking shall be implemented in accordance with the following stipulations in order to take into account the effect of the Project on the historic property.

STIPULATIONS

The City shall ensure that the following measures are completed prior to the demolition of the Hotel Sterling, City of Wilkes-Barre, Luzerne County, Pennsylvania.

I. EXHIBIT

A. Wilkes-Barre City shall create an interpretive public exhibit.

1. The exhibit shall consist of matted photographs with caption, History, and historic accounts and will be displayed at Wilkes-Barre City Hall until the redevelopment plans allow for display at the site of the existing Hotel Sterling.
2. The City shall provide draft text and photos to the PA SHPO for review and comment
3. PA SHPO shall provide comments within 30 days. If the PA SHPO does not respond within 30 days, the City shall assume the PA SHPO has no comments.
4. Once redevelopment of the site is complete, Wilkes-Barre City shall ensure that the developer will place the interpretive exhibit in a public location in the new construction.

II. SALVAGE

The City shall have some of the architectural elements of the building removed and relocated to the Swetland Homestead in Wyoming, Pennsylvania, which is listed on the National Register of Historic Places; a request that was made by the Luzerne County Historical Society. Architectural elements retained for this purpose will include, but are not limited to:

1. Limestone Marquee stone of the main entrance along W. Market Street, that reads "STERLING" with its attached balustrade and pink granite columns be saved.

2. The sign "Sterling Hotel" that is above the side door along N. River Street, along with the red canvas of the hanging marquee at the main entrance on W. Market. Also, if salvageable, the hanging marquee.
3. A section of the copper roof cornice with one of the decorative wreaths.
4. If possible, some of the original tile work from the lobby and some sections of the wrought iron railings that surround the lobby along the second floor.

III. REVIEW OF NEW DEVELOPMENT

The City shall insure that any new construction on the Hotel Sterling site will meet the Secretary of the Interior's Standards for Rehabilitation and Guidelines for Rehabilitating Historic Buildings as it pertains to Standard #9.

- A. The City shall involve the PA SHPO in the review of proposed development plans for the Sterling Hotel site. The City shall provide the PA SHPO with architectural renderings, 50% architectural plans, 90% architectural plans, and final plans.
- B. The PA SHPO shall review all plans within 30 days of receipt. If the PA SHPO does not respond within 30 days, the City may assume that the PA SHPO has no comments.

IV. PUBLIC OBJECTION

During implementation of the measures stipulated in this Agreement, should a timely and substantive objection to any such measure or its manner of implementation be raised by a member of the public, the City shall take the objection into account and consult as needed with the objecting party and the PA SHPO, or the Council to resolve the objection.

V. DISPUTE RESOLUTION

Should the PA SHPO object within thirty (30) days to any products provided for review pursuant to the Memorandum of Agreement, the City shall consult with the PA SHPO to resolve the objection. If the City determines that the objection cannot be resolved, the City shall request further comments or recommendations of the Advisory Council concerning the dispute pursuant to 36 CFR Part 800.6(b)(2). Any Advisory Council comment provided in response to such a request will be taken into account by the City in accordance with 36 CFR Part 800.6(c) with reference only to the subject of the dispute; the City's responsibility to ensure that all actions under this Memorandum of Agreement that are not subject of the dispute are carried out will remain unchanged.

VI. DURATION

This MOA will be null and void if its terms are not carried out within five (5) years from the date of its execution. Prior to such time, the City shall consult with the other signatories to reconsider the terms of the MOA and amend it in accordance with Stipulation VI below.

VII. AMENDMENTS

This MOA may be amended when such an amendment is agreed to in writing by both signatories. The amendment will be effective on the date a copy signed by all of the signatories is file with the ACHP.

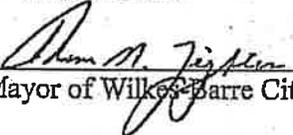
VIII. TERMINATION

If a signatory to this MOA determines that its terms will not or cannot be carried out, that party shall immediately consult with the other party to attempt to develop an amendment per Stipulation VI above. If within thirty (30) days an amendment cannot be reached, any signatory may terminate the MOA upon written notification to the other signatory.

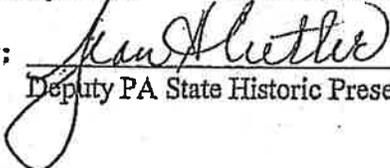
Once the MOA is terminated, and prior to work continuing on the undertaking, the City must either (a) execute an MOA pursuant to 36 CFR Part 800.6 or (b) request, take into account, and respond to the comments of the ACHP under 36 CFR Part 800.7. The City shall notify the signatory as to the course of action it will pursue

Execution of this Memorandum of Agreement by the City of Wilkes-Barre and the Pennsylvania Historical and Museum Commission, Bureau for Historic Preservation and implementation of its terms is evidence that the City has afforded the Bureau for Historic Preservation an opportunity to comment on the conversion and its effect on the historic property, and the City has taken into account the effect of the undertaking on the historic property.

City of Wilkes-Barre

By:  Date: ~~01~~ 01/25/13
Mayor of Wilkes-Barre City

Pennsylvania State Historic Preservation Officer

By:  Date: 1/30/2013
Deputy PA State Historic Preservation Officer