

NOTICE FOR REQUESTS FOR PROPOSALS

**TO PURCHASE GOSHEN MILLRACE REDEVELOPMENT AREA,
GOSHEN, REAL ESTATE**

The Goshen Redevelopment Commission is soliciting proposals to purchase Goshen Millrace Redevelopment Area, in the City of Goshen, Indiana, west of Third Street, south of Madison Street and north of Douglas Street. Informational packages describing the requirements for the proposals may be obtained from Mark Brinson, Community Development Director, 204 E. Jefferson St., Ste 6, Goshen, IN 46528 (574-537-3824).

Written proposals must be submitted to Mark Brinson, Community Development Director, 204 E. Jefferson St., Ste. 6, Goshen, IN 46528 on or before 12:00 p.m. on Tuesday, November 13, 2018. The proposals will be opened at the Redevelopment Commission meeting at 3:00 Tuesday, November 13, 2018. The meeting will be held at the Goshen Police & Court Building in the City Court Room/Council Chambers, 111 E. Jefferson St., Goshen.

All proposals shall meet the requirements set forth in the solicitation. A proposal submitted by a trust (as defined by IC 30-4-1-1(a)) must identify the beneficiary of the trust and settlor empowered to revoke or modify the trust. The City reserves the right to waive (but is not required to waive) any inconsistency between any proposal submitted and the requirements contained in the solicitation.

REQUEST FOR PROPOSALS

Goshen Millrace Redevelopment Area

The Goshen Millrace Area consists of the Mill Race Townhomes Primary Subdivision which is approximately one (1) acre by the Goshen Millrace Canal, located in the City of Goshen, west of Third Street, south of Madison Street and north of Douglas Street. The area is located within three (3) blocks of the historic downtown, borders a 90 acre park and nature preserve and is on or near the Maple City Greenway, a 10 mile pedestrian/bike path. (Site Map - Exhibit 1 and 2).

The Past

The canal was excavated by 40 workmen in 1867 using teams of horses and plows. A dam was constructed across the Elkhart River approximately one mile south of Goshen to divert water into the raceway. The completion of the canal was accompanied by Goshen's incorporation as a City on April 18, 1868, which was followed shortly by a boom in industrial and commercial growth. Many firms sprung up along the banks of the hydraulic canal to take advantage of the cheap source of power.

The canal continued to be the main focus of industrial development until a new form of power was developed. In 1898, Hawks Electric Co. was incorporated and a central generating station was built along the hydraulic canal. The plant was large enough to supply electricity not only for Goshen but also for the neighboring towns.

Over time, the manufacturing facilities located along the canal became outdated and/or the companies went out of business. By the year 2000, fewer than 50 people were employed in businesses along the canal, where as many as 1,000 had once worked. Most properties were either vacant or significantly underutilized and contained an unknown legacy of industrial contamination or other environmental liabilities. Nevertheless, the strategic importance of the area and the need to address the blighted properties mobilized City leaders to begin planning redevelopment of the area.

The Present

In 2006, the City of Goshen was awarded two brownfield assessment grants by the U.S. EPA to be used for the assessment of nine (9) industrial brownfield properties located within the historic industrial canal area. In 2007 and 2008, the City was awarded three (3) additional grants by the U.S. EPA for cleanup of three (3) properties, each of which had industrial uses dating back more than 100 years.

In 2010, three (3) more cleanup grants were awarded and a \$1,500,000 loan was obtained from IFA to complete the cleanup.

The remedial approach selected for the Millrace Area is placement of a two foot (2') clean soil cap for any undeveloped areas of the site. The site is currently lower than the surrounding area and the expense of importing clean soil once construction is complete for these areas will be borne by the City. Once the cap is in place, IDEM is expected to issue a site status letter which will permit the real estate to be used for residential purposes with a no dig restriction. Soils excavated for basements for the proposed development will require disposal at the Elkhart County Landfill and the City will pay for the transport and disposal of the excavated materials.

The canal is being transformed into a linear park and includes a number of improvements such as landscaping, decorative lighting, benches and a bike path. Some of the land on both sides of the canal will remain public property dedicated to public use and will complement the private development along the east side of the canal. In addition a passive park is planned for the area north of the Hawks Building and south of the Artist Guild as well as an ice skating/multipurpose facility on the west side of the canal. A renovation of the north side of the Hawks Building is also planned.

Project Specifications

The City of Goshen Redevelopment Commission's Goals

The Redevelopment Commission's goal for the property is to create a pedestrian-oriented residential area.

A proposal should include multi-story buildings) which may be condominiums or apartments. Limited commercial development is also acceptable. However, the primary focus of any proposal must be the construction of residential properties. The exact mix of uses, housing density and price points will be up to the entity submitting the proposal.

The City of Goshen seeks to achieve the following objectives by the development of the Goshen Mill Race Area:

- A. A residential development that takes advantage of the canal and the nearby downtown setting.
- B. Encourage development that incorporates principles of sustainable development, such as green building technologies.
- C. Permit public access to the Millrace Canal and the Maple City Greenway
- D. Enhance the link between the residential developments in the area and the downtown.

A redevelopment agreement will be executed with the entity submitting the successful proposal. The construction of the project is expected to begin by the spring of 2020. Depending on the type of residential development proposed, the Redevelopment Commission acknowledges that completion of the project may be proposed in phases.

Redevelopment Area Description

Land Area and Location

The Goshen Millrace Area (lies east of the Goshen Millrace Canal and west of River Race Drive. The project area is located three (3) blocks south of a thriving downtown business district and borders a ninety (90) acre park. (Shown on Exhibit 1 and 2 attached to this Request for Proposals)

Access

There are a series of access streets connecting the Goshen Millrace Area to Third Street, a major transportation corridor in downtown Goshen. The Goshen Millrace Area is easily accessible by foot or bike to the downtown.

Utilities

Water, sewer, electric, and gas are readily available to the Goshen Millrace Area. As-built drawings are available showing the location of the utilities that have been stubbed into the site.

Zoning

The Goshen Millrace Area is vacant and currently zoned Commercial B-2 PUD. Any proposal selected by the Redevelopment Commission that requires re-zoning will be supported by the Redevelopment Commission. Proposals that are primarily residential with limited commercial use will be acceptable to the Redevelopment Commission.

Environmental Conditions

The Goshen Millrace Area had a history of industrial uses. Comprehensive environmental testing has been performed on these properties using a series of grants awarded to the City since 2006 by the U.S. EPA and the State of Indiana.

Phase I and Phase II Environmental Site Assessments (ESA's) have been completed for the Goshen Millrace Area. Phase II ESA/ESI reports are available for the Goshen Millrace Area. The site contains historic fill materials. Lead, arsenic and other contaminants were detected. Some of the contaminants were found at levels exceeding Indiana Department of Environmental Management (IDEM) residential default closure levels (RDCL's) as defined in the Risk Integrated System for Closure (RISC) regulatory guidelines. Some groundwater impacts have been found, but in general, groundwater impacts are relatively limited and should not have a significant impact on redevelopment planning.

Part of the remediation activities have been completed but additional work will be required. The soil with constituent concentrations that exceed the RDCL's guidelines for direct contact with soil has been excavated and removed from the properties. A two foot (2') soil cap will need to be added at the City's expense to the real estate in areas that are not developed with structures, sidewalks and driveways.

The City has administered State and Federal grants for environmental cleanup for the real estate. The final clean fill coverage of the real estate will be performed in coordination with the entity submitting the selected proposal to assure that the remedial action activities will most effectively address the specific needs of the proposal with consideration of which specific areas will be used for residences, parking lots, streets, green space and public amenities. The entity submitting the successful proposal will need to test the site to determine that the site is suitable for their proposed construction.

Proposal Evaluation Criteria

The Redevelopment Commission will sell the real estate to the entity submitting the highest and best proposal using the described evaluation criteria, provided the proposed purchase price equals or exceeds the sum of Ninety Three Thousand Two Hundred Fifty Dollars (\$93,250). However, the Redevelopment Commission reserves the right to reject any proposal as provided by Indiana Code 36-7-14-22(f) or reject all proposals if rejection of all proposals is deemed to be in the Redevelopment commission's best interest.

In determining the highest and best proposal, the Redevelopment Commission will consider the following factors:

1. The experience, the financial capacity and the organizational capacity of the entity submitting the proposal to successfully plan and complete the proposed development.
2. The overall quality of the submission and the extent to which the proposed development is consistent with the redevelopment goals stated in this document.
3. Whether the multi-story buildings are three stories or more.
4. The market and financial feasibility of the proposal, including the entity's ability to make the proposed improvements with reasonable promptness.
5. The public benefit of the proposed project.
6. The size and character of the improvements proposed to be made by the entity submitting the proposal.
7. The proposed development density.
8. The extent to which the proposed development incorporates the elements of a sustainable development.
9. Whether the real estate, when improved, will be sold or rented.
10. The proposed purchase price to be paid to the Redevelopment Commission.
11. Whether the entity submitting the proposal is a trust and whether the submission identifies the beneficiary of the trust and whether the settlor is empowered to revoke or modify the trust.

A development agreement will be negotiated by Redevelopment staff and the entity submitting the selected proposal. The negotiated agreement will be presented to the Redevelopment Commission for approval.

Obligations of Entity Submitting a Proposal

The entity submitting the selected proposal must agree to do each of the following at the submitting entity's expense:

1. Develop the proposed project in compliance with all Indiana Building Codes and City of Goshen Ordinances, Policies and Standards, including Zoning Ordinances, Subdivision Standards, Landscaping Ordinances, Construction Site Stormwater Runoff Control Ordinances and Post Construction Stormwater Management Ordinances.
2. Construct all building water lines, building sewer lines, and storm water connections that are needed.

Instructions for Submitting Proposals

Requests for Clarifications and Addenda

1. Entities intending to submit proposals, have questions or are interested in touring the site should contact Mark Brinson, Community Development Director.
2. All requests for clarification to this solicitation must be received at least one (1) week before the opening date to allow for the issuance of any addendums determined by the City to be necessary. A Proposer shall rely only on written addenda issued by Mark Brinson, Community Development Director. Requests for clarification should be made in writing and may be directed to:

Mark Brinson, Community Development Director
City of Goshen Redevelopment Commission
204 East Jefferson Street, Suite 6
Goshen, Indiana 46528
Telephone: (574) 537-3824
E-Mail: markbrinson@goshencity.com

3. Interpretations or clarifications determined necessary by the City will be issued by addenda mailed, faxed or otherwise delivered to all parties recorded by the City as having received the proposal documents. Only questions answered by formal written addenda will be binding. Oral and other interpretations or clarifications will be without legal effect.

Trusts

In accordance with Indiana Code 36-7-14-22, a proposal submitted by a trust (as defined by Indiana Code 30-4-1-1) must identify the beneficiary of the trust and indicate whether the settlor is empowered to revoke or modify the trust.

Preparation and Submission of Proposals

1. Copies. Proposals shall be submitted as follows: five (5) bound copies and one (1) electronic copy on CD-ROM. Facsimile or e-mail submission will not be accepted.
2. Content. Each proposal must include all of the following requested information.
 - a. Cover Letter.

A cover letter on company letterhead that is signed by a person authorized to submit and sign the proposal. The cover letter shall include the following:

1. The entity's name, address, and telephone number;
2. The name of the person authorized to submit/sign the proposal, his/her title, telephone number and e-mail address;
3. The entity's Federal ID number; and
4. The entity's State ID number.

b. Development Team.

A summary of the proposed development team that shall include:

1. Identity of members of the development team including planners, architects, engineers, general contractor and subcontractors.
2. Biography of each member including their experience in developing similar projects.
3. Description of the development team's green building, sustainable design and energy performance expertise.
4. Whether the development team has or intends to form a corporation, a partnership, a joint venture or other type of business association to carry out the proposed development.

c. Financial Information.

The entity submitting the proposal shall provide a financial statement that is specific enough so that a proper determination of the entity's financial capability to complete the project can be made.

d. Project Proposal Conceptual Explanation.

A conceptual explanation of Project Proposal including:

1. A plan with as much detail as possible, including land uses, building designs, building elevations describing how the development complements and interacts with the surrounding area.
2. Project phasing indicating the conditions upon which construction phases would be based.
3. A description of the residential components of the development plan that includes information about the building design, size of units, sales prices and/or rental rates, density and amenities.
4. Green development sustainability components with a description of the green building and site planning methods that will be incorporated into the project, if any.

e. Schedule.

A proposed timeline for the redevelopment, including any conditions that must be met before the proposal can become a reality. The schedule should include:

1. Time needed to obtain financing.
2. Design completion.
3. Site preparation.
4. Start and completion of construction for each phase.

f. Price. Price to be paid for the real estate.

3. Submission of Proposal.

- a. All proposals shall be submitted in a sealed envelope. The envelope must be labeled with the submitting entity's name and address; and the words "Goshen Redevelopment Area Proposal".
- b. If a proposal is sent through the mail or other delivery system, the sealed envelope shall be enclosed in a separate envelope with the notation "PROPOSAL ENCLOSED" on the face of the outer envelope.
- c. Proposals shall be filed with Mr. Mark Brinson, Community Development Director, City of Goshen Redevelopment Commission, 204 East Jefferson Street, Suite 6, Goshen, Indiana 46528.
- d. All proposals submitted become the property of the City and are a matter of public record.
- e. Any entity wishing to make a proposal to purchase must submit their sealed, written proposal no later than Tuesday, November 13, 2018 at 12:00 p.m. local Goshen time.
- f. If no proposed offer exceeds the sum of Ninety Three Thousand Two Hundred Fifty Dollars (\$93,250), the Redevelopment Commission may select a proposal offering less than the sum of Ninety Three Thousand Two Hundred Fifty Dollars (\$93,250), but only after the Redevelopment Commission accepts additional proposals until Monday, January 7, 2019 at 12:00 p.m. Goshen time. After accepting proposals for the additional period, the Redevelopment Commission may select the highest and best proposal using the criteria set forth in this request for proposals with no minimum price.
- g. The City of Goshen is not responsible for late or lost proposals due to mail service inadequacies, traffic or other similar reasons. Proposals received after the designated time will not be considered in the selection process.
- h. The City reserves the right to accept or reject any or all proposals and to waive informalities or irregularities in the selection process.

4. Withdrawal or Modification of Proposals.

Any modifications made to a proposal before submission must be initialed in ink by the submitting entity's authorized representative. A submitting entity may, upon written request, modify or withdraw their proposal at any time prior to the opening date and time. A request to modify or withdraw a proposal must be signed by the same person or persons who signed the original proposal submitted. No proposal may be modified or withdrawn after the opening of the proposals.

5. Opening of Proposals

The proposals received will be opened in public by the Redevelopment Commission at the Redevelopment Commission meeting on November 13, 2018 at 3:00 p.m. in the City Courtroom / Council Chambers located at 111 East Jefferson Street, Goshen, Indiana.

Some or all of the entities submitting a proposal may be requested to present their proposals to the Redevelopment Commission or Redevelopment staff. Entities submitting proposals may be asked to respond to additional questions.

Redevelopment staff will make a recommendation to the Redevelopment Commission as to which proposal, if any, should be selected. The Redevelopment Commission may select a proposal after considering the staff recommendation and criteria described in this proposal.

General Terms and Conditions

Conflict of Interest / Non-Collusion

1. All submitting entities must certify that the entity has not entered into a combination or agreement relative to the price to be proposed, taken any action to prevent a person from submitting a proposal, or to induce a person to refrain from submitting a proposal. The submitting entity's proposal is made without reference to any other proposal unless specifically so indicated.
2. All submitting entities must certify that they are not in a situation where the submitting entity's private interest would interfere with its loyalty or responsibilities to the City of Goshen or raise questions about such interference. The submitting entity agrees not to accept work, enter into a contract, accept an obligation or engage in any activity, paid or unpaid, that is inconsistent or incompatible with the submitting entity's obligations, or the scope of services to be rendered to the Redevelopment Commission. The submitting entity shall warrant that, to the best of their knowledge, there is no other contract or duty on the submitting entity's part that conflicts with or is inconsistent with the services sought to be provided to the Redevelopment Commission.
3. The submitting entity must sign and have notarized the Conflict of Interest / Non-Collusion Affidavit.

Applicable Laws.

Any contract resulting from a proposal submitted will be construed in accordance with and governed by the laws of the State of Indiana.

Costs for Submitting Proposal

The City of Goshen or its Redevelopment Commission will not be liable for any costs incurred by the respondents in replying to this Request for Proposals. The City of Goshen or its Redevelopment Commission are not liable for any costs for work or services performed by the selected Proposer prior to the award of a contract.

Authority to Bind Submitting Entity.

The signatory for the entity submitting a proposal represents that he or she has been duly authorized to execute the proposal documents on behalf of the submitting entity and has obtained all necessary or applicable approvals to make this submission on behalf of entity when his or her signature is affixed to the proposal.

Exhibit 1

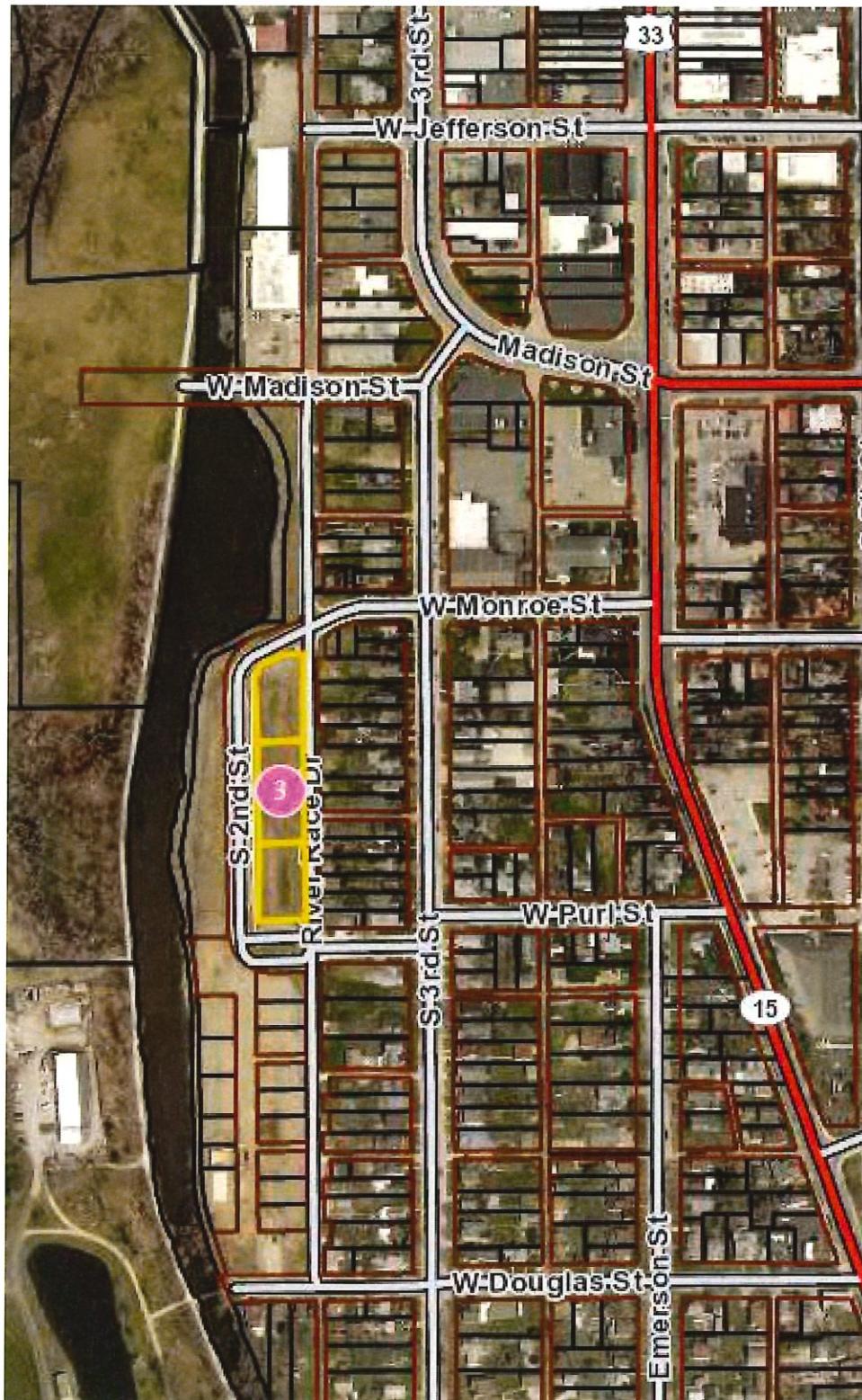


Exhibit 2

