

REQUEST FOR PROPOSAL

development opportunity
in downtown Livermore



CORNERSTONE

at downtown livermore



CORNERSTONE
at downtown livermore

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DHARMESH PATEL
EMD, Hotels
Colliers International
450 W Santa Clara Street
Santa Clara, CA 95113
+1 408 282 3990
dharmesh_patel@colliers.com

CA License No. 01742086

DAVID OROZCO
Senior Vice President
DTZ
5000 Hopyard Road, Ste 205
Pleasanton, CA 94588
+1 925 621 3853
david.orozco@dtz.com

CA LICENSE NO. 00984722

MARK TRISKA, SIOR
Executive Vice President
Colliers International
3825 Hopyard Road, Ste 195
Pleasanton, CA 94588
+1 925 227 6210
mark.triska@colliers.com

CA LICENSE NO. 01012779

PAUL SPENCE
Planning Manager
City of Livermore
1052 South Livermore Avenue
Livermore, CA 94550
+1 925 960 4474
prspence@cityoflivermore.net

– THE OPPORTUNITY –

Downtown Livermore is an attractive, growing East Bay location within the historic Livermore Valley. Public and private investments in downtown Livermore have led to an exciting renaissance with a limitless future.

These prominent, high-identity 8.18 acres are the most visible and significant building blocks remaining in the downtown core. Livermore is looking for developers who can deliver a destination hotel, mixed-use/residential with appropriately scaled retail development, and a public parking structure that will continue to contribute to downtown Livermore’s emergence as a regional destination. The City’s investment continues to be significant with over \$17 million in the current financial plan designated for design and construction of the parking garage on the larger subject site west of South Livermore Avenue.



– THE LOCATION –

The City of Livermore is located in the Tri-Valley region along Interstate-580, east of San Francisco Bay, in Alameda County. Nearby cities in the Tri-Valley include Danville, Dublin, Pleasanton and San Ramon. The Tri-Valley is a suburban business center, home to a number of major employers, company headquarters and small businesses. Founded in 1869, Livermore is the largest city in the Tri-Valley with a population of 87,000. Located just 45 miles east of San Francisco and 35 miles northeast of San Jose, Livermore’s geographic position supports regional connectivity, not only for its workers and residents, but also for businesses and guests with its close proximity to Silicon Valley, the greater San Francisco Bay Area and Northern California’s Central Valley.

Livermore’s centralized location attracts many major employers, company headquarters and small businesses to Livermore and the Tri-Valley including Chevron, SAP, Ross Stores, FormFactor, Comcast Cable, Workday, Oracle, AT&T and Stanford Health Care-ValleyCare. In addition, Livermore is home to two national laboratories, Lawrence Livermore National Laboratory and Sandia National Laboratories. The labs employ more than 6,800 employees plus many visiting scientists from around the world.



Come to play... stay.

Less than an hour east of San Francisco lies Livermore, a valley steeped in tradition and history with an exciting future. This stirring community offers its visitors plenty of reasons to come around. And they do!

Set amidst rolling hills, vineyards and grand oak trees, Livermore's classic American charm and distinguished wine heritage shines while the city continues to grow.

Livermore, along with its neighbors, Pleasanton, Dublin, San Ramon and Danville, is bustling with events, restaurants, cafés, galleries, theaters and shops, so there's never a shortage of things to do. It's no wonder why Livermore has been hailed as one of the "Hottest Neighborhoods in America" (Business Insider, 2013).

Winemakers started planting vineyards in the Livermore Valley in the 1800s, making it the oldest appellation in California. As one of California's oldest wine regions, the Livermore Valley played a key role in shaping California's wine industry. Today, the Livermore Valley Winegrowers Association and wineries host welcoming tasting rooms and several regional events each year, bringing in over 345,000 visitors annually. The region has nearly 60 wineries showcasing internationally acclaimed, award-winning wines. Wente and Concannon are both recognized as pioneers in the wine industry and have grown to be industry leaders. In addition to the weekend wine tasting, outdoor concerts and festivals, the wineries also hold an estimated 500 weddings each year.

Livermore has much to offer year-round visitors. The San Francisco Premium Outlets is the largest shopping outlet in the state of California with 180 high-end retailers and draws nine million visitors annually, from 60+ countries. Only Disneyland (16 million) and Disney World (18 million) attract more guests on an annual basis.

Livermore also has a vibrant, active and diverse visual and performing arts community. For more information, see the website for the Livermore Cultural Arts Council at www.lcac.org. The Livermore Valley Performing Arts Center operates three venues, including the 500-seat Bankhead Theater, the Bothwell Arts Center and Downtown Arts Studios. The LVPAC Presents series, together with performances by Resident Companies, local community groups and touring shows, include nearly 100 live performances a year that draw crowds from the greater San Francisco Bay Area.

Recreation is not hard to come by in this community. Livermore hosts the World's Fastest Rodeo, which attracts over 15,000 guests during its annual three-day event. There are four public golf courses, including Poppy Ridge, an NCGA Course with more than 100,000 rounds played each year, and The Course at Wente. Designed by golfing great Greg Norman, The Course is one of the Bay Area's premier golf courses

Top 5 'Hottest Neighborhoods for 2013'

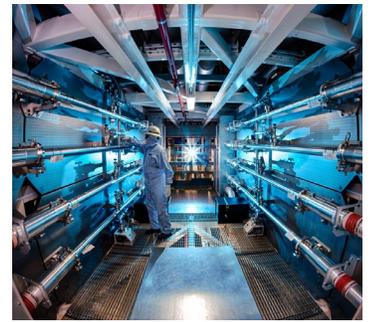
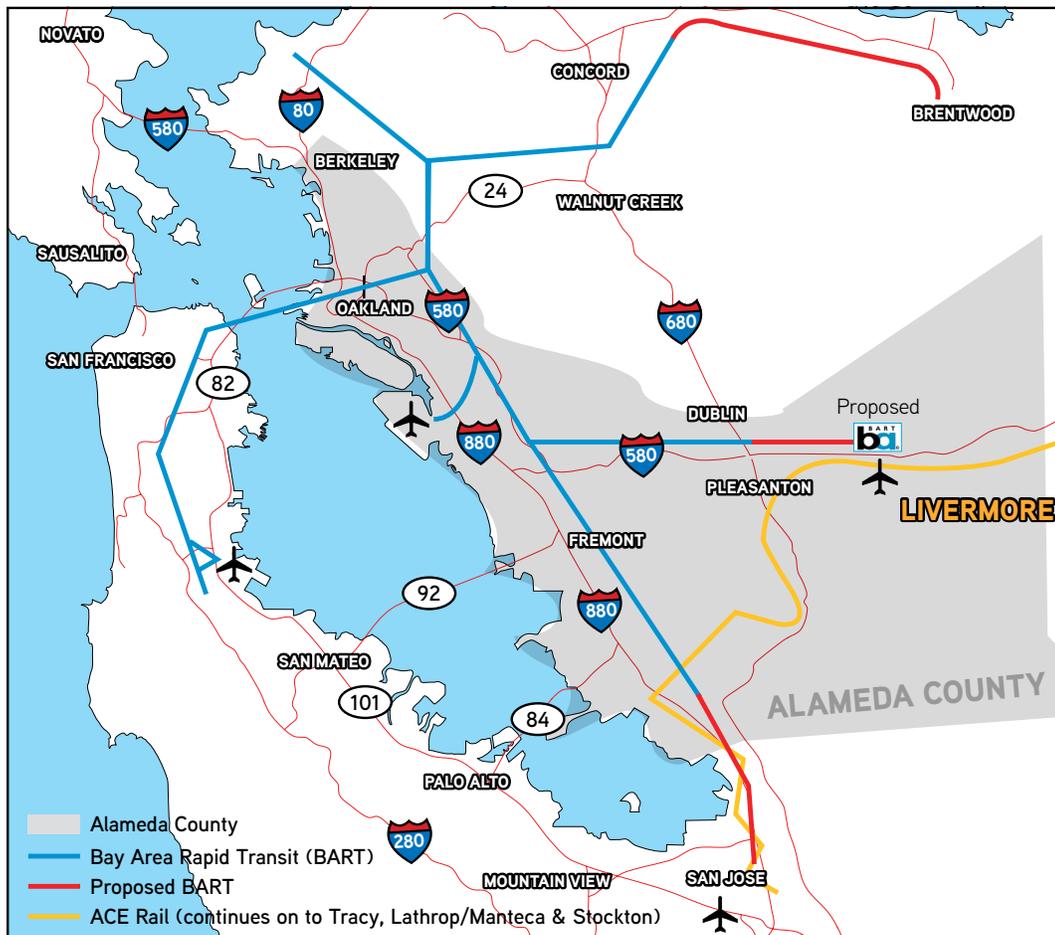
-Redfin

and has played host to the Livermore Valley Wine Country Championship, part of the PGA Nationwide Tour. The Livermore Area Recreation and Park District offers miles of regional trails and hundreds of acres of parks and open space preserves. Del Valle Regional Park brings out the adventure seekers, offering hiking, horseback riding, boating, kayaking and stand up paddle boarding. Visitors to Livermore often find themselves wishing they could stay. And with your help, they can!

Voice of the People Award for Transformation in Foundations of Livability

-The National Citizen Survey

CITY OF LIVERMORE: A DYNAMIC BAY AREA CITY



Livermore is a city of dynamic achievers. From the success of our wine country to the groundbreaking science and innovation of our National Laboratories, Livermore is a city that breeds success. Nearly half of Livermore's residents have attended college, with 10% achieving a Master's Degree and nearly 3% achieving a Doctorate, which exceeds most cities of comparable size across the state. The City's connections to the laboratories have helped to inspire a strong innovation economy with a broad business and employment base across areas such as manufacturing, research and development, business services, trade, government and construction.

Livermore is home to award-winning education programs, including two 2015 Gold Ribbon High Schools. The Livermore School District is also a member of the International Baccalaureate (IB) World Schools Programme, which is offered in 4,000 schools across 144 countries. In addition, Livermore is home to a fully accredited community college,

Las Positas College. Las Positas currently enrolls approximately 10,000 day and evening students and offers a two-year curriculum for students seeking career preparation, to transfer to a four-year college, or personal enrichment.

Livermore and the Tri-Valley are easily accessible from the rest of the Bay Area through the Bay Area Rapid Transit (BART) stations located in Dublin/Pleasanton, with easy public transit connections bringing visitors right into the heart of downtown. A BART to Livermore extension to the I-580/Isabel Avenue interchange is in the planning and design phase. In addition, the Altamont Corridor Express (ACE) train system runs from Stockton through Livermore to Silicon Valley with a stop in downtown Livermore. Another travel option that distinguishes Livermore from many other Bay Area cities is the Livermore Municipal Airport, a General Aviation Reliever Airport, which serves private, business and corporate customers.



DOWNTOWN LIVERMORE



“A year-round destination to dine, shop, visit wineries and enjoy the iconic history and fun nightlife, downtown Livermore attracts more than 400,000 visitors to the city annually.”

Part of the charm of downtown Livermore is its ambiance where old meets new. The city’s deeply rooted history is still celebrated, but many modern touches from public and private investment have been added to keep downtown Livermore fresh, family friendly, and exciting.

Boutiques and alfresco dining line First Street. A diverse collection of restaurants, globally inspired and locally sourced, offer menus for sophisticated and straightforward palates and every taste in between. On any day or night of the week, live music and entertainment pour out from 19 different locations to the wide and welcoming walkways and public plazas.

The City invested nearly \$25 million in the updated First Street Streetscape featuring widened walkways, outdoor dining areas, trellises, fountains, benches and landscaping, and the Livermore Valley Center Parking Garage.

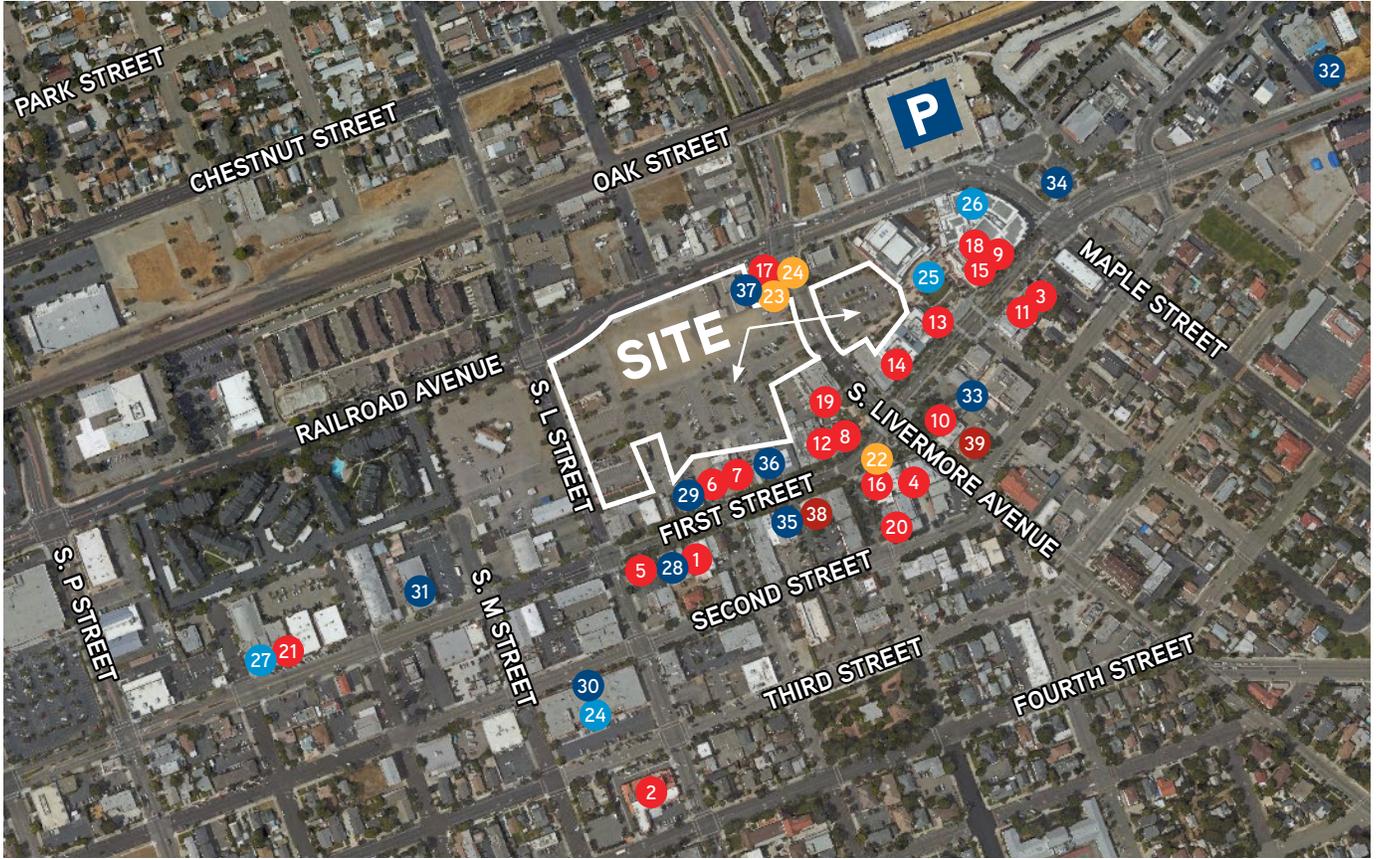
Private projects in the downtown core that are already attracting and promoting further revitalization include a 13-screen, state of the art cinema, the 500-seat Bankhead Performing Arts Theater and over 80,000 square feet of office over ground floor retail and restaurants.

Livermore Downtown is an active member of the California Main Street Association and hosts many weekend events in the downtown. Events include the Livermore Valley Wine Country Festival, the Altamont Cruisers Car Show and the Livermore Half Marathon. Hundreds of thousands attend these events. Livermore Downtown’s weekly Certified Farmers Market is also a crowd favorite. There is always something going on in downtown Livermore!

More in-depth information regarding additional tenants and businesses in downtown Livermore can be found in the [Downtown Livermore Amenities Map](#).



AMENITIES



DINING & COCKTAILS

- 1 Bruno's Italian Cuisine
- 2 Casa Orozco Mexican Restaurant
- 3 Clay Oven
- 4 Demetri's Taverna
- 5 Donut Wheel
- 6 Double Barrel Wine Bar
- 7 First Street Alehouse
- 8 Lemon Grass Restaurant
- 9 Patxi's Pizza
- 10 Peet's Coffee & Tea
- 11 Sanctuary Ultra Lounge & Restaurant
- 12 Sansar Indian Cuisine
- 13 Sauced BBQ & Spirits
- 14 Simply Fondue

- 15 Star Anise
- 16 Strizzi's Restaurant
- 17 Swirl on the Square
- 18 The Last Word
- 19 Uncle Yu's Restaurant
- 20 The Riata Diner & Tavern
- 21 Zephyr Grill & Bar

WINE/BEER TASTING

- 22 First Street Wine Co.
- 23 John Christopher Cellars
- 24 Tap 25

ART & ENTERTAINMENT

- 25 Bankhead Theater - LVPAC
- 26 Livermore Cinemas
- 27 Vine Cinema & Alehouse

SHOPPING

- 28 Baughman's Western Outfitters
- 29 Caratti Jewelers
- 30 Cooleykatz Toys
- 31 Dom's Outdoor Outfitters
- 32 Livermore Cyclery
- 33 Street Science Skate Shop
- 34 Sunrise Mountain Sports
- 35 Uptown Girls Boutique & Salon
- 36 Van's Health Foods
- 37 Victorine Olive Oil

NON-PROFIT

- 38 Chamber of Commerce
- 39 I-Gate Innovation Hub



PROJECT DETAILS



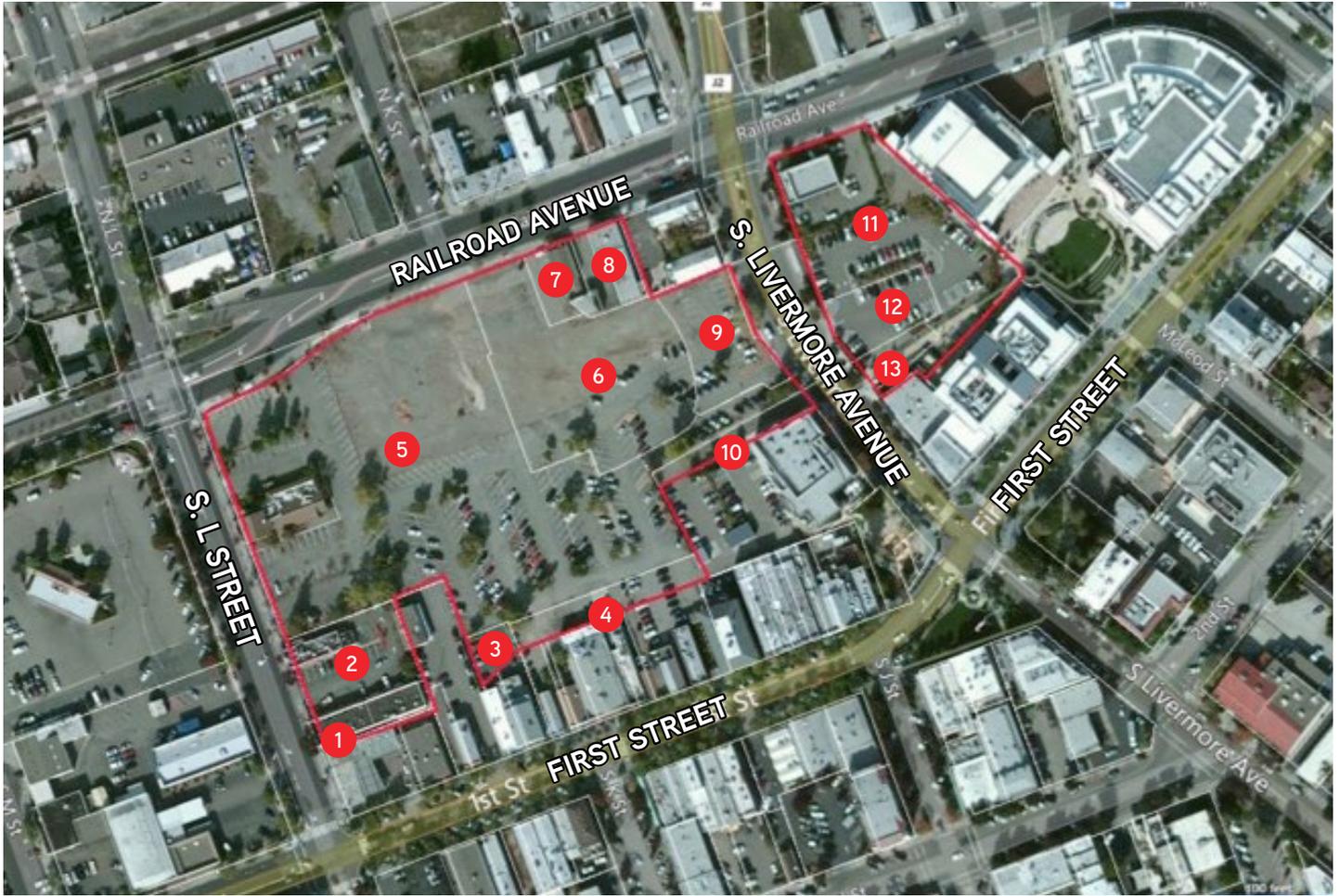
Colliers International and DTZ have been selected by the City of Livermore to assist in developing two (2) comprehensive Request For Proposals that lead to the disposition and development of approximately 8.18 acres in the heart of downtown Livermore. This Request For Proposal (RFP) is for the development of a hotel in downtown Livermore that would accommodate visitors to the surrounding area performing arts, the local Livermore Valley wineries and other dining and/or entertainment activity that occur regularly in downtown Livermore and the surrounding areas. The City is interested

in the development of a signature hotel that would complement its [Downtown Livermore Specific Plan](#). The hotel may include a conference center, meeting rooms, restaurants, etc.

The second RFP is for a residential development with potential mixed-use retail and will be consistent with the Downtown Specific Plan. It is envisioned to be of a higher density with its own dedicated parking and may be for sale housing or rental housing. (Refer to [Downtown Specific Plan](#) for additional criteria.)



PROJECT DETAILS



- | | | | | |
|-------------|--------------|--------------|-------------|-----------------|
| 1 97-1-26-1 | 4 97-1-28-2 | 7 98-289-20 | 9 98-289-19 | 11 98-407-29-2 |
| 2 97-1-26-2 | 5 098-298-21 | 8 98-289-2-1 | 10 97-1-32 | 12 98-289-13-11 |
| 3 97-1-36 | 6 98-289-18 | | | 13 98-407-13 |

The western 6.75-acre site is bound on the west by South L Street, on the east by South Livermore Avenue and on the north by Railroad Avenue. The southern portion of the property abuts a number of other small businesses that face First Street. The western site consists of ten (10) separate parcels and is currently primarily used for parking to support the area businesses.

The eastern 1.43-acre site consists of three parcels. It is bounded by South Livermore Avenue on the west, the Bankhead Theater on the east, Railroad Avenue on the north, and Livermore Valley Plaza and

another multi-tenant retail building on the south. It also includes a [lease with Speedee Oil Change \(LED 11/25/2018\)](#) and currently serves as downtown parking.

The City is seeking responses for both uses – a hotel and mixed-use development. The city has not identified preferred locations for these uses because there is flexibility with siting the uses in order to achieve a comprehensive and functional site plan that best meets the needs of the downtown and the investment criteria of prospective developers.



PROJECT DETAILS



The parcels were acquired by the Redevelopment Agency in May, 2008. In 2012, the City of Livermore's Redevelopment Agency was dissolved by the State of California and was succeeded by the Livermore Successor Agency. The City anticipates that it will be the Owner of Record for all parcels for both sites by December 31, 2015, or otherwise obtain a commitment from the Livermore Successor Agency to participate in the sale and disposition of the properties, consistent with the State Settlement Agreement.

While pricing is a consideration (both sites are unpriced), primary objectives include an iconic signature downtown design, scale and attractiveness of design, establishment of vibrant, interconnected uses that enhance the pedestrian character of the district, developer financial strength and financing

capacity, consistency with the city's vision for downtown, amenities offered, and other criteria as established by the City of Livermore. The City is willing to be flexible in its permitting, allocation of fee credits and adherence to the Downtown Specific Plan, as long as the developments meet the City's overall goals.

In summary, the City is looking to identify one or more developers that can successfully purchase the sites, deliver a destination hotel with meeting/conference space and an exceptional residential/mixed-use development (with the possibility of a 550+ car public parking structure). These are prominent, high-visibility downtown Livermore parcels of land which the community and City Council have expressed much interest in and want to ensure successful redevelopment will occur to complete the community's vision for downtown Livermore.



We look forward to your response. If you have questions, please address them to:

HOTEL

DHARMESH PATEL
EMD, Hotels
Colliers International
450 W Santa Clara Street
Santa Clara, CA 95113
+1 408 282 3990
dharmesh.patel@colliers.com

CA License No. 01742086

RESIDENTIAL

DAVID OROZCO
Senior Vice President
DTZ
5000 Hopyard Road, Ste 205
Pleasanton, CA 94588
+1 925 621 3853
david.orozco@dtz.com

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GENERAL

MARK TRISKA, SIOR
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3825 Hopyard Road, Ste 195
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CA LICENSE NO. 01012779

LIVERMORE

PAUL SPENCE
Planning Manager
City of Livermore
1052 South Livermore Avenue
Livermore, CA 94550
+1 925 960 4474
prspence@cityoflivermore.net

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PROPOSAL PROCESS: HOTEL

As used below, the term “Respondent” shall mean any party responding to this Request for Proposal (“RFP”) and the term “City” shall mean The City of Livermore.

SELECTION PROCESS

The City is looking for developers to propose their vision of an iconic downtown hotel that will serve as a destination and landmark for Livermore and the surrounding areas. The City is looking for developers to submit a proposal that showcases Livermore and will be a “Cornerstone” for the new vibrant and thriving downtown.

The hotel site could be located on either the western 6.75 acre parcel or the eastern 1.43 acre parcel (or both). The hotel may take form as an unbranded or soft branding full service property. The City is looking to the developer community to help bring forward a vision that is consistent with its image.

The hotel would certainly have a robust leisure draw to take advantage of with the downtown performing arts, area wineries, and recreation venues. There is also a significant amount of corporate and group business that can be tapped into, from both the Sandia and Lawrence Livermore National Laboratories, the Tri-Valley corporate headquarters companies, including Safeway, Ross Stores and WorkDay Inc, and major company workforce presences from SAP, Oracle, Kaiser Permanente, General Electric, PGE, GAP stores and others.

Given the flexibility of the site size, the City, residents and the corporate business community would like to see the possibility of creating a world class full service hotel with meeting/conference space that could pull corporate clientele from the greater Bay Area and Silicon Valley as a destination for corporate events and conferences. Other users for the conference areas include the local national laboratories and the performing arts groups. The City will look to the developer community to bring forward their best visions for this vibrant downtown location.

The Property is being offered through a competitive RFP process. All Respondents are required to submit their relevant qualifications for a redevelopment project of this scale and the terms under which Respondent would be willing to enter into an agreement with the City for the fee simple sale of the Property:

Note: The City and City’s Advisors will evaluate all responses and agree upon a “short list” of Respondents to be personally interviewed by the City and City’s Advisors. Following the Respondent interviews, the City may select to either (i) issue a request for “Best & Final” terms from the short listed Respondents or (ii) select the preferred Respondent, at the City’s sole discretion. Upon the City’s selection of the preferred Respondent, the City will enter into exclusive negotiations with the preferred Respondent with the intent of entering into a mutually acceptable Sale Agreement for the Property. Please refer to the [Timeline](#).

RFP GENERAL TERMS AND CONDITIONS

(a.) DEVELOPMENT APPROVALS.

The City will deliver a fee simple land parcel(s) that will be subject to the standard development approval process for the hotel project as outlined in the response by the Respondent to this RFP.

(b.) NO FINANCIAL RESPONSIBILITY.

City accepts no financial responsibility for any costs incurred by a Respondent in responding to this RFP. All RFP responses and corresponding materials (Feasibility studies, due diligence reports, project proformas, etc.) will become the property of the City upon submittal to the City by Respondents and may be used by the City in any way deemed appropriate by the City.

(c.) RESERVATION OF RIGHTS BY OWNER.

The issuance of this RFP does not constitute an agreement by the City that any contract will actually be entered into by the City. The City expressly reserves the right at any time to:



PROPOSAL PROCESS: HOTEL

- (i) Waive any defect or informality in any response, bid, or bid procedure;
- (ii) Reject any or all submissions;
- (iii) Rescind or reissue the RFP;
- (iv) Select a developer or user by any other means; or,
- (v) Extend deadlines for accepting submissions, or accept amendments to responses after expiration of deadlines.

CONDITIONS AND DISCLAIMERS

The information presented in this RFP is provided solely for the convenience of Respondents and other interested parties. It is the responsibility of the Respondents and other interested parties to assure themselves that the information contained in this package is accurate and complete. No assurances pertaining to the accuracy of the information in this RFP are provided by the City, Colliers International or DTZ.

BROKERAGE FEES

The City is not offering a commission to a procuring Broker; any fees and/or commissions payable to Respondent's Agent/Broker shall be borne solely by Respondent. The City shall pay a fee to the City's Advisors pursuant to a separate written agreement between the City and City's Advisors.

SELECTION CRITERIA

The City reserves the right to accept or reject all Respondent bids for any reason it deems fit at its sole discretion. The following criteria shall be taken into account in selecting the successful Respondent:

- Creative design and vision for an Iconic hotel property to service as a downtown landmark;
- Developer/owners background, portfolio of assets, and evidence of the financial ability to perform;
- Prior execution and other asset performance;
- Contingency period and schedule for removal thereof, including financing (if necessary) and entitlements
- Ability of Respondent to perform its duties in a

timely fashion;

- Proposed development ownership structure and operations of the project.;
- Proposed marketing and positioning of the hotel in the marketplace.
- Proposed Respondent's capital sources to fund construction and obtain permanent financing for the project; and
- Deal structure and terms including:
 - Purchase price
 - Initial Deposit and schedule for increases (non-refundable deposit date/amount);
 - Development commitments and timeframes.

PROPOSAL REQUIREMENTS

All RFP responses must include, at minimum, the following information:

- The name, address and nature of the entity interested in the Property;
- A description of the manner in which the approved project will be developed;
- Specific business terms including, but not limited to, items mentioned in "Selection Criteria" above;
- General financial disclosure, cash on hand, any other relevant information pertaining to Respondent's financial wherewithal;
- Detailed list of other hotel assets and general market rating and performance; and
- Details of potential soft branding or positioning of the operating hotel.

SUBMITTAL FORMAT INFORMATION

Please respond with six copies of your submittal, addressing the requirements identified above, formatted to standard letter-size paper and one electronic (PDF) file of your submittal. Additional promotional materials outlining your firm or previous projects may also be submitted. The issuance of this RFP does not constitute an agreement by the City of Livermore that any contract will actually be entered into by the City. All responses must be received by November 2, 2015 at 3:00 pm PST.



TIMELINE

Tasks	2015						2016											
	July	Aug	Sept	Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	June	July	Aug	Sept	Oct	Nov	Dec
Planning																		
Request for Proposal (RFP) draft to City Council	█																	
RFP reviewed and approved by City Council		█																
RFP to circulate market			█	█														
Final call for offers					█													
Evaluation, Submittals and Closing																		
Review of offers and staff meetings with developers						█												
City Council review and selection of top developers/projects							█											
Negotiation of Development Agreement/ Purchase and Sale Agreement								█										
City Council review of Purchase and Sale Agreement									█									
Developer(s) preparation of entitlement submittal package										█	█	█						
Staff review & work with developer(s) on entitlement submittals													█	█				
Review with project stakeholders (Downtown Association, etc.)															█			
Planning Commission review of project entitlements																█		
City Council approval of project entitlements																	█	
Close of Escrow																		█



EXHIBITS

Please refer to the following linked exhibits for more information about this development site.

To print or save the Dropbox documents to a computer, follow the steps below.

- 1) Click each link below, and Dropbox will open in your browser.
- 2) Click download, direct download in the upper right hand corner of the browser (example shown to the right).
- 3) A PDF version will then download to your computer for you to print or save.



[Hotel Market Statistics](#)

STR Tri-Valley CVB hotel market statistics from June and July 2015, as well as the quarterly PKF Hospitality Research Report from March-May 2015

[Conference Center](#)

Letter showing support for conference center space in hotel, as well as Visit Tri-Valley Business Plan

[Downtown Specific Plan](#)

This plan lays out the community vision for downtown revitalization. It summarizes the goals to be implemented by the Plan, describes geographic location of the Plan area, and the process used in the Plan's primary components.

[City of Livermore General Plan](#)

Fundamental land use and development policy document which shows how the city will grow and conserve its resources

[Parcel Maps](#)

Land division maps, showing all related parcels

[Preliminary Title Reports](#)

Shows all various liens, encroachments, easements and anything else recorded against the property

[Topography & Boundary Surveys](#)

Survey establishing the perimeter of the property as it relates to the legal description

[Speedee Oil Change Lease](#)

Eastern 1.46 acre potential hotel site includes a lease with Speedee Oil Change (LED 11/25/2018)

[Downtown Parking Management Study](#)

Represents the City's efforts to address parking challenges in downtown, existing and future

[Livermore Demographics and Area Information](#)

Statistical study encompassing the size, structure, and distribution of population in Livermore – also includes information regarding major employers, healthcare, schools, major retail and entertainment centers, and transportation corridors and public transit in the area

[Downtown Livermore Amenities Map](#)

Map detailing downtown Livermore attractions, businesses, retailers, restaurants and other amenities

[Map of Livermore Wineries](#)

Location map showing Livermore wineries – for more info, go to lwine.org

[Potential Offsite Hotel Parking](#)

Map showing parcels currently owned by City of Livermore which could be utilized

[Development & Impact Fees](#)

City of Livermore fees associated with the project development

[City of Livermore Video](#)

Video detailing Livermore area attractions



LIVERMORE



a milieu for
anyone eager to

**DISCOVER
& EXPLORE**

TRI-VALLEY
**TRIPLE
THREAT**
WINE
BEER
RECREATION

sudden surge
of
BREWERIES

it's a
buzzing nightlife
destination —
but by day,
it's a **wine
paradise**

**PREMIUM
OUTLETS**
such a **tourism
draw**

RANCHING & FARMING PAST
blended with
**SMART,
CONTEMPORARY
PRESENT**

small
community
charm

TOP
LIVERMORE
VALLEY **20**
PLATINUM PICKS

— **CLICK EACH HEADLINE TO VIEW FULL ARTICLE** —

We look forward to your response. If you have questions, please address them to:

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