REQUEST FOR INFORMATION:
Public -Private Partnership
for the

Mixed-used Hotel and Retail / Entertainment District Adjacent to Neyland Stadium
RFI # UTK2023-05-01
The University of Tennessee Knoxville
May 17, 2023

RFI Coordinator
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https://capitalprojects.tennessee.edu/fp/
REQUEST FOR INFORMATION (RFI)

I. DEVELOPMENT OPPORTUNITY

The University of Tennessee seeks to develop a mixed-use hotel and is exploring additional retail/entertainment district opportunities (collectively, the “Project”) on property adjacent to Neyland Stadium at the University of Tennessee, Knoxville, which is home to the Tennessee Volunteers football team.

The University believes the Project will enhance the gameday and “everyday” experience within the stadium district, improve the aesthetics of Neyland Stadium’s exterior façade, and strengthen the campus’s connection with the Tennessee River. The University’s current vision of the Project includes a boutique, full-service hotel with for-sale condominiums, conference/event space, a restaurant, and a rooftop entertainment area. Additionally, the vision for the Project includes adding a tabletop or cap to the Neyland Parking Garage (i.e., “G10 Garage”), which is adjacent to the hotel site, to support additional tailgating, retail, and entertainment activities, as well as provide premium views of the adjacent waterfront. This retail and entertainment district would also help engage Thompson-Boling Arena as part of the initiative, which is on grade with the top level of the G10 Garage. To this end, UT has issued the following RFI to provide information regarding the Project’s vision, the underlying market opportunity, and the type of response the University is seeking from the development community. The envisioned site of the Project is shown below within the context of the Neyland Stadium district.
II. REQUEST

The University is soliciting INFORMATION ONLY responses to this Request for Information (“RFI”) from development firms and other entities that may be interested in submitting a technical and cost proposal to develop approximately +/- 4.5 acres under a long-term ground lease on the south side of Neyland Stadium. The purpose of this document is to provide general parameters and guidelines for the RFI submission. The RFI is intended solely for UT to gauge interest and obtain information that it may use to further develop a strategy for the Project.

This RFI is not a solicitation for proposals and will not result in a contract but may be used by the University for informational and planning purposes related to future procurements. Specifically, the responses received through this RFI process will be used to simultaneously confirm market interest in a partnership to deliver the envisioned Project and further refine the emerging concept in terms of the anticipated program, utilization of available land, delivery schedule, and ownership structure, among other aspects. The University expects to issue a formal Request for Proposals (“RFP”) associated with the Project. Through this future RFP process, the University expects to select one or more firms to move forward in a partnership to develop, own, and operate the Project's underlying assets in a manner that accomplishes the institution’s stated objectives (see...
Section V(a) for more details). The University would like the Project completed and operational no later than summer 2026. With that said, the University does not guarantee that a formal solicitation will be issued as a result of this RFI.

Entities submitting a response to this RFI are not prohibited from responding to any subsequent solicitation. Not responding to this RFI does not preclude participation in any future procurement, if any is issued.

All information submitted is subject to the Tennessee Open Records Act. If any information provided is believed to be confidential or proprietary, please mark it accordingly. Such marking does not exempt the information from the Open Records Act, T.C.A. § 10-7-503, if the information does not fall within any exemptions available under T.C.A § 10-7-503.

III. COMMUNICATIONS

A. Notice of Intent to Respond

1. Potential respondents shall submit a Notice of Intent to Respond by email to the RFI Coordinator. The notice should include the following:

   Respondent’s organization name  
   Name and title of a contact person  
   Contact person’s telephone number and email address

2. The University will convey all official communications and addenda to such respondents.

3. The Notice of Intent to Respond must be submitted no later than the date detailed in RFI Section IV, Schedule.

4. Such notice creates no obligation and is not a prerequisite for making a proposal.

B. RFI Addenda and Cancellation

1. The Owner reserves the right to issue addenda to this RFI in writing up to five days prior to the Proposal Deadline.

2. The Owner reserves the right, at its sole discretion, to cancel and reissue this RFI or to cancel this RFI in its entirety.

C. Additional Communications Processes

1. Unauthorized contact regarding this RFI with employees or officials of the Owner or of the State of Tennessee other than the RFI Coordinator may result in disqualification.

2. Interested parties and potential respondents must direct all communications regarding this RFI to the RFI Coordinator who is the Owner’s official point of contact for this RFI.
3. Notwithstanding the foregoing, for information and assistance regarding this RFI interested parties may contact the staff of the Governor’s Office of Diversity Business Enterprise.

4. The RFI Number for the Project shown on the Cover must be referenced in all communications regarding the RFI.

5. Oral communications shall be considered unofficial and non-binding with regard to this RFI.

6. Each Respondent shall assume the risk of the method of dispatching a communication or proposal to the Owner. The Owner assumes no responsibility for delays or delivery failures resulting from the method of dispatch. “Postmarking” of a communication or proposal shall not substitute for actual receipt of a communication or proposal by the Owner.

7. Only the Owner’s official written responses and communications shall be considered binding with regard to this RFI.

8. The Owner reserves the right to determine, at its sole discretion, the method of conveying official written responses and communications pursuant to this RFI such as by letter, by email, or by website posting.

IV. SCHEDULE

The following table provides the Owner’s proposed Schedule of Events. The Owner reserves the right, at its sole discretion, to change this schedule. The Owner will communicate a change to the Schedule of Events to entities from whom the Owner has received a Notice of Intent to Respond.

<table>
<thead>
<tr>
<th>EVENT</th>
<th>DATE</th>
<th>TIME at LOCATION</th>
</tr>
</thead>
<tbody>
<tr>
<td>Owner Issues RFI</td>
<td>May 17, 2023</td>
<td></td>
</tr>
<tr>
<td>Industry Day</td>
<td>TBD – Anticipating Week of June 5, 2023</td>
<td>Knoxville, TN</td>
</tr>
<tr>
<td>Notice of Intent to Respond Deadline</td>
<td>June 9, 2023</td>
<td></td>
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<tr>
<td>Respondents who provide a notice of intention to submit will receive instructions on uploading submissions to the assigned portal.</td>
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<tr>
<td>Comments Deadline</td>
<td>June 12, 2023</td>
<td></td>
</tr>
<tr>
<td>Owner Responds to Comments</td>
<td>June 16, 2023</td>
<td></td>
</tr>
<tr>
<td>RFI Response Deadline</td>
<td>June 27, 2023</td>
<td>12:00 pm ET</td>
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<tr>
<td>Proposals must be submitted to the Owner no later than the date and time shown, at the location below.</td>
<td>June 27, 2023</td>
<td>12:00 pm ET</td>
</tr>
</tbody>
</table>

**Informational Conference Location and Instructions:**
Held via Zoom – Zoom meeting invitation will be sent to firms requesting information from RFI Coordinator by May 24, 2023, at 5:00 pm. Conference will be approximately 30 minutes.

V. GENERAL INFORMATION

A. University of Tennessee System

The University of Tennessee System is comprised of campuses at Knoxville, Chattanooga, Pulaski, Martin, and the Health Science Center at Memphis. Overseen by a 12-member Board of Trustees, the University System's Strategic Plan looks to build on current successes and ensure continuous improvement in service to the citizens of Tennessee. More about the University System and its strategic plan can be found via this link: https://plan.tennessee.edu/.

The University System’s Department of Capital Projects supports each campus through the administration of capital improvement programs and coordinates campus real estate transactions through its Office of Real Property and Space Administration.

B. University of Tennessee, Knoxville

UT Knoxville is the flagship public university for the state of Tennessee and the largest campus of the University System. Among the top 50 public universities in the US, UT Knoxville is a premier research institution with partnerships that drive national innovation, such as the University of Tennessee Space Institute and Oak Ridge National Laboratory. UTK grew its research and development expenditures by a dramatic 75% between 2016 and 2020 and has an economic impact of more than $1.7 billion in Tennessee alone.

UT Knoxville prides itself on its engaging and impactful campus life, with a mission to create a transformative “Volunteer Experience” where all students have opportunities to learn, lead, and serve. Top-tier housing, dining, student union, and recreation facilities contribute to a dynamic on-campus experience, and UTK supports over 500 student organizations.

The Volunteer Experience also includes high-profile Division I athletics. As a member of the Southeastern Conference (SEC), UTK student-athletes compete at the highest levels of their chosen sports and strive for championships. UTK endeavors to provide an unrivalled student-athlete, fan, and visitor experience.

UTK’s 2021 Strategic Vision, “It Takes a Volunteer,” can be found here:
https://www.utk.edu/vision
C. UTK Athletics Strategic Plan: “Rise Glorious”

In the summer of 2021, UTK Athletics, led by Vice Chancellor/Director of Athletics Dr. Daniel J. White, initiated the process to develop a strategic plan that would launch in 2022 and serve the department and Vol Nation until 2027. “Rise Glorious” serves as the guide and strategic plan for UTK Athletics’ impending return to being the best college athletics department in the country. It outlines the road map for success over a five-year period for all key Big Orange stakeholders. This bold plan aims to unify the University community, faculty, alumni and Vol Nation. Rise Glorious establishes the path forward for “Leading the way in college sports.”

The organizational priorities that were established / confirmed as part of the planning initiative are provided below.

1. STUDENT-ATHLETE SUCCESS: We will maximize the transformative power of the student-athlete experience by leveraging the impact of sport to holistically develop our student-athletes and empowering each of them to succeed in educational and competitive endeavors while preparing them for life beyond athletics.

2. CULTURE: We will attract goal-driven and intensely competitive teammates to strengthen our family oriented, innovative and fearless culture as Tennessee Athletics is a career destination.

3. RESOURCES: We will aggressively build our resource base to empower our coaches and student-athletes to compete at the highest levels by engaging all stakeholders and capitalizing on the passion and power of Vol Nation.

4. BRAND ADVANCEMENT & MESSAGING: We will strengthen meaningful connections to the athletics program and modernize the way we tell the Volunteer story nationally and globally through the “Power of the T.”

5. COMPETITIVE EXCELLENCE: We will cultivate a championship culture that propels Tennessee to compete for SEC and national championships.

The full strategic plan is available through the following link:


D. Neyland Stadium

Neyland Stadium (“Neyland” or the “Stadium”) has been the home of University of Tennessee Volunteers football for the last 101 years. The Stadium currently includes capacity for over 100,000 spectators and is considered one of the most iconic sporting venues in the world. The Stadium is currently undergoing a $288 million renovation to improve aesthetics and modernize the fan / visitor experience through enhanced amenities and diversified seating options. A critical element in the plan is major and necessary upgrades to the south side and perimeter of the
Stadium, including the widening of concourses, construction of expanded gates and entryways, and provision of additional restrooms and concessions areas. The delivery of this primary component will dramatically improve fan comfort and safety, reduce wait times, and allow for more food and beverage offerings. The ongoing renovations are anticipated to be completed by fall 2026. More information regarding these renovations can be found in Attachment A.

E. Development Advisor

UT Knoxville has engaged Brailsford & Dunlavey, Inc. (“B&D”) to serve as the development advisor for this Project. B&D is a national advisory and program management firm dedicated to serving educational institutions, public agencies, professional sports organizations, and non-profit clients. More information about B&D can be found at www.bdconnect.com.

VI. ENVISIONED PROJECT CONCEPT

A. Project Goals

UTK seeks to develop a boutique, full service hotel, with condominiums, conference / event space, and dining through a public-private partnership. Associated with the hotel, the University believes there is a unique opportunity to leverage the top level of the G10 Garage, as well as the area between the parking structure and the intersection of Phillip Fulmer Way and Tee Martin Drive, to create a one-of-kind retail and entertainment district. The following strategic objectives guided the University in its decision to pursue these market opportunities and will continue to guide decisions throughout the partner selection and development process:

1. Enable UTK to deepen its connection with important constituencies;
2. Perform financially and generate return to the University;
3. Improve connectivity within the Neyland Stadium district and to the rest of UTK’s campus;
4. Enhance the gameday experience; and
5. Elevate UTK’s campus aesthetics and assist in riverfront placemaking.

The Project’s unique blend of programmatic uses and functions will allow UTK Athletics to deepen its connections with alumni, fans, recruits, and campus community, as well as provide an additional conduit to engage Knoxville by providing amenities that will enrich the local fabric of the community.

B. Development Plan and Market Information

The University engaged its development advisor, Brailsford & Dunlavey, Inc., to assess the market viability of different real estate uses to determine the right mix of assets to include within the envisioned development on the south side of
Neyland Stadium ("Project Site"). The process focused on identifying gaps or opportunities within the local Knoxville market that aligned with the University's strategic purpose and UTK's future vision for Neyland Stadium. The effort confirmed a unique market opportunity to deliver a boutique, full service hotel that includes for-sale condominiums, dining, and conferencing / event space. Specifically, the University envisions a uniquely branded hotel that builds upon the history and traditions of the University, the UTK Athletics program, and historic Neyland Stadium.

The research also identified an opportunity to expand the retail and entertainment opportunities in the area to capitalize upon the gameday activities at Neyland Stadium and Thompson-Boling Arena, as well as add a campus-edge amenity that will cater to the campus and Knoxville communities throughout the year (when it is not a gameday). In addition to filling gaps in the local market and advance UTK Athletics’ strategic objectives, the Project should deliver the following physical outcomes:

1. create a stronger sense of arrival on the south side of Neyland Stadium;
2. improve the exterior aesthetics of the south side of Neyland Stadium;
3. enhance vertical circulation within Neyland Stadium;
4. create a stronger connection with the rest of campus;
5. establish a gathering place for campus and the community; and,
6. thoughtfully engage the adjacent Tennessee River waterfront.

The identified market opportunities will leverage UTK's strong demographics and institutional characteristics, including a rapidly growing student enrollment (17% growth over the last five years), a best-in-class athletics program (2021-2022 Winner: SEC Overall All-Sports Championship), a robust and engaged alumni base (260,000+ UTK alumni), and a one-of-kind stadium venue (8th largest venue in the world).

The University’s strong attributes are paired with a Knoxville real estate market that has rebounded nicely following the COVID-19 pandemic. Of particular note, the Knoxville metro market ranked as one of the top five (5) hotel booking markets for the first half of 2022, alongside Atlanta, Nashville, Washington D.C., and New York City.

The sum of these facts, among others, points to a one-of-a-kind development opportunity that will transform gamedays for the Big Orange faithful and allow for extended use of the Stadium district outside of home football and basketball games throughout the year. Additional information regarding the identified market opportunities driving the Project’s vision is provided in Attachment B.

C. Site Considerations
The University performed some preliminary analyses for how the identified site could accommodate the envisioned boutique, full-service hotel. Below are several preliminary takeaways from this effort.

1. The available site allows for a floorplate of approximately 16,000 square feet (“SF”). Figure 2 (below) provides a graphical representation of the envisioned location of the hotel.

2. At the third (3rd) story and above, there is an option to expand the floorplate over the adjacent Stadium concourse, which could add approximately 2,500 SF per floor.

3. A height of approximately 12 stories (or 168 feet) would allow for a rooftop bar or amenity space overlooking the Stadium.

4. At 12 stories, the site can accommodate approximately 215,000 GSF of space for hotel units, condominiums, meeting / event space, food and beverage, and other / amenity spaces.

5. The University is still evaluating how the adjacent G10 Garage can be used to support the Project’s operations upon delivery; however, UTK’s existing parking capacity is fully subscribed, which will require the addition of net new parking spaces within the campus’s broader inventory as a result of pursuing this development.

6. Additional information regarding the existing infrastructure and site conditions for the hotel is provided in Attachment C.
Similarly, the feasibility of creatively utilizing the top of the G10 Garage, as well as the area surrounding it, as a retail and entertainment district was further investigated through a geotechnical analysis of the area. As discussed, the thinking being that a table-top structure could be placed over the existing deck to connect the mixed-use hotel and Neyland Stadium to Thompson-Boling Arena given that the entry to the arena is on grade with the top level of the G10 Garage. The geotechnical report supported the viability of the table-top structure, provided that the design included enhanced foundations and other considerations consistent with the Knoxville area's geotechnical conditions.

The G10 garage table-top structure would support approximately 164,000 square feet of floor plate. There may be the ability to integrate with existing stairwells and the elevator of the parking deck. With soil stabilization, the size of the table-top is anticipated to support light vendor activities, foot traffic, and other uses, but would not be able to integrate with the vehicle traffic already present in the G10 deck. Details regarding the G10 garage geotechnical analysis can be found in Attachment D.

An aerial image of the G10 Deck and its relationship with the hotel site, Neyland Stadium, and Thompson-Boling Arena is provided below.
D. Neyland Stadium Considerations

Given the envisioned adjacencies between Neyland Stadium and the mixed-use hotel, the University believes that the ultimate design for the hotel should simultaneously take advantage of the on-going $288 million renovation of the stadium and help enhance the finished product, once the stadium work is completed. In particular, through the design process associated with hotel, the University would like to consider opportunities to more directly link Concourse 2 and Concourse 3 of the stadium, as well as (potentially) add additional bathrooms and concessions in that area of the stadium. Additionally, there may be an opportunity to leverage the stadium’s kitchen commissary, a field-level club area, and 166 student dorm rooms from a 1948 addition to the stadium for the benefit of the hotel through intentional planning and creative design. Finally, regardless of the Project’s ultimate design, access to stadium gates and student entrances must remain. The University looks forward to elaborating upon these potential opportunities through the RFP and during the partner’s design process for the hotel.

E. Financial Objectives and Desired Partnership

the University is seeking development and operating partner(s) that will bring creative financing solutions. Specifically, the University will consider a range of possible financing structures that are off the University’s balance sheet and have neutral or accretive impacts to UT’s credit rating. The University seeks to benefit from the financial success of the Project, whether through an upfront payment, ongoing participation in revenues/cash flows, or both. In this partnership, the University will maintain long-term ownership of the land. The selected Developer(s) will partner with the University to develop the land through a negotiated ground lease, operating agreement, and other governing documents.
VII. SUBMISSION PROCESS & REQUESTED INFORMATION

A. RFI Submission Process

1. RFI Submissions shall be uploaded as a single digital file copy in .pdf format. The digital file should not exceed 20 MB and should be named using the following format: Respondent Name UTK Neyland P3 RFI 2023-MM-DD.pdf. Respondents who intend to submit a qualification should contact the RFQ Coordinator no later than the time specified in the Schedule of Events to receive instructions on uploading submission to assigned portal. The subject line of the email should be clearly marked as follows:

RFI Submission State for Neyland P3 RFI # UTK2023-05-01

2. RFI Submission shall be formatted to standard 8 1/2" x 11" (landscape or portrait). It shall not exceed 25 pages. Follow the information structure provided herein with clear identification of each information section. Text font size should be a minimum of 12-point.

B. Requested Information

The response should contain the following information:

1. Company Information
   i. List the legal/registered name of the company.
   ii. Provide a brief description of the company and list the company’s website.
   iii. Identify the primary contact (including the person’s address, email address, and telephone number) who will be responsible for all queries made during the intake and processing of the response.

2. Project Concept Feedback
   i. Explain how your firm would suggest approaching the development and operation of the Project, including both the mixed-use hotel and retail / entertainment district.
   ii. What financing and ownership structure would you recommend based on the University stated objectives.
   iii. Provide suggestions / feedback regarding how to optimize the Project in the following ways:
      a. Embrace the adjacent waterfront;
      b. Engage and improve the exterior façade of Neyland Stadium;
      c. How best to utilize the G10 Garage as part of the Project concept;
      d. Enhance UTK’s existing gameday experience; and,
      e. Strengthen connectivity within the Neyland district of campus.
   iv. Identify questions or considerations that you believe the University should address as it advances the Project’s due diligence process.
v. What type of design and construction timeline should the University anticipate for the Project?
vi. Any other thoughts or feedback that you believe would be beneficial to the University regarding the Project.

3. Relevant Experience / Examples to Consider
Please provide any examples (1-3 examples would be preferred) of completed projects that you would recommend the University review / investigate as UTK moves the Project forward. For project recommendations, please include the following information:

i. Name of the project, location, and acknowledgment if the project is affiliated with a college or university.
ii. If the information is not proprietary, describe the financing and ownership structure of the project.
iii. Include the total square footage and square footage by asset class (e.g., retail, residential, hotel, etc.), if applicable and available.
iv. Describe the development and construction timelines, including opening date.
   a. Include photographs, renderings, or the project’s website, if applicable and available.

VIII. ADDITIONAL INFORMATION

A. Respondents are responsible for all costs associated with the preparation and submission of this RFI. UT will not be responsible for any respondent’s related costs associated with responding to this request.

UT will not sign non-disclosure or confidentiality agreements related to respondent’s response. Tennessee law limits UT’s ability to withhold records from public disclosure. Respondents should assume that all documentation, including pricing, submitted to UT will be subject to public disclosure. UT hereby notifies all respondents that placing confidentiality notices on documents submitted to UT does not make the documents confidential under Tennessee law. UT will not be bound by such notices. Moreover, UT will not agree to assist the respondent to limit disclosure.

B. Any clarification or additional information that may substantially affect responses to this RFI will be provided in the form of a written addendum. All addenda will be posted on the University of Tennessee System – Capital Projects website at: https://capitalprojects.tennessee.edu/real-property/requests-for-services/