



REQUEST FOR EXPRESSIONS OF INTEREST

Rainbow Centre Tenancy Niagara Falls, New York

Issued: December 10, 2021

Designated Contacts for this Procurement:

Primary Contact: Ralph Volcy

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All contacts/inquiries shall be made by email to the following address: RainbowCtrRFEI@esd.ny.gov

**EXPRESSION OF INTEREST DUE DATE AND TIME:
On or before 3:00 PM on Friday, February 4, 2022**



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I. INTRODUCTION

USA Niagara Development Corporation (“USAN”)¹ is releasing this Request for Expressions of Interest (“RFEI”) jointly with the City of Niagara Falls (the “City”) to determine interest from qualified parties in tenancies at the Rainbow Centre in downtown Niagara Falls.

The Rainbow Centre (formerly the Rainbow Centre Mall) was originally built as a public private partnership, with a private development company (Baltimore’s Cordish Company) constructing and subsequently leasing an approximately 290,000 SF shopping mall one block away from the entrance to the iconic Niagara Falls State Park. The mall was incorporated primarily into the first two levels of a pre-cast concrete parking structure owned by the City. Opening in 1982, Rainbow Centre lost its anchor tenant in 2000 and ceased to function as a tradition mall. The last tenants of the mall property vacated in late 2007, although the parking structure continues to operate today.

In 2011, 90,000 SF at the southern end of the former mall space (and the land upon which it sits) was transferred to Niagara County for use as the Niagara Falls Culinary Institute, operated by Niagara County Community College (“NCCC”); this facility is now situated on its own lot of record at 28 Old Falls Street.

In 2020, USAN and the City began work on adapting the remaining 200,000 SF for commercial, cultural and retail uses. The redesign of the facility includes a series of open-air plazas, which will serve to break up the “superblock” and re-establish pedestrian access through the middle of the building. After construction, the facility will include also include multiple new tenant spaces which will be leased through agreements with the City.

USAN is seeking expressions of interest from high quality, experienced prospective tenants for these commercial spaces, which will range between 5,000 and 20,000 SF.

RFEI TIMELINE

Event	Timeline
RFEI Release Date	Friday, December 10, 2021
Deadline to submit questions	Friday, January 7, 2022
Responses to questions released	On or about Friday, January 14, 2022
Deadline to submit Proposals	Friday, February 4, 2022 at 3:00 P.M.

II. SITE CONTEXT AND DESCRIPTION

Site Description

The Rainbow Centre (or the “Site”) is in the heart of downtown Niagara Falls, one block from the entrance to the Niagara Falls State Park and the Rainbow Bridge. It is bounded by Niagara Street to the North, Old Falls Street to the South, First Street to the East, and Rainbow Boulevard to the West.

¹ USAN is a subsidiary of the New York State Urban Development Corporation, d/b/a Empire State Development (ESD).

At the northern end of the property, a double-helix ramp structure provides vehicular access to the City-owned parking on Levels 3 through 5 of the structure. The parking structure will see significant upgrades as part of the reconstruction of the premises.

The remaining space comprises the primary property that is planned for redesign and reconstruction. It is located on two levels at 360 Rainbow Mall with three levels of structured public parking situated above these floor levels. Multiple bays will be removed towards the center of the building to create public plazas that will allow pedestrian access along the former public right-of-way.

USAN and the City have been in discussion with several entities that have expressed an interest in tenancies at the Rainbow Centre, but space remains for qualified tenants seeking “white-boxed” commercial spaces from 5,000 to 20,000 SF. Because schematic design is currently underway, the size and/or location of the tenant spaces within the structure cannot be guaranteed.

Site Advantages

- **A Key Location** The Site sits at the nexus of downtown Niagara Falls, near the entrance to Niagara Falls State Park, and its development has the potential to shape first impressions and capitalize on the Park’s millions of annual visitors. In turn, it is located within two blocks from the Rainbow Bridge Plaza connecting Niagara Falls, NY to its Canadian sister city of Niagara Falls, Ontario and the rapidly growing Southern Ontario region (over 12 million people).
- **A Well Developed Transportation Infrastructure** The Site is located on major urban thoroughfares and along intra-city transit routes, as well as express routes to two major airports, Niagara Falls International Airport (IAG) and Buffalo-Niagara International Airport (BUF), that together serve a full range of regular direct service by all major and low-cost carriers and charter companies, as well as facilities at IAG for wide-body aircraft. In addition, the Site has easy access to a regional mass transit system that includes intra-city bus service, tourist-oriented trolley service, access to intercity coach carrier and international passenger rail.
- **Renowned Outdoor Recreation Opportunities** It is within short walking distance of a variety of scenic recreational amenities (e.g., Maid of the Mist, Upper Rapids, Goat Island, Upper and Lower River Multi-Use Trails, Aquarium of Niagara, Gorge Discovery Center, etc.). The City of Niagara Falls recently implemented a successful bike share program and has recently invested in its bike facilities to more efficiently connect the numerous State Parks along the Niagara Gorge, including Whirlpool, Devil’s Hole, Artpark and Old Fort Niagara.
- **Knowledge and Power** The Site also benefits from its proximity to one of the world's largest hydroelectric power production facilities at the New York Power Authority’s Niagara Power Project; and a number of colleges and universities, including Niagara University, the University of Buffalo, Niagara County Community College, the Niagara Falls Culinary Institute, Buffalo State College, Canisius College and Erie Community College, among others.
- **Within USA Niagara “Development District”** The Site is within the USA Niagara Downtown Development District, and thus it benefits from various USA Niagara investments and activities over the last decade. It also makes it potentially eligible for site-specific development assistance—although any public investments will largely be a function of the scale, proven project need and economic impact of a proposal. In collaboration with USA Niagara, the ESD Regional Office has also committed \$20 million to revitalize other commercial corridors in the city.

Moreover, the Site would build upon and gain from several existing features and projects downtown, including the following:

- **Niagara Falls State Park** Designed by renowned landscape architect Frederick Law Olmsted and on the National Register of Historic Places, Niagara Falls State Park has undergone \$92 million in recent rehabilitation projects including upgrades of the park's observation tower, addition of new multi-purpose trails, and restoration of natural areas. This work continues to position the park as the defining feature of the City and its greatest resource. The recently completed removal of three miles of the former Robert Moses Parkway resulted in the largest expansion of the park since 1885. These new sections of park, the Riverway to the south and Gorgeview to the north, have reconnected the city to its waterfront, and are among the premier urban nature trails in the country. During the 2019 tourism season, the park had its busiest year on record, with an estimated 9.6 million visitors.
- **Old Falls Street** The Site has a significant frontage on Old Falls Street. USA Niagara and the City of Niagara Falls' partnership on the \$10 million revitalization of the street in 2010 fully restored access from Niagara Falls State Park to Third Street and the Seneca Niagara Casino. This effort re-introduced vehicular traffic; added extensive streetscape and a number of environmentally sustainable features (winning it the moniker of WNY's "greenest" street); and re-established the street as a hub for placemaking, festivals and events downtown. The City entered into an agreement with USA Niagara to manage and maintain the street as an extension of its operation of the Conference Center Niagara Falls (see below). In addition to general maintenance and beautification, this management also includes sponsoring a full program of annual activities ranging from concerts, festivals and outdoor movie nights to daily food trucks and children's activities.
- **Seneca Niagara Casino Complex** Opened on New Year's Eve 2002 in a Phillip Johnson-designed structure, this full-range facility is one block from the Project Site. With 150,000-SF of premium gaming and entertainment facilities, it attracts millions of patrons a year. In 2005, the complex's Four-diamond, Luxury Spa Hotel was opened, containing 600 rooms and day-spa facilities. While Casino patrons present obvious prospects for additional hospitality and entertainment facilities downtown, opportunities of the complex's employment base should not be overlooked. With a staff of over 2,000, it is the largest employer in the City and one of the largest employers in Niagara County.
- **The Conference & Event Center Niagara Falls** Completed in 2004, this \$20 million facility replaced the meeting functions of the former Niagara Falls Convention and Civic Center. The 116,000-SF facility located on Old Falls Street contains exhibit/concert hall facilities; ballroom and pre-function space; and state-of-the-art meeting space. It regularly hosts more than 250 annual events and over 65,000 persons, and recently exceeded the \$3 million mark in annual revenue.

Market Context for New Development

The advancement of retail and commercial activity is vital to USA Niagara's and the City's development strategy. Redevelopment of vacant and underutilized properties for neighborhood retail will allow for street activity historically seen in this neighborhood pre-urban renewal. Significant potential for growth in the restaurant and live entertainment space exists downtown, even allowing for the seasonality of visitation. Past assessments suggested opportunity for roughly \$25 million in food/beverage sales in the downtown market annually and visitation has grown since then.

Despite the massive growth of the industry in Western New York, Niagara Falls does not have an operating brewery or distillery. High quality family entertainment/amusement/attraction venues would also be a welcome addition to the downtown landscape. Additionally, there is a lack of Class-A office space in downtown Niagara Falls.

With the recent completion of new or renovated housing units to the downtown, neighborhood amenities like small grocers or pharmacies are high development priorities as well.

III. DEVELOPMENT OBJECTIVES

Expressions of Interest should strive to address the following development objectives:

- Add to the neighborhood fabric of downtown Niagara Falls and may also contribute significantly to the tourism and hospitality industries in a heavily-visited destination, providing a place to live, work, and play.
- Provide high quality amenities or services to residents of downtown Niagara Falls and visitors to neighborhood.
- Increase street level activity along the newly constructed pedestrian plazas as well First Street and Rainbow Boulevard.

Prospective tenants will be evaluated on the following criteria:

- Capability and experience. A major consideration during the evaluation will be in the prospective tenant's demonstrated ability, capacity, and expertise in executing projects with a scope and size equal to or larger than what's being proposed.
- The use of innovative design approaches. The prospective tenants will be assessed by providing examples of prior innovative approaches to unconventional spaces used during other projects.
- Demonstrated ability to work with a broad stakeholder group. Prospective developers who can demonstrate their ability to work with a broad stakeholder group will receive a higher weighting in the evaluation process. Examples should include the ability to negotiate and structure relationships with government, financial institutions, and other private sector entities.
- Financial Capability. The prospective developer's financial strength will be assessed, and evidence required as to its financial capability to undertake a project of the type and scale envisioned.

IV. REQUIRED EXPRESSION OF INTEREST CONTENTS

Respondents to this RFEI must submit an Expression of Interest which include the following information:

Respondent Description

Contact information including name, address, telephone number, and email of the individual who will be authorized to act on behalf of the Respondent as the primary contact and who is available to answer questions or requests for additional information. Background information on Respondent's organizational structure, including all members of the Respondent team, and the relevant experience of all principal members, should also be provided.

Project Description

The Expression of Interest should include a detailed narrative describing all relevant aspects of the project. The description should address:

- The proposed use(s) and improvements on the Site, including a general description of how the project will connect to the rest of the property, roadways, and interact with the local community and surrounding area;
- Type, bulk, and size of each component of the intended uses.
- Development timeline identifying the estimated length of time to reach key milestones.
- How this project will advance the Development Objectives set forth in this RFEI;
- At least one conceptual sketch and/or rendering showing the overall site plan of the proposed project;
- Estimate of both the cost and economic impacts of the proposed project; and
- Any additional information or issues that should be considered by USAN prior to issuing an RFP.

Financial Information

Respondents must describe the general approach for financing, including funding sources and a breakdown by use and an order of magnitude estimate of total project cost.

V. DUE DILLIGENCE

USAN will post information regarding the RFEI on the New York State Contract Reporter. Respondents are encouraged to check back for updates. USAN makes no representation or warranty concerning the accuracy or utility of information posted or otherwise provided to the potential Respondents or to the Respondents. Prospective Respondents should notify USAN of their interest as soon as possible in order to ensure that they receive all updates associated with this solicitation by sending an email to usaniagara@esd.ny.gov.

Respondents must rely solely on their own independent research and investigations for all matters, including costs, title, survey, development, financing, construction, and remediation, and shall not rely on the information provided in connection with this RFEI.

VI. PROPOSAL SUBMISSION INSTRUCTIONS

Proposal Submission

Digital files, identified by “Rainbow Centre RFEI Response” must be **received** prior to **3:00 p.m. local time on February 4, 2022** at the following electronic mail (email) address: RainbowctrRFEI@esd.ny.gov. Any submission received after that deadline may be deemed late and disqualified from consideration.

At the discretion of USAN, requests for deadline extensions may be considered prior to the deadline and, if granted, announced on the USAN website.

RFEI Inquiries

USAN will accept written questions via email from prospective Respondents **no later than January 7, 2022**. Questions should be submitted via email to RainbowCtrRFEI@esd.ny.gov.

Questions must include the requestor's name, e-mail address and the Respondent represented. Responses to all timely and appropriate questions will be distributed to all prospective Respondents. No contact related to this solicitation with USAN Board members, staff or consultants, other than emails to the designated email account for the solicitation will be allowed by Respondents or employed representatives of Respondent team members during the procurement period of this RFEI. Any such contact by a Respondent will be grounds for disqualification.

Interested submitters may conduct independent site visits.

VII. STATEMENT OF LIMITATIONS

The submissions from Respondents to this RFEI, and any relationship between USAN and Respondents arising from or connected or related to this RFEI, are subject to the specific limitations and representations expressed below, as well as the terms contained elsewhere in this RFEI.

1. By responding to this RFEI, Respondents are deemed to accept and agree to this Statement of Limitations. By submitting a response to this RFEI, the entity acknowledges and accepts USAN's rights as set forth in the RFEI, including this Statement of Limitations.
2. The issuance of this RFEI and the submission of an Expression of Interest by any firm or the acceptance of such an Expression of Interest by USAN does not obligate USAN in any manner whatsoever. Legal obligations will only arise upon execution of a contract by USAN and a firm(s) selected.
3. USAN reserves the right: (i) to amend, modify, or withdraw this RFEI; (ii) to revise any requirements of this RFEI; (iii) to require supplemental statements or information from any responding party; (iv) to accept or reject any or all responses thereto; (v) to extend the deadline for submission of responses thereto; (vi) to negotiate or hold discussions with any respondent and to correct deficient responses which do not completely conform to the instructions contained herein; and (vii) to cancel, in whole or part, this RFEI, for any reason or for no reason. USAN may exercise the foregoing rights at any time without notice and without liability to any Respondent or any other party for its expenses incurred in the preparation of responses hereto or otherwise. Responses hereto will be prepared at the sole cost and expense of each Respondent.
4. All information submitted in response to this RFEI, including accompanying documents, is subject to the Freedom of Information Law (FOIL) found in Article 6 of the N.Y. Public Officers Law. FOIL provides that certain records are exempt from disclosure, including those that contain (1) trade secrets, (2) information that, if disclosed, would cause substantial injury to the competitive position of your organization, or (3) critical infrastructure information. Please identify those portions of your Proposal and accompanying documents you believe fall under these exemptions by submitting your Proposal in both redacted and un-redacted form. Records may be redacted to protect only the portions of documents that fall within a FOIL exemption. An entire document may not be withheld if only a portion of the document is exempt from disclosure. Along with the redacted version, please provide a detailed justification for the portions of your

Proposal that you believe fall into the exemptions discussed above. Blanket assertions that information is a trade secret, confidential, or proprietary are insufficient to justify withholding information under FOIL. The identified information will be reviewed and a determination will be made as to whether the information is exempt from disclosure under FOIL. USAN's determination may be appealed pursuant to POL §89(5)(c). Please note that if you do not submit a redacted version, your Proposal may be released in un-redacted form if requested under FOIL.

5. USAN reserves the right, in its sole discretion, without liability, to utilize any or all of the RFEI Responses, including late Responses, in its planning efforts. USAN reserves the right to retain and use all the materials and information, and the ideas, suggestions therein, submitted in response to this RFEI (collectively, the "Response Information") for any purpose. By submitting a Response, each Respondent waives any and all claims against USAN relating to the retention or use of the Response Information.

6. This RFEI shall not be construed in any manner to implement any of the actions contemplated herein, nor to serve as the basis for any claim whatsoever for reimbursement of costs for efforts expended in preparing a Response to the RFEI. USAN will not be responsible for any costs incurred by Respondents related to preparing and submitting a Response to this RFEI, attending oral presentations, or for any other associated costs.

7. To the best of USAN's knowledge, the information provided herein is accurate. Respondents should undertake appropriate investigation in preparation of Responses.