

NEW JERSEY SPORTS AND EXPOSITION AUTHORITY

MEADOWLANDS SPORTS COMPLEX

**REDEVELOPMENT OF THE
CONTINENTAL AIRLINES ARENA SITE**

**MASTER DEVELOPER
REQUEST FOR PROPOSAL**

June 2002

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B. MAPS, DRAWINGS AND SITE DOCUMENTATION

- 1. Included in the Request for Proposal**
 - Site Survey Base Map (1": 100' paper)**
 - Site Survey Base Map (CAD CD with Multiple Layers)**
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- 2. Drawings**
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 - Route 120 Relocation (L. Berger & Associates. 1": 3,000")**
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- 3. Site Documents**
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Note: The above Maps, Drawings and Site Documentation are available for Viewing and ordering on-line (See Section A6)

The New Meadowlands- A Vision for the Future

The approximately 700-acre Meadowlands Sports Complex, located in East Rutherford, New Jersey, serves a market of 18 million people and is host to almost 8 million guests and dozens of televised events each year. The Complex is home to the NFL's Giants and Jets, the NBA's New Jersey Nets, the NHL's New Jersey Devils, the MLS Metrostars, the Big East's Seton Hall, the Meadowlands Racetrack, and hundreds of special events ranging from big name concerts to family shows.

The Meadowlands is served by one of the nation's largest road networks, with easy access provided to Manhattan via the Lincoln and Holland tunnels and the George Washington Bridge. The Complex enjoys direct links to the New Jersey Turnpike, the Garden State Parkway, and Interstate Routes 78, 80 and 95.

Development that is the subject of this RFP is proposed for the Continental Airlines Arena site located east of Route 120. The outer bounds of the Arena site encompass approximately 104 acres. The Continental Airlines Arena, associated parking for approximately 4,000 cars, and associated upland area occupy approximately 62 acres of the Arena site. A small wetland occupies approximately eight (8) acres of the Arena site. Unimproved upland, isolated wetlands, and a connector roadway that provides direct connections to the western spur of the New Jersey Turnpike, Routes 3 and 120, occupy the remaining 34 acres of the Arena site. (See Sections B2A and B2B for a description of the Arena site and site conditions).

Presently, the Continental Airlines Arena improves the Arena site, which is home to the New Jersey Nets and New Jersey Devils professional basketball and hockey franchises, respectively. Other events, including the circus, concerts, and other professional sporting events, are held at the Arena throughout the year.

The Authority has engaged in negotiations with the owner of these franchise teams to relocate them into a newly constructed Arena to be built in the City of Newark, New Jersey by the start of their respective 2005 seasons. Should these negotiations and efforts prove successful, upon relocating to a new Arena, it is anticipated that the teams' existing lease agreements will terminate and the Authority will agree not to conduct any events or other activity at the existing Arena in competition with the Newark Arena.

As a result of these negotiations, construction on the Continental Airlines Arena site by the selected Master Developer is not expected to commence before the later of July 1, 2005, or completion of the new arena in Newark, New Jersey. The Authority will consider proposals that call for an earlier start date, if circumstances are appropriate. It is anticipated that this schedule will allow sufficient time for the Authority and the selected Master Developer to negotiate a Development Agreement for the Arena site, and for the Master Developer to perform the necessary due

diligence and pre-construction planning and permitting prior to this target construction date.

The Authority envisions creating a multi-use destination at the Arena site that capitalizes on existing uses at the Meadowlands and expands the product mix in a manner that is complementary to those uses, without materially competing with existing business in the Meadowlands District. It is the Authority's desire to select a Master Developer to organize a cohesive plan for the Arena site that will connect to and integrate new development with the remainder of the Complex and existing facilities, particularly through uses that complement the Meadowlands Racetrack and are compatible with the operation of Giants Stadium.

The Authority is receptive to some or all of the following uses on the Arena site: dining, entertainment, retail, hotel, office, exposition facilities, recreation, parking and transportation centers, but will look to the development community and the marketplace to propose innovative uses that maximize the potential of the Arena site, best achieve the strategic goals of the Authority, are consistent with the Authority's public purpose as set forth in its enabling legislation, and promote smart growth and sound economic development in the region.

The Authority is receptive to concepts that incorporate reuse of the Arena, provided the anticipated non-compete agreement with the proposed Newark facility is respected.

The Authority seeks to improve public access to the Arena site through improvements to the existing infrastructure and the provision of mass transit to the site. To achieve these objectives, the Authority envisions that development on the Arena site will proceed in phases, with each phase responsive to the timing and delivery of major transportation improvements and services to the site. (See Section B2B for a description of the Transportation Plan for the Complex.)

The Meadowlands Sports Complex is located within the boundaries of the Hackensack Meadowlands District, which encompasses lands within 14 different municipalities. The Land Use Plan for the District balances the need for development to occur in appropriate locations within the District with the public purpose of preserving open space and protecting the environment through the preservation of wetlands. (See Section B2A for a description of land uses surrounding the Meadowlands Sports Complex.)

The Meadowlands Sports Complex is exempted from the Hackensack Meadowlands District legislation by the statute governing the operation of the Authority (N.J.S.A. 5:10-1 et seq.). Under Section 5(x) of this statute, the Authority may determine the location, type and character of a project, notwithstanding any land use plan, zoning regulation, building code or similar regulation adopted by the State or any of its subdivisions politic or corporate. (See Section B2C for a description of the zoning and regulatory review process.)

The Authority will continue to promote events at Giants Stadium and the Meadowlands Racetrack as well as on the grounds of the Meadowlands Sports Complex, and the resident franchise tenants will continue to enjoy certain leasehold rights under current lease agreements. Proposals submitted in response to this RFP must be compatible with existing uses at the Complex, and should not compete with or otherwise result in conflicts with these continuing uses. (See Section B2H for a summary of existing lease obligations.)

The Authority encourages proposals that demonstrate a clear commitment to promoting new economic activity on the Arena site that benefits the region and involves all segments of the local community in the redevelopment process through outreach and economic participation.

The Authority's immediate objective is to select and designate a Master Developer to develop the Continental Airlines Arena site consistent with the vision, strategic goals and the public purpose of the Authority. While it is the Authority's objective to maximize the economic potential of the Arena site, achieving this economic potential is not paramount and must be balanced against the public purpose of the Authority, the leasehold rights of the franchise tenants, the business needs of the Authority's assets, and the economic development needs of the region and the surrounding communities.

In developing a Concept Plan for the Arena site in response to this RFP, respondents should be guided by the following strategic planning objectives of the Authority:

- **Maintain and enhance the world-class status of the Meadowlands Sports Complex by creating a multi-use destination with a cohesive theme that capitalizes on existing uses at the Meadowlands Sports Complex and introduces new, related and complementary uses to the Arena site;**
- **Create a greater sense of place and improve aesthetics at the Meadowlands Sports Complex;**
- **Expand and improve the product mix at the Meadowlands Sports Complex and at Authority facilities in a manner that supports, enhances and complements existing uses;**
- **Achieve greater utilization of the Arena site and a higher degree of integration with the Authority's venues and its franchise tenants;**
- **Achieve greater integration of the Arena site and venues with the region and the surrounding communities;**
- **Improve public access to and from the Meadowlands Sports Complex and provide regional benefits through improvements to the existing infrastructure and the provision of mass transit to and from the Arena site and within the region;**
- **Protect and enhance the unique ecosystem of the Meadowlands;**
- **Stabilize and increase the revenue capacity of current businesses at the Complex and diversify and increase those revenues through new business development; and**
- **Produce new economic activity that benefits the region and supports surrounding communities.**

Firms that believe they have the qualifications to be the Master Developer of the Arena site should submit a Proposal to the Authority that conforms with the Submission Requirements set forth in Section C of this RFP.

In evaluating whether a developer is qualified to be designated the Master Developer of the Arena site, the Authority will expect a developer to demonstrate, among other things, experience in a leadership role:

- Developing high profile mixed-use projects valued at a minimum of \$100 million, with significant destination-oriented components;**
- Arranging debt and equity financing for projects valued at a minimum of \$100 million; and**
- Assembling teams of highly recognized firms as part of a consulting group of architects, engineers and construction firms.**

The Authority will follow the following schedule in its evaluation process:

Phase I:

- Issuance of the RFP- June 29, 2002**
- Pre-Proposal Conference- July 15, 2002**
- Receipt of Concept Plan Development Proposals- September 16, 2002**

Phase II:

- Oral Presentations- October 8-10, 2002**
- Refinement of Concept Plan to a Schematic Design Level- October 30, 2002**
- Request for Final and Best Offer- November 26, 2002**
- Receipt of Final and Best Offers- December 30, 2002**

The Authority will consult with and be guided in the evaluation process by a Stakeholders Advisory Group comprised of legislative leaders, business interests, local mayors, representatives of the local community, and environmental interests.

All communication between the Authority and potential respondents concerning the RFP will be via a website. (See Section A6)

A Selection Committee comprised of members of the Authority’s Board of Commissioners and senior management of the Authority will select a Master Developer according to the following process. The Selection Committee will consult with the Stakeholders Advisory Group during the selection process.

The Authority’s Selection Committee will evaluate and rank proposals based upon the following selection criteria, the oral presentation, and other information deemed pertinent by the Authority:

- The quality, experience and financial strength of the proposed development, construction, and post-construction management team.**
- The developer’s demonstrated financial and operational success on other projects of similar size and complexity.**
- The comprehensiveness of the respondent’s vision for this project and the degree to which that vision supports, enhances and complements existing uses and conditions at the Meadowlands Sports Complex and the region, and meets the public purpose of the Authority.**
- The compatibility of the developer’s concept with existing uses at the Arena site and in the region.**
- The economic impact of the proposal on the region and the surrounding communities, as demonstrated by the submission of a thorough Economic Impact Analysis of the proposed project as part of the response package. (See Section C2, section 8)**
- The projected financial returns to the Authority. The Selection Committee will consider the reliability of the projected returns, the risks associated with the Authority realizing those returns, and the timing of receipt of the projected returns as factors in the evaluation.**
- The proposed project financing structure and guarantees.**

Because of the nature of the review process, the Authority’s ranking process is a subjective one and the Authority’s decisions on ranking of proposals shall be in the sole discretion of the Authority.

The Authority will seek to negotiate a Development Agreement with the firm or firms receiving the highest ranking, which agreement will address the provisions listed in Section A5, typical development agreement concepts, and other matters specific to the firm’s proposal.

If the Authority and the top-ranked firm do not finalize a Development Agreement within a time period deemed reasonable by the Authority, the Authority will seek to negotiate a Development Agreement with the firm ranked next on the list. It is expected that this process will continue until a Development Agreement is signed; however, the Authority retains the right to suspend or terminate this process at any time.

The Authority expects to follow the above-mentioned process; however, the Authority may deviate from this process if it is in the Authority's best interest to do so. Further, the Authority reserves the right to reject all proposals with no liability for any cost incurred by the firms submitting proposals. The Authority may reject a proposal for any reason and at any time.

The Authority is open to recommendations concerning the structure of the contractual arrangement between the Authority and the Master Developer, although the Authority is not presently considering a sale of the land. At this time, the Authority has a preference for an arrangement similar to the one outlined below:

- **The Authority continues to own the land. The Authority will consider a range of options proposed by the Master Developer that achieve the strategic goals of the Authority and ensure that the Authority has sufficient right and power to carry out the public purposes set forth in the Authority’s enabling legislation.**
- **The Master Developer is responsible for obtaining all needed approvals in a timely fashion. The Authority will assist the Master Developer in this effort to the extent possible.**
- **The Master Developer manages the design and construction of the project.**
- **The Master Developer arranges all project financing with no risk attributed to the Authority. The Authority will assist in this process to the extent necessary.**
- **The Master Developer will be responsible for completing the feasibility studies necessary to secure project financing. The Authority expects all feasibility studies to be completed within six (6) months after the Development Agreement is signed.**
- **Upon selection of and redevelopment by a Master Developer of the Arena site, the Authority will, in consultation with the selected Master Developer, reassess and reallocate the amount of payment in lieu of taxes being paid to the Borough of East Rutherford so that each facility in the Complex will contribute its fair share of these payments.**
- **Subject to the Tort Claims Act and the New Jersey Contractual Liability Act, the Authority will only make representations and warranties as to the environmental condition of the Arena site to a non-residential standard.**
- **The uses permitted under the lease, or other arrangement with the Master Developer, shall be consistent with the public purpose for which the Authority was formed, and shall not conflict with the rights of the franchise sports tenants, or other parties with whom the Authority has contracted, including but not limited to the manner in which such lease agreements**

relate to the right to use of the venues and related facilities, parking requirements, and the free flow of traffic into and out of the Meadowlands Sports Complex. (See Section B1 and B2H for a summary of the relevant terms of the lease agreements.)

- **The Master Developer, affiliates, and partners shall demonstrate a commitment to maintaining a partnership with the Authority by agreeing not to participate in the development of a similar project in the region without prior consultation with the Authority.**
- **The Master Developer maintains an at-risk financial interest in the project after construction and manages the facilities.**
- **The Authority's only investment in the project is the land. The Authority will not assume debt.**
- **The Authority receives land lease fees and participates in the profits of the project, as set forth in Section C3- Financial Cash Flows from Real Estate Pro-Forma.**
- **The Authority will have final approval over project design and schedule, the uses allowed at the project, and acceptance of major tenants. The Authority's approval in these areas will not be unreasonably withheld.**

The Authority has established a website for management of RFP support documents, submission of inquiries, and issuance of Addenda to the RFP. All communication with respondents following delivery of this RFP will be through this website.

All potential respondents are directed to register at the website as soon as possible to access all support materials referenced in this RFP and to ensure receipt of all future Addenda to the RFP. To register, respondents are directed to: <http://www.bidset.com/sql/login.asp> Respondents will be required to enter their e-mail address. The initial access password is: T187-95

All Maps, Drawings and Site Documentation referenced in Section B of the RFP and listed in the Appendix are available for viewing on this website, and may be ordered on-line for overnight delivery. Copies of all Documents referenced in Section B of the RFP and listed in the Appendix may also be ordered on-line for overnight delivery, but are not available for viewing on-line. Respondents will be responsible for the cost of these materials.

All questions concerning this Request for Proposal must be submitted in writing via the website. All responses to questions will be issued to all potential respondents as Addenda to the RFP via the website.

If you are unable to access the website or experience difficulties receiving materials or Addenda, please contact Barbara P. Lampen, Vice President, Strategic Planning and Development at: MeadowlandsArenaRFP@njsea.com

The Authority maintains a strict no contact policy. All potential respondents, or individuals acting formally or informally on their behalf, are requested not to contact Authority personnel or members of the Board and the Board's Selection Committee during the proposal process. Failure to comply may result in rejection of a proposal.

A Site Survey Base Map and CAD CD are included in the pocket part of this Proposal. The Site Survey Base Map illustrates the Arena site with Route 120 in its current location. One of the several plan layers included on the CD can be overlaid to illustrate the Arena site with Route 120 in its relocated position. Additional layers include utility locations, acreages, and location of wetlands. This Site Survey Base Map should be used in developing the Concept Plan(s).

In developing a Concept Plan all respondents should consider the following:

Proposed Land Uses

In developing the Meadowlands Sports Complex, the Authority seeks to create a multi-use destination with a cohesive theme that creates a greater sense of place and improves aesthetics at the Complex. Concept Plans developed in response to this RFP should capitalize on existing uses at the Complex and introduce new, related and complementary uses to the Arena site. Proposals should seek greater utilization of the Arena site and a higher degree of integration with the Authority's venues and franchise tenants. Proposals should also seek a greater integration of the Arena site and its land uses with the region and surrounding communities.

The Authority is receptive to some or all of the following uses on the Arena site: dining, entertainment, retail, hotel, office, exposition facilities, recreation, parking and transportation centers, but will look to the development community and the marketplace to determine which uses maximize the potential of the Arena site, best achieve the strategic goals of the Authority, meet its public purpose as set forth in the enabling legislation, and promote sound economic development in the region.

While the Authority is committed to providing mass transit to the Complex, it recognizes that delivery of mass transit to the Site is, by necessity, a longer-term planning and evaluation process that must be undertaken in cooperation with NJ Transit, Bergen County and the Master Developer.

The Authority understands that the types and densities of land uses developed at the Arena site will influence the type of mass transit service to the Complex, if any, that could be provided economically. Accordingly, the Authority will place a high premium on Concept Plans that affirmatively encourage the delivery of mass transit service through the appropriate mix of land use types and densities. Respondents should evaluate the types and densities of land uses proposed for the Arena site to determine if the proposed Concept Plan will support some type of mass transit service and when that service might be delivered, and reflect that determination in the phasing of the overall Concept Plan. (See Appendix I for Mass Transit Service Delivery Parameters.)

Timing and Schedule of Site Availability

The Authority has engaged in negotiations with the owners of New Jersey Nets and the New Jersey Devils to relocate them into a newly constructed arena to be built in the City of Newark, New Jersey by the start of their respective 2005 seasons.

As a result of these negotiations, construction on the Continental Airlines Arena site by the selected Master Developer is expected to be able to commence the later of July 1, 2005, or upon completion of the new arena in Newark, New Jersey. The Authority will consider proposals that call for an earlier start date, if circumstances are appropriate. It is anticipated that this schedule will allow sufficient time for the Authority and the selected Master Developer to negotiate a Development Agreement for the Arena site, and for the Master Developer to perform the necessary due diligence and pre-construction planning and permitting prior to this target construction date.

The Authority anticipates that any Concept Plan for the Arena site will initially direct development to the Arena Site, with or without the relocation of Route 120. The Authority invites respondents to develop Concept Plans incorporating later phases of development on the remainder of the Sports Complex Site, with the assumption that structured parking and the use of the backstretch area at the Meadowlands Racetrack may be considered in the Plan. Accommodation of mass transit at the Complex should be incorporated in this phasing.

Current Uses at the Meadowlands Sports Complex

The Meadowlands Sports Complex is divided into two sections, the East Site and the West Site, by the north/south leg of New Jersey Route 120. Continental Airlines Arena, with parking for 4,000 cars, improves the approximately 104-acre East Site. Giants Stadium and the Meadowlands Racetrack, with parking for approximately 25,000 cars, improve the approximately 580-acre West Site.

The New York Football Giants and the New York Jets maintain leasehold interests in Giants Stadium, through 2026 and 2008 respectively, for 16 home football games and any playoff and championship games played in Giants Stadium between August and January of each year. (See Appendix II for 2001 Event Schedule).

On NFL home game days, the Giants and the Jets enjoy certain rights to the use of the Complex. These include:

- **Surface parking for 24,000 cars and 400 buses. The Authority accommodates this requirement by providing not less than 4,000 parking spaces on the Continental Airlines Arena site. While these 4,000 spaces currently exist as surface parking, the Authority may make them available as either surface or deck parking;**

- **Parking shall be available three hours prior to a football game and three hours after a football game; and**
- **On a game day, no other uses of areas or facilities of the Meadowlands Sports Complex are permitted that are incompatible with or are in competition with, or would result in scheduling conflicts with, the use of the stadium, parking areas, or pedestrian areas. An event occurring within three hours after the estimated end of a football game would be considered to be in violation of the foregoing right.**

The Meadowlands Racetrack is North America’s most profitable racetrack. The Meadowlands hosts over 210 live harness and thoroughbred racing dates annually, as well as offering simulcasting from racetracks around the world on a daily basis. Annual attendance is 1.8 million guests, and annual live and simulcast wagering is \$600 million. An additional \$500 million is wagered annually on Meadowlands races at racetracks and simulcast locations across North America.

The Meadowlands hosts harness racing’s richest and most prestigious race, the \$1.2 million Hambletonian Trot. The track also hosts the \$1 million Meadowlands Pace and Breeders Crown series during its harness meet. The track hosts six graded thoroughbred stake events each season, highlighted by the \$500,000 Meadowlands Cup.

The Authority will continue to promote sporting events and concerts at Giants Stadium as well as other activities at the Meadowlands Racetrack and generally on the Meadowlands grounds, such as the annual Meadowlands Fair. (See Appendix II-Event Schedule)

At times when sporting events, concerts and other activities may be conducted, the Authority utilizes the existing parking areas of the Continental Airlines Arena site to accommodate parking demand and to meet the Authority’s contractual requirements. This practice will continue notwithstanding a change of the use of the Arena site, although parking may be made available as either surface or deck parking.

Respondents will be required to demonstrate that a proposal is not incompatible with, does not compete with, and does not cause scheduling conflicts with sporting events, concerts and other activities generally planned and conducted at the Meadowlands Sports Complex, including those at Giants Stadium and the Meadowlands Racetrack.

New Jersey Route 120

The Meadowlands Sports Complex is divided into two sections by the north/south leg of New Jersey Route 120. Prior analyses undertaken by the New Jersey Department of Transportation (NJDOT) and the Authority have investigated the

feasibility of relocating Route 120 from its current location to a new location east of the Arena (See Section B2B for detailed cost and project information.)

Under the relocation project, following the opening of the road, the roadbed of the existing Route 120 would be transferred to the Authority in return for the Authority's conveyance to the NJDOT of Authority-owned property east of the Arena that is required for construction of the road. The vacated roadbed of Route 120 would be available for development by the Master Developer. (See enclosed Site Plan CD)

The NJDOT is willing to enter into a public private partnership with a selected Master Developer for construction of the Route 120 project under the Transportation Demonstration Act or similar authorization (See Appendix III). Through this process, the NJDOT will seek to allocate costs of these improvements among the Master Developer, the Authority, and NJDOT.

All respondents to this RFP should expect that the existing site condition at commencement of development on the Arena site would be Route 120 in its current location.

All respondents are requested to evaluate implementation of the Route 120 relocation project for feasibility and desirability of implementation. Should the relocation of Route 120 be determined to be desirable, respondents should present a Concept Plan that illustrates development of the Arena site in phases to accommodate the relocation project. Should a respondent determine that development of the Arena site could reasonably proceed with Route 120 in its current location, the respondent should present a Concept Plan with Route 120 in place.

This evaluation should consider the economic and non-economic value of development on an integrated site against the cost of implementing the improvement, recognizing that the Master Developer and the Authority will likely be asked by the NJDOT to fund portions of the cost of the relocation project.

The Authority has also developed concept plans for on-site, transitional, and regional roadway improvements needed to maintain and enhance traffic flow conditions into and around the Meadowlands Sports Complex if Route 120 were not relocated. These improvements are estimate to cost approximately \$35 million, in 1998 dollars, and could be implemented in a three to five year timeframe. (See Appendix IV for a summary of the proposed improvements). Again, the Master Developer and the Authority would likely be asked by NJDOT to fund portions of the cost of these improvements.

Regional Economic Impact

The Authority will look favorably on proposals that promote sound economic growth in the region and in the surrounding communities. In evaluating the economic impact of a proposal, the Authority will be guided by the economic impact analysis provided in Section C4 of the Proposal, particularly the analyses related to direct and indirect spending and full-time, part-time and construction employment resulting from the project proposal.

All Documents, and Maps, Drawings and Site Documentation listed in the Appendices section of this RFP and/or referenced here in Section B may be viewed and ordered on-line. (See Section A6 for details)

B2A- The Site

The Meadowlands Sports Complex

The Meadowlands Sports Complex is centrally located in the Borough of East Rutherford, Bergen County, New Jersey, a part of metropolitan northeast New Jersey. The Complex is approximately eight (8) miles from downtown Newark, five (5) miles from lower Manhattan via the Lincoln Tunnel and Route 3, and 10 miles from upper Manhattan via the New Jersey Turnpike and George Washington Bridge.

The western spur of the New Jersey Turnpike bounds the Arena site on the southeast, and Route 3 bounds the Arena site on the southwest. Paterson Plank Road forms the northeast boundary of the Arena site, and Berry's Creek, a tributary of the Hackensack River, forms the northwest boundary.

The Meadowlands Sports Complex is divided into two sections, the East Site and the West Site, by the north/south leg of New Jersey Route 120.

Giants Stadium and the Meadowlands Racetrack improve the approximately 580-acre West Site. Parking for approximately 25,000 automobiles on the West Site occupies approximately 130 acres.

Giants Stadium is the home field for the New York Football Giants and the New York Jets. The seating capacity for a football game is approximately 78,000. The Giants hold leasehold rights for football games in the Stadium through 2028, and the Jets through 2008 (See Section B2H for a summary of lease terms).

The Meadowlands Racetrack provides complete facilities for both daytime and nighttime thoroughbred and harness racing. The six-level grandstand is enclosed and climate controlled. With its twin outdoor ramps for standees, the grandstand can accommodate 35,000 people.

The backstretch area contains 12 barns with stables for 1,320 horses, five (5) two-story dormitory buildings with rooms for 500, and various administration buildings.

The Continental Airlines Arena Site

The parcels of land that now form the Arena site, or the East Site, were acquired by the New Jersey Sports and Exposition Authority between 1972 and 1975. Industrial and commercial buildings that formerly fronted Route 120 and Paterson Plank

Road were demolished in 1974 when the New Jersey Turnpike Authority constructed the ramps and connector roads to provide access to the Arena site.

The outer bounds of the Arena site encompass approximately 104 acres. The Continental Airlines Arena, parking for approximately 4,000 cars, and associated upland area occupies approximately 62 acres of the Arena site. A small wetland occupies approximately eight (8) acres of the Arena site. Unimproved upland, isolated wetlands, and a connector roadway that provides direct connections to the western spur of the New Jersey Turnpike, Routes 3 and 120, occupies the remaining 34 acres of the Arena site. (See Site Survey Base Map enclosed in this RFP.)

Finished elevations on the Arena site range from 9 to 14 feet in parking areas and roadways. The 100- year flood stage is 8.6 feet above MSL.

A gravity storm water collection system, separated from the sanitary sewerage system, collects site drainage into one drainage line running under Route 120 and into a system of storm water lagoons on the West Site. (See Original Arena Drawings-Site Work for detail on the site drainage system).

A sanitary sewer line connects the Arena to an existing 15-inch line that connects to the main trunk line north of Giants Stadium. This trunk line flows to the Bergen County Sewerage Treatment Plant. There is currently sufficient capacity at the treatment plant to support development on the Arena site. Hook-up fees are estimated to be \$1,750 plus a \$25,000 meter deposit and Bond. Treatment cost is \$1,500 per million gallons of flow.

Potable water is supplied by United Water Resources through extensions from the existing water mains in Route 120.

B2B- Transportation Plan

The Road Network

The Meadowlands Sports Complex is divided into two sections by the north/south leg of New Jersey Route 120. State Route 120 begins on the easterly side of the Hackensack River at Route 3 and continues north to Paterson Plank Road. At this juncture, Paterson Plank Road becomes Route 120 and continues west to Route 17. Route 120 serves as a regional bypass from Route 3 to Route 17 as well as a major access point to the Complex.

Prior analyses undertaken by the New Jersey Department of Transportation (NJDOT) and the Authority investigated the feasibility of relocating Route 120 from its current location west of the Arena, to a new location east of the Arena along the southeast boundary of the Arena site.

The Route 120 relocation project involves the design, engineering and construction of approximately 6,500 feet of highway and approximately seven new

interconnecting bridge structures. Under this relocation project, following the opening of the road, the roadbed of the existing Route 120 would be transferred to the Authority in return for conveyance to the NJDOT of Authority-owned property east of the Arena that is required for construction of the road. The vacated roadbed of existing Route 120 would be available for development by the Master Developer. (See enclosed Site Plan.)

Regional benefits of the relocation project include improved safety conditions and network-wide traffic flow conditions at existing interchanges at Routes 120 and 3, and improved regional traffic flow and distribution at Routes 3, 120, 17 and the 16W Turnpike interchange. Benefits to the Authority include achieving site continuity and an opportunity for future development at the Meadowlands Sports Complex to be more closely integrated.

The Project has advanced to 70% design development, and would be constructed under three (3) contracts. Contract 1, surcharge of wetlands east of the Arena, has been completed. Contract 2, construction of Route 3 connections, and Contract 3, construction of the new Route 120 roadbed and connections to the Turnpike, have not been advanced. It is anticipated construction would take 4 to 6 years to complete. The total cost of the relocation project is approximately \$150 million in 2002 dollars.

The Authority has evaluated the departure of vehicles from the Meadowlands Sports Complex after a major event at the Sports Complex under a variety of development alternatives for the Complex, including the relocation of Route 120. A mathematical model has been developed to predict departure times from an event under current conditions and under certain development scenarios. A comparison of results indicates that, if Route 120 were relocated, egress from the Complex would be as good or better as that under existing conditions. (See Appendix V for additional information on the Route 120 relocation project and the traffic departure analysis.)

Implementation of the Route 120 relocation project would involve reconfiguration of parking areas and circulation and egress routes at the Complex. The Authority has analyzed the impacts of the Route 120 relocation project in terms of net gains and losses of land area by site location, parking losses during staging of construction, parking gains at the completion of construction, and possible infrastructure reconfiguration requirements in the abandoned roadbed of Route 120, with the Arena remaining on the East Site. These analyses are set out in the Route 120 Relocation and On-Site Modifications Report. (See Appendix VI).

The Authority has also analyzed the impact of certain development scenarios at the Meadowlands Sports Complex and on the Arena site to determine on-site, transitional, and regional network improvements needed to maintain and enhance traffic flow conditions into and around the Complex if Route 120 were not relocated. While analysis of these proposed network improvements has not advanced beyond

the concept development phase with the NJDOT, the improvements are estimated to cost approximately \$35 million, in 1998 dollars, and could be implemented in a three (3) to five (5) year timeframe. (See Appendix IV).

It is anticipated that if any of these improvements were to be implemented, the NJDOT would seek to allocate costs of the improvements among the Master Developer, the Authority and NJDOT.

Mass Transit/Rail Access

In 1996, NJ Transit, Bergen County, N.J., and Rockland County, N.Y. initiated the West Shore Region Study to examine mobility issues in Bergen County, NJ and Rockland County, NY. A selected preferred build alternative emerging from this analysis is West Shore commuter rail service via the Meadowlands Sports Complex.

West Shore Corridor commuter rail service via the Meadowlands Sports Complex would provide commuter rail service to and from stations along the West Shore line between West Nyack and the Secaucus Transfer Station and Hoboken. The soon to open Secaucus Transfer Station will integrate NJ Transit's rail system at a central location, improving both intra-state and trans-Hudson travel and access. The Transfer Station will ultimately tie together most of the NJ Transit rail network with the Northeast Corridor, providing the Complex with access to the Northeast Corridor rail system, the Hudson River waterfront, and Newark Airport via the airport's monorail extension.

The Meadowlands segment of the West Shore line is capable of being implemented as a stand-alone project, or as a first phase of the West Shore line. As a stand-alone project, the line would consist of a 2-mile spur off the existing Bergen County line terminating in a four track Meadowlands Sports Complex Rail Station with two high-level island platforms. This stand-alone project could be implemented within a five (5) to seven (7) year timeframe at a cost of \$160 million, in 1997 dollars. (See Appendix VII for additional information on the rail spur project.)

The Authority continues to investigate alternative service options with NJ Transit and Bergen County to arrive at the most feasible alternative for providing mass transit service to the Complex. (See Appendix VIII for background information on alternative service options).

B2C- Zoning and Regulatory Approval Process

The Meadowlands Sports Complex is located in the Borough of East Rutherford, Bergen County, New Jersey. It is also located within the boundaries of the Hackensack Meadowlands District, a land area encompassing 14 different municipalities. Land within the District is subject to specific state legislation that governs its development. Rather than each municipality overseeing development within its borders, the statutorily created New Jersey Meadowlands Commission

has that responsibility. (See Appendix IX for background information on the Hackensack Meadowlands District and surrounding land uses).

The Meadowlands Sports Complex is exempted from the Hackensack Meadowlands District legislation by the statute governing the operation of the Authority (N.J.S.A. 5:10-1 et seq.). Under Section 5(x) of this statute, the Authority may determine the location, type and character of a project or any part thereof and all other matters in connection with all or any part of a project, notwithstanding any land use plan, zoning regulation, building code or similar regulation adopted by the State, any municipality, county, public body politic and corporate, including but not limited to the Meadowlands Commission, or any other political subdivision of the State. This exemption would apply to the project that is the subject of this RFP.

The Authority's statute includes two exceptions to the above exemption. The first is that all projects shall conform to the Barrier-Free Sub-Code promulgated as part of the State Uniform Construction Code. The second requires the Authority to consult with the Meadowlands Commission before making any determination as to the location, type and character of any Authority project at the Meadowlands.

In order to comply with this second exception, as well as with Section 23 of the Authority statute, which addresses consultation with both the Meadowlands Commission and the State Department of Environmental Protection (DEP) for the purposes of maintaining the environmental balance of the Meadowlands, the Authority is required to present its project proposal to the Meadowlands Commission and the DEP at a public hearing. To satisfy these provisions, consultation would likely take place through a public hearing co-chaired by the DEP and the Meadowlands Commission, after public notice of the time and place thereof, to discuss environmental concerns impacted by the project.

All interested persons are to be heard at that time as well. The Meadowlands Commission and the DEP are required to give consideration to the presentation and determine that the site selection maintains the aforementioned environmental balance. The details of the hearing would then be set forth in a Report.

B2D- Real Estate Taxes and PILOT

Pursuant to its enabling statute, the Authority contributes payments in lieu of taxes to the Borough of East Rutherford and allocates a portion of these payments to each of its facilities, including the subject Arena site. Upon selection of and redevelopment by a Master Developer of the Arena site, the Authority will, in consultation with the selected Master Developer, reassess and reallocate the amount of payments in lieu of taxes being paid to the Borough of East Rutherford so that each facility will contribute its fair share of these payments. For calendar year 2002, the amount being paid to the Borough of East Rutherford is \$3.754 million, of which 30% is being allocated by the Authority to the Arena site. No representation is being made as to the amount to be paid to the Borough of East Rutherford or the percentage thereof to be allocated to the Arena site following its redevelopment. The

allocation to the Arena site is subject to readjustment, based upon the successful redevelopment of the Arena site.

B2E- Soils and Geology

The Meadowlands Sports Complex is underlain by bedrock of the late Triassic Newark Group. The Brunswick Formation, consisting of reddish-brown shale with local beds of fine-grade sandstone and claystone, is present at the surface of the bedrock.

The central section of the East Site is composed of a 4 to 16 foot deposit of miscellaneous fill material. Beneath the fill material, there is a 4 to 10 foot in situ accumulation of organic material, including peat, meadow mat and silt. Beneath the organic material, there is a discontinuous layer of sand and silt, followed by a bed of clay and silt, averaging 18 feet in thickness. Glacial till overlays decomposed shale to 27 to 43 feet below MSL. Bedrock is encountered at 30 to 40 feet. (See Boring Logs for the New Pedestrian Bridge).

B2F- Wetlands

A small wetland now occupies approximately 8 acres in the southeastern quarter of the site. Portions of the wetland drain into a remnant of Cedar Creek through two culverts that extend under the connector road. Cedar Creek drains into the Hackensack River by means of a culvert extending under the Turnpike. By way of these uncontrolled connections, portions of the wetland are subject to tidal influence. (See Appendix XII, Meadowlands Arena Full EIS, for information on the ecology of the wetland and water quality conditions).

This wetland was previously filled as part of the scope of work for the relocation of Route 120. The surcharge area will eventually provide the roadbed for the relocation of Route 120, if this project is undertaken. (See Site Survey Base Map, Route 120 relocation overlay, for the location of the surcharge area).

B2G- Economic Demographics

A Demographic Overview Report is provided in Appendix XI. This Report provides information on population trends, household and income trends, housing trends, population trends, employment trends, and a retail sales potential report. This Report is provided only as a guide; respondents are expected to prepare their own market research.

B2H- Existing Lease Obligations

See Appendix XII for relevant portions of the Stadium Lease Agreements.

B2I- County Blue Laws/Sunday Closing

Bergen County, in which the Meadowlands Sports Complex is located, has opted by referendum to enforce New Jersey's Sunday Closing Law, or "Blue Laws" which make it unlawful to sell at retail, wholesale or auction certain proscribed categories of goods on Sundays. These categories generally include: clothing and wearing apparel, building and lumber supply materials, home business and office furniture or furnishings, and home business or office appliances. The Sunday Closing Law prohibiting the sale of the described items on Sundays is applicable within the Meadowlands Sports Complex except that such items may be sold if ancillary to the conduct of any event, which is within the Authority's core mission.

Firms wishing to be considered for this assignment should submit 20 copies of their Proposal to:

**Ms. Barbara P. Lampen
Vice President, Strategic Planning and Development
New Jersey Sports and Exposition Authority
Meadowlands Sports Complex
50 Route 120
East Rutherford, New Jersey 07073-2160**

Submissions must arrive at the above address by no later than 5:00 p.m. on Monday, September 16, 2002. The Authority reserves the option to reject Proposals received after this deadline.

The Proposals must be organized in the following sections:

Section 1	Executive Summary
Section 2	The Concept Plan
Section 3	Qualifications of the Developer
Section 4	Project Schedule
Section 5	Project Cost Summary
Section 6	Projected Financial Results
Section 7	Proposed Financial Arrangements
Section 8	Economic Impact Analyses
Section 9	Contingencies

The contents of each section are discussed below.

Section 1- Executive Summary

The Executive Summary should highlight the key points in the remainder of the Proposal. Firms should articulate the reasons the Authority should select their team for the project. Firms are encouraged to discuss previous successful projects similar in scope and complexity. Disclosure of financial results, occupancy, rental rates, and other pertinent information is strongly encouraged.

Section 2- The Project Concept Plan

Firms should present their Concept Plan for the Arena site in written text and graphic form. Firms should articulate their vision for the project, addressing how it conforms to the Authority’s strategic planning goals and complements existing uses at the Meadowlands Sports Complex. The Project Concept Plan should address the issues set forth above in Section B1.

All project components should be clearly defined, including the approximate size of each use, and a comparative analysis of each use as a percentage of the whole.

Section 3- Qualifications of the Developer

We recognize that firms often form teams on assignments of this nature. The qualifications statement however should be limited to the firm or firms seeking to be the lead developer(s) on this project. The Authority will not entertain Proposals offered through a broker, and will not pay any brokerage fees.

The firms' qualification statement should be concise and contain only information that is pertinent to this type of project. Your qualifications statement must be organized into the following sections:

Section 1	Firm Profile
Section 2	Key Personnel
Section 3	Financial Resources
Section 4	Current and Future Commitments
Section 5	Development Experience
Section 6	Comparable Projects
Section 7	Other Pertinent Information

The contents of each Section are discussed below.

Firm Profile: Provide a brief history of the firm and its ownership structure.

Key Personnel: Describe the strength and depth of your firm. Provide resumes of key personnel assigned to the project. The Authority encourages diversity in the make-up of the Project Team.

Financial Resources: Provide information that will support the financial stability of your organization. Financial statements, lines of credit, and bank references should be referenced.

Provide specific information on how your firm has financed major projects. Indicate the source and amount of debt and equity funds your firm has arranged in the past.

Specifically indicate if your organization has provided its own equity in its projects, and to what extent.

Current & Future Commitments: Briefly discuss your commitments.

**Development
Experience:**

Demonstrate, by reference to specific projects, that your firm has experience developing large, multi-use projects.

**Comparable
Projects:**

Provide specific information on three projects that you feel demonstrate your qualifications to be the Master Developer for this project. Provide the following information for each: project size, cost and location; responsibility during and after development; partners; method of financing (debt and equity); project team; evidence of success; financial performance and returns on investment, equity and gross revenue.

Section 4- Project Schedule

Please provide a Development Schedule by Use Component in the form provided in Attachment 1.

Section 5- Project Cost Summary

Please provide a summary of project costs in the form provided in Attachment II. Please do not deviate from this format.

Section 6- Projected Financial Results

Please provide a summary of the projected financial results of the project in the form provided in Attachment III A and Attachment III B. Please do not deviate from this format. Failure to respond in the required format will result in the response being deemed non-compliant.

Section 7- Proposed Financial Arrangements

Please provide a summary of the expected return to the Authority in the form provided in Attachment IV. Please do not deviate from this format. Failure to respond in the required format will result in the response being deemed non-compliant.

Section 8- Economic Impact Analysis

The Authority will look favorably on proposals that promote sound economic growth in the region and in the surrounding communities. Please provide a summary of the expected economic impact of the proposed project in the form used in the NJSEA 1998 Economic Impact Study, which is attached here as Appendix XIII. The Authority is particularly interested in the analysis related to direct and

indirect spending, and full-time, part-time and construction employment resulting from the project proposal.

Section 9- Contingencies

Please identify any contingencies that might impact the ability of your firm to perform. Please discuss any problems the developer may foresee with any aspect of the project.

Attachment I- Development Schedule by Use Component

Attachment II- Project Cost Summary

Attachment III A- Cash Basis 15 Year Projection Component Assumptions

Attachment III B- Cash Basis 15 Year Projection Operating Results Summary

Attachment IV- Return To The Authority

**New Jersey Sports and Exposition Authority
1998 Economic Impact Study
Deloitte & Touche LLP**

