ITEM 9A.

DISCUSSION

COREY JONES ISLE STATUE
ITEM 9B.

REQUEST FOR PROPOSALS FOR THE DEVELOPMENT OF CARVER SQUARE 20 WORKFORCE HOUSING IN THE SW NEIGHBORHOOD
CARVER SQUARE
RFP CRA NO. 2020-01

Background:
Request for Proposal: Development and Disposition of Twenty (20) CRA Owned Properties in the SW Neighborhood for Workforce Housing (Carver Square)

Timeline:
RFP Released: September 28, 2020
RFP Submittal Deadline: October 30, 2020
Four (4) Proposals Received
Three (3) Proposals Reviewed by Evaluation Committee:
• Azur Equities, LLC
• East to West Development Corporation
• Pulte Home Company, LLC

Evaluation & Selection Committee Met: November 18, 2020
# RFP CRA NO. 2020-01: PROPOSALS RECEIVED

<table>
<thead>
<tr>
<th>Category</th>
<th>Azur Equities, LLC</th>
<th>East to West Development Corporation</th>
<th>Pulte Home Company, LLC</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Offer/Purchase Price (CRA Properties)</strong></td>
<td><strong>$0</strong></td>
<td><strong>$800,000 ($40,000 per lot)</strong></td>
<td><strong>$200,000 ($10,000 per lot)</strong></td>
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<tr>
<td><strong>Single Family Homes</strong></td>
<td></td>
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<tr>
<td>Model A – 2 Story</td>
<td>20 Single Family Homes</td>
<td>20 Single Family Homes (6 Units)</td>
<td>20 Single Family Homes (5 Units)</td>
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<tr>
<td>1,450 SF – 3/3</td>
<td>1,656/2,092 SF - 3/2.5</td>
<td>1,447/2,028 SF - 3/2</td>
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<tr>
<td>1 Car Garage</td>
<td>1 Car Garage</td>
<td>2 Car Garage</td>
<td></td>
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<tr>
<td>Sale Price: $267,960</td>
<td>Sale Price: $0-$331,888</td>
<td>Sale Price: $166,110</td>
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<tr>
<td>Model B – 2 Story</td>
<td>1,600 SF - 2/2.5</td>
<td>1,640/2,000 SF - 3/2.5</td>
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<tr>
<td>1 Car Garage</td>
<td>1 Car Garage</td>
<td>2 Car Garage</td>
<td></td>
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<tr>
<td>Model C – 2 Story</td>
<td>1,800 SF - 3/2.5</td>
<td>1,325/1,705 SF - 3/2</td>
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<tr>
<td>2 Car Garage</td>
<td>1 Car Garage</td>
<td>2 Car Garage</td>
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<tr>
<td>Model D – 2 Story</td>
<td>2,000 SF - 4/3.5</td>
<td>1,412/1,911 SF - 3/2</td>
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<tr>
<td>1 Car Garage</td>
<td>1 Car Garage</td>
<td>2 Car Garage</td>
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<tr>
<td><strong>Variation in Models</strong></td>
<td>Not Specified</td>
<td>2 Story: 12 Units</td>
<td>2 Story: 5 Units</td>
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<tr>
<td></td>
<td></td>
<td>1 Story: 8 Units</td>
<td>1 Story: 15 Units</td>
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<tr>
<td><strong>Sales Price (AMI 51-140% WF Housing)</strong></td>
<td>Agrees to RFP Requirement</td>
<td>Agrees to RFP Requirement</td>
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<td><strong>Local Hiring</strong></td>
<td>Agrees to RFP Requirement</td>
<td>Agrees to RFP Requirement</td>
<td>Agrees to RFP Requirement</td>
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<tr>
<td><strong>Construction Schedule/Homes Completed</strong></td>
<td>18 Months after permits issued</td>
<td>18 Months after closing</td>
<td>18 Months after closing</td>
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<tr>
<td><strong>Will Provide Homebuyer Qualification</strong></td>
<td>Assistance with the Delray CDC</td>
<td>Collaboration with local agencies</td>
<td>Assistance with PBC</td>
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</tbody>
</table>
AZUR EQUITIES, LLC
EAST TO WEST DEVELOPMENT CORPORATION
EVALUATION CRITERIA

Proposals were scored based on the following criteria:

- Qualifications, Experience and Financial Capacity (30 Points)
- Development and Construction Plan and Local Hiring (35 Points)
- Offer Price, Development Costs and Home Sale Prices (35 Points)
- Optional Task: CRA Architectural Plans and Homebuyer Qualification (4 Points)

<table>
<thead>
<tr>
<th>PROPOSAL</th>
<th>TOTAL POINTS RECEIVED</th>
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<tr>
<td>AZUR EQUITIES, LLC</td>
<td>304</td>
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<td>EAST TO WEST DEVELOPMENT CORP.</td>
<td>354</td>
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<td>PULTE HOME COMPANY, LLC</td>
<td>344</td>
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Recommended Action:

Staff is recommending for the CRA Board to accept and award a bid for RFP CRA No. 2020-01 Development and Disposition of CRA Owned Properties in the SW Neighborhood for Workforce Housing (Carver Square).
ITEM 9B.

REQUEST FOR AMENDMENT TO PURCHASE & SALE AGREEMENT WITH BH3 MANAGEMENT, LLC FOR THE DEVELOPMENT OF SW 600-800 BLOCKS OF WEST ATLANTIC AVENUE
D. Priority Uses

As identified in WARC’s 2012 West Atlantic Area Needs Assessment, the prioritized uses in The Set area include neighborhood supportive commercial uses as follows:

- Full-service grocery store defined as “a retail operation affiliated with a regional grocery chain and consisting of no less than 20,000 square feet of retail space offering to the general public but not limited to the sale of fresh fruits and fresh vegetables, dairy products meat products, frozen food and vegetables, bakery items and toiletries.” “Note this is a required use.
- health and wellness facilities (urgent care, clinic, fitness);
- pharmacy;*
- financial institutions (deposits loans, currency exchange)*;
- family/social entertainment (sports bar, jazz club/lounge, amusement venues); and
- office, retail, and service uses.

Note: The pharmacy and financial institution may be located within the full-service grocery store.

The full-service grocer use is a requirement in this development project. Proposer(s) will be required to identify how the grocer use will be incorporated into the overall development and identify shared parking or other design elements that create a connected and integrated three-block development. Proposers must provide a letter of intent from a company that will operate a full-service grocery store at the Project Site. The letter of intent shall include the type of grocer, the proposed size/square footage of the store, and the timeline to complete construction of the grocery store.
SW 600-800 Blocks of W. Atlantic Avenue
BH3 Management, LLC
Purchase & Sale Agreement

• Project Description:
  • Retail/Food & Beverage: 43,300 square feet
  • Grocery: 33,000 square feet
  • Office: 21,600 square feet
  • Public Open Space: 40,000 square feet (including 32,000 square feet for Frog Alley)
  • Residential: 165 Rental Units (plus 28,532 square feet of amenity space including pool, club room, and fitness center)
    (18 units Workforce Housing offsite; 12 units Workforce Housing onsite)
  • Parking:
    • 2 Structured Parking Facilities and 1 Surface Lot
    • Number of Parking Spaces: Amount approved by the City of Delray Beach as part of site plan approval plus at least 206 public parking spaces.
<table>
<thead>
<tr>
<th>CRITICAL DATES</th>
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<table>
<thead>
<tr>
<th>Effective Date</th>
<th>April 22, 2019</th>
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<tbody>
<tr>
<td>First Amendment to Agreement</td>
<td>August 13, 2019</td>
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<td>Second Amendment to Agreement</td>
<td>November 19, 2019</td>
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<td>Relocation Plan</td>
<td>December 18, 2019</td>
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<td>Public Benefits Commitment</td>
<td>On or before January 17, 2020</td>
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<td>Application Date</td>
<td>January 17, 2020</td>
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<td>Third Amendment to Agreement</td>
<td>January 28, 2020</td>
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<td>Notice of Default</td>
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<td>Notice of Default</td>
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<tr>
<td>Application Submittal</td>
<td>February 27, 2020</td>
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<td>Approval Date</td>
<td>No later than Saturday, January 16, 2021</td>
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<td>Approval Date</td>
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<tr>
<td>Permit Date</td>
<td>Date on which the last of any required permits is issued</td>
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<td>Closing Date</td>
<td>30 days after Permit Date</td>
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<td>Termination Date</td>
<td>April 11, 2021</td>
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</table>
The New Fabrick

Project Update

PSA Amendment

Neil Schiller, Esq.  December 10, 2020
Agenda

1. Project History
2. Project Update
3. Amending the PSA
4. Conclusion
RFP History

• August 21, 2018: RFP Issued

• Sought:
  • a general overview (including renderings)
  • conceptual site plan
  • conceptual elevations
  • basic floor plans
  • anticipated uses

• January 29, 2019: BH3 was selected
Atla West
January 2019

<table>
<thead>
<tr>
<th>Aspect</th>
<th>Plan</th>
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<tbody>
<tr>
<td>Residential Units (mix of 1, 2, 3 units &amp; townhomes)</td>
<td>165</td>
</tr>
<tr>
<td>Commerical Office</td>
<td>21,600 SF</td>
</tr>
<tr>
<td>Retail (including F&amp;B)</td>
<td>43,300 SF</td>
</tr>
<tr>
<td>Parking Spaces</td>
<td>Required # + 206 spaces</td>
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<tr>
<td>Public Open &amp; Green Space</td>
<td>40,000 SF</td>
</tr>
<tr>
<td>Grocery Space</td>
<td>33,000 SF</td>
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This was our **CONCEPT** Plan per the requirements of the RFP
<table>
<thead>
<tr>
<th></th>
<th>Alta West</th>
<th>Fabrick</th>
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<tbody>
<tr>
<td><strong>Residential Units</strong> (mix of 1,2, 3 units &amp; townhomes)</td>
<td>165</td>
<td>167</td>
</tr>
<tr>
<td><strong>Commerical Office</strong></td>
<td>21,600 SF</td>
<td>22,056 SF</td>
</tr>
<tr>
<td><strong>Retail (including F&amp;B)</strong></td>
<td>43,300 SF</td>
<td>47,400 SF</td>
</tr>
<tr>
<td><strong>Parking Spaces</strong></td>
<td>Required # + 206 spaces</td>
<td>Required # + 206 spaces</td>
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<tr>
<td><strong>Public Open &amp; Green Space</strong></td>
<td>40,000 SF</td>
<td>38,041 SF</td>
</tr>
<tr>
<td><strong>Grocery Space</strong></td>
<td>33,000 SF</td>
<td>34,911 SF</td>
</tr>
</tbody>
</table>
Community Feedback

- **Met with the community**
  - Formal meetings
  - Meetings with stakeholders
  - Food distribution events during pandemic
  - CRA Workshop in June
  - Additional meetings with stakeholders
  - Neighborhood canvassing
  - 150+ phone calls

- **Community Events:**
  - Spady Historical Bus Tour
  - Let’s Move Delray
  - Roots Festival
  - United Hands for Global Impact Event
  - Frog Alley Event
  - 2019 Holiday Celebration
  - Cars and Conversations 2020

- **BH3 sponsored events:**
  - 9-week meal distribution (3,000 meals)
  - Sunday Music in the Park (5 events)
BH3-CRA Meal Distribution Event
3,000 meals donated to the community to date

Thank you to the CRA for partnering with us on the vital community project
Evolution of Fabrick

- Community feedback
  - Not happy with amount of parking spaces
  - Afraid of gentrification
  - Concerned with the size of proposed project
- CRA board feedback
  - No 2-story grocer
  - Go back to initial architecture
- Market changes due to the COVID-19 pandemic
  - Reduced demand for rentals but increased demand for workforce/affordable
  - Reduced demand for retail and food/beverage
  - COVID-conscious development with outdoor areas and outdoor dining
New and Improved Fabrick

- Reversion to the architectural style initially proposed
- Secured a national grocer with a binding LOI - October 12, 2020
- Smaller “Frog Alley” incorporates water features and open space on the 700 and 800 blocks while providing a unique destination in the NW/SW
- Residential will be 100% workforce/affordable
  - Open/green space available created for residents and community
  - Seeking community desired uses:
    - Medical clinics and offices
    - Financial institution
    - Community meeting space
800 block - Office building
700 block - retail along Atlantic
700 block - Frog Alley and Resi
700 block - Frog Alley
700 block - Frog Alley
600 block - 5 Townhomes
3rd Floor Plan
## CH-CH-CH-CHANGES?
### Addressing Community Feedback and COVID-19 Realities

<table>
<thead>
<tr>
<th></th>
<th>Atla West</th>
<th>Fabrick 2.0</th>
<th>New Fabrick</th>
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<td><strong>Residential Units</strong> (mix of 1, 2, 3 units &amp; townhomes)</td>
<td>165</td>
<td>167</td>
<td>69</td>
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<tr>
<td><strong>Commerical Office</strong></td>
<td>21,600 SF</td>
<td>22,056 SF</td>
<td>26,680 SF</td>
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<tr>
<td><strong>Workforce Housing</strong></td>
<td>40 (24%)</td>
<td>40 (24%)</td>
<td>69 (100%)</td>
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<tr>
<td><strong>Retail</strong> (including F&amp;B)</td>
<td>43,300 SF</td>
<td>47,400 SF</td>
<td>19,586 SF</td>
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<tr>
<td><strong>Parking Spaces</strong></td>
<td>Required + 206 spaces</td>
<td>Required + 206 spaces</td>
<td>352 spaces</td>
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<td><strong>Open and Green Space</strong></td>
<td>40,000 SF</td>
<td>38,041 SF</td>
<td>33,457 SF</td>
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<tr>
<td><strong>Grocery Space</strong></td>
<td>33,000 SF</td>
<td>34,911 SF</td>
<td>Grocer to apply</td>
</tr>
</tbody>
</table>
 BH3 is the Fastest to Turn the Dirt

• Delivering a project that the community wants
  • National grocer - will bring jobs and give back to the community
  • 100% workforce and affordable units - real housing opportunities for the NW/SW
  • Low rise, less intense development - revisions reflect community sentiment to be true to the neighborhood
• Community supports
• Seeking 10-month extension
  • “Worst pandemic in 100 years” - Dr. Fauci
    • Force Majeure
  • Will rely on cooperation with CRA & City
Amendment to the PSA

- **Project description:** (Sec. 1.14 and Section 1.20)
  - 69 Residential Units
    - 26 - one bedroom
    - 30 - two bedroom
    - 8 - three bedroom
    - 5 - townhomes
  - 100% workforce/affordable
  - 3,189 SF of residential amenities
  - 19,586 SF of ground floor retail space (does not include 600)
  - 352* parking spaces
    - 220 on 700 block and 800 block
    - 158 on 600 block *(150 grocer)

- 26,680 SF of commercial office space
- 30,868 SF of open and green space
- 8,672 SF “Frog Alley”
- 5,446 SF on 800 block
- 14,528 SF of open space
- 2,222 SF of green space

*Includes 700 block and 800 block parking.
Amendment to the PSA

• Project Phasing:
  • BH3 will endeavor to initiate construction of the 700 block within 60 calendar days of all required governmental approvals being issued.
  • BH3 will endeavor to start construction of the 800 block within 120 calendar days of all required governmental approvals being issued.

• Timing: 10 month extension of the Approval Date (Jan, 18, 2021) and other provisions of the PSA
  • Site Plan Preparation and Application (6 months)
  • Technical Advisory Committee (2 months)
  • Site Plan Review Process and Approval (2 months)
Conclusion

- National grocer is committed to the site and has already met with the City and received feedback from Development Services
- Smaller site plan with amenities for the NW/SW and the City based on CRA and community feedback
- 100% workforce and affordable housing
- Architecture and design that fits into the community and City
- Welcomes people to the City of Delray Beach and the NW/SW
- Will draw people and investors to this area of the City
- Uses will reflect community input to meet community needs
Conclusion

• **BH3 IS MOVING FORWARD**
  • No more design changes
  • Continued community conversation and outreach

• **GROCER IS MOVING FORWARD** - met with City before Thanksgiving

• **NEXT STEPS:**
  • CRA Board meeting in January
    • Amend the PSA
    • Reflect this version of the project
    • Update timelines
    • Allow for project phasing

• **MOVING FORWARD TOGETHER IS THE BEST FOR THE COMMUNITY**
Virtual Speaker Series

In partnership with the Spady Cultural Heritage Museum and the help of Arts Garage, we are organizing a speaker series that highlights Black and Brown experiences on racial equity via authors, activists, business owners etc. We see this as a great way to facilitate education on issues within marginalized communities and inspire change.

Bestselling author and poet who will give a virtual talk educating youth on racism, its impacts, and how we can work to stamp it out with a live Q&A session hosted by Arts Garage.

Richard Rothstein

Acclaimed historian and author whose focus and research is on the history of segregation in the United States with regards to education and housing.

Jason Reynolds
February 20th, 2021

Richard Rothstein
April 29th, 2021
### December 2020 Calendar

<table>
<thead>
<tr>
<th>Monday</th>
<th>Tuesday</th>
<th>Wednesday</th>
<th>Thursday</th>
<th>Friday</th>
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<td>7</td>
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<td>9</td>
<td>10</td>
<td>11</td>
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<tr>
<td>Medicare Q &amp; A</td>
<td>12:00 PM - 3:00 PM</td>
<td>Senior Tech Class</td>
<td>Learn Zoom</td>
<td>12:00 PM - 3:00 PM</td>
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<td>14</td>
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<td>18</td>
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<tr>
<td>Senior Holiday Gift</td>
<td>12:00 PM - 3:00 PM</td>
<td>Diabetes Screening</td>
<td>12:00 PM - 3:00 PM</td>
<td>Lunch &amp; Learn: Coping with the Holiday Blues</td>
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</tbody>
</table>

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**Senior Tech Class:** Come and learn how to use Zoom on your computer, phone or tablet to keep in touch with friends and families, take online classes and attend educational seminars. **Limited class size. Must RSVP.**

**Caregiver Support Group:** Being a caregiver is a difficult job. But you are not alone. Join us for our caregiver support group. **Space is limited. Must RSVP.**

**Lunch & Learn: Coping with the Holiday Blues.** Join us for a lecture and boxed lunch to go. Come listen to Dr. Natalie Voom, from Dedicated Senior Medical Center, as she discusses all aspects of the Holiday Blues. **Space is limited. Must RSVP.**

**Medicare Q & A:** Learn about the changes for 2021. Review your current Medicare coverage, and see if you qualify for additional benefits.

**Diabetes Screening: Hemoglobin A1C & Cholesterol:** Come for a free diabetic evaluation and “I Know Your Numbers” services. This includes; Diabetes Risk Assessment, Rapid Result A1C Test (no fasting necessary); BMI Score; Educational Resources.

**Senior Holiday Gift:** Choose from several gift options. **RSVP required (561) 613-1772.**

COVID safety protocols will be followed. **Mask required.**

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To RSVP call (561) 613-1772.
Corey Jones Isle Progress
SW Neighborhood Improvement Project

CRA INVESTMENT
$6,236,201
Osceola Park Neighborhood Improvement Project

CRA INVESTMENT
$9,526,230
Happy Hanukkah!

From the Delray Beach CRA Team
Happy Holidays!

From the Delray Beach CRA Team