



**Agricultural Expo &
Entertainment Center
Public-Private Partnership (P3)
REQUEST FOR QUALIFICATIONS**



Statement of Qualifications Due Date
November 22, 2022, 4 p.m. Eastern Time

Delivery Address
Somerset-Pulaski Economic Development Authority
306 E. Mt. Vernon Street
Suite 316
P.O. Box 409
Somerset, KY 42501

RFQ Point of Contact
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Executive Summary

The Somerset-Pulaski Economic Development Authority (SPEDA) is issuing this Request for Qualifications (“RFQ”) to solicit Statements of Qualifications (“SOQ”) from innovative and capable teams who are qualified to enter into a public-private partnership (“P3”) with SPEDA to design, build, finance, operate, and/or maintain an agricultural exposition and entertainment center or alternative entertainment and recreation facilities that meet SPEDA’s objectives (the “Project”). This RFQ process will be used to prequalify and shortlist companies or teams (“Private Partners” or “Respondents”) who will be the only eligible entities to respond to a subsequent Request for Proposal (“RFP”) to deliver the Project.

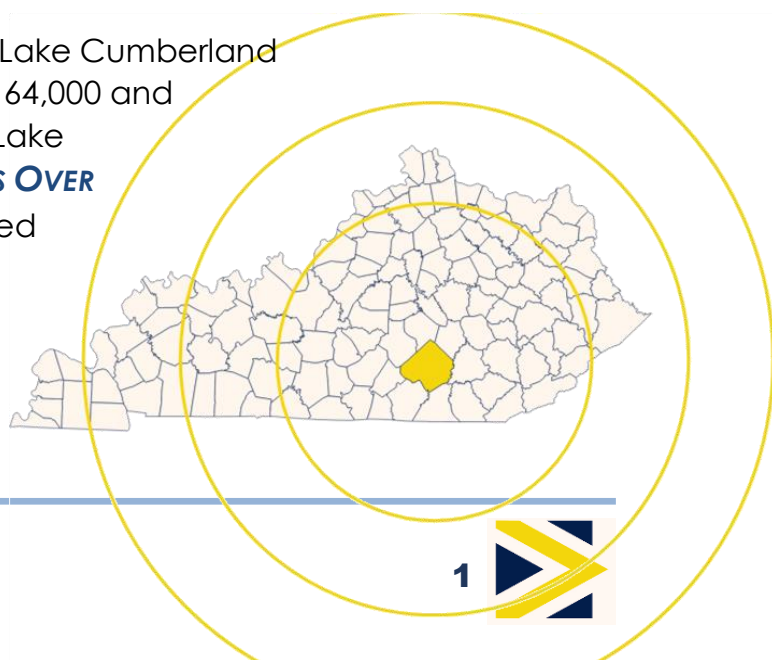
SPEDA seeks to promote Somerset-Pulaski County’s rich agricultural heritage and strong presence in the state’s agriculture industry through the construction and operation of a facility equipped to host agricultural exposition events, among other events that generate revenue and provide entertainment or recreational opportunities for residents. A major postsecondary educational institution has also expressed interest in establishing a relationship with the Project, to include potentially leasing the facility to host school events. SPEDA desires to provide maximum flexibility to its Private Partners to develop a facility that meets SPEDA’s goals in the most economically feasible manner.

Somerset-Pulaski County Is A Thriving Community Near A Major Tourist Attraction.

Pulaski County is the largest county in the Lake Cumberland Region with a growing population of over 64,000 and Somerset markets itself as the “Capital of Lake Cumberland.” Lake Cumberland **ATTRACTS OVER 4 MILLION VISITORS A YEAR** drawing increased economic activity to the County.

In 2021 alone, tourists spent over \$137.8 million in Pulaski County.

Source: Kentucky Tourism Arts & Heritage Cabinet
Economic Impact Report



Regional Commercial Center

Somerset, the county seat, has a population of over 11,000 people and borders Lake Cumberland. The Somerset-Pulaski County Chamber of Commerce estimates 400,000 Southern Kentuckians consider Somerset their shopping, medical, and recreational hub.

Somerset has 10 hotels, offering over 660 rooms, and numerous campgrounds and cabin rentals surround the area. Somerset provides plenty of opportunities for visitors with two craft breweries, three wineries, and a variety of local restaurants, coffee shops, and other small businesses.

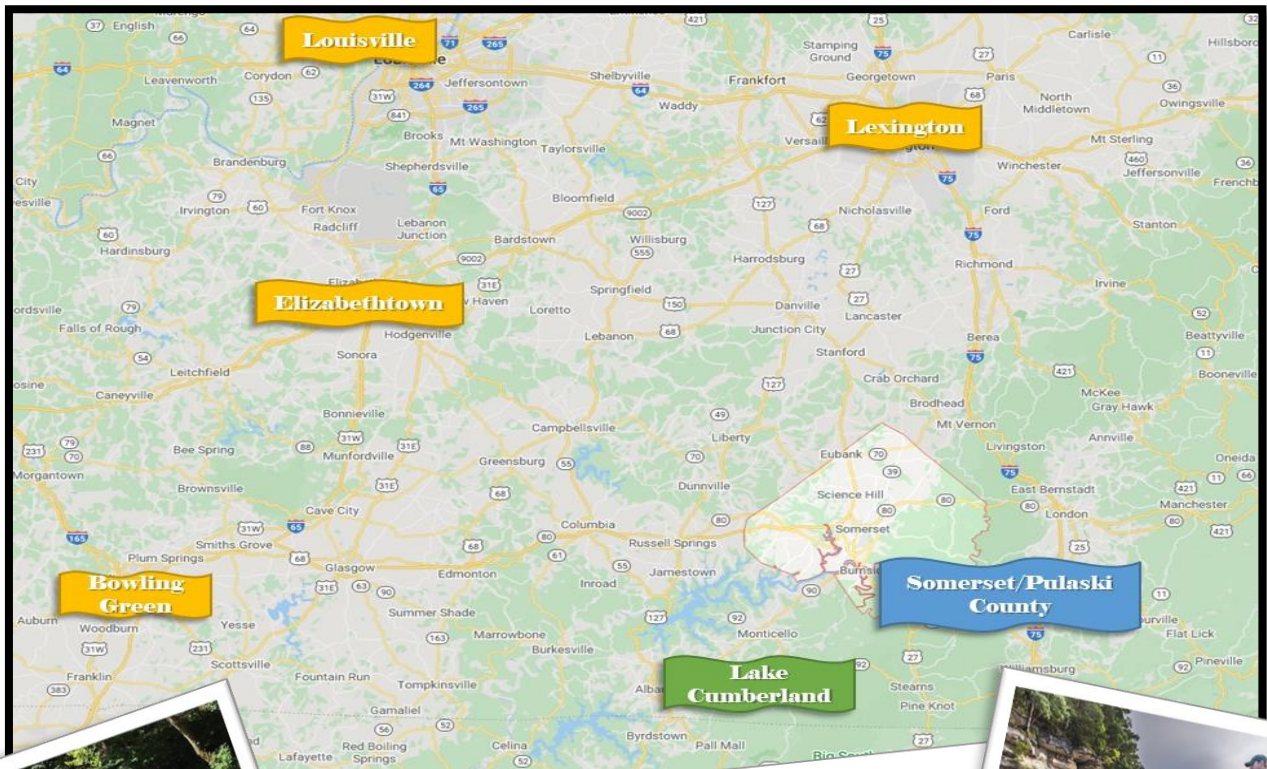
Kentucky



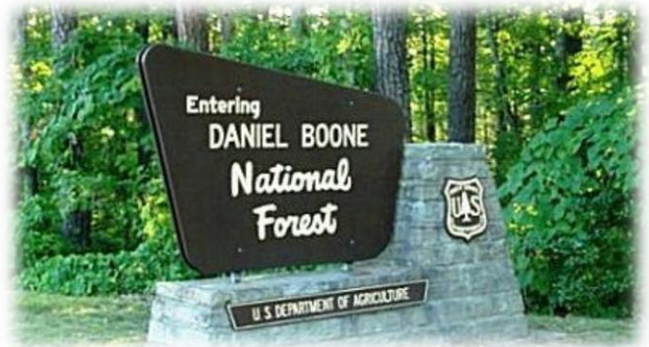
Tourism

Outdoor Recreation

The County provides numerous diverse opportunities for both land and water recreation. Lake Cumberland offers over 1,200 miles of shoreline for fishing, boating, and water sports to its 4 million visitors a year.



The County is home to Daniel Boone National Forest - which attracts over 1 million visitors a year, Big South Fork National River and Recreation Area, Mill Springs Battlefield National Monument, and Buck Creek, among many other recreational opportunities.



Bourbon Trail Expansion

Horse Soldier Bourbon recently broke ground on a \$200 million dollar project to build a distillery in Somerset. The new distillery could put Somerset on the map of the Kentucky Bourbon Trail, drawing some of its 1.5 million bourbon tourists a year to Somerset. Along with the distillery itself, this major investment includes plans for an amphitheater, outdoor event space, wedding chapel, and luxury lodge, which will undoubtedly attract more tourists to the area.

SPEDA also encourages Private Partners to visit <https://somersetkyleads.com/newsroom/> and <https://lctourism.com/> to learn more about the latest economic development and tourism initiatives in Somerset-Pulaski County.



Agricultural Center

There are over 1,700 farms in Pulaski County and almost all of them are cattle farms and most are over 50 acres. In 2017, the market value of farm products sold from Pulaski County farms was over \$55 million.



Pulaski County sold the 10th highest market value of cattle in Kentucky and ranks in the top 22% among U.S. counties. In 2017, Pulaski County had over 66,000 head of cattle and the combined surrounding counties had over 180,000 head. Somerset is home to the Lake Cumberland Livestock Market, which has sales every Saturday. In addition, the nearby cities of Russell Springs and Stanford each have stockyards with weekly sales.



Pulaski County High School and Southwestern High School feature active Future Farmers of America chapters with a total of 350 student participants. Approximately 1,500 students are involved in 4-H programs across the County and 50 students are involved in hands-on livestock programs. The 4-H Horse Club and four horse associations are also active organizations in the community.



I. SPEDA Objectives

SPEDA seeks to accomplish the following objectives with this Project:

- Develop and operate a modern expo facility that meets the specifications required for the different events and groups that would use the center,
- Provide a single point of collaboration and accountability for the Project's performance,
- Achieve an optimal balance of risk and reward allocation between SPEDA and the Private Partner,
- Generate economic development in Somerset and Pulaski County,
- Improve the quality of life of residents, and
- Develop a Project that highlights the unique attributes of the community.



II. Project Overview

Somerset-Pulaski County has a rich agriculture heritage and ranks as the second largest concentration of cattle farming operations in Kentucky. Yet, Pulaski County does not have an Ag Expo Center to promote agriculture or host events. Local events are currently held in inadequate facilities or even in other counties.

The Private Partner selected in the subsequent RFP process will be responsible for designing, building, financing, operating, and/or maintaining the Project in close collaboration with SPEDA.

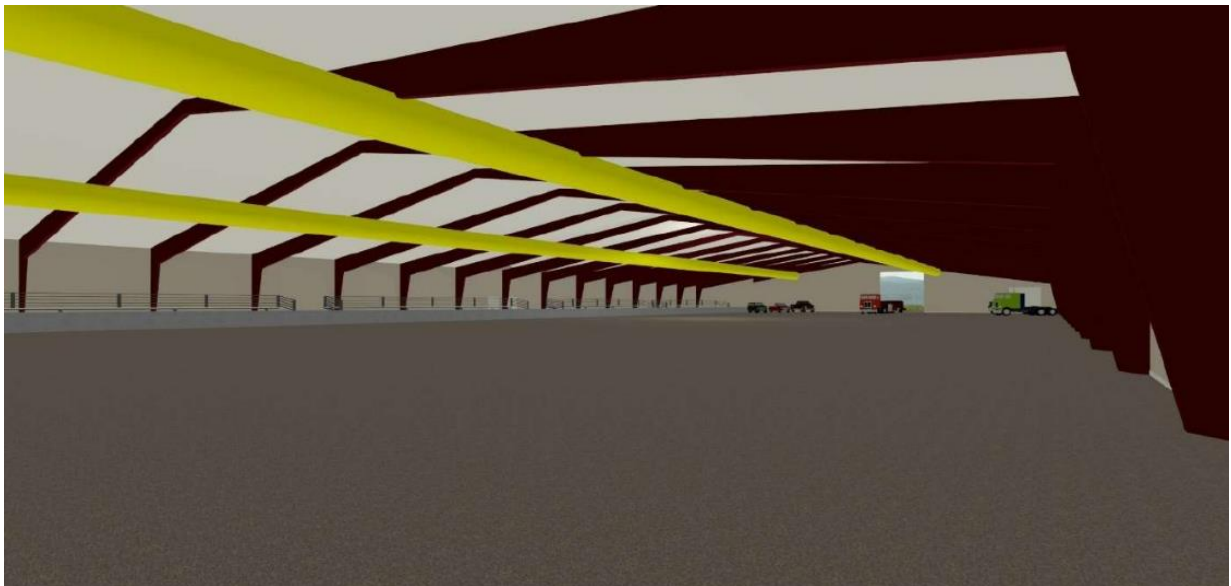
SPEDA's Preliminary Ag Expo Center Design

The preliminary concept for the exposition center consists of an approximately 80,000 square foot complex with an indoor arena that seats approximately 2,500 to 3,000 people, although these specifications may be adjusted to provide the most value to the community while remaining economically feasible. The arena should include concession stands, restrooms, office, and meeting rooms. There should be sufficient parking for spectator vehicles and livestock and horse trailers.



In addition to the main facility, the site plan includes a stall barn, covered warm-up arena, wash areas for livestock, and RV park which could be constructed immediately or in a later Phase of the Project. Private Partners will have broad flexibility to propose retail space and other revenue generating activities on the

site and may incorporate naming rights and sponsorships into their plans. Other potential amenities could include an outdoor amphitheater and a farmers' market.



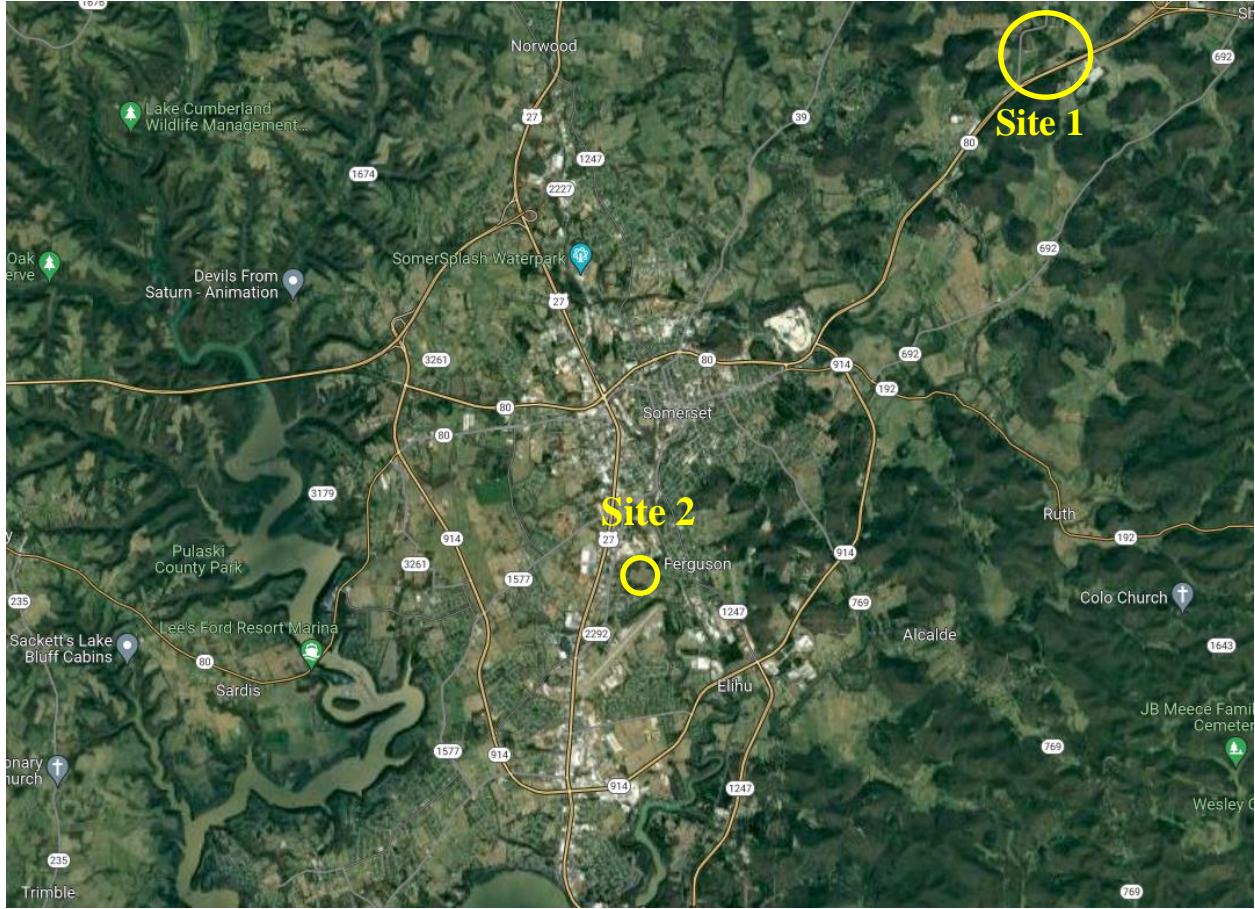
The Private Partner should plan to host the following types of events:

1. Livestock shows
2. Cattle sales
3. Horse shows, barrel races, and rodeos
4. 4-H events
5. Antique tractor shows
6. Tractor and lawn garden tractor pulls
7. Motocross events
8. Demolition derbies
9. Consumer shows, such as gun, knife, and boat shows
10. Archery tournaments
11. Concerts, plays, ceremonies, seminars, and community events
12. Sporting events and practices

When not hosting an official event, the Project site should be rentable by community organizations and businesses for meetings and events.

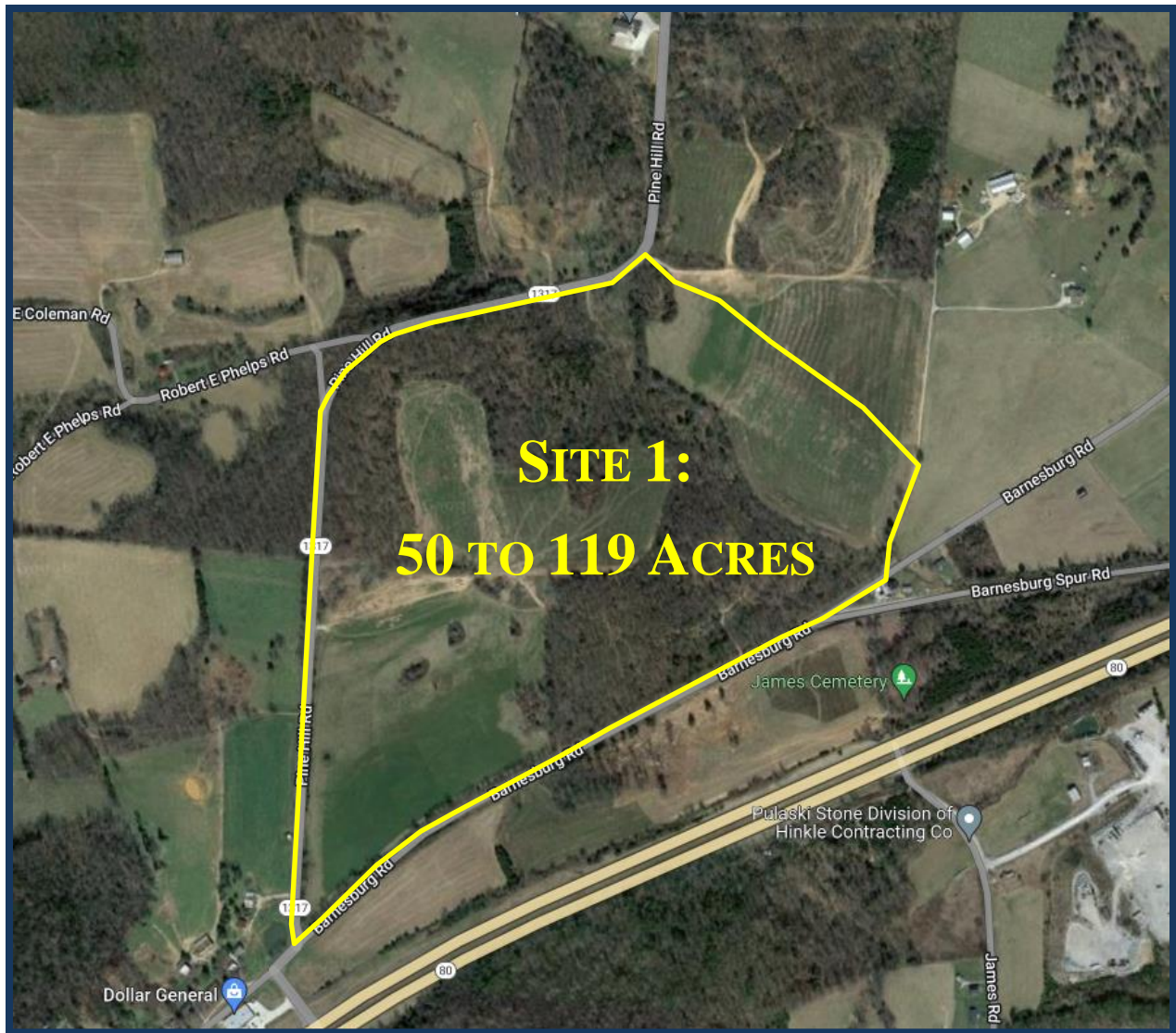
SPEDA expects to enter a long-term, mutually beneficial agreement with its Private Partners to ensure the success of the Project and accomplishment of SPEDA's objectives. It is possible the City of Somerset or the Pulaski County Fiscal Court could enter into the P3 Agreement along with or instead of SPEDA.

**There Are Several Potential Sites Available
For This Project.**



Site 1:

SPEDA has designated 50 acres on the Northeast side of the outlined area in the imagery below at approximately 37°09'17.8"N 84°31'33.3"W, with the potential to increase the acreage up to 119 acres.



Site 2:

SPEDA has an option to purchase 49.4 acres near downtown Somerset at 205 Patriots Way for use of this Project.



Private Partners will also have the opportunity propose alternative locations for the project during the RFP phase.



III. Statement of Qualifications

A. SOQ CONTENTS

Statements of Qualifications should be prepared in such a way as to provide a straightforward, concise presentation adequate to satisfy the requirements of this RFQ. Emphasis should be concentrated on completeness and clarity. Respondents must sign and submit complete packages including the following, numbered in the same order for ease of review and comparison:

1. Cover Letter

Include a cover letter which outlines the overall capability of the development team, including any partnerships considered for the project and a succinct summary of their collective ability to design, build, finance, operate and/or maintain the Project as described above and any other innovative plans.

2. Private Partner Information

- a. Include a summary statement highlighting the Respondent's respective key qualifications and experience.
- b. Clearly identify the proposed Private Partner Team members ("Members"), their respective roles and responsibilities, the individual who represents each Member, and the anticipated relationship between the Members in an organization chart.
- c. For each team Member, provide the full legal name of the entity, year founded, headquarters location and any Kentucky locations, number of employees, any individuals or entities who hold a major or controlling interest in that firm.
- d. Names, roles, and resumes for key personnel who will be assigned to this Project, to include their relevant experience with similar projects.
- e. Identify a single contact person for all future communications from SPEDA and that person's full contact information.
- f. Identify professional consultants, to the extent they are known at the time of submission, collaborating with the Private Partner Team.

3. Technical Capability

a. Design and Construction Experience

- i. Describe your team's experience in the design and construction of event facilities, particularly agricultural exposition centers and multi-use event spaces. Provide at least three (3) examples of comparable projects, including photographs, when possible, to best communicate the project vision. List references familiar with the Members' work in each project and reference contact information.
- ii. Provide other relevant experience, including dining, retail, and parking facilities.
- iii. Provide experience with subcontracting with small businesses as described in KRS 65.028(5)(k).

b. Facility Management Experience

- i. Describe the firm's experience in managing and maintaining event facilities and exposition centers in Kentucky or other locations. Provide at least three (3) examples of comparable projects, duration of Members' involvement, the types of events and uses of the facilities, and references familiar with the Members' work. Examples should include the project's performance including any other factual indications of success (performance metrics, revenue metrics, safety, etc.)

4. Financial History

- a. Provide the past three (3) years of audited financial statements together with any other relevant financial information for each Member. If audited financial statements cannot be provided, the developer must provide sufficient financial information to demonstrate that it has the financial resources available to successfully execute a project(s) of this nature and scope.
- b. Provide a letter of financial support from each member's Chief Financial Officer, or equivalent, identifying any material adverse financial events that have impacted the Member since the issuance of the last set of audited financial statements.

- c. Provide the most recent credit rating(s) and corresponding rating agency report(s) for each Member, if the Member is rated, or if the Member is not rated, some other third-party verification of credit worthiness such as a lender's letter of support.
 - d. Indicate whether any Member or any partnership or joint venture has ever declared bankruptcy or participated in a restructuring of debt commitments of a distressed property. If applicable, describe the project(s) and circumstance(s).
 - e. Respondents must provide bank references for each Member. It must include name, address, and current telephone number of the given financial institution(s). Respondents must disclose and explain any liens or lawsuits that have been filed against them within the past five (5) years.
 - f. Include a sworn statement with the following text: "By signing this response to the Request for Qualifications, I certify that I am in compliance with all state, federal and local laws and am not delinquent in paying any assessed and unprotested taxes levied by the federal, state or local government." If all Members cannot agree to this statement, explain why in a sworn statement.
5. Financial Capability
- a. Describe the anticipated plan to fund or finance the required capital expenditure to develop the Project.
 - b. Describe the financing member's ("Financing Member") relevant experience in securing debt and equity finance for three (3) to five (5) similar projects, including the role played by the Financing Member, description of the project, project owner, geographical location, length of term, capital costs, the sources of finance, the ratio of debt to equity associated with the capital costs, and references.
6. Approach to the Project (Limit [2] pages)
- a. Please describe the Private Partner's understanding of the Project requirements and SPEDA's objectives and your general anticipated project approach. Discuss how your team will provide the most value to the community.

7. Eligibility for Preferences

- a. Respondents must indicate whether they are eligible for the Small Business, Reciprocal Resident Bidder, and Qualified Bidder preferences and include any required affidavits as outlined in Section 5.C.

B. SOQ DISTRIBUTION

In order to be considered for selection, Respondents should submit a complete response to the RFQ. Five (5) copies and one (1) electronic copy of each SOQ must be submitted. SOQs must be formatted as an 8.5" x 11" document, typed and arranged/divided in the sequence as indicated in Section 4.A above to facilitate evaluation. The Respondent shall make no other distribution of the responses.

The Responses should be placed in a sealed envelope or package for submittal marked "SPEDA Ag Expo Center RFQ." All responses shall be received and time-stamped in SPEDA's office no later than 4:00 p.m. (Eastern Time) on November 22, 2022. SOQs received after this time will not be accepted.

1. Proprietary or Confidential Documents or Trade Secrets

If an SOQ contains documents the Respondent believes are proprietary, confidential or trade secrets under the Kentucky Open Records Act (KRS 61.870 to KRS 61.884), Respondents should clearly mark each page containing the exempt information and be prepared to provide and submit an additional copy of the SOQ with the confidential or proprietary information redacted. Respondents should be prepared to explain the basis for such exemptions.

2. Disposition of SOQs

All SOQs become the property of SPEDA. SPEDA reserves the right to use any and all of the ideas presented in any reply to this RFQ. Disposal of unsuccessful SOQs shall be at the discretion of SPEDA.

3. RFQ Shared with Commonwealth Agencies

Copies of this RFQ will be submitted to the Commonwealth of Kentucky's Finance and Administration Cabinet and the Department of Local Government in accordance with KRS 65.028(9).

C. COMMUNICATIONS

1. Restrictions on Communications

The RFQ Point of Contact named on the Cover Sheet shall be the sole point of contact throughout the procurement process. All communications, oral and written (regular, express, or electronic mail, or fax), concerning this procurement shall be addressed to the RFQ Point of Contact. For violation of this provision, SPEDA shall reserve the right to disqualify the Respondent's SOQ.

2. Anticipated Schedule

The anticipated dates for this Project are as outlined herein. SPEDA may revise these dates as it deems necessary or appropriate.

RFQ Publication:	October 28, 2022
Final Response to Written Questions:	November 15, 2022
SOQs Due:	November 22, 2022
Oral Presentations:	Week of November 28, 2022
Selection of Shortlist:	Week of December 5, 2022

3. Access to Solicitation, RFQ, and Addenda

SPEDA wants each prospective Respondent to have full and complete information on which to base a response. Respondents should only rely on the written information in this RFP, attachments, and addenda and not on any oral responses. The solicitation, addenda, and attachments shall be posted to SPEDA's RFQ site at <https://somersetkyleads.com/opportunities/>. In the event of any conflict or variation between the solicitation or modification as issued by SPEDA and the Respondent's response, the version as issued shall prevail.

4. Acknowledgment of Addenda

It is the Respondent's responsibility to check the web site for any modifications to this solicitation. Respondents are encouraged to acknowledge each addendum by signing and submitting the latest addendum with their response. However, signing the face of the solicitation constitutes the Respondent's acknowledgement of and agreement to be bound by the terms of all addenda issued. Failure to specifically acknowledge addenda will not excuse the Respondent from adhering to all changes to the requirements of the solicitation set forth therein nor provide justification for any pricing changes.

IV. Selection and Evaluation Process

A. SELECTION PROCESS

1. Initial Review

The Selection Committee will conduct an initial review of all submittals received for completeness. SOQs shall be completed in all respects as required by this RFQ. An SOQ may be rejected if it is incomplete, contains any alterations or other irregularities of any kind, and will be rejected if any such defect or irregularity can materially affect the quality of the information. SOQs which contain false or misleading statements may be rejected. If, in the opinion of SPEDA and Selection Committee, such information was intended to mislead the Selection Committee in its evaluation of the SOQ, and the attribute, condition, or capability is a requirement of this RFQ, the SOQ will be rejected. The Selection Committee also reserves the right to waive minor technicalities or irregularities in SOQs if such action is in SPEDA's best interest. Such waiver shall in no way modify the RFQ requirements or excuse the Respondent(s) from full compliance with the RFQ and applicable law. Statements made by a potential Private Partner shall also be without ambiguity, and with adequate elaboration, where necessary, for clear understanding.

The Respondent, in responding to this RFQ, must submit SOQs in the format identified in this RFQ. The SOQ must address all requirements of the RFQ even if a "no response" is appropriate. Costs for developing SOQs or in connection with any interview or negotiation related to this RFQ are entirely the responsibility of the Respondent and shall not be chargeable to SPEDA.

2. Evaluation

SPEDA's Selection Committee will evaluate complete submittals based on the evaluation criteria, the small business preference, the reciprocal preference for resident bidders, and the qualified bidder preference, as outlined below.

SPEDA reserves the right to request additional information from Respondents and may elect to visit Respondents' completed projects. SPEDA reserves the right to require Oral Presentations/Demonstrations to verify or expand on the SOQ. SPEDA reserves the right to reject any or all SOQs in whole or in part based on the oral

presentations/demonstrations. If required, the highest-ranking Respondents will be invited. SPEDA reserves the right to not conduct oral presentations/demonstrations if they do not affect the final rankings.

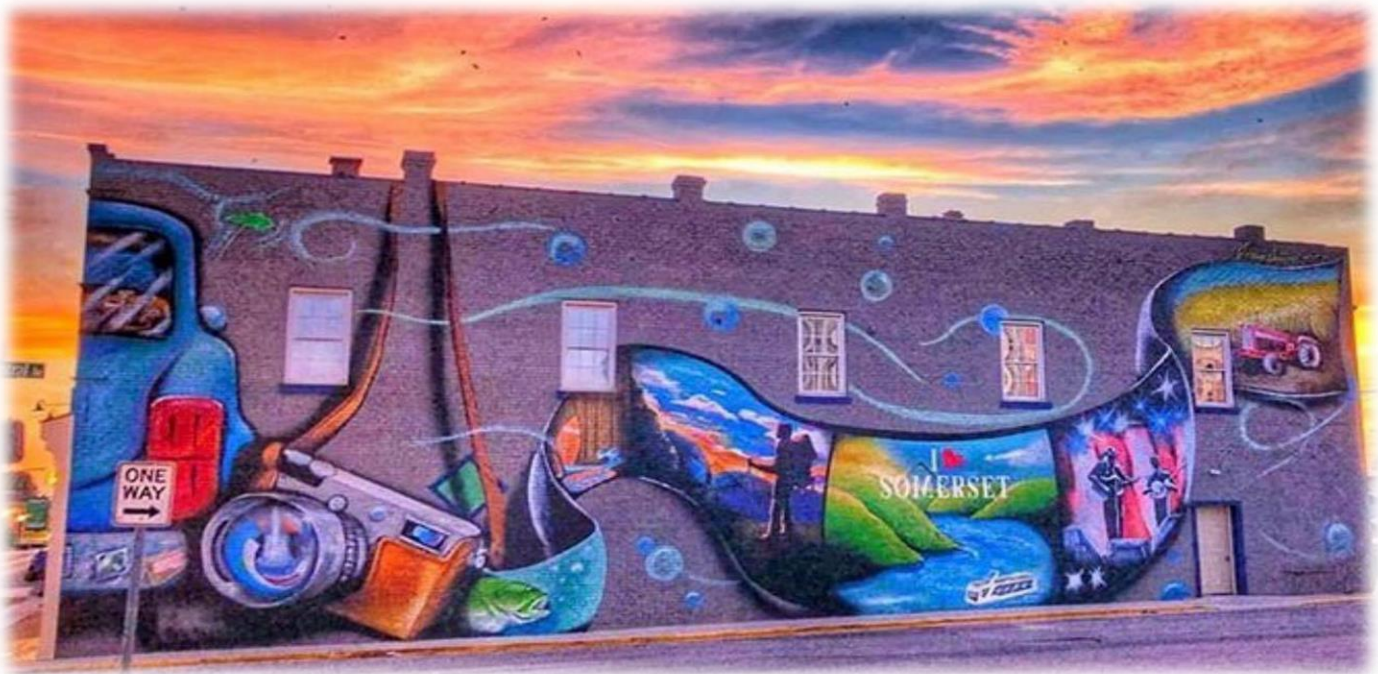
3. Development of Shortlist

Following any interviews, the Selection Committee will recommend to SPEDA a shortlist of Respondents that will be considered for final selection through an RFP. Only the recommended Respondents will be eligible to respond to the RFP.

B. EVALUATION CRITERIA

SPEDA will rely on the following criteria and corresponding weights to evaluate SOQs:

Technical Capability	50%
Financial Capability	30%
Response of References	10%
Approach to the Project	10%



C. PREFERENCES AND CONDITIONS

1. Small Business Preference

Preference will be given to a plan that includes the involvement of small businesses as subcontractors, to the extent that small businesses can provide services in a competitive manner, unless any preference interferes with the qualification for funds, as required under KRS 65.028(5)(k). SOQs must include a statement in the Project Approach section explaining the involvement of small businesses in the delivery of the Project or lack thereof.

2. Reciprocal Resident Bidder Preference

If the Selection Committee awards the same score to a resident bidder and a nonresident bidder, preference shall be given to the resident bidder, as required under KRS 65.027(2), KRS 45A.490 to 45A.494, and 200 KAR 5:400. Any Respondent claiming resident bidder status shall submit along with its response a notarized affidavit that affirms that it meets the criteria to be considered a resident bidder as set forth in KRS 45A.494(2), available at the following link: <https://finance.ky.gov/office-of-the-secretary/FinanceForms/Affidavit%20for%20Claiming%20Resident%20Bidder%20Status.pdf>. Respondents not claiming eligibility for resident bidder status shall indicate its state of residence.

3. Qualified Bidder Preference

Preference shall be given to qualified bidders, as required under KRS 45A.470. Any Respondent claiming qualified bidder status shall submit a notarized affidavit that affirms that it meets the criteria, available at the following link: <https://finance.ky.gov/office-of-the-secretary/FinanceForms/Affidavit%20for%20Bidders%20Offerors%20and%20Contractors%20Claiming%20Qualified%20Bidder%20Status.pdf>.

4. No Contract Guaranteed

SPEDA reserves the right to request necessary modifications, reject any or all SOQs, reject any SOQs that do not meet any mandatory requirements under this RFQ or applicable law, or cancel this process at any time prior to execution of the P3 Agreement, according to the best interests of SPEDA.

V. Conclusion

SPEDA is excited at the opportunity to collaborate with a qualified and innovative Partner to deliver this Project. Thank you for your interest in this Public-Private Partnership and we look forward to reviewing your qualifications.



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