REQUEST FOR QUALIFICATIONS

Municipal Advisory Services

OFFICE PARK / CONVENTION CENTER DEVELOPMENT PROJECT



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clarksville industrial development board

Exhibit A: Convention Center TIF District



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I. Introduction And Purpose

The Clarksville-Montgomery County Industrial Development Board (IDB) is soliciting Statements of Qualifications from qualified firms to provide Municipal Advisory Services to help structure and execute the financing strategy for the Office Park/Convention Center Development Project in Clarksville-Montgomery County.

The IDB owns approximately 76 acres of strategically located property for the purpose of developing a convention center and supporting the infrastructure and surrounding development needed to make the project viable. See Exhibit A, page 2. The convention center is the central public investment and anchor for the broader development vision. The current estimated cost of the convention center is approximately $80 million.



Aerial of IDB Controlled Land

Exhibit B: Conceptual Design of IDB Controlled Land



Not to scale.

PROGRAM

MARK	DESCRIPTION
A	200 KEY PH1 HOTEL - 5-STORY
B	100 KEY PH2 HOTEL - 5-STORY
C	CLASS A OFFICE SPACE
D	120 KEY PH3 HOTEL - 5-STORY
E	80,000 SF CONFERENCE CENTER
F	40,000 SF MEDICAL/TEACHING - 2-STORY
G	30,000 SF COMMERCIAL OFFICE - 2-STORY
H	60,000 ST MOB - 4-STORY
I	RETAIL - 1-2 STORY
J	95,000 SF TOTAL RETAIL / TOWN CENTER
K	15,000 ST CHILDCARE

PARKING REQUIRED:

CONFERENCE CENTER:	
45,000 x 5/1,000	225 SP.
HOTEL PHASE I:	
200 KEYS	
10 EMPLOYEE	
F&B 4,000 x 2.5/1,000	230 SP.
HOTEL PHASE II:	
100 KEYS	
5 EMPLOYEE	105 SP.
TOTAL REQUIRED:	**560 SP.**

PARKING REDUCTION:

LANDSCAPE AISLE:	
560/15	38 SP.
20% PUD ADJACENCY REDUCTION:	
560 x .2	112 SP.
TOTAL REQUIRED:	
560 - 38 - 112 =	**410 SP.**

****Conceptual illustration for planning purposes only. Development components, configurations, and phasing are preliminary and subject to change.****

I. Introduction And Purpose



Aerial concept of Freedom Farms with Costco as Anchor.

A Tax Increment Financing (TIF) district of approximately 300 acres has been established across the IDB-owned property and adjacent properties. The adjacent property is approximately 220 acres and is known as Freedom Farms. See Exhibit A, page 2. Freedom Farms is a dense commercial retail property anchored by Costco. The TIF is currently structured with approximately $95 million of total financing capacity, including anticipated interest carry, to support the convention center and related project costs.

The overall financing strategy is expected to incorporate multiple public financing tools, including but not limited to TIF, Payment in Lieu of Taxes (PILOTs), and potential state incentives to support infrastructure and other eligible project costs associated with development within the area.

The assignment is not limited to identifying financing tools. The IDB has established the project, controls the land, and has identified several public financing mechanisms. The Municipal Advisor will be expected to help determine how these pieces should be structured and integrated to support the convention center, required infrastructure, and complementary private development.

The selected firm will provide independent, objective, and practical financial advice to the IDB through financing evaluation, structuring, and execution, including recommendations regarding debt structure, sources and uses, financing capacity, timing, risk, and long-term financial obligations.

Exhibit C: Freedom Farms Site Plan

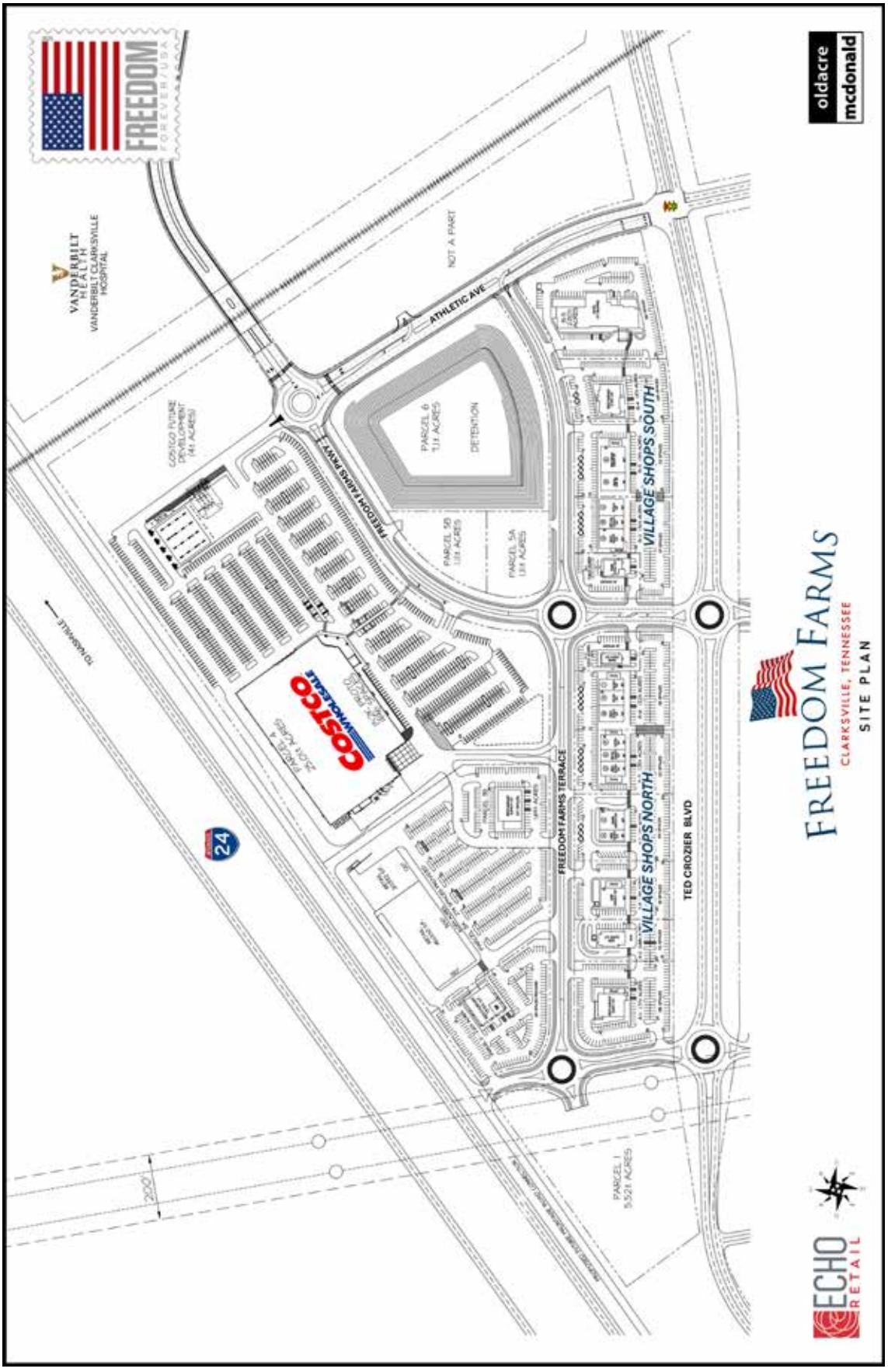


Exhibit D: Conceptual Roadway Network- Freedom Farms and IDB Controlled Land



II. Project Background

The convention center is the central public development component of the Project and the primary purpose for the IDB's ownership of the 76-acre site. See Exhibit B, page 5. The broader development area is anticipated to include complementary public and private investment, which may include:

- Office and commercial development;
- Hotels and hospitality-related development;
- Mixed-use development;
- Retail and entertainment;
- Public infrastructure and utilities;
- Transportation and roadway improvements;
- Public spaces and place-making amenities; and
- Other complementary development supporting the overall vision for the area.

The IDB recognizes that successful implementation of a project of this magnitude may require the evaluation and coordination of multiple financing sources and public-private development structures.

Accordingly, the IDB seeks a qualified Municipal Advisor with demonstrated experience advising governmental entities and public authorities on complex development financing, municipal finance, public-private partnerships, and related financial structures.

III. Scope Of Services

The selected Municipal Advisor will work with the IDB, its staff, legal counsel, financial professionals, development partners, and other stakeholders, as appropriate.

Services may include, but are not limited to, the following:

A. FINANCIAL ADVISORY SERVICES

Provide independent financial advice regarding potential financing strategies associated with the Project.

Assist the IDB in evaluating the financial feasibility of the convention center, required infrastructure, and complementary development investments.

Analyze alternative financing structures and recommend practical approaches for integrating all municipal financing tools, convention center revenues, private investment, and other available funding sources.

Evaluate the financial implications, risks, costs, benefits, debt capacity, interest carry, timing, and long-term obligations associated with proposed financing strategies.

Assist in developing, reviewing, and stress-testing financial models, projections, and analyses related to Project financing and the revenue streams expected to support the contemplated debt.

B. PUBLIC FINANCING AND INCENTIVE ANALYSIS

The Municipal Advisor may be asked to evaluate and provide advice regarding the potential use of financing tools and mechanisms, including, but not limited to:

- Tax Increment Financing (TIF), including the existing approximately 300-acre TIF district and its financing capacity
- Revenue bonds
- General obligation or other governmental financing mechanisms, as applicable
- Public infrastructure financing
- Public-private partnership structures
- Development agreements
- Special assessments or special financing districts, where legally available
- PILOT-related financial considerations, where applicable
- State and federal grants and funding opportunities
- Private capital and developer financing
- Hotel, convention, hospitality, or tourism-related financing structures
- Land disposition and development financing strategies

- Other legally available financing mechanisms

The IDB recognizes that certain financing mechanisms may require coordination with Montgomery County, the City of Clarksville, other governmental entities, and private development partners.

C. DEBT AND CAPITAL MARKETS ADVISORY

If debt financing is determined to be appropriate, the Municipal Advisor may be asked to:

- Advise the IDB regarding potential debt issuance structures
- Assist in evaluating the timing and sizing of potential financings
- Provide advice regarding interest rate structures and financing terms
- Assist in evaluating current market conditions and their potential impact on financing
- Assist in evaluating credit considerations and potential rating agency issues, where applicable
- Advise regarding the selection and coordination of underwriters and other financing professionals, when appropriate
- Review financing proposals and assist the IDB in evaluating alternatives
- Assist with the development of financing schedules and timelines

D. FINANCIAL MODELING AND SCENARIO ANALYSIS

The Municipal Advisor shall be asked to develop or assist in developing financial analyses addressing multiple potential development and financing scenarios for the “Project”.

Such analysis may include:

- Project costs
- Infrastructure costs
- Development phasing
- Revenue projections
- Tax increment projections and TIF financing capacity
- Debt service projections
- Economic assumptions
- Interest carry and financing costs
- Development absorption assumptions
- Public and private funding sources
- Financing capacity
- Long-term financial impacts

The selected firm should be capable of clearly communicating complex financial analyses to the IDB Board of Directors, elected officials, stakeholders, and other audiences.

E. TRANSACTION AND IMPLEMENTATION SUPPORT

As the Project advances, the Municipal Advisor may be asked to provide support related to the implementation of approved financing strategies, including:

Coordination with legal counsel and other financial professionals; Review of financing documents and financial provisions; Participation in meetings and negotiations; Assistance with financing schedules and transaction timelines; Review of developer financial information and financing assumptions; Assistance with presentations to boards and governmental entities; and Other services reasonably necessary to support implementation of approved financing strategies.

IV. Minimum Qualifications

Responding firms should demonstrate substantial experience in municipal advisory services and public finance.

At a minimum, respondents should demonstrate:

- Registration and qualifications necessary to provide Municipal Advisory Services under applicable federal and state laws and regulations
- Experience advising governmental entities, industrial development boards, public authorities, municipalities, counties, or similar public entities
- Demonstrated experience with complex economic development and real estate development projects
- Demonstrated experience with Tax Increment Financing, PILOT structures, and other public financing mechanisms
- Experience with public-private partnerships, mixed-use development projects and projects combining public financing with private sector investment
- Experience structuring infrastructure financing and layered development-related financing where multiple revenue sources support a coordinated project
- Knowledge of Tennessee municipal finance and applicable state laws and regulations
- Experience advising clients on debt issuance and capital markets, where applicable
- Strong financial modeling and analytical capabilities
- The ability to provide independent and objective financial advice

V. Statement Of Qualifications Requirements

Interested firms should submit a Statement of Qualifications containing, at a minimum, the following information:

A. COVER LETTER

Provide a brief letter introducing the firm and expressing interest in providing Municipal Advisory Services for the Project.

The letter should identify the primary contact person for the response.

B. FIRM INFORMATION

Provide the following information:

- Legal name of the firm
- Business address
- Primary office location
- Year established
- Ownership structure
- Description of the firm's municipal advisory practice
- Number of professionals providing municipal advisory services
- Description of the firm's presence and experience in Tennessee and the Southeast

C. RELEVANT EXPERIENCE

Describe the firm's experience with projects comparable in size, complexity, or financing structure to the Office Park / Convention Center Development Project. Respondents should demonstrate how they have helped clients move from an established public financing framework to an executable financing plan and transaction.

Please specifically identify experience involving:

- Convention centers, public assembly facilities, or comparable economic development anchor projects
- TIF financing and tax increment supported debt
- Mixed-use development
- Hotels and hospitality development
- Public infrastructure financing

- Public-private partnerships
- Industrial Development Boards or similar entities
- Complex real estate development financing

For each relevant project, provide:

- Client name
- Project description
- Approximate project cost
- Financing structure
- Services provided by the firm
- Current status or outcome of the project

D. PROPOSED PROJECT TEAM

Identify the individuals who would be assigned to provide services to the IDB.

For each proposed team member, provide:

- Name and title
- Professional qualifications
- Relevant experience
- Years of experience
- Role on the Project
- Office location

Please identify the primary relationship manager and lead Municipal Advisor who would be responsible for the engagement.

The IDB is particularly interested in understanding the level of direct involvement that senior professionals will have in the engagement.

E. PROJECT APPROACH

Describe the firm's proposed approach to providing Municipal Advisory Services for the Project.

The response should address the firm's approach to:

- Evaluating and validating the existing TIF, PILOT, and other financing framework
- Developing, reviewing, and stress testing financial models and revenue projections
- Analyzing development and infrastructure costs
- Evaluating convention center revenues and other public and private financing mechanisms
- Coordinating public and private financing sources and determining appropriate sequencing of

financings
- Identifying financial risks
- Advising the IDB throughout the development process
- Communicating complex financial information to public-sector decision-makers

F. TENNESSEE EXPERIENCE

Describe the firm's experience working in Tennessee.

Respondents should identify relevant experience with:

- Economic development organizations
- Industrial Development Boards
- Tennessee municipalities
- Counties
- TIF projects
- Public financing transactions
- Tennessee-specific legal, regulatory, and governmental processes

G. REFERENCES

Provide at least three (3) references for governmental or public-sector clients for whom the firm has provided similar Municipal Advisory Services.

Include:

- Client organization
- Contact name
- Title
- Telephone number
- Email address
- Brief description of services provided

H. CONFLICTS OF INTEREST

Respondents must disclose any actual or potential conflicts of interest that could arise from providing Municipal Advisory Services to the IDB.

Respondents should specifically identify:

- Existing relationships with potential developers or development partners associated with the Project

- Existing relationships with governmental entities involved in the Project
- Existing or potential underwriting relationships
- Financial interests that could affect the firm's independence
- Any other circumstances that could create an actual or perceived conflict of interest

The IDB reserves the right to request additional information regarding potential conflicts.

I. REGULATORY AND PROFESSIONAL INFORMATION

Provide information regarding:

- Municipal Advisor registration
- Relevant professional licenses or registrations
- Regulatory history
- Any material disciplinary actions within the past five (5) years
- Any pending litigation or regulatory matters that may materially affect the firm's ability to provide services

J. FEE STRUCTURE

Respondents should provide a proposed fee structure for the services described in this RFQ.

The proposed fee structure should clearly identify:

- Hourly rates, if applicable
- Retainer fees, if applicable
- Project-based fees
- Transaction-based fees
- Any success-based compensation, if applicable
- Reimbursable expenses
- Any other anticipated costs

The IDB reserves the right to negotiate a final scope of services and compensation structure with the selected firm.

VI. Evaluation Criteria

Statements of Qualifications will be evaluated based on the following criteria:

Evaluation Criteria	Relative Weight
Experience with municipal advisory, public finance, and financing execution services	20%
Experience with convention center, economic development, and complex real estate development projects	20%
Experience with TIF, PILOT, public infrastructure financing, and public-private partnerships	20%
Qualifications and experience of the proposed project team	15%
Understanding of Tennessee governmental, municipal finance, and development environment	10%
Proposed approach to the Project and integrating and executing the Project financing strategy	10%
References and demonstrated record of successful client service	5%
TOTAL	100%

The IDB reserves the right to consider additional factors it determines to be relevant to the selection process.

VII. Selection Process

The IDB anticipates using the following process:

1. **Review of Statements of Qualifications**
   The IDB and/or an evaluation committee will review all properly submitted responses.
2. **Shortlisting**
   The IDB may identify one or more firms for further consideration.
3. **Interviews**
   The IDB reserves the right to conduct interviews or presentations with selected firms.
4. **Additional Information**
   The IDB may request additional information or clarification from any respondent.
5. **Negotiation**
   The IDB intends to negotiate a final scope of services and compensation agreement with the firm determined to be best qualified.

If an agreement cannot be successfully negotiated with the selected firm, the IDB reserves the right to negotiate with another qualified respondent. The IDB reserves the right to consider additional factors it determines to be relevant to the selection process.

VIII. RFQ Schedule

The anticipated schedule is as follows:

The IDB reserves the right to modify this schedule as necessary.

Milestone	Date
RFQ Issued	Thursday, October 22, 2026
Deadline for Questions	Thursday, October 29, 2026 @ 2:00PM CDT
Responses to Questions Posted	Wednesday, November 4, 2026
Statements of Qualifications Due	Thursday, November 12, 2026 @ 2:00 CST
Evaluation of Responses	November 13-19, 2026
Interviews, if applicable	November 20-24, 2026
Selection of Preferred Firm	Tuesday, December 1, 2026
Contract Negotiation and Approval	December 2- December 16, 2026

IX. Submission Requirements

Statements of Qualifications must be received no later than:
Thursday, November 12, 2026 at **2:00 PM** Central Time
Responses should be submitted electronically in PDF format to:

Janet R. Wilson
Vice President of Urban Development
janetw@clarksville.tn.us

Respondents may also be required to provide printed copies upon request.
Late submissions may not be considered.

X. QUESTIONS REGARDING THE RFQ

Questions regarding this RFQ should be submitted in writing to:

Janet R. Wilson
Vice President of Urban Development
janetw@clarksville.tn.us
All questions must be received by **Thursday, October 29, 2026 @ 2:00PM CDT**.

Responses to substantive questions will be shared with all known respondents to ensure a fair and transparent procurement process.

XI. GENERAL CONDITIONS

The Clarksville-Montgomery County Industrial Development Board reserves the right to:

- Reject any or all responses;
- Waive informalities or minor irregularities in responses;
- Request clarification or additional information;
- Conduct interviews with selected respondents;
- Negotiate the final scope of services and compensation;
- Modify or cancel this RFQ at any time; and
- Select the firm determined to be in the best interest of the IDB.

All costs associated with preparation and submission of a Statement of Qualifications shall be the responsibility of the respondent.

Issuance of this RFQ does not constitute a commitment by the IDB to award a contract or pay any costs associated with the preparation of a response.

XII. NON-COLLUSION AND COMPLIANCE

By submitting a Statement of Qualifications, the respondent represents that its submission has been independently prepared and that no collusion or improper agreement has occurred with any other respondent.

The selected firm will be expected to comply with all applicable federal, state, and local laws and regulations governing the provision of Municipal Advisory Services.

XIII. CONTACT INFORMATION

Clarksville-Montgomery County Industrial Development Board
335 Franklin Street
Clarksville, Tennessee 37040

Primary Contact:

Janet R. Wilson
Vice President of Urban Development
janetw@clarksville.tn.us