

Port of San Francisco Embarcadero Historic District Piers Request for Interest

In this Request for Interest (RFI), the Port is seeking responses with public-oriented concepts for sites in the Embarcadero Historic District in two categories: (1) Full building(s) or "Master Tenant" Responses or (2) Less than full building or "Smaller Tenant" Responses.

Respondents in the Master Tenant category have a vision for entire buildings, including one or more structures named in this RFI. Master Tenant respondents have the experience to execute a complex rehabilitation project for an historic structure over water and to operate such a facility under a long-term lease.

Respondents in the Smaller Tenant category are experienced in operating the proposed use and in managing a tenant improvement construction project. Respondents should assume the facility will be in a cold shell condition in their response. Respondents who feel they qualify for both categories (a Master Tenant candidate that also operates a public-oriented use) are invited to respond to all information below.

All answers are non-binding and will help the Port generate a better understanding of the possibilities for the future of the Embarcadero Historic District piers. View the RFI: <http://bit.ly/sfport-piers-rfi>. Learn more: <https://sfport.com/historic-pier-opportunities-partnership>. Email questions to Rebecca Benassini, Port Assistant Deputy Director Waterfront Development Projects, at historicpiers@sfport.com.

Please start by providing your email address and then proceeding to the next section. If at any point, you would like to save your responses and quit the form, click "NEXT" in each section and click "SUBMIT" in the final section. You will be emailed a link to your form. Responses can be edited until Wednesday, October 31, 2018 at 5:00 p.m., PDT. The Port of San Francisco will not consider responses until after the RFI closes.

Email address *

All Respondents

All respondents should provide the following information via this online form. Click "NEXT" at the end of this section.

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1. Indicate whether this response is for the Master or Smaller Tenant Category or both.

Master Tenant

Smaller Tenant

2. Name of responding entity

Pocket Planet Ltd.

3. List the names of key personnel, describe their roles, and detail their relevant experience in the space provided.

- Mark Vlassopoulos - Founder, Managing Director

Mark is based in London, England and is a Founding Partner of ARC Resorts (Singapore), a worldwide developer of lifestyle projects in entertainment, leisure, hotels, and schools. He has completed US\$ 7 billion of projects throughout Europe, Southeast Asia, Africa, and the United States. Mark has developed multiple "lifestyle projects" including entertainment venues, schools, and sports facilities. Current projects include leisure facilities and sports clubs and a very large residential development.

Mark was the co-founder of Eighth Wonder, a finalist in the bid for the US\$ 4.5 billion integrated resort in Singapore, and a partner in the proposed 1,000,000 sf East Village Las Vegas entertainment and retail complex in Las Vegas.

- Simon Parker-Smith - Founder, Marketing and Communications

Simon is a marketing professional with 30 years of experience in a number of industries including leisure, tourism and travel, exhibition, model making, advertising, and property development.

Simon's clients have included some of the most significant brands in their sectors. He has a deep understanding of how to promote and build brands while developing mechanisms to drive revenue and profitability.

- Erik Kalinski - Lead Modeller and Designer

Erik has been creating world class models for 35 years. He has an international reputation as one of the world's experts in very large model making. His key responsibilities are managing the company's growth with his active engagement in large scale model costing, oversight, and delivery.

- Ian Fowler - Advisor, Commercial and Contracting

Ian is the Managing Director of Guagemaster, the UK's leading model supplies superstore. He is well-connected in the UK, United States, and worldwide modeling fraternity and has access and commercial ties to every major model supplier including Hornby, Airfix, PIKO, Marklin, Fleischmann, Faller and Kato.

- Michael Crall - Director of Development, United States

Michael, who lives near the Bay Area, has been an executive or principal for the development or construction of US\$ 5+ billion of projects throughout the United States and in over 40 countries in Latin America, Asia, Europe and Africa.

Michael has managed and developed themed entertainment projects, luxury resorts and hotels, retail complexes, and world-class restaurants. He was the Director of Development for Planet Hollywood International, responsible for over 40 of the company's properties worldwide.

In San Francisco, Michael managed the construction of a number of iconic restaurants and hotels, including Kuleto's, Postrio, Cafe Pescatore, The Villa Florence, and The Prescott, among others.

4. Describe proposed use(s) of the Port's Historic Piers. Include (a) a description of the use, (b) how the use is public-oriented, (c) types of populations targeted for service, and (d) how it complements and responds to existing nearby uses and conditions in the Embarcadero Historic District.

Pocket Planet is a location-based "indoor" destination entertainment attraction with significant experiential, educational, and interactive components. Pocket Planet is a 40,000 to 60,000 square foot "experience" and will be similar to indoor model worlds such as:

- Miniatur Wunderland in Hamburg, Germany, which is regularly voted as the most popular tourist attraction in Germany, attracting over 1.5 million annual visitors of all ages.

[<http://www.miniatur-wunderland.com/>]

- Mini World in Lyon, France, which presents models in the same scale and style as Hamburg, but is a newer exhibit. [<https://miniworldlyon.com/en/>]

- Gulliver's Gate in New York, based on Times Square, and which is exciting crowds with models at a larger scale than Hamburg and Lyon. [<https://gulliversgate.com/>]

Both Hamburg and Lyon present a scale model world (at OO and HO scale – approximately 1:80) of highly detailed cityscapes and landscapes with moving cars, trains, ships, airplanes, cyclists, and people.

In Pocket Planet visitors can create models of themselves with 3D scanning and printing and then place the models in their area of choice in Pocket Planet.

Pocket Planet, an interactive human cultural experience, is a perfect complement to the interactive scientific experience of the Exploratorium.

Pocket Planet is educational. Models depicting San Francisco will transform over time reflecting the City's evolving history from a small village to a bustling financial and business center and seaport, fundamentally affected by major earthquakes, yet subsequently rebuilt by virtue of its people's resilience to become one of the world's great cities. Pocket Planet will include themes and models of other parts of the Bay Area (from Napa to Monterey Bay) and other California landmarks, as well as other world cities and landscapes as part of the initial installation, and these will be added to and changed regularly to keep visitor engagement high and encourage repeat business. Visitor participation is through hundreds of levers and buttons that activate countless portions of the models, allowing visitors to interact with the models.

NOTE: Pocket Planet's use would be in the Interior Shed space (it requires no daylight), with only the entry on the Embarcadero. Pocket Planet can be a "linear" design, allowing the other areas of the facility to be available for other uses that require Bay views or access. Pocket Planet would be able to leave the interior historic elements of the sheds (beams, trusses, etc.) exposed, open to view, and unchanged.

5. Provide a summary of your experience related to the operation described in (4).

The principals of Pocket Planet have extensive experience in tenant improvement development and construction of hundreds of projects representing millions of square feet valued at well over US\$ 1 billion, specifically for entertainment, retail, and restaurant facilities in leased spaces.

The principals of Pocket Planet have extensive experience in model making and in the planning, design, and development of world-class entertainment destinations.

Pocket Planet is opening a London (UK) unit in January 2020 of 40,000 sq ft in the very center of the City.

6. Provide information about your preferred location. Information on the sites included the RFI can be found at <http://bit.ly/sfport-piers-rfi-facilities> and <https://sfport.com/historic-pier-opportunities-partnership>.

In questions 6. a. - 6. d. describe the site(s) of interest.

6. a. Rank your preferred pier facility location(s) with 1 as your first choice.

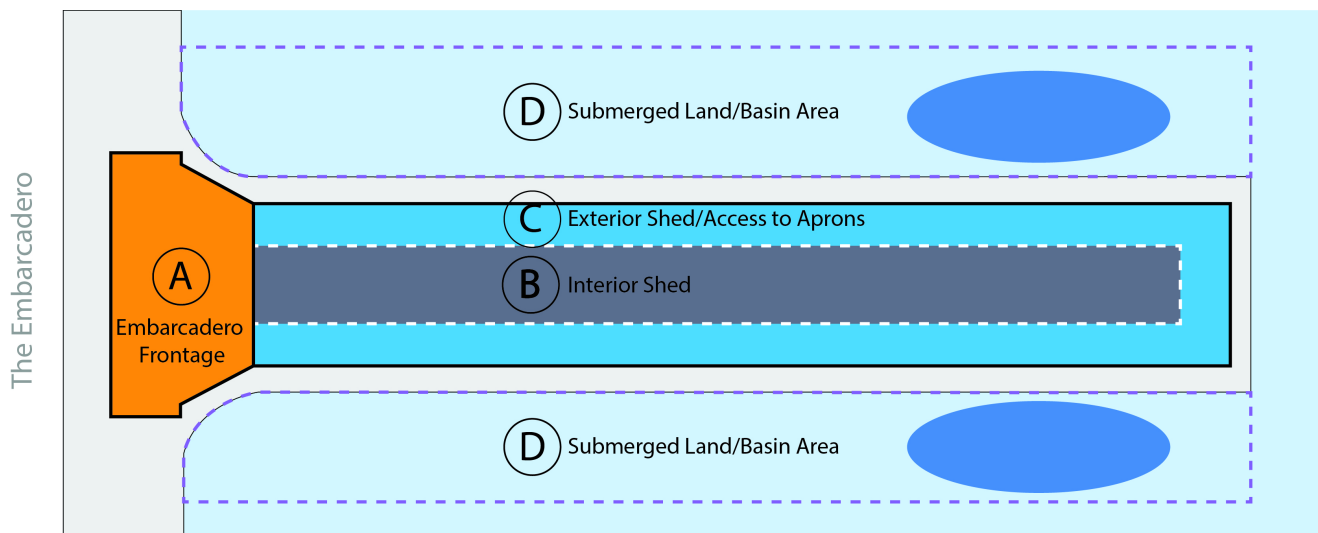
	1	2	3	4	5	6	7	8	9	10	11
Pier 35	<input type="radio"/>	<input checked="" type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Pier 33	<input type="radio"/>	<input type="radio"/>	<input checked="" type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Pier 31	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input checked="" type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Pier 29½ & 29	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input checked="" type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Pier 23	<input checked="" type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Pier 19½ & 19	<input checked="" type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Agriculture Building	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Pier 26	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input checked="" type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Pier 28	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input checked="" type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Pier 38	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Pier 40	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Pier 48	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>



6. b. Using the image below, select your preferred area(s) of the pier facility. If the Agriculture Building is your preferred location, proceed to 6. c.

- A. Embarcadero Frontage: Access to The Embarcadero and associated foot, bicycle, and automobile traffic; lots of natural light; architecturally beautiful exterior; often two stories.
- B. Interior Shed: Spacious, open area that can be outfitted to suit your needs; minimal natural light; high ceilings; single story.
- C. Exterior Shed/Access to Aprons: Beautiful, open water views; immediate bay access; immediate truck delivery access.
- C. & D. Exterior Shed/Access to Aprons and Submerged Land/Basin Area
- A.-D. Master Tenant Whole Pier
- Other:

Layout of Pier Facility



6. c. Describe the areas and the portions of the site(s) you propose to occupy.

Pocket Planet requires from 40,000 to 60,000 square feet of interior space, which ideally will be a "grey" or "cold" shell, i.e., the interior shed spaces of the sites. Embarcadero entry and signage would be necessary, however the space required in the Embarcadero frontage would be only that necessary to provide relatively high volume visitor access to the interior shed space. Egress could be along the perimeter exterior shed spaces to the Embarcadero.

6. d. Check all aspects of your preferred site(s) that influence your pier selection

- Location on The Embarcadero
 - Proximity to pedestrian traffic
 - Proximity to the Ferry Building
 - Proximity to AT&T Park
 - Proximity to the Cruise Terminal
 - Proximity to tourist attractions
 - Access to public transportation - MUNI
 - Access to public transportation - BART
 - Access to public transportation - Ferry
 - Facility width
 - Facility height
 - Facility ingress/egress
 - Facility apron access
 - Facility square footage
 - Facility architecture
 - Berthing space
 - Access to water
 - Other:
-

Master Tenant Respondents

Respondents in the Master Tenant category of responses provide the following information via this online form. All answers are non-binding. Click "NEXT" at the end of this section.

Smaller Tenant Respondents should skip this section by clicking "NEXT" below.

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7. Describe in paragraph form the operational concept including public-oriented use mix, such as: Where in the facility would different uses be located? Approximately how much space would be dedicated to different use-types (e.g., publicly-oriented uses, higher-revenue generating uses)? How would the public experience the facility, including public access to the building perimeter, views of and access to the Bay, maximizing access to and enjoyment of the historic elements of the building interiors, and minimizing the private feel of non-public uses?

N/A - see the Note in response to Question 4

8. Describe in paragraph form the physical improvements concepts. Please keep in mind that enhancements and alterations to the structures must be consistent with Secretary of the Interior Standards for Historic Rehabilitation.

There is no need for Pocket Planet to alter any structural or architectural elements of the selected facility. The models for Pocket Planet are self-contained, requiring only power, and there are no permanent structural demising walls necessary - all of the elements or segments of the model complex flow from one to another.

9. Describe in paragraph form how you would access sufficient capital to complete an undertaking like the rehabilitation of a full pier structure or structures.

N/A

Smaller Tenant Respondents

Respondents in the Smaller Tenant category of response provide the following information via this online form. All answers are non-binding. Click "NEXT" at the end of this section.

Master Tenant Respondents should skip this section by clicking "NEXT" below.

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7. Provide a range of rental rates in dollars per leasable square foot per month for a triple net lease that the proposed operation can pay.

\$2.50 to \$3.50 per square foot per month against 5% to 7% of gross revenue

8. a. Would you be willing to make capital improvements to your preferred pier facility that would last beyond your lease term?

Depends on the deal

No

Other:

8. b. Provide an approximate amount of tenant improvement funding you can advance to prepare space for your operation.

Up to US\$ 5 million for building services and interior construction.

[NOTE: This does not include the cost of the models and installations which will be up to US\$ 20 million.]

9. Provide a range of number of years of lease term you would anticipate requiring to amortize the tenant improvement investment in (8).

15 to 20 year initial term with two 5-year renewal options

Additional Information

Both Master and Smaller Tenant Respondents, click "SUBMIT" below to complete the Port of San Francisco Embarcadero Historic District Piers Request for Interest. If you have any additional information you would like to submit with your RFI response, please email these items to historicpiers@sfport.com with "Historic Piers Additional RFI Information" in the subject line.

You will be emailed a link to your form and you will be able to make changes to your responses until the RFI closes on Wednesday, October 31, 2018 at 5:00 p.m., PDT. The Port of San Francisco will not consider responses until after the RFI closes.

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