

Request for Qualifications (RFQ) Knoxville, TN - South Waterfront Redevelopment Opportunity



CITY OF KNOXVILLE



EXECUTIVE SUMMARY

Opportunity Highlights

- 15 Acre waterfront redevelopment site
- Located directly across the river from the University of Tennessee's Flagship campus
- Future site of a \$60M pedestrian bridge connecting the site directly with UT campus
- Submission proposals due August 7, 2026

Knoxville's Community Development Corporation ("KCDC") is the public housing authority for Knoxville and Knox County and serves as the redevelopment agency for the City of Knoxville ("City"). In this role, KCDC acquires and disposes of redevelopment property, administers redevelopment areas, and partners with the City in the implementation of development incentives including tax increment financing and payment-in-lieu-of-tax (PILOT) programs.

KCDC is releasing Request for Qualifications C000000028 to identify a master developer for the redevelopment of six parcels consisting of approximately 15 acres (collectively, the "Site") located along the south bank of the Tennessee River in South Knoxville, TN. KCDC anticipates the potential for phased development and/or multiple vertical development components under a coordinated master development structure. Located at 2323

W Blount Avenue, 2547 Scottish Pike, and 0 Scottish Pike, the Site is directly across the Tennessee River from the University of Tennessee's flagship Knoxville campus. The site is part of the Knoxville South Waterfront Redevelopment Area and features more than 1,400 linear feet of Tennessee River frontage. The Site is also directly connected to the south bank landing for the publicly funded and advancing to final design South Knoxville pedestrian bridge – a \$60M infrastructure investment that will connect south Knoxville waterfront communities to concentrations of employment, medical services, the main campus of the University of Tennessee, downtown Knoxville, and other important economic,

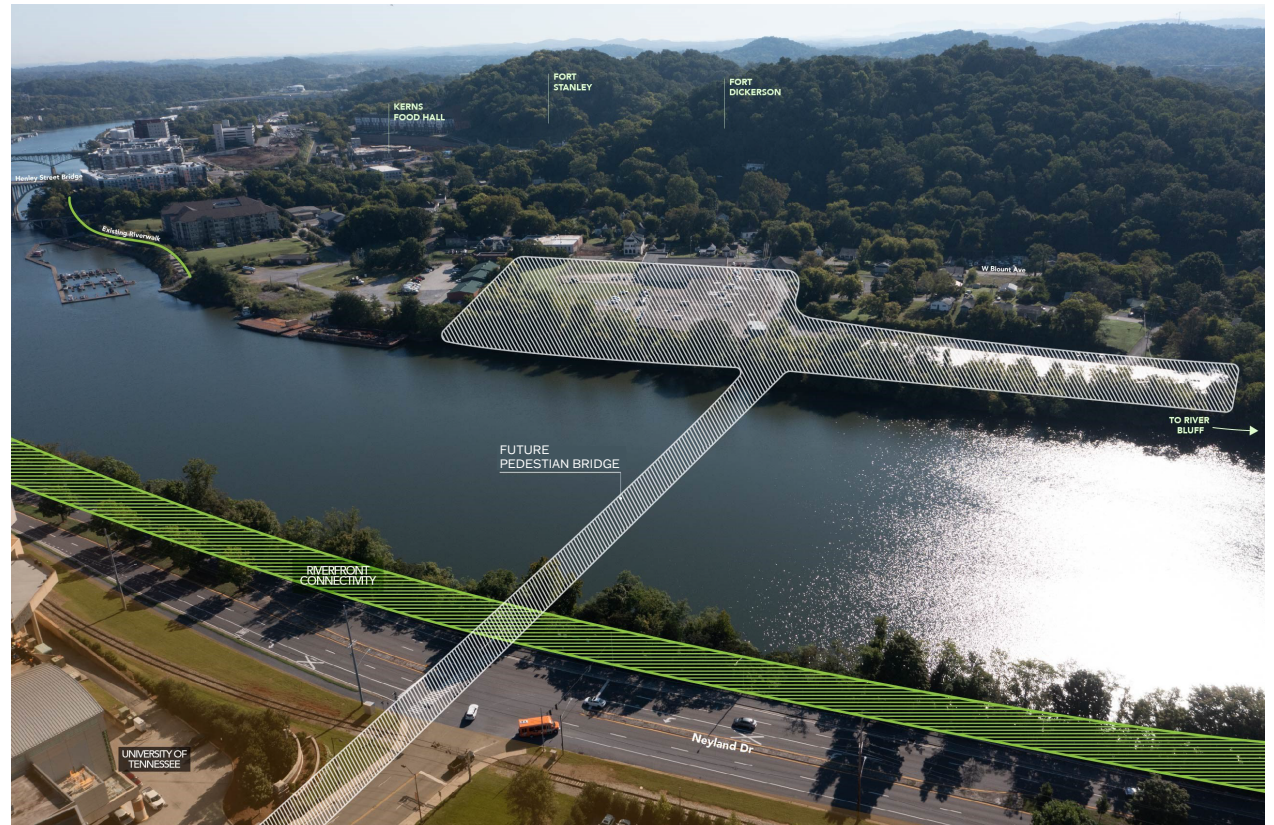
social, and commercial centers.

KCDC intends to select a qualified master developer to redevelop the Site in a context-sensitive manner that advances the City's adopted South Waterfront vision plan and reflects extensive community input received to-date. KCDC anticipates conveying the Site to the selected developer through a negotiated disposition structure, which may include fee simple sale, ground lease, phased parcel takedowns, or a combination thereof. KCDC is implementing a two-step process in connection with selecting a developer for the redevelopment of the Site. KCDC will first request qualifications (in accordance with this RFQ) from entities



The development of the parcels at hand will contribute to a wider connectivity initiative in and around the South Knoxville Riverfront.

interested in purchasing and redeveloping the Site. Submissions will be reviewed and evaluated by KCDC's Evaluation Team, and only the top-ranked, qualified proposals will be invited to participate in the second step where proposers will be asked to submit detailed redevelopment proposals consisting of development plans, land purchase terms, proposed project team, development timeline and other key development-related considerations. It is anticipated that during the 2nd step, selected developers will be asked to review and mark-up a development agreement that will govern the redevelopment of the Site. Upon evaluation of initial submissions to the RFQ, KCDC reserves the right to select a single qualified team and work exclusively with that team to refine a development proposal for the site. Successful development teams will demonstrate commitment to innovative context-appropriate development practices that integrate connectivity through thoughtful placemaking. Experience with urban, mixed-use, waterfront developments with an emphasis on ground-floor activation and multi-story residential are preferred. Submissions must follow all guidelines as outlined in the "Responses" section of this document and be uploaded to KCDC's website [here](#) by the due date of 11:00 a.m. EST on Tuesday, August 7th, 2026 to be considered. KCDC will only accept online questions regarding the RFQ through the KCDC website until 5:00 p.m. EST on July 23, 2026. All postings or updates with regards to the solicitation can be found on KCDC's webpage.



South Waterfront Development from University of Tennessee

SITE OVERVIEW

The Site represents one of the largest remaining waterfront development opportunities in Knoxville and encompasses approximately 1,400 linear feet of river frontage suitable for public riverwalk improvements, public river access points and private development frontage. It is comprised of six total parcels – three of which are larger, contiguous tracts while the other three parcels are smaller, non-contiguous lots. Over the last several years, KCDC has acquired these parcels and currently retains 100% ownership of the Site through one of its subsidiaries, Greater Tennessee Housing Assistance Corporation.

While the most recent history of the Site has included a variety of light industrial uses, the Site has a long history tied to Knoxville’s extensive textile manufacturing industry. At its height, Knoxville was home to numerous textile and clothing factories, with textile manufacturing serving as one of the city’s leading industries. Among the most significant was the Jefferson Woolen Mills, a major textile operation that became one of the largest employers in South Knoxville and helped shape a close-knit neighborhood of worker housing and local businesses. Over the years, the Jefferson Woolen Mills included several different buildings dating back to 1903 that



Parcels for Development

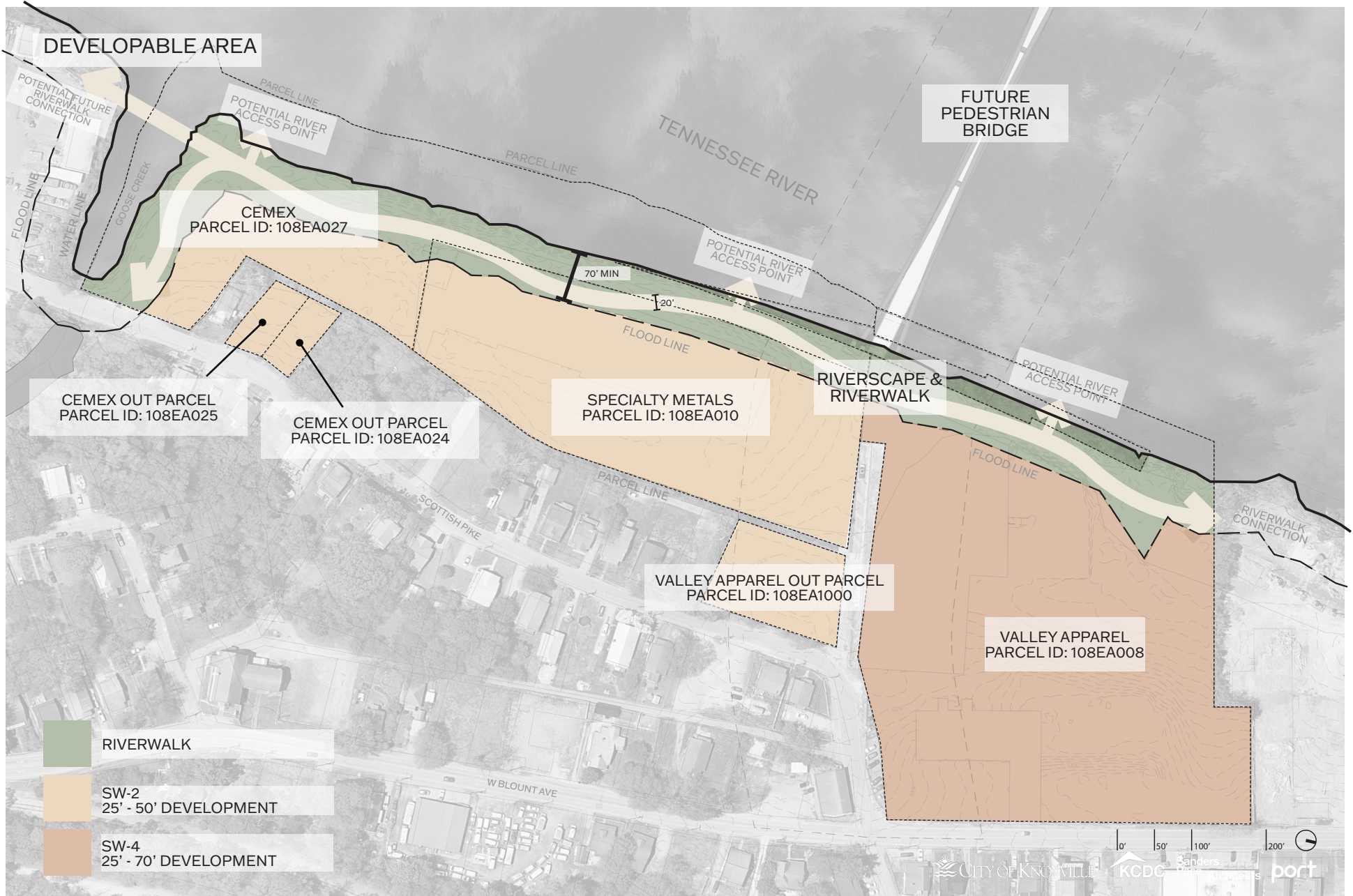
populated the Site. One of the few remaining vestiges of the textile manufacturing period is the Jefferson Mills Addition building that was constructed in 1948 and remains on the Site today. KCDC envisions the preservation and reuse of this building as an integral part of the Site’s redevelopment future as further discussed within other sections of this RFQ. The balance of the Site today is comprised of vacant land, a one-story, 50,000 square foot, vacant industrial building which also presents an opportunity for adaptive reuse, and utility connectors for Knoxville’s Utility Board

(“KUB”).

Consistent with comparable sites sharing similar historical uses, environmental considerations should be made with respect to redevelopment of the site. KCDC will provide copies of the various phase 1 and phase 2 environmental assessments that have been conducted on the parcels included within the Site. Additional environmental diligence should be expected by the selected developer in connection with their proposed redevelopment that may include updating and ordering new environmental reports/tests and collaborating with TDEC staff to evaluate Brownfield Redevelopment options.

In connection with this RFQ, KCDC is providing survey data for the Site. Respondents are encouraged to review these surveys as part of their review of the opportunity and reach out to KCDC to address any questions prior to submitting qualifications by the noted Q+A deadline.

Parcel ID	Address	Property Name	Acreage
108EA008	2323 W Blount	Valley Apparel	6.364
108EA1000	2511 Scottish Pike	Valley Apparel Out Parcel	0.475
108EA010	2547 Scottish Pike	Specialty Metals	3.130
108EA027	0 Scottish Pike	Cemex	4.810
108EA025	2617 Scottish Pike	Cemex Out Parcel	0.120
108EA024	2615 Scottish Pike	Cemex Out Parcel	0.120
			Total 15.019



Developable Area



The historic Jefferson Mills Building has the potential for adaptive reuse on the development parcels.

SOUTH WATERFRONT OVERVIEW

Area History & Tennessee River

Knoxville's South Waterfront, generally considered to be the stretch of riverfront from the historic Island Home Neighborhood on the upriver end, extending down-river nearly three miles to the Cherokee Bluffs, developed as one of the city's earliest industrial and working-river districts along the Tennessee River. During the late nineteenth and early twentieth centuries, the riverfront supported mills, small manufacturing operations, and related housing that grew up around these employers. As industrial activity declined in the mid-to-late twentieth century, portions of the waterfront transitioned to light industrial and storage uses, leaving behind a landscape of former mill buildings, rail corridors, and underutilized properties. Today, the South Waterfront is evolving from its industrial past into a mixed residential and recreational district, while the history of the woolen mills and river-based industry continues to inform the area's character, identity, and redevelopment vision.

The Tennessee River, which flows directly through downtown Knoxville, originates at the confluence of the Holston and French Broad Rivers just east of downtown, approximately three miles upriver from the Site. From Knoxville, the Tennessee River flows south-westward across Tennessee and through multiple states before joining the Ohio River and ultimately the Mississippi River system, providing a navigable connection to the Gulf of Mexico. Long recognized as one of the most prominent waterways in the southeastern United States, the Tennessee River has historically supported transportation, industry, and settlement while today serving as a defining natural and recreational feature of the Knoxville region. The South Waterfront redevelopment area is directly oriented toward this river corridor, making the waterway a central element of the district's identity and public realm.

Land Use and Zoning

In April 2006, Knoxville's City Council adopted the [Knoxville South Waterfront Vision Plan](#): a comprehensive, long-range framework for transforming approximately three miles

of underutilized industrial and warehouse property along the Tennessee River into a connected mixed-use waterfront district. The plan established a transition from heavy industrial activity to a neighborhood-oriented environment centered on housing, recreation, and public access to the river. Core goals of the Vision Plan include expanding public river access, with a particular emphasis on the riverfront as a public amenity, preserving green space, improving multimodal transportation connections, and encouraging mixed-income residential and neighborhood-serving commercial uses. The Vision Plan also prioritizes compatibility with surrounding neighborhoods through context-sensitive building scale, transitions in height, and a network of public streets, open spaces, and greenway connections. Thanks to foresight of this Vision Plan, a deliberate and calculated growth strategy for the South Waterfront has been in place for the last 20 years.

It was the goals and opportunities identified in the Vision Plan that helped to inform the implementation of [Knoxville's SW South Waterfront](#) form-based zoning district

plan that covered the entirety of the South Waterfront area. This form-based zoning plan was adopted by City Council in 2007 and continues to guide the redevelopment of the area today. Respondents are expected to familiarize themselves with the South Waterfront form-based code.

Knoxville South Waterfront Redevelopment Plan

To further facilitate and support the goals of the Vision Plan, KCDC prepared the [Knoxville South Waterfront Redevelopment and Urban Renewal Plan](#). The Redevelopment Plan, which was adopted by the City's and County's respective legislative bodies in 2006, provides a variety of tools and resources for KCDC to support public and private investment in the South Waterfront. Further [amended](#) in 2013, the Redevelopment Plan now provides for tax increment financing among other economic and development-related tools.

South Waterfront Bike and Pedestrian Bridge

The Site is an integral part of the planned pedestrian and bicycle bridge connection across the Tennessee River, a \$60M public infrastructure investment that will strengthen connections between South Knoxville, the University of Tennessee campus, and Downtown Knoxville. The \$60M project will be funded in part through a \$24M federal DOT grant along with a \$20M contribution from the State of Tennessee; both sources have been secured for the bridge's funding. The balance of the project costs are expected to be financed through tax increment financing. Though still in design, the bridge is expected to land directly at the Site on the south bank of the Tennessee River. While on the north



Rendering of the Pedestrian Bridge

bank, the bridge is expected to land on a plaza directly connected to Thompson-Boling Arena at Food City Center- the home court for the University of Tennessee's men's and women's nationally recognized basketball teams. The bridge landing will have a transformative impact on the Site and the South Waterfront and directly connecting the Site to the heart of the University of Tennessee campus. The approximately 1,000-foot long bridge will transform what is currently a two mile, 45-minute walk from the Site to campus to a six-to-eight minute walk to campus. This newfound proximity to the University of Tennessee campus provides for extensive redevelopment opportunities for the Site. Furthermore, the bridge landing ramps on each side of the river will link users to 112.5 miles of greenways and additional transit routes facilitating affordable mobility choices to access daily destinations within walking and biking distance of the bridge.

Preliminary bridge design files and project timeline can be found on KCDC's website.

Recent South Waterfront Developments

The collective effort of more than 20 years of community input, thoughtful planning and consistent execution are now bearing its fruit. Over the past several years, the South Waterfront has transitioned from a primarily industrial corridor into an emerging residential and mixed-use district supported by both public infrastructure investment and private development. Local and institutional investment into the South Waterfront has helped to transform this area into a vibrant submarket for Knoxville.



South Waterfront Recent Development and Attractions

Recent private developments include:

- Kerns Bakery Redevelopment
Use: Mixed-use Retail (adaptive reuse)
Total Investment: \$30M+
Completion: 2024
- Livano Knoxville
Use: Residential (Rental).
Total Investment: \$115M+.
Completion: 2025/2026
- The Villas Knoxville
Use: Student Housing / Residential
Total Investment: Unknown.
Completion: 2026.
- The Davy
Use: Residential / Student Housing.
Total Investment: Unknown
Completion: 2024
- The Saint
Use: Residential (Condominiums)
Total Investment: Unknown
Completion: 2024

For additional recent, large-scale developments in the area, refer to page 21 of the [2024 Tennessee River Waterfront Connectivity Framework Study](#).



Connectivity Map

Urban Wilderness Connectivity

Knoxville’s Urban Wilderness represents nearly 1,500 acres of open space recreation area, consisting of ten parks, more than 60 miles of trails and more than 14 trailheads. Started under a vision plan in 2016, Knoxville’s Urban Wilderness has undergone a series of strategic expansions and enhancements over the past decade, transforming it into one of the premier urban outdoor recreation systems in the Southeast. Recent investments have expanded the trail network to more than 60 miles of connected natural-surface trails and greenways, improved trailhead access and wayfinding, and introduced purpose-

built amenities such as the Baker Creek Preserve bike park, upgraded quarry access at Ijams Nature Center, and new overlooks, boardwalks, and pedestrian connections. These improvements have strengthened connectivity between parks, neighborhoods, and downtown, creating a seamless and highly accessible outdoor experience within minutes of the city core. The Urban Wilderness now attracts hundreds of thousands of annual visitors and has helped position the city as a destination for mountain biking, trail running, paddling, and nature-based tourism.

One of the major elements of the Urban

Wilderness is Fort Dickerson Park, a key recreational and environmental asset located immediately southwest of the Site. Originally part of a nineteenth-century Civil War defensive position and later used for quarrying operations, the site has been preserved and adapted by the City of Knoxville as a public park centered around a water-filled limestone quarry basin. The park now provides scenic overlooks, hiking trails, and shoreline access while maintaining significant natural habitat and wooded ridgelines. Its reuse represents a broader effort by the City to reclaim former industrial and extraction landscapes for public recreation and environmental stewardship.

In recent years, the City has undertaken improvements to the quarry area including trail upgrades, shoreline stabilization, improved access points, parking areas, and safety features associated with swimming and paddle access. Through greenway and trail linkages, the Urban Wilderness connects the quarry and surrounding open spaces to the South Waterfront, Suttree Landing Park, Baker Creek Preserve, and other public lands. The proximity of the Site to this expanding recreational network provides direct access to outdoor recreation opportunities and Tennessee Riverfront while reinforcing the South Waterfront's identity as a mixed residential neighborhood integrated with natural amenities and public open space.

UTK is also undertaking long-term campus investments and expansion initiatives, including new academic buildings, research facilities, and student-support infrastructure.

Theater, World's Fair Park, The University of Tennessee Gardens, and the existing Greenway system.

The [UTK Campus Master Plan](#) is intended to support continued growth of the University as well as intersect with the City's key development priorities. The University's ongoing investment on the North side of the River coupled with the redevelopment of the Site, will create the invitation for current and future residents of South Knoxville to enjoy the diverse amenities in close proximity to the University, including UT's Clarence Brown

University of Tennessee

The University of Tennessee, Knoxville (UTK) is the State of Tennessee's flagship public land-grant university and a major economic and institutional anchor for the Knoxville region. Located directly across the Tennessee River from the Site, the campus serves more than 36,000 undergraduate and graduate students and employs thousands of faculty and staff. The university's proximity to the South Waterfront places the Site within immediate reach of a large population of students, faculty, researchers, and university employees, creating sustained demand for commercial and mixed-use spaces.

In recent years, the university has experienced significant enrollment growth, including multiple consecutive years of record-setting student populations. From 2015 to 2024, enrollment has grown by nearly 9,000 students representing a 30% increase.





02/02/2024 - Community Engagement Event



12/08/2025 - Community Engagement Event



12/08/2025 - Community Engagement Event

COMMUNITY INPUT

As noted elsewhere within this RFQ, the successful redevelopment of the South Waterfront over the past 20 years is informed by sustained community and stakeholder engagement and collaboration. This engagement, fostered by the City of Knoxville and KCDC, has resulted in a proactive, community-driven redevelopment framework for the South Waterfront Area. In 2023, KCDC and the City assisted in the formation of the South Waterfront Advisory and Advocacy Group (“SWAAG”). Nearly 40 members representing neighborhoods, business owners, nonprofits, and various City departments, worked collaboratively to guide and plan infrastructure developments in the Down River area of the South Waterfront District. Over the past three years, SWAAG has helped guide the Site’s master plan through a series of focused meetings, roundtable discussions, and community events – ensuring that planning efforts

stay rooted in local priorities. This ongoing collaboration has informed key decisions, shaped design strategies, and strengthened the connection between city-led initiatives and community-driven goals. Several public meetings hosted by SWAAG have resulted in the culmination of the Down [River Area Vision Plan](#) along with [Masterplan Framework](#) for the Site.

KCDC expects that respondents under this RFQ closely review both the [Down River Area Vision Plan](#) and the [Masterplan Framework](#) reports as well as the other presentations found on the City’s dedicated [South Waterfront webpage](#). The ideas, goals and desired outcomes noted within each of these presentations should help to guide interested developers to better understand the type of redevelopment that is expected for the Site. These published documents and presentations should also assist interested developers in gauging the scope and scale of the Site’s redevelopment potential as well

as the type of qualifications that are to be expected of the Site’s ultimate development team.

A significant amount of public input has been gathered with respect to the Down River Area, which culminated in Knoxville City Council’s adoption of the Down River Master Plan in February of 2026. After selection of a development team through the RFQ, that team will create a refined site concept that incorporates the intent of the Down River Master Plan with the development team’s expertise in creative placemaking and their knowledge of what is financially feasible. This development concept will be presented to the community.



Conceptual Massing and Activation

VISION FOR THE SITE

The redevelopment of the Site is intended to implement the broader South Waterfront planning framework and the community priorities identified throughout the South Waterfront planning and engagement process noted in the preceding sections. Public input emphasized that future development should create a walkable, mixed-use neighborhood that strengthens connections between South Knoxville neighborhoods, the Tennessee River, and Downtown Knoxville. The Site is expected to function not only as a mixed-use development opportunity, but also as part of a larger public realm network that includes riverfront access, greenways, open / park space and connections to the planned pedestrian and bicycle bridge.

Throughout the SWAAG engagement process, there were several guiding principles and common themes that reverberated throughout the process. Those include:

- Celebrate & preserve South Knoxville's unique character
- Integrate new mixed-use and mixed income development
- Expand public infrastructure to accommodate growth, emphasizing multi-modal connectivity and equitable access
- Maintain the intent of the form-based code and limit variances
- Expand public spaces with opportunities for community gathering, neighborhood amenities, equitable access, and resilient design

Those key principles can be categorized into three overarching themes:

1. Community and neighborhood character

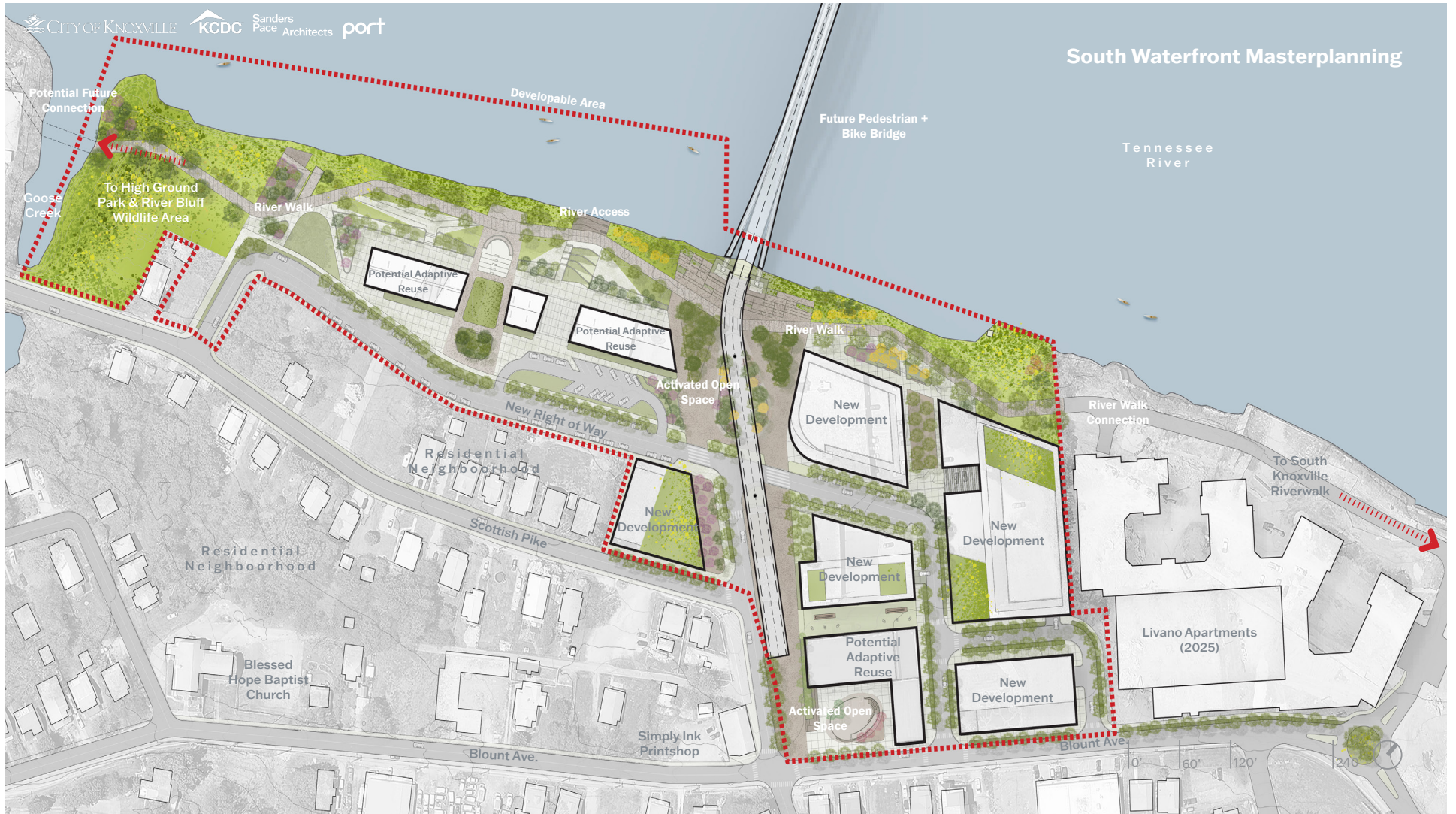
The character of new development should be compatible with surrounding neighborhoods and avoid large, monolithic building forms. Participants expressed support for buildings that transition in height and scale, provide active street frontages, and incorporate neighborhood-serving retail and gathering spaces. A mix of housing types and price points is encouraged, including workforce and mixed-income housing, to support long-term neighborhood stability and inclusivity. Adaptive reuse of the 1948-vintage Wollen Mills building, potential adaptive reuse of the former Specialty Metals warehouse building, and architectural approaches that reflect the local context are also encouraged.

2. Green space and river access

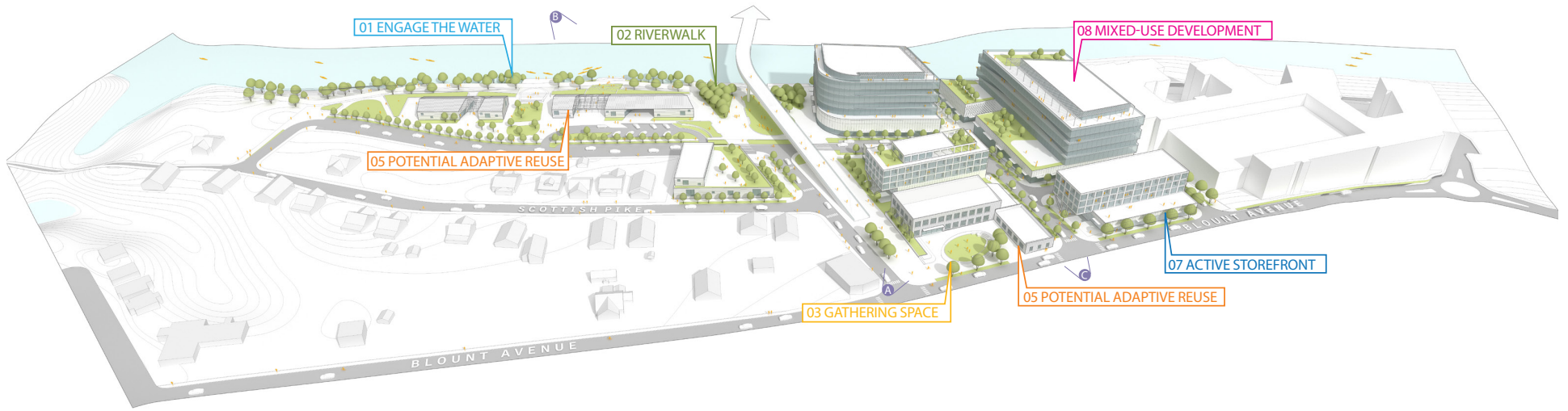
The riverfront is a defining feature of the district and redevelopment of the Site should prioritize public access and environmental integration. Critical elements to achieve this goal include maintaining open/public space, preserving views of the river, and contributing to a continuous public riverwalk. The community expressed a strong desire for naturalized landscapes, passive recreation areas, and multiple access points that allow residents and visitors to interact with the river while maintaining ecological quality.

3. Safety and connectivity

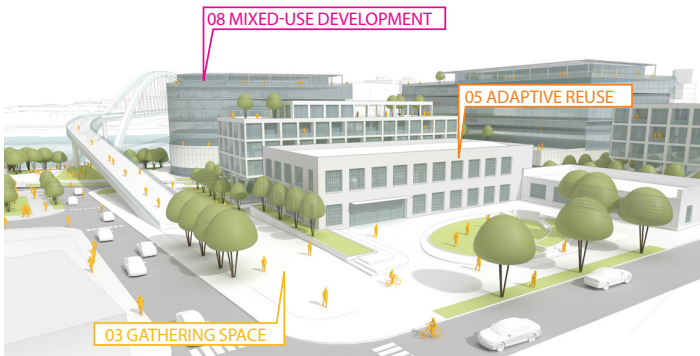
Community feedback consistently



Conceptual District Strategy



VIEW A – TENNESSEE RIVER BRIDGE PLAZA



VIEW B – TENNESSEE RIVER TO SOUTH WATERFRONT DEVELOPMENT



VIEW C – W. BLOUNT AVE TO TENNESSEE RIVER



Conceptual District Strategy

emphasized safety and connectivity as central components of redevelopment. Site development plans should incorporate complete-street principles, pedestrian-oriented design, and clear circulation patterns that support walking and biking access throughout the project area. Development should create safe and intuitive routes to adjacent streets, greenways, and public spaces and should include lighting, wayfinding, and street scape elements that contribute to a comfortable and active public environment.

The conceptual massing included in the [Masterplan Framework presentation](#) provides an initial sense as to the future potential for the Site. This conceptual massing is meant to provide interested developers with a better sense of the potential scale, layout and connectivity of the Site. As noted in subsequent sections of this RFQ, respondents are expected to provide their own initial vision for the site – ideally a vision that embodies the spirit and intent of this initial plan but also brings new, innovative design elements from collective experience and industry knowledge to further improve the Site’s potential and maximize its public benefits.

Overall, KCDC and the City seek a redevelopment plan that balances new investment with preservation of South Knoxville’s identity by integrating mixed-use development, public space, and multimodal connectivity. Proposals should demonstrate how the project contributes to a cohesive waterfront neighborhood and supports long-term community, recreational, and housing goals consistent with the South Waterfront planning effort.



Conceptual Massing and Activation



SOLICITATION REQUIREMENTS AND SCORING

Selection Process

KCDC is using a two-step process to select a qualified developer for the Site. As the first step, KCDC intends to use this RFQ to solicit interest from qualified developers interested in purchasing and redeveloping the Site. KCDC will evaluate and score the proposals submitted hereunder and will invite the developers with the highest ranked submissions (expected to be no more than 4 developers) to step 2 of the process. In step 2, KCDC intends to issue an RFP document to the select pool of developers that will request the submission of detailed proposals for the redevelopment of the Site. Upon evaluation of initial submissions to the RFQ, KCDC reserves the right to select a single qualified team and work exclusively with that team to refine a development proposal for the site. Respondents interested in being considered as a development partner for this project are required to submit the following information in the order outlined below. Each section of the submission should be clearly marked to ensure easy identification and review. It is essential that all documents are organized according to this structure to facilitate a thorough and efficient evaluation process. Failure to comply with submission instructions may remove the proposal from consideration. All submissions must be uploaded as one document through BidNet by the due date. KCDC will not accept proposals that are submitted late or through any methods other than the online portal.

KCDC will only accept questions online through BidNet from the posting date to 5:00 p.m. EST. on July 23, 2026. Responses will be posted through BidNet within 72 hours of

inquiries as possible.

Evaluation

KCDC reserves the right to request additional information to assist in the evaluation process including references and business ability information. KCDC will evaluate the proposals submitted under this Request for Qualifications based on Sections 2, 3, 4 and 5 of the Response section on the following page. KCDC will evaluate respondent's submissions on each of these four criteria and rank proposals accordingly.

KCDC will review all submittals and reserves the right to request necessary modifications, waive minor technicalities, reject all submittals, reject any submittal that does not meet mandatory requirements(s) or cancel this solicitation, according to KCDC's best interests.

Response

Respondents interested in being considered as a developer for this project are required to submit the following information in the order outlined below. Each section of the submission should be clearly marked to ensure easy identification and review. It is essential that all documents are organized according to this structure to facilitate a thorough and efficient evaluation process. Failure to comply with submission instructions will remove the proposal from consideration. KCDC will not accept proposals that are submitted late or through any methods other than the online portal.

Section 1: Cover Letter (One Page Maximum)

- Include a cover letter that introduces your development team, highlights why your team is uniquely qualified to serve as KCDC's development partner and why your firm is interested in this opportunity.

Please be sure to identify the contact person within your team and include relevant contact information.

Section 2: Relevant Experience of Comparable Sites (Three Page Maximum)

- Provide a brief overview of your firm's expertise with redeveloping comparable sites. Comparable projects would be those: located in urban, water-front locations; include significant public spaces and provide connectivity to nearby/adjacent public amenities; and/or have been developed stemming from a comparable public RFQ/RFP process. For each example of prior experience, please provide: 1) project name and location, 2) construction start and end dates, 3) brief description of development type, 4) project budget, 5) relevant project reference and necessary contact information.

Section 3: Relevant Experience of Urban, infill Mixed-use Projects (Three Page Maximum)

- Provide a brief overview of your firm's expertise with redeveloping residential and mixed-use projects in urban settings, that ideally are adjacent to waterfront and/or significant public spaces, that also share some similar themes and elements projected in the [Masterplan Framework](#). For each example of prior experience, please provide: 1) project name and location, 2) construction start and end dates, 3) brief description of development type, 4) project budget, 5) relevant project reference and necessary contact information.

Section 4: Financial Capacity

- Provide a description of your firm’s financial capabilities and evidence of the development entity’s financial capacity to undertake a project of this size, and evidence of the development entity’s capability to source the necessary capital to successfully fund and/or finance the proposed concept.

Section 5: Preliminary Vision for the Site

- KCDC requests that proposers prepare a preliminary vision for the site that would include key elements such as proposed uses (residential, office, retail, etc), proposed public amenities and public benefits, estimated density (floors, unit counts, square-foot, etc), timeline for pre-development and development phases, and initial challenges and obstacles to be considered. This section does not require the submission of architectural drawings or deliverables but rather a qualitative narrative outlining the developer’s vision

and goal if selected to redevelop the site. It is expected that the vision proposed in Section 5 would be generally consistent with a developer’s ultimate development plan should they be selected as developer of the Site.

KCDC GENERAL TERMS AND CONDITIONS

City, County and Federal Obligations

The City of Knoxville, the County of Knox and the federal government are not a party to KCDC’s solicitation and is not subject to any obligations or liabilities resulting from its award.

Expenses Incurred

All expenses incurred in the preparation and submission of a response to this solicitation shall be borne by the respondent.

Governing Law

All the laws of the State of Tennessee and applicable federal laws and regulations

governing contracts. All obligations of the parties are performable in Knox County, Tennessee. The Chancery Court and/or the Circuit Court of Knox County, Tennessee, shall have exclusive and concurrent jurisdiction of any disputes arising hereunder.

Indemnification/Hold Harmless

According to Tennessee state law, KCDC cannot agree to hold respondents harmless nor to indemnify respondents.

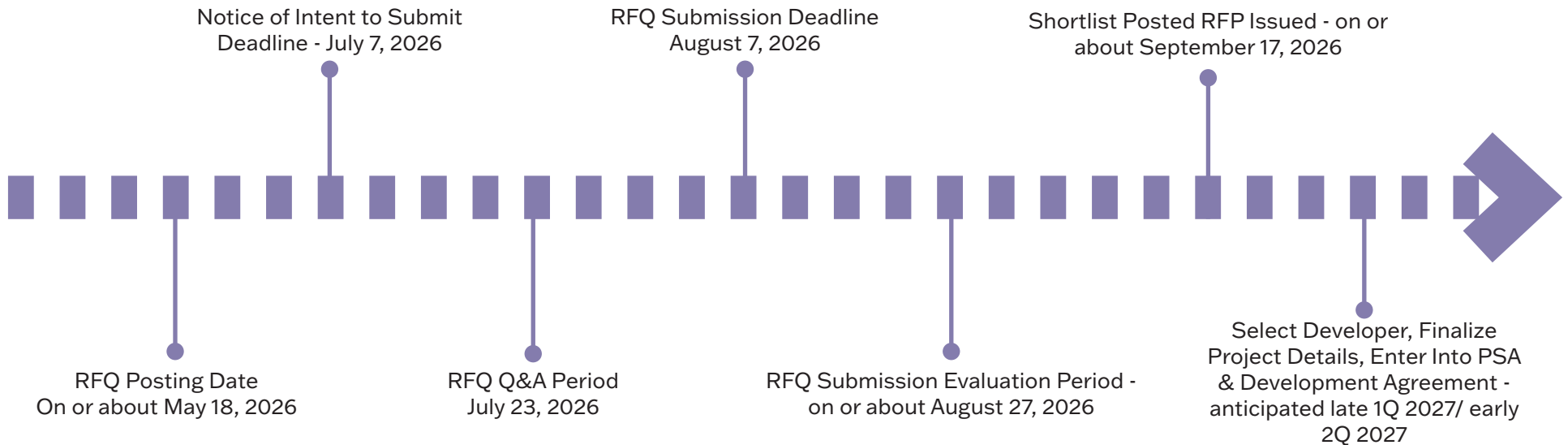
Limitation of Liability

KCDC is not liable for any indirect, incidental, consequential, special or exemplary damages or lost profits, even if KCDC has been advised of the possibility of such damages.

Non-Discrimination and Non-Conflict Statement

The respondent agrees not to exclude persons on the grounds of handicap, age, race, color, religion, sex or national origin from participation in, or deny benefits to,

Milestones



or otherwise subject to discrimination in the performance of an agreement, or in the employment practices of the respondent. The respondent shall post notice of such non-discrimination and shall post it in a conspicuous place available to all employees and applicants. The respondent covenants that it complies with the Fair Wage and Hour Laws, the National Labor Relations Act and other federal and state employment laws as applicable. The respondent covenants that it does not engage in any illegal employment practices. The respondent covenants that it has no public or private interest and shall not acquire directly or indirectly any interest that would conflict in any manner with the

provision of its goods or the performance of its services.

The respondent warrants that no part of the total contract amount provided herein shall be paid directly or indirectly to any officer or employee of KCDC as wages, compensation or gifts in exchange for acting as an officer, agent, employee, subcontractor or consultant to the respondent in connection with any goods provided or work contemplated or performed relative to an agreement and/or contract.

KCDC's policy requires that all its services and activities be administered in conformance

with the requirements of Titles VI & VII of the Civil Rights Act of 1964. This extends to the vendors that KCDC awards/contracts with as well.



Conceptual Massing and Activation



CITY OF KNOXVILLE

