

CITY OF RANCHO CORDOVA



CITY COUNCIL MEETING

City Hall
2729 Prospect Park Drive, Rancho Cordova

Tuesday, December 10, 2019

4:00 PM – Special Meeting
American River Community Room North

AMENDED AGENDA

1. SPECIAL MEETING - CALL TO ORDER/ROLL CALL

Council Members Budge, Gatewood, Sander, Terry and Mayor McGarvey.

2. PUBLIC COMMENT

At a special meeting, citizens wishing to address the Council for any matter on the agenda may do so at the time the matter is discussed. Under the provisions of the California Government Code, the City Council is prohibited from discussing or taking action on any item not on the agenda.

3. SPECIAL MEETING ITEM

- 3.1 **Subject:** Update on the Civic Center/Mills Station District Development Project.
Recommendation: Receive information from the top three developers selected by the Evaluation Committee.
Result of Recommended Action: The Council will receive presentations by the recommended development teams and be able to ask questions.
Staff Report: Micah Runner, Deputy City Manager and Laura Fickle, Economic Development Analyst.
Advances Goals: 1 and 6.

4. ADJOURNMENT

ADDITIONAL INFORMATION

In compliance with the Americans with Disabilities Act, if you need a disability-related modification or accommodation, including auxiliary aids or services, to participate in this meeting, please contact the City Clerk's Office at (916) 851-8720 at least 48 hours prior to the meeting.

CERTIFICATION OF POSTING OF AGENDA

I, Stacy Leitner, City Clerk for the City of Rancho Cordova, declare that the foregoing agenda for the Tuesday, December 10, 2019 Special Meeting of the Rancho Cordova City Council was posted and available for review on December 9, 2019 at City Hall of the City of Rancho Cordova, 2729 Prospect Park Drive, Rancho Cordova, California, 95670. The agenda is also available on the city website at www.cityofranhocordova.org.

Signed December 9, 2019 at Rancho Cordova, California.



Stacy Leitner, CMC
City Clerk

MEMORANDUM

DATE: December 10, 2019

TO: Honorable Mayor and Council Members

FROM: Micah Runner, Deputy City Manager and Laura Fickle, Economic Development Analyst

SUBJECT: UPDATE ON THE CIVIC CENTER/MILLS STATION DISTRICT DEVELOPMENT PROJECT



RECOMMENDATION

Receive information from the top three developers selected by the Evaluation Committee.

RESULT OF RECOMMENDED ACTION

The Council will receive presentations by the recommended development teams and be able to ask questions.

BACKGROUND

In response to Council identifying a Civic Center/Community Center as a common goal and priority for the community, a series of four work sessions were held to refine the vision, select a site location and look at contrasting site layouts for a test fit of programmed facilities. The Mills Station property was selected as the site location for the Civic Center/Community Center. The potential uses of the facility were identified by Council as the following: as a space for performing/visual arts, a recreational gymnasium, space to accommodate meetings and an outdoor area to accommodate gatherings.

In April 2019, the City Council endorsed the idea of soliciting proposals from qualified developers to partner with on the project through a competitive process and an Offering Memorandum (OM) was prepared to solicit interest.

The OM was released in July 2019 and by the deadline on September 20, 2019, staff received eight Letters of Interest from Development Partners with teams made of local, statewide and national organizations.

Staff then assembled an Evaluation Committee mid-November comprised of local and regional stakeholders:

- Shelly Blanchard, Cordova Community Council
- James Boyle, Sacramento Regional Transit District
- James Corless, Sacramento Area Council of Governments
- Deana Ellis, Cresleigh Homes
- Patrick Larkin, Cordova Recreation and Parks District

- Brian Robinson, Los Rios Community College, Rancho Cordova Campus

These stakeholders, along with designated city staff members, reviewed the submissions independently, then convened to discuss and review as a group. The direction for the group was to narrow the list of eight down to at least three. At the conclusion of the Evaluation Committee's meeting, they recommended the following three Developers to present at the City Council Workshop on December 10, 2019 (listed in alphabetical order):

- Civic Partners/SVA Architects
- Griffin Swinerton
- SKK Development

It is anticipated that the Evaluation Committee will recommend a single developer to enter into an Exclusive Right to Negotiate (ERN) agreement with the City in January/February 2020. Once the recommendation has been made, staff will return to City Council with that recommendation. Entering into an ERN will allow staff and the selected development team to negotiate and recommend an agreement to develop the Civic Center/Mills Station Development Project.

FISCAL IMPACT

There is no fiscal impact at this time.

ATTACHMENTS

Mills Station District Offering Memorandum Finalists' Submissions:

1. Civic Partners/SVA Architects
2. Griffin Swinerton
3. SKK Development



September 20, 2109

City of Rancho Cordova
2729 Prospect Park Dr.
Rancho Cordova, CA 95670

**RE: Letter of Interest & Qualifications
Mills Station District P3 Development Opportunity**

Attention: Laura Fickle

We appreciate the opportunity to submit the following Qualifications and Response to your Request for Letters of Interest for the Mills Station District P3 Development.

Our intent is to provide you with a clear understanding of this team's qualifications and to create a high level of confidence in our ability to develop the property so that it meets, or exceeds, the City's and community's objectives for the property.

This team is comprised of several different entities, representing different disciplines within the development field. Civic Partners is a unique development firm recognized for its innovative approach to public/private partnering and its creative solutions to challenging land-use issues. SVA Architects is a world-class, award-winning planning and design firm. Lifescapes International has been a forerunner in landscape architecture and design for 60 years, creating some of the most delightful, memorable and iconic environments in both the US and abroad. Based in Sacramento, California, Otto Construction's 72 years of dedication to quality and integrity, has resulted in the creation of award-winning multimillion-dollar facilities throughout Northern and Central California. Hunt Mortgage Group is a leader in financing real estate throughout the United States. AFL-CIO Housing Investment Trust is an investment company that has invested over \$10 billion to finance more than 120,000 units of housing

nationwide. Red Stone is a lender with a substantial portfolio of nationally financed projects.

The background and expertise of each team member relative to your specific requirements and expectations were of high priority in assembling this team. Together, the specialized members of this collaborative team will utilize their multi-disciplinary skills to plan and construct a development concept for the properties bringing your vision to reality.

In addition to individual expertise, this group is especially strong due to already existing working relationships among team members. Civic Partners with financial and design members of this team have joined forces several times over the past many years to create innovative and successful developments throughout the western United States. Principals have established strong personal and professional ties allowing this team to work efficiently and cost effectively together. Past projects include: residential, commercial, retail, mixed-use, governmental, and entertainment venues.

We have reviewed your vision and priorities, as provided on your website for the Mills Station District P3 Development Opportunity. Our goals are closely aligned with those of the City and we aim to achieve each of the following objectives.

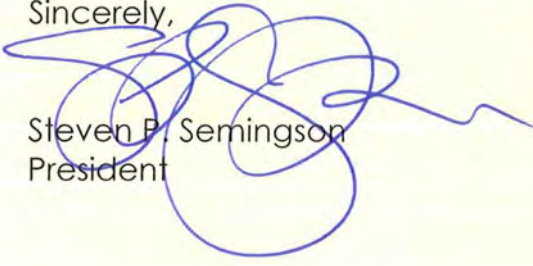
- Meet the City's goal of providing a vibrant flexible gathering place.
- Create an environment where businesses, residents and visitors can enjoy artisan, cultural and recreational activities.
- Optimize the use of public subsidy.
- Provide an economic program assisting in the long-term financial stabilization of the public facilities.
- Facilitate community involvement.
- Utilize prevailing wage contractors and subcontractors as required.
- Build upon the understanding that this project is a transit-oriented development within a California Opportunity Zone.
- Utilize environmentally-friendly principles in project design and construction.

Our team members' extensive history of completed, award-winning projects provides assurance that our development plan is realistic, can meet both the public-entity and private-entity goals, is positioned to respond to the market, and can be successfully implemented.

I am the point of contact for this team, so please feel free to contact me directly if you have any questions or need additional information.

- Phone: 714-230-8000
- Email: spsemingson@civicpartners.com
- Address: 7777 Center Avenue, Suite 230
Huntington Beach, CA 92647

Sincerely,



Steven P. Semingson
President



Mills Station District P3 Master Development Opportunity

September 20, 2019



Submitted by Civic Partners & SVA Architects
www.civicpartners.com / www.sva-architects.com

AGENDA ITEM 3.1

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1.

EXECUTIVE SUMMARY



The Development Team led by Civic Partners includes SVA Architects, Hunt Real Estate Capital, Otto Construction, AFL-CIO Investment Trust, and Lifescapes International. This experienced, highly skilled, and well-financed team is uniquely qualified to conceive, process and implement a significant mixed-use, multipurpose, commercial, retail and residential project through a public-private partnership with the City of Rancho Cordova. The team intends to work closely with the City, as well as the community, in transitioning the property into a vibrant, high quality destination.

This team desires to enter into an “Exclusive Right to Negotiate” agreement under which the details of the proposed plan can be further refined, ensuring a viable project where the goals of the City are achieved while also meeting the needs of the local community.

The Civic Partners Development team has the experience and expertise to optimize the financial strategy with a mix and quantity of uses that encourages synergy among Public Facilities, residential, retail, office and outdoor gathering spaces. The overall project will exhibit a strong centralized theme and appropriate architectural character to unify the varying uses in a safe and inviting atmosphere. The objective is to meet the goals of the City & community, while providing a successful, economically sound project in a vibrant people-oriented design.

The Development Team will also evaluate the potential for integrating additional surrounding properties into the overall vision for Rancho Cordova. The intention is to provide a plan designed to enhance and extend a “sense of community” throughout the neighborhood, where residents and local visitors will be encouraged to meet their fellow community members.

The Civic Partners Development Team has a strong track record in joint public-private endeavors with extensive experience in high quality mixed-use component projects, and a solid financial foundation. This team is uniquely qualified to implement an economically successful project designed with cultural, recreational, commercial and residential uses to benefit the City and community.

Urban development is a success when it becomes “a place” not a project; “an experience” not a visit; “a bringing together” not an assemblage. This cannot be achieved by one entity alone, rather it requires the involvement of a consortium of varied disciplines and talents. Our team, when merged with the team of public participants and consultants already in place, will create a dynamic destination through the vision of its participants.



This Civic Partner Development Team looks forward to the opportunity to join with Rancho Cordova to create a mixed-use corridor and community landmark.

Outlined below are a few things the team will keep in mind as we venture into the more detailed aspects of the project.

- ◊ Remain sensitive to community's concerns.
- ◊ Be accessible to, and include, public and neighborhood groups as much as possible.
- ◊ Don't promise the community or anyone else more than can be delivered.
- ◊ Be careful not to overbuild the area, resulting in standing vacancy.
- ◊ Maintain open communication among members of the team and the City staff.
- ◊ Keep the vision, or big picture, in mind as work progresses on individual components.
- ◊ Begin now to strategize a public information campaign. Public support for this project is critical in order to smoothly move forward. The current inclusion of civic leaders outside of government in the selection committee is a great start.



CIVIC PARTNERS

MAIN CONTACT:

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PROCESS & PUBLIC PARTICIPATION



FUTURE PROCESS

As the development process moves forward, it is the desire of this team to continue discussions with interested parties including discussions with other nearby landowners and community members of influence. We expect the process will include potential acquisition negotiations with adjacent landowners, additional traffic and environmental studies, workshops with interested parties, and market validations for the various components of the proposed project. The future plan will also include, but is not limited to, the following processes:



1. Visioning Process

The program plan, including the design, is to be developed through a participative process. The Development Team will seek the advice of the general public well beyond the required public hearings. It will seek out the most knowledgeable local individuals and citizen groups to assist in the planning of the private uses to be developed on the original site and the site as potentially expanded. It is the intention of the Development Team to seek input from interested parties through workshops and focus groups, which may include presentations, surveys, and formal, as well as informal meetings. For these workshops and focus groups, the Development Team will approach various organizations, including neighborhood groups, business organizations, the Chamber of Commerce, City agencies, adjacent landowners and other interested parties and continue discussions with the neighboring Folsom Lake College.



The Civic Partners Development Team intends to integrate to the greatest extent possible public facilities with residential, business and retail uses. This will be a place to live and where the general public will be encouraged to come together to conduct business, host meetings, work, enjoy recreational facilities, shop, relax and attend events. The input of the public will be essential to devise the best formula of uses to make the development plan the greatest success possible.

2. Development Agreement and Negotiations

The following describes a typical process and type of development agreement, or major deal points to be negotiated. The Civic Partners Development Team will request the City enter into an Exclusive Right to Negotiate (ERN) agreement. The purpose of this ERN is to commit each party to the task of creating a Disposition and Development Agreement (DDA). It is anticipated that the ERN will be in force for a period of six to twelve months and sufficient for the drafting and execution of the DDA. The DDA itself will formalize the details regarding the type and form of commitment of each party involved. It will include the major deal points involved in the formation, design and development of the proposed public facilities and privately owned improvements. These usually include, but are not limited to, the following:

- ◇ Definition of the Specific Development Areas.
- ◇ Reaffirmation of the General Development Plan.
- ◇ The Site Plan for the Public and Private Improvements.
- ◇ Timing Schedule for the Design, Financing and Construction of the Improvements.
- ◇ Financing Plan for Both Public and Private Improvements.
- ◇ Land Ownership Structure for the Privately Owned Improvements.
- ◇ Cost Structure Estimate for the Public Improvements along with the Sources and Uses of Funds for Construction.

3. Design Process – Public Facilities

Following is a summary of the design process for the site, including controls to ensure that the public dollars are spent in a prudent and efficient manner.

The Development Team's extensive experience in preconstruction services in the planning, design, and construction of public facilities does not give them all the right answers – rather it has taught them all the right questions. The team has learned to listen. Certainly, we must guide, negotiate, and direct a highly interactive design process. But each government clients' needs are unique to them, and the right design must therefore be equally unique. The team has studied the site and surrounding environs and, from that exercise, has developed the beginnings of a vision; nonetheless, any preconceived notions are just that, and community interaction will definitely influence the vision to be implemented.

This same philosophy is applied to the subject of cost control. Otto's preconstruction database includes detailed cost figures on a wide array of similar projects. Their approach is to establish a menu providing the cost of optional building systems on day one of the project. They define creative strategies to minimize costs and maximize standards of design. This process assures all design decisions will be made in the context of cost/benefit. All parties can then track the budget day-to-day.

Our team will start with defining your priorities and goals, which guide budget allocation and design decisions. A strong command of these priorities ensures costs are allocated where they create the most value to the client. Understanding these priorities will allow Otto to manage the budget throughout the design process and make recommendations, should changes be required. When these decisions must be made, Otto uses life cycle cost analysis to help us understand the real value and long-term financial impact of these decisions. One of the advantages of utilizing design-build is that our team will collaborate on priorities and goals for the project while also providing real-time budgeting. Otto's estimators will work closely with the entire team early in the programming and design phase and throughout the design process, utilizing Target Value Design (TVD) methodology. This will keep the project on budget and avoid unexpected changes during construction.

Otto will provide TVD services throughout the development of the project's design. As the design sets and options are developed, evaluated, and refined, more detailed cost information will be available. The Target Cost for each cluster and cumulative total Target Cost for the project will be updated bi-weekly, documented on A3 sheets and shared with the team. On TVD projects, we see that cost estimates typically decline as design develops due to the proactive value engineering inherent in the process.



Our team will be guided by detailed cost estimates, with continuous cost feedback steering design decisions. Early on, we will lead the full team through a series of workshops to define the project values, and rank those according to priorities. Otto uses these consensus priorities to establish the budgets for project elements, putting more weight on those areas that bring more value to the project. Once specific cost targets are established for project elements (ex. enclosure, interiors, MEPF), the project team can then work together to optimize each one to maximize value. After each submittal, a detailed cost estimate validates the continuous budget feedback.

It is of the utmost importance to have the design and cost controls as integrated services. A single source responsibility is critical to ensure that processing and timing fall into proper expectations.

Several members of this project team have worked together on numerous public-private projects and are fully qualified to deliver the proposed project.

PUBLIC INVOLVEMENT

The support of the general public is very important for both the short and long term success of the project. These individuals will be the ultimate workers, patrons, clients and occupants for whom the project is intended to serve. A participatory role for the general public in the creation of the project is in the best interest of the Development Team. The visioning will build on the work that has been done to date, including that which is available within the Mills Station District Project Information.

With the community and with the City, we propose to engage citizens with various backgrounds that have no relation to the development to assist us with participation in brainstorming sessions to develop the design objective for this parcel and related properties.

We recommend that the initial program and design meetings also be in the form of brainstorming sessions. We would conduct “hands-on” planning and design sessions that can be accomplished together, to expedite both the project schedule and to efficiently find and develop solutions. Following each session, drawings would be openly displayed for viewing and further evaluation by the project representatives and general public. Our methodology focuses on reviewing various design alternatives. As we conceive and evaluate each alternative, Rancho Cordova staff and the general public will be working with the development and design team to analyze the positive and possible negatives of each choice, including any cost impacts.

Our team will provide recommendations for optimum and alternative solutions for final review and approval. During the development of the design concepts and design documents, we encourage opportunities for the public to provide comments. This design development team embraces involvement from the community. It is essential in integrating the project into the community fabric and creating long lasting support.

2.

GENERAL SITE CONCEPT



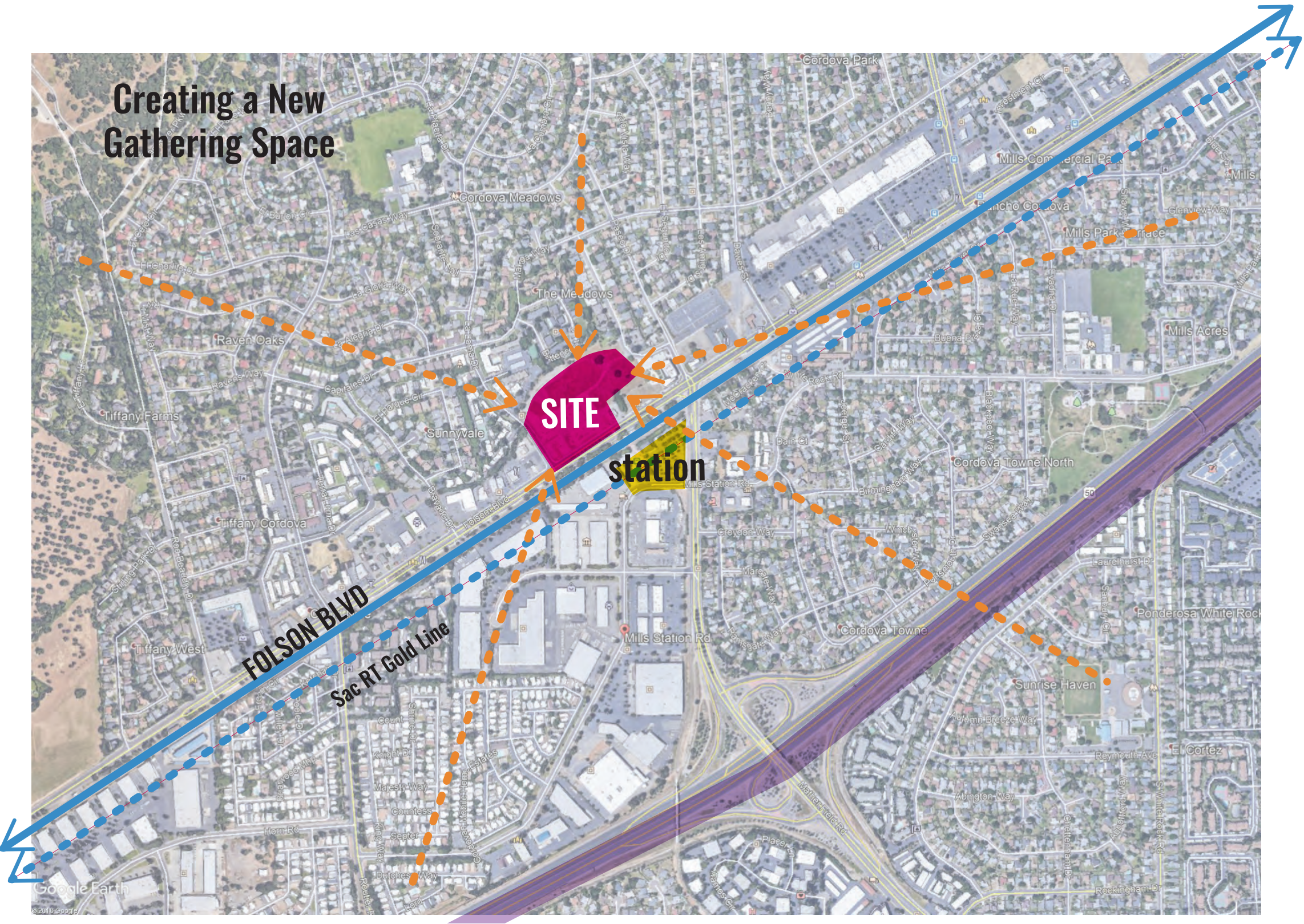
INTRODUCTION

With its central location and convenient accessibility from various corners of the city and region, it is our VISION to create a place for community members to discover, connect, relax, engage, enjoy the local art and food scene, and embrace culture and performing arts.

The project will serve as a catalyst for these activities, extending opportunities onto other available sites.



AGENDA ITEM 3.1



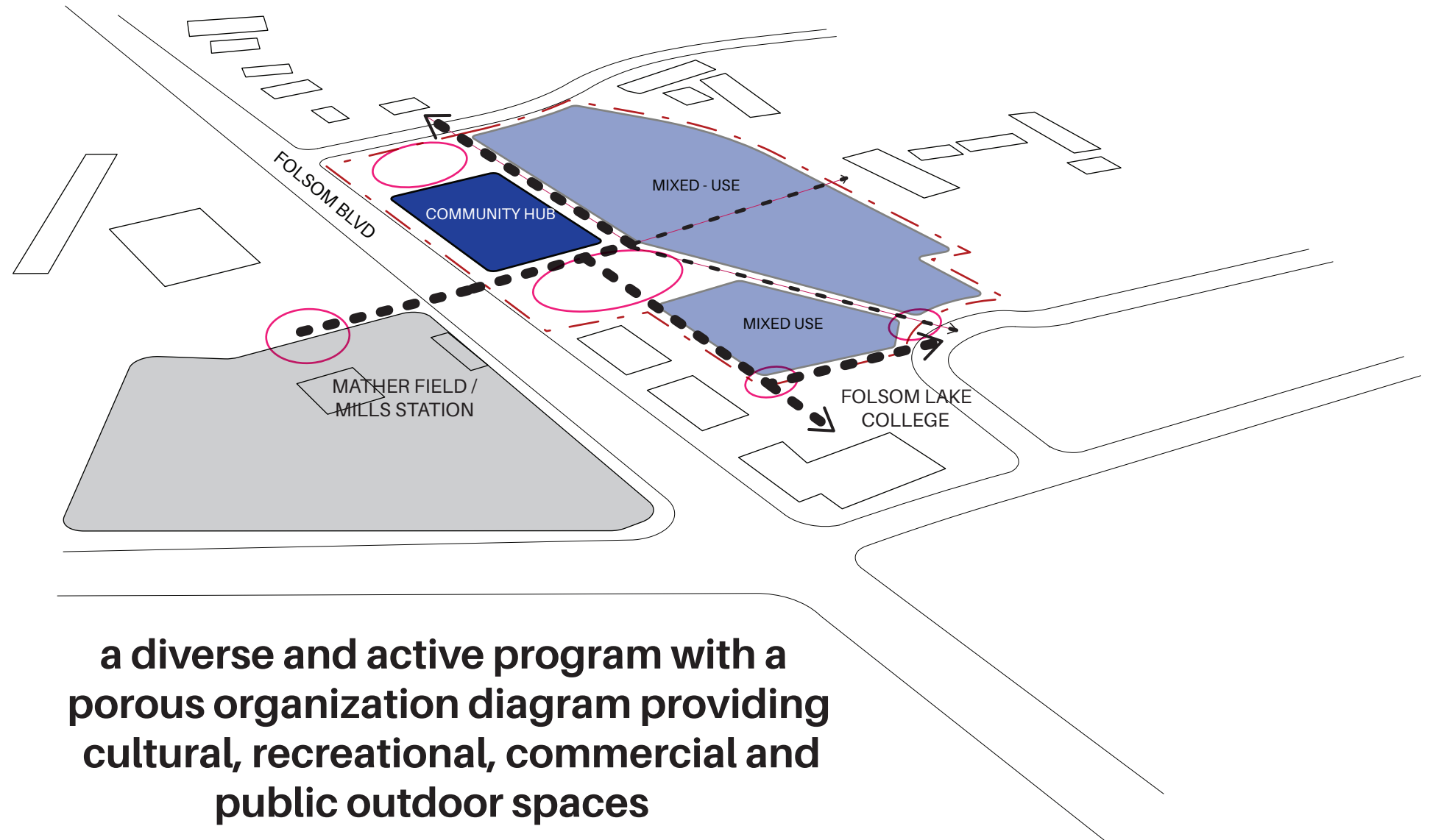
CREATING A COMMUNITY

With the goal of creating an active space, a diverse program is envisioned for the new Mills Station District.

The District will be anchored by a +/- 30,000 sq. ft. flexible multipurpose **Community Hub** that occupies one acre of the site. The Community space will be programmed to host multiple facilities including a gym, flexible black box and performance spaces, classrooms, rehearsal rooms, and local food vendors. The reserved one acre will also have room to accommodate parking needs as required.

In order to create a lively community, four to five acres of the site will incorporate **Type III Wrap Mixed-Use Buildings** with cultural, recreational and commercial components at the ground level, and residential at the upper levels. One of the primary goals is to utilize connecting corridors to activate. The mixed-use component will have the potential to be developed into a mid-range to high density product dependent on the city and community's need. Parking spaces will also be integrated onto the allocated four to five acres to sustain the parking needs for residents and visitors alike.

The remaining acreage of the site will be carefully articulated and crafted to integrate **outdoor public spaces** that spill out from the Community Space with a multipurpose and flexible nature and include vehicular and pedestrian circulation through the site.

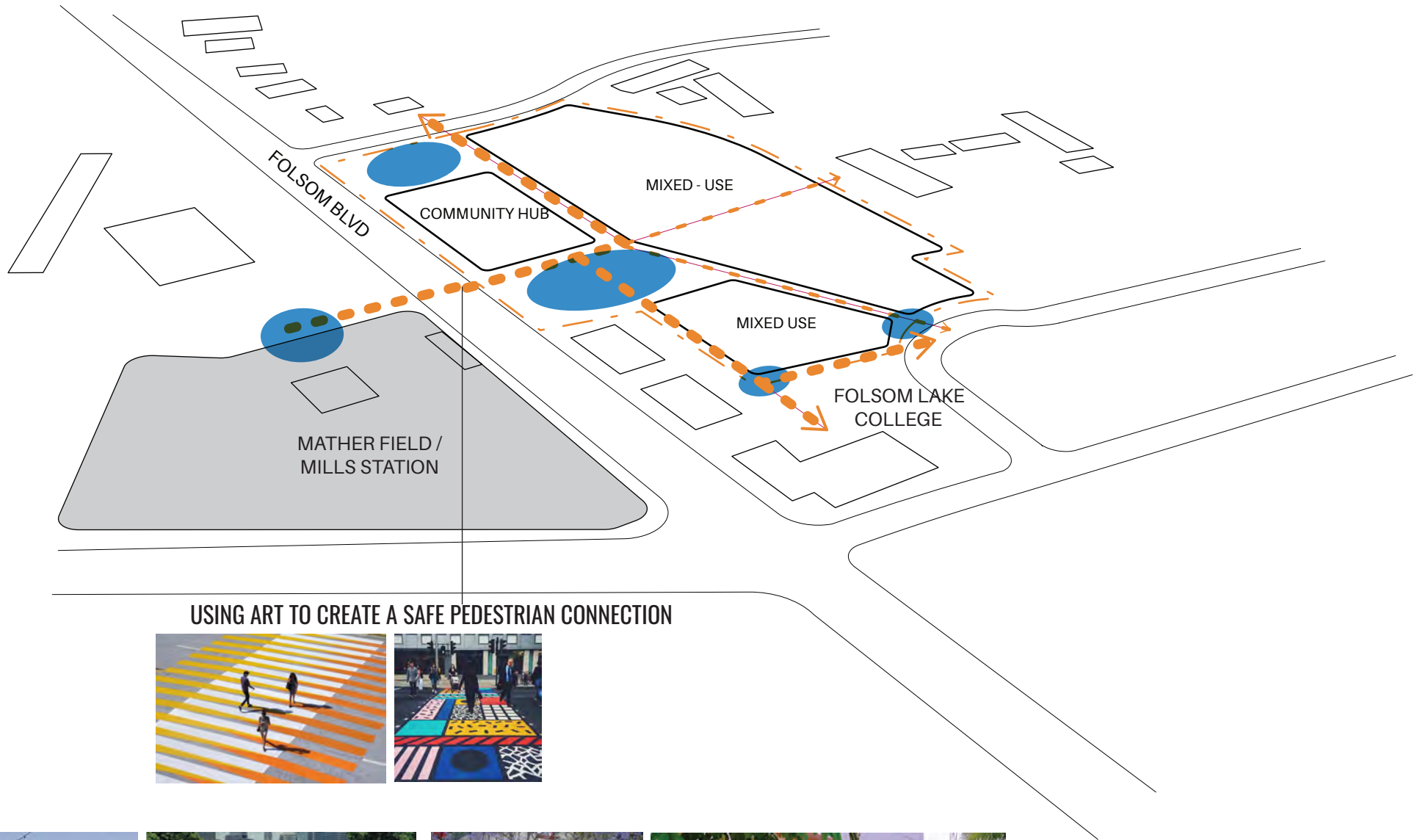


CONNECTING THE COMMUNITY

Connecting to the community and Mather Field/Mills Station is a primary focus for our development. To achieve this, our master plan will engage the community on all sides.

Directly across Folsom Blvd from the station, we envision an inviting and flexible plaza. This will host a variety of events - artistic performances, food truck festivals, and overflow programs from the adjacent community building.

With Folsom Lake College's Rancho Cordova center sharing the site, including its two future phases, we will plan for connections and shared uses that will enrich both development and the College.



USING ART TO CREATE A SAFE PEDESTRIAN CONNECTION



OUTDOOR SPACES THAT ARE FLEXIBLE IN USE AND ENGAGES THE COMMUNITY



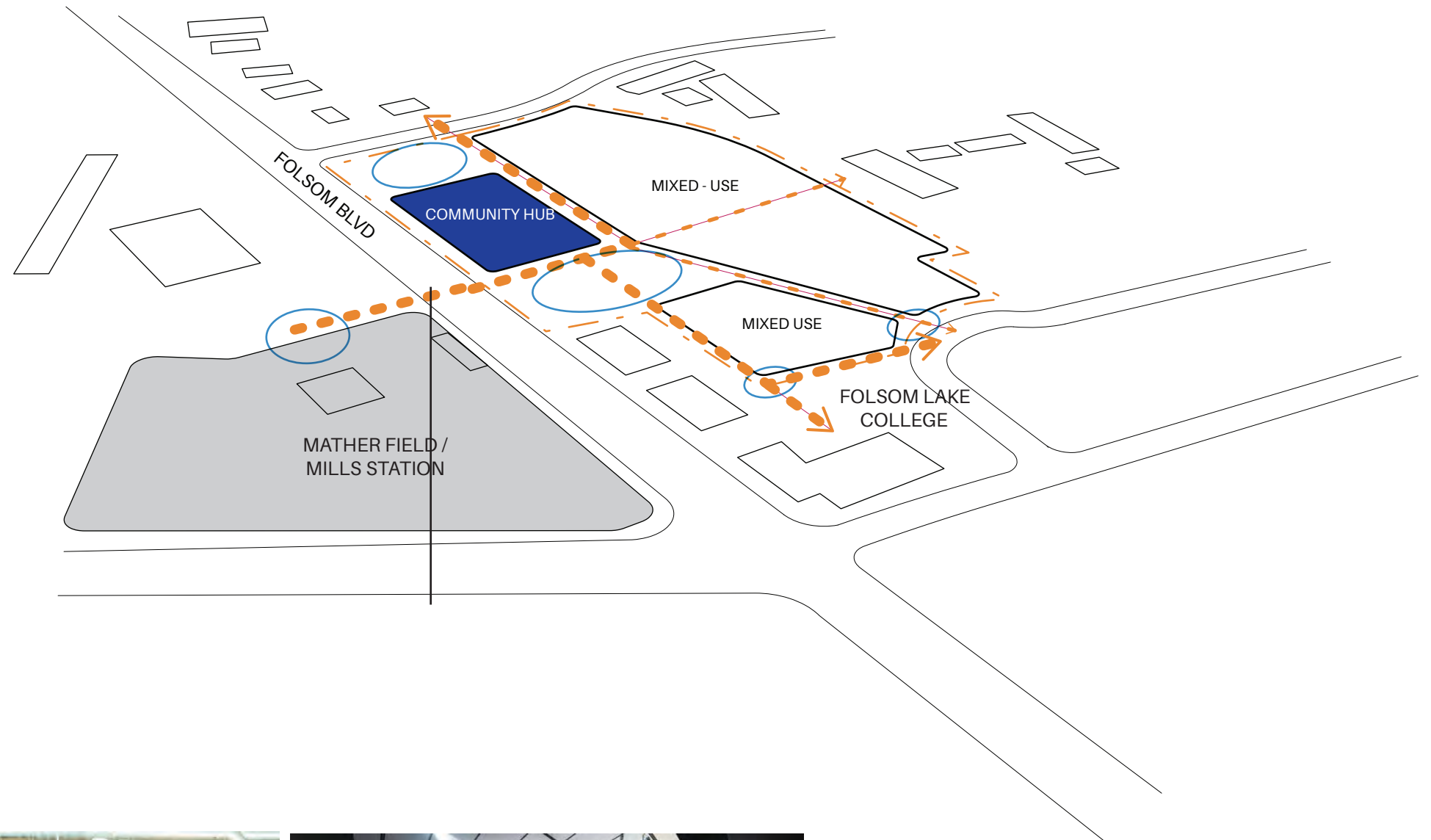
THE “COMMUNITY HUB”

The Anchor of our project is the "Community Hub", a flexible multi-use space to support local culture, performing arts, and recreational programs of the City of Rancho Cordova.

Inside the District Hub we envision a series of spaces such as:

- classroom / study rooms
- black box / performance space
- flexible meeting areas
- local vendor stalls

Our team will work with the City, community groups and neighbors to program this space for the best size and combination of uses, but we believe the most important component is the flexible nature of the spaces. The ability for the Hub to continue to flex with time (short and long-term), to grow and mold itself as the community evolves is an important component to assure the longevity and long-term success of our project.



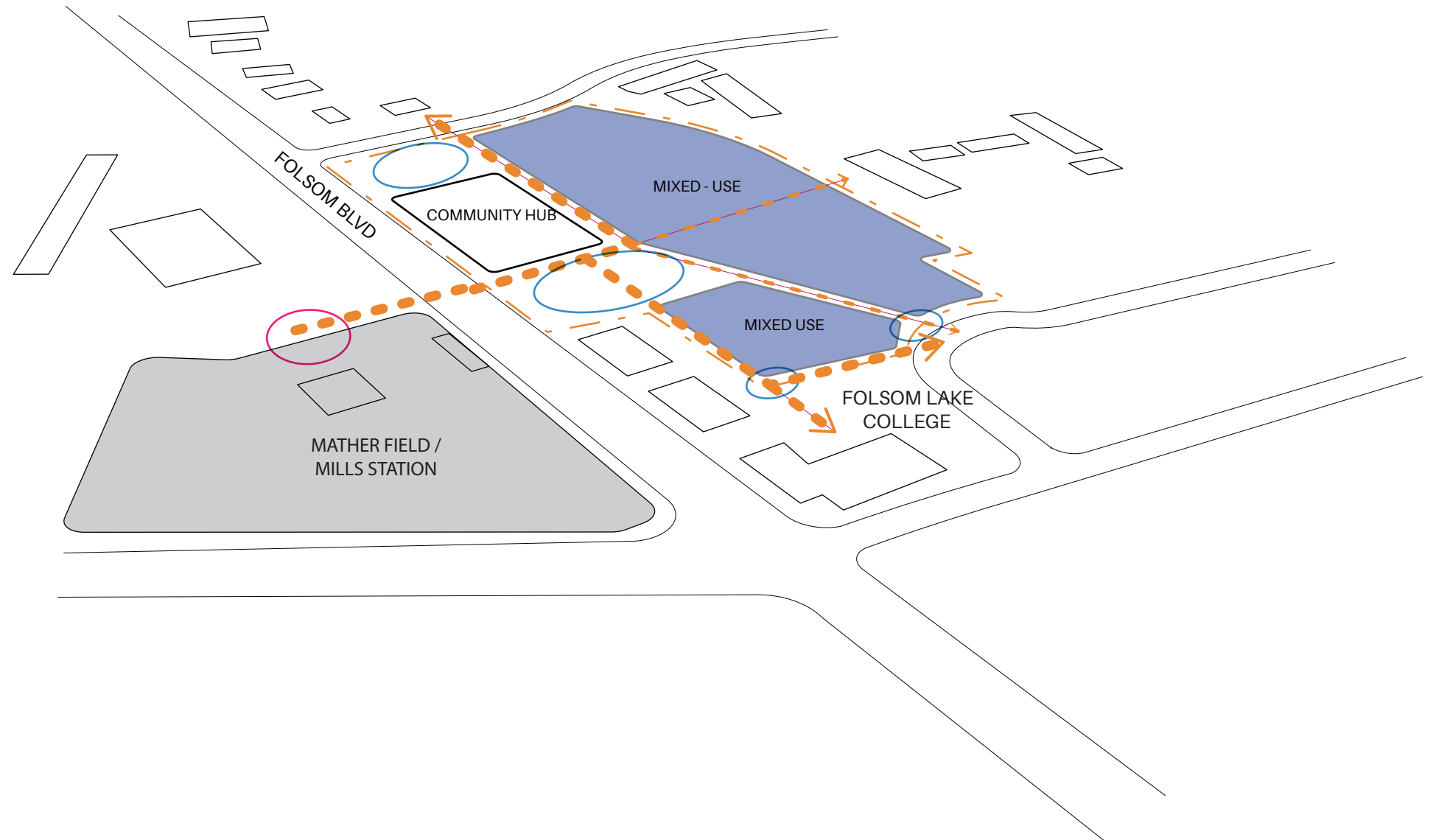
AN INDOOR SPACE THAT IS FLEXIBLE AND SUPPORTS THE LOCAL CULTURE AND ART



THE MIXED-USE COMPONENT

The Mixed-Use component will bring to the site an active ground floor with uses that support the community, as well as residences. Programs such as **cultural, recreational and commercial spaces** will line and activate the ground floor and spill out onto the paseo connectors.

These elements are located back from Folsom Blvd and closer to the existing neighborhood residential to best blend into the community fabric. We plan for the residential scale to decrease to smaller townhome style buildings against the property line to best relate to the neighboring buildings.

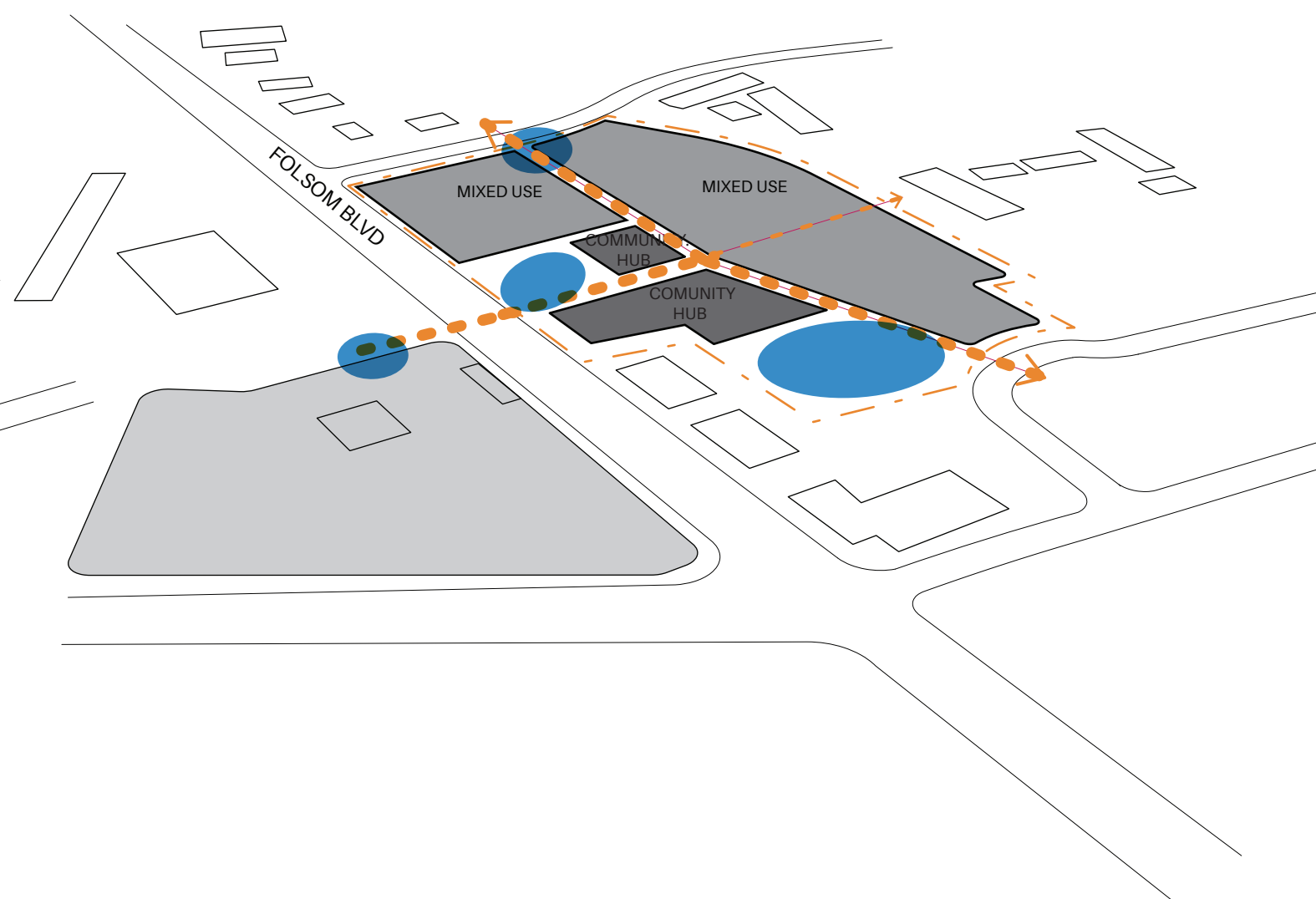
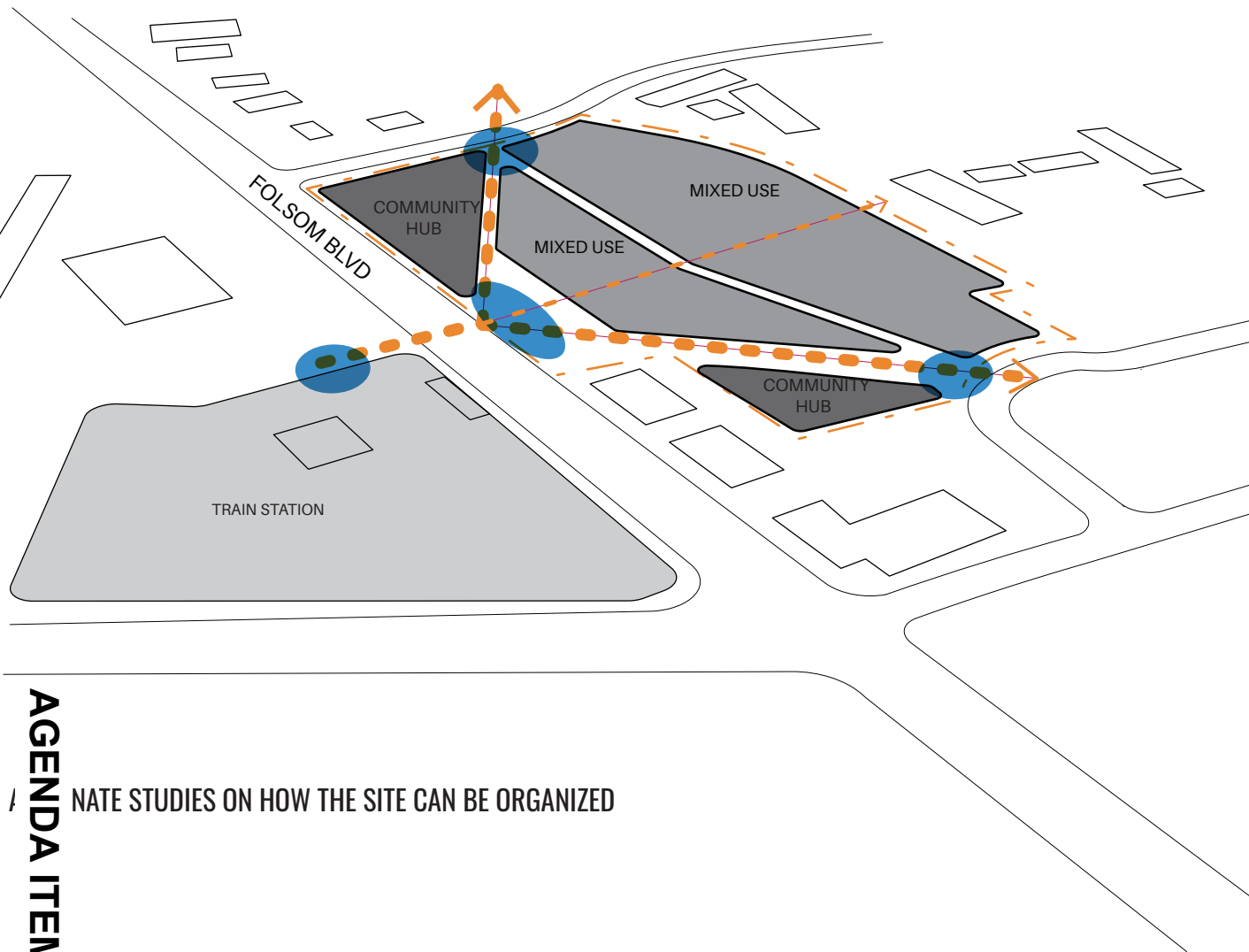


A MIXED-USE COMPONENT WITH ACTIVE PEDESTRIAN EDGES



WORKING WITH THE COMMUNITY

Integral to our team's process will be engaging the City and the Community to find the ultimate program and further develop and polish the Vision for the future of our project.



AGENDA ITEM 3.1
/ NATE STUDIES ON HOW THE SITE CAN BE ORGANIZED

3.

FINANCIAL CAPACITY



FINANCIAL STRENGTH & CAPACITY

Our many years of experience and leadership in public/private ventures provide a level of confidence relative to what can be accomplished in the area of urban infill mixed-use developments. This is most certainly evident in the area of financing. The Development Team anticipates utilizing its varied resources and associations to structure a capitalization program that maximizes financial returns within the parameters of prudent investment asset allocation. The team will simultaneously explore alternative financing options that might best fit the needs of both the project's individual components and the project in its entirety.

The Civic Partners Development Team is experienced, financially capable, and prepared to create an economically viable project which will attract construction financing and long-term debt. Equity will be provided which, when combined with reasonable debt financing, will comfortably assure the capitalization of all elements of the project, including the residential and income producing commercial components. Civic Partners has a strong history of successfully achieving economically stable developments, many in public/private partnerships and several in a strategic alliance with Hunt principals. The Developer's resume includes multiple examples of various public facilities all of which were successfully financed and completed with optimal public financing techniques. This history of success resulted in many cases from the development team's creative approach to public financing.

Civic Partners has the expertise and a track record in conceiving, creating, and executing creative capital structures to meet challenging financing demands. We would propose utilizing a number of financing tools at our disposal to capitalize on this exciting development opportunity.

FINANCIAL STRATEGY

The process, which molds the project into a viable investment, is the same process that will ensure its economic viability. The project's investment and financing strategy will evolve into final form as its components and parameters become more defined. The financing of each project is based on the individual dynamics of the real estate components. We structure each of our development efforts to match resources with appropriate needs and approach each project as a unique opportunity.

The City's financial and land contributions enhance the opportunity for the Mills Station District Development to become a reality. The Civic Partners Development Team recognizes that sharing of the economic benefits of successful private development may well be required to provide long-term, stabilized support, assuring continuity of the public/community assets that are key elements of the project. In addition to land and other economic contributions of the City, this project will benefit from the site qualifying for extraordinary financial benefits from the Opportunity Zone program, the New Market Tax Credit Area Designation program, and potential resources from Transit Oriented Development programs.

Public financing may also be required to the extent additional resources are needed to capitalize the public components. The financial and legal members of the Civic Partners Development Team are familiar with legislative authority regarding public agency debt and long-term lease commitments. It is understood that Rancho Cordova may recommend and implement alternative long-term financing vehicles. We anticipate the final form of public debt financing, if any, to result from a collaborative effort between the City and our project team with Rancho Cordova making all final decisions.

Our proposal calls for uses which we believe are complementary to the new public facilities and would add significantly to the future enjoyment of the Mills Station District by residents and visitors, alike. The Civic Partners Development Team will aggressively develop portions of this property and potentially other adjacent parcels to enhance the community and be compatible with the public components and the neighborhood in such a way as to provide economic support to the public facilities. In doing so, the Civic Partners Development Team is prepared to either lease or purchase land based on the value of the land, as determined by the compatible uses. We anticipate that the proceeds will be used to offset the cost of the public facilities, and/or assist in its long-term operation.



In many cases, it is more favorable for the Development Team to maximize its performance if the City is able and/or willing to sell the land directly to the Development Team. Generally speaking, capitalization is more efficient with "fee title" ownership versus a long-term ground lease. However, having confronted the issue of public land disposition with previous public projects of a similar nature, the Development Team understands there may be difficulties to an outright sale. Therefore, should it be necessary, the Development Team is prepared to move ahead with the project on a "leased land" basis and will work to minimize any perceived negatives which a lease might present.

If a lease payment structure is established it is the intent of the Civic Partners Development Team to:

- Provide a dependable lease payment in such a way as to optimize the construction and financing of the public facilities, and to develop the private components of the project.
- Structure the payments to reflect the Development Team's success in developing and marketing the private portion of the project. To that end, the Development Team is prepared to price the land to its "highest and best use." Additionally, the City will have input into the private portion of the development which will occur adjacent to the new public components, assuring the City that, as a beneficiary of the Development Team's efforts, the appropriate value is placed on the land.



Based on our team's collective experience, we recommend that the City either sell or lease the land to the Development Team for a price to be determined during the exclusive negotiating period. If a lease scenario turns out to be the optimum land transaction, payments made by the Development Team will be used to offset public facilities ongoing annual costs or perhaps even go towards the cost of construction of the public portion of the development. Should the debt market value the revenue components significantly higher if "fee title" were to be available, an alternate proposal will be made. If considered to be in the City's best interest, the land purchase price would be an offset against the cost of the public facilities.

In order to enhance the sense of place and contribute to the economics of the project, the Development Team envisions growing the footprint of Mills Station in such a way to create a strong identity fitting within the existing neighborhood context while developing a "village" atmosphere. The mixed-use components including additional commercial and residential would provide increased financial stability to the public facilities created on the City provided site.

HOUSING

The Development Team will construct an appropriately sized housing project which meets the needs of the development site, the City, and the community. In determining the needs of all parties, the Development Team will take into consideration the community needs with respect to income restrictions, if any, and a wide variety of potential occupancy types desired for an urban location. It is beneficial to the City and the Development Team to assure the optimum use of the land.

To the extent there is workforce housing in the project, there are two main options available for financing the rental portion, depending on the desire for income restrictions and/or senior occupancy. For example, if a need exists to have a portion of the units reserved for seniors, individuals or families with low, fixed, or moderate incomes, the Development Team would seek to avail themselves of the lower cost tax exempt financing by using multifamily housing revenue bonds. To the extent that the units are market rate units, the Development Team will utilize more conventional debt financing. The Development Team is prepared, subject to receiving a market rate return commensurate with the risk profile of the project, to provide, through its tax credit partner, whatever equity is required to assure financing is available.

The Development Team will provide the City with a known lease or purchase payment for the land and will take total responsibility for the construction and financing of the rental housing portion of the project. The lease payments or purchase price paid for the land will reflect the Development Team's expectations and efforts in successfully developing the housing component.

GENERAL BUSINESS USE

Potential business users include the neighboring college, tenants looking to take advantage of the commuter line with its station proximity, local professional businesses and potentially any public agencies. The design/development team would highly encourage further extending the development opportunities to embrace potential expansion of Folsom Lake College or bring other potential education related users into Rancho Cordova. This will expand the critical mass potential of development along Folsom Boulevard.

Otto Construction's history with the Los Rios Community College District (LRCCD) will benefit the development of the Mills Station District. Otto's 20-year relationship with LRCCD has allowed them to develop a deep understanding of LRCCD's needs and their approach to being a community focused partner. Their master plan for the Rancho Cordova site includes growth and expansion by adding two new buildings to the campus in two phases. There are opportunities to partner with them to provide parking, especially as the densities of both sites increase. Otto has built two parking garages for Los Rios: The Cosumnes River College Parking Structure (5 levels, 2,016 stalls); and The Sacramento City College Parking Structure (5 levels, 1,984 stalls). In addition, the campuses share a similarity with Mills Station District and the FLC Rancho Cordova Center, in that they are both located adjacent to Light Rail. We are excited to incorporate Los Rios in our development plans and to have open conversations about opportunities for shared parking, along with retail, living units, and community buildings.



RETAIL SPACE

As in the other project components, the Development Team will finance any retail component of the project conventionally using a combination of debt and equity.

The Development Team will construct the appropriate community and resident serving retail that is also commuter and pedestrian friendly to cater to both the strong local and transient markets. The Transit Oriented Development location of this site already has strong built in customer foot traffic that is expected to take advantage of the convenient restaurants and retail shops that will be adjacent to the Mills Station. This team has experience identifying and attracting specialty restaurants and retailers that will complement but not compete with the existing retail centers on the main Folsom Boulevard thoroughfare.

In summary, the Civic Partners Development Team has the expertise, contacts, resources, and creativity to deliver on the Mills Station District Development, with the various financing structures, which are required for these types of developments.

4. TEAM QUALIFICATIONS



CIVIC PARTNERS

DEVELOPER

CORPORATE PROFILE

Civic Partners, Inc., headquartered in Huntington Beach, California, is a unique development firm recognized for its successful public/private partnering and experience in the area of redevelopment. The principals of Civic Partners and its affiliates have been active in real estate development since the 1970's, with several decades of combined specialized experience in partnering with public agencies.

The company has capitalized on its development expertise and ability to work with various government agencies in creating significant real estate projects through public/private ventures. Civic Partners was founded by Steven P. Semingson in response to a growing demand for experienced firms capable of assisting public agencies in the development of economically viable projects. The company specializes in bringing together public and private interests to deliver what the community desires: high quality development that adds value to the community.

From infill projects to town centers to master planned projects, Civic Partners and principal affiliates have participated in the development of residential, retail, entertainment, mixed-use, institutional and commercial office space, as well as a variety of civic and public use components. The common thread is Civic's ability to create a unique "sense of place" for each of its projects.



Nearly all of its completed projects include components of public buildings and private development that allow public entities to complete facilities with limited investment by using the value of land they already own. Civic Partners applies its expertise in working with local and state entities and advocating for the project at all levels. This includes talking to residents and local stakeholders, listening to their thoughts, and in some cases managing their expectations. These success stories are produced using creative financing structures that combine available public resources and private financing sources to create a program that can be successfully implemented.

Civic Partners coordinates and manages all aspects of the development process, including the responsibility of liaison between each party involved in the project. It provides direction on the planning, design and construction of the project. Civic Partners establishes the financing strategy and handles the budgeting and scheduling for each project. Other tasks include public relations, community involvement, sales and marketing.

In managing the development process, Civic Partners commissions high quality experts to join the team. Project tasks, such as architectural design, engineering, and construction are assigned to proven experts who have demonstrated the ability to work in a team environment. This "team" approach utilizes the experience of company staff, input from project partners, third party consultant support, and appropriate community representation. Consensus on issues is created through our longstanding team approach.

SVA ARCHITECTS, INC.

ARCHITECT



FIRM OVERVIEW

SVA is the natural evolution of decades of innovative and award-winning architecture, master planning, and interior and sustainable design achievements. With a staff of over 50 professionals, SVA is able to consistently utilize our team's resources to provide an array of comprehensive architectural services ranging from commercial, office, and residential to hospitality, educational, and a variety of urban mixed-use and transit-oriented development design.

Recognized as one of California's most innovative and respected architectural firms, SVA is home to an experienced team of planners, architects, sustainable design specialists, and interior designers. With our extensive industry experience, our partners and project team members are able to provide a variety of design services to clients from distinct backgrounds, having established successful partnerships based on expertise, knowledge, and diversity of work.

Within our portfolio is a score of sustainable projects that respond wholly to the needs of their residents as well as the surrounding environment; these projects include the transit-oriented developments of Fruitvale Transit Village in the City of Oakland as well as the 17-story mixed-use and community-oriented Celadon at 9th & Broadway in Downtown San Diego.

Under the direction of Ernesto Vasquez, FAIA, and Robert Simons, AIA, SVA has won many prestigious awards and has been lauded for its planning and design work for several projects. We have designed several affordable housing projects such as El Monte Gateway in El Monte, California, and Jordan Downs in Watts, California. Some of our strengths and assets include:

◆ NEARLY FOUR DECADES OF DESIGN EXPERIENCE

A diverse portfolio of work including new construction, major renovation, and modernization of projects with varying scopes. We are widely known for our award-winning designs on a multitude of project types throughout California and the western United States.

◆ REPUTATION

We enjoy an outstanding professional reputation in the business community and in the architectural/engineering/construction mixed-use fraternity because of the overall leadership, integrity, and experience of our talented staff.

◆ COMMITMENT TO SUSTAINABILITY

We view sustainability as a design practice that is deeply embedded in all of our decisions, from a project's inception to final delivery. Our clients benefit from partnering with a forward-looking firm that can meet the growing demand for sustainable architectural practices and standards.

◆ TECHNICAL EXPERTISE

We are well-regarded and respected for the quality and completeness of our construction documents and related details and our ability to meet the time and budget constraints.

As a team, our sole mission is to adopt our client's objectives and dedicate ourselves to the achievement of the client's goals. SVA cares about the communities we work in; we are dedicated to creating designs that incorporate sustainable features into everyday life while inspiring community growth and vitality.

LIFESCAPES INTERNATIONAL, INC.

LANDSCAPE



For 60 years, Lifescapes International, Inc. has been a forerunner in landscape architecture and design. Founded by our visionary Chairman/CEO, Donald Brinkerhoff, Lifescapes has earned a reputation for professional reliability and developed a distinction for unique, cutting-edge design and creative solutions for casinos, hotels/resorts, mixed use, retail and multifamily projects. Considered an expert in the field, Lifescapes has created some of the most delightful, memorable and iconic environments in both the US and abroad.

DESIGN CONCEPT

From concept through project installation, the principals, associates and additional team personnel work together to oversee and maintain close control over the progress of all projects. Design review sessions are coordinated and attended by all senior principals and project managers, who assist in the technical and design objectives, to ensure efficient cost estimating, thorough construction documents and effective design implementation controls.

Our design team works closely with ownership and/or the development partners to understand the nuances of the project, goals and marketing objectives, and we encourage collaboration with all disciplines and consultants. Once there is consensus-based conceptual design direction and we've weaved together a "story" and vision for the project, we prepare an opinion of probable construction costs to assist in the decision making. Factors such as material selection, consultants, site adjacencies, client marketing objectives and project narratives come into play. With a clear direction, we create comprehensive sketches, graphics, and/or 3-D models to visually demonstrate the design intent.



Our horticultural experts are an integral part of the process, by illustrating the vision through planting design. Our firm is distinctive in that it we take great care in the selection of mature plant specimens, specialty ornamental pottery and other hardscape materials. We have extensive knowledge of nursery sources worldwide and will oversee a project's complete installation to ensure client's expectations are exceeded. The end goal is to achieve a design solution unique to each project, where architecture, interior design and landscape architecture flow together in seamless harmony.

VISION

We provide full-service landscape architectural design services, including concept/theming, schematics, design development and construction docs, through final art direction. Our expertise includes horticultural design, exterior vehicular/pedestrian circulation, site amenities, fountains, pools, roof decks, specialty features, event areas, terraces and courtyards.

OTTO CONSTRUCTION

CONTRACTOR

FIRM OVERVIEW

After 72 years in business, Otto Construction is still a family-owned business that is proud to call Sacramento home. By establishing an open relationship with project owners, as instilled by our founder John F. Otto in 1947, we have established a history of repeat clients throughout Northern and Coastal California. Whether the contract is \$20,000 or \$80 million, our firm's dedication to quality and integrity ensures that we will have as much pride in your project as you will, resulting in work that exceeds expectations. Utilizing this approach we have turned our clients into project partners.

OFFICES

Sacramento Office (HQ)
1717 2nd Street
Sacramento, CA 95811
T: 916.441.6870

Monterey Office
2150 Garden Road, Suite A-1
Monterey, CA 93940
T: 831.657.9805

SELF-PERFORMED WORK

- ♦ Site and structural concrete
- ♦ Rough and finish carpentry
- ♦ Temporary fencing
- ♦ Installation of frames, doors, hardware, and other miscellaneous specialties

SIGNATORY TO

- ♦ Cement Masons
- ♦ Carpenters
- ♦ Laborers

FIRM LEADERSHIP

Carl Barrett
LEED AP
President

John Hayward
LEED AP, DBIA
Operations Manager

Robert Ussery
CESSWI-QSP, DBIA
General Superintendent

Allison Otto
LEED AP, Assoc. DBIA
Executive Vice President

Natalie Ghilain
LEED AP, Assoc. DBIA
Chief Estimator

Preston Hatch
CPA
Chief Financial Officer





RED STONE TAX EXEMPT FUNDING

FUNDING

FIRM OVERVIEW

Red Stone is one of the nation's leading lenders in affordable multifamily housing. Red Stone's senior executives have successfully sponsored tax-exempt bond investment funds for over 20 years, during which time they have deployed over \$5 billion of investor capital. Since inception in 2002, Red Stone's tax-exempt bond platforms has invested over \$3.5 billion in over 275 properties—comprising over 54,000 affordable rental units—across the United States. Red Stone has managed tax-exempt bond investment funds with capital partners including Prudential Real Estate Investors and Google, Inc., and has structured its debt investments with financial institutions including Deutsche Bank, Bank of America Merrill Lynch, Mizuho, Wells Fargo, and Freddie Mac. Since the firm's inception in 2002, Red Stone has never experienced a tax-exempt bond default.

Red Stone was founded by David Levine and John Sokolovic and they continue to be major stakeholders of the Red Stone Companies and its affiliated entities. Mr. Levine and Mr. Sokolovic have extensive experience closing private activity bond transactions, having closed over \$7 billion in tax-exempt bond financings throughout their careers. Mr. Sokolovic is responsible for overseeing the day-to-day activities of the firm and strategic direction of Red Stone. This transaction would be led by Red Stone's President, Cody Z. Langeness. Mr. Langeness has worked on the financing of tax-exempt bond investment made by Red Stone since graduating from the University of Wisconsin's Real Estate & Urban Land Economics program.

Red Stone's efficient, flexible, and innovative private-placement platform ("Red Stone Direct") is continuously utilized by private developers, nonprofits, and housing authorities nationwide. Red Stone Direct provides a streamlined closing process, low transactions costs, competitive pricing, and flexibility regarding guarantee and liquidity requirements. Red Stone has financed over \$230 million in tax-exempt bonds to date in 2019, with over \$80 million being invested in properties located in the state of California.

Cody Z. Langeness is President of Red Stone Tax-Exempt Funding LLC, the platform through which all of the Red Stone's tax-exempt bond facilities are managed. As President, Mr. Langeness is responsible for the development of corporate strategy, the implementation of business-development initiatives, and the management of all client and investor relationships. Additionally, Mr. Langeness is responsible for the structuring and closing of tax-exempt bond investments made on behalf of Red Stone's investment partnerships. Mr. Langeness has been employed by Red Stone Companies LLC for more than 12 years, a tenure which has included responsibilities pertaining to the origination, underwriting, structuring, and closing of multifamily debt and equity investments representing deployed investor capital in excess of \$3.0 billion. Mr. Langeness most recently served as Managing Director of Red Stone Tax-Exempt Funding LLC, during which time he raised and managed investor capital more than \$1.5 billion across several facilities which provided debt capital for new construction and acquisition / rehabilitation developments across the United States. Mr. Langeness attended the University of Wisconsin-Madison, from which he received Bachelor of Business Administration degrees in both Real Estate & Urban Land Economics and Finance & Investment Banking. Mr. Langeness is also a member of the Board of Directors of the Wisconsin Real Estate Alumni Association.

HUNT REAL ESTATE CAPITAL

REAL ESTATE

Hunt Real Estate Capital, a wholly owned subsidiary of Hunt Companies, provides financing for commercial real estate throughout the United States.

Founded in 1947, Hunt Companies, Inc. is today a holding company that invests in businesses focused in the real estate and infrastructure markets. The activities of Hunt's affiliates and investees include investment management, mortgage banking, direct lending, loan servicing, asset management, property management, development, construction, consulting and advisory.



Headquartered in New York City, Hunt Real Estate Capital has

25

offices nationwide

241

employees, including

94

originators

67

underwriters

HUNT REAL ESTATE CAPITAL OVERVIEW

- ◊ Leading Small Balance Lender Nationally, with a dedicated small balance team of 51
- ◊ Provide low cost Small Balance Agency Loans, (\$1 – \$7.5 million) with streamlined processing
- ◊ Through its predecessor companies, Hunt Real Estate Capital has been in continuous operation since 1972
- ◊ Current loan portfolio is \$15.1 billion. The firm closed approximately \$3.5 billion in originations in 2017
- ◊ Hunt Real Estate Capital partners with developers, investors, and owners, providing capital to develop, acquire, or rehabilitate commercial real estate assets
- ◊ Hunt Real Estate Capital finances most commercial assets including: conventional and affordable multifamily housing, seniors housing & healthcare, manufactured housing communities, retail, office, industrial, and self-storage
- ◊ Debt products: Fannie Mae, Freddie Mac, FHA, and our Proprietary Lending Group (balance sheet)
- ◊ Hunt Real Estate Capital offers proprietary lending options including: floating rate bridge and fixed rate 7- year loans secured by multifamily, office, retail, industrial, and self-storage assets

AFL-CIO HOUSING INVESTMENT TRUST

COMPETITIVE RETURNS
UNION CONSTRUCTION JOBS
HOUSING OPPORTUNITIES

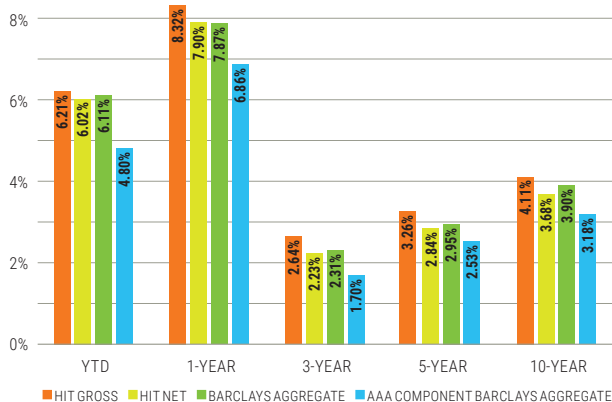
FINANCING

HIT AT A GLANCE

- ◇ A \$6.4 billion investment grade fixed-income mutual fund
- ◇ Specializes in the highest credit quality multifamily mortgage backed securities.
- ◇ 35-year history of generating competitive returns for pension funds and labor organizations, such as health and welfare funds, while also providing vital union construction jobs, affordable and workforce housing, and healthcare facilities.
- ◇ 100% union labor requirement for all on-site construction.

TOTAL RETURNS

As of June 30, 2019



BENEFITS OF THE HIT

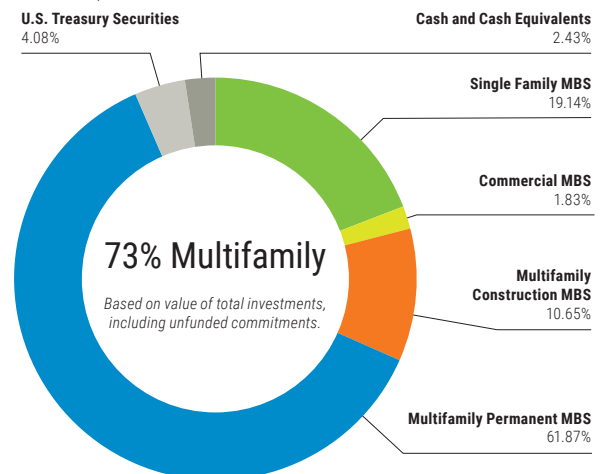
- ◇ Core fixed-income option with a strong performance record.
- ◇ Higher income, a superior credit profile, and similar levels of interest rate risk compared to the benchmark.
- ◇ Ongoing yield advantage positively contributes to its performance relative to the benchmark.
- ◇ High credit quality multifamily securities can make the HIT a lower risk investment than many other fixed-income vehicles.
- ◇ Can complement riskier investments in diversified portfolios.
- ◇ Good source of potential diversification due to concentration in multifamily securities (over 70% of portfolio) and lack of corporate bonds.
- ◇ Directly sources multifamily construction-related investments that have higher yields than other investments of similar duration and credit quality.

STRATEGY: OVERWEIGHT MULTIFAMILY MBS

- ◇ Construct and manage a portfolio with higher credit quality, higher yield, and similar interest rate risk relative to the Bloomberg Barclays US Aggregate Bond Index benchmark.
- ◇ Investment in high credit quality multifamily mortgage securities that can provide an income advantage for the HIT that contributes to its relative performance versus the benchmark.

PORTFOLIO DISTRIBUTION

As of June 30, 2019



RISK COMPARISON

As of June 30, 2019

	HIT	Barclays
Credit Profile		
U.S. Government/Agency/AAA/Cash	95.9%	72.2%
A & Below	0.0%	24.4%
Yield		
Current Yield	3.23%	3.08%
Interest Rate Risk		
Effective Duration	5.55	5.92
Convexity	0.08	0.13
Call Risk		
Call Protected	79%	73%
Not Call Protected	21%	27%

Source: HIT and Bloomberg Barclays US Aggregate Bond Index

AFL-CIO
HOUSING
INVESTMENT
TRUST

September 19, 2019

Chang Suh
Chief Executive Officer &
Co-Chief Portfolio Manager

Thalia Lankin
Chief Operating Officer

Erica Khatchadourian
Chief Financial Officer

Nicholas C. Milano
General Counsel

Mr. Steven P. Semingson
Chief Executive Officer
Civic Partners
7777 Center Avenue, Suite 230
Huntington Beach, CA 92647

RE: Rancho Cordova RFQ (Mills Station) – Letter of Interest
Rancho Cordova, CA

Dear Mr. Semingson:

The American Federation of Labor and Congress of Industrial Organizations Housing Investment Trust (the "Trust") is pleased to have the opportunity to express its interest in joining with you to participate in the financing of Rancho Cordova RFQ – Mills Station (the "Project") located in Rancho Cordova, California.

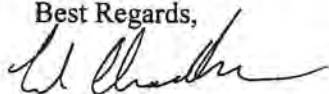
With approximately \$6.6 billion in net assets, the Trust provides capital for new construction, substantial rehabilitation and preservation of affordable and market-rate multifamily projects nationwide, using 100% union labor. The Trust focuses its investments in housing projects that provide competitive returns to our union and public pension fund investors, create union jobs and help strengthen local communities.

The Trust has extensive experience working on the West Coast. The Trust has invested over \$440 million in 27 projects in California, the last five of which included projects in San Francisco, San Jose and Salinas. We have the experience and capacity to work with Civic Partners to finance this exciting project.

Despite our interest in being involved in this transaction, at this time this letter does not constitute a commitment from the Trust to provide financing for the Project. Any commitment must follow a deliberative process which would articulate the general terms and conditions upon which the Trust would consider providing financing. The actual terms and conditions of any commitment issued by the Trust would be dependent upon the results of the Trust's review and analysis of the underwriting and due diligence for the Project, as well as Trust Investment Committee approval. Any such commitment would be in writing and clearly identified as a commitment.

Thank you for your consideration of the Trust's capabilities as you move forward with this major endeavor. If you have any questions, please feel free to contact me at 626-660-4155 or at tchandler@afcio-hit.com.

Best Regards,



Ted Chandler
Managing Director of Regional Operations

2401 Pennsylvania Avenue, NW • Suite 200 • Washington, DC 20037

Tel: 202.331.8055 Fax: 202.331.8190

www.afcio-hit.com

KEY PERSONNEL

4. Team Qualifications



**EDUCATION**

BS, University of
Wisconsin

MBA, California
State University

STEVEN P. SEMINGSON

CHIEF EXECUTIVE OFFICER

Mr. Semingson is the founder and Chief Executive Officer of Civic Partners. He provides leadership to the company on real estate projects through all phases of development and ownership. Mr. Semingson has successfully established a reputation of excellence for Civic Partners in redevelopment and public/private partnering. He has the unique skills needed to work closely with public agencies to identify economically viable civic development opportunities that provide the local citizenry with commercial/retail projects and either affordable or market rate residential units. From the development of his first apartment building to the current development of a 3,000-acre master-planned community, most of Mr. Semingson's projects have been located within redevelopment areas and many have been processed in partnership with multiple public agencies.

Mr. Semingson has a thorough understanding of financial markets and the skill of combining public and private funds to create mutually beneficial real estate developments. He has contributed to the creation of several new financing vehicles for public/private development projects within the State of California. Prior to founding Civic Partners, Mr. Semingson was employed by the County of Los Angeles and a local municipality. He is also a former faculty member at California State University, Long Beach.

**EDUCATION**

Business
Administration,
California State
University

MIKE WINTER

CHIEF OPERATING OFFICER

Mike Winter is the Chief Operating Officer for Civic Partners known for the sustainable and award winning communities it has planned and developed throughout the Western United States. Mr. Winter is responsible for the coordination of land acquisition activities, entitlements, project feasibility, forward planning, design oversight, construction and development budgets, marketing coordination, securing necessary governmental approvals, capital investors, and resolution of pertinent policy issues that supports the company's objectives. Mr. Winter is also the liaison with the architects, engineers, governmental agencies, contractors, marketing team, lenders, development and equity partners. Mr. Winter provides the leadership, management and vision necessary to ensure that Civic Partners has the proper operational controls, administrative and reporting procedures, people systems and resources in place to effectively grow the organization and to ensure financial strength and operating efficiency. Mr. Winter currently oversees the acquisition, development, construction, sales, leasing or disposition operations of several multi-use developments with a potential build out of over 5,000 homes along with major commercial components.

Prior to rejoining Civic Partners, Mr. Winter was affiliated with other industry leading real estate development companies including AMCAL, Irvine Company and Sares-Regis Group. With over thirty years of experience in the real estate development business he has managed the development and construction of several million square feet of commercial properties, completed several large land developments and built over twenty-eight thousand homes.

Mr. Winter is a licensed California General Contractor since 1982 and started in the real estate development business in 1975. Mr. Winter served on the Executive Committee and held several Board positions for California and local Building Industry Associations along with memberships in the Urban Land Institute and NMHC.

**EDUCATION**

Bachelor of
Economics, University
of California,
San Diego

TINA L. ALEXANDER

DEVELOPMENT MANAGER

Ms. Alexander's position with Civic Partners includes the management of projects from visioning through construction. She is responsible for the coordination of all project activities. As a Civic Partners' Development Manager, Ms. Alexander works diligently with all team members to meet the project scheduling and financial goals. She is a key member of Civic Partners' management team for the 3,000-acre master planned community project in the City of Lake Elsinore, California. Components of this project include a residential golf community consisting of single-family and multifamily residential units, a town center, retail and recreational facilities. With 10 years of expertise in residential development from highly acclaimed home building firms, including Akins Companies, Catellus Residential and R.S. Myers Company, Ms. Alexander is a key company resource for the residential development ventures in which Civic Partners participates. Her experience in the home building industry includes project management, on-site field management and supervision, project scheduling, bidding, estimating and tracking of construction budgets.

**EDUCATION**

Bachelor of
Engineering,
Vanderbilt University

MBA, University of
Cincinnati.

JEFFREY C. POMEROY, P.E.

PROJECT EXECUTIVE

Mr. Pomeroy has over 30 years of engineering and facility construction experience. His expertise includes strategic planning, joint venture and team building, project development, operations management, engineering, estimating, and structural and civil design. Mr. Pomeroy provides leadership on all construction and engineering matters for the Company. He is also a registered professional engineer in Arizona, Ohio, Tennessee, Kentucky and with the NCEE. Prior to joining Civic Partners, Mr. Pomeroy was President of the HNTB Design/Build subsidiary of HNTB, and international design firm. With HNTB he was responsible for projects for both the public and private sector with a constructed value in excess of \$1 billion. He has successfully managed projects that include: large transportation and infrastructure, institutional and education, sports and recreation, commercial and industrial and mixed use residential. For Civic Partners, he has completed entitlement of a public golf course and more than 1300 residential lots, a 4-building complex that includes a county courthouse, 2 mixed use retail/residential buildings, a state office building, and two parking structures, one above grade and the other subterranean.

**EDUCATION**

Bachelor of Business
Economics and
Psychology,
University of California,
Santa Barbara

SHELLY LA RUFFA

FINANCIAL MANAGER

Ms. La Ruffa is responsible for the financial aspects of corporate affairs, including project financing and asset management. Her areas of focus are in creative financing and facilitating complex real estate transactions. She provides experience in public improvement bonds, tax increment financing, gap financing, low-income housing tax credits, land entitlement, and public/private partnerships. She also manages all office administration, human resources, and information technology. She supervises the Company's administrative team and a variety of consultants that assist her in carrying out those responsibilities. For each development project, Ms. La Ruffa offers expertise in the areas of banking, budgeting and accounting. She works closely with the Project Management Team in developing proformas and determining project financing strategies. She applies her practical experience and analytical knowledge to the day-to-day affairs of the company throughout all phases of the development process.

ERNESTO M. VASQUEZ, FAIA, NCARB**PARTNER-IN-CHARGE**

TITLE
CEO & Partner

EDUCATION
Bachelor of Architecture, with
Honors, California Polytechnic
State University, San Luis
Obispo

LICENSE
California - 09135

AFFILIATIONS
American Institute of Architects,
Urban Land Institute, National
Council of Architectural
Registration Board, BRIDGE
Housing Board of Directors,
Board Member of National Parks
Foundation, Chairman for The
Wooden Floor After School
Program in Santa Ana, California

EMAIL
evasquez@sva-architects.com



ARCHITECTS

Since SVA Architects' establishment, Mr. Vasquez has brought creativity and expertise to the team, which has garnered the firm recognition throughout the building industry as innovators in both residential and mixed-use design. He has guided design teams on more than 1,000 major projects which have been recognized with prestigious national design and planning awards.

◇ **FRUITVALE/BART TRANSIT VILLAGE, OAKLAND, CALIFORNIA**

A key 10-acre project incorporating 30,000 sq. ft. of retail and 12,000 sq. ft. community resource center, plus 60,000 sq. ft. of commercial/office, a large 40,000 sq. ft. health clinic, a 5,000 sq. ft. library, and 47 affordable residential live/work units.

◇ **CELADON 9TH & BROADWAY AFFORDABLE MIXED-USE TOWER, SAN DIEGO, CALIFORNIA**

The project includes retail and commercial spaces above 2 1/2 floors of below grade parking and with sixteen stories of mixed residential apartments above. The project achieved LEED Gold Certification.

◇ **THE UPTOWN, OAKLAND, CALIFORNIA**

A dynamic 14-acre urban renewal project including 60,000 sq. ft. of retail/commercial space, 1,200 mixed-income apartments, as well as 400-units of off-campus graduate housing and 900 market-rate condominiums. It is LEED Silver Certified.

◇ **COMM 22, SAN DIEGO, CALIFORNIA**

This is a planned mixed-use, transit-oriented development that provides 197 affordable family apartments and senior housing options. The project is LEED Gold Certified.

◇ **PLEASANT HILL BART TRANSIT VILLAGE, PLEASANT HILL, CALIFORNIA**

A mixed-use transit-oriented development on a large 18-acre site featuring 45,000 sq.ft. of retail space, 290,000 sq. ft. of commercial office space, and 550 residential units.

◇ **AVALON WALNUT CREEK BART TRANSIT VILLAGE, WALNUT CREEK, CALIFORNIA**

Avalon Walnut Creek is home to 5,000 residents. It features 423 rental townhomes and flats over street-level retail and includes 20% affordable housing units. The market-rate podium housing units are three-to-five stories over 45,000 sq. ft. of retail space with 100 for-sale units of podium housing over parking.

◇ **FRUITVALE PHASE IIB, OAKLAND, CALIFORNIA**

Fruitvale Village Phase II will bring 92 affordable and 183 market rate housing units within minutes of a bustling commercial district and close to public transit and amenities.

NATHAN HERRERO, AIA, LEED AP BD + C

PROJECT MANAGER



Nathan Herrero is one of the principal managers of our Oakland branch and the studio director for all mixed-use and multifamily projects in Northern California. He manages assignments from conception and the programming phase to construction administration. Mr. Herrero's many strengths include his expertise in Building Information Modeling (BIM) and related design software programs such as Revit.

TITLE

Senior Associate Partner

EDUCATION

Bachelor of Architecture,
Yale University

LICENSE

California - 33048

AFFILIATIONS

American Institute of Architects,
United States Green Building
Council - Leader in Energy
and Environmental Design
Accredited Professional

EMAIL

nherrero@sva-architects.com



ARCHITECTS

◇ FRUITVALE PHASE IIB, OAKLAND, CALIFORNIA

Fruitvale Village Phase II will bring 92 affordable and 183 market rate housing units within minutes of a bustling commercial district and close to public transit and amenities.

◇ TWIN RIVERS REDEVELOPMENT BLOCKS A + B, SACRAMENTO, CALIFORNIA

The Twin Rivers low-income housing project will be completely destroyed and rebuilt to accommodate more units and a variety of income levels. The current 218 units will eventually become 498 units, most of which will be low-income with a mix of market-rate units.

◇ UC DAVIS WEST VILLAGE THE RAMBLE, DAVIS, CALIFORNIA

1,860 beds of three-story walk-up apartment and townhome style units. This project will feature a variety of amenities including a leasing center with game room, fitness center and pool. This Zero Net Energy project has LEED Platinum Certification.

◇ THE RESIDENCES AT BERKELEY PLAZA, BERKELEY, CALIFORNIA

The new residential destination proposes a mixed-use building with approximately 355 for-rent residential units adjacent to the BART Station in the central core of downtown. This project is targeting a LEED Gold certification.

◇ EL MONTE GATEWAY MASTER PLAN AND PHASE I, EL MONTE, CALIFORNIA

This master planned project will be a model for transit-oriented developments, offering a multitude of affordable and residential units over three phases with a variety of open spaces that encourage pedestrian usage and interaction. Parcel 1, The Exchange at El Monte, has delivered 132 affordable units in a four-story building on podium over one level of parking.

◇ KAPOLEI MIXED-USE PROJECT, KAPOLEI, HAWAII

The Kapolei Mixed-Use project consists of four eleven-story residential towers sitting on top of a two-story mixed-use building base that fronts the city streets on all four sides of the building. On the perimeter of level one is a mix of uses including approximately 18,900 sq. ft. of retail, a child daycare center, community spaces, entry lobbies for each residential tower, and supporting office space for the residential uses above.

ERICA CARVALHO, ASSOC. AIA

SENIOR DESIGNER



Ms. Carvalho has over a decade of experience on high-end complex projects around the world. She brings a wide breath of architectural and planning experience, combined with an efficient BIM lead process and delivery, and she brings to our team her profound experience and talent in design, sustainability, technology, and technical aptitude.

TITLE

Senior Designer

EDUCATION

Masters of Architecture,
University of Detroit Mercy

Bachelor of Architecture,
University of Detroit Mercy

AFFILIATIONS

American Institute of Architects

EMAIL

ecarvalho@sva-architects.com



ARCHITECTS

◇ OAKLEY SENIOR LIVING COMMUNITY, OAKLEY, CALIFORNIA

This project is a 100% affordable senior housing community on a 5.85-acre site. The 132-unit development is comprised of 80% one-bedroom units and 20% two-bedroom units. The Oakley Senior apartments offer a walkable, affordable living option for Oakley's senior community.

◇ DENNY APARTMENTS, LOS ANGELES, CALIFORNIA

Located in the North Hollywood Arts District, the Denny Apartments will become a positive and inspiring addition to a diverse and thriving community. With its historical theaters, modern art scene, sound studios, and casual cafe, the NoHo Arts District is well served by both Metro Rail Red Line and the Metro Orange Line bus rapid transit, providing the future residents of the Denny Apartment Community with easy connectivity to the greater Los Angeles area.

◇ ONE SAN PEDRO, SAN PEDRO, CALIFORNIA

Redevelopment of a 21-acre public housing complex into a thriving mixed-income residential community that integrates retail and community services.

◇ SANTA FE SPRINGS HOUSING DEVELOPMENT, SANTA FE SPRINGS, CALIFORNIA

100% Affordable 85 unit master plan with an attached 85 unit bridge housing development supporting families and children, this development's main focus is the health and well-being of the community while providing ample spaces for children to play and supportive programmatic spaces for families.

◇ PALO ALTO EDUCATOR HOUSING, PALO ALTO, CALIFORNIA

With the goal of bridging the cost of living and attracting talent, this four-story building, includes 3-stories of residential over a ground floor podium and underground parking garage and a total of 100 residential units. The ground floor is open and provides resident's and community services.

◇ LAKESIDE LIBRARY, LAKESIDE, CALIFORNIA

A 17,000 square feet community library for the city of Lakeside, CA, this Library is envisioned to become a civic and social hub for the community.



CARL BARRETT, LEED AP

PRESIDENT

Carl began his career at Otto Construction in 1993. As a member of the senior management team, Carl fully participates in all aspects of the management of the company. This includes strategic and tactical business planning, decision making in regard to operations, corporate policies and procedures, and staffing issues. He sets the tone and is in charge of reflecting the corporate culture of Otto Construction. Carl provides leadership and expertise to the project team and develop and maintain positive relationships with all team members, including trade partners, consultants, engineers, owners, and the design team.

EDUCATION

California Polytechnical State
University, San Luis Obispo
B.S. Construction Management

LICENSE

LEED Accredited Professional



- ◇ **NORTH NATOMAS COMMUNITY CENTER & AQUATICS CENTER, SACRAMENTO, CA**
\$35.4M | Lease-Leaseback
- ◇ **POWERHOUSE SCIENCE CENTER, SACRAMENTO, CA**
\$39.2M | Design-Build
- ◇ **L STREET LOFTS, SACRAMENTO, CA**
\$29.8M | Design-Build
- ◇ **COSUMNES RIVER COLLEGE COLLEGE CENTER EXPANSION, SACRAMENTO, CA**
\$21.2M | Design-Bid-Build
- ◇ **TURLOCK IRRIGATION DISTRICT PALM STREET COMPLEX RENOVATION, TURLOCK, CA**
\$8.1M | CM@Risk



ALLISON OTTO, LEED AP, ASSOC. DBIA

EXECUTIVE VICE PRESIDENT

As Executive Vice President, Allison oversees the strategic direction of Otto Construction, including client outreach and negotiation, identifying and acquiring new clients, maintaining relationships with current and past clients, and overseeing projects from an executive standpoint. She has a proven record of maintaining and expanding relationships with clients, architects, consultants and other business and community organizations.

EDUCATION

University of Southern California
B.S. Business Administration
UC Davis Extension
Construction Management

LICENSE

LEED Accredited Professional
Designated Design-Build
Professional (DBIA)



- ◇ **POWERHOUSE SCIENCE CENTER, SACRAMENTO, CA**
\$39.2M | Design-Build
- ◇ **GREER ELEMENTARY SCHOOL NEW CONSTRUCTION & MODERNIZATION, SACRAMENTO, CA**
\$37.3M | Design-Build
- ◇ **CSU MONTEREY BAY ACADEMIC III, SEASIDE, CA**
\$32M | Design-Build
- ◇ **CALIFORNIA STATE UNIVERSITY, STANISLAUS LIBRARY RENOVATION, TURLOCK, CA**
\$46.2M | Design-Build
- ◇ **NORTH NATOMAS COMMUNITY CENTER & AQUATICS CENTER, SACRAMENTO, CA**
\$35.4M | Lease-Leaseback

PROJECT EXPERIENCE

4. Team Qualifications





THE CORRIDOR

Boise, Idaho

The Corridor project is a major mixed-use project adjacent to Boise's historic downtown. Civic Partners led the development team in building the community's vision of an exciting new "gateway" to downtown.

The entire project showcases a mixed-use, urban master plan that, upon completion, created a vibrant and expanded downtown destination. The project includes a county courthouse and county administrative center as its focal point. The master plan also incorporated privately owned office buildings, retail shops, restaurants, a parking structure, and residential dwellings. The various uses are linked together with a beautifully designed "pedestrian paseo," courtyards, landscaped arcades and open space corridors.

The master plan incorporates these uses into the rich mixture of the traditional urban lifestyle found in Boise, while creating exciting new streetscapes designed to strengthen the city's established grid system and its downtown area.



TYPE	Mixed-Use
SCOPE	Civic Center, Office, Residential, Retail
SIZE	14 acres
ONGOING CONTRIBUTIONS	Fully Funded at Predevelopment and Construction



TENTH STREET PLACE

Modesto, California

Tenth Street Place is a pedestrian-oriented, mixed-use project in the heart of downtown Modesto. This project is the centerpiece of the redevelopment efforts of the City of Modesto.

The project includes office, retail, and entertainment components that bridge the gap between a hotel/convention center and the most vibrant existing commercial areas. The main portion of the project consists of administrative offices for Stanislaus County and the Modesto City Hall. Additionally, the project includes an 18-screen cinema and approximately 48,000 square feet of retail space, in three phases. A 750-space parking structure has also been built as part of the project.

The project has received top state and national awards for successful downtown revitalization. These include the James Howland Gold Award for Urban Enrichment from the National League of Cities and the National Economic Development Partnership Award from the National Council for Urban Economic Development.



TYPE	Mixed-Use
SCOPE	Public Office, Retail, Private Office, Entertainment
SIZE	4 acres
ONGOING CONTRIBUTIONS	Fully Funded at Predevelopment and Construction



LAKE ELSINORE MASTER PLAN

Lake Elsinore, California

This master planned community is a redevelopment project located within the City of Lake Elsinore, California. The property for this project was previously undevelopable flood plain located on the edge of the city’s recreational lake known as Lake Elsinore.

Upon completion, this sizeable recreational resort community will contain a mix of residential product types, a golf course, a motorsports track facility, commercial, hotels and village retail with office and restaurant uses.

The Lake Elsinore Redevelopment Agency selected a Civic Partners’ affiliate as the master developer of this lakefront property. Civic Partners is under construction on a 143-unit workforce housing project and, in partnership with a multi-billion dollar Real Estate Investment Trust, is under construction on a 700+ acre master planned community of approximately 1,700 homes. Additional land will be developed to meet the market demand for commercial, retail and additional housing.



TYPE	Master Planned Community
SCOPE	Residential, Commercial, Recreation, Retail/Entertainment, Hospitality
SIZE	3,000 acres
ONGOING CONTRIBUTIONS	Tax Increment Dedicated Through 2038



SUMMERLY GOLF COURSE COMMUNITY

Lake Elsinore, California

Nestled against the 18 fairway Links at Summerly championship golf course and within a project area that encompasses the largest fresh water lake in Southern California sits the master planned community of Summerly. At completion, there will be approximately 1,700 detached homes constructed by multiple merchant builders.

Summerly is a joint venture between Civic Partners and a multi-billion dollar California Real Estate Investment Trust.

This community is being created through a public/private venture with the City of Lake Elsinore. It was the goal of the city to see what was once a 3,000 acre floodplain developed to its highest and best use. The Summerly community and the Links golf course utilize 700+ acres and Civic Partners is identified as the master developer of the balance of the land.



TYPE	Residential Golf Community
SCOPE	Single Family Detached Homes & 18-Hole Golf Course
SIZE	700 acres, 1,700 units (of which 1,200 have been built)
ONGOING CONTRIBUTIONS	Tax Increment Dedicated Through 2038



ARTISAN ALLEY AT THE DIAMOND

Lake Elsinore, California

As the master developer of a 3,000-acre lakefront property in the City of Lake Elsinore, Civic Partners is moving forward with development of The Diamond project.

Artisan Alley at The Diamond is an 11-acre project that at completion will include a hotel and collection of businesses specializing in the production of craft goods, including beer makers, bakery, coffee roaster, along with a mix of additional artisan food providers and specialty shops. There will be a mix of industrial, retail and restaurant spaces to accommodate the manufacturing, tasting and purchasing of these goods.

The site is within the 87-acre Diamond Specific Plan which at build out will include hospitality, residential, and approximately 900,000 square feet of retail, office, and sports venues all surrounding the Diamond Stadium. The mission is to create a vibrant community atmosphere within the Ballpark District to complement the adjacent 1,700 home Summerly Golf Course Community.



TYPE	Mixed-Use
SCOPE	Retail/Entertainment, Industrial, Hospitality
SIZE	11 acres
ONGOING CONTRIBUTIONS	Tax Increment Dedicated Through 2038



COTTAGES AT MISSION TRAIL

Lake Elsinore, California

The Cottages at Mission Trail is a workforce housing project under construction on approximately 19.5 acres of property within the Lake Elsinore Master Plan for which Civic Partners is the master developer.

At completion, there will be 143 two- and three-bedroom units in detached, duplex and triplex structures. In addition to the rental units, the project will include a 2,200 sq. ft. community building within a park area consisting of a basketball court, picnic tables, tot lot, and open turf area.

The units will be limited to households earning between fifty and sixty percent of Riverside County Area Median Income. This Low Income Housing Tax Credit (LIHTC) project is being developed as a nonprofit workforce housing community with AOF/Pacific Affordable Housing Corp.



TYPE	Residential Housing Community
SCOPE	Workforce Housing
SIZE	19.5 acres
ONGOING CONTRIBUTIONS	Tax Increment Dedicated Through 2038, Low and Moderate Income Housing Assets Funds, In Lieu Fees



VISTA VILLAGE

Vista, California

Vista Village is a 30-acre master planned redevelopment project centrally located in downtown Vista, California. The City of Vista invested over \$80 million in land acquisitions and site improvements.

Vista Village is a regionally oriented retail/ entertainment project exceeding 400,000 square feet and serves the communities of North San Diego County.

The project encircles the City’s aquatic facilities that service all of the local scholastic organizations and the community at large. This retail/entertainment project is anchored by a state-of-the-art, 15-screen, all stadium theater. The project also includes full service restaurants, casual dining, fast food establishments and a variety of retail businesses.

The “Main Street” appeal of the design and construction blends into the existing downtown to the South, enhancing the pedestrian retail/entertainment experience.



TYPE	Retail/Entertainment
SCOPE	Cinema, Retail
SIZE	30 acres
ONGOING CONTRIBUTIONS	Fully Funded at Predevelopment and Construction



TWIN RIVERS

Sacramento, California

Twin Rivers replaces an existing deteriorated public housing project with a new mixed-income development in Sacramento’s River District. The project consists of a variety of building types from two-story townhomes to three-story garden apartments to four-story apartment buildings. The project offers various unit sizes and caters to different income levels (market rate, tax-credit affordable, and public housing), to create a truly integrated community. Primary entries face the street with parking hidden internally, allowing front doors and porches to have a pedestrian-friendly aesthetic.

The design uses sustainable materials, and borrows from the agricultural culture of the Sacramento Region with simple shed roofs and gable farms. New streets enhance the connectivity and safety. A partial grid encourages families to share streets with periodic street parking, similar to old districts of Sacramento. It also includes a public park, pools, playgrounds, walking paths, and a splash pad. The site is adjacent to a future SacRT station along 12th Street, with a future phase of the project to be built at the station. Twin Rivers includes a variety of building types to create a vibrant visual experience and blends modern design with historical references and materials to create a new vision for the River District.



TYPE	Residential
SCOPE	Full Architectural Services
SIZE	14.1 Acres
ONGOING CONTRIBUTIONS	N/A



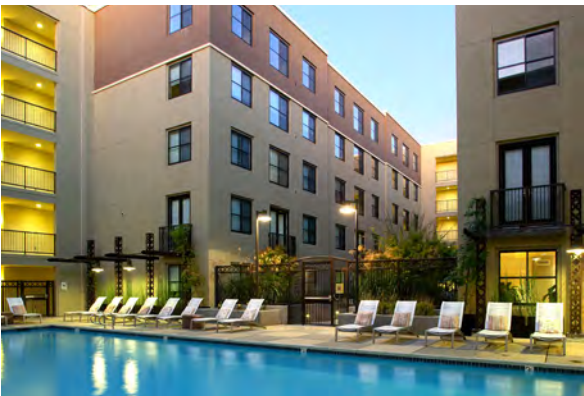
THE UPTOWN

Oakland, California

Uptown Oakland Development is a true urban renewal project incorporating a mix of retail/commercial, entertainment, and residential uses. Located between San Pablo and Telegraph just north of the recently renovated Civic Center and adjacent to the BART stations, Uptown Oakland includes 60,000 sq.ft. of retail/commercial space, 1,200 mixed-income apartments, 400 off-campus graduate student housing units for U.C. Berkeley and 900 condominiums when completed. The low-rise rental units and urban loft-style apartments are located between 21st and 18th Streets, with ambling paseos linking the lofts and residential towers to the vibrant entertainment district.

The high-rise towers along Telegraph are for-sale residential units with lobbies and retail activities on street level. Lofts were created by renovating the existing buildings, thereby maintaining the historical significance of the overall site. The entertainment district has become a major focal point, connecting retail and restaurant uses. The Telegraph Corridor between the Paramount Theater and the future Fox Theater renovation provides live events, a food court, and a revitalized skating rink. Uptown Oakland exemplifies what can be achieved by turning older, under-utilized parking lots into an urban community bringing people back downtown while revitalizing the existing BART Transit.

Uptown Oakland Development received LEED Silver certification in 2008.



TYPE	Mixed-Use Residential
SCOPE	Full Architectural Services
SIZE	14 acres
ONGOING CONTRIBUTIONS	N/A



EL MONTE GATEWAY

El Monte, California

SVA has developed a master plan for a new transit-friendly mixed-use development. El Monte Gateway is anchored by the newest and largest regional transit hub in the MTA network. The new, larger El Monte Station serves more than 35,000 daily users, and is considered one of the largest transit centers in the Western United States. This station is the cornerstone of the development that will later grow to include commercial and regional shopping development in its second phase.

The Gateway’s first phase opened in October 2015, with 132 affordable family apartment units. Construction is underway for the El Monte Gateway project’s second phase, which will include retail offerings and 208 apartments. Once complete, this segment of the Gateway is set to include 25,000 square feet of retail and dining space, a community center and a four-story apartment building with two levels of underground parking. The project’s third phase is set to add 212 apartments.

El Monte Gateway Phase I features a central courtyard with barbecue/picnic areas, a tot lot, outdoor seating areas, and bike storage in the garage to promote exercise and a healthy lifestyle. Other amenities include a 3,350 square-foot community center with computer lab, fitness center and tutoring/arts and crafts room. The development is LEED Platinum certified. This lowers energy consumption, provides a cost-saving benefit and promotes the health of residents.



TYPE	Mixed-Use Residential
SCOPE	Master Planning, Full Architectural Services
SIZE	14.27 acres
ONGOING CONTRIBUTIONS	N/A



POWERHOUSE SCIENCE CENTER

Sacramento, California

The new Powerhouse Science Center, an adaptive reuse of the historic 1912-era PG&E Power Station, will be the region’s premiere science center and serve as a hub for science education and exploration. The historic power station will undergo stabilization and complete rehabilitation with construction of a new floor level inside and a new intermediate floor for exhibit space. A new two-story, 22,000SF addition will be built on the east side of the existing building containing an entry lobby, classrooms, offices, a café and a 110-seat planetarium.



TYPE	Educational
SCOPE	Construction
SIZE	48,132 sq. ft.
ONGOING CONTRIBUTIONS	N/A



L STREET LOFTS

Sacramento, California

Standing eight stories high, the L Street Lofts is surrounded by coffee houses, night clubs, restaurants, art galleries, live theatres, boutiques, and churches. The basement and first two levels offer 128 parking stalls for residents, along with retail and restaurant space. Levels three through seven are comprised of 80 lofts, with 4 different floor plans named after local theatres: the Alhambra, the Tower, the Majestic, and the Crest. The 12 penthouses are located on the eighth level and offer two-story views of the growing Sacramento skyline. With hardwood floors, granite countertops, European cabinetry, and 10-18 foot ceilings, the L Street Lofts are located in the heart of the city, towering over midtown’s most popular cultural and social destinations.



TYPE	Multifamily
SCOPE	Construction
SIZE	190,000 sq. ft.
ONGOING CONTRIBUTIONS	N/A



CAPITOLA BRANCH LIBRARY

Capitola, California

This project consists of the demolition of the existing library and construction of a new 11,700SF library. The new building will be flexible and modern, incorporating quiet outdoor reading spaces and better connections to its surroundings with features such as a pedestrian walkway to the nearby creek. With a serene, light-filled reading room, a vibrant children’s area, a community porch and meeting room, the new library is designed to bring people together and nurture engagement.



TYPE	Institutional
SCOPE	Construction
SIZE	11,700 sq. ft.
ONGOING CONTRIBUTIONS	N/A

5.

PUBLIC AGENCY REFERENCES



CIVIC PARTNERS

Tenth Street Place

Mike Herrero
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Lake Elsinore Master Plan

Barbara Zeid Leibold
City Attorney, Leibold McClendon & Mann
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Ada County Corridor

Michael F. Reuling
Past Chairman, Capital City Development Corp.
(Boise Redevelopment Agency)
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Lake Elsinore Master Plan

Grant Yates
City Manager, City of Lake Elsinore
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SVA ARCHITECTS

La Habra Civic Center

Roy Ramsland, Planning Manager
City of La Habra
T: 562-383-4100
E: rramslan@lahabraca.gov

San Ysidro Library

Jasiah Neff, Associate Engineer
City of San Diego
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Lake Elsinore Master Plan

Kim Cousins
President, Lake Elsinore Valley Chamber of Commerce
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Lake Elsinore Master Plan

Jim Stroffe
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T: 949-265-1103
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Vista Village

Rita Geldhert
City Manager (retired), City of Vista
E: rlgeldhert@cox.net

Quartz Hill Library

Vache Keledjian, Capital Projects Manager
County Of Los Angeles
T: 562-940-8421
E: vkeledjian@library.lacounty.gov

Great Park Administration Building

Rebecca Bridgeford, Project Administrator
City of Irvine
T: 949-724-7308
E: rbridgeford@cityofirvine.org



www.civicpartners.com / www.sva-architects.com



MILLS CROSSING

STATEMENT OF INTEREST | September 20, 2019



MILLS CROSSING

ATTACHMENT 2

57

STATEMENT OF INTEREST | September 20, 2019





PROXY, San Francisco CA | Envelope A+D

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September 20, 2019

Laura Fickle

City of Rancho Cordova
2729 Prospect Park Drive
Rancho Cordova, CA 95670

RE: Letter of Interest: Mills Station District – P3 Development Opportunity

Dear Ms. Fickle:

Griffin|Swinerton and its Team Members are pleased to submit our Statement of Qualifications (SOQ) for the opportunity to develop a 9.8-acre City-owned site as a public-private partnership (P3). Griffin|Swinerton fully understands and appreciates how catalytic the development of the Mills Station District site will be for the City of Rancho Cordova (City) in terms of establishing a community hub and center for civic identity, stimulating further economic development, fiscal benefits, and job creation within the District. Our Team is excited about this opportunity to assist the City in bringing its vision into fruition. We believe successful projects are built on close, interactive relationships amongst the development team, project owner, and community stakeholders. Our Statement of Qualifications highlights the following:

Expertise in Public, Private Partnership (P3) Project Delivery

Combining the best of the development and construction industries, Griffin|Swinerton, established in 2009 with ownership interests equally divided between its two partner firms – Griffin Structures and Swinerton Builders, is a highly experienced, recognized expert in the development, financing, construction, and management of public facilities utilizing the P3 development method. We have a well-established, fully integrated and operating platform with over \$600M of P3 transactions currently underway, making Griffin|Swinerton one of the most active P3 developers in the State of California. Our Team Members represent the best in their respective fields, with long and successful track records working with numerous counties and cities through every stage of the development process, including site acquisition/ground lease, facility design, entitlements and permitting, project financing, construction, and facility maintenance. Griffin|Swinerton projects delivered as P3s in California are more fully described in this SOQ and range from the P3 delivery of Orange County's \$200 million County Administration North Building (Building 14) within its civic center to the \$12 million turn-key P3 delivery of the Quartz Hill Library for Los Angeles County.

Housing and Mixed-Use Development

Bringing a range of affordable housing options to this key location is best thought of as investing in civic infrastructure, benefiting not just the residents who will live onsite but also the broader Rancho Cordova community. By bringing new residents to the City, the housing component embeds demand for community uses on the Site. Housing, particularly housing near transit, supports healthy and well-functioning communities and economies.

Backed by one of the most prominent privately-owned real estate firms in the nation, with a portfolio of over \$60 billion in developments, Related has been staunchly committed to affordable housing. Related California owns and operates over 20,000 units in California and has never converted a single unit to market rent. Related also has extensive experience in workforce housing and created new financing models in partnership with the cities of New York, Boston and San Francisco to deliver much needed residences across various income levels. The company has deep relationships with federal, state and local governments to access programs and financing to see these projects through to completion. Related California operates on a 'build and hold' business model which means it invests for the long term.

A Modern Placemaking Approach: Prototype to Permanent

The state of the art of placemaking takes a "prototype to permanent" approach, i.e. applying a human-centered design/development (HCD) approach toward the creation of public spaces. Our Team includes the industry's best placemaking practitioners who have demonstrated how effective HCD-based development can create authentic experiences and community facilities for evolving neighborhoods.

The expanding world of temporary/interim “pop-up” facilities are the built environment’s answer to the need to prototype and test new ideas with the end user, gather feedback/data, and iterate – the key elements of the human-centered design or design thinking as it is often called. The strategic deployment of Interim facilities for food & beverage, retail, entertainment, performances, exhibits, crafts, civic engagement will allow our Team, in collaboration with the City, to rapidly establish temporary places before putting “shovels in the ground” and test what community-oriented uses will attract durable demand and activity on the Site. The use of interim placemaking frameworks could occur during pre-development in parallel with and informing the planning for permanent facilities, adding energy and excitement to the civic engagement process. The process leverages and expands upon more traditional (and risky) approaches that solely focus on writing business plans and performing market studies or surveys.

Local Expertise, Relationships, and Operating Partnerships

Griffin|Swinerton Team Members provide hands-on, real-time value-added services through local offices in the Sacramento area. Mogavero Architects is an award-winning local architect with deep relationships in the area and a long track record of serving Rancho Cordova and the broader Sacramento region. Team member Hacker Lab is a creative operator of maker spaces, co-working facilities, and meeting spaces in the Sacramento area and will lend their expertise toward activating and programming flexible community spaces. The Sacramento office of Swinerton Builders, the largest general contractor by volume in the State of California, is particularly well versed in constructing iconic projects with local trade contractors in the Sacramento region.

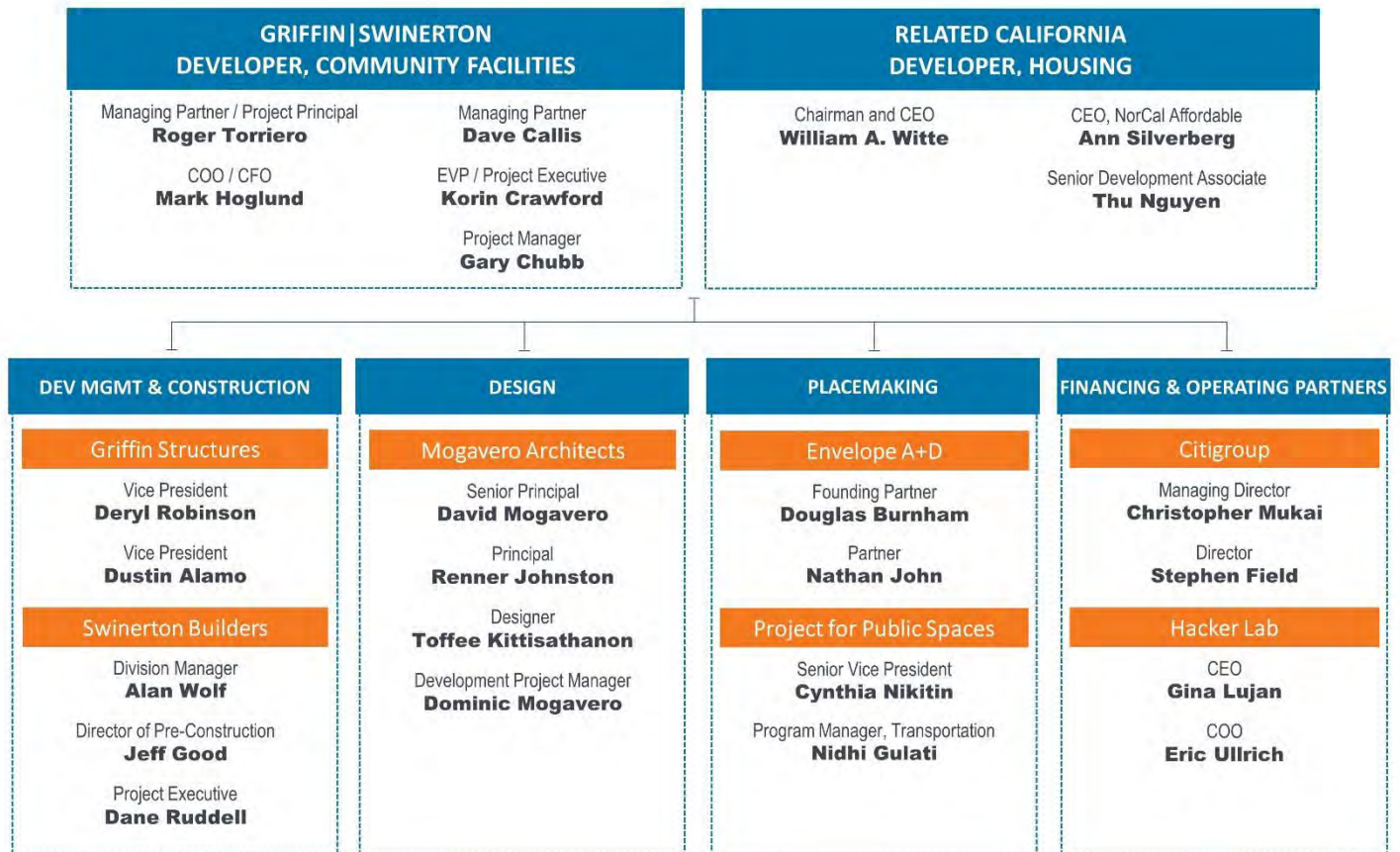
Financial Strength, Flexibility, and Creativity

Griffin|Swinerton and Related have assembled a highly experienced, well-qualified Team, including Citigroup (Citi), that brings unmatched versatility and financial expertise, creativity, and flexibility to present the City with a range of options to best meet its fiscal and programmatic goals. We cannot stress enough the importance of collaboration and open communication between the City and its Developer-led Team as the Project is developed over time in a dynamic, shifting marketplace.

Best-in-Class Team

Further described in the following pages, Griffin|Swinerton has assembled a purpose-built team with leaders in their respective fields, where Team members’ skillsets have been customized to implement each project component in a best-in-class fashion.

	Industry leading P3 developer of government and community/non-profit facilities.
	Affordable housing developer and, as one of the nation’s largest real estate firms, possesses unmatched breadth, expertise, and financial acumen
	Award-winning architects with extensive local expertise, relationships, and track record
	Award-winning, pioneering placemaking designer-developer; specialist in interim facilities with ground-breaking projects in the Bay Area and beyond
	Placemaking expert with integrated services spanning engagement, design, programming, and resource sharing; specialty in the mobility-placemaking nexus
	Maker spaces, local operator in Rancho Cordova, Rocklin, and Sacramento
	California’s largest issuer of municipal securities



Selecting the Griffin|Swinerton Team will assure that the City participates continuously and actively in the creative and responsibly designed, cost-effective, and efficient delivery of its planned community facilities. We look forward to an opportunity to further dialogue about the Team's expertise, capabilities, and strategies for maximizing the potential of this important project. Please don't hesitate to contact us via the information provided below.

We recognize and understand that the concepts presented in our Statement of Qualifications have been suggested without the benefit of the necessary input from the City, the community and market influences, and therefore will undoubtedly undergo rigorous demand analytics and validation.

Sincerely,

GRIFFIN|SWINERTON

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PROJECT IDEAS

SOURCE: Project For Public Spaces

COMMUNITY IDENTITY



Iconic Community
Facilities

EMBEDDED ACTIVITY



Mixed-Income
Housing

INTERIM "POP UP" FACILITIES



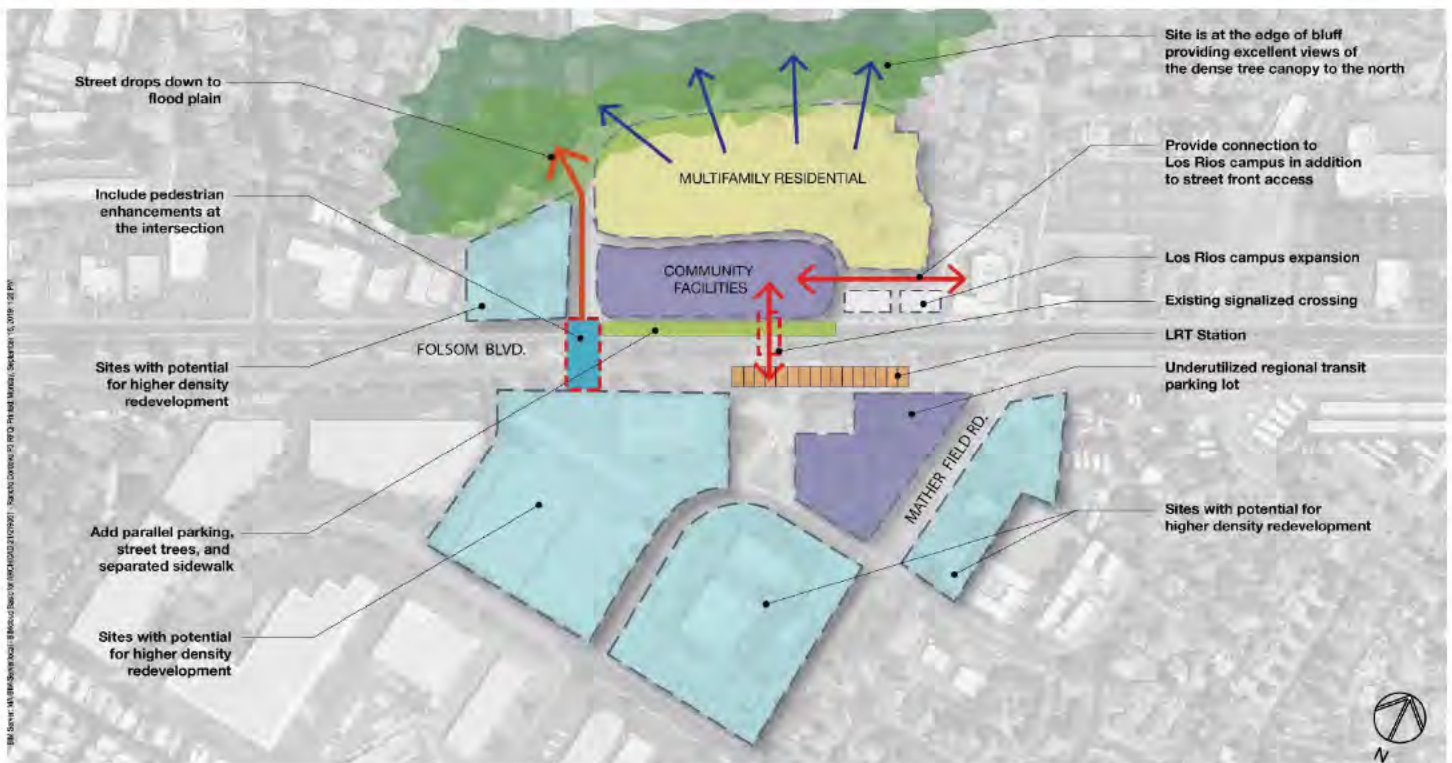
Human Centered
Design-Development
AGENDA ITEM 3.1

PROJECT IDEAS

crossing

cross-ing \ 'krô - sinq \ noun, verb

Connectivity:	linkages, exchanges (<i>at transit stops, public spaces, cultural and educational gatherings, etc.</i>)
Progression:	catalyzing activity, evolution, capturing growth and opportunity
Emergence:	a sense of arrival



Mills Station District Conceptual Plan, 2019

HUMAN-CENTERED DESIGN/DEVELOPMENT (HCD) for URBAN PLACEMAKING

Get up from your desk, get out of your building, and get into the environment you're creating

Rancho Cordova is a young City incorporated only 16 years ago with a palpable spirit of innovation. The GriffinSwinerton Team seeks to harness that energy in presenting the following ideas which underpin our project concept, Mills Crossing.

Mills Crossing focuses on **HOW** development occurs in equal parts to **WHAT** is developed, a design and development that provides flexibility in both **TIME** and **SPACE**.

Human-centered design or design thinking is a discovery-driven problem-solving approach at the forefront of many

different industries and disciplines that seek to innovate. As much as any industry or domain, the built environment stands to benefit from utilizing a human-centered design (or "human-centered development") approach to create authentic and active places that serve the unique needs of a local community.

The traditional approach of "if you build it, they will come" has shown that, more often than not, "they" don't come if you don't build what the community needs where it is most needed. Rather than developing ideas from this top-down, hierarchical structure – from "the Market's" mind to the

Community's backyard – HCD is collaborative, community/user-focused, and iterative. It is a learning process that is fueled by users' experiential feedback. The process leverages and expands upon more traditional (and risky) approaches that solely focus on writing business plans and performing market studies or surveys.

Public-private partnerships (P3s) and HCD have natural and powerful synergies.

DEVELOPING A UNIQUE PLACE FOR A YOUNG, EVOLVING CITY

By necessity, the Team's application of a human-centered design/development approach to Mills Crossing must be specifically tailored to the social, economic, and environmental characteristics of Rancho Cordova. Our customized development approach involves the following steps:

1. REFINE PROJECT IDEAS

Housing Development

- By bringing new residents to the City, the housing component embeds demand for community uses on the Site.
- Housing in this key location is best thought of as civic infrastructure benefiting not just to the residents who will live onsite but also the broader community.

Community Facilities



- Drawing from conclusions reached in commissioned market analyses, space programming studies, stakeholder surveys, and council study sessions, the City's program aspirations center on providing flexible multi-purpose community facilities.
- Thoroughly researched, site-specific programming would involve further exploration of partnerships with local operators and stakeholders – for example, Team member Hacker Lab – for unmet demand for space and community programming needs.
- Led by the Team's placemaking experts, generate new ideas, "connect new dots", and further identify gaps and community needs through cross-silo community and civic partner engagement.

2. TEST IDEAS AND ITERATE

Interim ("Pop Up") Facilities



- Prototyping phase (i.e. the Minimum Viable Product, or MVP, in design thinking): no matter how experienced and knowledgeable the team is, ideas are only as good as they are able to be implemented. Pop-up facilities are the built environment's answer to the need to develop an MVP or prototype and test new ideas with the end user, gather feedback/data, and iterate.
- The expanding world of temporary/interim facilities (i.e. pop-up uses) – for food & beverage, retail, entertainment, performances, exhibits, crafts, civic engagement, etc. – allows our Team, in collaboration with the City, to rapidly establish temporary places before putting "shovels in the ground".
- The use of interim placemaking frameworks could occur during pre-development in parallel with and informing the planning for permanent facilities, adding energy and excitement to the civic engagement process.

3. FINALIZE DEVELOPMENT PLAN

Risk-mitigated, Development



- A final development plan will be established with thorough collaboration with the City, community, and the Team
- The strategies above allow for responsible, risk-mitigated project implementation, managing time by breaking up the project into phases as needed while activating the entire Site with an evolving balance of permanent and interim facilities.
- The Team will craft a strategy that keeps the development advancing in its stages in order to achieve the City's aspirations.

INTERPRETING THE VISION

The City offers a compelling case for the development of a mixed-use community hub on the nearly 10-acre Mills Station site, where the interplay of public gathering spaces, community amenities, and cultural, recreational, commercial, and residential uses seek to create a vibrant center of civic identity and catalyze further development within the Mills Station District.



Mills Crossing Annotated Site Plan, 2019

Our concept emphasizes **Connectivity** in terms of linkages to the surrounding neighborhood as well as crossroads or exchanges within the Site, places where planned and unplanned activity and gatherings **Emerge**.



Mills Crossing Conceptual Rendering, 2019

The epicenter of the Site provides a strong pedestrian connection across Folsom Boulevard to Mills Light Rail Station, which arrives at a central public promenade, plaza, and stage, which can be programmed in a variety of ways. The central promenade extends and connects to the Site's residential anterior, inviting residents to partake in the public gathering spaces and community facilities. A permeable pedestrian green street or pathway divides the Site from north to south, where residential use sits to the

north and community facilities to the south. The green paths also draw activity to the easterly side of the Site and create connections to Los Rios Community College, both existing and expansion areas. Bike lanes and pedestrian enhancements at street corners further invite multiple modes of access to the Site. Finally, true to the Site's TOD nature, parking is predominantly accommodated across the street at Mills Station.

Conceptual development program yields are as follows:

Use Type	Program Yield
Housing	130 to 200 Units
Community Flex Facilities	50,000 to 60,000 SF
Commercial/Retail Flex	5,000 to 10,000 SF

Note: the above is illustrative in nature and will be subject to modification as the project evolves

Housing: a critical element of the development program, embedding demand for the community facilities on the Site. New housing development also aligns with the growth trajectory of Rancho Cordova and the region, as the City intentionally **Progresses** from a commuter town to a more diversified population of residents with evening and weekend presence.

ATTACHMENT 2

The housing component is planned on the northern half of the Site in a 3-story walkup configuration. The amount and levels of affordability are to be determined in collaboration with the City, as is a portion of potentially unrestricted units to accommodate the progression of market rate demand over time.

Community and Commercial Facilities: activation of public spaces is the lifeblood of the Project, and the vision for the community facilities is to create a community identity through iconic structures fronting Folsom Boulevard in space quantities and configurations that can accommodate flexible cultural and recreational uses. The City's extensive analysis and engagement efforts to date have focused on providing flexible spaces for performance and visual arts, meeting spaces, maker spaces, commercial kitchen, arts studios, museum or exhibit space, and social services such as a clinic.

Team member Hacker Lab is an ideal partner to plan and program multi-purpose maker spaces, arts studios, STEM laboratories, meeting rooms, and similar cultural uses.



Hacker Lab Global Home, Sacramento CA

PROTOTYPE TO PERMANENT: A MODERN APPROACH TO PLACEMAKING

The City should be commended for advancing its vision for the Mills Station District to the point that it has, providing prospective developers and designers much to draw from.

Both the challenge and opportunity presented by this Project are to effectively balance the varied programmatic ideas, affordability goals, and financing opportunities into a cohesive and feasible development plan operated by the appropriate organization(s) that can satisfy demonstrated community needs. Beyond business planning and additional surveys, our view is that success will be greatly enhanced by adopting a "prototype to permanent" approach, i.e. strategic deployment of creative, living laboratories to gauge real demand and viability for the various ideas explored before the full built-out of permanent facilities. This proposed evolutionary placemaking framework i.e. HCD approach – from prototype to permanent – is a critical value-added element missing from the City's process so far, and it can reduce risk and speculation in Project implementation

It doesn't take as long as you might think

Activating the Site and stress testing ideas would be a core part of the Project's pre-development phase – think "placemaking festivals" with pop-up vendors as a form of community development charrettes. The mix of interim facilities and permanent facilities may also prove to be an effective phasing strategy and can elevate the name recognition of the Project throughout the industry and region. **In this way, interim uses (1) catalyze development early in the development process, (2) are a risk-mitigation strategy to test community service demand before making long-term commitments to permanent facilities, and (3) can attract private investment in permanent facilities by demonstrating market viability of commercial pop-up uses.**



Examples of this work from our pioneering team members are shown below and further detailed in the Relevant Team Experience section.

ENVELOPE A+D

envelope a+d o | a u a

PROXY

San Francisco, CA

Temporary urban activation – retail, food, arts, events

Conceptualized as a placeholder for a more permanent development, PROXY demonstrates how, through minimal means, voids in the city fabric can become thriving centers of ingenuity and fun that positively affect the quality of life in the surrounding neighborhood.



A combination of provisional architecture and thoroughly researched, site-specific programming act as a content machine ... an invitation for artists,

designers, content creators and passers-by to act on PROXY, play around in it and invent it for themselves. These chance collisions between multidisciplinary actors result in a richness of experience that draws in people to engage with each other and with their environment in delightful ways.

NOW_HUNTERS POINT

San Francisco, CA

Interim uses and structures, public park, streetscape + plaza

NOW_Hunters Point is framed around an incremental, community-led approach in which an array of interim uses—job training, mobile health clinics, access to fresh food, youth activities and tutoring—are implemented to support the existing community against the strong currents of change that are already in motion...we crafted a strategy that utilizes live prototyping not only to test objects—like the Listening Booth used to record neighbors' stories—but to establish a way of engaging community members in the design process that is fundamentally reciprocal and respectful.



Along the way, the insights that we take from this constant conversation will create a feedback loop within the design process, shaping the form and content of the permanent public space improvements, and suggesting directions for the long-term development of the land.

PROJECT FOR PUBLIC SPACES



DOWNTOWN DETROIT PUBLIC SPACES

Detroit, MI

Placemaking revival in downtown Detroit

Project for Public Spaces has worked with local partners in downtown Detroit for nearly two decades. As the city fell upon hard times, our placemaking efforts in the heart of downtown provided a beacon of hope for residents and an engine for economic revitalization. ... community-driven improvements to the once unfriendly traffic island

Campus Martius caught the attention first of Compuware and then of Quicken Loans, both of which moved their headquarters next to Campus Martius,



and brought jobs and investment back downtown. Today, Campus Martius attracts more than two million people annually, the surrounding district has attracted 20,000 new jobs and over \$2 billion of real estate investment, and since the Detroit declared bankruptcy in 2013, the park has become a symbol of the city's resilience and renewal.

SAN MATEO PENINSULA TRANSIT CORRIDOR PLAN

San Mateo County, CA

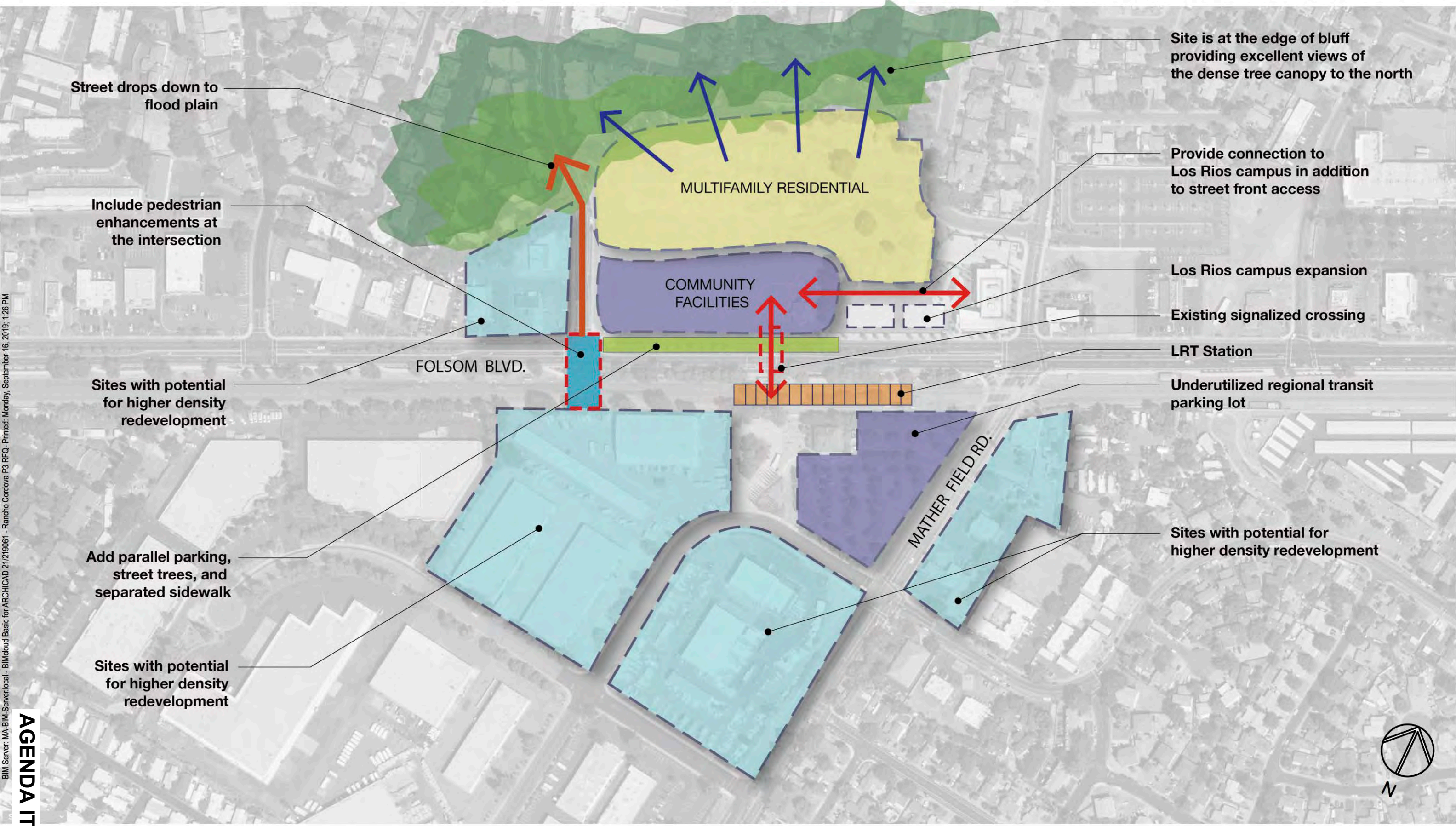
Transit stations as community hubs

Thinking beyond Stops and Stations to Community Hubs – PPS's Portals to PLACES program

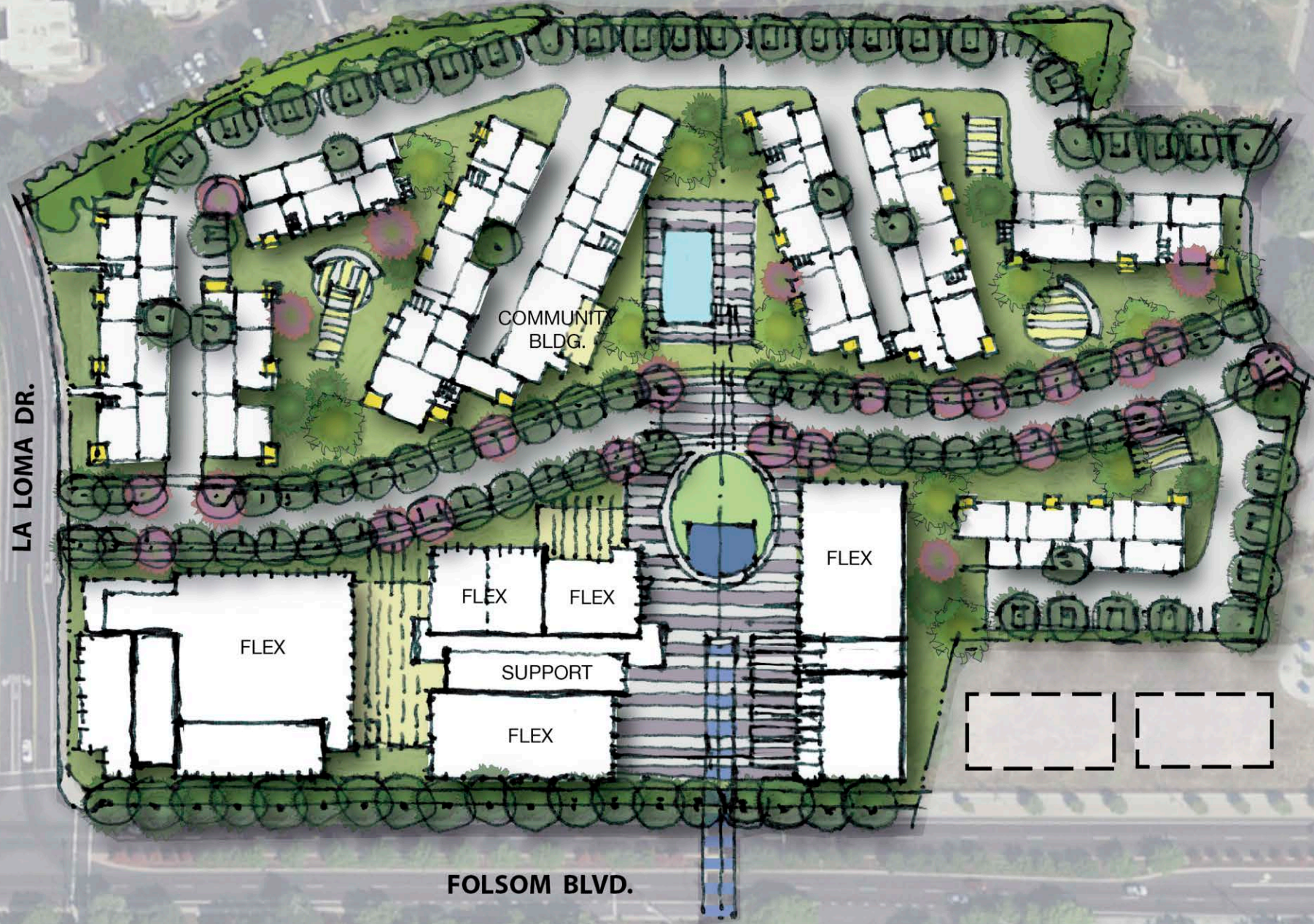
focuses on creating transit facilities that support communities. Transit stops and stations are well integrated into the communities they serve at the local and regional level, meet the needs of passengers through useful amenities, and serve as accessible active, social, and comfortable public spaces.



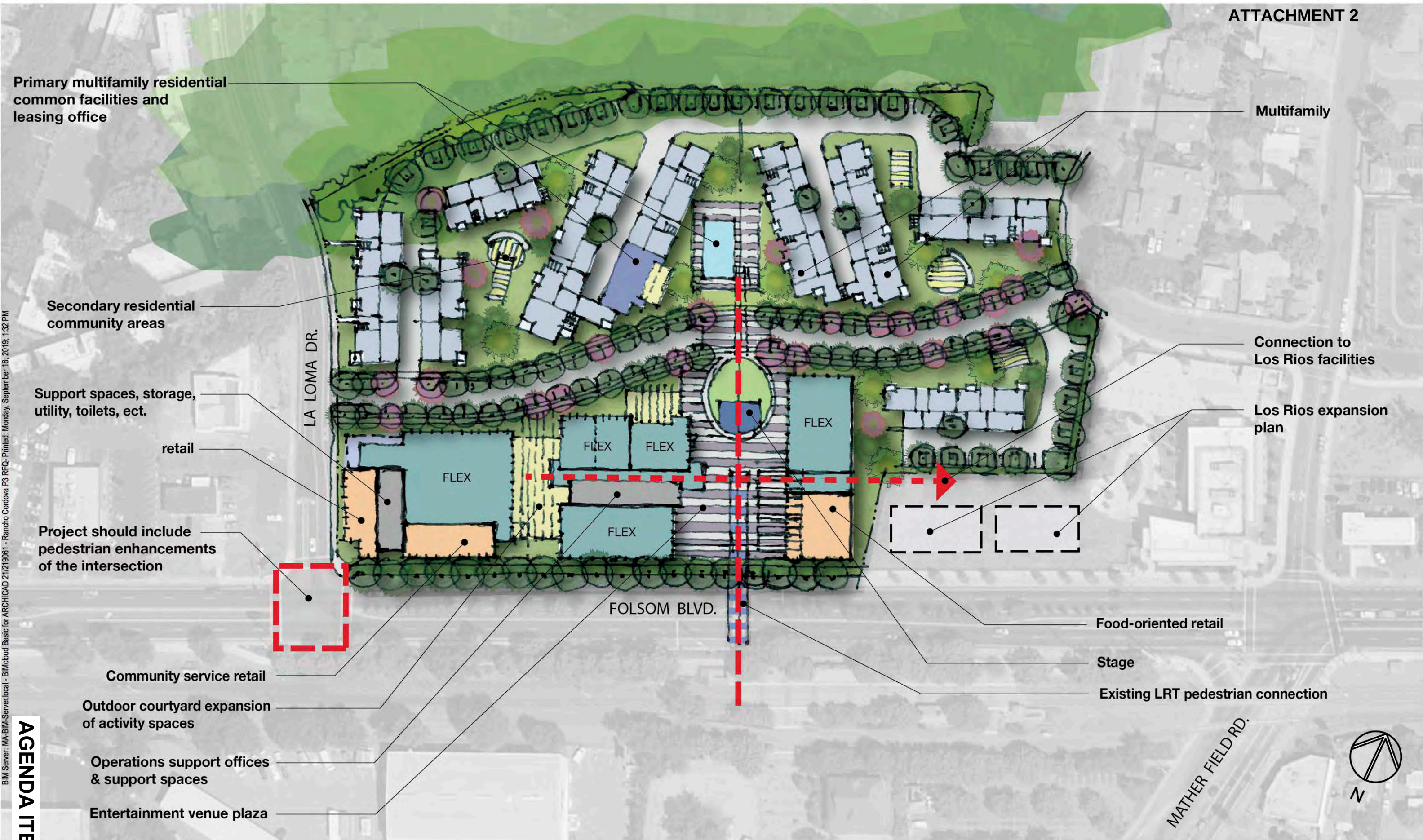
Through a participatory and interactive planning process, PPS developed conceptual Placemaking plans for seven transit stations along the corridor in order to attract more people to them, along with a plan to transform El Camino Real into a 'Grand Boulevard.' The Plan is based on four related strategies: 1. Turning Transit Stops and Stations into "Places"; 2. Transforming El Camino Real into a Grand Boulevard; 3. Creating Balanced Access to Transit; and 4. Fostering Affordable Housing and a Lively Downtown Development Mix. The seven cities involved are: Belmont, Colma, Daly City, Redwood City, San Bruno, San Carlos, and South San Francisco.



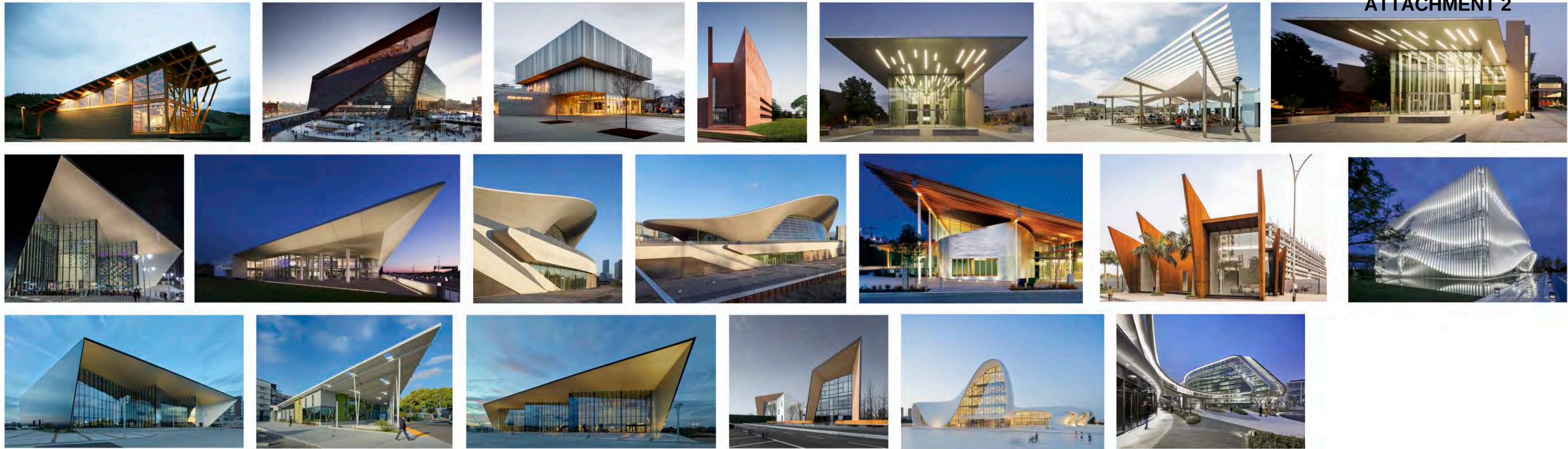
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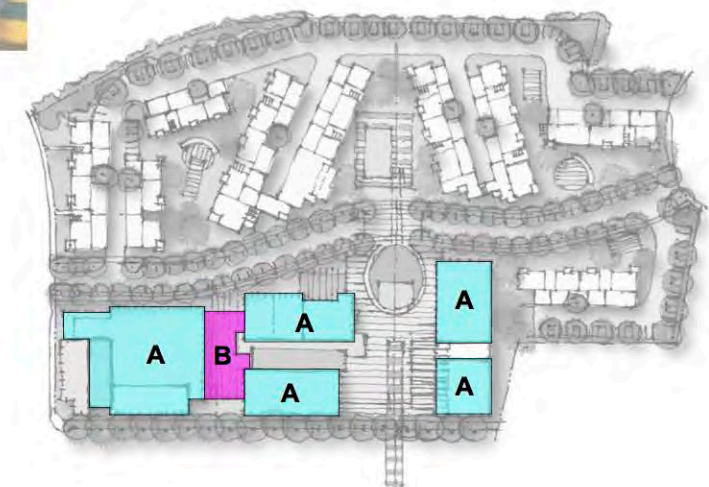


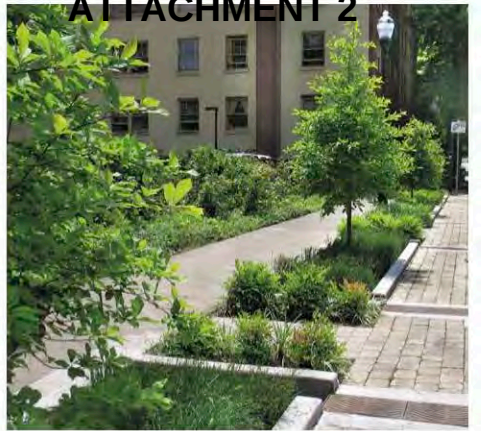
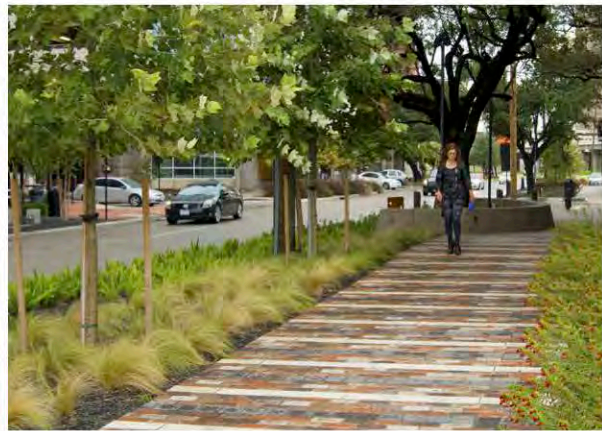
ATTACHMENT 2

A Building Form

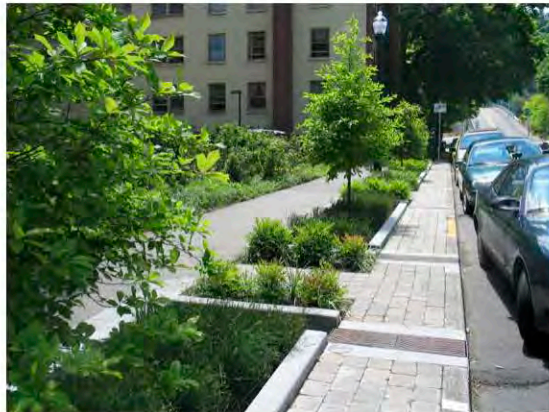


B Outdoor Courtyard/ Activity Space

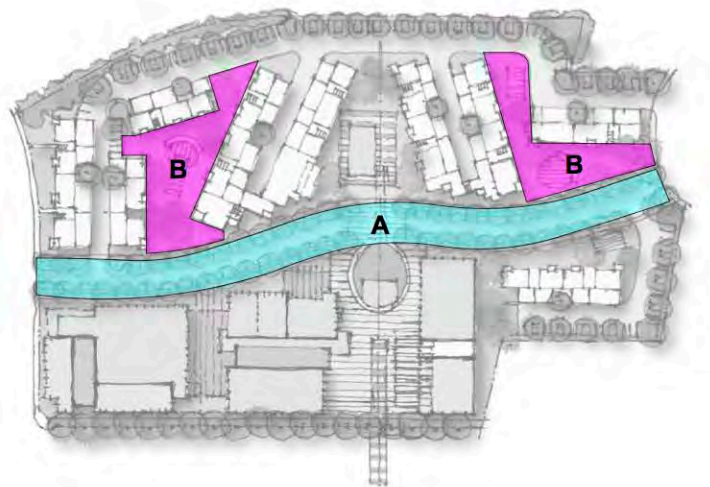
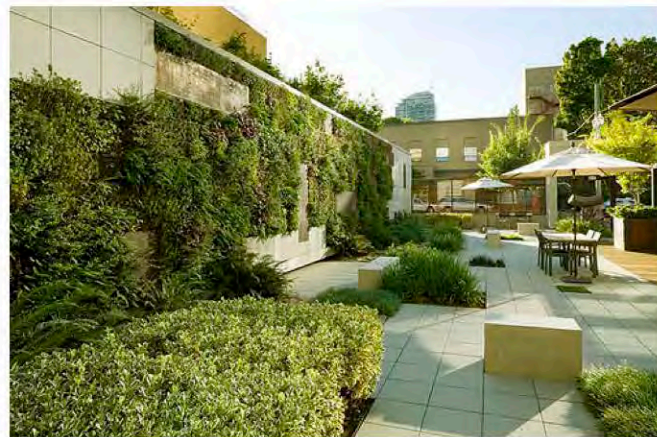




ATTACHMENT 2



A Green Streets



B Residential Courtyard



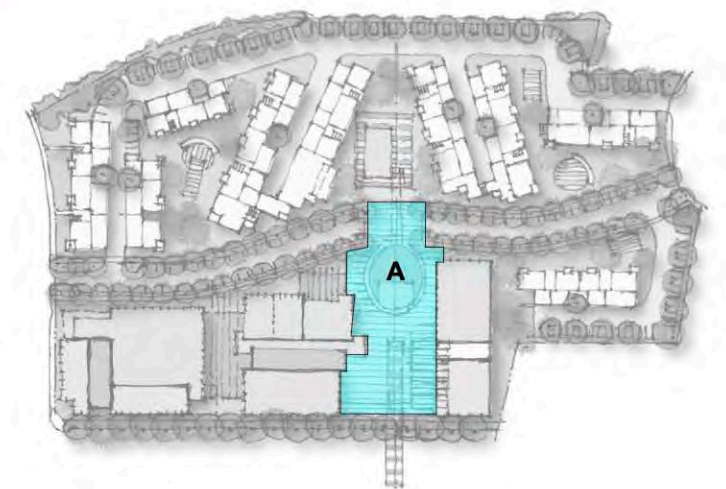
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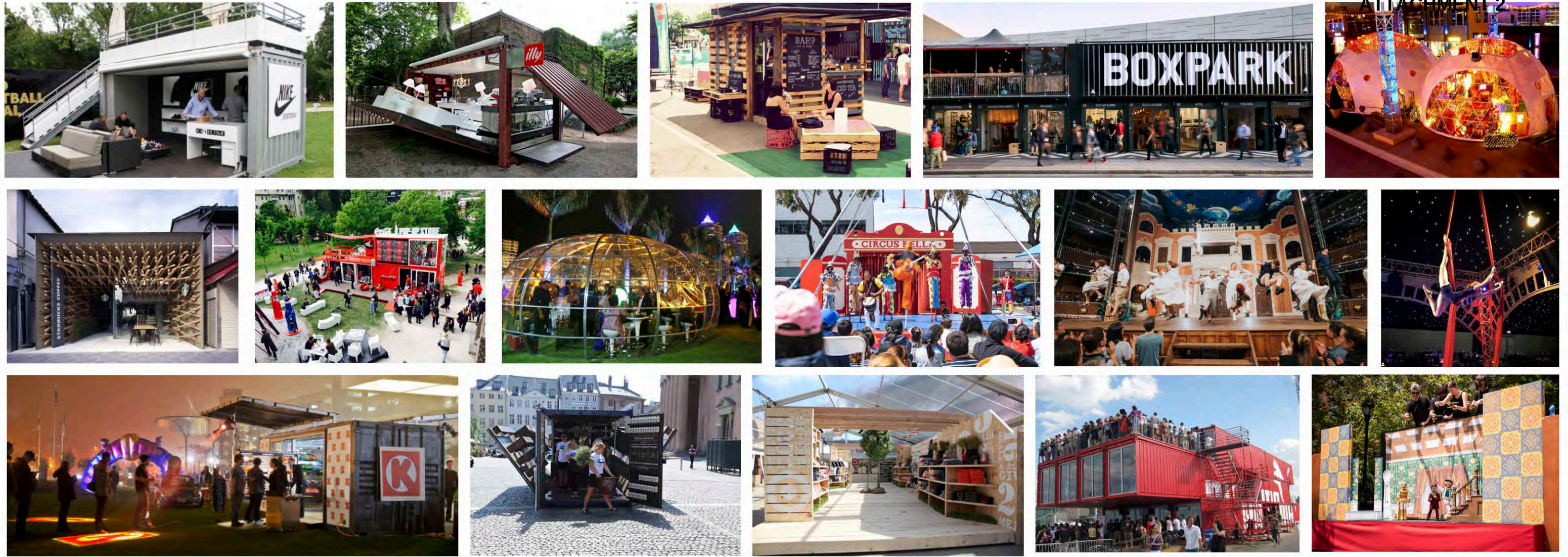


A Venue Plaza: Food Truck

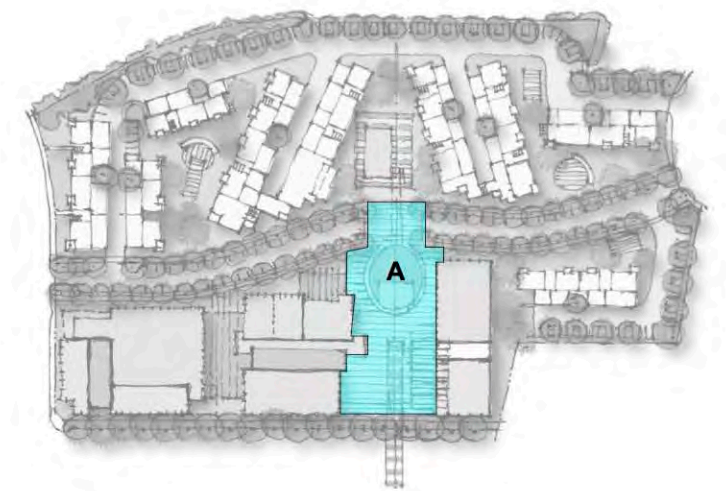


A Venue Plaza: Outdoor Entertainment





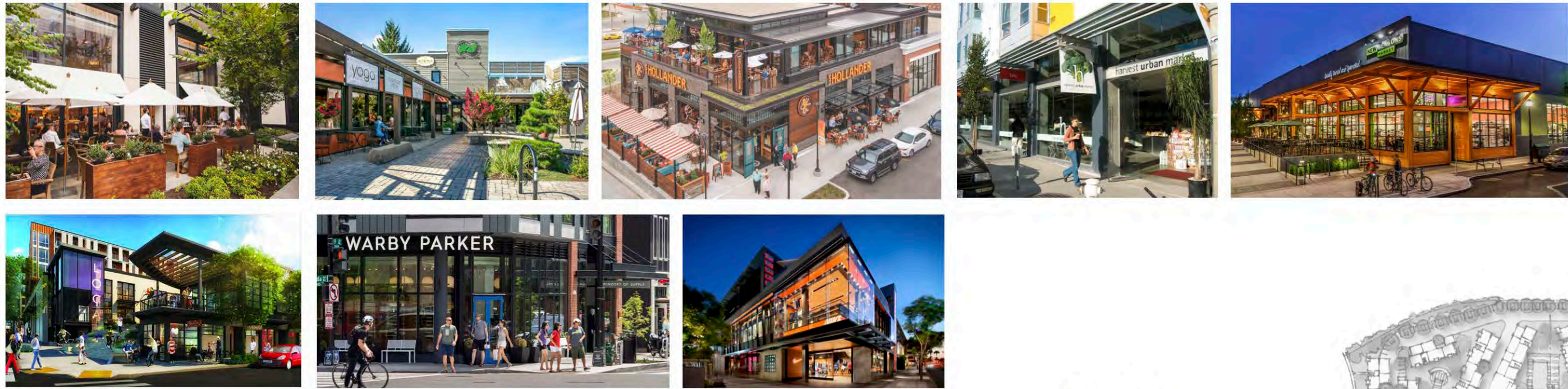
A Venue Plaza: Creative Pop-Ups



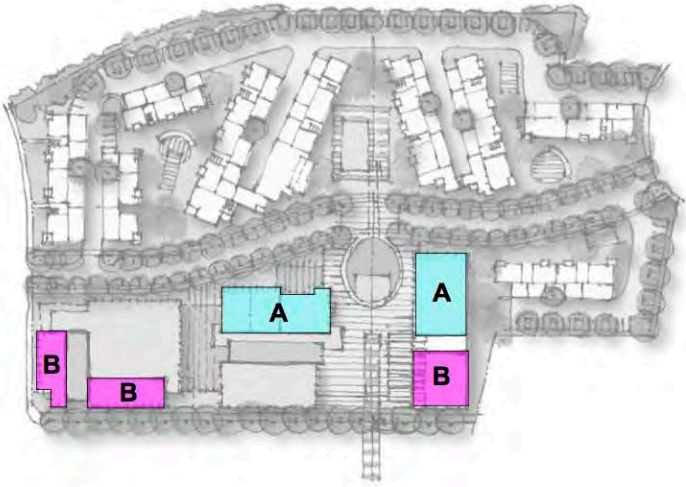


ATTACHMENT 2

A Maker Space



B Retail





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AGENDA ITEM 3.1



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AGENDA ITEM 3.1





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RELEVANT EXPERIENCE



COUNTY ADMINISTRATION SOUTH BUILDING // ORANGE COUNTY CIVIC CENTER P3

THE INDUSTRY'S LEADERS AND PIONEERS

GRIFFIN SWINERTON	30
RELATED CALIFORNIA	55
MOGAVERO ARCHITECTS	67
ENVELOPE A+D	80
PROJECT FOR PUBLIC SPACES	97
HACKER LAB	113
CITIGROUP (CITI)	116



RELEVANT EXPERIENCE

FIRM OVERVIEW

FEATURED PROJECTS & REFERENCES

TEAM RESUMES



Griffin|Swinerton operates as a distinct development company with ownership interest shared between Griffin Structures Inc and Swinerton Builders and leverages the expertise, track record, and resources of its partner firms.

+\$3B

of development
experience over 40 years

+\$600M

In development
currently underway

\$4B/YR

Swinerton: largest general
contractor in CA with +\$4B
of revenue in 2018

15 IN 15

15 successful
projects in 15 years

170+ YEARS

Combined firm experience

Griffin|Swinerton is a recognized leader in the design, planning, entitlements, financing, and development of social infrastructure, community facilities, and real estate using alternative project delivery methods including Public-Private Partnerships (P3), Lease-Leaseback, Design-Build, and Program Management at-Risk. Formed in 2009, Griffin|Swinerton is a fully integrated, well-established organization with more than \$600M of development underway all structured as P3 transactions.

Griffin|Swinerton combines the complementary strengths of its well-respected partner firms, Griffin Structures and Swinerton Builders, established in 1981 and 1888 respectively, each with decades of experience serving public sector clients throughout California and the U.S. Griffin Structures and Swinerton Builders have long and successful track records working with counties and cities in an open book, fully transparent process utilizing multiple alternative forms of project financing and delivery. Over the years we have been recognized for our expertise and innovation in public-private partnerships, land acquisition and development, construction management, and building construction. However, we are most proud of the trusted, committed reputation we have built with our public sector partners, who are often long-term repeat clients.

Master Development – Griffin|Swinerton, in collaboration with our partners, will perform integrated technical, financial, and administrative functions as master developer of the Site. Services within this category include master planning, entitlements, attribution of site work, public-private financing, and creation of the separate parcels for development of the housing and community facilities components.

Community Facilities Development via Public-Private Partnership (P3) – Griffin|Swinerton will develop the community facilities in a P3 arrangement with the County, offering a range of financing options and capabilities with our financing partners – from privately-issued tax-exempt bonds to tax credits, State transit oriented development (TOD) funds, private equity, and customized debt instruments. Our Team will collaboratively work with the City to select a value-added deal structure and (e.g. lease-leaseback) and financing approach that best meets its programmatic goals while most efficiently leveraging the City's significant investment of land and \$35 million cash contribution.

Griffin|Swinerton operates as a flat organization with minimal hierarchy. We take an **all-hands-on-deck approach**, seamlessly integrating the staff of both partner firms into project-specific teams. The expertise and commitment of our staff resources along with the industry's best architects, planners, builders and subcontractors will ensure that the Project is carefully planned, executed, and delivered in a fully transparent, open book, and collaborative process.

BUILDING 16 – COUNTY ADMINISTRATION SOUTH

SANTA ANA, CA



DEVELOPMENT: PUBLIC FACILITIES Public-Private Partnership (P3)

Cost
\$188M

Size
250,000 SF

Client
County of Orange

Reference Contact
Frank Kim, CEO
(714) 834-4304
frank.kim@ocgov.com
Executive Assistant:
Nadine Romero
(714) 834-6201

The LEED Silver project known as Building 16 is the first phase of a multiphase master plan for the County of Orange. This phase is comprised of a 250,000 SF, six-story office building over two levels of subterranean parking. The tenants will be Public Works, Waste Management, Treasurer/Tax Collector, as well as a One Stop Shop, providing 'walk up service' to all departments for the County's constituents. The project is estimated to be complete in 2020.

The project is bordered by a future OC Street Car transit stop to the south, service and pedestrian paseo to the east, a central courtyard to the north and a rejuvenated pedestrian-friendly street to the west. Likewise, the project's elevations change with the solar orientation which allows filtered sunlight to enter the east and west facades while the southern exposure shields the interiors from the harsh southern sunlight.

This is a Public-Private Partnership ("P3") project.

BUILDING 14 – COUNTY ADMINISTRATION NORTH

SANTA ANA, CA



DEVELOPMENT: PUBLIC FACILITIES Public-Private Partnership (P3)

Cost
\$200M

Size
250,000 SF

Client
County of Orange

Reference Contact
Frank Kim, CEO
(714) 834-4304
frank.kim@ocgov.com
Executive Assistant:
Nadine Romero
(714) 834-6201

“Building 14” will be a sister building to the County of Orange’s new Building 16 in terms of design and approximate size. The planned occupants include Board of Supervisor offices, the Board of Supervisor hearing chamber, and departments currently occupying Buildings 10 and 12. A new plaza is also planned between and around the newly constructed Buildings 14 and 16.

In December 2018, financing closed for Building 14 in a privately-issued tax-exempt bond offering that achieved excellent spreads and coincided with an ratings upgrade for the County of Orange to AAA. The project is currently in its pre-development phase and is on schedule to commence construction in October 2019.

This is a Public-Private Partnership (“P3”) project.

RIVERSIDE CONVENTION CENTER EXPANSION

RIVERSIDE, CA



DEVELOPMENT: PUBLIC FACILITIES Public-Private Partnership (P3)

Cost
\$130M (est)

Size
120,000 SF (est)

Client
City of Riverside

In Q2 2019, Griffin|Swinerton was awarded a P3 by the Riverside City Council to design, permit, finance, and construct a roughly 100,000 gross square foot expansion of the Riverside Convention Center, adjacent 1,000+ space parking structure, and public events plaza. This project is a part of the Riverside Alive district in the heart of downtown Riverside, adjacent to a concurrently-built mixed-use development of a connected convention hotel, extended stay hotel, apartments, retail, and office building.

The project is currently in an exclusive negotiations phase and is on a preliminary schedule for construction between 2021 to 2023.

SALINAS POLICE SERVICE HEADQUARTERS

SALINAS, CA



DEVELOPMENT: PUBLIC FACILITIES Public-Private Partnership (P3)

Cost
\$55M

Size
74,000 SF

Client
City of Salinas

Reference Contact
Donald Reynolds
Assistant Public Works Director
(831)758-7241
donaldr@ci.salinas.ca.us

The team of Griffin Structures and Swinerton Builders is serving as the Development Team for the design, financing, construction and delivery of this new \$55 million facility.

The new 74,000 square foot building will replace the City's existing police department headquarters, built in 1958. The Police Headquarters will address the space needs identified in the City's 2014 needs assessment study for the Police Department.

Planning and development includes a comprehensive community outreach component to engage residents and businesses. The project closed financing in May 2018 and commenced construction in June 2018.

"The reference check is what really tilted the scale toward [selecting] the Griffin|Swinerton team."

—City of Salinas Council Staff Report (April 18, 2017)

EL GABILAN BRANCH LIBRARY

SALINAS, CA



Interior View – Café

- Internet Access
- Food/Drinks
- View Out (active)



DEVELOPMENT: PUBLIC FACILITIES Public-Private Partnership (P3)

Cost
\$22M

Size
21,000 SF

Client
City of Salinas

Reference Contact
Eric Howard
Librarian, Salinas Public Library
(831)758-7419
erich@ci.salinas.ca.us

The team of Griffin Structures and Swinerton Builders is serving as the Development Team for the new El Gabilan Branch Library in the City of Salinas. This facility will be delivered utilizing a Public-Private Partnership (P3) which will provide for the design, financing, construction, and delivery of the new library. The building will be delivered completely finished and furnished as a turnkey project.

Working with Anderson Brulé Architects as the City's selected Architect, the Griffin | Swinerton Team will provide the services necessary to move the El Gabilan Library project from a final schematic design to the design of a fully constructed and equipped building with associated parking and site development.

The new 21,000 square foot, two-story building facility will replace the City's existing library on just over one acre of land.

QUARTZ HILL LIBRARY

COUNTY OF LOS ANGELES, CA



DEVELOPMENT: PUBLIC FACILITIES Public-Private Partnership (P3)

Cost
\$12M

Size
12,000 SF

Client
County of Los Angeles

Reference Contact
Fred Hungerford
Chief Deputy County Librarian
(951) 444-6141
fhungerford@managementco
uncil.lacounty.gov

Griffin Structures partnered with Swinerton Builders to deliver a turn-key library for the County of Los Angeles. The Griffin|Swinerton comprehensive proposal to replace the County's existing branch library in the unincorporated Antelope Valley community of Quartz Hill, was structured around a lease with an option to purchase the project during the lease term. The lease structure gives the County flexibility, while the design-finance-build P3 model guarantees an occupancy cost to the County.

The Quartz Hill Library began with a County-issued RFP outlining parameters for the location—a one- to two-acre site with sole ingress/egress rights, zoning and entitlements allowing for public uses, and access to utilities that met its public library specifications. The team secured a 1.7-acre site and developed conceptual designs before submitting its proposal. The team designed the LEED Gold facility, secured entitlements and all development approvals, and financed the entire project. In 2016, Griffin|Swinerton delivered a move-in ready library, outfitted with County-specified furniture, fixtures and equipment.

This was a Public Private Partnership ("P3") project.

WEST HOLLYWOOD CITY HALL

WEST HOLLYWOOD, CA



DEVELOPMENT: PUBLIC FACILITIES

Public-Private Partnership (P3)

Cost

\$8M (\$ 1991)

Size

35,000 SF

Client

City of West Hollywood

Reference Contact

Joan English (*retired*)
Director of Transportation
(310)413-3302

Griffin Structures worked with the City of West Hollywood to redevelop an aging commercial building into a new City Hall and state-of-the-art Emergency Operations Center. The turn-key project was delivered move-in ready to serve West Hollywood residents and businesses, through a Public Private Partnership ("P3"). This project, completed in 1991, was one of the very first municipal P3 projects undertaken in the United States.

Griffin Structures is also currently acting as Owner's Representative to the City of West Hollywood to renovate the existing City Hall. The scope of work includes updating the lobby along with several other improvements.

This was a Public-Private Partnership ("P3") project.

Half Moon Bay Library

Half Moon Bay, CA



Cost:

\$24M

Size:

22,000 SF

Client:

City of Half Moon Bay

Contact:

Peggy Jensen,
Deputy County Manager
(650) 363-4598 |
pjensen@smcgov.org

Annie Malley
Branch Library
(650) 726-2316 x227 |
malley@smcl.org

Griffin is providing program and construction management services for a new library in the City of Half Moon Bay. The project entails demolition of the existing 7,825 square foot library and construction of a new 22,000 square foot library. Planning for the new \$24 million library involved extensive community engagement and outreach. The contemporary design includes a lobby; children's area; study, teen and literacy areas; as well as a roof deck, courtyard and atrium. The project, scheduled for completion in summer 2018, is designed to be a Net Zero Energy (NZE) building, with LEED® Silver or better certification.

The new Half Moon Bay Library project, funded by the City of Half Moon Bay, the County of San Mateo and the San Mateo County Library Joint Powers Authority, will service the San Mateo Coastsides communities and is the only library serving a 270 square mile area.

Burlingame Community Center

Burlingame, California



Cost:

\$40M

Project Duration:

2018 - 2021 (est.)

Size:

35,700 SF

Public Agency:

City of Burlingame

Contact:

Margaret Glomstad, Parks and
Recreation Director
(650) 558-7307
mglomstad@burlingame.org



The new, 35,700 square foot, two-story center will be built over the footprint of the existing facility, expanding the existing space by nearly 11,000 SF. The Center will feature an active lounge, community room, classroom, music studio, tech shop, ceramics and fine arts workshops, teen center, fitness studio, and more

Other components include the addition of new above-ground and underground parking adjacent to the new building, a new relocated playground, basketball court, and picnic area, and site improvements to the area surrounding the new Center.

Griffin Structures is providing construction management services and value engineering.

Discovery Cube Science Center

Santa Ana, California



Relevancy:

- Program and Construction Management
- Non-Profit Organization

Cost:

\$12M

Size:

44,000 SF

Project Duration:

2013 - 2015

Client:

Discovery Science Foundation

Contact:

Joe Adams
CEO, Discovery Science Foundation
(866) 552-2823
jadams@discoverycube.org

As the construction manager for the \$12M expansion of the popular Discovery Cube-Orange County Science Center in Santa Ana, Griffin managed the project that enabled the Center to expand its distinctive hands-on experiences for visitors with differing learning styles, whether kinesthetic, auditory or visual.

The 44,000 SF Discovery Pavilion expansion included a flexible black box theater, new exhibit space, a full demonstration kitchen, an educators' resource center, an expanded Launch Pad Science Store, upgraded welcome lobby and ticketing areas, and additional administrative office space. The expansion doubled Discovery Cube's guest capacity

and provided a larger, state-of-the-art exhibits.

Discovery Cube-Orange County programs and interactive features provided a natural extension to school outreach programs and served as a large-scale teaching aids for students, teachers and families, fulfilling the Discovery Science Foundation mission to *"inspire and educate young minds through engaging science-based programs and exhibits to create a meaningful impact on the communities they serve."*

San Bruno Recreation and Aquatics Center

San Bruno, CA



Relevancy

- Aquatics center
- Project and construction management

Cost:

\$49.5M (estimated)

Size:

45,000 SF building

8,200 SF outdoor pool

Griffin Structures is currently assisting the City of San Bruno with managing the design and construction phases of the new Recreation and Aquatics Center Project. This project consists of three separate phases: Phase 1 involved developing the conceptual design of the new Center; Phase 2 proceeded with the development of schematic design plans and construction drawings; and Phase 3 is construction.

The development of the conceptual design included several components, including: program alternatives; site analysis and alternatives; building

alternatives; project budget and operating strategies; analysis and evaluation of identified alternatives; recommended alternative; conceptual design package and budget; and public engagement.

The new Recreation and Aquatics Center will include the following: a natatorium for year-round aquatics, an outdoor pool with splash pad, a gymnasium, a fitness/wellness center, a community hall, a game room, conference rooms, and several multi-purpose classrooms.

Environmental Nature Center and Pre-School

Newport Beach, California



Relevancy:

- Program and Construction Management
- Non-Profit Organization

Cost:

\$12M

Size:

9,000 SF

Project Duration:

2012 - Present

Client:

Environmental Nature Center, Inc.

Contact:

Bo Glover
Executive Director
(949) 645-0618
bo@encenter.org

Griffin Structures provided program and construction management services for the delivery of the Environmental Nature Center, Orange County's first LEED® Platinum facility. The 9,000 SF education center, located on a 3.5-acre site in Newport Beach, provides visitors with an educational experience through hands-on interactions.

Through the use of photovoltaic solar panels, the \$12M Center is a zero net energy facility and the first net energy producer in the Southern California Edison service area. Other sustainable features include optimized building orientation, operable windows providing natural ventilation, composite wood

products as well recycled and renewable materials, drought-tolerant, indigenous landscape, bio-swales and rain harvesting designs eliminating all storm water runoff, and water efficient fixtures that save an average of 15,000 gallons of potable water annually. Additionally, more than 80 percent of the project's construction waste was recycled and diverted from landfills.

The Environmental Nature Center is a non-profit organization providing opportunities for enhancing the community's knowledge, understanding and appreciation of the natural world.

Yorba Linda Library & Cultural Arts Center

Yorba Linda, CA



Cost:

\$52M

Size:

45,000 SF Library;
13,500 SF Arts Center

Client:

City of Yorba Linda

Contact:

Carrie Lixey, Library Director
(714) 777-2466

The City of Yorba Linda recently retained Griffin Structures, Inc., as its Construction Manager to work with the City, Library, and Parks and Recreation staff to provide construction management services for the construction of a new two-story, approximately 45,000 square foot Library and 13,500 square foot Arts Center. The project will consist of a design phase (now through Fall of 2018) and a construction phase from Fall of 2018 to early 2020. The City of Yorba Linda has designated the Strawberry Field/Site 13 as the site for the project.

The existing 28,350 square foot Public Library facility, has had over three successive expansions to accommodate the changing needs of the community. Due to the increasing demand for services and materials, the Library facility, once again, needs to grow, but lack of space on the current lot, structural limitations and the complexity of the existing layout deter further expansion, and a new facility is needed. A new Arts Center will be incorporated and will also address needs identified in the Parks and Recreation Master Plan.

Anaheim Ducks Training Center

Irvine, California



Relevancy:

- Program and Construction Management
- Pre-engineered metal warehouse structure

Cost:

\$108M

Size:

280,000 SF

Project Duration:

2017 - Ongoing

Client:

Irvine Ice Foundation

Contact:

Bill Foltz
CFO of H&S Ventures, LLC
(949) 760-4304
bfoltz@hsventures.org

We are serving as program and construction manager and owner's representative for the new 280,000 SF Anaheim Ducks Training Center. The \$108M facility located on a 13.5 acre site at Orange County's Great Park will also serve as the new training facility for the Anaheim Ducks® National Hockey League team.

The facility will feature four indoor ice rinks—three NHL regulation rinks, and one Olympic regulation rink. The main arena will seat 2,500 and have the ability to host a wide variety of sporting and entertainment events. Other features include a sports bar, party rooms, classrooms, and

outdoor public spaces and amenities.

The pre-engineered metal framework will result in significant schedule and cost savings. The comprehensive LEED® Silver facility will fill the County's need for ice sports activities including youth and adult hockey programs, figure skating, regional and national tournaments and competitions, as well as open public recreational skating. When completed, the facility—the County's first such venue in 20 years—will be one of the largest of its kind in the nation.

Great Park Sports Complex

Irvine, CA



Cost:
\$108 million

Size:
280,000 SF

Client:
Irvine Ice Foundation

Contact:
Bill Foltz, CFO of H&S Ventures, LLC
bfoltz@hsventures.org
(949) 760-4304

Griffin Structures is serving as Program and Construction Manager and Owner's Representative for the new 280,000 SF Great Park Sports Complex. The community ice and sports facility, located on a 13.5 acre site at Orange County's Great Park will also serve as the new training facility for the Anaheim Ducks NHL hockey team.

The Complex will feature four indoor ice rinks—three NHL regulation rinks and one Olympic regulation rink. The main arena will seat 2,500 and have the ability to host a wide variety of sporting and entertainment events. Other features include a sports bar, party rooms, classrooms, and outdoor public spaces and amenities.



ROGER TORRIERO

Principal-in-Charge, Griffin|Swinerton
CEO, Griffin Structures



EDUCATION

Master of Architecture,
Accademia di Belli Arti a Firenze
Italia

Bachelor of Architecture,
Syracuse University, New York

REGISTRATIONS

California Contractor License
#793600, Classes A & B

PROFESSIONAL AFFILIATIONS

U.S. Green Building Council, Member

Urban Land Institute, Member

American Public Works Association

National Association of Industrial &
Office Parks, Member

Associated General Contractors of
America, Member

Construction Management
Association of America, Member

Design-Build Institute, Member

Santa Clara Chamber of Commerce

San Jose Silicon Valley
Chamber of Commerce

YEARS OF EXPERIENCE

40+

As CEO/President of Griffin Structures, Roger focuses on the delivery of complex projects for the private and public sectors, including administration buildings, offices, parking structures, police facilities, libraries, community centers, city halls, parks and sports complexes.

Roger's extensive involvement in virtually all aspects of both public and private sector real estate development, finance, design, and construction provides Griffin Structures with specialized expertise in the conceptualization and realization of challenging projects. He is an expert in forward planning, finance, entitlements, project delivery methodologies, and community-based participatory planning. He is also a nationally recognized leader in the successful implementation of Public / Private Partnerships (P3).

HIGHLIGHTED EXPERIENCE:

Anaheim Convention Center, Anaheim, CA

This project encompasses 830,000 square-feet and includes two 100,000-square-foot exhibit halls and a 1,350-stall interstitial parking structure. The 30-month construction schedule engaged more than 30 trades and as many as 350 workers onsite each day and required coordination with the construction of two new hotels, multiple Disney events, and continuous Convention Center events with as many as 100,000 visitors during the construction period.

County Administration South (Building 16), Orange County, CA

Griffin|Swinerton is delivering the first phase of the County's comprehensive 20-year Civic Center Facilities Master Plan through a Public-Private Partnership (P3) using tax-exempt financing and a long-term lease structure. The building is a \$188 million, 254,000 square foot, six-story office building sited over two levels of subterranean parking. The turn-key facility will house three key Departments, as well as a One Stop Shop providing "walk up service" from all 13 county departments. At the end of the lease term, the County will take ownership of the building. The estimated completion and occupancy date is in early 2020.

County Administration North (Building 14), Orange County, CA

During the delivery of County Administration South, the Team was awarded the \$197 million second phase of County's Civic Center Facilities Master Plan, which closed financing in December 2018 through a Public-Private Partnership (P3) structure. The core plan of this building is a mirror image its twin structure, but with interior customized for 7 departments, including Board of Supervisors and County CEO. The project also includes new Board Room facilities.

Great Park Ice & Five Point Arena, Irvine, CA

Griffin Structures is serving as program and construction manager and owner's representative for the new 280,000 square-foot Great Park Ice & Five Point Arena sports complex. The \$108 million community ice and sports facility, located on a 13.5 acre site at Orange County's Great Park, will also serve as the new training facility for the Anaheim Ducks® National Hockey League team. The facility will feature four indoor ice rinks; the main arena will seat 2,500 and have the ability to host a wide variety of sporting and entertainment events. Other features include a sports bar, party rooms, classrooms, and outdoor public spaces and amenities.

Police Headquarters Building, Salinas, CA

The Griffin Structures / Swinerton Builders Team is developing the new Police Service Headquarters in the City of Salinas. The facility will be delivered utilizing a Public-Private Partnership (P3) which will provide for the design, financing, construction and delivery of the new \$49 million facility. The new 74,000 square foot facility will replace the City's existing police department headquarters, built in 1958, and will accommodate anticipated future growth as identified in the City's 2014 needs assessment study. The Services Headquarters is scheduled to be completed in first quarter 2020.

Gabilan Library, Salinas, CA

Griffin Structures | Swinerton Builders are serving as the Development Team for the new El Gabilan Branch Library in the City of Salinas. This facility is being delivered utilizing a Public-Private Partnership (P3) which will provide for the design, financing, construction, and delivery of the new library. The building will be delivered completely finished and furnished as a turnkey project. The new 21,000 square foot, two-story building facility will replace the City's existing library on just over one acre of land.

REPRESENTATIVE EXPERIENCE:

- County of Orange, Dana Point Harbor, Dana Point, CA
- County of Los Angeles, Quartz Hill Library, Lancaster, CA
- Fullerton Community and Senior Center, Fullerton, CA
- Fullerton Library, Fullerton, CA
- Hesperia Civic Center Master Plan, Hesperia, CA
- Jordan Downs Housing Redevelopment, Los Angeles, CA
- Cornerstone Development, Henderson, NV
- Griffin Towers, Santa Ana, CA
- Pacific Mutual Life Ins. HQ, Newport Beach, CA
- Crossroads Corporate Center, Irvine, CA
- Unisys Headquarters Building Griffin Towers & Parking
- Environmental Nature Center, Newport Beach, CA
- Discovery Science Center, Santa Ana, CA
- Tustin Library, Tustin, CA
- Tustin Fire Station No. 37, Tustin, CA
- Laguna Beach Community Center/Senior Center and Parking Structure, Laguna Beach, CA
- Visalia Emergency Communications Center, Visalia, CA
- Buena Park Police Headquarters, Buena Park, CA
- County of Riverside Family Law Court, Riverside, CA
- Half Moon Bay Library, Half Moon Bay, CA
- Walnut Creek Corporate Yard Relocation, Walnut Creek



DAVE CALLIS

Managing Partner, Griffin | Swinerton
Executive Vice President, Swinerton Builders



EDUCATION

Bachelor of Science,
 Construction Management,
 California State University,
 Long Beach

PROFESSIONAL AFFILIATIONS

NAIOP, Member
 ACRE-IE, Member

YEARS OF EXPERIENCE

28

Dave has over 25 years of experience in construction, ranging from managing all aspects of preconstruction and construction. Dave is particularly skilled in his thorough knowledge of construction practices, codes, scheduling, estimating, budget preparation, value engineering and constructability reviews.

Other responsibilities include: business development and maintaining client relationships, interviews, presentations and final contract negotiations. Dave has experience in managing all aspects of division personnel, including hiring, project assignment, training and development.

HIGHLIGHTED EXPERIENCE:

County Administration South (Building 16), Orange County, CA

Griffin | Swinerton is delivering the first phase of the County's comprehensive 20-year Civic Center Facilities Master Plan through a Public-Private Partnership (P3) using tax-exempt financing and a long-term lease structure. The building is a \$188 million, 254,000 square foot, six-story office building sited over two levels of subterranean parking. The turn-key facility will house three key Departments, as well as a One Stop Shop providing "walk up service" from all 13 county departments. At the end of the lease term, the County will take ownership of the building. The estimated completion and occupancy date is in early 2020.

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REPRESENTATIVE EXPERIENCE:

- County of Orange, County Administration Buildings South and North (P3), Santa Ana, CA
- Salinas Police Service Headquarters (P3), Salinas, CA
- El Gabilan Branch Library (P3), Salinas, CA
- Fullerton Library Renovation & Expansion, Fullerton, CA
- Turner Riverwalk, Riverside, CA
- Fullerton Community Center, Fullerton, CA
- Laguna Beach Community Center, Laguna Beach, CA
- Laguna Hills Community Center, Laguna Hills, CA
- San Bernardino Valley College Gymnasium, San Bernardino, CA
- John Wayne Airport Tenant Improvement, Santa Ana, CA
- San Dimas City Hall & Community Center, San Dimas, CA
- Burbank Community Services Center, Burbank, CA
- Cypress Community Center, Cypress, CA
- Kaiser Permanente Foothill Ranch Medical Office Building (MOB), Foothill Ranch, CA
- John Wayne Airport Parking Structure, Santa Ana, CA
- Broadcom Corporate Complex, Irvine, CA
- CHOC Parking Structure, Orange, CA
- Scholle Office Complex, Irvine, CA
- Ontario Airport Towers, Ontario, CA
- Ladera Ranch Corporate Terrace Medical Office Building, Ladera Ranch, CA



MARK HOGLUND

COO / CFO Griffin Structures



Mark Hoglund joined the Griffin Structures organization in 1986 as Chief Financial Officer. During his long tenure with the organization, he has also assumed the title and responsibilities of Chief Operating Officer. Prior to joining Griffin Structures, Mr. Hoglund was an Economic and Financial Analyst for Lincoln Property Company, and a Certified Public Accountant with Arthur Anderson. Additionally, Mark served as Program Director for Lockheed Martin IMS where he was in charge of all Orange County, California, operations and governmental affairs for the company.

EDUCATION

Master of Business Administration,
Finance, Real Estate, Public Policy,
The Wharton School,
University of Pennsylvania

Bachelor of Science,
McIntire School of Commerce
University of Virginia

PROFESSIONAL AFFILIATIONS

Certified Public Accountant

YEARS OF EXPERIENCE

35

As part of his extensive real estate experience with Griffin Structures, Mark has structured many complex real estate deals and transactions, from arrangements with investment partners to nuanced "P3" structures. He has provided extensive expertise, gained through decades of experience in both the private and public sectors.

In addition to his real estate experience, Mark has also served in a variety of key financial and management positions in the public sector. His public service positions include Chief of Staff at the United States Interstate Commerce Commission (as a presidential appointee), Treasurer and Chief Financial Officer to Governor Pete Wilson when he campaigned for the Presidency, Chief Deputy Director for the California Department of General Services, Advisor to California State Treasurer, and Chief of Staff to the Mayor of San Diego. Mark has served as advisor to numerous local, state, and federal campaigns for elective office.

REPRESENTATIVE EXPERIENCE:

- County Administration Building South, Orange County, Santa Ana, CA
- County Administration Building North, Orange County, Santa Ana, CA
- Police Headquarters Building, Salinas, CA
- Gabilan Library, Salinas, CA
- City Hall, West Hollywood, CA
- County of Los Angeles, Quartz Hill Library, Lancaster, CA



KORIN CRAWFORD

Executive Vice President / Project Executive



Korin Crawford leads the public-private partnership (P3) business unit for Griffin Structures and is responsible for originating, evaluating, structuring, and closing development projects for public facilities, renewable energy, and commercial real estate. Korin leverages 18 years of experience in infrastructure, real estate, and M&A of property-backed operating businesses with an emphasis on P3s and real estate transactions in complex regulatory environments.

EDUCATION

Master of Science in Management,
Stanford Graduate School of Business

Master of Science, Electrical Engineering,
Stanford University

Bachelor of Science, Electrical Engineering,
Duke University

PROFESSIONAL AFFILIATIONS

National Renewable Energy Laboratory,
Energy Execs

Urban Land Institute,
Member

Cleantech Institute, Certified Cleantech
Professional

YEARS OF EXPERIENCE

18

Prior to joining Griffin Structures, Korin was an Executive Advisor to the Los Angeles City Administrative Officer (CAO) as a subject matter expert on infrastructure delivered through a variety of alternative financing methods including P3s. In this role, Korin spearheaded \$3.5 billion of investment opportunities spanning municipal facilities, transit, renewable energy, and habitat restoration projects including P3s for the Los Angeles Convention Center and Los Angeles Civic Center.

From 2006 to 2015, Korin led his own consulting and investment practice, offering advisory services to for profit and non-profit real estate investors, developers, and public agencies (including utilities, ports, city/county, redevelopment, and school districts) to finance and develop land, real estate, renewable energy, and energy efficiency. Since 2005, Korin has served on the Board of Directors for two of the San Francisco Bay Area's most respected affordable housing and community developers.

REPRESENTATIVE EXPERIENCE:

- Los Angeles Convention Center Expansion and Modernization (P3), Los Angeles, CA
- Los Angeles Civic Center Master Plan (P3), Los Angeles, CA
- Downtown Los Angeles Streetcar (P3), Los Angeles, CA
- Mission Rock / SWL 337 - Port of San Francisco (P3), San Francisco, CA
- Pier 70 Redevelopment - Port of San Francisco (P3), San Francisco, CA
- Mission Bay Redevelopment - Port of San Francisco (P3), San Francisco, CA
- Bayview Hunters Point Shipyard Redevelopment (P3), San Francisco, CA
- Oakland Army Base Disposition and Reuse (P3) - Port of Oakland, Oakland, CA
- Fillmore Renaissance and Jazz Heritage Museum (P3), San Francisco, CA
- Oakland Uptown Redevelopment (P3), Oakland, CA
- Pinole Vista and Pinole Valley Shopping Center GroundLease and DDA Audit (P3), Pinole, CA



GARY CHUBB

Project Manager



Gary is responsible for the entire project development process to ensure success during all phases of design and construction. Executive management is focused on feasibility, site logistics, financial planning, contracts, design team interface, subcontractor performance, budget compliance, quality control, timely completion and close-out of projects. Gary's professional background combines both general contracting and owner representation which affords a complete perspective on total project success and client satisfaction.

EDUCATION

B.S., Construction Management
University of Washington,
Seattle, WA, 1991

PROFESSIONAL AFFILIATIONS

APWA
USGBC
NAIOP
DBIA

YEARS OF EXPERIENCE

26

HIGHLIGHTED EXPERIENCE:

Anaheim Convention Center, Anaheim, CA

The project encompasses 830,000 square-feet and includes two 100,000-square-foot exhibit halls and a 1,350-stall interstitial parking structure. The 30-month construction schedule engaged more than 30 trades and as many as 350 workers onsite each day and required coordination with the construction of two new hotels, multiple Disney events, and continuous Convention Center events with as many as 100,000 visitors during the construction period.

Police Headquarters Building, Salinas, CA

The Griffin Structures / Swinerton Builders Team is developing the new Police Service Headquarters in the City of Salinas. The facility will be delivered utilizing a Public-Private Partnership (P3) which will provide for the design, financing, construction and delivery of the new \$55 million facility. The new 74,000 square foot facility will replace the City's existing police department headquarters, built in 1958, and will accommodate anticipated future growth as identified in the City's 2014 needs assessment study. The Services Headquarters is scheduled to be completed in first quarter 2020.

El Gabilan Library, Salinas, CA

Griffin Structures | Swinerton Builders are serving as the Development Team for the new El Gabilan Branch Library in the City of Salinas. This facility is being delivered utilizing a Public-Private Partnership (P3) which will provide for the design, financing, construction, and delivery of the new library. The building will be delivered completely finished and furnished as a turnkey project. The new 21,000 square foot, two-story building facility will replace the City's existing library on just over one acre of land.

Fullerton Community and Senior Center, Fullerton, CA

Integrated Project/Construction Management for a \$27MM, 60,000 square foot, Senior and Community Center including Boys & Girls Club, aquatics, basketball, arts/crafts, and educational programs. Services included design team coordination, constructability reviews, estimating, project and construction management, and end user training.

Fullerton Library, Fullerton, CA

Integrated Project/Construction Management for a \$10MM, 40,000 square foot, main library expansion and renovation. Services included design team management, constructability reviews, estimating, project and construction management, and end user training.

REPRESENTATIVE EXPERIENCE:

- City of Westminster Capital Improvement Program, Westminster, CA
- Environmental Nature Center, Newport Beach, CA
- Lake Forest Sports Park, Lake Forest, CA
- Orange County Transportation Authority Parking Structures
- Discovery Science Center, Santa Ana, CA
- San Dimas City Hall and Community Center, San Dimas, CA
- Cypress Community Center, Cypress, CA
- Laguna Beach Senior and Community Center, Laguna Beach, CA
- Marina Park Community and Sailing Center, Newport Beach, CA
- Huntington Beach Community and Senior Center, Huntington Beach, CA
- Quail Hill Community Center, Irvine, CA
- Tustin Main Library, Tustin, CA
- Tustin Fire Station, Tustin, CA
- Buena Park Police Headquarters, Buena Park, CA



RELEVANT EXPERIENCE

FIRM OVERVIEW

FEATURED PROJECTS

REFERENCES

TEAM BIOS



Related California is a fully-integrated real estate firm with a 30-year track record delivering top-quality, mixed-income housing and mixed-use developments across California. The company has completed 16,000 residences and currently has more than 1,300 affordable and 3,500 market rate units in pre-development. Related has a track record of consistently developing communities that exceed industry benchmarks in design, construction, sustainability and property management.

The company is backed by one of the most prominent privately owned real estate firms in the nation, with a portfolio of over \$60 billion in developments. As long-term property owners committed to sustainability and stewardship, Related forms strong public-private partnerships with civic leaders, non-profit organizations, public officials, and neighbors throughout California to revitalize communities. We are committed to excellence, working with world-class architects and designers to create distinctive new urban spaces that fit seamlessly into the fabric of existing communities.

KEY STRENGTHS

Commitment to Excellence

Related California has a 30-year track record delivering top-quality, mixed-income housing and mixed-use developments across California. We are committed to excellence working with world-class architects and designers to create distinctive new urban spaces that fit seamlessly into the fabric of existing communities. Our developments have received numerous awards and honors, including the Urban Land Institute Global Award for Excellence.

Community Partnership

Above and beyond simply constructing buildings, we approach every project with an eye towards collaboration and innovation. As long-term property owners committed to sustainability and stewardship, we form strong public-private partnerships with civic leaders, non-profit organizations, public officials, and neighbors throughout California. These have resulted in inclusive creative developments that reflect the individual character of each community.

Industry Leadership

Our innovative financing strategies allow us to create premier multifamily and mixed-use properties. Our developments set the standard for urban placemaking, consistently raising the bar for each submarket and asset class, and are on the leading edge of design, finishes and consumer demand.

Financial Strength

Related California is backed by one of the most prominent privately owned real estate firms in the nation with a portfolio of \$60 billion in developments. This affords us with unparalleled financing capacity, purchasing and negotiating leverage, and unique access to equity and debt providers. Our broad platform, operating portfolio, strong balance sheet, and long-term view allows us to weather volatile market cycles.

Sustainability

Related is a leader in environmentally-conscious real estate development and operations. Building performance and environmental responsibility are essential attributes in a quality development -- and evidence of our commitment to excellence. Our focus on urban and infill development is part of a commitment to smart growth and the environmental benefits of building in urban areas.

People

The quality, experience and talent of our people are what make Related California an industry leader. Our teams are comprised of respected and innovative professionals who excel in their fields. Most members of our leadership team have more than 20 years of experience in the industry.

One-Stop Shop

We are a fully-integrated company with unique access to in-house professionals experienced in architecture/design, planning/entitlements, finance, construction and property management. Early and frequent collaboration allows us to incorporate a variety of expertise in the earliest stages of development, resulting in highly successful projects. We approach our developments holistically from start to finish, and our developments benefit from real-time knowledge related to costs, financing options, and best practices.

Investment for the Long Term

Related operates on a 'build and hold' business model which means we invest for the long term. This allows us to transform neighborhoods and create new spaces that add value and build communities. We take pride in developing assets that stand the test of time and contribute to their surrounding neighborhood for generations.

EFFECTIVENESS TO PROVIDE AFFORDABLE HOUSING

Since its founding in 1989, Related California has been staunchly committed to affordable housing. It owns and operates over 20,000 units in California and has never converted a single unit to market rent. Related also has extensive experience in workforce housing and created new financing models in partnership with the cities of New York, Boston and San Francisco to deliver much needed residences across various income levels. The company has deep relationships with federal, state and local governments to access programs and financing to see these projects through to completion.

Related California operates on a 'build and hold' business model which means we invest for the long term. This allows us to transform neighborhoods and create new spaces that add value and build communities. We develop assets that stand the test of time and seamlessly integrate within the community. Ultimately, contributing to the surrounding neighborhood for generations. We take a holistic approach, from entitlements to lease-up, maximizing the potential of every development with real-time knowledge related to costs, financing options, and best practices.

Related is a fully-integrated development company with 30 years of experience and a portfolio of 96 completed tax-credit financed developments with more than 14,000 units of low-income housing tax credit units in California. Related California's current pipeline consists of 1,000 units under construction and 1,300 units in pre-development.

Related has been applauded for excellence in project design, planning, neighborhood development and company achievement. In the past five years, Related has received over 20 awards, ranging from the Global Award for Excellence from the Urban Land Institute to the Housing and Community Design Award for Excellence from the American Institute of Architects and the U.S. Department of Housing and Urban Development.

ATTACHMENT 2

Five 88

Mixed-Use, Transit-oriented, Affordable
Workforce & Family Development

588 Mission Bay Boulevard North
San Francisco, CA 94158



Exterior elevation



Interior courtyard lobby

DEVELOPER

Related California, Chinatown Community Development Center

ARCHITECT

David Baker Architects, Gonzales Architect

GENERAL CONTRACTOR

Nibbi Brothers General Contractors

MUNICIPAL PARTNER

City of San Francisco

PROPERTY MANAGEMENT

Related Management Company

- Surpassed leasing projections
- Current vacancy rate of 1%

Key Features & Awards

2018 PCBC Gold Nugget
Award of Merit - Best
Affordable Housing
Community

2018 AIA San Francisco
Design Awards - Architecture
Merit Award + Social Respon-
sibility Commendation

2018 SFBT Real Estate
Deal of the Year - Real
Estate Deal of the Year

Via a partnership with Chinatown CDC, FIVE 88 is San Francisco's largest 100% affordable housing development in the last decade. Located in San Francisco's Mission Bay Redevelopment Area, Five 88 offers 10,000 sq. ft. of retail space in close proximity to a Muni Metro station. While Five 88 features a modern urban aesthetic, design features encourage residents to connect with their environment via open courtyards, close proximity to Mission Bay Commons Park and the south waterfront of the San Francisco Bay. Residents enjoy a community pavilion with space and amenities for residents to gather, 252 secured bicycle spaces, onsite parking, a fitness center, community room and BBQ area.

- Leasing priority for employees of public healthcare institutions located in San Francisco, in addition to elderly and disabled applicants

Community Feedback: Intensive collaboration between Related, Chinatown CDC, UC Regents, Family House, and San Francisco's Office of Community Investment and Infrastructure led to the successful development of Five 88 e.g., common pedestrian mews between Family House site and Five 88, expensive façade upgrades (i.e., corten steel) used on corner facing a public park and UCSF hospital, etc. Thoughtful consideration was given to the tenant selection plan due to the UC Regents wanting a preference for local residents working at public educational and healthcare institutions.

LEASE-UP PERIOD

Feb '17 to Oct '17

FINANCING

Tax Credit Equity	\$35,700,000
Citibank Permanent Loan	\$27,700,000
Subordinate Citi Loan	\$3,000,000
Residual Receipts Loan	\$17,000,000
Deferred Developer Fee (MGP Cap. Cont.)	\$500,000
Total Permanent Sources	\$83,900,000

INCOME LEVEL	BEDROOM TYPE		TOTAL UNITS
	1 BR	2 BR	
50% AMI	14	26	40
60% AMI	56	102	158
Manager's	2		2
Total	72	128	200

ATTACHMENT 2

Mayfield Place

Mixed-use, Affordable Family Development

2500 El Camino
Palo Alto, CA 94306



Exterior elevation



Exterior elevation with courtyard

DEVELOPER

Related California, Stanford University and the City of Palo Alto

ARCHITECT

David Baker Architects

GENERAL CONTRACTOR

Segue Construction, Inc.

MUNICIPAL PARTNER

The City of Palo Alto

PROPERTY MANAGEMENT

Related Management Company

- Met leasing projections
- Current vacancy rate of 2.85%

Key Features & Awards

2018 PCBC Gold Nugget
Award of Merit - Best
Affordable Housing
Community

Mayfield Place was developed via a strategic partnership between the City of Palo Alto and Stanford University. A parcel for an affordable development was identified in The Stanford Research Park with the goal of improving the City of Palo Alto's jobs/housing balance. Amenities include a fitness center, community room, barbecue area, courtyards and bike storage. Residents benefit from being conveniently located close to public transit, the California Avenue Caltrain station, recreation, entertainment, shopping and all major employers.

- Only new affordable housing development in the City of Palo Alto at the time of development
- Mixed use development provides over 7,000 sq. ft. of street level retail and is home to the Vista Center for the Blind and Visually Impaired
- 7,000 sq. ft. of street level retail; home of the Vista Center for the Blind and Visually Impaired

Community Feedback: Related met multiple times with the College Terrace Resident's Association to mitigate concerns expressed by the community regarding the impact of construction. Sensitive to the needs of the local neighborhoods, the development partners executed a Construction Management Plan to address construction noise and dust, minimize impact on residential thoroughfares, and identify effective channels via which to communicate construction updates.

LEASE-UP PERIOD

Mar '17 to Jun '17

FINANCING

Tax Credit Equity	\$10,800,000
Tax Exempt Bonds- Union Bank	\$7,800,000
Residual Receipts Loan- Stanford	\$15,400,000
Donated Land Value	\$18,500,000
Deferred Developer Fees	\$350,000
Total Permanent Sources	\$52,850,000

INCOME LEVEL	BEDROOM TYPE			TOTAL UNITS
	1 BR	2 BR	3 BR	
50% AMI	5	5	4	14
60% AMI	19	18	18	55
Manager's		1		1
Total	24	24	22	70

Bloomington Grove & Lillian Court

Mixed-use, Affordable Intergenerational Development

18028 Valley Boulevard
Bloomington, CA 92316

A catalyst for positive neighborhood transformation, Bloomington Grove and Lillian Court is the first County sponsored all in one capital improvement development in San Bernardino County to host a public library, community center, senior center, and extensive sewer and water infrastructure improvements.

Bloomington Grove families have access to a computer lab, conference room, two community rooms, swimming pool, BBQ, gated parking, and social services housed in a 3,630 sq. ft. community space. Lillian Court seniors enjoy 3,676 sq. ft. of community space with onsite leasing and management offices, recreation room and kitchen, senior and fitness centers, courtyard with spa, and putting green.

- Houses the 6,597 sq. ft. Bloomington Public Library
- 11 units reserved for direct referrals from The County of San Bernardino DBH; 11 units reserved for Project Based Section 8 residents

Community Feedback: Multiple public meetings and design charrettes hosted with the County's Community Development and Housing Department solicited input from Bloomington residents on the architectural style and to address concerns. Provided with community feedback, the development benefitted from countless joint efforts from various entities to ensure the community needs were met.

LEASE-UP PERIOD

Mar '16 to Jul '16

FINANCING

Tax Credit Equity	\$16,550,000
MPG Equity	\$7,900,000
AGP Equity	\$100
MHSA Loan (Principal)	\$1,350,000
MHSA Loan (Accrued Interest)	\$50,000
County Of San Bernardino Loan (Principal)	\$5,850,000
County Of San Bernardino Reimbursement Library Costs	\$2,700,000
Donated Loan Value	\$2,600,000
Total Permanent Sources	\$37,000,100

INCOME LEVEL	BEDROOM TYPE			TOTAL UNITS
	1 BR	2 BR	3 BR	
30% AMI	9	2	5	16
40% AMI	13	1	6	20
50% AMI	43	5	10	58
60% AMI			11	11
Manager's		1		1
Total	65	9	32	106

Key Features & Awards

2017 PCBC Gold
Nugget Grand Award
- Best Affordable
Housing Community

2017 PCBC Gold
Nugget Award of Merit
- Best Affordable Senior
Housing Community

2017 SCANPH Homes
Within Reach Award
- Transformative Commu-
nities Development



Architectural elevation, Bloomington Grove



Community room

DEVELOPER

Related California, La Barge Industries, Housing Partners I

ARCHITECT

Withee Malcolm Architects, LLP

GENERAL CONTRACTOR

Portrait Construction, Inc.

MUNICIPAL PARTNER

County of San Bernardino

PROPERTY MANAGEMENT

The John Stewart Company

Met leasing projections

Current vacancy rate of 0.95%

Belmar Apartments Masterplanned, Affordable Family Development

1725 Ocean Avenue
Santa Monica, CA 90401



Western Courtyard with Pavilion



Community Great Room Facade

DEVELOPER

Related California in partnership with Community Corporation of Santa Monica

ARCHITECT

Koning Eizenberg Architecture & KTGy

GENERAL CONTRACTOR

Charles Pankow Builders

MUNICIPAL PARTNER

Community Corporation of Santa Monica, City of Santa Monica

PROPERTY MANAGEMENT

Related Management Company

- Met leasing projections
- Current vacancy rate of 1.25%

Key Features & Awards

- 2016 ULI Global Award for Excellence •
- 2016 The Chicago Athenaeum Museum of Architecture and Design American Architecture Award - Best New Building Designed by American Architect •
- 2016 PCBC Gold Nugget Grand Award-Best Affordable Housing Community •
- 2016 LABJ Best Mixed Use Project •
- 2015 PCBC Gold Nugget Award of Merit - Residential Community of the Year •
- 2015 LABC 45th Annual Architectural Awards - Best Housing Award •
- 2011 LABC Architectural Award - Best Design Concept - Multi-Family Market Rate •

Belmar Apartments, the affordable component of the three part 318 unit Ocean Avenue South development, transforms the original Civic Center concept into a neighborly and sustainably responsive masterplan. Residents of the 160 artist loft and 13 bedroom apartment homes enjoy numerous onsite amenities which include subterranean parking, onsite social services and professional management, bike storage, family garden with BBQ grills and playground, community room, fitness center and computer lab. The heart of Belmar Apartments is the "living street," an informal walkway framed by condominiums and roll up storefronts to the north and affordable artist lofts that shelter affordable family housing to the south.

- Featuring panoramic ocean views, Belmar Apartments is the first major residential development to be built on the highly prized Ocean Avenue in two decades
- Unparalleled access to Metro Expo Line transit, outdoor spaces at Santa Monica Beach and Tongva Park, dining and retail at Santa Monica Place, Third Street Promenade and Main Street

Community Feedback: Koning Eizenberg (in collaboration with Moore Ruble Yudell) led the community process for the masterplan and developed the design of affordable housing segments resulting in a public walk street linking affordable apartments with condominiums and the allocation of 10 Live Work artist units.

LEASE-UP PERIOD

Feb '14 to Jul '14

FINANCING

Wells Fargo Bank - Equity	\$29,000,000
Wells Fargo Permanent Loan	\$7,700,000
Residual Receipts Loan - Santa Monica Housing Authority	\$19,400,000
MHP Loan	\$10,000,000
NOI	\$300,000
Deferred Developer Fee	\$1,300,000
Total Permanent Sources	\$67,700,000

INCOME LEVEL	BEDROOM TYPE				TOTAL UNITS
	EFF	1 BR	2 BR	3 BR	
30% AMI	4	10	20	24	58
50% AMI		9	17	21	47
60% AMI	6	9	17	21	53
			2		2
	10	28	56	66	160



The Avery

Located two blocks from the new \$4.5 billion Transbay Transit Center, San Francisco's Grand Central Station, and three blocks from the new 61-story Salesforce Tower, The Avery will be a 56-story, 548-unit residential tower with upper floors featuring 118 luxury view condominiums and lower floors accommodating 280 luxury apartments and 150 affordable apartments. The ground floor will feature 17,000 square feet of neighborhood serving retail set around an open public paseo meandering through the site.

Related California and its proposed design and development concept was selected as a result of a highly competitive selection process held by the City of San Francisco. The sculpted tower was designed by Rem Koolhaas' Office of Metropolitan Architecture (OMA-NY) partnering with the San Francisco architecture firm of Fougerson Architecture who designed the lower podium buildings of the development. Related California is partnering with Tenderloin Neighborhood Development Corporation on the affordable housing components of the development. Completion is anticipated in 2019.



Sunnydale HOPE SF

The Sunnydale Hope SF Master Plan calls for 775 units of replacement housing plus an additional 995 units of tax-credit affordable and market rate apartments located on the 50-acre site of San Francisco's largest public housing project, currently home to more than 1,700 ethnically diverse residents. Additional plans call for a new community center, new parks, a community garden, farmers market and neighborhood serving retail. To develop the Master Plan, Mercy Housing California and Related California conducted a comprehensive community planning process that included residents and community stakeholders to develop a master plan for a new mixed-income development.

Phase one will consist of a 55-unit development for low and very low-income families with studios, 1, 2 and 3-bedroom apartments. Common area amenities will include a community room, podium-level courtyard, management office, laundry rooms, on-site parking and bicycle storage for 55 bicycles. Completion of phase one is slated for fall 2019.



Related Santa Clara

Adjacent to Levi's Stadium and the convention center, at the nexus of various public transportation options and major arteries, Related's 240-acre mixed-use development will bring more than nine million square feet of innovative, sustainable and tech-enabled commercial and residential spaces, hotels, shopping, dining and entertainment venues to Santa Clara and the heart of the greater Silicon Valley region. The development will also bring expansive public spaces and a 30-acre park for fitness and recreation.

Foster + Partners will serve as the lead design architect for the first phases of the development and will collaborate with Gensler, the executive architect, on many aspects of the design and execution. Together, along with Related, these premier architectural partners will deliver the first mixed-use development in Silicon Valley to offer the scale of an urban destination and the variety of choices that support all facets of life--in one integrated pedestrian community. WSP USA will serve as the development's lead engineering firm on the main infrastructure of the project.

Related's Santa Clara development is the result of a multi-year, forward thinking public-private partnership between the City of Santa Clara and Related Companies to transform an underutilized golf course into a world-class destination for residents, visitors, companies and their employees.

When complete, the property will feature a compelling mix of uses and expansive public spaces expertly integrated into the city's existing network of pedestrian, bicycle and public-transit connections. The development will also feature new roadways and access upgrades to public transit, making it one of the premiere urban mixed-use destinations in Silicon Valley.

Contact information for public agency references from previous projects

Related California's Public Agency References

Ben Metcalf , Principal
Stronger Foundations, LLC
ben@strongerfound.com
(510)459-0018
Former Director, California Department of Housing & Community Development

Daniel Adams, Acting Executive Director
San Francisco Mayor's Office of Housing & Community Development
dan.adams@sfgov.org
(415) 701-5616

Dave Kiddoo, Senior Director of Real Estate Development
Oakland Housing Authority
dkiddoo@oakha.org
(510) 587-2112



WILLIAM A. WITTE
Chairman and CEO
Related California

Mr. Witte is Chairman and Chief Executive Officer of Related California. For the past 29 years, and since the founding of Related California, he has been responsible for the strategic direction of the company, overall management of the firm, pursuit of new development opportunities, and oversight of planning, financing and construction of a development portfolio of over 15,000 residential units completed or under construction totaling more than \$6 billion in assets.

Prior to founding Related California in 1989, Mr. Witte served as Deputy Mayor for Housing and Neighborhoods under Mayor Art Agnos where he oversaw all housing, development and redevelopment activities for the City of San Francisco. He was Director of Housing and Economic Development under Mayor Dianne Feinstein and served as an appointed Commissioner of the San Francisco Housing Authority.

Mr. Witte previously served as Executive Assistant to Assistant Secretary for Housing/Federal Housing Commissioner Lawrence B. Simons at HUD in Washington, as Legislative Director for the National Association of Housing and Redevelopment Officials and with the Philadelphia Office of Housing and Community Development.

Mr. Witte graduated from the University of Pennsylvania with a bachelor's degree in Urban Studies and a Master in City Planning. He is Vice-Chairman of the Lusk Center for Real Estate Advisory Board at University of Southern California and a member of the Board of Overseers of the Graduate School of Design at University of Pennsylvania. Mr. Witte serves on the Advisory Boards of the Fisher Center for Real Estate and Urban Economics Policy at the Haas School of Business at University of California at Berkeley and the Orange County Human Relations Community Partners. In addition, Mr. Witte sits on the boards of the homebuilder, The New Home Company and the Shelter Partnership in Los Angeles.



ANN SILVERBERG
Chief Executive Officer, NorCal Affordable
Related California

As Chief Executive Officer for Related California's Northern California Affordable Division and recently opened office in Portland, Oregon, Ms. Silverberg is responsible for the strategic direction, overall management and daily operation of the company's Northern California affordable pipeline and portfolio.

Prior to joining Related California, Ms. Silverberg was Executive Vice President and Chief Investment Officer at BRIDGE Housing Corporation where she was responsible for directing and overseeing their Northern California Division. She led the development and redevelopment of more than 8,000 affordable, mixed-income, mixed-use and transit-oriented housing units, including the acquisition and redevelopment of nearly 1,000 public housing units in San Francisco and Sacramento, the joint venture development of mixed-income residential units with Essex in the Transbay area of San Francisco, and 306 mixed-income residential units in Milpitas. She was also responsible for the capital aggregation and equity and debt for their Low Income Housing Tax Credit (LIHTC) and non-LIHTC developments and has overseen the negotiation and placement of over \$2 billion in project level debt and equity. Ms. Silverberg brings more than 25 years of development and finance experience to Related.

Ms. Silverberg holds a Master of City and Regional Planning from the University of California, Berkeley and a Bachelor of Arts from the University of California, Los Angeles. She is a past President of the Board of Directors of the Non-Profit Housing Association. She currently serves on the Board of Directors and Executive Committee of the California Housing Consortium and is a faculty lecturer at the University of California, Berkeley.



THU NGUYEN
Sr. Development Associate
Related California

As Senior Development Associate for Related California, Ms. Nguyen is responsible for supporting the design, financing and construction of Related's Northern California affordable developments, including the redevelopment of San Francisco's largest public housing site, Sunnydale-Velasco, a 50-acre site currently home to more than 1,700 people.

Before joining Related, Ms. Nguyen worked for The Community Builders, Inc. in Washington, D.C. where she directed the application submission for the Choice Neighborhoods Initiative Implementation Grant with the City of Baltimore, secured over \$200 million in funds for affordable housing, and won the company's 2015 Top Contributor Award for initiating impactful urban neighborhood projects. Prior to The Community Builders, Ms. Nguyen was a research associate at The Urban Institute in Washington, D.C., specializing in housing discrimination.

Ms. Nguyen graduated from The Wharton School at the University of Pennsylvania with a Master in Business Administration, and from Cornell University with a Bachelor of Science in Urban and Regional Studies and a Bachelor of Arts in Africana Studies.



RELEVANT EXPERIENCE

FIRM OVERVIEW

FEATURED PROJECTS & REFERENCES

TEAM BIOS



Let's build something great **together.**

For nearly thirty years, Mogavero Architects has designed buildings and communities with the goal to inspire sustainability and create places with meaning. Our award winning architecture, planning and urban design services have been provided to clients throughout California in small towns and intensely urban settings.

As skilled facilitators and outreach consultants, we assist clients in project communications and approvals, gain support for controversial projects, and let community thought inform our designs.

Mogavero Architects' LEED accredited professionals dedication to green, sustainable design has been demonstrated on projects since its inception. For a broad variety of economic, social and environmental reasons the practice focuses on dense urban infill mixed use projects. Our firm's founders pioneered cutting edge, green building with an emphasis on passive heating and cooling and ventilation systems, daylighting and other natural conservation systems.

Mogavero Architects assess the context of the building on the site, position in the neighborhood, contribution to the built environment, and future purpose. Materials, methods, and technologies are continually evaluated with an eye towards enduring value, efficiency and acclaimed design. We thrive on complex projects that involve many product types, financing sources, and stakeholders.



1331 T ST • SACRAMENTO, CA 95811 • (916) 443-1033
MOGAVEROARCHITECTS.COM

AGENDA ITEM 3.1



SMUD-59TH STREET REUSE

SACRAMENTO, CALIFORNIA

Redevelopment of the 59th Street Corporation Yard is a very unique opportunity for SMUD, the immediate neighborhoods and the Greater Sacramento Region.

THE REGIONAL OPPORTUNITY

SMUD has for decades been among the most engaged promoters of sustainable development practices in the region. That activity has logically been primarily in the realm of energy efficiency for buildings and process activity. With substantial changes in the economics for alternate energy generation and with state mandates for zero net energy in 2020 and 2030, the need for regional leadership in building energy efficiency has diminished.

The need for leadership falls dominantly in the realm of reducing auto dependency. This is a need for which the Corp Yard Redevelopment is optimally positioned to address.

Correspondingly, the Light Rail System is completely contained within SMUD's boundary. A corollary value for SMUD's promotion of transit oriented development is that it will increase the percentage of regional growth (ratepayers) captured within the district boundary.







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ROYAL OAKS TOD

SACRAMENTO, CA

The project envisions a residential development that brings life, scale, and redevelopment to an underutilized industrial site.

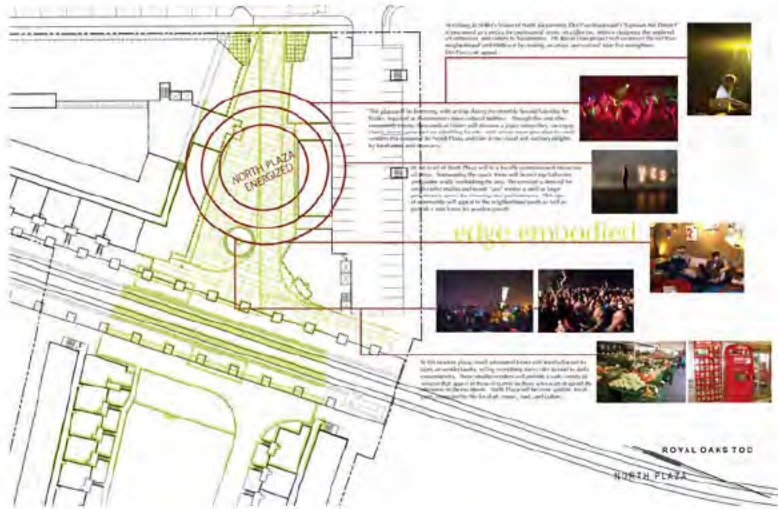
■ SUSTAINABLE SITE PLANNING AND ARCHITECTURE

The proposed Royal Oaks Transit Oriented Development (TOD) design redefines the meaning of “edge.” Instead of buffering and transitioning, the design embraces its gritty urbanity and transforms it into a bold, energized community. Straddling the Del Paso Boulevard commercial strip and quieter, residential neighborhoods on Evergreen Street, Royal Oaks TOD is poised for a renaissance of sustainable site planning and architecture: transit oriented development with a public market, kiosks, art walk, shops, office space, live/work homes, apartments and flexible community space.

The project envisions a residential development that brings life, scale, and redevelopment to an under-utilized

industrial site. Ground floor retail shops will line the entrance to a vibrant and eclectic pedestrian-oriented town square adjacent to two iconic residential buildings.

As the connection between Arden Way and the light rail station, the north plaza is envisioned to have the highest foot traffic in the community. Able to be programmed for community events, thousands of visitors will discover a place where movies can be projected on a building façade and vendors can sell ethnic foods. Automated kiosks are planned adjacent to open air stalls, selling everything from crafts to food to daily conveniences. Rooftop terraces and garden walls surround and overlook the plaza. The north plaza will become a public focal point, energized by people, art, music, and food.



SUSTAINABLE DESIGN

- Limited car parking to encourage transit use
- Natural night ventilation cooling
- Integral solar shading
- Daylighting with high ceilings
- Solar hot water heating
- Photovoltaic electrical generation
- Grey water recycling
- Storm water detention & purification
- Low flow water fixtures
- R-23 wall and R-38 roof insulation
- Variable transmissivity glass
- Locally manufactured materials with high recycled content and low toxicity



ARDEN WAY ELEVATION



COURTYARD ELEVATIONS LOOKING WEST

OWNER/DEVELOPER:
New Faze Development

ARCHITECT AND PLANNER:
Mogavero Architects

CIVIL:
Riechers & Spence

LANDSCAPE:
Jeffrey Miller

TOTAL SITE AREA:
4.25 Acres
185,130 SF

PREVIOUS USE OF SITE:
Former Lumberjack Hardware Store

RESIDENT PROFILE:
Arts oriented twenty-somethings,
singles and couples
Single developmentally disabled in
the low income component

OF UNITS/DENSITY:
81 DUA, not including retail
346 Total Units w/flex as 48 Residen-
tial Units

UNIT SIZE:
540 SF - 970 SF

CONSTRUCTION DETAILS:
Wood-frame and Stucco over concrete
podiums



CORDOVA CITY CENTER

RANCHO CORDOVA, CALIFORNIA

In addition to a transit-oriented character, other green strategies such as solar controls, bike storage and storm water detention are being incorporated.

■ PLANNED FOR MIXED-USE

Located across the street from a light rail transit station in the City of Rancho Cordova, this project is planned to be a mixed-use, medium-to-high-density transit oriented community. The site is currently occupied by an under utilized shopping center on an aging commercial corridor in the heart of a recently incorporated city.

The commercial program includes 37,000 s.f. of office and 10,000 s.f. of retail space configured to begin the transition to a more urban streetscape and to reinforce a town square form that will embrace the light rail transit station.

The residential program includes 207 residential units in a three-story geometry with townhouses on the second and third floors over tuck-under parking. A 75+ unit independent living senior housing facility is also planned.

The residential units are clustered around large courtyards with play areas for children and a community center is placed as a link between the residential and commercial land uses.

Parking is either on-street or structured. There are no surface parking lots and reciprocal parking will be used to reduce the number of parking spaces.

In addition to its transit-oriented character, many other green building strategies are being incorporated, including indirect evaporative cooling, daylighting, solar controls, provisions for bike storage, photovoltaic panels and storm water detention.

The project received a \$1.7 million grant from the Sacramento Area Council of Governments and from the Community Design Program for its creative approach to transit-oriented mixed-use development.

SPECIALIZED APPROACHES

- Energy efficient design - exceeds California's Title 24 requirements
- Transit Oriented Development: decreases traffic congestion, sprawl, need for infrastructure, while increases pedestrian safety
- Infill site location
- Natural daylighting
- Retail building narrow bays and high ceilings along the east-west elevations allows for effective daylighting and energy control
- Integration of a bris soliel (sun shading system) will shade the majority of windows bouncing natural light deeper into the space
- Mixed-use development adjacent to light rail achieves tangible benefits
- Providing mixed-uses (housing, retail, and commercial), "internalizes" many automobile trips
- Spreading demand makes shared parking possible reducing the scale of suburban parking by 25%
- The proximity to light rail adds convenience for individuals to access or exit the project without automobiles
- Operable windows and shades for natural ventilation
- Low-E2 dual pane glazed windows
- Insulation with recycled content and is formaldehyde free
- Carpet: recycled content and CRI green labeled for indoor air quality
- Low V.O.C adhesives were and contained no formaldehyde
- Acoustical ceiling panels; 40% recycled content, low V.O.C, and no formaldehyde
- Fly ash as part of concrete material
- Construction/demolition waste programs in force throughout the project



OWNER/DEVELOPER:
The Lily Company

PLANNER:
Mogavero Architects

CONSULTANTS:
Civil: Kimley-Horn
Structural: Miyamoto International
Electrical/Mechanical/Plumbing:
Sacramento Engineering
Landscape: Quadriga

GENERAL CONTRACTOR:
Brown Construction

TOTAL SITE AREA:
9.74 Acres

RETAIL AREA:
10,000 s.f.

COMMERCIAL AREA:
37,000 s.f.

COMMUNITY BUILDING:
4,800 s.f.

RESIDENTIAL AREA:
218,014 s.f.

OF UNITS / DENSITY:
Residential units: 207
23 units/acre

RESIDENT PROFILE
Broad Market Appeal

PREVIOUS USE OF SITE:
Suburban Blight

CONSTRUCTION DETAILS:
Office: Steel Frame; Concrete Deck
Residential: Wood-Frame; 1-Hr;
Sprinkler Fire Suppression

PROJECT BUDGET:
\$32.5 Million

CONTACT:
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Sacramento, CA 95814
(916) 448-8903
lilyco-sf@sbcglobal.net



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THE LOHSE APARTMENTS

ROSEVILLE, CALIFORNIA

The Mercy Housing development is one of the City of Roseville's priority sites for implementation of their Downtown Specific Plan.

■ HIGH DENSITY MIXED USE

The Lohse Apartments in the City of Roseville accomplishes the goals of the "Downtown Specific Plan" with new residential development, facilities to support the entertainment district, and enhancement of the civic core with restaurants and retail. The Mercy Housing development is located on one of the catalyst sites identified by the City as priority for implementation of their Downtown Specific Plan.

One 4-story building with 58 residences sits over subterranean parking, and includes a central outdoor court and a common area with amenities on the first floor. In addition, 2,500 square feet of commercial space is available for retail use.

The project was designed to intensify the development footprint along Vernon Street in Downtown Roseville. The design emphasizes a substantial urban scale along Vernon and Bulen Streets with height, larger volumes and more formal brick materials. The design diminishes in scale as it moves from Vernon Street to the alley to recognize the lower scale of the existing uses across the alley and the lowering of the land elevations towards the alley. This is accomplished by reducing the number of stories, and scale of volumes.

The Lohse Apartments' frontage has commercial and active common areas at the ground level. Retail spaces are set back five feet from the sidewalk with a projected canopy above to allow for outdoor sales or café seating.



DAVID J. MOGAVERO, AIA, LEED AP

PRINCIPAL

David Mogavero is the Senior Principal of Mogavero Architects. He began his career designing naturally heated and cooled buildings thirty years ago. David's practice embraces the full range of progressive community design, such as high density mixed-use infill and holistic building systems, including daylighting, natural ventilation, passive heating and cooling, solar shading, water recycling, on-site energy generation and agriculture.

David's roles as developer and environmental advocate help him conceive projects that are economically viable and sensitive to the community and the environment. Through his professional practice, writings and lectures, service as past president and board member of the Environmental Council of Sacramento and the Planning and Conservation League, and current board member of the Council of Infill Builders, David has promoted the widespread adoption of sustainable building and smart growth practices and policies.



PROJECT EXPERIENCE

623 VERNON STREET, ROSEVILLE, CA

A mixed-use 5-story concrete podium structure in Downtown Roseville with 58 units of affordable family housing, retail, common facilities, and underground parking.

SMUD CORP YARD, SACRAMENTO, CA

Master planning and feasibility analysis for the redevelopment of a 20 acre former corporation yard for approximately 750 residential units, retail, a farmers market, parks and a light rail station.

SACRAMENTO NATURAL FOODS COOP, SACRAMENTO, CA

Sustainability driven design, including 85% reduction of energy use, for a newly constructed 40,000 square foot mixed-use building.

SMUD CUSTOMER SERVICE CENTER, SACRAMENTO, CA

A 186,000 square foot multi-use facility with administrative offices, customer service facilities, featuring daylighting, natural ventilation, off peak cooling, displacement ventilation and photovoltaics.

7TH & H STREET MIXED-USE, SACRAMENTO, CA

8-story building with 150 units of affordable housing for special needs population, a clinic for residents and neighborhood retail with natural ventilation and a central plant with evaporative cooling. 185kW photovoltaic and solar domestic hot water in an urban neighborhood.

MCKINLEY VILLAGE RECREATION CENTER, SACRAMENTO, CA

The community facilities for a 375 home infill community.

SACRAMENTO CENTRAL CITY NEIGHBORHOOD DESIGN GUIDELINES

Design Guidelines and District Urban Design that incorporated design standards for streetscape improvements and buildings.

MAPLE PARK, LIVE OAK, CA

56 units of family and 35 units of senior affordable housing in two phases on 3.33 acres that is a redevelopment of a public housing site including community facilities, childcare, and a park.

THE ARBORS AT OAK PARK, SACRAMENTO, CA

A mixed-use redevelopment project with 56 one bedroom units of affordable, senior housing with ground floor retail.

CAPITOL YARDS, WEST SACRAMENTO, CA

A 270 market rate 3-story apartment community on 8.5 acres with extensive community facilities such as a park, bandstand, gym, and pool.

SMUD VEHICLE STORAGE FACILITY, SACRAMENTO, CA

A seven acre area that established standards for making extensive paved areas environmentally sustainable in 1997. It includes dry wall recharge, landscaped swale conveyance and detention for stormwater and extensive shading to reduce summer temperatures.

RIVER'S SIDE AT WASHINGTON SQUARE, WEST SACRAMENTO, CA

A mixed-use urban infill community that includes for sale ownership residences and a mixed use building with rental apartments above retail space. Winner of Gold Nugget Award, PCBC.

PROJECT EXPERIENCE (CONTINUED)

CANNERY LOFTS, DAVIS, CA

A 62 unit family affordable housing community within the master planned Cannery community including community facilities.

WEST GATEWAY PLACE, WEST SACRAMENTO, CA

A 4-story wood frame mixed-use project at a gateway to West Sacramento and Sacramento with 77 units of affordable family housing over ground floor retail, community facilities and structure parking.

URBAN LEAGUE WORKFORCE TRAINING CENTER, SACRAMENTO, CA

A 30,000 square foot learning center with counseling offices, classroom, meeting rooms, and child care using natural ventilation, daylighting, indirect evaporative cooling and photovoltaics.

1200 PARK AVENUE, CHICO, CA

107 senior apartments in 2 and 3-story buildings for affordable senior housing in an urban neighborhood.

SIERRA OAKS BUILDING, SACRAMENTO, CA

A naturally-daylighted 3-story office building with subterranean parking which redeveloped a suburban infill site.

R STREET DEVELOPMENT AND URBAN DESIGN PLAN, SACRAMENTO, CA

Planning documents for redevelopment of the 2 mile long, 70 block former industrial and rail corridor that bisect the Central City.

SPEECHES, PAPERS & PUBLICATIONS

- "Smart Growth in America," World Resource Institute Conference, Mexico City 2013
- "Barriers to Infill," Presentation Stockton Climate Action Committee Meeting, May 2012
- "Charting Path to Net Zero," Panel Presentation Housing California Conference, April 2012
- "Landuse Planning Challenges," Planning and Conservation League, Sacramento, CA, February 2012
- "Design First, Materials Second: Integrated Design:," CRA Annual Conference, November 2011
- "Barriers to Infill," Great Valley Center Annual Conference, May 2010
- "Ecological Building 101," National Wildlife Federation Conference, April 2010
- "Principles for a Land Use Legislative

Program," Planning & Conservation League, 2010

- "Ecological Building 101," Sacramento Sustainability Forum, August 2009
- "Ecological Building," Preservation Roundtable, Sacramento CA, December 13, 2008
- "Transportation & Land Use," Green Summit, Sacramento CA, November - 15, 2008
- "Ecological Building," Planning Academy of Sacramento, October 22, 2008
- "Designing for Infill," Panel, North State BIA Regional Infill, October 16, 2008
- "Controlling Cost & Value Engineering," North State BIA Conference, October 8, 2008
- "Designing with Community Participation: Getting to Mutually

Beneficial," Non-Profit Housing Association Fall Conference, San Francisco CA, September 23, 2008

- "Ecological Health," Local Public Health & the Built Environment, April 17, 2008
- "Redevelopment: Building Better Communities," 2008 CRA Annual Conference, Anaheim CA, March 27, 2008
- "California Main Street Alliance," Sacramento CA, February 25, 2008
- "Ecological Building," Planning & Conservation League Symposium, Sacramento, CA, January 12, 2008
- "Think Global/Act Local - Revitalizing Aging Strip Centers," National League of Cities Conference, New Orleans LA, November 15, 2007
- "Ecological Building," Great Valley Center Annual Conference

EDUCATION:

- BA in Architecture, State University of New York, 1974
- Ohio State University, School of Architecture, 1967-71

PROFESSIONAL CERTIFICATION:

- Architect, California, 1979
- License No. C10145
- LEED Accredited Professional

PROFESSIONAL EXPERIENCE:

- Principal, Mogavero Architects 1984-present
- Partner, Mogavero + Unruh, 1979-83

PROFESSIONAL AFFILIATIONS:

- American Institute of Architects
- Past President, Current Board Member, Environmental Council of Sacramento, 1987-present
- U.S. Green Building Council
- Urban Land Institute
- North State Building Industry Association
- UC Davis Landscape Department: Advisory Committee
- Council of Infill Builders Board Member

COMMUNITY ACTIVITIES & AWARDS:

- Multiple design awards from the AIA, APA, ULI, Multifamily Executive, NAHB Green Architecture Instructor, 2001-2012 UC Davis Extension building, sustainable design, energy conservation and building design
- Planning and Conservation League, Past President and Board Member
- Environmental Council of Sacramento, Past President and Board Member
- 2001 Carla Bard Award
- ECOS Environmentalist of the Year



RENNER JOHNSTON, AIA, LEED AP

PRINCIPAL

Renner became passionate about architecture while working in Europe and returned to the U.S. for a Masters in Architecture at the University of Oregon.

Having been with Mogavero Architects since 1997, Renner shares the firm's long commitment to green sustainable design. As a Principal, he has designed and managed projects including infill, affordable and market rate housing, mixed-use, urban design and large solar arrays.

Renner has also worked on several master planning projects including, the Mather Campus Vision plan, Grass Valley Workforce Housing plan and the Baechtel Charrette for the City of Willits.



PROJECT EXPERIENCE

7TH & H STREETS MIXED-USE RESIDENTIAL TOWER, SACRAMENTO, CA

A Downtown Sacramento 8-story tower with affordable housing for the special needs population, including a clinic for residents and neighborhood retail. Project manager for Mercy Housing California.

SMUD PHOTOVOLTAIC & HYDROGEN FACILITIES, SACRAMENTO, CA

Design of a solar-powered hydrogen refueling facility, and public education area for learning about hydrogen and fuel cell vehicles.

WEST GATEWAY PLACE, WEST SACRAMENTO, CA

Mixed-use 4-story buildings with 77 residences, podium and community space, including retail on ground floor. Completed in April, 2017 with LEED-Silver. Winner of 2017 NAHB Best in American Living, Multifamily Affordable category.

MARINA VISTA / ALDER GROVE VISION PLAN, SACRAMENTO, CA

Architectural Vision Plan for the redevelopment of 719 public housing residential units. Extensive public outreach and visioning process for development.

MATHER VETERAN'S VILLAGE, PHASE 1 & 2, SACRAMENTO, CA

A permanent supportive housing for Veterans. Includes 50 affordable units with full Solar PV, Solar Thermal and Greywater System. Phase 2 renovates a 20,000 sf infirmary building for homeless Veterans and will include community space and senior services. Building is designed to be net zero.

SIERRA VILLAGE PHASE 1 & 2, DINUBA, CA

Solar-powered community with 100 affordable family residences and a community building.

ZETTIE MILLER'S HAVEN, STOCKTON, CA

Solar-powered special needs community for people with disabilities, with 82 elevator-accessible affordable residences.

CORNET BUILDING RENOVATION & RESIDENCES AT OLD TOWN KERN, BAKERSFIELD, CA

Renovation of a mid-century modern history building as a community center with residences on upper floor. Project included five 3-story buildings with affordable residences.

CUARTO DINING HALL, UC DAVIS CAMPUS, DAVIS, CA

Design-Build and complete renovation. Completed in Spring 2010 with LEED-Silver.

MATHER CAMPUS VISION PLAN, SACRAMENTO, CA

Developed design concepts for a 31 acre campus for SHRA and the Federal Department of Health Administration.

COLONIA SAN MARTIN, SACRAMENTO, CA

60 units of affordable apartments for Mercy Housing and the AIDS Housing Alliance that feature many green components: Solar PV and Solar Thermal, day-lighting, 25% better than California energy code. Nominated for California Stormwater Quality award.

THE GALLERY, DAVIS, CA

A mixed-use, residential over café demonstration project for LJ Urban to showcase green design and technology.

PROJECT EXPERIENCE (CONTINUED)

LIBRARY LOFTS, DOWNTOWN SACRAMENTO, CA

21 stories, including 295 condos, 35,000 sf office and 15,000 sf retail, and 450-space garage. Concept design for D.R. Horton.

CORDOVA CITY CENTER, RANCHO CORDOVA, CA

206 family townhouse units and 75 independent living senior units with a mixed-use component of 11,000 sf retail and 30,000 sf office.

ALMADEN CAMPUS SOLAR PROJECT, SANTA CLARA, CA

200-KW solar panel administration building addition and solar shelter project. Designed as a showpiece to highlight the District's commitment to sustainable energy.

GRASS VALLEY WORKFORCE HOUSING, GRASS VALLEY, CA

Developed a series of prototype housing designs for three infill sites with difficult terrain.

DESIGN CHARRETTE FOR BAECHTEL ROAD, WILLITS, CA

Week-long Charrette with Dan Burden to develop a series of development options along a new road alignment for the City of Willits.

ALBERTSON'S LAKE SHORE AVENUE, OAKLAND, CA

Concept design for renovation of a complex infill site and parking structure expansion.

LAVE RESIDENCE, PAJARO DUNES, SANTA CRUZ COUNTY, CA

3-story Beach House, including Coastal Commission review.

LEXINGTON APARTMENTS, DAVIS, CA

\$17 million in new construction of a 3-story, 120-unit apartment building above 3,100 sf of retail and commercial space. Winner of Gold Nugget Award, PCBC.

FAIRFIELD TRANSIT PROJECTS, FAIRFIELD, CA

3 multi-modal transit facilities on infill sites. Prepared designs for the City of Fairfield Park & Ride Expansions. The Red Top Road and Fairfield Transportation Center expansions were constructed.

CASCADE APARTMENTS, SACRAMENTO, CA

74-unit apartment complex renovation and addition of a new solar-powered community building.

CARRINGTON CIRCLE APARTMENTS, SACRAMENTO, CA

78-unit apartment complex renovation totaling 43,800 sf with a 2,000 sf community building.

EDUCATION

- Masters in Architecture, University of Oregon 1996
- Architecture & Drawing Courses, Fachhochschule, Vochshochschule & Goethe Institute, Dusseldorf & Duisburg, Germany 1991-92
- BA, Philosophy with Honors, Connecticut College 1989
- University of Edinburgh, Edinburgh, Scotland 1987-88 Year Abroad

PROFESSIONAL CERTIFICATION & MEMBERSHIPS

- Architect, California, C28934
- AIA Member
- LEED Accredited Professional
- Environmental Council of Sacramento, Former Board Member
- GOETHE INSTITUTE - Duisburg, Germany, Certificate 1991
- Fluent in spoken German

LECTURES & PUBLICATIONS

- "Greywater in Multi-Family," Housing California 2016
- "Navigating the New T-24," Housing California 2014
- "Seniors in the City," Leading Age 2013
- "Doing it Without RDA," CALFHA 2012
- "Building 7th & H," AIACV 2012
- "Green Architecture," Lecturer, UC Davis Extension 2006 - 2013
- "Community By Design," Speaker, Housing California 2009 & CRA 2009
- "A Ray of Light: Using MHSA Funding" Speaker, CRA Conference 2008
- "Measuring Green" Speaker Lorman Seminars, Stockton, CA 2008
- "Architecture and Green Business Practices," UC Davis Graduate School of Management 2008
- "LEED-Existing Buildings," Speaker, Institute for Real Estate Management 2008

- "Green Building Climate Action Team," Advisory Group for the State of California 2008

PROFESSIONAL AND COMMUNITY ACTIVITIES

- U.S. Green Building Council NCC, Former Chair, Sacramento Branch
- Green Architecture Instructor, UC Davis Extension Program 2015-17

CONTACT

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envelope+design

RELEVANT EXPERIENCE

FIRM OVERVIEW

FEATURED PROJECTS

TEAM BIOS

RANCHO CORDOVA RFQ

FIRM STATEMENT**envelope A + D**

envelope A+D is an architecture and design firm exploring points between polarities: public + private; temporary + permanent; flexible + fixed; design + execution. Their multi-disciplinary approach to finding the optimum coordinates of features, systems and style for projects of every scale and typology has garnered them several awards: Architectural Record's Design Vanguard, Best Building of 2012 by the American Institute of Architects San Francisco and inclusion in the United States Pavilion at the 2012 Venice Architecture Biennale.

envelope A+D is headquartered in the San Francisco Bay Area and has a satellite studio in Los Angeles. Their work is widely published in magazines and journals, including the New York Times, Interior Design, Architect, Architectural Record, Metropolitan Home, Elle Décor, San Francisco Magazine, California Home & Design, Dwell, the Architect's Newspaper and the San Francisco Chronicle.

envelope A+D is a structure for working: an open, flexible container in which creativity and experimentation occur; a collaborative design group inclusive of outside disciplines and individuals. We reconceptualize modes of living and building to advance new models of public/private space and to craft compelling visions of the emerging urban condition. We design spaces as platforms for eliciting interactions both expected and delightfully unforeseen and design for the convergence of networks—physical, social, public, private—that activate place.

We embed flexibility in our designs because we think that responsiveness—to people, a neighborhood, a city and an economy—is the way to set the pace of change, and not just keep up with it. We design for immediacy and for the future, believing that these objectives are not mutually exclusive; that the temporary should be durable and the permanent should be adaptive.

We implement sustainable practices in our work at all scales, from the material to the regional, reflecting our belief that architects, as creative thinkers, must also be stewards of the earth.



envelope a+d | a u u e

RANCHO CORDOVA RFQ

EXPERIENCE : SELECTED EVENTS**NOW HUNTERS POINT**

95,000sf

client : PG&E

EVENT	YEAR	ATTENDANCE	KEY STAKEHOLDERS
BMagic Backpack Giveaway	Annual (2016 - 2019)	5,000 (2019)	BMagic, Bayview schools, area families, partner community orgs.
Bayview Circus Festival	Annual (2014-2019)	3,500 (2019)	Bayview Opera House, Circus Bella, Bayview residents + families, partner orgs.
Fall Harvest Festival	Annual (2014-2019)	1,200 (2018)	Bayview residents + families, partner community orgs.

PROXY

17,000sf

client : HERE FOR NOW, Proxy, LLC

EVENT	YEAR	ATTENDANCE	KEY STAKEHOLDERS
Spring / Fall Film Series	Annual (2014-2019)	1,500 (Spring 2019)	Hayes Valley merchants, HV Neighborhood Assoc. (HVNA), partner orgs.
SF Jazz Festival	Annual (2013-2019)	1,000 (2019)	SF Jazz, HVNA, HV merchants, San Francisco residents

RANCHO CORDOVA RFQ

EXPERIENCE : MANAGED VENDORS

PROXY (octavia blvd. Lots K+L)

property owner : city of san francisco

DURATION	ANNUAL VENDOR INCOME	KEY VENDORS (TYPE)
2011 - Ongoing	\$ 3,000,000+ (total for all vendors)	Biergarten (food + alc.), Aether (apparel), Smitten (food), Ritual Coffee (food)

PUBLIC OUTREACH AND ENGAGEMENT

We approach event programming, site stewardship, and vendor curation as opportunities for engagement with local stakeholders and community members about the future of the place that we are bringing to life. This means that every event listed included opportunities for input into site improvements, programming decisions, and vendor types by anyone who attended or visited.



SELECTED PROJECTS

West Oakland Gateway

Location: Oakland, CA**Typology:** Activation, public space**Year of Completion:** 2016 (unbuilt)**Size:** 3 acres

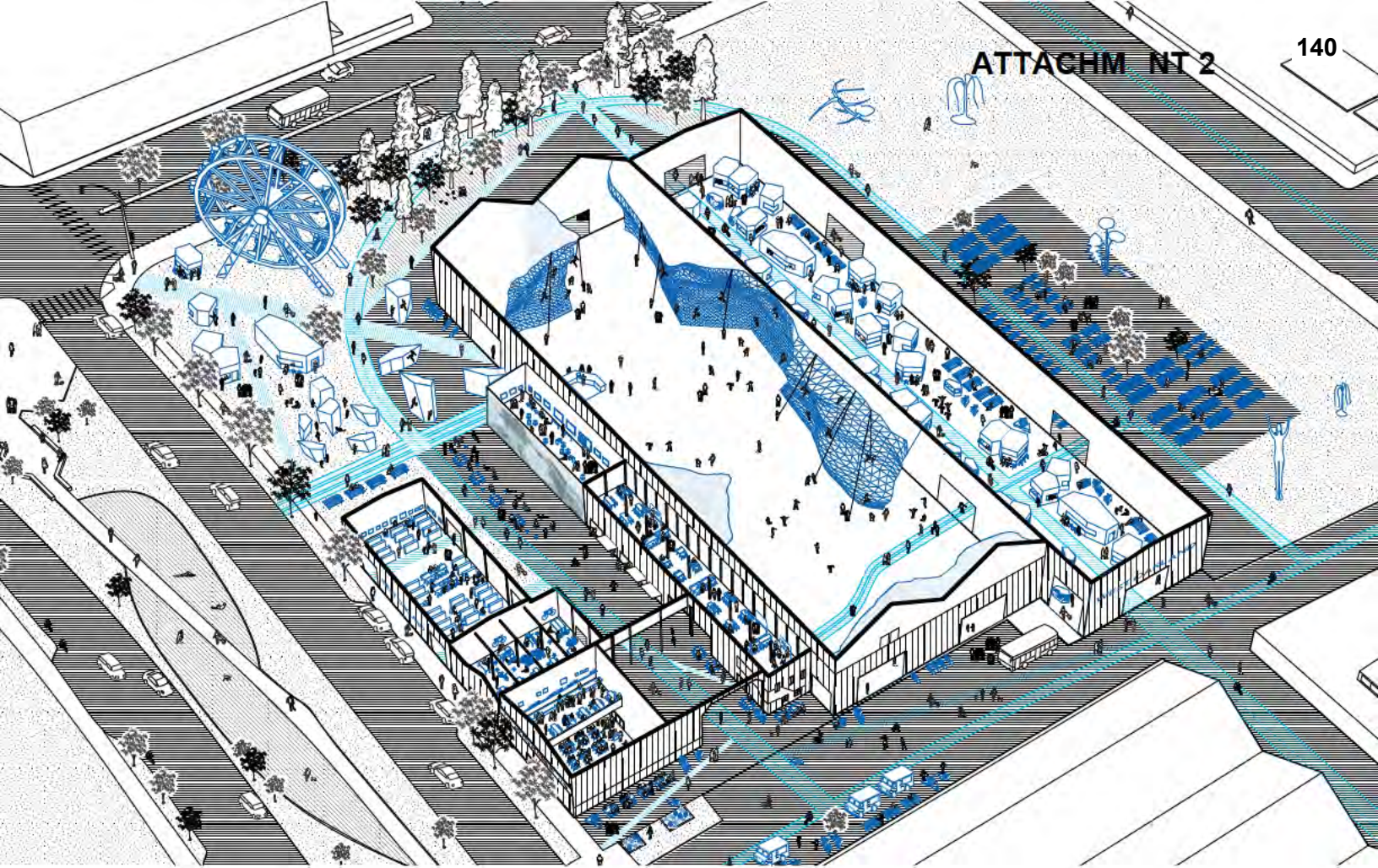
Situated at the gateway to West Oakland, this project imagines a vibrant future for a former pipeworks factory. Components of the Bay Bridge were assembled in this once-bustling manufacturing site. Today the Pacific Pipe Company's collection of now semi-derelict buildings have the potential to become a new community hub within a changing neighborhood.

In times of flux, transforming a site so steeped in local history requires extra care. Drawing on our experience with both PROXY and NOW Hunters Point, envelope proposed a multi-year process that would unfold iteratively with the involvement of area residents. Through ongoing activations, this process would invite the West Oakland neighborhood—a historically African-American community facing rapid gentrification after decades of disinvestment—to shape a vision for the site deeply informed by local needs and desires.

To find appropriate points of departure for this plan, we undertook an analysis of existing resources and constraints within the West Oakland area, including comparing amenities and institutions with neighboring areas. We identified five areas of focus for West Oakland Gateway's interim activations: cultural production, resource sharing, food, micro-enterprise, and spectacular events.

Beginning with a lightweight reoccupation of existing spaces, the project would evolve over time driven by a feedback loop of ongoing community engagement and an involved cohort of tenants and vendors. The West Oakland Gateway would emerge organically, ultimately accommodating a range of permanent uses and users rooted in the neighborhood.



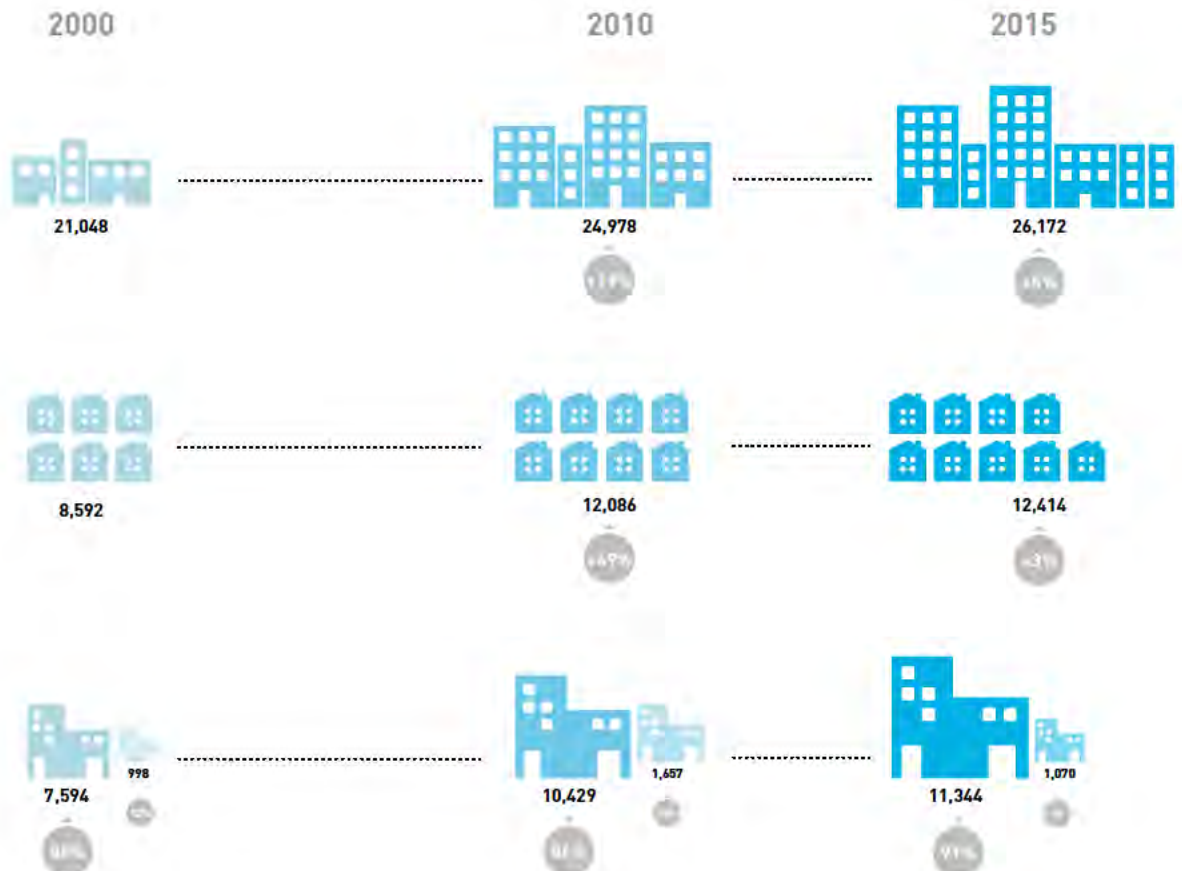


population + housing growth

the west oakland population is growing rapidly

total number of housing units is also increasing in the neighborhood

the vacancy rate is now decreasing; as of 2015, 91% of units were occupied



RANCHO CORDOVA RFQ

SELECTED PROJECTS**PROXY****Location:** San Francisco, CA**Typology:** Temporary urban activation - retail, food, arts, events**Year of Completion:** 2008 - Ongoing**Size:** 17,000 square feet

PROXY is a temporary two-block project that creates a concentrated, ever changing experience in the heart of San Francisco's Hayes Valley neighborhood. Taking the place of a parking lot and conceptualized as a place-holder for a more permanent development, PROXY demonstrates how, through minimal means, voids in the city fabric can become thriving centers of ingenuity and fun that positively affect the quality of life in the surrounding neighborhood.

PROXY's combination of provisional architectural frameworks and thoroughly researched, site-specific programming act as a content machine tied to the pace of contemporary culture. PROXY's success can be largely attributed to its invitation for artists, designers, content creators and passers-by to act on PROXY, play around in it and invent it for themselves. These chance collisions between multidisciplinary actors result in a richness of experience that draws in people to engage with each other and with their environment in delightful ways.

The principles of openness, risk-taking and stewardship inform envelope A+D's comprehensive relationship to PROXY as not only the architect but the developer, fabricator, cultural curator and fiscal strategist. Following PROXY's motto of "HERE FOR NOW", we see PROXY as a real-time laboratory in which impermanence may be exploited to find means by which architecture can support cities for both short-term and long-term development and wellness.





SELECTED PROJECTS**NOW_Hunters Point****Location:** San Francisco, CA**Typology:** Public park, streetscape + plaza, interim uses and structures**Year of Completion:** 2008 - Ongoing**Size:** 43 Acres

NOW_Hunters Point was created as part of a plan to revitalize the forty-three acre site of a former Pacific Gas & Electric Company power plant in the Bayview-Hunters Point area of San Francisco. A working-class neighborhood almost since San Francisco's founding, Bayview-Hunters Point has weathered immense change over the last thirty years, and now faces imminent gentrification as one of the last affordable neighborhoods in the city.

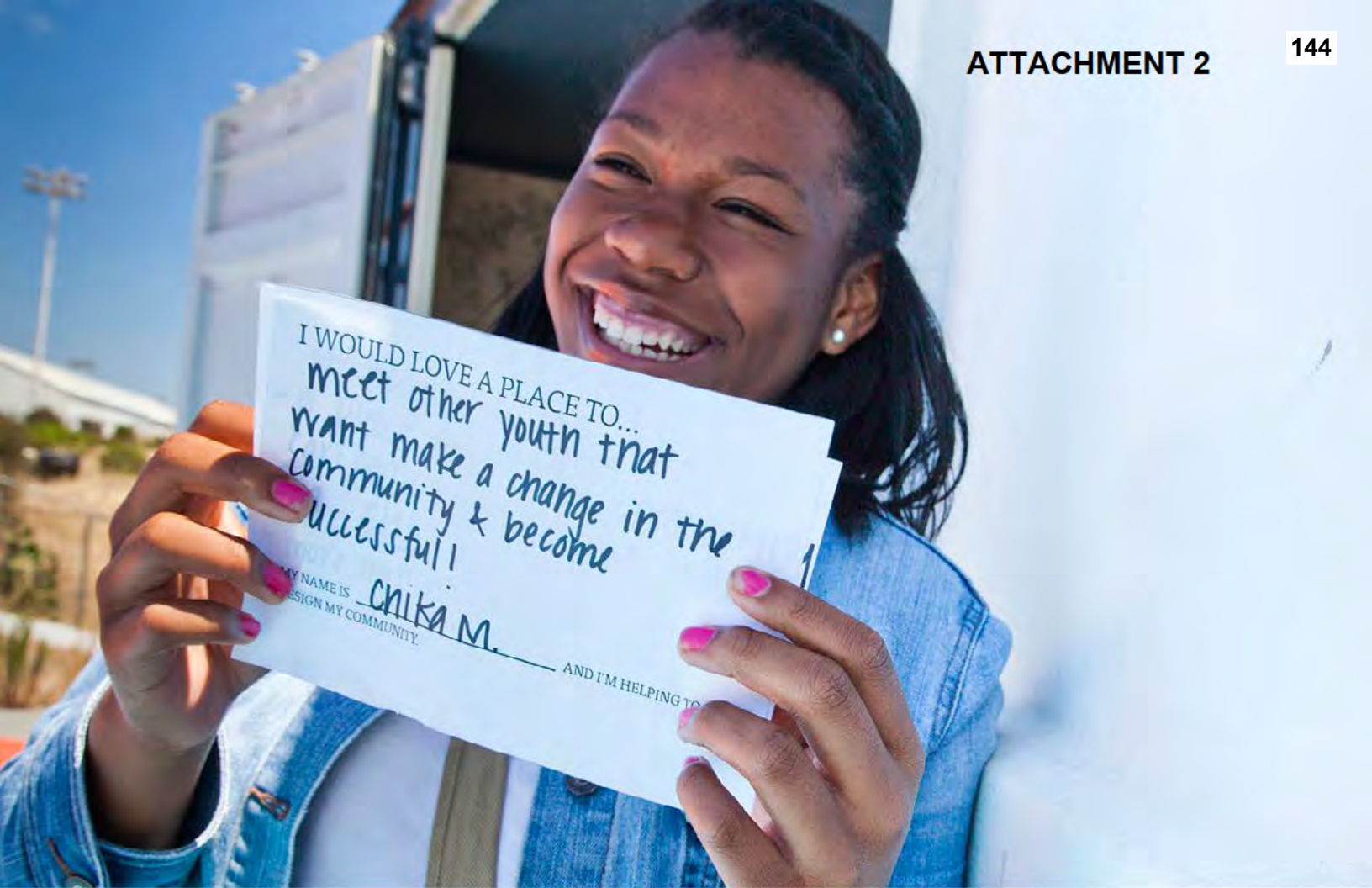
Hired to design a series of public spaces along the site's shoreline and streetscape, as well as to activate portions of the interior through interim use, we crafted a strategy that utilizes live prototyping not only to test objects—like the Listening Booth used to record neighbors' stories—but to establish a way of engaging community members in the design process that is fundamentally reciprocal and respectful.

NOW_Hunters Point is framed around an incremental, community-led approach in which an array of interim uses—job training, mobile health clinics, access to fresh food, youth activities and tutoring—are implemented to support the existing community against the strong currents of change that are already in motion. Over the lifespan of the project, these programmatic elements, gathered in an Interim Use Hub, will be rotated and refined as people vote with their feet about which uses are best suited for the site and its visitors. Gradually, a space will emerge that can be needed, and loved, by the people for whom it exists.

Along the way, the insights that we take from this constant conversation will create a feedback loop within the design process, shaping the form and content of the permanent public space improvements, and suggesting directions for the long-term development of the land.

Ultimately, our aim is to transform a formerly forbidden post-industrial site into a center for building capacity and connection, reconstructing it both physically and perceptually into a place that acknowledges its deep roots in history even as it writes a new narrative for its future.







SELECTED PROJECTS

Hunters Point Shoreline

Location: San Francisco, CA**Typology:** Public park**Year of Completion:** 2017**Size:** 43 Acres

The Pacific Gas and Electric Hunters Point Site is a multi-faceted property in the midst of a complex, multi-year transformation. Since 2013, envelope A+D in collaboration with RHAA and Liz Ogbu (Studio O) have led an innovative planning process, developing NOW Hunters Point using interim uses to cultivate a deeper, ongoing dialogue with the community about the site's future development. Hunters Point Shoreline, a new hundred-foot wide public access improvement, is the first permanent project informed by this process to move forward.

Fostering community access to and enjoyment of the site's shoreline was the impetus for the project. The project stretches along the bay from Heron's Head Park to India Basin, and incorporates an extension of the Bay Trail, a bicycle and pedestrian path running along the San Francisco's waterfront which will eventually circumnavigate the entire bay. A series of gathering areas along the path capture different vantage points and highlight the inherent qualities of the site.

Visitors experience a sense of immersion in the landscape as well as the site's layered history. As they move from sculpted hardscapes with native plantings to open meadows by landscape designer John Greenlee, an overlay of didactic elements—text and graphics embedded within the park's concrete walls, pathways and benches—reveal the community voices and events that define site's legacy.

The NOW Hunters Point community process was integral to the development of the vision, design and historical content of the Hunters Point Shoreline's vision. After fulfilling an intensive approvals process including the Army Corps of Engineers and the Bay Conservation and Development Commission, the Hunters Point Shoreline opened in spring 2017.







RANCHO CORDOVA RFQ
KEY PERSONNEL



DOUGLAS BURNHAM
principal + founder, envelope A+D

Education:

Bachelor of Architecture

Cornell University School of Architecture

Bio:

Douglas is the founder and principal architect of envelope A+D and has been a practicing architect for over twenty years. His recent work in San Francisco—including PROXY in Hayes Valley and work on the former PG&E power plant site in Hunters Point—employs temporary urban interventions to explore the transformational potential of a diverse mix of well-curated, neighborhood-serving uses. Douglas holds a Bachelor of Architecture degree from the Cornell University School of Architecture, where he received the prize for best thesis. Concurrent with his architectural practice, Douglas has been an adjunct professor at California College of the Arts since 2004. From 2007-2010 Douglas led the SFMOMA's Architecture + Design Forum as Chair, where he now serves on the Forum's Executive Committee.

Relevant Experience:

PROXY, San Francisco, CA, 2010 - Current

NOW Hunters Point, San Francisco, CA, 2013 - Current

CCA Back Lot, San Francisco, CA, 2014

Recognition:

Design Vanguard, Architectural Record, 2012

Kirby Ward Fitzpatrick Prize, Architectural Foundation of San Francisco, 2012

Honorable Mention: New Practices, AIA SF, 2009

RANCHO CORDOVA RFQ
KEY PERSONNEL



NATHAN JOHN
partner, envelope A+D

Education:

Master of Architecture

University of California, Berkeley

Bachelor of Arts

Sarah Lawrence College

Bio:

Nathan's work leverages the techniques of the hacker/maker movement and the sensibility of the architectural avant-garde in testing the potential of small, temporary interventions to reorient our perceptions of urban environments. At envelope A+D, Nathan draws on his experience in community organizing in his leadership of the firm's public realm work. Nathan holds a Master of Architecture degree from UC Berkeley, where he received the Eisner Prize, the department's highest honor. He has also been the recipient of several fellowships supporting his research on public space. A child of the suburbs, he fell in love with cities while working as a bicycle messenger in Dublin, Ireland.

Relevant Experience:

Hunters Point Shoreline, San Francisco, CA

NOW Hunters Point, San Francisco, CA

Greenway 31, Berkeley, CA

Honors + Fellowships:

Eisner Prize in Architecture, UC Berkeley

Arts Research Center Fellow, UC Berkeley

John K. Branner Traveling Fellow

Thomas J. Watson Traveling Fellow

RANCHO CORDOVA RFQ
KEY PERSONNEL

**LEX PHELAN**

associate partner, envelope A+D

Education:

Bachelor of Architecture

Virginia Polytechnic Institute and State University

Bio:

Architect Lex Phelan focuses on architecture and planning projects involving sensitive cultural contexts and natural habitats, such as Radhaus, a new restaurant within the historic Fort Mason Center, a vision plan for the Headlands Center for the Arts, and a mixed-use urban infill project in the Sonoran Desert. She also leads initiatives in project management and delivery, developing best practices for the office.

While earning her Bachelor of Architecture at Virginia Tech, Lex created her own year-abroad program in Shanghai, furthering her architectural studies in a vastly different context, while also working as a product designer. She began her career in Germany, becoming a licensed architect and member of the North-Rhine-Westphalia Chamber of Architects, well versed in design and construction methods for public buildings, schools, and residences.

Lex's experience shaped her interest in the social possibilities of design and promoting new models for collective life in a global society — a line of inquiry she continues to pursue at envelope A+D. Her work recognizes the potential of the built environment to enhance physiological and emotional well-being among occupants and advocates a design approach that prioritizes community needs and equitable access to a healthy, sustainable environment.

Relevant Experience:

Radhaus, San Francisco, CA

Chroma, Tucson, AZ



RELEVANT EXPERIENCE

FIRM OVERVIEW

FEATURED PROJECTS

TEAM BIOS

ABOUT US

At Project for Public Spaces, we believe that great public spaces strengthen communities. We bring those public spaces to life by planning and designing them with the people who use them every day, and by equipping people with skills and tools to fuel lasting change in the places they share. Together, we create community-powered public spaces around the world.

Project for Public Spaces (PPS) is a nonprofit educational and technical assistance organization with an international reputation for its success in the creation of more livable communities. Over the past 40 years, PPS has grown from a small group of dedicated out-of-the-box thinkers studying how people use public space, to the leader of a global movement for placemaking that continues to change places and lives around the world. With an interdisciplinary team comprised of around 30 people, we have directly helped more than 3,000 communities in 47 countries to build stronger and more dynamic public spaces.

PPS is recognized internationally for our success in helping communities enhance their unique sense of place, promote active and healthy lifestyles, foster contact between diverse populations, and work towards environmental sustainability. We have worked with various partners to transform public spaces around the world: public and private organizations; federal, state, and municipal agencies; business improvement districts; the private sector; neighborhood associations; chambers of commerce; charitable foundations; and other civic groups.

PPS staff bring a wide variety of professional skills and years of experience working around the world on a vast array of public spaces. PPS's staff is trained in architecture, landscape architecture, urban planning, urban design, environmental psychology, arts administration, and sociology. We collaborate with local architects, landscape architects, engineering firms, transportation consultants, retail planners, and community organizations.

PLACEMAKING

A TRANSFORMATIVE APPROACH

Our services for development begins with robust stakeholder engagement.



With community participation at its center, placemaking capitalizes on a local community's assets, inspiration, and potential.

Strengthening the connection between people and the places they share, **placemaking** refers to a collaborative process by which we can shape our public realm in order to maximize shared value. More than just promoting better urban design, placemaking facilitates creative patterns of use, paying particular attention to the physical, cultural, and social identities that define a place and support its ongoing evolution.

A COMMUNITY-POWERED PROCESS

By putting stakeholder engagement at the center of our process, PPS addresses uncertainty early instead of allowing it to derail the project later. Our user-friendly engagement and observation tools and our strong facilitation skills foster a more constructive, creative relationship between developers and their stakeholders than the average public process.

BUILDING CONSENSUS

Our outreach skills apply to project teams and public, private, and civic stakeholders, too. We know that success relies on strong alignment and coordination across disciplines and sectors. We ensure that the project team has access to all of the relevant information and approvals, to diverse perspectives and out-of-the-box ideas, and to a roster of future partners in implementation and management. We excel at using public space as the literal common ground to bring these coalitions together, and our focus on quick wins helps build trust among stakeholders and keep up momentum throughout the entire process.

INTEGRATING DESIGN, PROGRAMMING, AND MANAGEMENT

Whenever we plan or improve a public space, we treat design, programming, and management as part of one integrated approach. Design provides an important foundation for a great public space, but is rarely enough on its own. All too often, traditional design professionals create an inflexible finished product without testing their assumptions and without room to adapt after ribbon-cutting. What sets PPS apart is that we start by defining a vision for the public space's uses and activities throughout the day, week, and year. Then, we develop a conceptual design, an activation plan, and a management plan to achieve that vision, and work iteratively and collaboratively with the whole project team to realize it.

INTERDISCIPLINARY DESIGN EXPERTISE

As an interdisciplinary placemaking nonprofit, the Project for Public Spaces team includes architects, landscape architects, planners, and researchers. Through this range of expertise, we specialize in translating community needs and ideas into practical design elements. In particular, we provide guidance and expertise in the following areas:

Flexibility Public spaces must be designed and managed to respond to the changing needs of a community. We ensure a public space has the infrastructure and layout to host a wide variety of activities and events, and the ability to grow and evolve over the long term.

Access and Linkages Great public spaces rely on a constant feed of foot traffic. We consider every space within the broader urban fabric to optimize access by foot, transit, bicycle, and car, and to create vital connections to other nearby destinations and public spaces.

Amenities We pioneered the study of seating, lighting, shade, and landscaping in public space, and know better than anyone how to use these elements to make people feel safe and comfortable.

Siting and Ground Floors PPS is an expert in the arrangement of public spaces, streets, and adjacent buildings. We can also help with the design of storefronts, restaurants, public buildings, and other ground floor uses that enhance vitality and contribute to the success of retail and other commercial uses.

Precedent Research We have worked directly in more than 3,000 communities around the world, and studied public spaces in many more. That means we have seen what works firsthand, and we know how to apply and adapt this wealth of global case studies, best practices, and innovations to the local context of your development.

The Brookings Institution and Project for Public Spaces are currently collaborating to create a new cross-disciplinary approach to city building that integrates the reinforcing benefits of vibrant public spaces, innovative urban economies, and inclusive growth.



➤ The Beach at Campus Martius in downtown Detroit began as an temporary activation in 2013 and has grown to be a major downtown attraction.

THINKING LIGHTER, QUICKER, AND CHEAPER

Often the changes that a public space really needs in order to become more functional and enticing do not require big investments of time and money. New amenities, programs, aesthetic improvements, and even lightweight development can be implemented in a matter of weeks not years, and this process of experimentation allows developers to safely test out ideas and quickly build goodwill with the community.



Neighborhoods throughout the City are experiencing record growth, and the Downtown is at the forefront. Market Square is at the center of much of this development and investing in this asset is critical to Downtown's continued growth.

—Luke Ravenstahl,
Mayor of Pittsburgh



SELECTED PROJECTS

Downtown Detroit Public Spaces
Discovery Green
Pearl Brewery
Sundance Square

DOWNTOWN DETROIT PUBLIC SPACES

DETROIT, MI



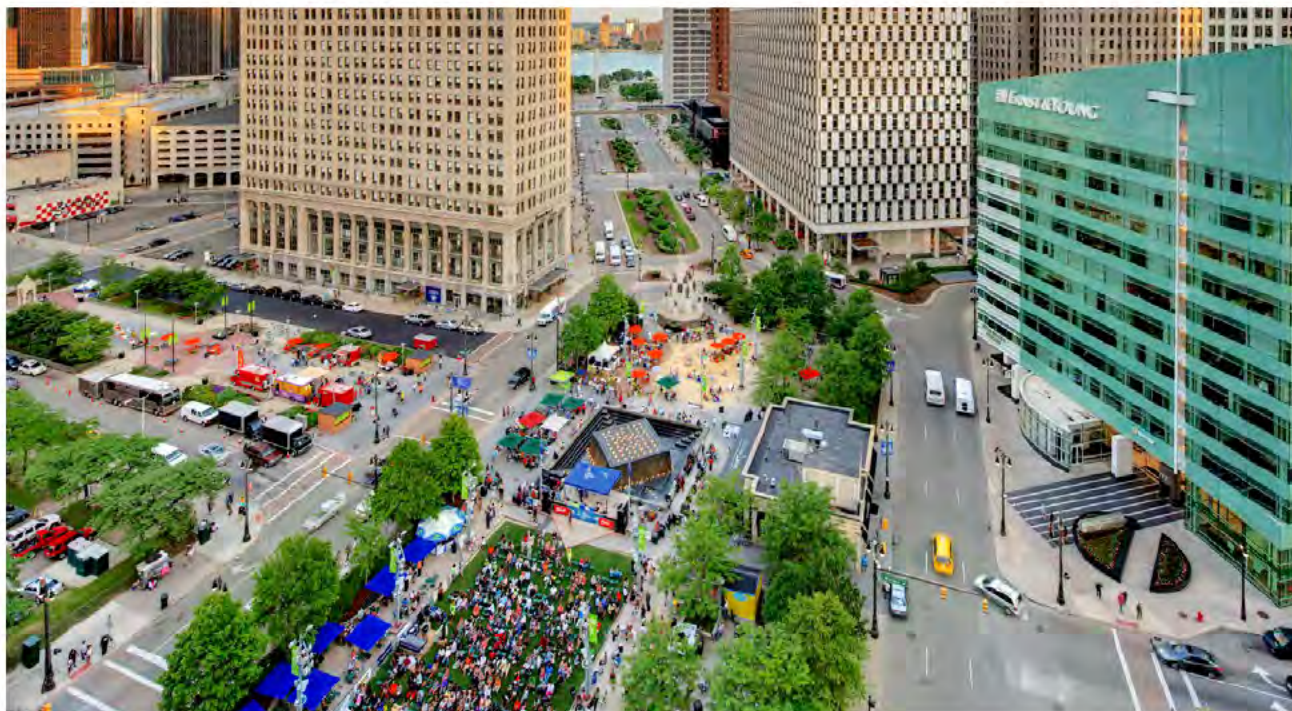
**ECONOMIC
DEVELOPMENT**



**PUBLIC
PARK**



**YEAR-ROUND
PROGRAMMING**



CLIENT

Downtown Detroit Partnership
and Rock Ventures/
Opportunity Detroit

COMPLETED

2001-2016

SERVICES

- Place Evaluation & User Analysis
- Community Engagement & Visioning
- Programming
- Place Plans & Design
- Lighter, Quicker, Cheaper

Placemaking revived the heart of the Detroit community.

Project for Public Spaces has worked with local partners in downtown Detroit for nearly two decades. As the city fell upon hard times, our placemaking efforts in the heart of downtown provided a beacon of hope for residents and an engine for economic revitalization. Over the years, PPS has worked with multiple sites and clients in the area, but it all started with Campus Martius. Once the hub of economic and social life for the city, by the time PPS began working in Campus Martius in 1999, it had become little more than an unfriendly traffic island. Across five engagements, PPS used every tool in its toolbox to transform this intersection into what locals now call "Detroit's gathering place."

These community-driven improvements caught the attention first of Compuware and then of Quicken Loans, both of which moved their headquarters next to Campus Martius, and brought jobs and investment back downtown. Today, Campus Martius attracts more than two million people annually, the surrounding district has attracted 20,000 new jobs and over \$2 billion of real estate investment, and since the Detroit declared bankruptcy in 2013, the park has become a symbol of the city's resilience and renewal.

DISCOVERY GREEN

HOUSTON, TX



**ECONOMIC
DEVELOPMENT**



**PUBLIC
PARK**



**COMMUNITY
ENGAGEMENT**



CLIENT

Discovery Green Conservancy

COMPLETED

2005-2008

SERVICES

- Community Engagement & Visioning
- Programming
- Place Concepts & Designs
- Design Review

Discovery Green transformed a 12-acre parking lot into a verdant downtown destination and a catalyst for economic and social change.

For years, downtown Houston was an automobile-centric, placeless district without any public spaces for residents to congregate. PPS was hired by the Discovery Green Conservancy to lead a public visioning process in order to transform 12 acres of underused green space and parking lots near the Convention Center into an urban oasis that serves as a village green, a source of health and happiness for Houstonians, and a window into the diverse talents and traditions that enrich life in the city.

The park opened in Spring 2008, and it has been phenomenally successful. It now attracts more than 1.5 million visitors to its 600+ free events annually, consistently drawing local patrons. Discovery Green has catalyzed \$1.25 billion in nearby development; a number of residential and commercial projects have specifically noted Discovery Green as the impetus for their investment. The park has certainly boosted business at the nearby Convention Center, but most importantly, Discovery Green has put downtown back on the map as a place for Houstonians to play, relax, meet one another, and even as a place to live.

PROJECT FOR PUBLIC SPACES | PLACEMAKING FOR CATALYTIC DEVELOPMENT

AGENDA ITEM 3.1





PLACEMAKING IN ACTION

1. Synchronicity of Color.

Margo Sawyer's kaleidoscopic art wall is a favorite place for Houstonians to snap a photo.

2. A Downtown Oasis.

Rentable kayaks give visitors the opportunity to get up close and personal with Kinder Lake, a naturalistic water element in the heart of downtown Houston.

3. Movie Night. Free film screenings keep locals coming to Discovery Green well into the evening.

4. Light and Shade. On the Brown Foundation Promenade, people stroll under a shady canopy of hundred-year-old oak trees and alongside an otherworldly art installation.

5. Art Blooms Here. Temporary art installations and performances keep Discovery Green fresh and exciting, long after opening day.

6. The Main Stage. The Anheuser-Busch Stage provides a state-of-the-art venue for hundreds of Houston musicians and performers every year.

7. Gateway Fountain. Besides the park's hundreds of regular events, Gateway Fountain is one of its biggest draws. In the summer, children love its cool 14-foot jets of water, with flexible seating nearby for parents.



PEARL BREWERY

SAN ANTONIO, TX



**ECONOMIC
DEVELOPMENT**



**PROGRAM
PLANNING**



**MIXED-USE
DEVELOPMENT**



CLIENT

Silver Ventures

COMPLETED

2005-2018

SERVICES

- Place Evaluation & User Analysis
- Community Engagement & Visioning
- Programming
- Place Plans & Design

Pearl Brewery is now a top destination in San Antonio.

The historic Pearl Brewery, a 20-acre campus located along the San Antonio River, stood empty for several years after closing in 2001. Silver Ventures, a local developer, purchased the site in 2002 and developed an ambitious vision. The vision was intended to completely transform the Pearl Brewery site and the surrounding neighborhood into a mixed-use development, combining education and learning with other uses including residential, dining, culture, arts, shopping, and recreation.

Along with the development team, PPS worked with MJM Management Group to create a program of activities and management plan for Pearl Brewery that included recommendations for public spaces, maintenance, security, hospitality, programming, marketing and promotion, alongside a market, plans for commercial tenant management, and parking. Evolving incrementally over the past decade, gradually bringing restaurants in and creating destinations, Pearl Brewery was recently honored with the Global Award for Excellence by the Urban Land Institute. It is now a top destination in the city and rivals downtown as a nightlife and shopping district.



➤ Pearl Park is just one of the four public spaces at Pearl and provides a flexible space and opportunity for year-round free programming.

➔ A strong physical and visual connection between activity inside buildings and outdoor public spaces is important to the success of both spaces.

SUNDANCE SQUARE

FORT WORTH, TX



**PUBLIC
PARK**



**COMMUNITY
ENGAGEMENT**



**YEAR-ROUND
PROGRAMMING**



CLIENT

Downtown Fort Worth

COMPLETED

2010

SERVICES

- Place Evaluation & User Analysis
- Community Engagement & Visioning
- Place Plans & Design

Sundance Square has helped catalyzed economic revitalization throughout the entire downtown.

Like many American cities, residents of Fort Worth thought of its downtown as an area to pass through, not as a destination itself. Although it was bustling with office workers during weekdays, and some events drew crowds on weekends, most of the time it felt desolate. Downtown Fort Worth brought in PPS to assist in the design of Sundance Square, a new central place for the city. After undergoing an extensive placemaking process, PPS recommended that the square begin to incorporate daily activities, a market, public art, exhibitions, and larger annual events. Design recommendations included the creation of active edges and supported both visitor and community uses and ensured that the square would be popular throughout the week and seasons. The capping off of two major streets allowed for additional development, supporting ground floor activation and businesses to move downtown.

Sundance Square opened to great acclaim in 2013. An ongoing activation and management strategy has led to the creation of a successful public space that is revitalizing downtown Fort Worth.



- Events both small and large can be accommodated in the plaza due to the flexibility of the space, which also has many sub-places within it.
- Year-round programming and iconic features, including a splash pad, invite visitors of all ages to the plaza and has helped catalyzed economic revitalization throughout the entire downtown.

From Portals to PLACES

Thinking
beyond Stops
and Stations

to

Community
Mobility
Hubs

The Goal

Our *Portals to PLACES* program focuses on creating transit facilities that support communities. These transit stops and stations are well integrated into the communities they serve at the local and regional level, meet the needs of passengers through useful amenities, and serve as accessible, active, sociable and comfortable public spaces.

The Audience

The program will provide city officials, decision-makers, and transit facility owners and managers with tools to deploy the program's approach to improve upon the transit areas under their purview. Thought leadership and resources under the program will also support community leaders and transit advocates in their work.

Ultimately, the beneficiaries of the program will be people in communities who use public transit out of necessity and for their leisure. Specific emphasis will be placed on transit stops and stations serving low-income or otherwise marginalized populations who rely most heavily on public transit and where ancillary services and adequate passenger amenities are lacking.

A Program of —

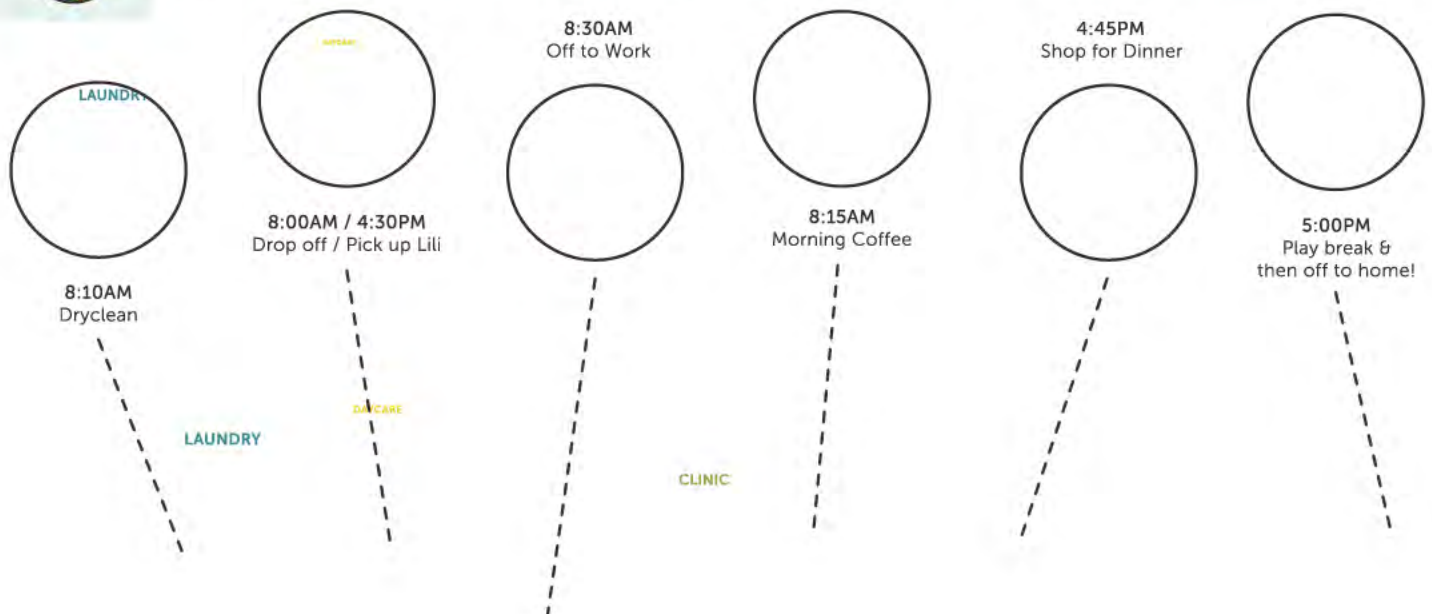


The Intended Impact

To improve the quality of life of all-purpose transit riders, especially those in low-income communities, by transforming their stops / stations into multi-use destinations. These destinations will alleviate the need for owning automobiles for daily trips, reduce time spent in transit, and enhance the opportunity to build social capital.



Hi! My name is Amia and this is my daughter Lili. We love that we can get so much done around our neighborhood bus stop every day.



From Portals to PLACES

ATTACHMENT 2

Strategies

Thought leadership and knowledge sharing.

Our team will create and share resources on a dedicated program page on the Project for Public Spaces website including case studies, slideshows, reports and publications; station typologies and specific recommendations for each; and an ongoing blog feed.

Community outreach.

We will deploy wide-ranging community surveys to target transit riders beginning in New York City, and replicate this strategy in other cities and transit-dependent communities. A synthesis of these findings will inform the program and shared with our target audiences through online and in-person engagements in other cities.

Toolkits and trainings.

We will create resources to help our audiences improve transit stations and stops in their own communities. Online resources, such as how-to guides and toolkits, will ensure that our knowledge is accessible, digestible, and implementable. Training for targeted audience groups will provide specialized instruction on how to transform transit stops into great places.

Strategic Project Development.

PPS will also be available for on-site technical assistance, including conducting station audits and working with individuals and community organizations to improve public life in and around targeted transit stops. Projects will be chosen in areas that have the following characteristics:

- 1 Residents rely heavily on public transit, often spending an hour or more in transit each day;
- 2 The median income for the neighborhood served by a stop is below the median income for the city or the neighborhood is a majority-minority community;
- 3 Nearby daily destinations lack connectivity on foot.

Needs

The program will actively address the ongoing crisis of lack of sense of place—a lack of community gathering places and a related lack of trust, belonging, and pride—in our communities by highlighting the largely overlooked opportunity of transit stops as public spaces.

The program will improve last-mile connectivity and reduce the need for short auto trips by creating a density of everyday destinations in and around stations and stops.

The program will also aim to alter perceptions of public transit usage, often laden with a social-economic bias that inhibits mode shift and lasting investment in these systems.

The program will advocate for an increase in funding for adequate passenger amenities at public transit stops.



Illustrations by Jiayi Cheng

A Program of —



Project for Public Spaces

Team Bios

Cynthia Nikitin

Senior Vice President

Cynthia is a Senior Vice President at Project for Public Spaces (PPS), specializing in development of downtown master plans, transit station enhancement plans including transit oriented development, placemaking around civic institutions and federal buildings, and creative placemaking. In her twenty seven years at Project for Public Spaces, Cynthia has initiated and led numerous multi-year programs, including the Southwest Airlines Heart of the Community grant program, where she provided technical assistance to local community partners to bring new life to centrally located public spaces in 18 communities across North America; NJ Transit's Model Stations Program which redefined the way the agency designs and manages its rail stations to serve as portals and places; New York State DOT's TOD education program to engage communities along a planned BRT line to reassess and expand upon their mobility options; and Directed the Citizens' Institute on Rural Design™ a leadership initiative of the US National Endowment for the Arts where she developed strategic partnerships with rural-focused organizations, tribal communities, and cultural institutions to assist 19 small towns in overcoming a wide array of design challenges.

Gary Toth

Executive Vice President

Gary Toth has helped to lead a national movement to integrate land use and transportation issues as a means to creating more livable, walkable communities and streets. He is a well rounded engineer who is as equally familiar with the details of engineering as he is with the best approaches for facilitating the delicate interactions between transportation agencies and their stakeholders. He spent the first 34 years at the New Jersey Department of Transportation (NJDOT) and subsequently and 10 years as Director of Transportation for the Project for Public Spaces (PPS).

Since joining PPS in 2007, Gary has been a thought leader in reframing the goals of transportation towards Placemaking, Livability and Multi-modal. He has worked with dozens of communities to help them plan and create more sustainable streets and transportation networks with sound engineering principles, but doing so within the lens of a local Place Vision. He has conducted dozens of trainings and community engagement sessions. His work at PPS builds upon his expertise in transportation and land use gained while at NJDOT; he has since evolved it into Place Led Transportation. His approach reframes Complete Streets, Road Diets and Livable Streets from contested conversations about reallocation of space to Building Communities through Transportation.

Nidhi Gulati

Program Manager, Transportation

Nidhi Gulati is a trained Architect and Urban Researcher and leads the Streets and Transportation program at Project for Public Spaces. In that capacity, she is in charge of strategic planning for the program, leading new research and resources, initiating and managing external partnerships, and project management. Nidhi joined PPS in 2013 as an associate and built a portfolio of more than 20 projects across the US and abroad, delivering her first keynote speech at the Second International Forum on Public Spaces in Bogota, Columbia in 2014. She is an active contributor for the company blog, and plays an advisory role on a variety of projects across the organization. Ingrained in all her work is a commitment to better serve the most vulnerable populations in our cities and towns, including women and children.



RELEVANT EXPERIENCE

FIRM OVERVIEW

LOCATIONS

TEAM BIOS



Build. Code. Unite.

Hacker Lab is an all-in-one makerspace, coworking facility and workforce incubator. We bring people, training, and advanced prototyping equipment together under one roof, giving you the opportunity to bring your vision to life. We currently operate three facilities in the Greater Sacramento region, including the cities of Rancho Cordova, Rocklin, and Sacramento.

We're a membership organization offering individual and corporate classes for adults and youth, including a mentor program. We provide offices and desks, maker cages, event and meeting space, which fosters our amazing and growing community of change makers and innovators.

Makerspace

Equipped with woodshop, welding, jewelry, 3D printers, laser cutters, various milling devices, and the latest computers and electronics, our makerspaces are places in which people with shared interests, especially in entrepreneurship, technology, or art, can gather to work on projects while sharing ideas, equipment, and knowledge. We operate over 15K SF of space, \$500K+ of equipment, 50 available machines, and nearly 1000 drill bits.

CoWorking

Get work done alongside a community of fellow makers, coders, and entrepreneurs. With locations in Sacramento, Rocklin, and Rancho Cordova, Hacker Lab creates a network of like-minded entrepreneurs, coders, makers, and hackers all brought together around the same idea: creating something cool. We operate 3 convenient locations with Greater Sacramento, provide 24/7 access, ultra fast 1 Gigabit ethernet, with over 15,000 cups of coffee chugged.



Hacker Lab – Locations



Hacker Lab Rancho Cordova

11275 Sunrise Gold Cir Ste. A
Rancho Cordova, CA 95742



HackerLab Rocklin

4415 Granite Drive
Rocklin, CA 95677



HackerLab Sacramento

2533 R Street
Sacramento CA 95816

The Hacker Lab Team



Gina Lujan

CEO / Hacker Lab



Eric Ullrich

COO / Hacker Lab



RELEVANT EXPERIENCE

FIRM OVERVIEW

FEATURED PROJECTS

TEAM BIOS

Project Team

Griffin's financing team has extensive experience working with local California governments and non-profits to finance social infrastructure public private partnerships. The Griffin team is anchored by Citigroup ("Citi"), the #1 ranked firm in the California public finance market and the market leader in financing convention center facilities using low-cost tax-exempt securities. The financing team Griffin has assembled will be available at all times to provide the services necessary to a successful transaction. A brief summary of the financing team is provided below.

Griffin's City of Rancho Cordova Financing Team

Name	Role In Transaction	Experience
Day-to-Day Banking		
Chris Mukai, Managing Director	Project Manager, Co-Head of Western Region	Total Experience: 700 issues - \$333 billion par value. Calif. Experience: 554 issues - \$314 billion par value. Calif. Lease Rev. Bonds: 97 issues - \$13 billion par value. Co-Head of Western Region. 26 years of experience
Stephen Field, Director	Social Infrastructure Specialist	Primary day-to-day banking for Citi's western region social infrastructure P3 projects. Primary day-to-day banker for 2017 and 2018 Orange County P3 Project. 13 years of experience. Over \$30 billion of senior managed experience.
Devin Dillard, Associate	Quantitative and Analytical Support	Serves as primary quantitative banker for issuers throughout the Western Region including State of California, County of Los Angeles and City of San Diego. 5 years of experience.

Relevant Experience

Citi's Public Finance Presence in California. Providing California clients with the highest level of service is one of Citi's biggest priorities. Citi maintains a strong network of professionals in California, including a full-service municipal bond sales, trading and underwriting desk based in Los Angeles. Citi has been serving as a trusted partner to California municipal clients for over 50 years. Citi's Los Angeles based municipal syndicate desk is Wall Street's largest municipal trading and underwriting desk on the West Coast, which on average trades between \$300-\$500 million of California tax-exempt bonds on a weekly basis.

Market Leader in Financing Social Infrastructure P3 Projects. Citi is a market leader in helping to develop and implement social infrastructure public private partnership projects. Working with the Griffin team, Citi developed a unique financing structure for Orange County Civic Center Improvement Program that allowed the County of Orange to take advantage of the efficiencies of a P3 structure while utilizing the County's high credit quality to borrow at the lowest cost to fund the project. To this point, as part of the efforts on the Phase II project, Citi developed a comprehensive rating strategy for the County of Orange which helped result in the County receiving a AAA rating from Fitch (a one notch upgrade). The case study provided below has more information on County of Orange's Civic Center Improvement Program.

Leader in National P3 and Project Finance. Citi has worked with US state and local governments on P3s for the past 30 years. Our experience exceeds 100 transactions in the US and runs the gamut of asset classes, including parking facilities, surface transportation, water and wastewater collection and treatment, air and sea ports, real estate, conventional and renewable energy, solid waste disposal, social infrastructure, and schools. Citi presents considerable experience structuring P3s around unique federal, state, and local tax and other requirements.



**#1 Negotiated Underwriter
17 of the last 25 Years**

**#1 National Availability
Payment and Lease
Underwriter**

**#1 Underwriter of California
Social P3 Projects**

As a leader in P3s, Citi has considerable recent experience in all aspects of the P3 space, including working for both public sector sponsors and private sector developers, and serving in both sell-side and buy-side capacities. Historically, Citi led many of the ground-breaking transportation P3s, including the Chicago Skyway, the first significant brownfield toll asset monetization completed in the US, and SR-91 in California, the first managed lanes financing completed in the US. A table showing highlights of Citi's P3 and project finance transactions since 2012 is below.

Project	Amount Financed	Financial Close	Citi's Role / Project Description
Orange County Civic Center Infrastructure Improvement Program – Phase I	\$152 mm	2017	Citi served as sole senior manager for the Developer, Griffin Swinerton, for Phase I of the Civic Center Master Plan, the first P3 for Orange County. The project will house offices for governmental functions and is the first of several phases for the County's new Civic Center.
Orange County Civic Center Infrastructure Improvement Program – Phase II	\$185 mm	2018	Citi, working with the Griffin Swinerton team, to complete Phase II of the County of Orange's Civic Center Master Plan in December 2018. The project will provide office space for various County agencies, a room for the Board of Supervisors and an underground parking structure.
CalPlant I LLC Project	\$228 mm	2017	In May 2017, Citi served as joint bookrunning manager for a non-rated offering for CalAg LLC, totaling over \$228 million, to finance a rice straw to medium density fiberboard plant.
Georgia Proton Treatment Center Project	\$219 mm	2017	Citi served as sole senior managing underwriter for the GA Proton Treatment Center on a transaction to finance a therapy treatment center in Atlanta. The center will house pencil beam proton therapy equipment, diagnostic equipment, treatment equipment, planning equipment, imaging equipment (MRI machines) and a parking deck.
Irving Convention Center Hotel Project	\$124 mm	2017	Citi served as senior managing underwriter and placement agent for the Public Finance Authority's bonds to finance the Irving Convention Center Hotel Project in Irving, TX. Once constructed, the hotel will contain approximately 350 rooms and will operate as the convention center headquarters hotel for the City of Irving's convention center.
Transform 66 – Outside the Beltway	TBD	TBD	Citi is serving on the underwriting team for the Cintra-led consortium for the design, construction, financing, operation, and maintenance for greenfield express lanes on I-66 in Northern Virginia.
Denver Great Hall	TBD	TBD	Citi is serving as senior book-running manager for the Ferrovial-led consortium for the design, construction, management, maintenance and financing of a redeveloped Great Hall in the main terminal at Denver International Airport.
UMass Boston Student Housing Project	\$130 mm	2016	Citi served as senior manager with the Provident Resources Group on a transaction to finance the development of a new 1,077-bed student housing facility on the campus of the University of Massachusetts.
City of Scranton Parking Concession	\$38 mm	2016	Citi served as sole manager with the National Development Council for this transaction. The project was a concession and lease payment to the City of Scranton via the Scranton Parking Authority to acquire a 45-year leasehold interest and certain rights with respect to the Structured Parking System and Metered Parking System in Scranton, Pennsylvania and fund essential structural capital improvements to the system.

Project	Amount Financed	Financial Close	Citi's Role / Project Description
LaGuardia Airport Terminal Building	\$2.4 bn	2016	Citi served as senior manager for the Meridiam / Skanska consortium for the design, construction, and financing of the LaGuardia Airport Terminal Building P3, which will replace the central terminal building, supporting facilities and infrastructure as part of the Port Authority of New York and New Jersey's efforts to improve airport and regional mobility.
Natgasoline LLC Project	\$532 mm	2016	In April and August of 2016, Citi served as senior manager and initial purchaser for two separate non-investment grade limited offerings for Natgasoline LLC, totaling over \$532 million, to finance a methanol production facility.
State Highway 288 Project	\$273 mm	2016	Citi served as lead senior manager for the ACS Infrastructure Development / InfraRed Capital Partners / Shikun & Binui consortium for the design, construction and financing of managed lanes in Harris County, Texas.
I-77 HOT Lanes Project	\$100 mm	2015	Citi served as senior bookrunner for the Cintra Infraestructuras / Aberdeen Global Infrastructure Partners consortium for the design, construction and financing of high occupancy toll lanes in the existing I-77 corridor in Mecklenburg and Iredell Counties in North Carolina.
I-69 Section 5 Project	\$244 mm	2014	Citi served as lead underwriter for the Isolux Infrastructure and Infra PSP consortium. The project is the design, construction and financing of the upgrade of 21 miles of State Road 37 to interstate highway standards.
VitAg Florida LLC Project	\$64mm	2014	Citi served as senior manager for the Fertilizer Revenue and Construction Risk bonds to finance the acquisition, construction and equipping of solid waste disposal facilities, consisting of a biosolids-to-fertilizer facility and related assets.
Iowa Fertilizer Company Project	\$1.2 bn	2013	Citi served as senior manager to Orascom for the Midwestern Disaster Area Revenue Bonds to finance a nitrogen facility in Iowa.
North Tarrant Express – Segment 3A/3B	\$274 mm	2013	Citi served as financial advisor to the Cintra and Meridiam consortium for the design, construction, and financing of managed toll lanes in the Dallas-Fort Worth area.
Continental Airlines Project	\$630 mm	2012	Citi served as senior manager for the Special Facility Revenue Bonds Remarketing related to terminal improvements at Newark Liberty International Airport.

Resumes

Lead Financing Team

CHRISTOPHER MUKAI

*Managing Director
Co-Head of Western Region*

Los Angeles

(213) 486-8992

christopher.mukai@citi.com

Throughout his 26-year career in public finance, Chris has helped U.S. state and local governments complete over 800 financings and raise over \$375 billion for infrastructure and working capital needs. Prior to joining Citigroup in 2001, Chris spent 10 years in public finance for Merrill Lynch in Los Angeles. In addition to managing the firms' overall public finance practice in the Western U.S., Chris has general coverage responsibility for the firm's Los Angeles, Orange and San Diego County public finance clients, as well as the State of California and all its related departments and agencies. Two of his financings have garnered "Deal of the Year" status from Governing magazine: San Bernardino County COPs (1995) and San Diego County POBs (2002). He also served as Senior Banker for the San Diego Unified School District's \$485 million GO bond financing which was recognized by The Bond Buyer as Far West and National Deal-of-the-Year in December 2016. Chris is also Citi's senior West Coast real estate finance expert, having completed over 50 development and redevelopment financings and over 100 lease financings with a total par value exceeding \$10 billion for California issuers such as the State of California; the counties of Orange, Los Angeles, Santa Clara, San Bernardino, and San Diego; and the cities of Las Vegas, Sacramento, Anaheim, Los Angeles and San Diego. Chris' P3 real estate project finance experience includes non-recourse project financings for the City of Sacramento (Sheraton Grand Convention Center Hotel Project) and the City of Overland Park, Kansas (Sheraton Convention Center Hotel Project), and a hotel lease financing for the City of Montebello (Home2Suites). Of particular note, Chris served as the lead banker for the Griffin|Swinerton team's Orange County Civic Center Infrastructure Improvement Program Phase I and Phase II financings that was closed earlier this year. He graduated with highest honors from UCLA with a degree in Economics/Business and is a Municipal Securities and General Securities Principal (Series 7, 24, 53 and 63).

STEPHEN FIELD

*Director
Western Region*

Los Angeles

(213) 486-7197

stephen.field@citi.com

Stephen has been with Citi since 2011 and specializes in leading Citi's efforts with Western Region social infrastructure projects. Most recently, he helped lead Citi's efforts on the Orange County Civic Center Infrastructure Improvement Program Phase I and Phase II Civic Center Improvement financings. He has worked extensively with issuers throughout California and the Western region and his social infrastructure P3 experience includes senior managed financings for Orange County, the City of Montebello and Government of Guam in addition to lease revenue and COP financing experience for Los Angeles County, Ventura County, Contra Costa County, Douglas County Nevada and the Government of Guam. Stephen has a M.S. in Finance from the University of Arizona, a B.S. in Finance from the University of Missouri. Stephen is a registered representative and holds Series 7, 63 and 79 licenses.

DEVIN DILLARD

*Associate
Western Region*

Los Angeles

213.486.7197

devin.dillard@citi.com

Devin joined Citi's Los Angeles Public Finance Department in August 2016 from Citi's Quantitative Structuring Group in New York. He regularly provides analytic and quantitative support for issuers in California, with a focus on the State, city and county issuers including the City of San Diego and County of San Diego. Devin's other experience includes assisting in financings for the City of Los Angeles, County of Los Angeles, State of Hawai'i, the San Diego County Water Authority, the Metropolitan Water District of Southern California, the Port of Long Beach, McCarran International Airport, the District of Columbia, the State of Connecticut, and the Massachusetts School Building Authority among others. Devin received a Bachelor of Arts degree in Economics from Washington and Lee University in Virginia.

FINANCIAL CAPACITY



Financial Capacity
Statement

Financial Partners'
Letters of Support



Financial Capacity
Statement

FINANCIAL CAPACITY

One of the Team's greatest assets is its financial strength and expertise. This includes significant net worth and liquidity, access to capital, financial flexibility, and ability to minimize risk.

GRIFFIN|SWINERTON

Griffin|Swinerton has the financial capacity to manage this project and provide the necessary management all the way through construction to final delivery. Griffin|Swinerton offers the following three letters and financial statements as evidence of our ability and our intent to finance the design, entitlements, construction, and completion of the community facilities within Mills Station. The attached letters are from City National Bank, Citigroup (Citi), and Zurich North American Surety.

- The letter from City National Bank evidences our Team's ability to finance the project with conventional construction loans and corporate lines of credit to fund pre-development expenses.
- The letter from Zurich North American Surety evidences Griffin|Swinerton's financial capacity to guarantee the completion of construction with performance and completion bonds.
- Financial qualifications provided by Citigroup (Citi) demonstrate our track record of working together to execute industry-leading public-private partnerships (P3s) and close privately issued tax exempt bond offerings.

Leveraging the relationships described in this section and more, Griffin|Swinerton has successfully reached financing close on nearly \$500 million of construction within the past two years, including:

- | | |
|---|--------------------------|
| • County Administration North (Building 14), County of Orange | \$200 million (Dec 2018) |
| • County Administration South (Building 16), County of Orange | \$188 million (Jun 2017) |
| • Police Services Headquarters Building, City of Salinas | \$55 million (Jun 2018) |
| • El Gabilan Library, City of Salinas | \$21 million (Jun 2018) |



Jim Edson | Senior Vice President
Commercial Banking Services
Tel: (925) 274-5125 Fax: (925) 274-5138

September 9, 2019

Ms. Laura Fickle
City of Rancho Cordova
2729 Prospect Park Drive
Rancho Cordova, CA 95670

**SUBJECT: Griffin/Swinerton, LLC
Mills Station District**

Dear Ms. Fickle:

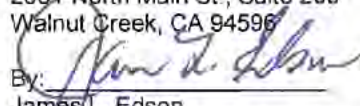
We understand that Griffin/Swinerton, LLC ("the LLC"), of which Swinerton Builders and Griffin Structures, Inc. are Members, is leading a development team that is proposing on the "P3" delivery of the approximately 10-acre Mills Station District project as a Mixed-Use Community District and Public Plaza contemplated by the City of Rancho Cordova ("City"). City National Bank ("the Bank") is pleased to provide information about Swinerton Incorporated ("the Company") and its 14-year long credit and deposit relationship with the Bank.

The Company is a valued customer relationship for City National Bank. The Bank makes available to the Company an unsecured revolving line of credit in the amount of \$75,000,000. In accordance with banking practices the revolving line has a scheduled date for review, renewal and extension on December 31, 2021. There is no balance owing and outstanding under the line at this time. The Company has met all of its commitments to the Bank in connection with this facility and remains in full compliance with agreements.

The Bank also provided a credit facility to finance a "P3" library project for Griffin/Swinerton, constructed by Swinerton Builders. That project encompassed successful development and financing by Griffin/Swinerton for the County of Los Angeles' Quartz Hill Public Library. Griffin/Swinerton met all responsibilities to the Bank in connection with that facility. The Bank will be interested in considering financing for the subject Mills Station District Mixed-Use Development, subject to fulfillment of its usual due diligence.

Additionally, the Company maintains cash on deposit with the Bank in dollar amounts that consistently average a mid-eight figure balance. The Company's checking accounts have always been handled satisfactorily as agreed and the Bank has never returned a check presented for payment due to insufficiency of funds. The Company's relationship has at all times been very satisfactory for the Bank.

The Bank can recommend Swinerton Incorporated, Swinerton Builders and Griffin/Swinerton, LLC on the basis of highly satisfactory experience with day to day dealings. Should you have any further questions or need to speak with the Bank directly, please contact me by phone at (925) 274-5125.

Sincerely,
CITY NATIONAL BANK, ABA#122016066
2001 North Main St., Suite 200
Walnut Creek, CA 94596
By: 
James L. Edson
Senior Vice President (925) 274-5125

Christopher Mukai
Managing Director

One California Plaza
300 S Grand Ave, Suite 3110
Los Angeles, CA 90071

T 213 486-8992
F 213 486-8919
christopher.mukai@citi.com



September 17, 2019

Confidential

Attention: Mr. Korin Crawford
Griffin|Swinerton
2 Technology Dr.
Irvine, CA 92618

Dear Korin:

Citigroup Global Markets Inc. ("Citi") is pleased to submit this letter of support to Griffin|Swinerton in connection with its response to the Request for Proposals ("RFP") submitted to the City of Rancho Cordova (the "City") for the Mills Station District P3 Master Development Opportunity (the "Project"). This letter serves to demonstrate Citi's interest in potentially serving as an underwriter in connection with the financing for the Project.

As the #1 ranked firm in the California public finance market, Citi has extensive track record of successfully executed financings for projects similar in size and nature to the City's Project. Most relevant to the City's contemplated Project, Citi senior managed the financing of the County of Orange's ("the County") Phase I and II Civic Center Improvement Program. Working with the Griffin|Swinerton team, Citi developed a unique financing structure which allowed the County to take advantage of the efficiencies of a P3 structure while utilizing the County's high credit quality to borrow at the lowest cost to fund the project. Citi is also currently engaged as senior managing underwriter by Griffin|Swinerton on the financing of the "Riverside Alive" Mixed-Use Development and Convention Center expansion project, which will once again seek to utilize the Citi and Griffin|Swinerton modified P3 delivery model to transform downtown Riverside in what is anticipated to be one of the most significant developments in the City's recent history.

Additionally, Citi has been integrally involved with U.S. state and local governments as well as governmental entities in financing and advising on P3 transactions for the past 30 years. Our P3 experience exceeds 100 transactions in the U.S., running the gamut of asset classes, including student housing, transportation, conventional and renewable energy, solid waste disposal, water and wastewater collection and treatment, hotels, real estate, and air and sea ports. Citi presents considerable experience structuring P3s around unique federal, state and local tax and other requirements.

Citi is providing the information contained in this letter for discussion purposes only in anticipation of serving as an underwriter in connection with the financing for the Project. This letter is not a recommendation by Citi that Griffin|Swinerton or the City take any action related to the transaction contemplated by this letter. If appointed as an underwriter, Citi may provide Griffin|Swinerton, from time to time, with advice concerning the structure, timing, terms, and other similar matters concerning a debt issuance that Citi is seeking to underwrite. However, in connection with such underwriting services, Citi would propose to serve solely as an underwriter and not as a financial advisor. The primary role of Citi, as an underwriter, is to purchase securities, for resale, in an arm's-length commercial transaction between the issuer of the securities and Citi. In its role as underwriter or purchaser, Citi would have financial and other interests that differ from those of the issuer. Moreover, when Citi acts as underwriter, Citi is not acting as a "municipal advisor" or providing "advice", within the meaning of such terms as set forth in Section 15B of the Securities Exchange Act of 1934.

Please note that this letter is for informational purposes only and may not be relied upon by any party for any purposes. This letter shall not create any legal obligations on our part, including, without limitation, any commitment to provide financing to Griffin|Swinerton in connection with the Project. We reserve all rights to

conduct full due diligence and shall have sole discretion as to whether or not we will participate as an underwriter in connection with the financing of the Project. We are, however, extremely interested in continuing our communications with Griffin|Swinerton and evaluating the possible role we may play as a potential underwriter for the Project in the future. Actual underwriting of any debt financing in connection with the Project would be subject to, among other things (a) satisfactory completion of Citi's customary due diligence review, (b) the consummation of the Project, including the underwriting of any securities, on terms and conditions and pursuant to documentation satisfactory to Citi; (c) the receipt of any necessary governmental, contractual, regulatory, board of directors or security holders' consents or approvals; and (d) the absence of any material adverse change to the Project or to the financial markets generally.

For clarity, nothing in this letter should be considered to constitute, or be construed as, an offer or proposal by, or obligation of, Citi or any of its affiliates to proceed with any transaction, including the Project. Nothing herein is intended to create a binding obligation upon Citi or its affiliates, and no past or future action, course of conduct or failure to act relating to the Project or relating to the negotiation of terms of any possible definitive agreements shall give rise to any obligation or other liability on the part of Citi or its affiliates.

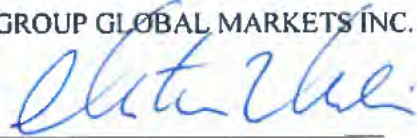
This letter and the terms and conditions hereof are confidential. This letter is being delivered solely for use by you and based on the understanding that no disclosure of, or reference to, this letter shall be made to any person or entity other than Griffin|Swinerton, and its directors and senior officers who (i) are directly involved in the Project, (ii) require such disclosure in connection with such involvement and (iii) who agree to be bound by this confidentiality provision (each a "Recipient"); provided, however, that Griffin|Swinerton may include this letter in connection with its response to the RFP, provided that (i) the full text of this letter is reproduced in Griffin|Swinerton's response to the RFP (including, without limitation, the "Confidential" header) and (ii) Citi has approved in advance any disclosure in Griffin|Swinerton's response to the RFP referring (directly or indirectly) to Citi and/or this letter. In the event that any Recipient is required by law or regulation to disclose this letter or any term or condition hereof, such Recipient shall promptly provide us with notice prior to such disclosure.

Neither Citi nor any of its affiliates shall have any liability (whether direct or indirect or in contract, tort or otherwise) to Griffin|Swinerton, or any member thereof, or any other person, including, without limitation any member of Griffin|Swinerton respective security holders, claiming through their respective companies or Griffin|Swinerton, as the case may be, for or in connection with the delivery of this letter.

We appreciate the opportunity to continue to work alongside you on this important financing.

Sincerely yours,

CITIGROUP GLOBAL MARKETS INC.

By: 

Christopher Mukai
Managing Director



Zurich North America Surety

525 Market Street, Suite 2900
San Francisco, Ca. 94105

Phone: 415-538-7100

Fax: 415-538-7366

<http://www.zurichna.com>

September 6, 2019

City of Rancho Cordova
2729 Prospect Park Drive
Rancho Cordova, CA 95670

RE: Griffin/Swinerton, LLC
Mills Station District Mixed-Use Community Building(s), Housing, and Public Plaza

To Whom It May Concern:

The surety requirements for Griffin/Swinerton, LLC, are handled by Fidelity and Deposit Company of Maryland NAIC #39306, Contact: Tim Jacobson, 525 Market Street, Suite 2900, San Francisco, California 94105, Telephone (415) 538-7363, in partnership with Liberty Mutual Insurance Company, NAIC #23043 Contact: Lisa Merlin, 71 Stevenson St., Suite 600, San Francisco, CA, 94105, Telephone: 415/777-1307 ext. 34850, Fax 415/896-9072, both California Admitted Carriers authorized to issue surety bonds in the State of California, and highly regarded surety companies.

Zurich American Insurance Company and/or its subsidiary, Fidelity and Deposit Company of Maryland and Liberty Mutual Insurance have provided surety credit to Griffin/Swinerton, LLC for single projects to \$500,000,000 in the past and for an aggregate level of \$5,000,000,000. Zurich/F&D is rated "A+" (Superior) with a financial size category of XV (\$2 billion+) by AM Best and has a US Treasury Limit of \$638,519,000. Liberty Mutual Insurance Company is rated "A" (Excellent), Class XV and has a US Treasury Limit exceeding \$1,289,139,000. Arthur J. Gallagher & Co., 1255 Battery Street, Suite #450, San Francisco, CA 94111 has been the Surety Broker for Griffin/Swinerton, LLC for over 27 years.

If Griffin/Swinerton, LLC is awarded a contract and requests that we provide the necessary Performance and/or Payment Bonds, we will be prepared to execute the bonds subject to our acceptable review of the contract terms and conditions, bond forms, appropriate contract funding and any other underwriting considerations at the time of the request.

Our consideration and issuance of bonds is a matter solely between Griffin/Swinerton, LLC and ourselves, and we assume no liability to third parties or to you by the issuance of this letter.

We trust that this information meets with your satisfaction. If there are further questions, please feel free to contact us.

Very truly yours,
Fidelity and Deposit Company of Maryland

Liberty Mutual Insurance Company

Betty L. Tolentino, Attorney-in-Fact

Betty L. Tolentino, Attorney-in-Fact

BLT:jcr



FINANCIAL CAPACITY TO DEVELOP THE PROJECT

Related California is among the largest developers of affordable housing and mixed income housing in the state. Since its inception 30 years ago, we have successfully closed financing and completed construction on 96 Low Income Housing Tax Credit (LIHTC)-financed developments totaling nearly 11,000 affordable units. These projects support working families and individuals within a wide range of incomes from extremely low to moderate.

Our strength as a developer is evidenced by our continued organizational health during economic downturns. During the last recession in 2007, Related closed escrow on five deals, completed seven new developments, totaling 892 units, and rehabilitated additional affordable housing units.

Related's portfolio reveals the breadth and depth of our understanding of public and private resources and how to best leverage them to produce much needed affordable housing. We have experience with the following funding sources:

- Low-Income Housing Tax Credits (LIHTC) (4% and 9%)
- Tax-Exempt Bond Financing
- Multifamily Housing Program (MHP) funds
- Proposition 1C Transit Oriented Development (TOD) funds
- Proposition 1C Infill Infrastructure Grant (IIG) funds
- Affordable Housing Program (AHP) funds
- Low/Mod set-aside funds
- Neighborhood Stabilization Program (NSP) funds
- Community Development Block Grants (CDBG) funds
- Project-Based Section 8
- HOME funds
- Rental Assistance Demonstration (RAD) funds
- HOPE VI
- Mental Health Services Act (MHSA) funds
- Affordable Housing and Sustainable Communities (AHSC) funds

Related California is backed by The Related Companies, L.P., one of the most prominent privately owned real estate firms in the nation with a portfolio of over \$60 billion in development. Related California is able to set itself apart from most of its competitors as this level of volume creates unparalleled financing capacity and substantial purchasing and negotiating power, along with lower construction, operating and marketing costs.

Related's significant net worth and liquidity provide the capacity and flexibility needed to execute the largest and most complex real estate development and investment opportunities. In addition to its own financial resources, Related has an extraordinary track record of securing third-party debt and equity financing for both single assets and large-scale, mixed-use development projects.

Related enjoys longstanding relationships with the largest and most active providers of real estate debt and equity capital. Related has recently secured debt financings from Wells Fargo, JP Morgan, Bank of America, Deutsche Bank, Fannie Mae, Freddie Mac, Bank of China and HSBC, among others.

Related has also historically been the largest user of tax-exempt bonds for mixed-income rental housing in California. We have generally utilized low floater tax-exempt debt, supported by an equity letter of credit from a large pension fund, together with low-income housing tax credits to enhance returns on these projects, ultimately providing our local agency partners maximum leverage for their investment.

ABILITY TO OBTAIN ENTITLEMENTS

Related California has an extensive track record of executing and developing some of the most creative, ambitious, and highly-complex mixed-use housing developments in the country. We are a fully-integrated company with unique access to in-house professionals experienced in architecture/design, planning/entitlements, finance, construction and property management.

The resourcing of these initial efforts will be led by a team of Bay Area-based Related executives with decades of experience in complex entitlements, delivery of large-scale mixed-use projects and delivery of market-rate and mixed-income housing throughout California. Of particular note is Related's unparalleled success in entitling and successfully adjudicating the City Place project in Santa Clara. This 9.2 million square foot, mixed-use master plan will be a walkable, town center development, delivering an exceptional live, work, play environment that will come to define the center of Silicon Valley. It also required extensive involvement with regional agencies including California Department of Transportation, Santa Clara Valley Transportation Authority, San Francisco Bay Regional Water Quality Control Board, California Department of Resources Recycling and Recovery, Santa Clara County Lead Environmental Agency and more.

Our impeccable performance history and success rate in obtaining entitlements for our developments provides our partners, governments, cities, housing authorities and redevelopment agencies with peace of mind that Related has the proficiency to successfully obtain entitlements. Related has successfully led and completed the entitlement process on 96 tax credit financed developments, of which 74 were new construction developments.

EFFECTIVENESS TO PROVIDE AFFORDABLE HOUSING

Since its founding in 1989, Related California has been staunchly committed to affordable housing. It owns and operates over 20,000 units in California and has never converted a single unit to market rent. Related also has extensive experience in workforce housing and created new financing models in partnership with the cities of New York, Boston and San Francisco to deliver much needed residences across various income levels. The company has deep relationships with federal, state and local governments to access programs and financing to see these projects through to completion.

Related California operates on a 'build and hold' business model which means we invest for the long term. This allows us to transform neighborhoods and create new spaces that add value and build communities. We develop assets that stand the test of time and seamlessly integrate within the community. Ultimately, contributing to the surrounding neighborhood for generations. We take a holistic approach, from entitlements to lease-up, maximizing the potential of every development with real-time knowledge related to costs, financing options, and best practices.

Related is a fully-integrated development company with 30 years of experience and a portfolio of 96 completed tax-credit financed developments with more than 14,000 units of low-income housing tax credit units in California. Related California's current pipeline consists of 1,000 units under construction and 1,300 units in pre-development.

Related has been applauded for excellence in project design, planning, neighborhood development and company achievement. In the past five years, Related has received over 20 awards, ranging from the Global Award for Excellence from the Urban Land Institute to the Housing and Community Design Award for Excellence from the American Institute of Architects and the U.S. Department of Housing and Urban Development.



Mills Station District Letter of Interest



Presented by

SKK Developments | C2K Architecture | The Hodgson Company
Cunningham Engineering | Bill Blake, AMS Planning & Research
FPI Management | Pioneer Law Group

Sotiris K. Kolokotronis
SKK Developments
1121 18th Street
Sacramento, CA 95811
916-449-8989
sotiris@skkdevelopments.com

September 20, 2019

City of Rancho Cordova
Community Development Department
2729 Prospect Park Drive
Rancho Cordova, CA 95670

Dear City of Rancho Cordova - Community Development Department,

On behalf of SKK Developments and our entire team, please accept this response to the City of Rancho Cordova's Request for Letters of Interest for Mills Station District. Our development team has decades of experience in mixed-use, infill projects that have leveraged the talents and investment of multiple public and private partners, and we are excited for the opportunity to collaborate with the City of Rancho Cordova on this catalytic development.

Our team has put together a proposal that reflects the City of Rancho Cordova's vision for this project and addresses the City's top priorities as identified in the Request for Letters of Interest. Our proposed design is centered around a public plaza featuring both indoor and outdoor performance spaces, an arts and market hall, wellness pavilion and community center. In keeping with the vision set forth by the City of Rancho Cordova, the development will be designed to host a wide range of cultural and recreational programming, bringing together residents, visitors, students, light rail commuters and the greater community. It will also include 640-700 residential units, commercial and retail spaces and parking across eight buildings.

We have assembled a development team with the experience and capabilities to bring Mills Station to its full potential. Over the last 30 years, SKK Developments has been involved in the development of six master-planned communities, 7,000 residential home sites, 1,500 multi-family units, 2,000 homes, and 300,000 square feet of commercial buildings in four states, valued at over \$1.7 billion. SKK Developments currently has nearly 500 residential units under

construction and another 1,700 units in the entitlements and planning process. Together these projects represent nearly \$650 million worth of investment in the Sacramento region.

The City of Rancho Cordova's forward-looking vision for the Mills Station District will have an indelible impact, not just on this neighborhood but on the entire region. At the local level, it will serve as a gathering space for an already dynamic community, provide much-needed housing, and attract even more development to the area. From a regional standpoint, the project will bring density that will increase light rail ridership and complement the activities around Folsom Lake College. Our team shares the City's vision and has the experience, passion and financial capabilities to develop Mills Station to its full potential.

We look forward to discussing the details of our proposal with you.

Sincerely,

A handwritten signature in blue ink, appearing to read 'Sotiris K. Kolokotronis', with a stylized flourish at the end.

Sotiris K. Kolokotronis
SKK Developments

MILLS STATION DISTRICT PROJECT NARRATIVE

The City of Rancho Cordova issued this Request for Letter of Interest following months of planning, including multiple visioning sessions and needs assessments. We have reviewed the results of these sessions and studies carefully and have taken them into close consideration in our proposed project approach. A member of our team, Bill Blake, is a Director at AMS Planning & Research, which conducted the Rancho Cordova Performing Arts Feasibility Study, and played a key role in the selection of cultural and recreational amenities. We drew on our experience developing urban infill mixed-use projects in other cities, most notably in Sacramento's Midtown and Portland's Pearl District. Above all, we are seeking to create a destination that will serve as a cultural hub, spur economic growth, increase light rail ridership, complement the activities around Folsom Lake College, support community health and wellness, bring together diverse populations and instill a sense of pride and ownership among the community.

I. PROJECT OVERVIEW

Our proposal is a mixed-use project centered around a public plaza featuring both indoor and outdoor performance spaces, a wellness pavilion, arts and market hall and community center. The design includes eight buildings containing 640-700 residential units, commercial and retail spaces and parking. Our goal is to create a design that is open, accessible and inviting – a place that will serve as a community resource and gathering place, not just for Mills Station residents but for the entire region.

Public Amenities

The development will include four multi-level buildings and multiple outdoor spaces dedicated to public amenities including:

- **Arts & Market Hall, *a first for the Sacramento area***, with artist's studios (long term tenants and community drop in), coworking and classroom space, an arts and music lending library, art exhibition and retail opportunities, as well as cafe and food purveyor space. Adjacent to the Arts & Market Hall is an outdoor green for periodic farmers or arts markets that also provides a verdant welcome to visitors and residents.¹

¹ Please note that the renderings in Appendix A feature a Market Hall and Cultural Center in two separate buildings. We plan on combining these into one Arts & Market Hall, creating the first such structure in the region.

- **Central Public Plaza** with a small amphitheater, covered event/yoga pavilion, and ample parklike landscaping. The plaza is surrounded by a circular drive that can be closed for large special events.
- **Flexible Performance and Event Space** for performances, rehearsals, classes or events, outfitted with modular seating, lighting grid, entry lobby, and smaller adjacent rooms for breakout sessions, storage or “backstage” use.
- **Wellness Pavilion** featuring both indoor and outdoor fitness spaces, including a basketball court.
- **Community Center** with ground floor retail, meeting/classroom space, daycare and outdoor children’s play area including a splash pad and playground.

Public Programming

Our project aims to create spaces that both have a strong sense of identity, but are highly flexible, to allow for programming to expand and iterate over time. These spaces would be programmed by and funded with the collaboration of local partners and potential retail, civic, or educational tenants. Programming that our spaces might support are:

- Artists in Residence - performing or visual artists are invited to live in the residential units while working/teaching/performing in the various spaces on site
- Farmers and Artisan Markets
- Art Classes and Exhibitions
- Outdoor Yoga and Fitness Classes
- Youth Basketball Workshops
- Concerts, Comedy Shows, Plays
- Town Halls
- Educational Lectures and Forums
- Study Groups
- “Walk” or “Jog-A-Thons” (circular drive)

Residential Program

The residential program includes a mix of rental units across four multi-level buildings. These units would be market rate or possibly an 80/20 mix of market and affordable housing. The average unit size is 780-800 square feet, and features include 10’ to 12’ ceilings, abundant natural light, modern finishes, balconies and ample storage. Residential amenities might include:

- Fitness Center
- Secure Parking Garage

- Bike Storage
- Swimming Pool
- Fitness Center
- 24-Hour Package Lockers
- Pet Spa
- Free High-Speed Wi-Fi Hotspots
- Controlled-Access Building
- On-Site Management
- Smart Home Systems
- Full-Sized Washer-Dryers
- Keyless Entry

Parking, Transportation and Pedestrian Accessibility

Our project would encourage visitors and residents to utilize light rail, ridesharing services and other alternative modes of transportation:

- A raised footpath from the light rail station encourages foot traffic from commuters and provides a safe entry into the community
- ADA accessibility
- Ample bike racks for visitors
- Indoor bike rooms for residents
- Electric vehicle charging stations
- Ridesharing stations

In addition, we would provide sufficient parking for residents and visitors with:

- On-site street parking
- On-site secure underground garage parking
- Adjacent, off-site parking through partnerships with other property owners in the area, in particular RT and Folsom Lake College.

Our goal is to optimize the resources of the project and maximize public benefit through thoughtful collaboration with our neighbors.

II. INCLUSIVE PROJECT APPROACH

Our development team welcomes a collaborative and inclusive project delivery approach with the City of Rancho Cordova, Folsom Lake College, Regional Transit, other public agencies, private partners, and other stakeholders. Our goal is to develop the best possible project for Mills Station, and we consider those groups critical members of our larger team and vital to our project success. Our team's strength is our ability to listen and work with everyone at the table to find the best solution for this site, regardless of organization or role. We have extensive experience working with public sector partners to deliver successful projects and transform neighborhoods, and we are bringing the full weight of that experience to bear on this project.

We are also committed to the idea that people should be given the opportunity to input decisions imposed by institutions that affect their lives. As such, we fully support community forum and public outreach methods and look forward to additional opportunities for this type of engagement. We have already been in contact with Folsom Lake College (Rancho Cordova Center), Cordova Parks and Recreation Department, the Folsom Cordova Community Partnership and other groups that participated in the visioning sessions, and we will continue working with the greater Rancho Cordova community if selected for this project.

We are also cognizant of the very diverse and multilingual population in this area and will be sensitive to their needs for services and integration into the community.

III. FINANCING APPROACH

Capitalization for this project will come from a variety of public and private sources. Our plan is to utilize City funding for infrastructure, public spaces and any potential required environmental remediation. The housing will be market rate units and will be financed entirely with private capital (both debt and equity). The development team has strong investor and lender connections. Over the last four decades, the members of the development team have capitalized projects valued at more than \$1.7 billion.

Furthermore, we contemplate utilizing Opportunity Zone tax incentives and transit-oriented development funds allocated through federal, state and regional agencies. The development team is also evaluating the allocation of 20% of the units as affordable housing, which would make additional funding available in the form of tax credits and tax-exempt bonds.

IV. OUR DEVELOPMENT TEAM

Our team's ability to design, finance and build urban infill mixed-use projects in the region is unmatched. Integral to our development vision is the belief that not only is residential density the most sustainable way to live, it also cultivates the most exciting and attractive of neighborhoods.

We also have a history of commitment to the arts communities, both as individual artists, collectors and art administrators, and collectively, through our charitable support of arts organizations and by hiring local artists to activate our buildings with their work. In 2018, we hosted 300 high school students for an immersive art festival to raise money for public art education. We are celebrating the opening of H16 Apartments with a five-story immersive theatrical event in March 2020, and we are wrapping an entire building with a mural during Wide Open Walls 2020. Our passion for the arts and vast network in the creative community, combined with our unparalleled experience in urban infill mixed-use developments, makes us uniquely qualified for the Mills Station development opportunity.



Sotiris Kolokotronis
Founder & President



Sotiris K. Kolokotronis is the Founder and President of SKK Developments, a real estate firm that specializes in mixed-use, multi-family and land development projects.

Sotiris began his real estate career in 1985. Since 1987, he has been involved as principal in developing more than 7,000 residential home sites, 2,000 single family homes, 2,000 multi-family units and 300,000 square feet of commercial buildings in Northern California, Colorado, Nevada and Oregon valued at \$1.7 billion.

His projects have played an important role in shaping the landscaping of the Sacramento region, and in particular the renaissance of Midtown Sacramento since the early 2000s with the development of a number of urban mixed-use projects. These projects – L Street Lofts, 1801L, The Fremont Building, Capitol Park Homes, Q19 Apartments and 20PQR Townhomes – contain 501 ownership and rental residential units and 32,000 square feet of retail space; valued at \$235 million.

Sotiris is currently involved in the development of seven additional projects in Sacramento's Midtown and other infill locations – The Press Building, H16 Apartments, E16 Apartments, 15th & G, Mansion Apartments, Arden Gateway, and Natomas Fountains – containing 1,700 residential units valued at approximately \$650 million. He is also involved in the planning and entitlement of 3,000 acres.

SKK's projects and team have been recognized by numerous, respected agencies and organizations for pioneering designs and incorporating principles of smart growth, including:

- 2019 NAIOP "Person of the Year" (Sotiris Kolokotronis)
- 2019 Sacramento Business Journal Real Estate Project of the Year for Q19 Apartments
- 2009 Community Services Planning Council People Helping People Award for Executive Leadership
- SACOG 2005 Regional Business of the Year Award
- 2005 Comstock's Vanguard Award

- 2006 North State Building Industry Achievement Award
- 2006 Sacramento Business Journal Real Estate Project of the Year and Best Infill Project for 1801 L Street
- 2007 Sacramento Mutual Housing Association Community Development Award for Smart Growth

Sotiris has been involved and supportive of many civic, cultural, political and philanthropic organizations. He is currently serving or has served on the boards and committees of:

- City of Sacramento Inclusive Economic and Community Development Investment Committee
- Sac Metro Advocates for Rail and Transit (SMART)
- Sacramento Metro Chamber
- CSUS School of Business Administration
- Education Now!
- Friends of Light Rail and Transit
- Midtown Association
- Handle District
- Salvation Army Advisory Board
- Urban Land Institute, Sacramento District Council
- Sacramento Habitat for Humanity
- Solar Cookers International
- Michael's Episcopal Day School
- Sacramento Urban League
- Sacramento Symphony Association
- Families First
- Youth Development Network
- North State Building Industry Association
- Sacramento Sports Commission

Sotiris is the 2006 University of California, Davis Graduate School of Management Executive-in-Residence, member of the Policy Advisory Board, Fisher Center for Real Estate and Urban Economics, UC Berkeley, Haas School of Business and Senior Fellow of the American Leadership Forum, Mountain Valley Chapter, Class VIII.

Sotiris received his bachelor's degree in economics from the University of Athens, engaged in graduate studies in economics at California State University, Sacramento and earned his MBA degree from the University of California at Berkeley. He and his family reside in Sacramento, California.

**Anastasia Bonaccorso****Vice President of Development & Operations**

Anastasia Bonaccorso is the Vice President of Development & Operations for SKK Developments where she manages the current portfolio, new development opportunities and company operations. Anastasia has over a decade of experience in project, marketing and event management both in the non-profit and corporate sectors including at Stanford University, California Pacific Medical Center, ISEC Partners, UC Berkeley and CMP Media. She graduated Phi Beta Kappa from UC Berkeley's Haas School of Business.

In addition, Anastasia has been involved in the performing arts for more than three decades as an actor, singer, musician, writer and producer. She holds a Masters in Fine Arts from UCLA, graduated from American Conservatory Theatre's Summer Congress, and was selected to study on scholarship with the British American Drama Academy's summer program at Oxford. She has acted in commercials, industrials, short films and extensively in live theatre, choral groups and musical ensembles. She has taught acting at UCLA and B Street Theatre and most recently served as B Street's Director of Community Engagement. Born and raised in Sacramento, she lives in Folsom with her husband David and their toddler Nicolo where when lucky, she finds fifteen minutes to work on her latest unfinished screenplay.



John Hodgson
Founder and President

The Hodgson Company is a Sacramento based real estate development, land use, and government advocacy firm that specializes in the entitlement and development of real estate and land use projects throughout Northern California. The Hodgson Company has been involved in some of the region's most innovative residential and commercial developments, including master planned communities, infill development, and mixed-use projects. The Hodgson Company has a strong interest and experience in urban revitalization, sustainable mixed-use development and economic development.

John Hodgson is Founder and President of The Hodgson Company and has served as a land use attorney, advocate, and project manager for numerous property owner groups in the development of over 11,000 acres of mixed-use master-planned projects throughout the greater Northern California region. Those projects include the Woodland Research Park (Woodland, CA), Davis Innovation Center (Davis, CA), Panhandle PUD (Sacramento, CA), Laguna Ridge Specific Plan (Elk Grove, CA), Folsom South Area Plan (Folsom, CA), Sunridge and Suncreek Specific Plans (Rancho Cordova, CA) and the Elverta Specific Plan (Sacramento County).

John served six years as Chair of the Capitol Area Development Authority (CADA) which is responsible for development of the 42 square blocks surrounding the State Capitol in Sacramento. In his capacity as CADA chair he is credited with contributing to the revitalization of midtown Sacramento. More recently, he has spent considerable time working on infill projects in the City of Sacramento as well as other urban centers in the region.

John is a graduate of UC Davis and UC Davis School of Law (King Hall). He is a former Chair of the Urban Land Institute Sacramento District Council and currently serves on the Boards of the Sacramento Downtown Partnership, Midtown Association and North State Building Industry Association (Chair, Urban Infill Council).

With decades of experience and a distinguished portfolio of successful projects, the Hodgson Company strives to set the highest standard of quality for sustainable real estate development in the greater Sacramento region and beyond.

www.thehodgsoncompany.com



C2K Architecture

In 2010, C2K was founded with just a handful of people in Portland, OR. With them, they brought diverse project experience and a resiliency and resourcefulness necessary given the time. The varied skillsets, intellects talents, and astute sense of leadership that brought these people together laid the foundation for our current practice. Led by Principals Kevin Sauser and John Wright, our current staff totals nearly 30 insightful, creative people whose primary mission is to build and maintain relationships and to work collaboratively with clients, jurisdictions and consultants to find elegant solutions to problems both obvious and those unforeseen. The experience of forging partnerships is as fundamental for the future of our practice as it is in our daily efforts.

Within the disciplines of architecture, planning and interiors, the C2K portfolio includes high rises, mixed-use developments, corporate offices, retail centers, hospitality and entertainment venues, healthcare and fitness facilities, distribution centers, master planning, industrial projects and residential projects of all varieties. This broad range of experience has shown us that lessons learned with one project type often inform another. From our office in Portland, we serve projects and clients across the nation and around the world with a majority of our work located in Northern California. Our work continues to humbly remind us that every person, group or organization we encounter is a neighbor regardless of geography.



Kevin Sauser
Principal, AIA, NCARB

Kevin Sauser will be the principal-in-charge for C2K architecture. Kevin is a co-owner of C2K and has been with the firm since 2011. He has over 24 years of architectural experience with projects ranging from remodels to \$500 million mixed-use developments.



Samuel Sanderson
Associate Principal, AIA, NCARB

Sam Sanderson joined C2K in 2015 after moving to Portland from California. He has over 19 years experience specializing in housing and mixed-use developments. Sam will be the project manager for C2K acting as the primary contact with the City of Rancho Cordova and the design team. He has been the project manager for the Q19, E16, and H16 apartment projects for SKK Developments.

www.c2karch.com



Cunningham Engineering

Cunningham Engineering is celebrating 35 years of successful business relationships and completed projects in the Sacramento region. Originally a single discipline civil engineering firm, the company has evolved over the decades into a multi-discipline, client-focused firm with civil engineers and landscape architects collaborating to provide exceptional service and efficient designs to our clients. With office locations in Yolo and Sacramento Counties, we aspire to find solutions that emphasize sustainability and the quality of the built environment.

Staffing

Our staff includes registered civil engineers, a geoenvironmental and geotechnical engineer, registered landscape architects, landscape and civil designers, CAD technicians, drafters, and graphic designers. Cunningham Principals and Project Managers are directly involved with all of our projects to provide clients with the customer service that has earned us our proven reputation of both design and communication excellence.

Commitment to Client Goals

Clients describe their experience with Cunningham as a partnership that goes beyond mere contract fulfillment and consistently helps them to meet their objectives. The relationships that develop are based on a commitment to thoroughly understand each project, its requirements, and our Clients' expectations.

Our strength lies in the ability to apply this understanding in a proactive and solution-oriented approach to meeting Client needs. A reputation for quality service, technically accurate plans delivered on a realistic timeline, and impeccable integrity has been earned through three decades of serving the region's professional design needs.

Public-Private Partnership (P3) Experience

Cunningham has played an integral role in consulting with the public agency and private partners to make P3 delivery method a viable solution. Cunningham's P3 projects have included Primero Grove, Colleges at La Rue, Davis Commons and Aggie Village, UC Davis West Village, and 8th & Wake Graduate Housing.

Below is a sampling of Cunningham's recent infill and mixed-use projects:

- 9onF Townhomes | Sacramento, CA
- 16 Powerhouse | Sacramento, CA
- 2600 Capitol Avenue | Sacramento, CA
- Cathedral Building | Sacramento, CA
- Del Rio Live-Work | Davis, CA
- East End Gateway, Sites 2 and 3 (16th & O) | Sacramento, CA
- The Elliott Building | Sacramento, CA
- The Ice Blocks Mixed-Use Development | Sacramento, CA
- La Valentina | Sacramento, CA
- MARRS Building | Sacramento, CA
- Mercy Housing 7th & H Streets | Sacramento, CA
- O1 Lofts | Sacramento, CA
- The Press @ Midtown Quarter | Sacramento, CA
- Q19 at Midtown | Sacramento, CA
- Sutter Brownstones | Sacramento, CA
- Sutter Park - Sutter Memorial Site | Sacramento, CA
- Twin Rivers | Sacramento, CA

FPI Management



FPI has been providing professional property management services to multi-family housing owners for over 49 years. Currently, FPI has in its inventory approximately 110,000 units, located in 14 states.

FPI has developed expertise in a widely diversified inventory of properties. FPI's current portfolio includes "AAA" luxury and conventional apartment communities, as well as properties developed under all low and moderate-income programs i.e., LIHTC, HUD insured, USDA, Bond Financed, and Section 8. FPI's experience in property management has developed a firm whose capabilities will meet the demands of the most sophisticated investor. Our clients include institutional investors, international real estate investment firms, financial institutions, multifamily development builders, private investors, and City, County and State agencies.

FPI is effective in all aspects of property management, from the marketing and lease-up of a newly constructed project, to the on-going operation of a property at sustained occupancy. FPI has established itself as a leader in the industry in the performance of marketing techniques, capital and preventative maintenance programs and administrative control.

FPI is directed by a hands-on Owner/President, CEO who has actively guided the company for over 40 years. Mr. Treadaway has been the Chief Executive Officer in charge of FPI since 1972. He is responsible for the development of the signature company culture that is unique to FPI. Through motivation of the Executive Team: Portfolio Managers, Accounting, IT, HR and Administrative support, Mr. Treadaway assures that the objectives of the FPI clients are being achieved. The corporate culture of FPI is grounded in integrity, respect, and a focus on doing the right thing. These values have been the trademark of the continued success of FPI since 1968.



Rosa Chong
Director

Rosa Chong has been in the multi-family property management industry with FPI Management since 2003. During her tenure, she has managed both Market Rate and Tax Credit Affordable Housing communities, primarily in Northern California with emphasis in the Greater Sacramento Area. Rosa holds a Bachelor of Science Degree in Business Management and Marketing from Sacramento State University, combined with 16 years of experience, her knowledge provides a solid foundation for her Executive oversight of approximately 1,500 units.

www.fpimgt.com



Bill Blake
Director

Bill Blake is a Director at AMS and heads the firm's Sacramento office. He returned to AMS in 2016 after having been a Project Manager from 2000-2005. Prior to rejoining AMS, Bill was the Managing Director of the B Street Theatre in Sacramento. The B Street Theatre produces over 450 performances a year with an emphasis on new plays, provides educational programs reaching dozens of schools and school districts, and offers theatre arts classes in the community. In addition to managing these diverse activities of the company, Bill led B Street in the planning, fundraising, design and development of its new mixed-use performing arts complex, The Sofia Tsakopoulos Center for the Arts, which opened in February 2018.

Bill has been involved in dozens of consulting and planning projects with clients ranging from federal agencies and municipal governments, to small and large not-for-profit organizations; he has developed strategic plans, business plans and feasibility studies for cultural facilities and organizations, including performing arts centers, theaters, museums and interpretive centers, as well as historic theaters. Of note in the Sacramento region, in 2003 Bill lead the AMS team that completed the feasibility study for Folsom Lake College that resulted in the development of the Harris Center for the Arts.

Bill's recent and current projects include partnering with Group 4 Architecture, Research + Planning, Inc. (Group 4) to support the City of Elk Grove in a Library Services and Cultural Arts Facilities Plan for the City's new Civic Center Development. He is assisting the City of Boise as they advance the design of a new event center on the Boise Main Library campus. He is conducting a performing arts feasibility analysis for the California State University, Fresno, to determine the needs, program activities, and scenarios for operation of a new performing arts facility. And he recently assisted the City of Vancouver, British Columbia, in a multi-part study that identified gaps in supply and demand in the City's performing and cultural arts infrastructure.

Prior to joining AMS in 2000, Bill was the General Manager of the Everett Performing Arts Center and served as an administrator at the Village Theatre, both located in Washington State. Bill also worked as an arts educator at the Seattle Children's Theatre and the Idyllwild Arts Academy in Southern California.

Bill has a Master's in Arts Administration from Goucher College in Baltimore and an undergraduate degree in Theatre Production from Principia College in Illinois. He lives in Sacramento with his wife and daughter and remains an active member of the arts community.

www.ams-online.com



Andrea Matarazzo
Founding Partner

Andrea Matarazzo is a founding partner of Pioneer Law Group, LLP, bringing to the firm over 25 years of professional experience in land use, real estate development, and environmental law. Andrea is an expert in the environmental regulations that affect the way our clients do business, particularly regarding environmental review under the California Environmental Quality Act (CEQA) and National Environmental Policy Act (NEPA). She works closely with project proponents, public agencies, and environmental consultants to provide the strategic advice and reliable counsel necessary to steer a wide range of large, complex and sometimes controversial projects through the CEQA/NEPA review process.

www.pioneerlawgroup.net

V. RELEVANT EXPERIENCE

1801L

- Midtown Sacramento, CA
- Mixed Use/Mixed Income/Urban Infill
- 176 Residential Units, 10,000 SF Retail
- Completed: 2006

After assembling vacant properties between 18th and 19th Streets along L Street in Midtown Sacramento, SKK developed this mixed-use project which includes 11,000 square feet of retail space with restaurants, services and 12 live-work units, 164 mixed income rental apartments, as well as 163 below grade parking spaces.



United Artists Olympus Pointe

- Roseville, CA
- Mixed-Use
- 110,000 SF Office, 12 Screen Movie Theatre, Restaurant
- Completed: 1997

Laguna West

Elk Grove, CA

- Master planned/mixed-use/multi-family and single-family residential
- 1,033 acres, 1,800 single-family homes, 1,500 multi-family units, lake, park, office, daycare, school, commercial and industrial space.
- Completed: 1999

Located 11 miles south of downtown Sacramento, this award-winning 1,033-acre mixed-use community was one of the very first master planned communities in the United States based on Neo-traditional principles offering transportation choices, housing choice and diversity, and quality design. With over 1,800 single-family homes and 1,500 multi-family units, a 73-acre lake, parks, office space, two daycare sites, an elementary school site, and commercial and light industrial uses, the project has been featured in Time, Newsweek, U.S. News and World Report, The New York Times, and The Los Angeles Times, as well as on ABC's "Good Morning, America" and "World News Tonight," and has been the subject of national discussion regarding new planning trends. Apple Computer chose Laguna West to locate a logistics division facility.

Two of the key planning goals of Laguna West were to create a true sense of community and to focus on public spaces. The lake, finished parks, waterfront promenade, jogging trails, and pedestrian bridges are accessible to all residents of the Laguna West community. The centerpiece of the community consists of a town hall and park, which features a playground, basketball court, and rose garden and connects to the lake. The town hall combines the functions of a community and recreation center with classrooms and an indoor theater/outdoor amphitheater. This public amenity was gifted to the Elk Grove Community Parks & Recreation District.



VI. SKK DEVELOPMENTS PROJECT PORTFOLIO

COMPLETED PROJECTS (SINCE 2001)

	Fremont Building	Capitol Park Homes	1801 L	L Street Lofts	Q19	20 PQR Townhomes	TOTAL
Year Completed	2001	2002	2006	2008	2018	2018	
Description	Mixed-use, mixed-income rental apartments	Single-family, for-sale homes	Mixed-use, mixed-income rental apartments	Mixed-use, for-sale condominiums	Mixed-use, rental apartments	Single-family for sale townhomes	
Estimated Current Value	\$ 26,000,000	\$ 32,000,000	\$ 70,000,000	\$ 70,000,000	\$ 26,800,000	\$ 22,400,000	\$247,200,000
Units	69	64	176	92	68	32	501
Retail Sq. Footage	12,000		11,000	6,400	2,000		31,400 sf.



L STREET LOFTS

UNDER CONSTRUCTION

	H16	E16	The Press Building	TOTAL
Estimated Completed	Early 2020	Fall 2020	Spring 2020	
Description	Mixed-use, rental apartments	Mixed-use, rental apartments	Mixed-use, rental apartments	
Estimated Current Value	\$ 36,000,000	\$ 35,000,000	\$ 125,000,000	\$196,000,000
Units	95	95	277	467
Retail Sq. Footage			8,600	8,600 sf

**E16 APARTMENTS**

**H16 APARTMENTS****THE PRESS**

IN DEVELOPMENT

	Arden Gateway	Mansion Apartments	Natomas Fountains	15th & G	TOTAL
Phase	Entitlements Submitted	Entitlements Submitted	Planning Stages	Planning Stages	
Construction Start	Fall 2019	Winter 2020	Fall 2020	Fall 2020	
Description	Rental apartments and townhomes	Mixed-use, rental apartments	Garden style rental apartments	Rental apartments	
Estimated Current Value	\$240,000,000	\$85,000,000	\$103,000,000	\$ 10,500,000	\$438,500,000
Units	737	181	312	30	1,260



ARDEN GATEWAY

MANSION
APARTMENTS

VII. PUBLIC AGENCY REFERENCES**Ron Alvarado**

Title: Former Executive Director, Capital Area Development Authority (CADA)

E-mail: alvaradoron@comcast.net; ralvarado@sbmcorp.com

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Ryan DeVore

Title: Community Development Director, City of Sacramento

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Mark Stivers

Title: Acting Deputy Director, Financial Assistance, California Department of Housing and Community Development

Formerly with California Tax Allocation Committee, California Treasurer's Office

E-mail: mark.stivers@hcd.ca.gov

Michael McKeever

Title: Former Executive Director, Sacramento Area Council of Governments (SACOG)

E-mail: mckeeverducks@comcast.net

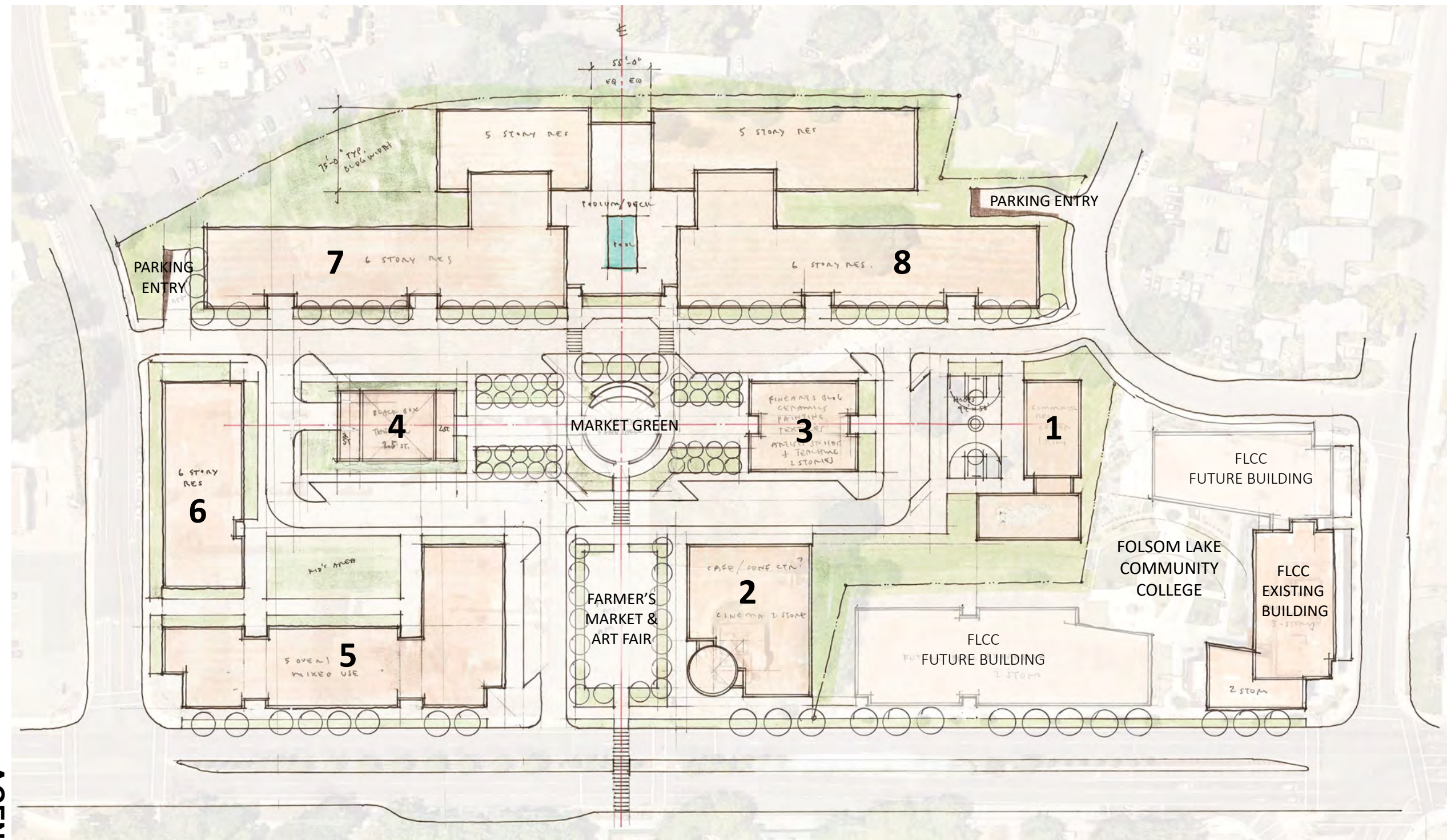
Phone: 916-296-2014



Mills Station Rancho Cordova, CA
SKK DEVELOPMENTS CONCEPTUAL PLAN
09.20.2019

SITE PLAN

SCALE: 1"=100'-0"



- 1. WELLNESS PAVILION**
FITNESS CENTER
FLEX SPACE
OUTDOOR FITNESS SPACES
- 2. MARKET HALL**
SMALL RETAIL (CAFE)
EXHIBITION SPACE
MULTI-PURPOSE SPACE
- 3. CULTURAL CENTER**
ARTIST STUDIOS
ART EXHIBITION SPACE
COWORKING ON LEVEL 2
ADDITIONAL STUDIOS ON LEVEL 2
- 4. FLEXIBLE PERFORMANCE & EVENT SPACE**
- 5. RESIDENTIAL/COMMUNITY CENTER**
LEVEL 1:
CONFERENCE ROOM
CLASSROOMS
RETAIL
DAY CARE
OUTDOOR KIDS PLAY AREA
RESIDENTIAL AT UPPER FLOORS
- 6. RESIDENTIAL**
- 7. RESIDENTIAL**
- 8. RESIDENTIAL**



AERIAL PERSPECTIVE LOOKING NORTHWEST



1. WELLNESS PAVILION

FITNESS CENTER
FLEX SPACE
OUTDOOR FITNESS SPACES

2. MARKET HALL

SMALL RETAIL (CAFE)
EXHIBITION SPACE
MULTI-PURPOSE SPACE

3. CULTURAL CENTER

ARTIST STUDIOS
ART EXHIBITION SPACE
COWORKING ON LEVEL 2
ADDITIONAL STUDIOS ON LEVEL 2

4. FLEXIBLE PERFORMANCE & EVENT SPACE

5. RESIDENTIAL/COMMUNITY CENTER

LEVEL 1:
CONFERENCE ROOM
CLASSROOMS
RETAIL
DAY CARE
OUTDOOR KIDS PLAY AREA
RESIDENTIAL AT UPPER FLOORS

6. RESIDENTIAL

7. RESIDENTIAL

8. RESIDENTIAL

AERIAL PERSPECTIVE LOOKING NORTHWEST



AERIAL PERSPECTIVE LOOKING NORTH

