

Mason Greens Joint Venture

CONCEPTUAL PROPOSAL PURSUANT TO
THE PUBLIC-PRIVATE EDUCATION FACILITIES AND INFRASTRUCTURE ACT
TO INCLUDE

**A NEW OR RENOVATED GEORGE MASON HIGH SCHOOL,
EXPANSION OF THE EXISTING MARY ELLEN HENDERSON MIDDLE SCHOOL
AND COMMERCIAL DEVELOPMENT**



RFP NO. 0730-15GMHS-PPEA
DUE: OCTOBER 30, 2015

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REQUEST FOR PROPOSAL (RFP)

RFP No.: 073015GMHS PPEA **Date: July 30, 2015**

RFP SUBJECT: Request for Conceptual Proposals Pursuant to the Public/Private Education Facilities Act To Include A New or Renovated George Mason High School, Expansion of the Existing Mary Ellen Henderson Middle School and Commercial Development

SEALED PROPOSALS

George R. Armstrong, Purchasing Agent (Point of Contact for the Procurement)
The City of Falls Church

TO BE SUBMITTED ONLY TO: 300 Park Ave.
Falls Church, Virginia 22046 / Phone: 703-248-5007

PROPOSAL DUE DATE AND TIME: before **October 30, 2015 at 2:00 p.m.**
Eastern Time (Purchasing Office Clock)

Proposals are to be presented for time and date validation **ONLY to the City of Falls Church Purchasing Office.**

All inquiries and questions should be made in writing and forwarded to George Armstrong, Purchasing Agent, via email to garmstrong@fallschurchva.gov with a copy to fsmith@fallschurchva.gov and hkimble@fccps.org before **2:00 p.m. (Eastern Time) on September 23, 2015.**

+++++

THIS PAGE MUST BE COMPLETED, SIGNED AND RETURNED WITH PROPOSAL

In compliance with this Request For Proposal and with all the conditions imposed herein, the undersigned offers and agrees to furnish the services in accordance with the attached signed proposal.

Please type or legibly print all information.

LEGAL NAME & ADDRESS OF FIRM:

Mason Greens LLC
Company's Legal Name

By: 
Authorized Representative - Signature in Ink

Address C/O Republic Properties Corporation
1280 Maryland Avenue SW, Suite 280

Name: Mr. Stacy Hornstein
Title: Sr. Vice President, Republic Properties Corporation

Washington, DC Zip: 20024

Date: October 30, 2015

Phone: 202-552-5300

Email: SHornstein@republicpropertiescorp.com

FAX: 202-552-5320

VA SCC Business Registration # F1570458 (Republic Properties Corporation; Joint Venture Partner)
01076405 (James G. Davis Construction Corporation; Joint Venture Partner)

See Section 3.8 of the RFP ("Certain Eligibility Requirements")



***This Proposal contains appropriately marked proprietary and/or confidential information. __No
XYes***

The City of Falls Church and its Public Schools are committed to the letter and spirit of the Americans with Disabilities Act. To request a reasonable accommodation for any type of disability or that this document be made available in an alternate format, call 703-248-5007, (TTY 711).

The City of Falls Church and its Public Schools do not discriminate against faith-based organizations in accordance with the Code of Virginia, § 2.2-4343.1 or against any Proposer because of race, religion, color, sex, national origin, age, disability, or any other basis prohibited by state law relating to discrimination in employment.

Mason Greens Joint Venture

C/O REPUBLIC PROPERTIES CORPORATION
1280 MARYLAND AVENUE, SW, SUITE 280
WASHINGTON, DC 20024

October 30, 2015

Mr. George R. Armstrong, Purchasing Agent
The City of Falls Church
300 Park Avenue
Falls Church, Virginia 22046

RE: RFP No: 0730-15GMHS-PPEA

Dear Mr. Armstrong,

On behalf of Mason Greens, LLC (MGLLC), an entity in formation, we are pleased to submit the attached Conceptual Proposal for "A New or Renovated George Mason High School, Expansion of the Existing Mary Ellen Henderson Middle School and Commercial Development" pursuant to the cited solicitation.

Serving as point of contact for MGLLC is Mr. Stacy Hornstein. Requested contact information per Section 4.3 A follows:

Mr. Stacy Hornstein
Senior Vice President, Republic Properties Corporation
1280 Maryland Avenue, SW, Suite 280
Washington, DC 20024
Phone: 202-552-5300
Fax: 202-552-5320
Email: SHornstein@republicpropertiescorp.com

In response to Section 4.3 B, please know that MGLLC will have as its managing members: Republic Properties Corporation and James G. Davis Construction Corporation. Those corporations and/or their respective principals will have financial responsibility for the Project and joint and several liability for work required by the Project as agreed in a Comprehensive Agreement. Under our proposal, financing for the schools component and certain public works would be provided by the City through its bonding mechanisms, with the support of our payments for redevelopment parcels and fiscal returns generated from economic development of the parcels. We will provide performance and payment bond(s) for work obligations we assume for the Project.

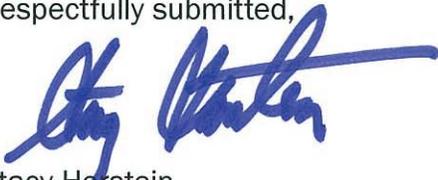
Per Section 4.3 C, the James G. Davis Construction Corporation will serve as lead contractor. Perkins Eastman Architects, DPC will be the lead designer.

Mason Greens Joint Venture

C/O REPUBLIC PROPERTIES CORPORATION
1280 MARYLAND AVENUE, SW, SUITE 280
WASHINGTON, DC 20024

For purposes of this Conceptual Proposal and pursuant to Sections 4.3 D and 10.4 of the RFP, this is to request all sections of this response -- with the exception of the Executive Summary -- be held as confidential and withheld from disclosure (specifically including the following sections: Tab 1: Qualifications and Experience, Tab 2: Project Characteristics, Tab 3: Project Financing, Tab 4: Project Benefit and Compatibility, and Tab 5: Appendix). At this juncture, we consider the requested sections commercially sensitive and privileged, and disclosures to potential competitors and the public could cause damage to intellectual and other properties of our team.

Respectfully submitted,



Stacy Horstein
Senior Vice President
Republic Properties Corporation



Matthew N. Weirich
Vice President - Education
James G. Davis Construction Corporation

**Certain proprietary materials and information are retained
exclusively in the Confidential Binder pursuant to Va. Code Ann.
56-575.4(G) and 2.2-3705.6(11B)**

Executive Summary

Mason Greens will transform the existing George Mason High School and the Mary Ellen Henderson Middle School campus into a dynamic, mixed-use community that achieves all of the objectives presented by the City of Falls Church and the Falls Church City School Board.

Vision and Program

The transformation begins by replacing and relocating the obsolete high school and expanding the middle school with modern facilities meeting the tests of best practices, design excellence and sustainability. The new high school will be constructed on the western portion of the campus in a compact, elegant and efficient design. This approach will best avoid disruption to existing students' educational experience while also delivering facilities more quickly and at lower cost. The program will result in vastly improving the respective schools operating effectiveness and efficiencies, thereby ensuring the high standards of community are met well into the 21st Century.

Following the new school construction the former high school site will be harvested for a mixed-use development. Importantly, the guiding vision of Mason Greens plan is predicated on an understanding that its relationship with the schools, and indeed the greater Falls Church community, is mutually beneficial and supportive. It intentionally incorporates playing fields, parks and open spaces as common elements. Gymnasium and performing art theatre facilities are located and designed to foster community co-use after classroom hours.



This approach recognizes that Falls Church's greatest asset is its people. Increasingly, retaining and attracting highly creative and productive citizens requires an environment that integrates employment spaces with living places, shopping with dining, recreation with continuing education, and providing transportation choices -- making places where people want to live and work, and to come to share in the experience.

In keeping with that vision, the project's buildings are organized around the new George Mason's soccer field and the aquatics center that transforms into community recreation facilities when not being used by the schools. The mixed use buildings will be five stories over podiums to capture economic benefit while increasing open space. The Haycock Road, at grade, frontage will be primarily commercial and employment uses, with sidewalk level restaurants and shops with office and hotel use on upper floors. Flanking the soccer pitch will be diversified residential offerings of active aging, assisted living as well as market rate housing. This program will provide Falls Church's 55 and over households an opportunity to transition from single-family homes and to continue to be involved in their community as well as younger persons and couples to find housing in their town. A final mixed-use tower will be located on the north end of the campus between the schools campus and the West Falls Church Metro Station and garage, providing a transition space between it and that redevelopment sector when it comes on line.

Development Team and Approach

Mason Greens will be developed by a venture between two of the metropolitan area's leading real estate firms: Republic Properties Corporation and the James G. Davis Construction Corporation.

Republic has developed some of the region's most innovative, complex and successful commercial and mixed use projects, including Potomac Mills, Georgetown Park, Washington Harbor, Market Square and the Portals to name a few. Republic is proud that many of its projects involve public-private partnerships. Republic will have lead responsibility for redevelopment of the former high school site into a vibrant mixed use project.

DAVIS has constructed commercial, institutional and residential buildings throughout the region and beyond, for five decades. It enjoys a great reputation for integrity, craftsmanship, safety and on-time/on-budget delivery. Its education contracting division has extensive experience with ground-up, additions and renovation projects. DAVIS will have lead responsibility for the schools component.

Joining Republic and DAVIS is design firm of Perkins Eastman. The firm has extensive experience with master planning large commercial and mixed-use projects, receiving accolades for creativity, community involvement, and design excellence. Its educational design practice is extensive and includes middle and high schools in the public, charter and private classifications.

The Mason Greens principals have assembled a complementary set of professional service providers familiar with Falls Church and necessary disciplines including: McGuireWoods (land use and transactions), Dewberry (civil engineering), Wells & Associates (traffic, parking and transportation), and MuniCap (public finance). Other experienced service providers will be added during project development.

Of particular importance to the success of Mason Greens are our development partners: Toll Brothers (market rate residential), Nova. Habitat (age targeted residential), and Capstone Development (branded hotel). These firms' familiarity with the local market, their expertise and financial capacity, and reputation for quality will allow Republic and DAVIS to redevelop the site in a way and at a pace that insures success.

The team's principals and members are committed to work with the City of Falls Church, its School Board, the community and other stakeholders in a genuine partnership. We fully recognize and respect that the schools and site are treasured community and economic development assets. We also acknowledge and appreciate that the City hopes this project will spur commercial growth in the vicinity to improve its economic base and fiscal future. Indeed, the project as planned will do both.

At present, most of the regions submarkets have posted negative office absorption making new office construction a challenge, at this time. The project's schedule, however, will necessitate that redevelopment begins when the new high school opens, for the Fall term in 2019. Delivery of new mixed use buildings are projected to begin in 2021/2022 and proceed over an anticipated four to five year period.

During that time, market dynamics will almost certainly change -- and planning, if not development, of the adjacent Graduate Center and Metro holdings would most certainly advance. We pledge to work with the City, School Board and all stakeholders to actively recruit office uses, and as sector dynamics change, to make adjustments to the program to capture and deliver products that, while remaining true to our vision, and also takes fullest advantage of the marketplace as it evolves to meet the City of Falls Church's goals.

Implementation and Finance

The City of Falls Church is well managed, has well run schools and an enviable financial and credit standing. Given those realities, our assessment is that the proper role of a public-private partnership is assist, not substitute for existing systems and resources.

Under the Mason Greens proposal, the School Board and/or City would continue to own and operate the George Mason and Henderson schools and the land they occupy. Similarly, facilities and playing fields that are designed for school and community use would also be owned and managed by the City and/or Board, free to impose whatever conditions and fees deemed appropriate for community use.

Further, our assessment is that the City's borrowing costs cannot be matched by what the private sector can reasonably achieve. Therefore, we propose to serve in a traditional design/build contractor role with respect to the schools component, being funded by the City and DAVIS constructing the facilities.

The redevelopment component of the project is where Mason Greens will add additional significant value for Falls Church. We propose to master plan, secure related entitlements, acquire the sites from Falls Church and develop parcels designated for private activities in keeping with approved plans and developed with private sector resources.

Upon build-out, the estimated combined value of the price paid for acquisition of the redevelopment land and the net tax revenues realized from development and economic activity generated at and by Mason Greens will be sufficient to pay back and retire any bond financing advanced by the City for the schools component of the project.

1 QUALIFICATIONS AND EXPERIENCE



1. Qualifications and Experience



A. STRUCTURE

Partially redacted, see confidential binder.

Mason Greens, LLC (MGLLC), an entity in formation, is making the proposal. It is comprised of two legal entities certified to do business in Virginia: Republic Properties Corporation (Republic) and James G. Davis Construction Corporation (DAVIS). Republic and DAVIS will serve as managing members and will guaranty the LLCs performance.

Upon selection, MGLLC will be the entity entering any preliminary agreements with the City and Board, negotiating and signing a Comprehensive Agreement (CA). It will also be the entity engaging with community stakeholders during the process of making refinements to the conceptual plan, spearheading the plan through necessary entitlements and approvals, and creating site plans, consolidating and subdividing the site, and apportioning parcels between the City and Board pursuant to the then adopted CA. As mutually desired by the City and Board and MGLLC and in harmony with the CA, it is envisioned that MGLLC will continue to implement components of the approved plan that are common to the schools and redevelopment programs and to guaranty their completion.

Upon entering a CA and pursuant to it, two additional entities will be formed:

- **Mason DAVIS, LLC**, which will serve as the design/build contractor for the for the schools project, excepting components assigned to MGLLC by the CA, and
- **Mason Republic, LLC**, which will similarly serve as the master developer of the redevelopment program.

1. Qualifications and Experience, continued

A. STRUCTURE, CONTINUED

DAVIS and Republic will serve as managing members and guarantors of performance for the respective LLCs. Mason DAVIS, LLC will enter any contracts and other agreements with the Board and Mason Republic, LLC will enter any contracts and agreements with the City, recognizing that modifications to that approach may be agreed during negotiation of the CA, which will govern.

To insure maximum coordination and simplify the process, as shown in Exhibit A, the above named entities will engage and use the same core Professional Services Team to perfect plans and programs, to produce designs and design guidelines, and to secure approvals and permits. Firms providing other necessary services will be added as needed.

As regards the redevelopment program, Republic has recruited three companies: Toll Brothers, Nova-Habitat, and Capstone Development, each respected leaders in real estate development and management. Their collective expertise will be drawn upon to insure that Mason Greens meets the highest standards for mixed-use projects and their capacity to perform will help us and the City and Board to timely deliver the redevelopment program, economic development activity and fiscal revenues to make the overall Project work.

All members of our team are committed to working with the City and Board in partnership. As will be demonstrated in the following sections, all have the experience and capacity to do their part to make Mason Greens an outstanding success.

B. EXPERIENCE OF ENTITIES | REPUBLIC PROPERTIES

Republic Family of Companies (“Republic”), based in the District of Columbia, is a privately owned, full-service real estate investment, management and development enterprise. For more than 25 years the company has focused on institutional-quality real estate, actively managing partnerships and other fiduciary relationships for successful real estate investments throughout the United States, ranging from land development to historic adaptive reuse to shopping malls.

Republic has developed and invested in real property transactions totaling more than 17 million sf with a value in excess of \$4 billion.

Republic’s senior management team has successfully developed and invested in real estate transactions representing thousands of acres, millions of square feet and thousands of residential units. Republic provides the full range of real estate services, including predevelopment planning, financing, construction and architectural supervision, marketing, leasing, property management and asset management. Its founder and principal owner, Richard L. Kramer has lead Republic and its predecessor companies since its formation in 1985. Prior to its organization as a separate entity, Republic’s principals developed a number of complex, mixed-use and commercial projects under the operating banner of Western Development Corporation.

The Republic Family of Companies is a 60 employee organization which encompasses several operating companies including Republic Land Development, Republic Properties Corporation, Republic Urban Properties and Republic Metropolitan. Although numerous projects have been developed throughout the United States, perhaps the most complex and innovative have been in the Greater Washington Region. A number of Washington, DC area projects developed by Republic’s principals have already become landmarks. Republic prides itself on being able to take large, complicated projects and find the best development alternatives for all concerned.



Washington Harbor | Washington, DC

Our efforts have been noted for the attention paid to local citizen groups. We engage, pay close attention to community needs, and incorporate reasonable responses in our projects.

B. KEY PRINCIPALS AND PROJECT MANAGERS | REPUBLIC PROPERTIES



STACY HORNSTEIN

Senior Vice President, Republic Properties

Stacy Hornstein started working with Republic Properties partners Steven Grigg and Richard Kramer 28 years ago. He has over 30 years of commercial, mixed use development experience with particular emphasis on pre-construction development phases. In addition to mixed-use projects, he has been responsible for over 2 million sf of retail projects. His experience includes overseeing the structuring of acquisitions, the zoning and permit process, community outreach, and successful negotiation of major tenant leases.

JOSEPH R. BENDER

FOUNDING PRINCIPAL, STANMORE ASSOCIATES

Joseph has over 30 years of experience in urban and small area planning, strategic economic development, real estate development and finance, transit-oriented development, innovative regulatory and incentive programming, structuring public-private transactions, entitlement representation and implementation. As a government official, he had lead responsibility for preparation of plans and implementation programs for downtown DC and several of the City's neighborhoods. As the City's senior real estate expert, he was responsible for managing property dispositions resulting in proceeds over \$200 million, leveraging private investments approaching \$1 billion.



RICHARD L. KRAMER

Richard Kramer is an experienced investor and financial advisor who has been closely involved with the acquisition, financing and ownership of many private companies. Richard is Chairman of the Board of Republic Holdings Corporation, a private holding company whose primary focus is the ownership, control and management of investment, real estate and venture capital companies. Richard has been a managing general partner, co-managing partner or general partner of more than 75 real estate partnerships. He has over 30 years of experience in the acquisition, development and management of more than \$4 billion in real estate projects throughout the country, in addition to the strategic management and ownership of various investment companies.

STEVEN GRIGG, PRESIDENT

CEO, Co-Founder, Republic Properties Corporation

Steven Grigg was directly responsible on a hands-on basis for mixed-use developments in Washington, DC. His work includes direct responsibility for design, planning, finance and construction, as well as property operations. Successful completion of several major development efforts by Western in the Washington, DC, market is attributed to Steven's ability to successfully negotiate and resolve issues critical to public-private partnerships, most notably at Market Square, Washington Harbor, Republic Square and The Portals. He is a licensed and registered architect in the District of Columbia and several other states. He is a past President of the District of Columbia Building Industry Association and a past Chairman of the Washington Metropolitan Builders' Council.



B. EXPERIENCE OF ENTITIES | REPUBLIC PROPERTIES

The Portals Complex, Washington, DC

A \$1 billion mixed-use project, being developed under a Land Disposition Agreement, in cooperation with the DC Redevelopment Land Agency, formerly the District's key development arm.

Project includes: 1.5 Million sf of Class A office space, leased to a variety of private, government, national credit retail tenants; 400-room Mandarin Oriental, the hotel's flagship in the nation's capital and one of the first major East Coast locations; a major 160-foot-wide, intensely landscaped section of Maryland Avenue and a monumental circular plaza over the continuously operated main East Coast north-south railroad passenger and freight lines.

Two additional phases comprising 1 million sf are in pre-development stages. Negotiations and coordination were conducted with numerous government agencies and private entities, including the US Commission of Fine Arts, National Capital Planning Commission, GSA, Dept. of Treasury, Consolidated Rail Corporation and the DC City Council.



Republic Square, Washington, DC

A two-building complex on two of DC's major thoroughfares: Massachusetts Avenue and North Capitol Street. The 385,000 sf Phase I building, 25 Massachusetts Avenue, NW has been completed. The 200,000 sf Phase II building is scheduled to be delivered spring 2016. The project was acquired and developed through a negotiated Land Disposition Agreement with DC's RLA Revitalization Corporation, a quasi-public DC agency. The plans were developed in close concert with RLA's staff. The building and site designs were subject to U.S. Commission of Fine Arts reviews and approvals. Republic Square features a landscaped courtyard and streetscape along Massachusetts Avenue.



Market Square, Washington, DC

Landmark mixed-use project on Pennsylvania Avenue. The project's twin towers feature 686,000 sf of office and street-level retail, topped by four additional floors of market-rate residential units. The project was completed in conjunction with the Pennsylvania Avenue Development Corporation, a quasi-governmental organization which had owned most of the land. Republic arranged for the direct acquisition of an additional, privately owned parcel to complete its monumental plans. The project was subject to an extensive review process with federal and local agencies, including the US Commission on Fine Arts. It required coordination with the Washington Metropolitan Transit Authority, because of the adjacent Metro entrance. Market Square demonstrates how a national landmark can be created by the development of a mixed-use project through a public-private partnership.



B. EXPERIENCE OF ENTITIES | REPUBLIC PROPERTIES



Georgetown Park, Washington, DC

The \$150M development, a one-of-a-kind retail and residential project located on a 2.36-acre tract of land in the heart of the Georgetown. The project is composed of two buildings that straddle the historic C&O Canal National Park. Landscaped pedestrian walkways and trestle bridges connect the two buildings, creating an integrated shopping and residential complex. Georgetown Park carefully preserves the historic exterior of these buildings while creating dynamic interior space. A block-long skylight over a central court, triple-tiered marble fountain, glass elevator and cast iron railings are among the project's unique architectural elements. To ensure that every aspect was in keeping with the historic character, the project was developed through extensive interaction with community residents and historic preservation groups.

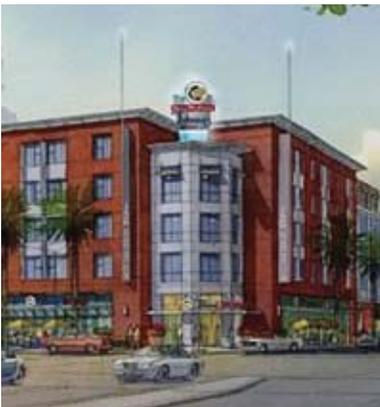
In addition to the retail, Georgetown Park also includes a distinctive residential complex. There are 35 luxury condominiums in the historic nineteenth-century Canal House, and an additional 93 units in the North Building at the Residences of Georgetown Park.



Washington Harbour, Washington, DC

A \$300 Million, mixed-use development along the Potomac River. The complex had a key role in the revitalized Georgetown waterfront. The two mixed-use buildings surround its intensely landscaped and finished courtyards, streetscapes, a new public park and boardwalk along the Potomac River. The buildings include 28 large high-end condos on the top of one tower, over 86,000 sf of active restaurant and retail space, 440,000 sf office space, and underground parking for over 500 cars. The Harbour includes an award winning solution for controlling periodic flooding from the Potomac River.

This project was subject to intense reviews by numerous public agencies, and involved an ambitious outreach program with community stakeholders. Approvals were obtained from the U.S. Department of the Interior, U.S. Army Corps of Engineers and U.S. Commission on Fine Arts, and many others.



Meridian@Midtown, San Jose, CA

A mixed-use development located on three acres in San Jose's transitioning "Midtown" district. The project will be a major catalyst in the continuing revitalization of an evolving urban neighborhood. The project completed constructed and was stabilized in 2014. The project features 218 market rate one and two-bedroom flats and community amenities such as a linear park, swimming pool, workout facility and community room, and 15,000 sf retail.

As a whole, the entire development will allow new and existing residents to live, work, shop and entertain in the emerging Midtown experience.

1. Qualifications and Experience, continued

B. EXPERIENCE OF ENTITIES | JAMES G. DAVIS CONSTRUCTION

James G. Davis Construction Corporation (DAVIS) has provided construction services in Maryland, Virginia, and Washington, DC since 1966. They have completed base buildings, renovation, and interior construction projects of all sizes for corporate headquarters, the public sector, law firms, associations, technology companies, telecommunications firms, mission critical facilities, schools, broadcast facilities, restaurants, retail, and many other clients. Many of these projects are LEED certified at the Platinum, Gold, or Silver levels.

Our teams bring an all-encompassing, holistic approach to every aspect of your project, which results in a seamless, fully integrated experience. We bring all participants together in the earliest stages of your project to increase efficiency, eliminate redundancy and execute the highest level of quality for you. We cover all the angles.

An employee-owned company, DAVIS' annual revenue will exceed \$800 million this coming year. DAVIS has achieved this level of success because they have attract and retain some of the brightest and best people in the industry to manage their projects and firm. DAVIS is a true general contractor, employing a skilled labor force of over 250 to self perform finish carpentry, demolition, drywall, and miscellaneous concrete work, in addition to managing traditionally subcontracted trades.

DAVIS provides clients with responsive service, including on-time, quality performance at competitive costs while maintaining an exceptional safety record. DAVIS' mission is to be considered, The Client's Contractor, as much a member of the owner's professional team as the architect, engineers, and other specialty consultants. This philosophy has led to over 85% of their work being secured through negotiated contracts and many satisfied, repeat clients.



There are many factors that distinguish the DAVIS approach to business, something we call **the DAVIS 360°**

B. KEY PRINCIPALS AND PROJECT MANAGERS | JAMES G. DAVIS CONSTRUCTION



JAMES G. DAVIS

President and CEO

Recognized by clients and employees alike for his exceptional leadership and extraordinary sincerity, Jim's hallmark characteristic is his modesty. His name may be on the door, but he is first and foremost a team player, and is always quick to give credit for a job well done. As President and CEO since 1988, Jim is truly the heart of the company, and views each and every person at DAVIS as family. For the past 30 years, his foresight, intelligence, and genuine passion have helped transform a small family business into a nationally recognized construction leader.



MATTHEW WEIRICH LEED AP

Vice President, Education

As Vice President, Matthew is responsible for the planning and execution of highly technical, specialty building construction projects. He is actively engaged early in project planning and provides a wealth of technical knowledge on feasibility and construction methodology. Matt is involved in all phases of the project from preconstruction to commissioning and closeout. His unrivaled value lies in his ability to resolve daily issues without losing sight of the overall schedule and budget.



CHRISTOPHER HARTZLER

Project Executive

As Project Executive, Chris is responsible for the execution of multiple projects, and management of his operations team, ensuring everything runs as smoothly as possible in the development and maintenance of your project's budget and schedule. He is actively engaged early in project planning and provides a wealth of technical knowledge on feasibility and construction methodology. Chris' knowledge of current market conditions and highly detail-oriented nature make him the key player in the evaluation and negotiation of subcontract agreements, ensuring all project goals are met.

Past Safety Performance and Current Capabilities

Safety is a commitment, not a drill. For us, safety is more than a habit. It's a mindset each of our team members employ on your project, achieving industry recognition for excellence in safety performance. This is evident in our low loss rate (.78) and experience modification numbers that are well below the industry average. EMR is a number used by insurance companies to gauge both past cost of injuries and future chances of risk. The lower the EMR, the lower a company's worker compensation insurance premiums are. An EMR of 1.0 is considered the industry average.

DAVIS' Experience Modification Ratings for the past three years are:

2014: 0.59

2013: 0.65

2012: 0.76

B. EXPERIENCE OF ENTITIES | JAMES G. DAVIS CONSTRUCTION

Woodgrove High School, Purcellville, Virginia

New construction of a high school facility, 271,000 sf, \$55.2 M. Extensive sitework was conducted on this 145-acre site which included surface parking, soccer fields, tennis courts, football and baseball stadiums without buildings. Woodgrove High School project also required an upgrade to five intersections in Loudoun County and relocation of existing utilities, including Verizon, Dominion power, Cox Cable, and water mains serving the town of Purcellville. Road work included adding drive lanes and turn lanes to four active intersections, along with a new roundabout on route 690.



McKinley Technology High School, Washington, DC

The crown jewel of the DC Public School System, this 500,000 sf historic renovation consisted of the complete gut and renovation of an existing facility that was originally constructed built in 1927. The renovation included new interior partitions; electrical and communication wiring; high-end finishes; and heating, ventilation, air-conditioning, plumbing, and electrical upgrades. The modernization of this school was quite an accomplishment for the entire project team as it took partnering, communication, and commitment to ensure the successful completion for the 2004 - 2005 school year.



Episcopal High School: Centennial Gym, Alexandria, Virginia

Renovation of an existing gym and an addition which included glass and aluminum windows, mechanical system, athletic wood flooring, offices, guest locker facilities, and team rooms. Due to the limited site area, adjacent buildings, and occupied campus setting, a complex phasing plan was designed and coordinated with the client. This proactive planning helped to minimize disruption and protected the facility and students from the construction area. Awarded: LEED Silver. 97,000 sf, \$24.4 M



Episcopal High School: Townsend Hall, Alexandria, Virginia

\$13.6M; 28,000 sf historic renovation, 25,000 addition to the West Wing area for Episcopal High School, a boarding high school serving over 400 boys and girls in grades 9-12. During this project, DAVIS minimized interruptions to the school through creative phasing, conducting work during off-hours + during summer months, and constructing temporary swing spaces to accommodate students. Goal: LEED Silver



1. Qualifications and Experience, continued

B. EXPERIENCE OF ENTITIES | JAMES G. DAVIS CONSTRUCTION



**Waterfront Station
Washington, DC**

496,000 sf, \$88M. 365 unit, 11-story high rise apartment building with luxury finishes and abundant amenities. The mixed-use development consists of seven buildings and includes the Waterfront Metro station. The project includes a two level below-grade cast-in-place parking structure and 11-story above-grade post-tensioned tower for the residential units and amenity spaces. Interior amenities include a leasing center, lounge, fitness room, and living/dining areas. The first floor will also feature approximately 4,000-SF of retail facing 4th street. Targeting LEED Gold | **Built with BIM**



Galvan, Rockville, Maryland

102,000-SF commercial/retail 376,455-SF residential 250,000-SF below-grade garage; \$66.5M. Demolition of existing buildings to make way for construction of a new four-story, mixed-use development to anchor the growing urban neighborhood of Twinbrook. The development will feature a Safeway grocery store, storefront retail and restaurants facing Rockville Pike and the adjoining Chapman Avenue. The property includes 356 wood-frame Type 3 residential units, located less than 500 feet from the Twinbrook Metro Station entrance. The property has gained preliminary recognition by the Washington Smart Growth Alliance for its adherence to smart growth principles, including mixed uses and access to public transit. Goal: LEED Silver | **Built with BIM**



Residences at Loudoun Station, Ashburn, Virginia

Phase I: This 489,500 sf mixed-use project included three low-rise (one-story concrete and four-story Type 5 and five-story Type 3 wood-frame) buildings with a total of 357 units and over 62,000-SF of retail space. The façade was constructed with brick, Hardie panel siding, vinyl siding, EIFS, and extensive aluminum storefront at the first-floor retail areas. All units include fully equipped, modern kitchens complete with granite counters, washer / dryer units, and individually controlled heat pumps. There were five lobbies with stone and wood floors; wood paneling on the walls; and ten elevators between the three buildings. Work also included extensive sitework creating the infrastructure to support the development: site utilities, roads, play area, and open green space. **Built with BIM; \$48M.**

Additional DAVIS Experience, including full team resumes, can be found in the Appendix.

1. Qualifications and Experience, continued

C. FIRM AND MAJOR SUBCONTRACTOR EXPERIENCE

Per the RFP, our Team’s prior project and client information for the last three years are included in the appendix of this proposal.

D. PERSONS DIRECTLY INVOLVED WITH MASON GREENS DEVELOPMENT

Partially redacted, see confidential binder.

Please contact the following members of our team for further information who will be directly involved with the Mason Greens Development.

Stacy Hornstein
Senior Vice President
Republic Properties Corporation

Matthew Weirich, LEED AP
Vice President, Education
James G. Davis
Construction Corporation

Joseph R. Bender
Principal
Stanmore Associates

Norman Jenkins
Capstone Development

Sean O’Donnell, AIA, LEED AP
Principal
Perkins Eastman

Gary Kirkbride
Senior Urban Planner
Dewberry

Gregory A. Riegler
Partner
McGuireWoods Consulting

Mike J. Workosky, PTP, TOPS, TSOS
Vice President
Wells & Associates

Keenan Rice
President
MuniCap, Inc.

Alex Ross
Director of Commercial Development,
Virginia Division
Toll Brothers

Leonard Bogorad
Managing Director
Robert Charles Lesser and Co

Ed Novak
President and Founding Partner
Nova-Habitat

1. Qualifications and Experience, continued

E. FINANCIAL STATEMENTS

Republic Properties Corporation's capacity of entity rests on its principals and their affiliates. Republic Properties is a principal sponsor, developer, and manager of the Falls Church Project. Republic's representative real estate financings over the last seven years include several large projects with nine-digit financing values. Messrs, Kramer, and Grigg have provided personal statements for financings which Republic has arranged over the course of their thirty-year history. Over the last ten years, Republic has closed financings in excess of \$1.5 Billion.

Mason Greens LLC is prepared to commit capital and guarantees necessary to effectuate the contemplated development. We have all the cash resources available to provide all of the equity necessary to finance the project.

Republic's representative real estate financings over the last seven years include the below. We note that Republic has successfully worked with US Bank and Artemis Real Estate Partners (and its principals) on multiple financings which total in excess of \$750 million.

We are providing under separate cover relevant personal and corporate financial statements which are to be considered Proprietary, Commercially Sensitive, and Confidential. Two copies of Republic Properties Corporation and James G. Davis Construction Corporation's most recent financial statements have been provided in an envelope marked *Confidential Financial Statements*.

F. DISQUALIFIED PERSONS

The Mason Greens LLC team, including all of the subcontracting firms listed within, do not have any persons who would be obligated to disqualify themselves from participation in any transaction arising from or in connection with the Project pursuant to the Virginia State and Local Government Conflict of Interest Act, Chapter 31 (Section 2.2-3100, *et seq.* of the *Code of Virginia*). As the Project proceeds, the Mason Greens team will ensure that no members of our team will be subject to disqualify themselves from participation on this project pursuant to the Conflict of Interest Act.

G. PLAN FOR OBTAINING QUALIFIED WORKERS

DAVIS utilizes an extensive prequalification process for all subcontractors and suppliers we contract with. This process includes key indicators to determine if a subcontractor or supplier is capable of performing on each project. This project is no different. We will negate the risk of obtaining sufficient numbers of qualified workers through our prequalification process. Subcontractor qualification is a key activity that mitigates the financial, operational and reputational risk associated with subcontractor operations. The process is intended to be a comprehensive initial evaluation of the subcontractor, and is utilized to determine if they are qualified to work with DAVIS.

The DAVIS subcontractor prequalification process is managed by our Risk Management Group. By using only prequalified vendors we significantly reduce the financial, operational, and reputational risks associated with subcontractor operations. The prequalification process is intended to be a comprehensive initial evaluation of the subcontractor, and is utilized to determine if a

1. Qualifications and Experience, continued

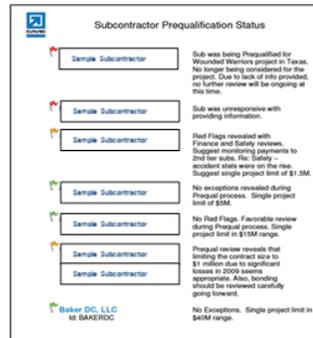
subcontractor is qualified to work with DAVIS. The analysis covers financials, safety record, operational capacity, experience with similar work, bonding capacity, depth of their insurance program, legal history and their successful history with DAVIS.

If a subcontractor’s qualifications are found to be acceptable, they become prequalified with recommendations on the size of single project and aggregate project limits based on historical performance, operational capability, and financial capacity.

The Subcontractor Prequalification Status report provides a listing of all subcontractors who have submitted a prequalification form to DAVIS. Once the review process has been completed, concluding comments are displayed on the report along with a flag indicating the subcontractor’s status.

- Green Flag: Qualified
- Yellow Flag: Cautionary Qualification
- Red Flag: Rejected
- Blue Flag: In-Review
- Purple Flag: Expired

The concluding comments will provide a suggested single project limit, along with a brief note speaking to any areas of concern identified during the review process. Even though a vendor may be prequalified, workloads and capacity can change quickly. DAVIS operations and estimating/preconstruction group leaders meet regularly to discuss subcontractors and suppliers. They share feedback on performance and discuss workloads to ensure balance and avoid overloading a subcontractor. All subcontractors on the DAVIS preliminary subcontractor list are prequalified. We have an uncompromising commitment to workmanship and excellence in service. Each subcontractor or supplier will be verified through our prequalification process for this project which will ensure that we will be able to deliver on our commitments.



H. VA DGS FORM 30-168

DAVIS Construction’s VA DGS Form 30-168 is included in the Appendix of this proposal.

1. Qualifications and Experience, continued

I. SWaM BUSINESS PARTICIPATION

Mason Greens holds a unique enthusiasm for promoting a diverse set of business partners and workforce. We recognize the advantages of contributing a variety of ideas and talent to each of our projects. Growth of the small business community results in a more diversified professional services, subcontractor, and supplier pool, improved economic stability and more competitive market pricing. We are deeply committed to affirmatively providing professional and economic opportunities to small, women and minority owned businesses -- and to those, we would add, also businesses owned by veterans.

As regards construction activities, the Mason DAVIS team will ensure that locally based State-certified Small, Women-owned and Minority (SWaM) business enterprises are afforded the opportunity to directly pursue subcontracting opportunities and to establish strategic partnerships/joint ventures and mentoring relationships with sponsoring firms. To ensure SWaM businesses are aware of these opportunities, a minimum of two (2) SWaM outreach events will be conducted during the preconstruction period with each event held approximate six (6) weeks prior to the solicitation of bid proposals. Each outreach event will be advertised through local print and electronic media, for a period of not less than four (4) weeks prior to their occurring.

At each major phase of the project, Mason DAVIS demonstrates commitment to subcontract to small business concerns through the following:

Estimating

- Achieve the right match between project work and the availability of qualified small businesses.
- Build upon already existing relationships with local small businesses.
- Secure upfront commitments from all subcontractors, suppliers, and participants about precise goals.

Advertising Contracting Opportunities

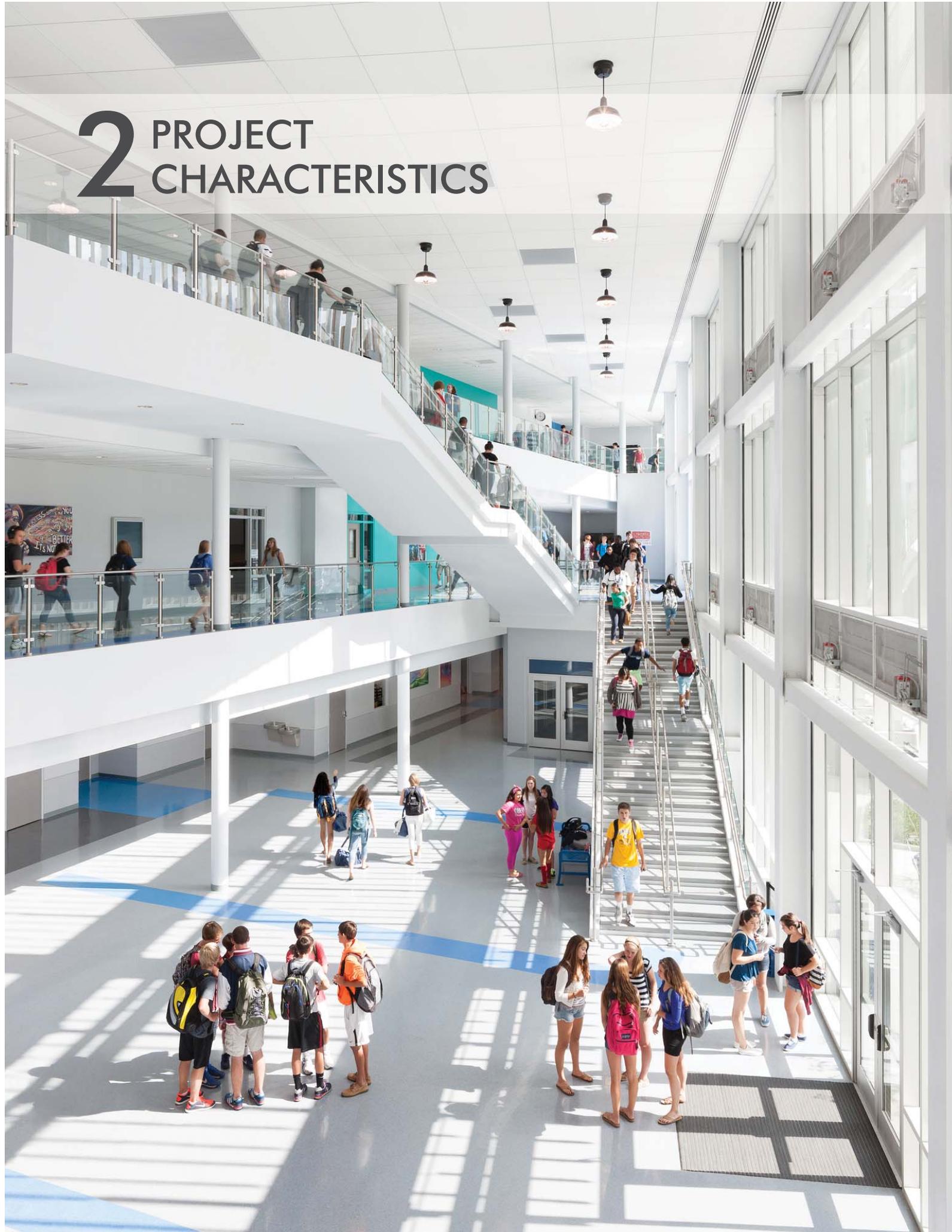
- Post bidding opportunities in key newspapers and periodicals, including The Washington Post, El Tiempo and Metro Express.
- Post notices online through our small business website and e-newsletters.
- Organize and advertise pre-bid conferences.

Ongoing Efforts

- Post-award meetings with subcontractors to review reporting requirements
- Subcontractors will prepare and submit small business utilization plans showing exactly how they intend to achieve the goals.
- Subcontractors will be required to submit monthly reports demonstrating participation.

After construction is completed, Mason Greens will continue to seek SWaM businesses to provide professional and managerial service related to property operations and management and related procurements. That commitment will be extended to affirmatively marketing and recruiting building tenants. We will require those commitments to be carried-on by our development partners as well.

2 PROJECT CHARACTERISTICS



2. Project Characteristics



A. PROJECT VISION

See confidential binder.

B. SCHOOL BOARD, CITY, AND PUBLIC ENTITY INVOLVEMENT

It is our intent that the School Board, City of Falls Church, and community be actively involved in the design process for the Project. By involving the various stakeholders at the appropriate moments, we are able to build consensus for the design throughout the process. We are careful to discover what everyone wants, so we can develop a design that is a fitting solution, one that meets all the requirements. There are no surprises at the end, and the client and community have a very real investment in the project: they contributed, they were heard, and their needs were met. We always strive for a beautiful design and a satisfied client – one who comes to us again and again, knowing we provide what we promise, every step of the way.

During the school programming process, we will facilitate a series of workshops with the appropriate parties - students, faculty, staff, School Boards, etc. During these workshops, we will ask a series of questions, calculated to encourage all participants to express their opinions regarding the spaces included in the program, key relationships within the community, as well as their views of the vision for the overall development.

This consensus-based approach results in an implementable shared vision among all project participants that balances budget with expectations while also addressing the concerns of our clients and key stakeholders and sponsors. We believe your project must be designed programmatically from the inside out as well as architecturally from the outside in.

C. PERMITS AND APPROVALS

Site Plan Approval

The site plan must be approved by the City of Falls Church. Based on three submissions, we estimate that it will take 6-8 months for final approval. Our team will prepare a site plan (estimated 8 weeks for initial plan), and conduct third party studies to include: Geotechnical report, Survey (topography and tree), photometrics, landscaping and tree preservation. The site plan will be coordinated with WMATA.

ROW Permit

After the Site Plan is approved, we will can apply for the ROW Permit from the City of Falls Church. This permit typically takes 3-4 weeks to obtain.

VDOT Permit

After the Site Plan is approved, we will can also apply for the Permits from the Virginia Department of Transportation. This permit typically takes 3-4 weeks to obtain.

Virginia Stormwater Management (VSMP) – Construction General Permit.

This permit is applied for prior to any land disturbing activities by the operator (DAVIS) and will require stamped civil plans and a site-specific stormwater pollution prevention plan (SWPPP). This permit takes approximately 4 weeks to obtain.

Construction Trade Permits

These are available to obtain after the building permit is approved and are obtained by the individual trade contractors. Construction trade permits typically take 2-4 weeks to obtain. They are required for Demolition, Retaining Walls, Electrical, Mechanical, Plumbing, Fire Alarm, and Fire Suppression Systems.

D. ANTICIPATED ADVERSE IMPACTS

Partially redacted, see confidential binder.

Mason DAVIS will consult with school administrators, its community and neighbors to develop in conjunction with them a construction plan and protocols. The document will address such things as limiting loud and invasive activities during classroom hours as much as possible, delivery protocols to avoid conflicts with drop-offs and congestion, noise/dust abatement, screening, safety and security measures.

This is YOUR campus, not OUR construction site.

This is the mantra we follow in the DAVIS Education Group. We understand that construction sites can be disruptive and we take every precaution possible to ensure that we inconvenience the school and the community as little as

2. Project Characteristics, continued

possible. We understand that we are guests on your campus. We take this message very seriously and instill that same attitude in the subcontractors we employ to help build your project.

When building a first class facility there are many factors that contribute to the success of the project. In our experience, two of the most important factors are Communication and Teamwork. We need to work together towards our common goal of successfully building your new facility on time, within budget, and with no disruptions to the Campus Community. And we need to communicate our plans, our vision, and our expectations up front so that we are in alignment with our path to get there.

The safety of students, faculty, visitors and all those in or around the School campus site is DAVIS' number one goal. We will take steps above and beyond to ensure student, faculty, and public safety is not compromised, considering the project site is on an active campus. We will ensure safe and appropriate public routes are clearly identified, ample signage is provided, construction barriers/fencing are properly maintained, trained flagmen are present and that our subcontractors are committed to project safety procedures and are fully aware of the project specific surroundings. In addition, our senior superintendent and our project managers will act as the public safety liaison and will be available via phone and email to immediately address concerns or questions.

These same sensibilities and protocols will carry-over to the redevelopment phases of the project. And, as discussed in the Community Involvement section, the broader community will have several opportunities to be informed about, provide input to and get real-time responses to questions and suggestions.

During and upon completion, Mason Greens will be a strong contributor to the educational, social, economic, environmental and transportation aspects of Falls Church community.

E. SCHEDULE

See confidential binder.

G. RISK AND LIABILITY

Partially redacted, see confidential binder.

Timely completion is essential for all stakeholders involved in this project. One of the first steps in assuring you that your project will be completed on time will be the development of a detailed project schedule. This schedule will lay the ground work for our steps to successful project delivery and will have all project team members input and buy-in.

2. Project Characteristics, continued

This project schedule will change throughout the course of the project and we will need to be flexible to deal with unforeseen events and react accordingly. We understand that this may not provide you with enough certainty and as a prudent client you would require strong assurances to protect your investment.

Not only is our reputation on the line for a successful project delivery, our financial success will also be at risk. As you will see we have a very strong bonding capacity that will act as a secondary safety net for you.

H. OWNERSHIP AND MANAGEMENT

See confidential binder.

I. PHASING

See confidential binder.

J. ARCHITECTURAL, BUILDING, AND ENGINEERING STANDARDS

LEED and Green Globes are two standards available to apply metrics to the built environment as a way to understand the environmental performance of buildings and urban design. This team will be producing a school high-performance school, as previously detailed, a master plan that will achieve LEED: Neighborhood Development (ND) Gold, and multifamily buildings that will reach the Green Globes “Two Globes” level of performance. Solar energy collection, progressive methods of dealing with storm water, high reflective paved surface materials around the school and a comprehensive bike infrastructure plan are just a few of the ways this project will respond to the ever more urgent needs of a warming planet.

K. INVOLVEMENT OF ADJACENT OWNERS AND TENANTS

At present, there is no involvement of the owners or tenants of adjacent properties in the Mason Greens proposal.

Principals of Mason Greens and our design team have toured neighboring properties as part of our due diligence. We have also contacted the University of Virginia and been in contact with a representative of Virginia Tech, who control the Graduate Center immediately to the north. We were informed that, at this time, they were assessing future use plans.

We fully intend to continue to reach out to neighboring property owners and tenants as a part of our community involvement process for input in refining the program and approach. That outreach could suggest areas for mutual cooperation and perhaps interests. No discussions of that nature have been held however, and no such arrangements are currently contemplated.

3 PROJECT FINANCING



3. Project Financing



A. PRELIMINARY ESTIMATE AND METHODOLOGY

See confidential binder.

B. PLAN FOR THE DEVELOPMENT AND FINANCING

See confidential binder.

C. ASSUMPTIONS UNDERLYING MAJOR ELEMENTS OF THE PLAN

See confidential binder.

D. PROPOSED RISK FACTORS

See confidential binder.

E. ASSUMPTIONS UNDERLYING MAJOR ELEMENTS OF THE PLAN

See confidential binder.

F. UNDERLYING SUPPORT AND COMMITMENT BY THE SCHOOL BOARD

See confidential binder.

G. DEDICATED REVENUE, SOURCE, PROPOSED DEBT OR EQUITY INVESTMENT

See confidential binder.

4 PROJECT BENEFIT AND COMPATIBILITY



4. Project Benefits and Compatibility



A. ECONOMIC IMPACT ON LOCAL COMMUNITY

See confidential binder.

B. COMMUNITY ENGAGEMENT STRATEGY

Partially redacted, see confidential binder.

Mason Greens is committed to providing exceptional outreach and community involvement with the many neighbors, community groups, and neighboring jurisdictions. The principals of Mason Greens have traditionally made a significant commitment for community involvement in all of its land development projects and the Falls Church proposal will be no different. The Mason Greens team is committed to working with the Falls Church community to insure that the community understands the vision for the redevelopment of the property area and how this RFP proposal will transform the existing George Mason High School and the Mary Ellen Henderson Middle School into a dynamic, mixed-use community.

Mason Greens vision highlights the importance of the City of Falls Church City and the Falls Church City School officials have played and will continue to play in the development of this plan. Falls Church enjoys a tradition of highly participative democracy through a variety of public, quasi-public, and private organizations. A key element of any development project for this site will be to keep these various groups informed, educated, and involved. As the project moves into the design and implementation phases, the neighbors and greater Falls Church community will continue to be an integral part of the evolution of ideas. Community information meetings and charrettes will foster dialogue to reach design solutions.

4. Project Benefits and Compatibility, continued

It is the commitment of Mason Greens to maintain an open and interactive community involvement process with all the entities related to the redevelopment process.

C. UNIQUE BENEFITS

It is hoped Mason Greens is considered exceptional for:

- Sensitive and skilled program – in the approach and schedules to avoid and minimize disturbance to student education and experience.
- Design excellence – in the organization, space planning and architectural quality of the new and expanded school buildings to provide the best educational environment.
- Shared use assets – by integrating school facilities into the neighborhood and designing them to encourage and welcome community use outside classroom hours
- Unique open spaces – hence the “Greens”, by carving out new park spaces and linking them with the schools’ playing fields and ballparks to create a wonderful sense openness and interconnectivity despite increased density
- Active and vibrant – retail and restaurants opening onto parks and playing fields providing an active environment where people of all ages will want to visit, work and live
- Smart and sustainable – beyond the classroom, inspiring by demonstrating how smart environmental design and systems work and work effectively and efficiently

D. COMPATABILITY WITH EXISTING PLANS

This project logically and properly aligns with a number of well-settled policies and principles contained in the City’s Comprehensive Plan.

Chapter 3 - Community Character, Appearance and Design

Consistent with the requirements and recommendations of Chapter 3 of the Comprehensive Plan, the project offers a scale and site design that foster high degrees of walkability and a collective sense of place. The sense of place is amplified by the strategic incorporation of public facilities and amenities within the project’s residential and commercial components. As recommended by the Comprehensive Plan, this same integration of amenities and public spaces will serve to increase the interaction between City residents. Of equal importance, the project places heavy emphasis on a proper presentation to West Broad Street with both a scale, quality of development and extensive site and landscape amenities that help move this corridor further away from its automobile oriented history.

Chapter 4 - Land Use and Economic Development

The project appropriately balances sound land use principles with a robust economic development opportunity. The project offers a mix of commercial, retail and institutional options that will convey a direct economic benefit to

4. Project Benefits and Compatibility, continued

the City in the context of funding the desired school construction and equally important indirect benefits that come from a new and diversified base of residents that will patronize other businesses within the City.

Chapter 6 - Parks, Open Space and Recreation - “Parks for People”

The project is designed to maximize the social, environmental and economic benefits that come with high quality, well-integrated park and amenity spaces. This project includes an appropriate mix of passive and active opportunities and the creative integration of public and private amenities that will provide opportunities for exercise and social interaction. Those same amenities are a component in attracting the skilled labor and entrepreneurial companies targeted in the Comprehensive Plan.

Chapter 7 - Transportation - “Mobility for all Modes”

This project is designed to maximize the site’s proximity and orientation to an established Metrorail station. The project is well-aligned with City objectives aimed at decreasing automobile dependency. Placing a well-designed activity center at the Metro station will also provide more convenient and interesting access to the station for existing City residents.

Chapter 10 - Housing

The project is well aligned with established City housing policies that encourage diversity, quality and mobility. As to diversity, a range of units and styles are offered including a significant age-restricted component. With respect to mobility, the project offers access to rail and enhanced walking and bicycle options that will reduce the dependency on the automobile.

APPENDIX



Appendix: Contents

Partially redacted, see confidential binder.

40 DAVIS: DGS VA Form 30-168

54 Team Experience

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Construction Corporation

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115 RCLCO

121 MuniCap

126 DewBerry

131 Wells + Associates

134 Nova-Habitat

137 Capstone

COMMONWEALTH OF VIRGINIA

STANDARD FORM

FOR

CONTRACTOR'S STATEMENT

OF QUALIFICATIONS

*TO BE COMPLETED BY BIDDERS OR OFFERORS IN RESPONSE TO THE RFQ AND THE
QUALIFICATION CRITERIA PROVIDED THEREIN*

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- I. General Information**

- II. Bonding**

- III. Judgments**

- IV. Convictions and Debarment**

- V. Compliance**

- VI. Experience**

- VII. Small Business Participation on Previous Projects
(applicable to CM at Risk and Design-Build)**

- VIII. Signatures**

Attachments

CONTRACTOR'S STATEMENT OF QUALIFICATIONS

I. General Information

1. Submitted to (agency):
City of Falls Church, Virginia and Falls Church City School Board

Address:
**The City of Falls Church
300 Park Avenue
Falls Church, Virginia 22046**

2. Name of Project (if applicable):
Middle/High School Construction and Commercial Development - PPEA

Project Code Number (if applicable):
RFP No.: 0730-15GMHS-PPEA

3. Type of work you wish to qualify for:

General Construction
Mechanical
Electrical
Other, Specify:

4. Contractor's Name:
James G. Davis Construction Corporation (DAVIS)

Mailing Address:
12530 Parklawn Drive | Rockville, MD 20852

Street Address: (If not the same as mailing address)
12530 Parklawn Drive | Rockville, MD 20852

Web site: **www.davisconstruction.com**

Telephone Number: **(301) 881.2990**

Facsimile Number: **(301) 468.3918**

Contact Person: **Matthew Weirich**

Contact Person's Phone Number: **(301) 945.0458**

State Contractor's License Number: **Virginia License # 2701008107**

Designated Employee Registered with the Virginia Board for Contractors:
Michael Pittsman, Senior Vice President

Provide the name and title, direct telephone number (including extension), pager number, cellular telephone number and direct e-mail address of the highest ranking individual within the organization that will have oversight responsibility for the organization's involvement with the Project (if not the designated contact person above):

Matthew Weirich
Vice President – Education
T: 301 945 0458
C: 301 928 4898
E: mweirich@davisconstruction.com

If different from the location provided above, provide the organization's local or regional office information (including physical address, mailing address, telephone number, facsimile number and main e-mail address or web site address) to be used in delivering the requested services to be provided on the Project:

Same as above

Provide the number of years that the organization has been providing services similar to those requested by this RFQ, including a delineation of this information for both the headquarters location and the local or regional office (as appropriate) that will be used in delivering the requested services on the Project.

49 Years | Incorporated in Virginia in 1966

5. Check type of organization:

Corporation Partnership
 Individual Joint Venture
 Other (describe) _____

If the Proposal is being made by a legal joint venture, the response must include the information required within this section of the CO16 for both organizations that constitute the joint venture and a copy of the joint venture agreement must be attached.

6. If a corporation -

State of Incorporation: **Virginia**
 Date of Incorporation: **March 10, 1966**
 Federal I.D. #: **54-0799423**

<u>Position</u>	<u>Officers</u>	<u>Name / Contact Info</u>	<u>Years in</u>
Chief Executive Officer:	James G. Davis		27
Chief Financial Officer:	Peggy Jones		12

President: **James G. Davis** 27

Vice President: **Dennis J. Cotter | William S. Moyer** 25 | 25

Secretary: **N/A**

Treasurer: **N/A**

Office Manager of local office that will have primary responsibility for delivering this project:

Are you a Subchapter S Corporation? Yes No

7. If a partnership – **Not Applicable**

Date organized:

Type of partnership:

List of General Partners:

<u>Name</u>	<u>Phone #</u>	<u>Years as G.P.</u>
-------------	----------------	----------------------

8. If individually owned - **Not Applicable**

Years in Business:

9. Have you ever operated under another name? Yes No

If yes - **Not Applicable**

Other name:

Number of years in business under this name:

State license number under this name:

10. Department of Small Business and Supplier Diversity (DSBSD) Certifications:

Check all that apply: **Not Applicable**

Micro Business _____ DSBSD Certification No.: _____

Small Business _____ DSBSD Certification No.: _____

Small Woman Owned Business _____ DSBSD Certification No.: _____

Small Minority Owned Business _____ DSBSD Certification No.: _____

Service Disabled Veteran Owned Business _____ DSBSD Certification No.: _____

II. Bonding

Provide a letter from your surety company listing your organization's current single Project and total Projects bonding capacity, including such information for the local or regional office that will be used in delivering the services to be provided on the Project (if the local or regional office is separately bonded); attach this letter to the Form CO-16. For projects that are applying for bonding under the Self-Bonding Program, contact Owner for submission requirements. **Attached**

1. Bonding Company's name:
Zurich American Insurance/Fidelity and Deposit Company of Maryland

Address:
**1400 American Lane, Tower 1, 18th Floor
Schaumburg, IL 60196-1056**

Representative (Attorney-in-fact):

2. Is the Bonding Company listed on the United States Department of the Treasury list of acceptable surety corporations?

Yes No

3. Is the Bonding Company licensed to transact surety business in the Commonwealth of Virginia?

Yes No

4. Describe the capacity the organization has to meet the project schedule and demands. Include an analysis of current workload.

Based on current workload, our proposed project team is available and will perform the duties associated with their assigned role.

III. Judgments

In the last ten years, has your organization, or any officer, director, partner or owner, had judgments entered against it or them for the breach of contracts for construction?

Yes No

If yes, on a separate attachment, state the person or entity against whom the judgment was entered, give the location and date of the judgment, describe the project involved, and explain the circumstances relating to the judgment, including the names, addresses and phone numbers of persons who might be contacted for additional information.

IV. Convictions and Debarment

If you answer yes to any of the following, on a separate attachment, state the person or entity against whom the conviction or debarment was entered, give the location and date of the conviction or debarment, describe the project involved, and explain the circumstances relating to the conviction or debarment, including the names, addresses and phone numbers of persons who might be contacted for additional information.

1. In the last ten years, has your organization or any officer, director, partner, owner, project manager, procurement manager or chief financial officer of your organization:
 - a. ever been fined or adjudicated of having failed to abate a citation for building code violations by a court or local building code appeals board?
Yes ___ No
 - b. ever been found guilty on charges relating to conflicts of interest?
Yes ___ No
 - c. ever been convicted on criminal charges relating to contracting, construction , bidding, bid rigging or bribery?
Yes ___ No
 - d. ever been convicted: (i) under Va. Code Section 2.2-4367 et seq. (Ethics in Public Contracting); (ii) under Va. Code Section 18.2-498.1 et seq. (Va. Governmental Frauds Act); (iii) under Va. Code Section 59.1-68.6 et seq. (Conspiracy to Rig Bids); (iv) of a criminal violation of Va. Code Section 40.1-49.4 (enforcement of occupational safety and health standards); or (v) of violating any substantially similar federal law or law of another state?
Yes ___ No
 - e. ever been convicted on charges relating to employment of illegal aliens on construction projects?
Yes ___ No
2.
 - a. Is your organization or any officer, director, partner or owner currently debarred or enjoined from doing federal, state or local government work for any reason?
Yes ___ No
 - b. Has your organization or any officer, director, partner or owner ever been debarred or enjoined from doing federal, state or local government work for any reason?
Yes ___ No

V. Compliance

If you answer yes to any of the following, on a separate attachment give the date of the termination order, or payment, describe the project involved, and explain the circumstances relating to same, including the names, addresses and phone numbers of persons who might be contacted for additional information.

1. Has your organization:
 - a. ever been terminated on a contract for cause?
Yes ___ No
 - b. within the last five years, made payment of actual and/or liquidated damages for failure to complete a project by the contracted date?
Yes ___ No

2. Has your organization, in the last three years, received a final order for willful and/or repeated violation(s) for failure to abate issued by the United States Occupational Safety and Health Administration or by the Virginia Department of Labor and Industry or any other government agency?
Yes ___ No
3. Have any Performance or Payment Bond claims ever been paid by any surety on behalf of your organization?
Yes ___ No
4. Has your organization been **more than thirty (30) days late, without good cause**, in achieving the contracted substantial completion date where there was no liquidated damages provision on more than two (2) projects in the last three (3) years?
Yes ___ No
5. Has your organization **finally completed a project** more than ninety (90) days after achieving substantial completion on two (2) or more projects in the last three (3) years, for reasons within the contractor's control? Documented delay of delivery of material necessary to perform remaining work or seasonal conditions that bear on performing the work or operating specific equipment or building systems shall be considered in litigation.
Yes ___ No
6. Has your organization **received more than two (2) cure notices** on a single project in the past two (2) years and/or more than one (1) cure notice on five (5) separate projects in the past five (5) years?
Yes ___ No
7. Has your organization **had repeated instances** on a project of **installation and workmanship deviations which exceed the tolerances of the standards referenced** in the contract documents? Documentation of such instances shall be the written reports and records of the Owner's representatives on the project.
Yes ___ No

VI. Experience

If your organization has multiple offices, provide the following information for the office that would handle projects under this prequalification. If that office has limited history, list its experience first.

1. Attach a list of all projects, giving project name, location, size, dollar value, and completion date for each that your organization has **completed** in the last ten years.
See Attached
2. Attach a list of your organization's projects in **progress**, if any, at the time of this statement. At a minimum, provide project names and addresses, contract amounts, percentages complete and contact names and numbers for the architects and owners.
See Attached
3. If this statement is for a particular project, identify three projects from those identified in 1 and 2 above which are most relevant or similar to the project(s) for which you are seeking prequalification; these projects are designated as your "Firm's Representative Projects" and will

also be included on Attachment 3, "CO-16 Crosswalk of Firm and Key Personnel Experience".

Firm Representative Project 1. See following project description sheet

Project Name: The Galvin

Project Address:

Owner's Name: Mr. Anthony Greenberg Senior
Vice President
Address: The JBG Companies
Phone Number: 4445 Willard Avenue, Suite 400
Chevy Chase, MD 20815
Contact: T: (240)333-3879
tgreenberg@jbg.com

Architect's Name:

Address:

Phone Number:

Contact:

Provide additional project data as required in the "CO-16 Crosswalk of Firm and Key Personnel Experience". (See attachment 3.) Provide explanations for any cost or schedule growth greater than 10%.

See attached Project Description
Sheet, page 137

Describe key lessons learned:

For CM at Risk only, provide evidence that any preconstruction services provided resulted in cost savings and effective schedule management:

Firm Representative Project 2. See following project description sheet

Project Name: Episcopal High School

Project Address:

Owner's Name:

Mr. Ed Rengers

Address: Episcopal High School
1200 North Quaker Lane

Phone Number: Alexandria, VA 22302

Contact: T: (703) 933-4159

Architect's Name:

Address:

Phone Number:

Contact:

Provide additional project data as required in the "CO-16 Crosswalk of Firm and Key Personnel Experience". (See attachment 3.) Provide explanations for any cost or schedule growth greater than 10%.

See attached Project Description Sheet,
pages 132-135

Describe key lessons learned:

For CM at Risk only, provide evidence that any preconstruction services provided resulted in cost savings and effective schedule management:

Firm Representative Project 3. See following project description sheet

Project Name:

Project Address:

Owner's Name:

Address:

Phone Number:

Contact:

Architect's Name:

Address:

Phone Number:

Contact:

Provide additional project data as required in the "CO-16 Crosswalk of Firm and Key Personnel Experience". (See Attachment 3.) Provide explanations for any cost or schedule growth greater than 10%.

Describe key lessons learned:

For CM at Risk only, provide evidence that any preconstruction services provided resulted in cost savings and effective schedule management:

4. Staffing: Describe how your firm would staff this project. The Proposal must include a description of the duties and responsibilities of all key Project team members and an organizational chart indicating the title or function of each individual and the reporting structure and functional relationships between the team members.
Project Executive – Matthew Weirich, LEED AP, Vice President of Education

Principal in Charge – Jim Davis, President + CEO

As PIC, Jim’s role is to provide executive oversight for the project, offering observations and advice garnered through his 30+ years in the construction industry. He will routinely visit the site and participate in executive level meetings to ensure that our team is performing to the City of Falls Church and Falls Church City School Board expectations.

Vice President – Matthew Weirich

As Vice President, Matt’s role is to provide senior level management for the overall management and administration of the project. He will lead our internal project team assembled from the various technical disciplines for the performance of our contractual obligations. Matt is the catalyst to direct and implement activities necessary to achieve the goals on this project.

Project Executive – Chris Hartzler

As PX, Chris’ role and primary responsibility is to guarantee the assembled team exceeds your expectations, delivering quality construction and meeting all required deliverables for this project (safe project, on schedule, under budget, etc.). Chris will operate from the Rockville headquarters, but will visit the job site regularly. He brings over 20 years of experience to the team, most of which were performed for educational or institutional clients in the Washington DC Metropolitan Area.

5. Personnel experience: For all designated key personnel (i.e.: project manager, superintendent, preconstruction manager (CM at Risk only), etc.), describe the background and experience that would qualify him or her to serve successfully on this project. For all key personnel to be assigned to this project, provide as an attachment a resume which includes: **See Attached Resumes**
- a. Title (Principal, Project Manager, Superintendent, etc.).
 - b. Number of years of experience in the construction industry.
 - c. Summary of education, including the name(s) of the institution(s) from which the individual graduated and the year(s) of graduation.
 - d. Listing of professional registrations, including registration numbers and dates that the respective registrations were first obtained, per state, along with any certifications relevant to the individual’s proposed function on this project.
 - e. List of any professional / trade organization affiliations and associations in which the individual actively participates.
 - f. Identification of at least three (3) similar or comparable projects on which each proposed key personnel have served in that capacity or positions of similar or comparable responsibility within the last ten years, including at least one of those within the last five years. For these 3 projects, if the project is NOT a “Firm Representative Project” for which this information was previously provided above, then provide the names, addresses, and phone numbers of the Owner’s and Architect’s contact person for each that can be contacted to obtain an assessment of the individual’s competencies and capabilities for the project.

Project Name:

Project Address:

Owner's Name:

Address:

Phone Number:

Contact:

Architect's Name:

Address:

Phone Number:

Contact:

For all designated key personnel, also provide project-specific information by completing Attachment 3, "CO-16 Crosswalk of Firm and Key Personnel Experience". This data includes the percentage of each key individual's time which will be committed to the project (i.e.: 100%, 80%, etc.)

6. Provide additional attachments, as required, in response to any additional agency-specified prequalification criteria provided in the RFQ.

**VII. Small Business Participation on Previous Projects
(applicable to CM at Risk and Design-Build; not applicable prequalification prior to Design-Bid-Build)**

For the most recent three (3) projects you have completed, provide:

Project Name:

Project Address:

Owner's Name:

Address:

Phone Number:

Contact:

Small Business Participation percentage proposed:

Small Business Participation percentage achieved:

VIII. Signatures

The undersigned certifies under oath that the information contained in this Statement of Qualifications and attachments hereto is complete, true and correct as of the date of this Statement.

James G. Davis Construction Corporation

(Name of entity signing this Statement of Qualifications)

By: Name of Signer (print) **Matthew Weirich**

Matthew M. Weirich

(Signature in ink)

Title: **Vice President – Education**

Date: **October 28, 2015**

Notary

State of: Maryland

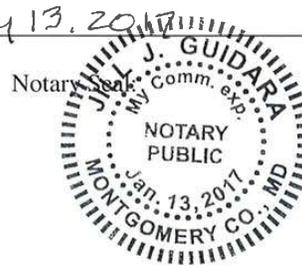
County/City of: Montgomery

Subscribed and sworn to before me this 29th day of October, 2015.

Julie J. Guidara

Notary Public Signature

My commission expires: January 13, 2017



Attachments (to be provided):

1. As applicable:
For Standard Bonding: Surety Statement of Bonding Eligibility
For Self-Bonding Program: Contact agency for submission requirements.
2. Additional information, if any, provided under CO-16 Sections III, IV, V
3. Information required under CO-16 Section VI (i.e.: project listings, organizational chart, key personnel resumes, completed "CO-16 Crosswalk of Firm and Key Personnel Experience" (DGS-30-172), etc.)
4. Completed SCC form
5. Other required agency attachments as applicable (i.e.: eVA registration form, etc.)

Stacy Hornstein

SENIOR VICE PRESIDENT, REPUBLIC PROPERTIES



Stacy Hornstein is a Senior Vice President with Republic Properties; and started working with Steven Grigg and Richard Kramer 28 years ago. He has more than 30 years of commercial, mixed use development experience with particular emphasis on the pre-construction development phases.

In addition to mixed-use projects, he has been responsible for over 2 million sf of retail projects. His experience includes overseeing the structuring of acquisitions, the zoning and permit process, community outreach, and successful negotiation of major tenant leases.

EDUCATION

Master of Science in Management, Florida International University

Bachelor of Business Administration in Politics and Public Affairs, University of Miami

His mixed-use real estate experience includes:

- **Washington Harbour, Washington, DC:** A 441,000 sf mixed-use development including office space, retail shops and restaurants, and 36 luxury condominiums located on the Potomac River in Georgetown. Stacy was responsible for administration of project team resources with Steven Grigg during the construction period, office and retail leasing as well as residential sales. The project required lengthy negotiations with the National Park Service to modify their restrictions on waterfront development in Georgetown.
- **Market Square, Washington, DC:** 686,000 sf office and retail mixed-use development that includes 220 of the most sought after condominium residences in Washington, DC. Stacy worked on the acquisition documentation with PADC, land assembly, financing, and pre-construction design work.
- **The Portals, Washington, DC:** Multi-phase mixed-use urban project including office, a five-star hotel and retail. The Portals served as the catalyst for redevelopment in Southwest DC, and was developed in conjunction with the District's Redevelopment Land Agency. He participated in the Land Development Agreement, project development, team management, and pre-construction design work.
- **Republic Square, Washington, DC:** A two-phase urban office development in the NoMa Area of Washington, DC The first phase of 390,000 sf was been completed through a public-private partnership with the DC Redevelopment Land Agency.

Prior to his work in the private sector, Mr. Hornstein served as Assistant County Manager for Metropolitan Dade County, Florida. Among his major responsibilities was managing public finance efforts.

Joseph R. Bender

FOUNDING PRINCIPAL, STANMORE ASSOCIATES

Joseph R. Bender is the founding principal of Stanmore Associates. He has over 30 years of experience in the fields of urban and small area planning, strategic economic development, real estate development and finance, transit-oriented development, innovative regulatory and incentive programming, structuring public-private transactions, entitlement representation and project implementation.

As a government official, he had a lead responsibility for preparation of plans and implementation programs for downtown Washington, DC and several of the City's neighborhoods. He was also responsible for formulating regulatory, tax incentive, and public finance programs to induce investment in a wide variety of uses, as well as to ensure high design and preservation standards.

As the City's senior real estate expert, he had direct responsibility for managing property dispositions resulting in proceeds of over \$200 million and leveraging private investments approaching \$1 billion. Further, he had responsibility for operating revenue bond, business and development finance programs including a combined portfolio in excess of \$1 billion.

Stanmore Associates provides area and transit-oriented development planning, site and feasibility assessment, comprehensive implementation programming; and regulatory and entitlement structuring and representation.

Richard Kramer

CHAIRMAN OF THE BOARD, REPUBLIC HOLDINGS CORPORATION



Mr. Kramer is Chairman of the Board of Republic Holdings Corporation, a private holding company whose primary focus is the ownership, control and management of investment, real estate and venture capital companies. Mr. Kramer has been a managing general partner, co-managing partner or general partner of more than 75 real estate partnerships. He has over 30 years of experience in the acquisition, development and management of more than \$4 billion in real estate projects throughout the country, in addition to the strategic management and ownership of various investment companies.

By way of background and history Mr. Kramer and his co-principals have developed approximately 23,000,000 square feet of real estate, representing an investment totaling more than \$4 billion. These projects include the completed 500,000 SF, \$300 million Phase I of the Portals, principally occupied by the Federal Aviation Administration (FAA) and the Department of Housing & Urban Development (HUD), in addition to the 600,000 SF, \$300 million headquarters for the Federal Communications Commission (FCC), as part of the 3 million SF, \$1 billion Portals project, including the world-class five-star Mandarin Oriental Hotel. Affiliated partnerships under Mr. Kramer's control are the largest owners of prime land in the District of Columbia, which includes more than 2 million square feet of premier to-be-developed commercial projects, 1 million of which were completed in 2007 (representing an investment of over \$500 million) of Class A office buildings in the Portals Project and Republic Square.

Mr. Kramer has been involved in the development or re-development of a wide range of commercial properties in Greater Washington, DC, with an aggregate market value in excess of \$1 billion, including:

- Georgetown Park: a historic Victorian shopping mall with 128 residential units;
- Washington Harbour, a 441,000 sf mixed-use development including office space, retail shops and restaurants, and 36 luxury condominiums located on the Potomac River in Georgetown
- The U.S. Postal Service General Mail Facility, a 660,000 SF postal facility
- Market Square, a 686,000 sf office and retail space mixed-use development that includes 220 of the most sought-after condominium residences in Washington, DC, which sold in 2009 for more than \$600 million or \$900 a square foot, a record breaker for Washington, DC, and one of the largest sales in the United States that year

Robert H. Mendelsohn

PRESIDENT, CHIEF EXECUTIVE OFFICER



EDUCATION

Graduated Cum Laude, University of California, Berkeley, with a degree in political science

Coro Foundation Internship in Public Affairs in 1960-1961

MEMBERSHIPS

Member of Executive Committee of the Museum Development Committee, he helped direct the design and construction of the Holocaust Memorial Museum in Washington

Since 1980, Robert H. Mendelsohn has directed the coordination of large development projects, usually involving public/private partnerships. His work includes selection and assembling of viable professional teams, assisting in securing financing and directing development activities during the pre-construction phase. He has played a major role in the development of some 8 million sf of mixed-use projects in Washington, DC, with a combined value of over \$2.3 billion, including:

- Market Square (1.2 million SF)
- Washington Harbor (700,000 SF)
- The Portals (3 million SF)
- The Ronald Reagan Building (3 million SF)
- Brentwood Road USPS General Mail Facility (600,000 SF)

The Ronald Reagan Building, after the Pentagon, the largest federal building in the US, is a good example of Mendelsohn's efforts. Originally called "The International Cultural and Trade Center," the project was the subject of spirited competition conducted by the Pennsylvania Avenue Development Corporation and the General Services Administration. Mendelsohn formed, and was a partner in, The Delta Partnership, which won the award. As the Federal Triangle Corporation, the venture designed and constructed this landmark development.

Bob Mendelsohn served as president of the West Coast Division of Republic Urban Properties LLC from 2005 to October 2008. Under his leadership Republic was awarded the right to co-develop the first major Transit Oriented Development project undertaken by the Santa Clara Valley Transportation Authority, which operates the light rail system in the San Jose region. Transit Oriented Development is of particular interest to Mendelsohn, who co-authored with Joseph Bender (consultant to the Master Developer) a book on best practices in the field, together with the National Trust for Historic Preservation, *The Returning City: Historic Preservation and Transit in the Age of Civic Renewal*. The book was produced at the request of Secretary of Transportation Norman Y. Mineta, and funded by DOT.

Prior to his work with Republic, Mr. Mendelsohn served as the fee developer for the San Francisco Museum and Historical Society on the transformation of the National Historic Landmark Old Mint into a San Francisco history museum. After assembling the professional, architectural and engineering team, he guided the effort to win a competition held by the City and County of San Francisco, which owns the building. He then directed the process to negotiate a Development and Disposition Agreement with the City for a 65-year lease by the non-profit Society, which will finance and operate the officially designated San Francisco Museum at the Mint.

Steven Grigg

PRESIDENT, CHIEF EXECUTIVE OFFICER, CO-FOUNDER



EDUCATION

Bachelor and Master Degrees in Architecture, The University of Illinois

MEMBERSHIPS

Registered Architect licensed in Washington DC and several other states

Former President of the District of Columbia Building Industry Association

Former Chairman of the Washington Metropolitan Builders' Council.

Steven Grigg is President and Chief Executive Officer of Republic Properties Corporation, and was a co-founder with Richard Kramer. Previously, he served as Senior Vice President of Western Development Corporation, and he was a partner with Richard Kramer before founding Republic Properties.

Mr. Grigg was directly responsible on a hands-on basis for mixed-use developments in Washington, DC. His work includes direct responsibility for design, planning, finance and construction, as well as property operations. Successful completion of several major development efforts by Western in the Washington, DC, market is attributed to Mr. Grigg's ability to successfully negotiate and resolve issues critical to public-private partnerships, most notably at Market Square, Washington Harbor, Republic Square and The Portals.

Prior to joining Western Development in 1985, Mr. Grigg was Vice President of Development for Blake Construction Company, where he was responsible for a variety of office and other projects. Additionally, he spearheaded marketing and bidding new construction projects in the Washington, DC, metropolitan area, Florida, Georgia, California, Maryland and Virginia.

Michael R. Van Every

PRESIDENT AND MANAGING PARTNER, REPUBLIC URBAN PROPERTIES



EDUCATION

Bachelors of Arts in
Journalism, California State
University at Fresno

Michael Van Every is the President and Managing Partner of Republic Urban Properties, the Bay area flagships of the Republic Family of Companies. Mr. Van Every works with federal, state and local governments on the creation and development of “smart growth” projects, such as master planned communities near transportation hubs; urban mixed-use projects near major employment centers; and innovative, public-private partnerships such as the Millbrae BART mixed-use project on transportation agency-owned land near the San Francisco International Airport. The Republic Family of Companies is known for developing institutional-quality real estate throughout the United States, from land development to historic adaptive reuse to shopping malls.

In his 20 years of working experience representing major institutional and private real estate developers in the greater Bay Area, Michael Van Every has earned the reputation as a man with the knowledge, skills, experience and tenacity to see complicated land-use projects through from land acquisition to completion.

Prior to joining the Republic Family of Companies, Van Every served as Director of Land Acquisition for Summer Hill Homes and Centex Homes, where he was responsible for overseeing the acquisition of residential and mixed-use projects in San Francisco, San Jose and San Mateo.

A third generation San Jose native, he is active in local and regional politics, the San Jose Silicon Valley Chamber of Commerce, and is an active member of San Jose Rotary. Michael is an active member of the Evergreen Community of San Jose where he volunteers time as a youth baseball and soccer coach.



JAMES G. DAVIS

PRESIDENT + CEO

Recognized by clients and employees alike for his exceptional leadership and extraordinary sincerity, Jim’s hallmark characteristic is his modesty. His name may be on the door, but he is first and foremost a team player, and is always quick to give credit for a job well done. As President and CEO since 1988, Jim is truly the heart of the company, and views each and every person at DAVIS as family. For the past 30 years, his foresight, intelligence, and genuine passion have helped transform a small family business into a nationally recognized construction leader.

601 New Jersey Avenue, NW Washington, DC	Value: \$24.4 M	270,000-SF
800 Connecticut Avenue, NW Washington, DC	Value: \$16.0 M	215,000-SF
800 F Street, NW Washington, DC	Value: \$17.6 M	130,000-SF
1225 Connecticut Avenue, NW <i>Awarded: LEED Platinum</i>	Value: \$33.5 M	228,000-SF
1999 K Street, NW Washington, DC <i>Awarded: LEED Gold</i>	Value: \$55.0 M	296,000-SF
7700 Arlington Boulevard Falls Church, VA <i>Goal: LEED Silver Built BIM</i>	Value: \$65.0 M	700,000-SF
Confidential Client - AI Chantilly, VA <i>Goal: LEED Certified Built BIM</i>	Value: \$143.0 M	415,000-SF
American Red Cross Headquarters (ARC) Falls Church, VA	Value: \$9.3 M	300,000-SF
Black Entertainment Television Campus (BET) Washington, DC	Value: \$21.3 M	181,000-SF
Brookings Institution, The Washington, DC	Value: \$9.2 M	80,000-SF
C2 / CNT East Facility Aberdeen, MD <i>Goal: LEED Silver Built BIM</i>	Value: \$113.75 M	538,000-SF
Capital One – Headquarters Campus + Garage McLean, VA	Value: \$120.0 M	595,000-SF
Chevy Chase Center Chevy Chase, MD	Value: \$85.0 M	412,000-SF
cityVista Washington, DC	Value: \$162.5 M	824,000-SF
Columbia Center Washington, DC	Value: \$48.0 M	425,000-SF
Commonwealth Tower Arlington, VA	Value: \$24.0 M	350,000-SF
Constitution Center Washington, DC <i>Awarded: LEED Gold Built BIM</i>	Value: \$253.0 M	1,500,000-SF
Corporate Executive Board Arlington, VA	Value: \$62.5 M	625,000-SF
Discovery Communications Bethesda, MD	Value: \$2.3 M	82,000-SF
Ford’s Theatre Washington, DC	Value: \$2.2 M	5,100-SF
Franklin Square North Washington, DC	Value: \$26.0 M	280,000-SF
Friendship Centre Washington, DC	Value: \$11.8 M	174,500-SF
Germantown Innovation Center Germantown, MD	Value: \$5.6 M	35,000-SF
GSA Swing Space Washington, DC <i>Awarded: LEED Platinum</i>	Value: \$28.4 M	330,000-SF
Mazza Gallerie Washington, DC	Value: \$28.7 M	175,000-SF
McKinley Technical High School Washington, DC	Value: \$52.9 M	500,000-SF
Mercersburg Academy Center for the Arts Mercersburg, WV	Value: \$23.7 M	65,500-SF



JAMES G. DAVIS

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MICROS Systems, Inc. Columbia, MD	Value: \$17.8 M	270,000-SF
MITRE Corporation Headquarters Campus McLean, VA	Value: \$114.5 M	803,000-SF
National Rural Electric Cooperative Association Arlington, VA	Value: \$28.5 M	279,000-SF
Pope John Paul II Cultural Center, The Washington, DC	Value: \$33.4 M	97,000-SF
Potomac Center South + North Wash DC Awarded: LEED Silver	Value: \$65.4 M	1,250,000-SF
Potomac Yard Arlington, VA Awarded: LEED Gold	Value: \$93.1 M	641,000-SF
Reston Station Building 4 Reston, VA	Value: \$92.4 M	505,800-SF
Senate Square Towers Washington, DC	Value: \$117.2 M	735,000-SF
Seven Skyline Place Falls Church, VA	Value: \$41.2 M	570,000-SF
Smithsonian Institution – Capital Gallery, Washington, DC	Value: \$24.3 M	230,000-SF
The Smithsonian Institution – Patent Office, Building Washington, DC	Value: \$92.0 M	330,000-SF
The Smithsonian Institution –Victor Building, Washington, DC	Value: \$18.7 M	330,000-SF
Time Life Headquarters Alexandria, VA	Value: \$22.0 M	157,000-SF
Towers Crescent Vienna, VA	Value: \$47.1 M	300,000-SF
US Green Building Council Washington, DC Awarded: LEED Platinum	Value: \$8.9 M	75,000-SF
US Green Building Council Washington, DC Awarded: LEED Platinum	Value: \$1.7 M	22,000-SF
West End 25 Washington, DC Awarded; LEED Gold	Value: \$79.0 M	320,000-SF
World Wildlife Fund Washington, DC	Value: \$4.4 M	106,000-SF
World Wildlife Fund Washington, DC	Value: \$3.4 M	14,800-SF
Sirius XM Satellite Radio +		
1500 Eckington Place NE Washington, DC	Value: \$55.1 M	492,000-SF

EDUCATION + CERTIFICATION(S)

Virginia Tech, Bachelor of Science in Civil Engineering – 1980
 College of Engineering Outstanding Senior Award – 1980

WORK EXPERIENCE

James G. Davis Construction Corporation 1982 – Present

PROFESSIONAL AFFILIATION(S)

Samaritan Inns- Board of Directors



MATTHEW WEIRICH, LEED AP VICE PRESIDENT – EDUCATION

As Vice President, Matthew is responsible for the planning and execution of highly technical, specialty building construction projects. He is actively engaged early in project planning and provides a wealth of technical knowledge on feasibility and construction methodology. Matthew is involved in all phases of the project from preconstruction to commissioning and closeout. His unrivaled value lies in his ability to resolve daily issues without losing sight of the overall schedule and budget.

The Madeira School Dormitory Renovations | Phase 1 Value: \$15.6 M 37,600-SF
MCLEAN, VA – Renovation of two existing dormitory buildings, each of which was originally constructed in 1930. Scope included the demolition of the raised Main Terrace, followed by the construction of a new single story addition at the Lower Level with a new terrace at the first floor. Other improvements to the property included the waterproofing of the Schoolhouse I structure, geothermal wells and site piping and extensive sitework enhancements, including numerous new site utilities, hardscape, landscaping and site restorations.

The Madeira School West Dormitory Renovations | Phase 2 Value: \$5.0 M 12,000-SF
MCLEAN, VA – The Madeira School recently selected DAVIS to continue with their school modernization program in the form of the renovation of the West Dormitory. The roughly \$5M project consists of a near complete gut of the West Dorm building – approximately 10,000-SF dormitory, – including the installation of new VRF HVAC, plumbing, electrical systems, historic plaster restoration, new windows and new finishes throughout as well as repurposing back of house basement space converting it to apartment space. Two smaller 1,000-SF “Villa” buildings were similarly renovated. Also included were site improvements including approximately 14,000-SF of architectural paving and the landscaping of the core “Oval” area.

St. Andrew’s Episcopal School Campus Student Center Value: \$14.0 M 50,000-SF
POTOMAC, MD – The construction of this new mixed use facility will serve as a student center, complete with two gymnasiums, athletic facilities and public gathering space. Also included in the project is the relocation of current underground data, electrical, water and sewer utilities; re-establishing underground communication lines to existing buildings; widening an access road and creation of a turn-around cul-de-sac; and additional on-site parking. An extensive landscape and hardscape overhaul of the grounds surrounding the building is included serve as a new campus wide circulation corridor as well as to capture and mitigate all storm water onsite through a series of storm water management ponds and micro-bio retention areas. Throughout the duration of the project, St. Andrews Episcopal School will continue to provide uninterrupted educational and recreational activities.

Georgetown University SCS @ 650 Mass Avenue Value: \$24.0 M 90,000-SF
WASHINGTON, DC – A renovation of an existing building for Georgetown University’s School of Continuing Studies, which provides higher learning opportunities for working professionals. Base building renovations include MEP upgrades, lobby + entrance modifications and structural modifications for an interconnecting stair. Tenant upgrades include an interior build-out of new classrooms, offices and meeting spaces. **LEED Gold | Built with BIM**

George Washington University Law Clinic Value: \$11.0 M 30,000-SF
WASHINGTON, DC – This facility provides state of the art mock trial environments, additional classrooms and space for community services. The scope included the historic restoration and modernization of the original 1890’s townhouses; lowering of the existing basement by three feet and the addition of a new service core tower at the rear portion of the site.



MATTHEW WEIRICH, LEED AP

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Georgetown University Car Barn

Value: \$7.6M

83,000-SF

WASHINGTON, DC – Renovation/modernization of the existing historic Car Barn facility, located on Georgetown's campus and currently occupied by the University's School of Business. The structure dates back to 1761; it originated as a tobacco warehouse and housed the city's horses as well as its horse-drawn trolley cars. Construction was completed by 1897, when the structure was repurposed to serve as a turn-around and maintenance facility for the District's first electric street car/trolley system. DAVIS served as the Design-Build Contractor for the renovations, which included historic renovations to the façade, windows and terraces, as well as removal + replacement of the building's MEP and sprinkler systems. The existing cooling tower and boiler were replaced and relocated at the building's exterior. Core restrooms were also renovated. All work required approvals from the Old Georgetown Review Board, a division of the U.S. Commission of Fine Arts which conducts design reviews of new + existing structures modified in the historic Georgetown District.

Gallaudet University MSSD Residence Hall

Value: \$26.5 M

77,250-SF

WASHINGTON, DC – Construction of a three-story dormitory building to support the Model Secondary School for the Deaf (MSSD) program at Gallaudet University; the program provides both day + boarding education for grades 9-12 students who are deaf or hard of hearing. The building, designed using DeafSpace guidelines, included four wings of dorm rooms + apartment-style units with 160-bed capacity; it also featured shared living rooms, kitchens, restrooms, media rooms, libraries and lounges. Extensive site improvements included the construction of a new quad with a faculty garden, student courtyard and a rain garden. Internatural athletic fields and a sports complex were constructed adjacent to the residential building. DAVIS provided seven months of preconstruction services prior to construction. **Goal: LEED Gold | Built with BIM**

EXPERIENCE: OTHER FIRM(S)

University of Maryland Physical Sciences Complex – College Park, MD	\$98.0 M	227,000-SF
Towson Basketball Arena – Towson, MD	\$58.0 M	165,000-SF
Frostburg State University CCIT– Frostburg, MD	\$49.0 M	145,000-SF
George Mason University Physical Education Building – Fairfax,VA	\$38.0 M	125,000-SF
Mount St. Mary's Delaplaine Fine Arts – Emmitsburg, MD	\$7.0 M	28,000-SF
Mount St. Mary's Dormitories – Emmitsburg, MD	\$11.0 M	67,000-SF
William and Mary Integrated Science Center – Williamsburg,VA	\$45.0 M	167,000-SF
VCU School of Business/School of Engineering – Richmond,VA	\$68.0 M	245,000-SF

EDUCATION + CERTIFICATION(S)

The Pennsylvania State University, Bachelor of Architectural Engineering - 1992
 OSHA 30-Hour Construction Safety

WORK EXPERIENCE

James G. Davis Construction Corporation 2012 – Present
 Gilbane Building Company 1992 – 2012

PROFESSIONAL AFFILIATION

Kids Chance of Maryland – Board Member



CHRISTOPHER HARTZLER

PROJECT EXECUTIVE

As Project Executive, Chris is responsible for the execution of multiple projects, and management of his operations team – ensuring everything runs as smoothly as possible in the development and maintenance of your project’s budget and schedule. He is actively engaged early in project planning and provides a wealth of technical knowledge on feasibility and construction methodology. Chris’ knowledge of current market conditions and highly detail-oriented nature make him the key player in the evaluation and negotiation of subcontract agreements, ensuring all project goals are met.

The Madeira School Dormitory Renovations | Phase 1 Value: \$15.6 M 37,600-SF
MCLEAN, VA – Renovation of two existing dormitory buildings (the Main and East), each of which was originally constructed in 1930. Scope included the demolition of the raised Main Terrace, followed by the construction of a new single story addition at the Lower Level with a new terrace at the first floor. Other improvements to the property included the waterproofing of the Schoolhouse I structure, geothermal wells and site piping and extensive sitework enhancements, including numerous new site utilities, hardscape, landscaping and site restorations.

The Madeira School West Dormitory Renovations | Phase 2 Value: \$5.0 M 12,000-SF
MCLEAN, VA – The Madeira School recently selected DAVIS to continue with their school modernization program in the form of the renovation of the West Dormitory. The roughly \$5M project consists of a near complete gut of the West Dorm building – approximately 10,000-SF dormitory, – including the installation of new VRF HVAC, plumbing, electrical systems, historic plaster restoration, new windows and new finishes throughout as well as repurposing back of house basement space converting it to apartment space. Two smaller 1,000-SF “Villa” buildings were similarly renovated. Also included were site improvements including approximately 14,000-SF of architectural paving and the landscaping of the core “Oval” area.

St. Andrew’s Episcopal School Campus Student Center Value: \$14.0 M 50,000-SF
POTOMAC, MD – The construction of this new mixed use facility will serve as a student center, complete with two gymnasiums, athletic facilities and public gathering space. Also included in the project is the relocation of current underground data, electrical, water and sewer utilities; re-establishing underground communication lines to existing buildings; widening an access road and creation of a turn-around cul-de-sac; and additional on-site parking. An extensive landscape and hardscape overhaul of the grounds surrounding the building is included serve as a new campus wide circulation corridor as well as to capture and mitigate all storm water onsite through a series of storm water management ponds and micro-bio retention areas. Throughout the duration of the project, St. Andrews Episcopal School will continue to provide uninterrupted educational and recreational activities.

Gallaudet University MSSD Residence Hall Value: \$26.5 M 77,250-SF
WASHINGTON, DC – Construction of a three-story dormitory building to support the Model Secondary School for the Deaf (MSSD) program at Gallaudet University; the program provides both day + boarding education for grades 9-12 students who are deaf or hard of hearing. The building, designed using DeafSpace guidelines, included four wings of dorm rooms + apartment-style units with 160-bed capacity; it also featured shared living rooms, kitchens, restrooms, media rooms, libraries and lounges. Extensive site improvements included the construction of a new quad with a faculty garden, student courtyard and a rain garden. Intermural athletic fields and sports complex were reconstructed adjacent to the residential building. DAVIS provided seven months of preconstruction services prior to construction. **Goal: LEED Gold | Built with BIM**



CHRISTOPHER HARTZLER

PAGE 2

Georgetown University Car Barn

Value: \$7.6 M

83,000-SF

WASHINGTON, DC – Renovation and modernization of the existing historic Car Barn facility, located on Georgetown University’s campus and currently occupied by the University’s School of Business. The structure dates back to 1761; it originated as a tobacco warehouse and housed the city’s horses as well as its horse-drawn trolley cars. Building construction was completed by 1897, when the structure was repurposed to serve as a turn-around and maintenance facility for the District’s first electric street car/trolley system.

DAVIS served as the Design-Build Contractor for these renovations, which included historic renovations to the existing façade, windows and terraces, as well as removal + replacement of the building’s MEP and sprinkler systems. The existing cooling tower and boiler were replaced and relocated at the building’s exterior. Core restrooms were also renovated. All work required approvals from the Old Georgetown Review Board, a division of the U.S. Commission of Fine Arts which conducts design reviews of new + existing structures to be modified in the historic Georgetown District.

EXPERIENCE: OTHER FIRM(S)

The Louis at 14th, Washington, DC, 268 units, high end finishes, cast in place post tensioned concrete structure, 3 levels of underground parking, 9 levels above grade residences 319,000-SF, \$48.9 M

GMU White Top and Rodgers Residence Halls, Fairfax, VA, 600 bed residence halls, 2 concrete framed buildings with brick, glass and metal panel facades. 216,000-SF, \$48.0 M

The Mason Inn Hotel & Conference Center, Fairfax, VA, Procured under the Virginia PPEA Act and delivered using design build, 150 guest rooms, first LEED Gold hotel in Virginia, 135,000-SF, \$53.8 M

Pentagon 9/11 Memorial, Arlington, VA, \$39.0 M

E. Barrett Prettyman Courthouse Annex & Renovations, Washington, DC, 275,000-SF, \$130.0 M

Novartis Research Facility, East Hanover, NJ, 475,000-SF, \$180.0 M

EDUCATION + CERTIFICATION(S)

University of Cincinnati, Bachelor of Science, Construction Management – 1997

OSHA 30-Hour Construction Safety

First Aid + CPR

AIC Associate Constructor

WORK EXPERIENCE

James G. Davis Construction Corporation	2013 – Present
Balfour Beatty Construction	1997 – 2013
Balfour Beatty Construction, Intern	1992 – 1993



WOODGROVE HIGH SCHOOL



SQUARE FOOTAGE

271,000-SF base building

OWNER

Loudoun County Public Schools

ARCHITECT

SHW Group

DURATION

18 Months

VALUE

\$55.2 M



PURCELLVILLE, VA – New construction of a high school facility. This building included new classrooms, a library, administrative areas, gymnasiums, auditorium, and a dining facility. Extensive sitework was conducted on this 145-acre site which included surface parking, soccer fields, tennis courts, football and baseball stadiums with out buildings. Woodgrove High School project also required an upgrade to five intersections in Loudoun County and relocation of existing utilities, including Verizon, Dominion power, Cox Cable, and water mains serving the town of Purcellville. Road work included adding drive lanes and turn lanes to four active intersections, along with a new roundabout on route 690.



MCKINLEY TECHNOLOGY HIGH SCHOOL



SQUARE FOOTAGE

500,000-SF historic renovation

OWNER

DC Public Schools

OWNER'S REPRESENTATIVE

US Army Corps of Engineers

ARCHITECT

McKissack & McKissack

DURATION

22 Months

AWARDS

WBC Craftsmanship Award

WASHINGTON, DC – The crown jewel of the DC Public School System located at 151 T Street, NE in the District of Columbia's NoMa Technology corridor. This historic renovation project consisted of the complete gut and renovation of an existing facility that was originally constructed built in 1927. The renovation included new interior partitions; electrical and communication wiring; high-end finishes; and heating, ventilation, air-conditioning, plumbing, and electrical upgrades. Unique components of the school include a stunning 1,700-seat auditorium with an upper balcony; an enclosed greenhouse, which was once a breezeway connecting the gym to the main building; a large, modern gymnasium, an up to date broadcast studio, the new home of the DC Public School's television studio, DC 28; new state of the art classrooms and laboratories, allowing for computer connections and wireless network; and a new four-story atrium that houses a soaring 90 foot Trespa paneled space with an overhead skylight and a grand staircase, which served to connect all levels of the school. The modernization of this school was quite an accomplishment for the entire project team as it took partnering, communication, and commitment to ensure the successful completion for the 2004 - 2005 academic school year.



GEORGETOWN VISITATION PREP SCHOOL PERFORMING ARTS CENTER



SQUARE FOOTAGE

16,000-SF renovation + addition

OWNER

Sisters of the Visitation of Georgetown

ARCHITECT

Cox Graae + Spack Architects
(formerly KressCox Associates)

DURATION

12 Months

VALUE

\$3.1 M

AWARDS

WBC Craftsmanship Award

WASHINGTON, DC – The renovation and expansion of this 1934 gymnasium building created a 16,000-SF performing arts theatre that seats 500. Located in a residential neighborhood, this independently run school was fully operational during the project.

A two-level stage house was added to the existing structure, along with modifications needed for a new sloping floor. The project included construction of a new quadrangle area with an outdoor amphitheater adjacent to the new addition. The facility includes space for dance rehearsal and lessons, dressing rooms, and a large lobby that serves as an art exhibition gallery. All construction activities were carefully coordinated to accommodate the needs of the facility, students and residents. DAVIS took a leadership role with the adjacent neighbors to keep them fully informed about the construction progress.



GEORGETOWN VISITATION PREP SCHOOL GYM



SQUARE FOOTAGE

25,000-SF base building

OWNER

Sisters of the Visitation of Georgetown

OWNER'S REPRESENTATIVE

Edmondson & Gallagher

ARCHITECT

KressCox Associates

DURATION

12 Months

VALUE

\$5.0 M

AWARDS

WBC Craftsmanship Award

WASHINGTON, DC – A new 25,000-SF physical education complex was constructed on the school's quadrangle adjacent to the playing fields to replace the out-dated gymnasium, constructed in 1934. The new facility includes a 500-seat playing court that can be divided into two smaller practice areas. A two-story locker and classroom wing includes aerobic and weight-training rooms, health and fitness classrooms; and conference facilities. All construction activities were coordinated to accommodate the ongoing needs of this independent school located in a residential neighborhood.



EPISCOPAL HIGH SCHOOL - BLACKFORD HALL



ALEXANDRIA, VA – Renovation of the existing Blackford Hall which currently provides administrative space and a servery to the adjacent cafeteria building on Episcopal High School’s campus. The renovation required minor demolition and the construction of new offices as well as core restrooms at the first level. The existing MEP systems were reconfigured to serve the new floor plan, requiring relocation of the exterior condensing units to the building’s roof. The private apartment located on the second level was expanded into the formerly administrative areas. All windows at the property were replaced. This work was conducted concurrently with DAVIS’ construction of Townsend Hall and occurred during the spring/summer semesters of the 2013 school year.

SQUARE FOOTAGE

5,800-SF

OWNER

Episcopal High School

ARCHITECT:

Polshek Partnership Architects

DURATION

5 Months

VALUE

\$900.0 K



EPISCOPAL HIGH SCHOOL CENTENNIAL GYM



SQUARE FOOTAGE

97,000-SF renovation + addition

OWNER

Episcopal High School

OWNER'S REPRESENTATIVE

Advanced Project Management

ARCHITECT

Cannon Design

DURATION

16 Months

VALUE

\$24.4 M

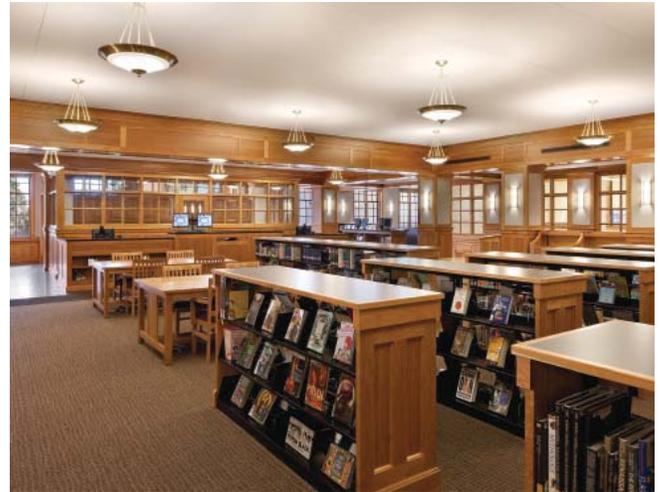
AWARDS

Awarded: LEED Silver

ALEXANDRIA, VA – This project was a renovation of an existing gym and an addition which included glass and aluminum windows, mechanical system, athletic wood flooring, offices, guest locker facilities, and team rooms. The existing competition gym, wrestling room, training / rehab area, and equipment storage areas were also renovated. The project featured the new construction of a three-story auxiliary gym with cast-in-place concrete structure, brick and aluminum window facade, curtainwall and glass fiber reinforced concrete columns. Interior finishes included terrazzo flooring, ornate millwork, rubber fitness flooring, and motorized telescoping bleachers. The scope of work included outdoor pool area upgrades, site work, and landscaping. Due to the limited site area, adjacent buildings, and occupied campus setting, a complex phasing plan was designed and coordinated with the client. This proactive planning helped to minimize disruption and protected the facility and students from the construction area. **Awarded: LEED Silver**



EPISCOPAL HIGH SCHOOL MARCH LIBRARY



SQUARE FOOTAGE

17,000-SF renovation

OWNER

Episcopal High School

OWNER'S REPRESENTATIVE

Advanced Project Management

ARCHITECT

Chatelain Architects

DURATION

5 Months

VALUE

\$3.4 M

ALEXANDRIA, VA - This 17,000-SF interior renovation of the March Library is one of several projects that DAVIS completed for Episcopal High School. In addition to the interior renovation, DAVIS completed the courtyard, landscaping and facade upgrades, while the building was occupied.

The interiors were renovated to provide a variety of dynamic and flexible study spaces (individual, collaborative and instructional). The project included an extensive millwork package and upgraded connecting staircase. Key features of project are a rare books room with fireplace, high-tech classrooms, computer labs, study areas and various sitting areas for the student community.



EPISCOPAL HIGH SCHOOL TOWNSEND HALL



SQUARE FOOTAGE

28,000-SF base building + historic renovation
25,000-SF base building addition

OWNER

Episcopal High School

ARCHITECT

Centerbrook

DURATION

18 Months

VALUE

\$13.6 M



ALEXANDRIA, VA – Renovation and expansion of the West Wing area for Episcopal High School, a boarding high school serving over 400 boys and girls in grades 9-12. Scope included demolition of the existing Williams West Wing structure to allow for the construction of an addition to Townsend Hall which serves as the academic center of campus, housing the English, Social Studies and Theology Departments. The expansion of Townsend Hall included state of the art classrooms, a new kitchen + servery and a lounge-style community space for students to connect. Two existing historic buildings, Laird House and Hoxton House, were also modernized; originally constructed in the 1880's, the Hoxton House serves as the main building on campus and houses the Headmaster's office as well as administrative and admissions space. The Laird House was renovated and now serves as the primary Dining Hall for the campus. During this project, DAVIS minimized interruptions to the school through creative phasing, conducting work during off-hours + during summer months, and constructing temporary swing spaces to accommodate students. A temporary kitchen facility was constructed and utilized for four months; the facility consisted of 6 C-containers which included a temporary full kitchen and dish cleaning station. This is the third project DAVIS has completed for EHS on their Alexandria campus. **Goal: LEED Silver**



WATERFRONT STATION



SQUARE FOOTAGE

496,000-SF

OWNER

Waterfront 1001 4th Street LLC/ Forest City

ARCHITECT

PerkinsEastman DC

DURATION

22 Months

VALUE

\$88.0 M

WASHINGTON, DC – 1001 4th Street, SW is a 365 unit, 11-story high rise apartment building with luxury finishes and abundant amenities. The mixed-use development consists of seven buildings and includes the Waterfront Metro station.

The project includes a two level below-grade cast-in-place parking structure and 11-story above-grade post-tensioned tower for the residential units and amenity spaces. The exterior features include Terra-cotta rainscreen facade, with brick and stone masonry accents, alongside a window wall and metal panel system. Exterior amenities include a large ground floor courtyard with a lawn area, with a water feature and nearby fire pit, all surrounded by a mix of decorative pavers and specialty wood decking. Additionally there is a second outdoor amenity space with a pool and deck area on the roof of the building. Interior amenities include a leasing center, lounge, fitness room, and living/dining areas. On the roof/ penthouse level there is a large clubroom for the pool deck on the roof. The first floor will also feature approximately 4,000-SF of retail facing 4th street. **Goal: LEED Gold | Built with BIM**



GALVAN



SQUARE FOOTAGE

102,000-SF commercial/retail
376,455-SF residential
250,000-SF below-grade garage

OWNER

The JBG Companies/Twinbrook Square, LLC

ARCHITECT

Hord Coplan Macht, Inc.

DURATION

26 Months

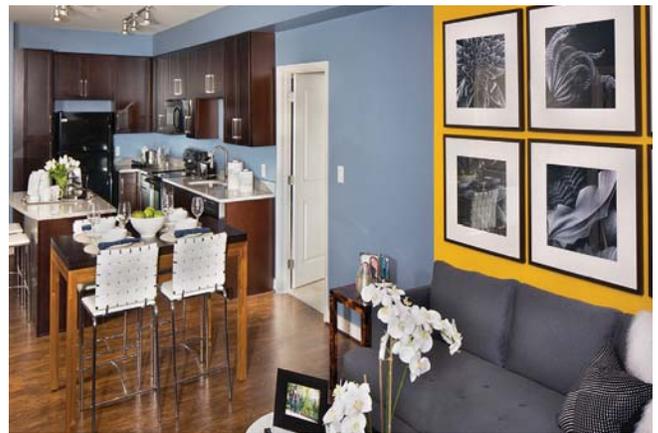
VALUE

\$66.5 M

ROCKVILLE, MD – Demolition of existing buildings to make way for construction of a new four-story, mixed-use development to anchor the growing urban neighborhood of Twinbrook. The development will feature a Safeway grocery store, storefront retail and restaurants facing Rockville Pike and the adjoining Chapman Avenue. The property includes 356 wood-frame Type 3 residential units, located less than 500 feet from the Twinbrook Metro Station entrance. The residences will be organized around four courtyards, with amenities such as a fitness area, a swimming pool, grilling areas, outdoor living rooms and fireplaces. Adjacent to the development are public spaces which will feature local art, outdoor café seating and water features. The associated parking structure includes 630 spaces with two levels below-grade to serve both the retail and residential areas. Approximately 15% of the units have been set aside for Montgomery County’s Moderately Priced Dwelling Unit (MPDU) program and the property has gained preliminary recognition by the Washington Smart Growth Alliance for its adherence to smart growth principles, including mixed uses and access to public transit. **Goal: LEED Silver | Built with BIM**



THE TERANO



SQUARE FOOTAGE

258,000-SF residential
30,000-SF retail
121,000-SF above-grade garage

OWNER

Twinbrook Commons Residential South, LLC

ARCHITECT

The Preston Partnership

DURATION

21 Months

VALUE

\$34.0 M

ROCKVILLE, MD – New construction of a mixed-use development as part of JBG’s joint effort with WMATA for the urban revitalization of the Twinbrook neighborhood. The existing WMATA parking lot will be replaced with two four-story, Type 5 wood-framed residential buildings which add over 200 luxury units to the area immediately adjacent to the Twinbrook Metro Station. Restaurants and retail will be located at street level, along with smaller office units. The development includes a six-story above-grade parking structure to serve both visitors and residents. As the first of several phases of construction, the master plan for the Twinbrook station neighborhood was awarded LEED ND Gold (neighborhood development). **Built with BIM Goal: LEED Gold**



RESIDENCES AT LOUDOUN STATION



SQUARE FOOTAGE

489,500-SF mixed-use

OWNER

Comstock Companies

ARCHITECT

Davis Carter Scott

DURATION

17 Months

VALUE

\$48.0 M

ASHBURN, VA – Phase I. This mixed-use project included three low-rise (one-story concrete and four-story Type 5 and five-story Type 3 wood-frame) buildings with a total of 357 units and over 62,000-SF of retail space. The façade was constructed with brick, Hardie panel siding, vinyl siding, EIFS, and extensive aluminum storefront at the first-floor retail areas. All units include fully equipped, modern kitchens complete with granite counters, washer / dryer units, and individually controlled heat pumps. There were five lobbies with stone and wood floors; wood paneling on the walls; and ten elevators between the three buildings. This residence included several amenity areas: leasing center, fitness room, theater room, conference room, business center, locker rooms, pool area, and patio areas. Work also included extensive sitework creating the infrastructure to support the development: site utilities, roads, play area, and open green space. **Built with BIM**



COLLEGE PARK WEST



COLLEGE PARK, MD - The project includes mixed-use occupancies, consisting of 235 residential apartments, amenities, leasing/business offices and retail at the ground level. The mixed-used building consists of five-story Type 3 construction over slab-on-grade, and four-story Type 5 construction over Type IA construction (one-story concrete podium) at the loading dock, retail, parking entrance and amenity areas. In addition to the mixed-used building, the project also includes the construction of a precast parking garage. The garage is an open-air four-and-a-half story structure of approximately 25,650-GSF per typical floor. The project is tracking LEED Silver certification and sustainable design features include machine-roomless elevators with regenerative drives, EnergySTAR appliances, dedicated parking for low-emission vehicles, and low-flow plumbing fixtures.

Goal: LEED Silver

SQUARE FOOTAGE

253,600-SF residential

11,100-SF retail/amenity

114,600-SF above-grade garage

OWNER

Monument Realty

ARCHITECT

The Preston Partnership, LLC

DURATION

21 Months

VALUE

\$36.1 M

Perkins Eastman

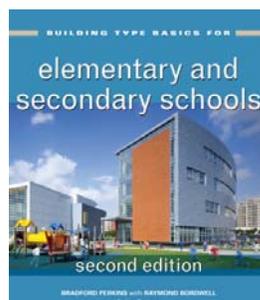
Perkins Eastman is a privately-held international architecture and planning firm founded in 1981. Perkins Eastman has domestic offices in New York, Boston, Charlotte, Chicago, San Francisco, Los Angeles, Pittsburgh, Stamford, Washington, DC and internationally in Dubai, UAE; Guayaquil, Ecuador; Mumbai, India; Shanghai, China; and Toronto, Canada. We offer comprehensive planning, architecture, and interior design services.

The firm has been a leader in innovative school design since its founding and has spent the last three decades creating beautiful and innovative educational spaces that shape the way students identify, absorb, and retain knowledge. Our education group is led by facility specialists who are genuinely invested in the success of today's schools and possess the knowledge and experience necessary to design a variety of school types. Our approach prioritizes the needs of students, teachers, and administrators.

Our school practice benefits from a global presence and involvement with a view into the educational shifts and changes taking place throughout the world. Although our work spans a spectrum of school types from public to private, special needs to international, we recognize that each school project brings with it a unique set of challenges and regional issues and requires the ability to customize within an existing framework and process.

Having completed over 750 million sf of educational facilities, we know that no two school projects are the same. Every school project is an opportunity to challenge ourselves to create relevant and inspiring learning environments for students and teachers.

Our passion is to improve school facilities for educational clients, both domestic and international, through the incorporation of each institution's unique core values, goals, and mission. Working closely with constituents, we make sure that curriculum and program drive solutions. We have used our experience in working with over 160 schools around the world to author the profession's major textbook on Elementary and Secondary School Design. We are frequently invited to present on innovative ideas in school design, at conferences, and other gatherings of educators.



Building Type Basics for Elementary and Secondary Schools, 2nd Edition
John Wiley & Sons, Inc.
By Bradford Perkins and Raymond Bordwell



Sean O'Donnell is the practice area leader for Perkins Eastman's international K12 practice. During his 20 years of designing great schools, he has worked to ensure that the learning environment is fully supportive of all of the users' physical, intellectual, social/emotional, organizational and technological needs. A recognized leader in educational facility planning and design, he has served as a juror for numerous school design competitions, authored articles and presented internationally on innovations in educational facility design, including a presentation at TEDxHerndon, and his projects have won more than 30 design awards.

EDUCATION

Master of Architecture, University of Wisconsin-Milwaukee

Graduate Coursework in Urban Planning, New York University

Bachelor of Arts in Urban Studies, State University of New York at Buffalo

PUBLICATIONS

"The Design of Elementary Schools," in Learning in 21st Century Schools: Toward School Buildings that Promote Learning, Ensure Safety, and Protect the Environment (Inter-American Development Bank, 2012), 35-47.

"Educational Specifications for the 21st Century," Learning By Design, Spring 2012

"An Elementary School With a Global Perspective: The Building as a Teaching Tool," CEFPI Journal, July 2011

"Schoolhouse of the Future," Learning By Design, Spring 2010

"Dreaming of Net Zero," School Planning & Management October 2010.

"Six Design Principles to Set the Stage for Learning," Learning by Design E-News, 2008

"Place-Making," Learning By Design, 2007

PRIMARY AND SECONDARY EDUCATION

FALLS CHURCH ULI TECHNICAL ASSISTANCE PANEL

City of Falls Church, Virginia

Current and future market potential assessment of 34 acre site. Recommendations include: updated state-of-the-art high school co-located with commercial uses, residential, retail, office, public space, and hospitality, creating a dynamic, mixed-use destination for the City of Falls Church.

DUNBAR SENIOR HIGH SCHOOL

Washington, DC

A 280,000 sf high school replacement. The design honors the school's distinguished history and notable alumni, respects and enhances the neighborhood, and creates a sustainable 21st Century learning environment that, like the school's original 1917 building, will become the pride of all of the families of the District

MARTIN LUTHER KING JR. SCHOOL

Cambridge, Massachusetts

Architectural and interior design services for a new 155,000 gsf school. The project is being designed to support the district's new Innovation Agenda and will support Pre-K-5 lower school and a new 6-8 upper school. The building is projected to achieve Net Zero Energy.

MANAZEL CHILDREN'S LEARNING AND DISABILITY CENTER

Bethesda, Maryland

Programming and concept design for innovative special needs school. The 80,000 sf center will serve children from ages 3 to 14, primarily living with Autism Spectrum Disorder. The center will address the significant demand for services in the Middle East. The center is part of a larger development, and integrates into campus, sharing resources.

MEMBERSHIPS

Registered Architect licensed in DC, Maryland, Virginia, Illinois, Louisiana, Massachusetts, New York, Pennsylvania, Boston, and California. NCARB Certified.

Sean is the Founding Chair of the AIA DC Chapter Committee on Architecture for Education, and a member of the CEFPI. He currently serves on the Board of Directors and as Co-Chair of the National Technical Advisory Committee for the Collaborative for High Performance Schools.

YORKTOWN HIGH SCHOOL

Arlington, Virginia

Phased replacement of a 350,000 sf school on tight 11.5 acre site. The school is organized around a central courtyard creating a heart for the school and ensuring natural light throughout. LEED Gold

ROOSEVELT HIGH SCHOOL

Washington, DC

The renewed campus is centered around an enclosed, central atrium that will serve as the “heart” of the modernized school. The design demolishes 30,000 sf of the 1977 addition, which degraded the learning spaces. A new 3,200 sf pavilion provides a dedicated entrance for the STAY (adult education program) and the community.

AMERICAN SCHOOL FOUNDATION

Mexico City, Mexico

Redesign of 330-student Early Childhood Center and 930-student Lower School for one of the oldest and largest American Schools abroad. Challenges include adapting the 1940 & 1970's buildings, on constrained urban sites, to foster the International Baccalaureate curriculum

PS 59, MIXED-USE DEVELOPMENT

New York, New York

Strategy for redevelopment of a complex site in Manhattan, through a public-private initiative by the NYC Educational Construction Fund. Two public schools will be replaced with state-of-the-art facilities, developed next to a residential tower and ground floor retail.

HARLEM RBI DREAM CHARTER SCHOOL

New York, New York

New four-story 63,000 sf charter school located at the base of a new affordable housing tower, also designed by Perkins Eastman. The 450-student school is designed to be LEED Certified.

STODDERT ELEMENTARY SCHOOL AND COMMUNITY CENTER

Washington, DC

The modernization and expansion reinforces the sense of community by creating a building that serves as both a school and a community center. A 48,000 sf addition creates a secure and accessible front door and reinforces the civic presence of the school

SCHOOL WITHOUT WALLS HIGH SCHOOL

Washington, DC

\$30M modernization and addition creating a 21st Century school integrated into the surrounding GW University. Design builds upon and enhances the school, creating a great learning environment that truly uses the city and the world as its classroom. LEED Gold

Matthew J. Bell FAIA

LARGE SCALE PRINCIPAL-IN-CHARGE



Matthew Bell has been a practicing architect and professor of architecture for over 30 years. His national and international architectural and urban design experience ranges from small-scale buildings and studies for existing neighborhoods to the design and implementation of new towns, campuses and cities. Creating a diverse portfolio of work has led Matt to develop unique insights into the urban-environment and design-issue challenges facing our cities, towns, and suburbs.

EDUCATION

Cornell University, Master of Architecture in Urban Design

University of Notre Dame, Bachelor of Architecture

MEMBERSHIPS

Matt is a Registered Architect licensed in the District of Columbia, Maryland and New York.

Matthew is a Charter Member of the Congress for the New Urbanism, former President, of the Neighborhood Design Center of Baltimore, Maryland (1997-1998), former Director, of the Mayor’s Institute on City Design Northeast (1994-1999), and, the Vice President of Restoring Ancient Stabia, Castellamare di Stabia, Italy (2003-Present). Matt has also contributed to the American Architectural Foundation’s Forum on Urban School Design.

LARGE-SCALE DESIGN

CROWN

Gaithersburg, Maryland

A transit-oriented community in close proximity to a state-of-the art high school, high-quality retail and a Light Rail Station. Allows for approximately half the population to live within two blocks of the transit station, and more than 70% within walking distance

DC HOUSING AUTHORITY: LAND USE PLANNING

Washington, DC

Master Plan for the redevelopment of two public housing projects selected as part of the New Communities Initiative, addressing crime and poverty. Plan supports the objective of providing quality affordable housing and fostering sustainable communities

SOUTHERN GREEN LINE: CORRIDOR ACTION PLAN

Prince George’s County, Maryland

TOD action plan of four southern green line metro stops for the planning department of the M-NCPPC to stimulate growth for these targeted urban developments

GEORGE WASHINGTON UNIVERSITY: MT. VERNON CAMPUS PLAN

Washington, DC

A campus plan for the targeted growth of the university’s next period of expansion. The plan supports a vision that enhances the historic existing campus and guides the thinking for new facilities, campus entries and gateways, circulation and program relocation

PRIMARY AND SECONDARY EDUCATION

DEANWOOD COMMUNITY CENTER AND LIBRARY

Washington, DC

An innovative joint-use facility with educational, recreational and athletic programs for all ages. The building houses programs serving the local community - early care, education center, and a state-of-the-art recreation pool, drawing patrons from around the District

DUNBAR SENIOR HIGH SCHOOL

Washington, DC

A 280,000 sf high school replacement. The design honors the school's distinguished history and notable alumni, respects and enhances the neighborhood, and creates a sustainable 21st Century learning environment that, like the school's original 1917 building, will become the pride of all of the families of the District

SCHOOL WITHOUT WALLS

Washington, DC

\$30M modernization and addition housed in one of the earliest surviving public school landmark buildings in the District. The design builds upon and enhances the school, creating a great urban learning environment that is a unique combination of new and old, specifically tailored to the curriculum. Certified LEED Gold

ST. JOHN'S COLLEGE HIGH SCHOOL

Washington, DC

20-year master plan; new facilities will include a performing arts center, athletic center expansion, new and renovated fields, cafeteria and library expansion, improvements to the classroom and academic support spaces, and a new 27th Street entrance, while addressing accessibility issues across the campus

STODDERT ELEMENTARY SCHOOL & COMMUNITY CENTER

Washington, DC

The modernization and expansion reinforces the sense of community by creating a building that serves as both a school and a community center. A 48,000 sf addition creates a secure and accessible front door that responds to the site's context and reinforces the civic presence of the school



Mary Rankin has been involved in the design of award-winning projects across the country for over 15 years. Her creative design and problem solving abilities have assisted in creating compelling designs educational buildings across the region. Mary’s commitment to sustainability has resulted in groundbreaking designs for many of her projects, including the first geothermal system for a public elementary school in Washington, DC. Mary also instituted an office-wide program, calculating the carbon footprint, strategizing and implementing methods to reduce our environmental impact.

EDUCATION

Master of Architecture, University of Maryland

Bachelor of Science in Architecture, University of Maryland

PRIMARY AND SECONDARY EDUCATION

YORKTOWN HIGH SCHOOL

Arlington, Virginia

Phased replacement of a 350,000 sf school on a tight 11.5 acre site. The school is organized around a central courtyard that creates a heart for the school and ensures natural light and views throughout the building. Certified LEED Gold

MEMBERSHIPS

Mary is a registered Architect in Washington, DC and LEED Accredited Professional.

DEANWOOD COMMUNITY CENTER AND LIBRARY

Washington, DC

An innovative joint-use facility with educational, recreational and athletic programs for all ages. The building houses programs serving the local community - early care, education center, and a state-of-the-art recreation pool, drawing patrons from around the District

To share her passion for architecture with the next generation, she participated in the Washington Architectural Foundation’s ongoing “Architecture in the Schools” program, teaching young children about the practice of architecture.

ROOSEVELT HIGH SCHOOL

Washington, DC

330,000 sf full modernization centered around a new enclosed atrium serving as the “heart” school. It demolishes a 1977 addition, which significantly degraded the quality of learning spaces, and will introduce a new 3,200 sf Pavilion providing a dedicated entrance to both the STAY program and the community

STODDERT ELEMENTARY SCHOOL AND COMMUNITY CENTER

Washington, DC

The modernization and expansion reinforces the sense of community by creating a building that serves as both a school and a community center. New 48,000 gsf addition creates a secure and accessible front door that responds to the surrounding context and reinforces the civic presence of the school

Omar Calderon AIA, LEED AP

K-12 DESIGNER



Omar offers over 15 years of planning and design leadership, with a keen interest in the broader perspectives of building and planning, seeking value-added solutions at the intersection of design and programming. A highly versatile designer, he has played a vital role on landmark projects encompassing commercial, residential, public, higher education, and primary/secondary education facilities. Omar assures design excellence on all projects in the Washington, DC office.

EDUCATION

Master of Architecture,
Columbia University

Bachelor of Architecture, Iowa
State University

MEMBERSHIPS

Omar is a registered architect in New York and Maryland, a member of the American Institute of Architects (AIA) and has served as a fellow for the New York Foundation for the Arts. He has been a grant recipient from the National Endowment for the Arts and the Graham Foundation for Advanced Studies in the Fine Arts.

PRIMARY AND SECONDARY EDUCATION

AMERICAN SCHOOL FOUNDATION

Mexico City, Mexico

Redesign of 330-student Early Childhood Center and 930-student Lower School for one of the oldest and largest American Schools abroad. Challenges include adapting the 1940 & 1970's buildings, on constrained urban sites, to foster the International Baccalaureate curriculum

MANAZEL CHILDREN'S LEARNING AND DISABILITY CENTER

Bethesda, Maryland

Programming/concept design for innovative special needs school. The 80,000 sf center will serve children from ages 3 to 14 with Autism Spectrum Disorder. The center will address the significant demand for services in the Middle East. The center is part of a larger development, and integrates into campus, sharing resources.

NATIONS ACADEMY

Bethesda, Maryland

Concept design for a new \$87M, Pre-K-12 school on a 35-acre site. The campus was planned to be one of 60 schools comprising the first-ever global school system in the world's leading cities. The 270,000 sf building features state-of-the-art academic spaces, fully equipped athletic facilities, performing arts center, early childhood, dormitories, and other support spaces

LANGLEY HIGH SCHOOL

McLean, Virginia

Modernization/addition of a 2,000-student school on a compact suburban site. The STEM-oriented transformation includes replacement of media center administrative offices, performing arts, into an inspiring 21st century learning environment.

Christian Calleri AIA

LARGE-SCALE DESIGNER



Christian Calleri's passion for public spaces and public architecture has enabled him to deliver a wide range of services for federal, institutional, commercial, urban design and restoration projects. Over the course of his career, he has provided architectural and interior design, programming, technical detailing and construction administration for both large and small scale projects.

EDUCATION

University of Maryland, Master of Architecture

State University of New York at Buffalo, Bachelor of Professional Studies in Architecture

MEMBERSHIPS

Christian is a registered architect in Washington, DC

LARGE SCALE DESIGN

CROWN

Gaithersburg, Maryland

A transit-oriented community in close proximity to a state-of-the art high school, high-quality retail and a Light Rail Station. Allows for approximately half the population to live within two blocks of the transit station, and more than 70% within walking distance

BARRY FARM

Washington, DC

Master Plan for a troubled 25 acre public housing site, establishing a mixed-use program comprised of retail, generous open spaces, and diverse residential types. Centered around a two-acre park, the plan provides direct connections to existing Metro Station and future light rail. Phasing maintains resident population throughout construction.

BROOKLAND MANOR

Washington, DC

Master plan for a vibrant mixed-use, mixed-income community near the Rhode Island Avenue Metro, replacing a 1930s affordable housing project. Tasks included analysis of habitation patterns, and multiple phasing strategies with housing typologies for each.

DC HOUSING AUTHORITY: LAND USE PLANNING

Washington, DC

Master Plan to redevelop two public housing projects as part of the New Communities Initiative, addressing crime and poverty. Plan supports the objective of providing quality affordable housing and fostering sustainable communities

SOUTHERN GREEN LINE: CORRIDOR ACTION PLAN

Prince George's County, Maryland

TOD action plan of four southern green line metro stops for the planning department of the M-NCPPC to stimulate growth for these targeted urban developments.



As Chief Sustainability Officer, Lance oversees Perkins Eastman’s global strategy to improve the performance of all our work. A recognized thought leader in the industry, Lance has developed high-performance designs for many of the world’s most innovative organizations, including Google, NASA, SC Johnson, and Palm, Inc. His experience includes a wide range of project types and scales, from small hospitality interiors to corporate office buildings to whole community plans. A prolific author, Lance has authored hundreds of articles on design innovation, and his latest book, *The Shape of Green: Aesthetics, Ecology, and Design* (2012), has been Amazon’s #1 bestseller in sustainable design and was a finalist for Book of the Year in the 2014 National Urban Design Awards.

EDUCATION

Master of Architecture,
Yale University

Bachelor of Arts in
Architecture and Art History,
Columbia University

MEMBERSHIPS

Registered architect, District of
Columbia, State of New York.

Chair, USGBC LEED
Advisory Committee

AIA Committee on the
Environment Advisory Group

AIA Energy Leadership Group

SELECT PUBLICATIONS

*The Shape of Green: Aesthetics,
Ecology, and Design.* Island
Press, 2012

Huffington Post, column,
2013-present

Architect magazine, column,
2007-2010.

Lance has been featured in Metropolis magazine’s “Next Generation” program, Architectural Record’s “Emerging Architect” series, is a Fellow of the Michael Kalil Endowment for Smart Design, and a Resident of the Rockefeller Foundation’s Bellagio Center. Eco-pioneer John Elkington calls Lance “*an inspirational guide to a future we can’t wait to embrace.*” Builder Magazine has said Lance “*is on a crusade to revolutionize what it means to be sustainable.*”

SUSTAINABLE DESIGN

NASA: SUSTAINABILITY BASE*

Mountain View, California
50,000 sf LEED Platinum office building.

GOOGLE HEADQUARTERS: ITALY*

Milan, Italy
108,000 sf LEED Gold office building; part of Potra Nuova, one of the largest urban redevelopments in Europe.

WORKPLACE OF THE FUTURE*

Design Team Leader and Project Director for the concept design of this project commissioned by Fortune magazine.

AMERICAN UNIVERSITY: SCHOOL OF INTERNATIONAL SERVICE*

Washington, DC
75,000 sf LEED Gold facility with classrooms and offices.

PALM CORPORATE CAMPUS*

San Jose, California
34-acre state-of-the-art corporate campus designed for LEED Platinum.

*Designates work completed prior to joining Perkins Eastman



EDUCATION

Georgia Institute of Technology,
Master of Architecture

Architectural Studies, L'Ecole de
Beaux Arts, Paris

Georgia Institute of Technology,
Bachelor of Architecture

Emory University, Liberal Arts

MEMBERSHIPS

William is a Registered Architect,
licensed in Georgia. He is also a
LEED® Accredited Professional.

William has over 30 years of experience in design and construction. He has worked on a variety of facility types, including schools, corporate offices, data centers, government buildings, and hospitals. William has served as a project architect on a number of high-profile projects, including the new 2.3M sf Washington, DC Convention Center. His K-12 projects include Yorktown High School, Arlington, VA; Dunbar High School, Stoddert Elementary School, School Without Walls Senior High in the District of Columbia. He is skilled in all aspects of design and management, from concept design to construction administration.

LARGE SCALE DESIGN

DUNBAR SENIOR HIGH SCHOOL

Washington, DC

A 280,000 sf high school replacement. The design honors the school's distinguished history and notable alumni, respects and enhances the neighborhood, and creates a sustainable 21st Century learning environment that, like the school's original 1917 building, will become the pride of all of the families of the District

MARTIN LUTHER KING JR. SCHOOL

Cambridge, Massachusetts

Architectural and interior design services for a new 155,000 gsf school. The project is being designed to support the district's new Innovation Agenda and will support Pre-K-5 lower school and a new 6-8 upper school. The building is projected to achieve Net Zero Energy.

YORKTOWN HIGH SCHOOL

Arlington, Virginia

Phased replacement of a 350,000 sf school on tight 11.5 acre site. The school is organized around a central courtyard creating a heart for the school and ensuring natural light throughout. LEED Gold

ROOSEVELT HIGH SCHOOL

Washington, DC

The renewed campus is centered around an enclosed, central atrium that will serve as the "heart" of the modernized school. The design demolishes 30,000 sf of the 1977 addition, which degraded the learning spaces. A new 3,200 sf pavilion provides a dedicated entrance for the STAY (adult education program) and the community.

WATKINS ELEMENTARY SCHOOL

Washington, District of Columbia

Fast-track phase I modernizations of an existing K-8 school, currently housed in three buildings. The first phase of the modernization will focus on the classroom spaces as well as hallways, restrooms, and the lobby and entrances of the school. Project tracking LEED Gold



DUNBAR SENIOR HIGH SCHOOL

LOCATION

Washington DC

SIZE

280,000 SF

SERVICES

Master Planning,
Architecture,
Interior Design

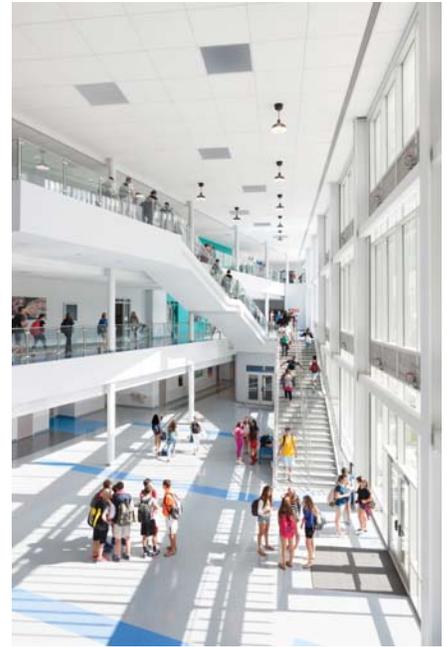
Our design for the new Dunbar High School is inspired by the cherished 1917 building that served the school before its demolition in the 1970's, while also looking forward to the future by providing 21st century learning environments. The new 280,000 gsf building's entry plaza has a southern orientation approached from New York Avenue and can be seen from across the Dunbar Recreation Center.

With 91 points under the 2009 LEED for Schools system, Dunbar is the highest rated LEED Certified New School in the world.

Students, visitors, and staff are welcomed into a south-facing entry plaza designed to signify the seriousness of purpose of the institution. The adjacent academic wing is characterized by bay windows and towers, reminiscent of the historic Dunbar school building.

The armory of the historic Dunbar provides the inspiration for the principle organizing element of the school's interior, a new atrium-like armory that has become the "heart of the school" connecting the academic wing, sports fields, gym, pool, auditorium, and cafeteria seating areas. The academic wing provides state-of-the-art flexible learning environments that accommodate four distinct academies, breaking down the scale of the 1,100 student school. The faculty offices integrated into each level ensure positive interaction between faculty and students throughout the school. The overall design seeks to embody the education of the whole person.

Perkins Eastman



YORKTOWN HIGH SCHOOL

LOCATION

Arlington, Virginia

SIZE

365,000 SF

SERVICES

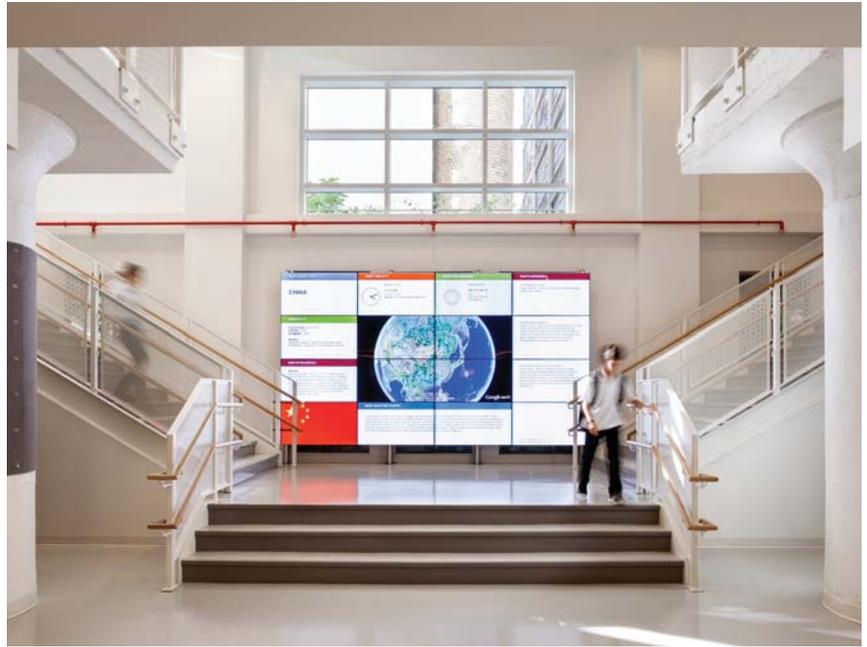
Architecture,
Interior Design

Yorktown High School is a 1,600 student, comprehensive high school that has been repeatedly recognized for academic excellence. The school's success is a result of its focus on intellectual development, and its commitment to the social and emotional development of its students. This emphasis on the education of the whole person distinguishes not only the interaction of the teachers and students but also informs the design of the Yorktown High School campus.

Built on a tight 11.5-acre site, the 350,000 sf school is organized around a central courtyard that creates a heart for the school and ensures natural light and views throughout the building. The energy performance alone of the design is projected to save the county over \$140,000 dollars per year over the base line model. Certified LEED Gold.

Yorktown's carefully designed phasing plan allowed the entire school to remain in operation while a replacement building was constructed around the existing

Perkins Eastman



LOCATION

New York, New York

SIZE

205,000 SF

SERVICES

Architecture

AVENUES: THE WORLD SCHOOL

Avenues: The World School introduces an educational model for students of the 21st century in this increasingly global world with curriculum shared across the school's 20 worldwide locations. For its inaugural campus, the client looked to Perkins Eastman to create an environment that supports the curriculum, providing a high-performance stage for 21st century learning.

Perkins Eastman's design solution notably incorporates best practices from fields that support the successful educational environment—technology, ergonomics, and environmental design—to seamlessly support the school's students and faculty.

Perkins Eastman transformed a landmark Cass Gilbert warehouse into a school for the future. The 205,000 sf building sits directly on the High

Line Park on 10th Avenue, providing large expanses of uninterrupted space perfectly suited to Avenues' approach in which space is imagined as a canvas for the support of individual and group learning.

At 10 stories, the building's verticality allows for four distinct schools in the one building of 1,600 students from Pre-K through 12. Divided into two-story units, each school maintains its own identity while connecting at discrete locations, underscoring the focus on connectivity and the fluid exchange of ideas. With high ceilings and an abundance of natural light, the school emphasizes its urban location through constant visual connection to the outdoors.

Perkins Eastman



AMERICAN EMBASSY SCHOOL

LOCATION

New Delhi, India

SIZE

79,000 SF

SERVICES

Planning, Architecture

American Embassy School (AES) is the leading American-based international school in New Delhi, serving 1,450 pre-K through 12th grade students. In an effort to maximize space and best address increased enrollment without compromising the quality of education delivered, Perkins Eastman was retained for programming and master planning services.

Through application of best practice principles for space standards and a benchmarking analysis that compared AES with several peer international schools, it was determined that the school should not add any more students in its current location. To address more long-term considerations in concert with the school's fund availability, a phased implementation plan was developed by the firm that addressed the most critical issues upfront through renovations while planning for major capital investment projects in upcoming years.

Following the completion of the master plan, Perkins Eastman was retained for programming and design services for the implementation of the first phase. This comprises the creation of new community and learning spaces that promote interaction and collaboration, as well as a new middle school and high school visual arts center.

Perkins Eastman



LOCATION

New York, New York

SIZE

143,000 SF

SERVICES

Architecture

HARLEM RBI DREAM CHARTER SCHOOL AND HOUSING

Perkins Eastman was commissioned to design a new 143,000 sf mixed-use development consisting of a 83,000 sf multi-family affordable housing complex and a 63,000 sf home for the DREAM charter school and Harlem RBI Offices, the DREAM school's institutional partner. Harlem RBI is a well-established community organization in East Harlem that provides year-round sports, education, and enrichment activities.

The housing complex serves the neighborhood of East Harlem and is a mix of studios, one-, two- and three-bedroom units. The building is part of the Department of Housing Preservation and Development and Housing Development Corporation's \$8.4 billion New Housing Marketplace Plan to create and preserve more than 165,000 homes and apartments. The residential building has been designed to achieve Enterprise Green Communities certification.

Sited within the George Washington Houses complex in East Harlem, the new building seeks to reenergize the streetscape. By orienting light-filled, open spaces toward the street, reviving the local park, and opening up many of the facilities for use by the community, the new building is an amenity for both the students and the community of East Harlem.

Perkins Eastman



LOCATION

Washington, DC

SIZE

25 acres

SERVICES

Master Planning,
Architecture

MCMILLAN

The McMillan site was a large-scale water filtration facility built at the turn of the 20th century. The remnant buildings on the site are evocative of a time when works of civic infrastructure were treated with great care and consideration, particularly the underground filtration beds, the large concrete sand storage bins and their associated regulator houses. These remaining buildings are the central images around which the design team developed this master plan, which seeks to preserve the past and plan for the immediate future of the growing capital.

The plan provides for a wide range of uses intended to make this a new, vibrant and healthy community in the heart of the nation’s capitol. The mixed-use includes medical office buildings, multi-family housing, row houses, neighbourhood retail, a grocery store, and a series of parks and open spaces. All parking planned is either underground or structured parking hidden from view by retail frontages.

Designed to meet a LEED-ND Gold standard, the plan also calls for over six acres of parks, an acre and a half of preserved underground filter beds, or “cells” where the water was in the past filtered before being directed into the adjacent McMillan Reservoir, and a total of over two million square feet of development. Through a robust public process came a design that was truly a coordinated collaboration between architects, clients, consultants, and the community.

Perkins Eastman



LOCATION

Washington, DC

SIZE

27 acres land,
25 acres water

SERVICES

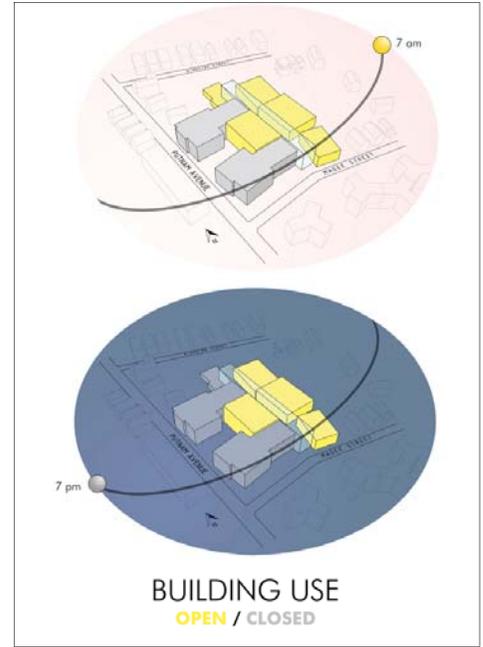
Master Planning,
Architecture

THE WHARF

The Southwest Waterfront historically functioned as an active commercial port, but in recent decades, has become dormant and increasingly isolated. The Wharf, a \$2 billion waterfront development, seeks to restore the connection between the city and its waterfront by integrating land and water functions, creating an enduring place that will become a highly sought-after destination for both residents and tourists.

A water plan guides the site's development, ensuring that water uses are its focal point. Maritime activity connects to the land through a series of programmable piers to host events and recreational use, serving as an extension of the city's grid to the water. These active piers connect to a central promenade at the core, drawing pedestrians past the shoreline and uniting land and maritime uses in a lively, 24-hour setting.

To create a lively urban destination, the design emphasizes placemaking. A variety of outdoor spaces celebrate the District's character, creating attractive places that provide an enjoyable and enriching experience. The design of the site's structures focuses on the pedestrian's perspective, creating a family of buildings along the Wharf, each with its own identity, resulting in a captivating street-level environment.



LOCATION

Cambridge,
Massachusetts

SIZE

27 acres land,
25 acres water

SERVICES

Architecture

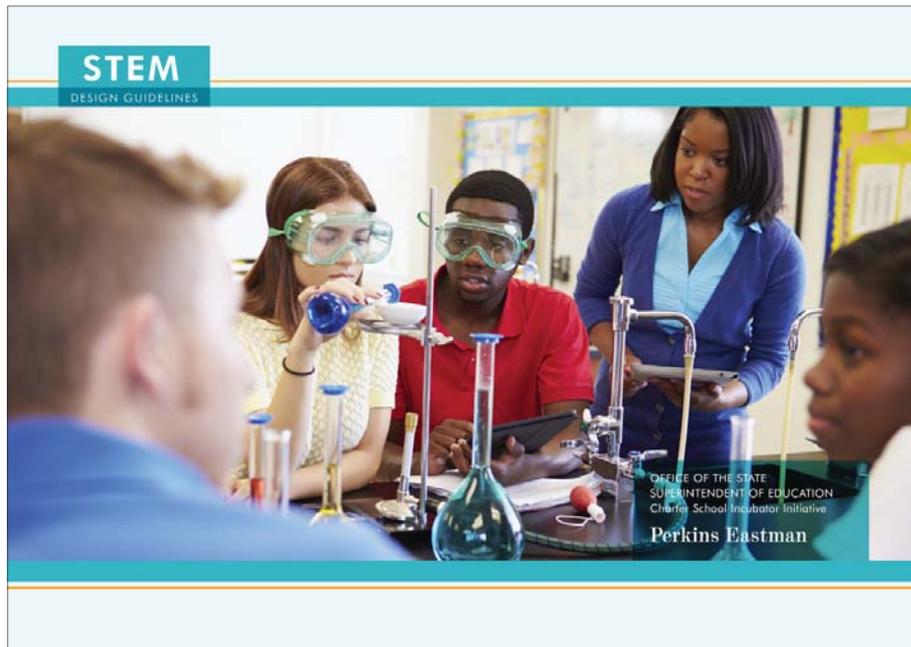
MARTIN LUTHER KING JR. SCHOOL

The Dr. Martin Luther King, Jr. School in Cambridge, Massachusetts, a 172,000 sf facility to support 740 students, provided a unique opportunity for Perkins Eastman to demonstrate thought leadership in education design. Perkins Eastman led the City of Cambridge and a highly qualified consultant team through an extensive process to explore the City’s new educational agenda of integrated learning that combines preschool, lower (pre-K-5), and middle (6-8) schools on one campus.

The building is designed so that areas such as the preschool, cafeteria, gymnasiums, and auditorium can be accessed for after-hours use, while remaining secure and separate from the lower and upper school academic functions. Each school is organized into “neighborhoods” to provide team teaching opportunities. The design retains part of the existing foundation to provide over 60 spaces of economical underground parking that allows for additional on-grade outdoor play areas.

Targeting Net Zero Energy and expected to achieve LEED-Platinum status, the school is projected to have an Energy Use Intensity 60% less than typical educational buildings in New England and will save energy through proper orientation, pervasive natural light, and high-performance roof and wall assemblies. The school also will offset energy demands by producing energy through photovoltaic panels mounted on the roof and south-facing facades.

Perkins Eastman



SERVICES

Visioning and
Programming

BLENDED LEARNING AND STEM DESIGN GUIDELINES

Tapping our global experience in designing innovative new educational environments, DC's Office of the State Superintendent for Education and the Charter School Incubator Initiative, hired us to develop two studies on designing for Blended Learning and Science, Technology, Engineering, and Mathematics (STEM).

These two studies explored national and international trends and precedents, developed design principles and guidelines and a case study for the implementation of innovative new learning environments.

Perkins Eastman

Toll Brothers®

Raised, through capital markets and project-level financing, more than \$4 billion over the last five years.

‘Most Admired Home Building Company’

Fortune Magazine

Based in Horsham, PA, Toll Brothers, Inc., a Delaware corporation, is a full service residential real estate development company with communities in 50 markets and 19 states, as well as Washington, DC. For over 48 years, including more than 29 years as a public company (NYSE: TOL), Toll Brothers, has acquired, developed, marketed, and operated a wide variety of residential and commercial real estate projects, and earned its reputation as “America’s Luxury Home Builder.” Toll Brothers has developed over 100,000 lots across the United States and is currently selling homes in approximately 269 communities nationwide.

Toll Brothers has one of the industry’s strongest balance sheets. On April 30, 2015, the Company had \$542.2 million in cash and marketable securities, total assets of \$8.6 billion, and shareholders’ equity of \$4.0 billion. Toll Brothers’ net-debt-to-capital ratio was 40.8%, and it currently has approximately \$700 million available under its \$1.035 billion, 15-bank credit facility, which matures in August 2018.

Toll Brothers was recently named as The Most Admired Home Building Company in Fortune magazine’s survey of the World’s Most Admired Companies for 2015. Toll Brothers was also named 2015 America’s Most Trusted Builder™ by Lifestory Research, an award which was based on a study of 43,200 new home shoppers in the nation’s top 27 housing markets. Toll Brothers was named 2014 Builder of the Year by Builder magazine, and is honored to have been awarded Builder of the Year in 2012 by Professional Builder magazine, making it the first two-time recipient. In addition, Toll Brothers has been chosen as the First Place Winner for Innovative Product Design in the Big Builder Apex Awards—where the Company was also recognized for its leadership, management, and operational excellence. Its award-winning website is TollBrothers.com.



Toll Brothers®

Toll Brothers began building homes in the Mid-Atlantic and Northeast, where there are few land developers. Out of necessity, Toll Brothers learned to approve and develop its own lots. Toll Brothers has put this skill set to work nationwide. Land approval and development continues to be a core competitive advantage that distinguishes Toll Brothers from its home building competitors.

FINANCIAL RESOURCES AND RELATIONSHIPS

Toll Brothers plans on financing the development with resources already in place. Toll Brothers maintains banking relationships with over 100 banks and other financial institutions. In addition to its more than \$542.2 million in cash and marketable securities and \$4.0 billion in equity at the close of our second quarter of fiscal year 2015, the Company and its commercial property affiliates have secured over \$4.3 billion in financing over the past five years for land acquisition and development; home and apartment construction; and office, retail, and industrial development.

BANKING

Toll Brothers was the first home builder since the financial crisis of 2008 to finalize an unsecured credit facility. The Company has a \$1.035 billion revolving credit facility involving 15 banks from the United States, Canada, Europe, and Asia. The facility extends through August 2018. At fiscal second-quarter end on April 30, 2015, the Company still had approximately \$700 million available under this \$1.035 billion credit facility. The following banks are members of the revolving credit facility:

- Citi

▪ Capital One	▪ PNC	▪ Texas Capital Bank
▪ Fifth Third Bank	▪ Wells Fargo	▪ SunTrust
▪ Deutsche Bank	▪ Sumitomo Mitsui	▪ Comerica
▪ US Bank	▪ Royal Bank of Scotland	▪ TD Bank
▪ Regions Bank	▪ Bank of America	

On February 4, 2014, the Company completed the acquisition of Shapell Homes for \$1.6 billion. Toll Brothers financed the acquisition with a new \$485 million 5-year senior unsecured floating rate bank term loan closed on February 3, 2014, as well as \$600 million of 5-year and 10-year senior unsecured debt issued on November 12, 2013, and \$230 million of common stock issued on November 7, 2013. The balance of the funds consisted of a \$370 million draw from its existing \$1.035 billion 5-year bank revolving credit facility. In addition, the Company closed on a \$500 million 364-day unsecured bank revolving credit facility on February 4, 2014, to provide the Company with additional liquidity in the event of unforeseen opportunities; this facility has since been cancelled.

Toll Brothers®



Union Place, Washington, DC

A 14-story, 525-unit rental apartment complex to be developed in the vibrant H-Street Corridor of Washington, DC. The luxury apartments will feature high-end amenities and a 240-space, below-grade parking garage. Apartments will feature floor-to-ceiling windows, plank floors, Whirlpool® stainless-steel appliances, granite countertops, and recessed lighting. Amenities will include a 24-hour concierge, residents lounge, pet spa, rooftop pool, daycare facility, café, fitness center, and club room.

- Development slated to began late 2015
- Leasing to commence late 2017
- Stabilization anticipated mid 2019
- Total Project Cost (est.): \$177 million



Terrapin Row at the University of Maryland

The site is the best in the market, within a 10-minute walk of the campus's central McKeldin Mall. The luxury community will feature best-in-class amenities including a fitness center, yoga room, outdoor pool, volleyball court, and study rooms. The site is being developed in a 75/25 joint venture. Construction began in November 2014. The JV is financing the project with a \$105M loan; \$34M ARES Equity, and \$11M Toll Equity.

Development Scope: 626,340 sf; 418-Luxury Student Housing Units with 1,493 beds; 11,900 sf retail; 478 parking spaces

- Total Project Cost: \$148.4M
- Total Hard Costs: \$81M; Hard Cost (per unit): \$193,905
- Total Soft Costs: \$9.6M



Pierhouse at Brooklyn Bridge Park

A JV between Toll Brothers and Starwood Capital Group was selected to develop mixed-use site at Pier 1. Ground breaking occurred in May 2013. The site will operate under a 97-year ground lease with New York City. The 590,000 gross square foot development complex will include a 192-key hotel and 106-condominium units. The Condominium opened for sale in February 2014, settlements anticipated to commence in early 2016. The plan includes a signature farm-to-table restaurant and lounge, 20,000 sf of banquet and meeting space, a world-class spa and health club, artisanal café, juice bar and 300 parking spaces. The site will offer unparalleled views of downtown Manhattan, the Statue of Liberty, New York Harbor and the Brooklyn Bridge.

Financing: The Joint Venture is financing the project with a non-recourse construction loan for 50% of project costs. Loan: \$160M; Starwood Equity: \$80M; Toll Equity: \$80M

Toll Brothers®

French Creek Apartments, Phoenixville, Pennsylvania

350 Luxury Apartments throughout six, 4-story, elevator-served buildings. Offers convenient access to Phoenixville's vibrant downtown business, entertainment, and shopping district. Amenities will include a well-appointed clubhouse with open-concept office setups, a Wi-Fi café, indoor/outdoor fireplace, state-of-the-art fitness center, pet park, walking trail, and in-building parking.

- Development Start: Early 2015
- Commence Leasing: February 2016
- Stabilization: July 2018
- Total Project Cost (est.): \$66 million



The Mews at Princeton Junction, Princeton, New Jersey

635 garden-style apartments (including approximately 175 low- and moderate-income units) on approximately 20 acres. Located within walking distance of the Princeton Junction train station, which offers commuter service via Amtrak and regional commuter train to New York and Philadelphia.

Apartments began leasing in 2005 and demand was so strong for this community that a waiting list and lottery system were established. Residences include spacious one-, two-, and three-bedroom units with impressive features, including nine-foot ceilings and large master bedrooms. Residents have complete access to a wide array of first-class recreational amenities, which include a luxurious 9,000 square foot clubhouse, a state-of-the-art fitness center with resort-style pool and spa, tot lot, tennis and indoor basketball courts, and walking trails. Built at an all-in cost of \$70.4 million in 2006, it was refinanced with a \$105 million loan in 2014 based on an appraised value of approximately \$151 million



The Morgan at Provost Square, Jersey City, New Jersey

The first phase of Provost Square will offer 417 Luxury Apartment units with high-end amenities. Phase I is being developed in a 50/50 joint venture, with both partners as co-managers in the joint venture, it will offer studio, one-, two-, and three-bedroom residences. The total development will ultimately consist of three buildings and a total of 925 units. Construction began in May 2013.

Total Project Cost: \$180 million; The JV is financing the project with a \$120 million loan



Toll Brothers[®]

DOUGLAS C. YEARLEY, JR.

CEO and Director

Doug Yearley joined Toll Brothers in 1990, he initially specialized in land acquisitions from financial institutions and the Resolution Trust Corporation. He has been an officer since 1994, managed homebuilding operations in nine markets throughout the country, oversaw the creation of the Toll Brothers City Living brand, managed the Company's marketing department and ancillary businesses. In 2009, he was promoted to Executive Vice President where he continued to manage markets throughout the country, as well as took on corporate responsibilities in preparation for his transition to CEO in 2010. As CEO, he has expanded Toll through new land acquisition and the purchase of CamWest, a premier builder in the Seattle market.

Doug received a B.S. from Cornell University in Applied Economics & Business Management and a J.D. from Rutgers Law School.

ALEX ROSS

Director of Commercial Development, Virginia Division

Alex's primary focus is the development of income-producing real estate being developed by Toll Brothers throughout Virginia, Maryland, and Washington, DC. Alex also focuses on sourcing new development opportunities. Alex has been working in commercial real estate in the Washington DC area since 1985. Prior to joining Toll Brothers, he established the Mid-Atlantic office for the Closter, New Jersey-based owner/developer of retail real estate, Lerner Heidenberg Properties, where he was responsible for sourcing the acquisition of new retail developments.

He holds a Masters in Business Administration in Finance from The Wharton School, University of Pennsylvania, and a Bachelor of Arts in History from Yale University.

RICHARD T. HARTMAN

President and COO

Rick Hartman began his career with Toll Brothers in 1980, one year after receiving his Bachelor of Science degree in Construction Management from Spring Garden College. Rick has managed homebuilding operations across multiple markets in Toll's Western, Northeast and Mid-Atlantic regions with peak revenues of over \$1 billion. Rick was instrumental in launching Toll Brothers' Active Adult product line and leading Toll's entry into the New York City market with the introduction of the Toll City Living brand there. Rick was also responsible for the start-up of Westminster Security, the home-alarm monitoring business.

Toll Brothers[®]

MARTIN P. CONNOR

Chief Financial Officer

While at Toll Marty has helped orchestrate more than \$5 billion in capital markets activity and the entry into the Seattle market. He led the financial team on the acquisition of Shapell Homes, the largest in the Company's history. Prior to joining Toll, Marty spent more than 20 years at Ernst & Young serving large public Real Estate and Insurance clients as an Audit and Advisory Business Services Partner. While at Ernst & Young, Marty was responsible for the Real Estate Practice in the Philadelphia marketplace and served as the audit partner on Toll Brothers for seven years. Marty is a two-time recipient of the Homebuilder CFO of the Year award from Institutional Investor Magazine, and frequent industry speaker. He is a graduate of the University of Notre Dame, and a Certified Public Accountant.

FREDERICK N. COOPER

Senior Vice President, Finance, International Development, and Investor Relations

Fred oversees Toll Brothers' Wall Street, banking and rating agency relationships, and its investor relations and financial marketing activities in the U.S., Europe, Middle East, and Asia. He leads efforts to identify opportunities for institutional partnering relationships and has been the financial point for Toll's entry into the urban high-rise condo, apartment, retail, and office sectors, raising over \$1 billion to fuel that effort. Fred joined Toll in 1993 and has been involved in raising over \$7 billion to support the firm's growth. Fred holds an A.B. from Brown University and a Master of Public Policy focused on finance and economic development from Harvard University's Kennedy School of Government.

THOMAS MULVEY

President, City Living

At Toll, Tom has overseen development, construction, sales, and marketing of over 4,200 units completed or currently under construction with another 1,300 in the pipeline representing over \$2 billion in revenue. Tom has over 32 years of experience as a contractor, developer, and/or consultant to a wide range of construction projects. Included in his resume are 23 high- and mid-rise multifamily projects, including four adaptive reuse projects and two brownfield sites. He has also worked on three hotels, five institutional projects (hospitals, skilled nursing facility, school, and library), four flagship retail stores, and over one million sf of commercial space. Bachelor of Science, Mechanical Engineering at Farleigh Dickinson University, Graduate work, Pace University in Manhattan.

CHARLES ELLIOTT

Managing Director, Toll Brothers Apartment Living

Charles Elliott's responsibilities include all aspects of acquisition, disposition, development, leasing, and management for apartment projects. His responsibilities and expertise include deal structuring and negotiations, operations of sales/leasing/property management, construction management, debt and equity financing, and obtaining entitlements and approvals. Charles holds a Bachelor of Architecture from Carnegie Mellon University and an MBA in Real Estate and Finance from The Wharton School at the University of Pennsylvania.

McGUIREWOODS

Tier 1 Ranking of Best Law Firms 2015

*U.S. News
Best Lawyers*

Over a decade named as 'Client Service A-Team'

BTI Consulting

Brand Elite 18

2014 BTI Consulting

'Litigation Powerhouse'

*2013 edition of BTI
Litigation Outlook*

Top 20 Law Firms

2014 Law360

For 180 years, McGuireWoods has provided the highest quality legal service and sound strategic guidance. Clients include public and private companies, private individuals, and government and nonprofit organizations around the world.

Global Reach | McGuireWoods has more than 1,000 lawyers in 21 offices, and our lawyers and staff speak 44 languages. We cross borders, practices and industries in the U.S., UK, Belgium and around the world, collaborating with colleagues and managing resources in 128 countries.

Experience, Business Focus and Value | Our continuous growth testifies to our lawyers' experience across business and industry, as well as our ability to deliver an excellent legal product – efficiently and at a fair price. Some of our clients have been with us for nearly 50 years, which speaks to the level of service we provide and the mutual loyalty we engender.

Client Service | In 2014, the firm ranked for the eighth time among BTI's "Client Service 30" list of law firms serving Fortune 1000 companies. In the report McGuireWoods is named among "Leaders of the Best" for the firm's breadth of services, providing value for the dollar, and handling client problems. McGuireWoods is also among a select group of law firms in the country to be named to BTI's Client Service Standouts list.

Pro Bono and Community Involvement | Every year lawyers across the firm provide pro bono work, including matters related to the death penalty; child support; veterans; asylum and immigration; housing law; domestic violence; wills and powers of attorney; court-appointed criminal defense; and varied counseling, corporate, and industry work for nonprofit groups. As part of the firm's commitment to community service, we also provide legal services, volunteers, and support to local community groups everywhere we do business.

Value in Management, Technology and Discovery | In addition to offering extensive legal capability and unique experience, the firm also invests significantly in technology and process innovation. This investment optimizes project management and program delivery. Our document collection and discovery processes are among the most sophisticated and efficient available today. Clients not only receive senior-level, hands-on discovery advice, but also the unique services of in-house professionals experienced in running advanced trial presentation software in front of a jury.

Value Through Alternative Fee Arrangement | McGuireWoods was an early adopter and is a strong proponent of offering a wide range of value billing arrangements and fee structures. More than 51 percent of major clients are billed under one or more AFA, and more than 30 percent of all new firm matters are opened on an alternative fee basis.

McGUIREWOODS

LAND USE

From McGuireWoods offices across the country, we advise clients on the zoning, development and environmental aspects of a potential site, and assist clients with real estate acquisition, leasing and/or financing for development projects. We can provide such geographically and professionally wide-ranging assistance to our clients because our formidable land use team includes 25 attorneys and five professional urban planners with advanced degrees and significant experience in planning, zoning and development.

We have an active land use litigation practice, representing clients who challenge local land use decisions as well as local governments in the defense of their land use decisions. In addition, we represent clients in coordination with our government relations team to draft, review and promote or deter proposed state or local legislation that affects our clients.

We frequently handle zoning and development matters for commercial and retail developments such as regional shopping malls. In addition, we have obtained zoning and development approvals for new communities, office and industrial parks, hotels, multi-family and group housing and planned residential and commercial mixed-use developments.

McGuireWoods has also been active in representing business clients and local governments regarding economic development initiatives and urban infill and redevelopment projects. We support this traditional land use practice with a strong litigation team with extensive experience in land use litigation.

Among our recent projects, we have served as legal counsel to a large number of regional malls and shopping centers addressing matters of zoning, site plan approval, parking, leasing and subleasing, and general build out of store facilities. In addition, we have provided legal counsel for various restaurants, banking, and retail uses involving auxiliary zoning approvals, site conversions, expansions and relocations of existing or planned stores and operations.



McGUIREWOODS

REAL ESTATE

McGuireWoods' diverse real estate practice demonstrates our skills in a wide range of traditional and nontraditional real estate transactions. The scope of our transactional representation spans all aspects of real estate acquisition, development, financing and disposition, including acquisition, sale, leasing and financing transactions, as well as project finance, construction, public-private partnerships, negotiation of local and state incentives and privatization transactions. Our transactional practice is complemented by our land use expertise, as well as the capabilities of our Environmental Solutions Group and the ability of McGuireWoods Consulting to negotiate financial incentives with federal, state and local governments.

- **Leasing** | Our work ranges from administering the documentation of ongoing leasing programs for property management or property-owning clients to negotiating specialty leases for corporate mergers, acquisitions or dispositions.
- **Tenant Work** | Work includes drafting and negotiating build-to-suit leases, space leases, ground leases and subleases.
- **Landlord Work** | We represent clients who own and manage properties for lease. We have streamlined leasing procedures for landlords who require adherence to their forms for a particular project or type of lease. This standardization relieves our clients from much of the burden of lease negotiation and administration.
- **Specialty Leasing Work** | We often join multi-disciplinary teams of lawyers representing clients in corporate acquisitions, dispositions or mergers. We also handle transactions driven by tax or financing objectives, such as lease-option arrangements devised to accommodate deferred purchase price payments.
- **Leasing Litigation** | Attorneys in our Commercial Litigation Department have significant experience in litigating in state and federal courts all types of leasing disputes, ranging from common area maintenance claims, lease audits, enforcement actions and evictions to construction-related build-out disputes.
- **Site Acquisition; Surplus Property Disposition** | We have represented various Fortune 500 companies in their nationwide acquisition and development of sites. We negotiate the various purchase contracts and related easements, declarations and ancillary legal documents and assist with due diligence. Our representation includes negotiation of prototypical or form agreements for clients that require consistency across their portfolios.

McGUIREWOODS

- **Real Property Acquisition and Disposition in M&A Transactions** | We are active members of teams representing clients in mergers, acquisitions, divestitures and other strategic transactions involving real property assets. The transactions in which we have participated include developed and undeveloped property across the country and internationally, from office buildings to manufacturing plants, warehouses, power generation facilities and millions of acres of timberland.
- **Land Use and Zoning** | Among our recent projects, we have provided legal counsel for various banking and retail uses involving auxiliary zoning approvals, site conversions, expansions and relocations of existing or planned operations. We support this traditional land use practice with a strong litigation team with extensive experience in land use litigation.
- **Construction** | Our construction lawyers have drafted and reviewed all forms of construction-related contracts, including design-build, construction management (agency and at risk), program management and project management. Our “in the trenches” experience helps us assist clients with finding practical business solutions to their daily challenges.
- **Construction Litigation** | We have extensive experience prosecuting and defending all types of disputes at the local, state and federal levels and in arbitration and mediation.
- **Green and Responsible Development/Smart Buildings** | We have been involved in many aspects of sustainable and energy efficient development and have accumulated extensive experience throughout the United States and overseas in developing and implementing environmental solutions, including dealing with issues regarding the use of gray water, recycling and energy efficiency as well as solar access and wildlife protection.
- **Public-Private Partnerships** | For many years, McGuireWoods has assisted with developments involving public-private partnerships between public entities or governmental agencies and private parties. Many of the projects have involved the development and financing of corporate real estate facilities for private users.
- **Tenant-in-Common Transactions** | We have been selected to provide national representation for several leading TIC sponsors. We have rendered the opinions typically required by lenders in these transactions (including reasoned opinions relating to waiver of partition rights and other TIC-specific issues of state law) from several of our offices.
- **HUD Housing Programs** | Our experience includes Sections 221(d)(3) and 236 interest subsidy programs for new construction of income restricted projects; Titles IV and VII and X programs for new communities and land development; full insurance and coinsurance under Sections 221(d)(4) and 223(f) for new construction and refinancing of multifamily projects; Section 11(b) refundings; and Section 202 HUD financial assistance program for elderly housing.

McGUIREWOODS CONSULTING

(MWC) is a wholly owned subsidiary of the McGuireWoods law firm, founded in 1998 it provides government relations, public relations and infrastructure and economic development services to clients throughout the United States. Over the past sixteen years, MWC has grown to become the largest and most diverse public affairs firm in the country.

MWC is widely recognized for its expertise in working with clients to develop successful public-private partnerships. Virginia is widely regarded by many states as a leader in developing the statutory and operational framework now being used across the country for public private partnerships. The firm has earned national and even international credentials for its leading role that the MWC team played in the drafting of the Virginia legislation, the development of the operating guidelines, the successful representation of clients pursuing these projects, and in advising public entities on the use of these partnerships.

Virginia's public private partnership statute is emerging as the national model for use by states looking to meet their pressing infrastructure needs. For example, the both the Georgia and Pennsylvania transportation partnership statutes are nearly identical to the Virginia law. Utah has adopted the PPEA statute for development of information technology projects. Ohio, North Carolina, Florida, and Colorado are actively pursuing or have also passed similar PPP statutes.

Below is an abbreviated list of projects where McGuireWoods Consulting has successfully represented clients for public private partnership projects:

Centex Construction (now Balfour Beatty): PPEA for new medium security prisons in VA. MWC provided government relations assistance to secure bond funding for three new medium security prisons that will be built through the PPEA and successfully amended legislation to ensure that the PPEA is used for future facility construction by the Department of Corrections. These projects cost nearly \$250 million.

Donley's Inc.: PPEA parking garage in downtown Fredericksburg, VA. MWC provided advice to Donley's and government relations assistance related to the company's successful proposal to construct a \$6.5 million parking deck in the city's historic downtown. The McGuireWoods law firm also served as legal counsel to Donley's for the execution of the comprehensive agreement.

Balfour Beatty Construction/Concord Eastridge: Mason Inn and Conference Center for George Mason University. MWC provided assistance in proposal development and government relations support related to identifying the project and securing state and Board of Visitors approval. Valued at over \$51M, the project recently earned LEED Gold certification.

McGUIREWOODS CONSULTING

Balfour Beatty Construction: MWC provided assistance related to the replacement of Western State Hospital for the Virginia Department of Mental Health, Mental Retardation and Substance Abuse Services. This \$125 million project is located in Staunton, Virginia, and was opened in the last year.

Iskalo Development/Wendel Energy: Development of a new bus maintenance facility in Fairfax County, Virginia for the Washington Metropolitan Area Transit Authority (DC Metro). MW LLP secured land use entitlements for the project.

Hess Construction/Haskell Development: MWC provided assistance in proposal development and government relations support related to the construction of the Stafford Learning Village that included the Margaret Brent Elementary and Mountain View High School's \$55M development.

Virginia Tech/Carilion School of Medicine: MWC successfully represented the team to secure \$59 million of bond financing for the project and secure project approvals from the Virginia General Assembly.

McGuireWoods Consulting has also served as an advisor to a number of local governments in their consideration of public private partnership projects.

These include:

- Prince William Service Authority
- Montgomery County (Virginia) Public Schools
- Loudoun Water
- Alexandria Service Authority
- Prince George County Industrial Development Authority

Finally, related to the firm's experience with specific public private partnership statutes, MWC has been involved with the development and expansion of related tools including design-build, outsourced interstate maintenance, and community development authorities.

Gregory A. Riegle

PARTNER



Greg is managing partner of the McGuireWood's Tysons Corner office and practices commercial real estate law with a concentration in land use, zoning and redevelopment matters. He began his real estate career as a professional urban planner. Prior to joining McGuireWoods, he worked extensively in the public and private sectors. Collectively he has more than 25 years experience in the real estate development industry.

He has substantial experience representing major land developers, owners, companies, institutions, lenders and landlords. He works closely with clients to conduct feasibility analysis, analyze applicable development requirements, prepare necessary development-related applications, and present such proposals in meetings and public hearings before decision-making boards and commissions. He has extensive contacts with local government officials, as well as influential community and civic groups, and is able to anticipate, identify and creatively address issues related to the acquisition, development and disposition of real property.

He provides clients with the analysis and advice necessary to complete all legislative and administrative approvals associated with the land development processes. His skill in drafting, negotiating and reviewing development agreements, proffers, zoning opinions and easements enables clients to complete the required processes with minimized and accurately qualified risk.

He has facilitated developments that include office and industrial parks, shopping centers, regional shopping malls, hotels, restaurants, residential subdivisions, master planned communities, and elderly housing uses. He routinely handles the proceedings for necessary rezonings, special exceptions, special permits, variances, Comprehensive Plan Amendments, appeals and Zoning Ordinance Amendments before numerous local government authorities in Northern Virginia and the Washington DC area.

Much of Greg's work and accomplishments are closely tied to the region's existing and expanding rail transit corridors. He is particularly well versed in the planning, economic and design considerations that are unique to real estate development in transit oriented areas. In addition to representing owner and developers, he has been appointed by local governments to serve as an industry representative on many of the Task Forces and Work Groups charged with redrafting the governing planning and zoning regulations to recognize the opportunities associated with well planned and economically viable transit oriented development.

EDUCATION

George Mason University School of Law, JD, 1999

Michigan State University, MA, Urban Planning, 1989

Michigan State University, BA, 1987

ADMISSIONS

Virginia

HONORS

Selected for inclusion in The Best Lawyers in America, Land Use & Zoning, Utilities, Real Estate Law, Woodward/White, Inc., 2010-2013, 2015

Selected for inclusion in America's Leading Lawyers for Business, Real Estate: Zoning/Land Use, Northern Virginia, Chambers USA, 2008-2016

Named to "Virginia Rising Stars," Real Estate, Super Lawyers, Thomson Reuters, 2008-2009

AFFILIATIONS

American Planning Association

Board Member, Tysons Partnership

Appointed by the Fairfax County Board of Supervisors to serve on "Reston Master Plan Task Force"

Appointed Member, Route 28 Station - South Work Group

Board Member, Washington Humane Society

Appointed "Michigan Ambassador," Business Lenders for Michigan

Scott E. Adams
ASSOCIATE



EDUCATION

The George Washington University Law School, JD, with Honors, Deans Fellow, Senior Managing Editor, The Public Contract Law Journal, 2008

University of Cincinnati, BS, Urban Planning, 2004

ADMISSIONS

Maryland
Virginia

AFFILIATIONS

Member, Northern Virginia Chapter, NAIOP (formerly the National Association of Industrial and Office Properties)

Member, Maryland State Bar Association

Member, American Bar Association

PRACTICES

Real Estate and Land Use
Environmental
Energy Law
Land Use

INDUSTRIES

Construction
Transportation

Scott focuses his practice on land use and development issues in Northern Virginia and Maryland. He primarily assists developers and landowners in navigating the land use entitlement process, including obtaining rezonings, special exceptions, special permits, variances, and comprehensive plan amendments. He also assists clients in amending existing development approvals to more closely align with changing market conditions. Throughout the land use entitlement process, Scott works to maximize development potential for his clients in a cost-effective manner. He has also been actively involved in the re-planning of Tysons Corner into a transit-oriented community.

Prior to joining McGuireWoods LLP, he was an urban planner assisting developers and advising local governments on a wide range of land use and development issues.

Scott also volunteers for a variety of community organizations, including the Community Appearance Alliance of Northern Virginia, Habitat for Humanity of Northern Virginia and the AOL/McGuireWoods LLP free legal clinic.

EXPERIENCE

Results depend on a variety of factors unique to each case. Prior results do not guarantee or predict a similar outcome.

- Representation of a regional developer in a re-planning and rezoning effort in Fairfax County, Virginia resulting in approval of a 250 unit multifamily development.
- Representation of a national developer in redevelopment and repositioning a 700+ unit mixed-use residential/office/retail development in Fairfax County, Virginia through the innovative use of County zoning regulations to achieve additional density.
- Representation of an electrical utility provider in obtaining approval for an electrical substation in Alexandria, Virginia.
- Representation of various regional developers on infill housing development in Northern Virginia.

Susan Liberty

VICE PRESIDENT, INFRASTRUCTURE & ECONOMIC DEVELOPMENT



Susan joined McGuireWoods Consulting’s Infrastructure and Economic Development team in 2000. She has extensive economic development and legislative experience. She specializes in advising national and international corporations with their relocation decisions, site selection and incentive negotiations throughout the United States. Her client list encompasses numerous business sectors with a wide-range of requirements including corporate headquarters relocations, manufacturing, food industry distribution, aerospace, government contracting and international shipping.

EDUCATION

The George Washington University

PRACTICE GROUPS

Economic and Infrastructure Development
 Economic Incentives Negotiation
 Executive and Legislative Affairs
 Local Government Relations
 Multi-state Government Relations
 Public Private Partnerships

SERVICE

State Government Relations
 Infrastructure and Economic Development

INDUSTRIES

Economic Development
 Education
 Energy
 Insurance and Financial
 Land Use & Environmental
 Local Government
 Manufacturing
 Transportation

Additionally, Susan represents clients’ interest on a wide range of issues with state and local officials. She has been an integral part of the McGuireWoods Consulting team that played a leading role in the development and passage of Virginia’s current legal structure for public-private partnerships and innovative financing. Susan advises clients on project identification and proposal preparation using the Public-Private method for procurement for state and local governments. She has advised client’s that have built hospitals; higher education facilities; parking decks; public education facilities and Rehabilitation of Utility and Wastewater Infrastructure. She also represents clients using her relationships with state and local officials to bring about a successful outcome on land use and zoning issues in Virginia.

Prior to joining McGuireWoods Consulting, she was the director of policy and business development at the Fairfax County Economic Development Authority where she assisted major corporations with their relocation and business expansion requirements. In addition to concentrating on local business retention, she led the business expansion team that successfully marketed Fairfax County in Silicon Valley. Susan also provided the full range of relocation and business expansion services to international companies. Previously, she was the chief of staff for Thomas M. Davis, II, Chairman of the Fairfax County Board of Supervisors.

Susan Liberty

VICE PRESIDENT, INFRASTRUCTURE & ECONOMIC DEVELOPMENT

SPEAKING ENGAGEMENTS

- “Trends in Site Selection and Economic Development Incentives,” National League of Cities Congress of Cities and Exposition
- “Site Selection, A Case Study,” Business Facilities LiveXchange
- “The Anatomy of Site Selection,” Expansion Management Magazine Roundtable
- “The New Real Estate Market Alignments,” Eastern Regional Symposium (CoreNet Global)
- “Challenges in the New Economy,” International Economic Development Council Annual Conference
- “Elements of the Site Selection Process,” International Economic Development Council
- Executive Network Conference on Regional Economic Development Outlook Washington Board of Trade
- “The Political Aspect of State and Local Incentives,” Roundtable in the High Desert
- Graduate Program in Urban & Regional Planning Local Economic Development Program, Virginia Tech – Arlington Campus

AFFILIATIONS

CORENET Global (Corporate Real Estate Executives Network) Education Committee, Mid-Atlantic Chapter

Board of Directors, The Angels Network

Virginia Board of Trustees, Childhelp USA

International Economic Development Council (IEDC)

Public Policy Committee, Fairfax County Chamber of Commerce

Virginia Economic Developers Association (VEDA)

Urban Land Institute (ULI)

Co-Chair, Legislative Affairs/Economic Development Committee, Arlington County Chamber of Commerce

Tracy M. Baynard

SR. VICE PRESIDENT, INFRASTRUCTURE & ECONOMIC DEVELOPMENT



Tracy joined McGuireWoods Consulting in 1998. She successfully represents private sector clients in transportation planning, funding and policy; public-private partnership and innovative procurement; education policy; technology policy; and, land use and economic development and procurement before state and local governments.

She is an integral part of the McGuireWoods Consulting team that has established industry coalitions that worked alongside members of the Virginia General Assembly and the Executive Branch to create the current legal structure for public-private partnerships and innovative financing in the Commonwealth of Virginia. She has worked on a number of Public-Private Transportation Act and Public-Private Education Facilities and Infrastructure Act projects and proposals throughout Virginia and continues to advise clients on proposal preparation and project identification. Her clients have successfully competed to provide parking decks; public education facilities; higher education facilities; an agreement to re-engineer enterprise IT applications for state government; and several transportation projects throughout the Commonwealth.

Prior to joining McGuireWoods Consulting, Tracy served at the Greater Washington Board of Trade, ending her service as director of the Board's lobbying efforts at the Virginia General Assembly. During her 12 years at the Board of Trade, she managed policy development and implementation strategies on transportation, tax, technology, land use, workforce development and economic development matters. Her work included advocacy before state and local elected officials and agencies and management of the Boards Virginia Political Action Committee.

EDUCATION

The College of William & Mary,
BA, Political Science, 1983

PRACTICE GROUPS

Campaign Finance
Coalition Development
Crisis Communications
Digital Media
Contracts & State/
Local Procurement
Public Private Partnerships

SERVICE

Infrastructure and
Economic Development

INDUSTRIES

Economic Development
Education
Information
Technology & Telecom
Land Use & Environmental
Local Government
Transportation

AFFILIATIONS

- Board of Directors, Northern Virginia Transportation Alliance
- Co-chair, Greater Reston Chamber of Commerce Public Policy Committee, 2011-present
- Board Member, Loudoun County Chamber of Commerce, 2010-present
- Member, Loudoun County Chamber of Commerce Public Policy Committee 2008-present
- Member, LEAD Virginia Class of 2008
- Co-chair, State and Local Policies Committee of the Fairfax County Chamber of Commerce, 2000-2002
- Corporate Development Committee, United Negro College Fund, National Capital Area, 2000-2002
- Lt. Governor's Technology Law Working Group (MD), 1999-2001
- Co-chair, Fairfax County Chamber of Commerce Legislative Committee, 1999-2000
- Northern Virginia Technology Council Government Affairs Committee, 1995-1999
- Governor's Commission on Development of the Virginia Travel and Tourism Industry, 1994



Year Opened

1967

Office Locations

Washington, D.C.
Austin, TX
Los Angeles, CA
Orlando, FL

Staff

50

Advisory Groups

Community & Resort
Institutional
Urban Real Estate
Strategic Planning & Litigation
Support
Public Strategies

Affiliations

Urban Land Institute
International Economic
Development Council
Pension Real Estate Association
International Economic
Development Council
National Multifamily Housing
Council
Society for College and University
Planning
American Planning Association
Association of Florida Community
Developers

Core Values

Adding Value to Our Clients
Achieving Excellence and
Innovation
Enjoying Our Work
Promote Greater Sustainability

Mission

Our mission is to help our clients make strategic, effective, and enduring decisions about real estate.

For over 45 years, RCLCO (Robert Charles Lesser & Co., LLC) has been the “first call” for real estate developers, financial institutions, public sector entities, private investors, anchor institutions, and Fortune 500 companies seeking strategic and tactical advice regarding property investment, planning, and development.

As the leading independent real estate advisory firm in the nation— with experience in international markets—we provide end-to-end advisory and implementation solutions at an entity, portfolio, or project level.

Since opening in 1967, RCLCO has been governed by our core values. We believe that excellence, integrity, honesty, respect, exceeding expectations, and quality are great goals that all firms must possess. These goals and values shape the culture and define the character of our firm. They guide how we behave and make decisions.

RCLCO has expertise in five major areas: Urban Development, Community and Resort Development, Management Consulting and Litigation, Public Strategies, and Institutional Real Estate Advisory. Our multidisciplinary team combines real world experience with the analytical underpinnings of the firm’s thousands of consulting engagements to develop and implement strategic plans that strengthen our client’s position in a market or sector, add value to a property or portfolio, mitigate price erosion, and strengthen a client’s position in the case of an acquisition, disposition, or legal case.

Each day, our consultants apply the knowledge gained from our body of work along with the insights from our proprietary research, which includes trends analysis, consumer research, project/portfolio performance metrics, real estate forecasts, etc. Our foremost goal is to add value to our clients’ real estate activities at every point in the market cycle. We constantly refine our concepts and methods in order to identify the best means for helping our clients gain a competitive advantage in the marketplace. Furthermore, our extensive network of clients, colleagues, professionals, and public officials, in the United States and abroad, provides us with a unique and comprehensive outlook on the industry—not to mention unmatched access to the best minds in real estate.

FISCAL AND ECONOMIC IMPACT ANALYSIS OF FUTURE SUPPORTABLE DEVELOPMENT

Huntsville, Alabama



Project Type

- | | |
|-----------------------------|-------------------------------------|
| Case Studies | Highest & Best Use Analysis |
| Charette | Implementation Strategy |
| Code/Zoning Review | Market Analysis |
| Consumer Research | Market Opportunity Analysis |
| Development Services | MetroLogic™ |
| Downtown Revitalization | Metropolitan Growth Strategy |
| Economic Development | Policy Development |
| Economic Impact Analysis | Public Outreach |
| Financial Analysis | Transaction Services |
| Fiscal Impact Analysis | Target Industry/Cluster Analysis |

City of Huntsville, Alabama

Product Type

- Industrial/R&D
- Office

Condition of Land

- Adaptive Reuse or Conversion
- Brownfield
- Greyfield
- Joint Venture/Public-Private Partnership
- Mixed/Multi-Use
- New Urbanist/Smart Growth
- Office/Industrial Park
- Redevelopment
- Revitalization
- Sustainability/"Green" Concepts
- Traditional Neighborhood Design
- Transit-Oriented Development

The Challenge

RCLCO was retained to aid the City of Huntsville, Alabama in understanding the economic and fiscal impact of a potential development on a portion of a newly annexed 10,000 acres of land. The city's goal was to create a world-class research park to drive long-term economic vitality of Huntsville by attracting new employment, spurring household growth, and expanding the tax base.

Solution

In concert with Sasaki Associates, RCLCO developed three separate market-supportable development programs for the annexed land, each with a significant build-out timeline. These development programs were prepared during a separate market and target industry analysis completed by RCLCO. The three scenarios included various mixes of for-sale residential, rental residential, office, industrial, retail, and hotel land uses. RCLCO calculated the economic and fiscal impact of each scenario through analyses of job creation, growth of the tax base, household growth, and other benefits such as reputation. These analyses determined that development of the annexed land would create positive benefits for the City of Huntsville.

Impact

RCLCO's analysis provided the necessary answers to enable the City of Huntsville to move forward in their land use decision, ultimately propelling economic growth in the city and state.

ECONOMIC DEVELOPMENT ANALYSIS

Alexandria, Virginia



Project Type

Case Studies	Highest & Best Use Analysis
Charette	Implementation Strategy
Code/Zoning Review	Market Analysis
Consumer Research	Market Opportunity Analysis
Development Services	MetroLogic
Downtown Revitalization	Metropolitan Growth Strategy
Economic Development	Policy Development
Economic Impact Analysis	Public Outreach
Financial Analysis	Transaction Services
Fiscal Impact Analysis	Target Industry/Cluster Analysis

Alexandria Economic Development Partnership, Inc.

Product Type

Other

Condition of Land

- Adaptive Reuse or Conversion
- Brownfield
- Greyfield
- Joint Venture/Public-Private Partnership
- Mixed/Multi-Use
- New Urbanist/Smart Growth
- Office/Industrial Park
- Revitalization
- Sustainability/"Green" Concepts
- Traditional Neighborhood Design
- Transit-Oriented Development

The Challenge

The D.C. Metropolitan region is growing and Alexandria is strongly positioned to capture new demand for office space. Companies within the region are expanding, new companies are moving to DC, companies already in Alexandria are growing, and together these forces will add to the regional demand for office space in the coming decade. The city is home to a growing cluster of high tech, business services, and professional association headquarters. Alexandria Economic Development Partnership (AEDP) hired RCLCO to quantify growth within business cluster in the city and regionally, and identify location, business, and other advantages that the city provides that could help retain and recruit businesses in the city.

Solution

RCLCO was commissioned by AEDP to evaluate the local economic drivers and to create an economic development strategy that would assist the city in its long-term decision making. The economic development study evaluates sources of city revenue, identifies established and emerging business clusters, analyzes the geographic distribution of business clusters, and evaluates the cost of doing business in Alexandria as compared to other competitive submarkets. The analysis identifies the types of businesses that would most benefit from locating in Alexandria and provides the city key data points that it can use to recruit and retain target industries.

The end product of the analysis is an opportunities matrix, which summarizes key recommendations and tools for implementation.

Impact

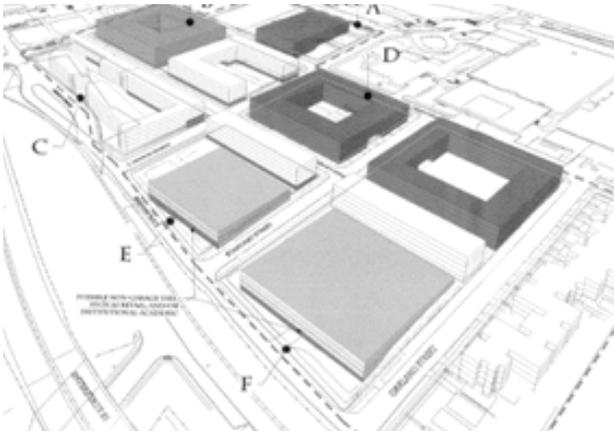
The Alexandria Economic Development Strategic Plan is in the process of being developed and this economic development strategy will help shape the goals, timeline, and implementation strategy of the strategic plan. RCLCO presented its findings to City Council and works with AEDP to facilitate implementation.

Project Reference

Val Hawkins, President & CEO | Alexandria Economic Development Partnership, Inc.
625 North Washington Street Suite 400, Alexandria, Virginia, 22314 | P (703) 739-3820 | E hawkins@alexcon.org

SYRACUSE UNIVERSITY RETAIL STRATEGY

Syracus, New York



Project Type

- Case Studies
- Charrette
- Consumer Research
- Development Services
- Downtown Revitalization
- Financial Analysis
- Fiscal Impact Analysis
- Highest and Best Use
- Implementation Strategy
- Market Analysis
- Market Opportunity Analysis
- MetroLogic™
- Transaction Services

Syracuse University

Product Type

Retail

Condition of Land

- Adaptive Reuse or Conversion
- Brownfield
- Greyfield
- Joint Venture/Public-Private Partnership
- Master-Planned Community
- Mixed/Multi Use
- New Urbanist/Smart Growth
- Office/Industrial Park
- Redevelopment
- Sustainability/"Green" Concepts
- Traditional Neighborhood Design
- Transit-Oriented Development

The Challenge

The area near Syracuse University's Carrier Dome and University Hill Hospital, mostly surface parking today, has historically been under-used and perceived as "back behind campus". Given the planned demolition of the existing elevated freeway, Syracuse University is planning a large-scale redevelopment effort including several contiguous blocks. Given market conditions and the challenges in articulating a bold vision in a weak market, the University needed market and implementation guidance on how to proceed.

Solution

In 2010 RCLCO was retained as strategic real estate advisor to help identify the feasible scope and scale of retail development potential in the corridor, and strategies for encouraging its development and ensuring its success. RCLCO analysis suggested that the location now has the potential to serve as a "west gateway" to campus, as well as to provide much needed additional housing, retail, professional office, and other neighborhood and university service facilities.

During the engagement, we completed the following:

- A detailed demographic and economic analysis to isolate the key market audiences for retail and their depth;
- A detailed supportable retail space analysis including mix of uses by type of retailer;

- Preparation of a targeted tenant list, including key retailers in the market or interested in entering the market that the district might attract;
- Financial analysis to demonstrate the cost/benefit of including retail to private development partners; and
- An implementation strategy to share risk with developers and maintain control over the type and character of retail.

Impact

Based on RCLCO's analysis, Phase I construction will include seed retail at the key corner location. Development is being timed with possible improvements at the Carrier Dome.

Project Reference

Name, Title | Company
 Street Address, City, State, Zip | **P** (000) 000-000 | **E** email@domain.com



LEONARD BOGORAD
MANAGING DIRECTOR

(240) 644-1005
lbogorad@rclco.com

Leonard Bogorad is a Managing Director based in our Washington, D.C. office.

Len has over 25 years of real estate consulting experience. He specializes in market and financial analysis and valuation of residential, retail, office, hotel, industrial, and mixed-use developments; metropolitan development trends; fiscal and economic impact analysis; and economic development strategies.

Len has directed hundreds of consulting engagements, including work on such notable projects as D.C. USA, University of Maryland Town Center, Downtown Silver Spring, Reston Town Center, and National Harbor, as well as numerous particular residential, retail, office, hotel, and mixed-use and master-planned community developments throughout the United States.

Prior to joining RCLCO, Len was Senior Vice President and Director of the Washington office of Real Estate Research Corporation (RERC). Before joining RERC, Len served as Director of Housing and Neighborhood Development for the Metropolitan Area Planning Council in Boston; Senior Staff Associate for the Connecticut Conference of Municipalities; and development consultant for a firm in New Haven, Connecticut.

He is a longstanding member of the Urban Land Institute (ULI). Len has spoken for organizations such as the Urban Land Institute and the Northern Virginia Building Industries Association, and has been published in *The Journal of Real Estate Development*, *Mortgage Banker*, *Corridor Real Estate Journal*, *Industrial Development*, *Tax Credit Advisor*, *The Washington Post*, *Real Estate Finance Journal*, *Urban Land*, and *Washington Business Journal*.

EDUCATION

Harvard University,
 Bachelors Degree

University of
 Pennsylvania, Master of
 City Planning

AFFILIATIONS

Urban Land Institute

Lambda Alpha Honorary
 Land Economics Society

**SELECTED PROJECT
 EXPERIENCE**

National Harbor

Project Director

RCLCO was retained by The Peterson Companies to conduct market and financial analyses of a major mixed-use development along the Potomac River, and to determine the fiscal and economic impact of the development on Prince George's County and the State of Maryland.

Loudoun County Metro Impact

Project Director

RCLCO was retained by Loudoun County to conduct a detailed market analysis to forecast the impact of the planned rail stations on development in the station areas and in the county as a whole. RCLCO then determined the fiscal impact that this development would have on the county, including the countywide increment as a result of the rail extension.

Crystal City

Project Director

RCLCO was retained by Arlington County to assist in the planning for the future of Crystal City, including office and residential market analyses, and conducting financial analyses to determine density and other planning and zoning provisions that would be necessary to encourage property owners to redevelop parcels with uses desired by the county.

Dulles World Center

Project Director

RCLCO was retained to analyze the market potential for office, hotel, retail, and residential development on a site in Dulles, Virginia, close to the future Innovation Center Metro station.

Eastgate

Project Director

RCLCO was retained to analyze the market potential for office, industrial, retail, and residential development on a site in Loudoun County.

Moorefield Station

Project Director

RCLCO was retained by the Loudoun County Department of Economic Development to determine the market potential for a major development proposed for the planned last stop on the Dulles corridor Metrorail extension, and to analyze the fiscal impact of the development on the county.



LEE SOBEL
PRINCIPAL

(240) 380-3102
lsobel@rclco.com

Lee Sobel is RCLCO's Director of Public Strategies, a position that blends his expertise in real estate and finance with his knowledge of land use and transportation policy. He has been a commercial real estate broker with CB Richard Ellis, in South Florida, and he spent 10 years handling real estate development and finance matters with the U.S. EPA's Office of Sustainable Communities in Washington, D.C. He is a recognized expert in urban retail, market analysis, economic development, and smart growth.

During Lee's tenure in the public sector, he provided technical assistance, policy research and development, and implementation strategies to local governments, quasi-governmental entities, community groups, and national and local advocacy organizations on real estate, finance, and economic development issues with the goal of achieving sustainable community development. At the EPA, Lee authored and co-authored publications that reflect this work, including [Infrastructure Financing Options for Transit-Oriented Development](#), [Smart Growth and Economic Success](#), [Market Acceptance of Smart Growth](#), and [This Is Smart Growth](#). At CB Richard Ellis, Lee brokered the acquisition and disposition of land, retail, and office properties on behalf of institutional, national, and private clients. He also provided opinions of value and market analytics for positioning and repositioning retail properties. While a broker, Lee authored the first book dedicated to redeveloping shopping malls into mixed-use town centers, [Greyfields into Goldfields: Dead Malls Become Living Neighborhoods](#).

Lee is a nationally recognized speaker. He has given approximately 100 speeches and presentations on real estate, finance, economic development, and smart growth, during the past eleven years to local governments, organizations, agencies, and communities, including the International Council of Shopping Centers, the National Association of Home Builders, the National Association of Industrial and Office Properties, The National Association of Realtors, and the Urban Land Institute.

EDUCATION

Thomas M. Cooley Law School,
Juris Doctorate

University of Florida,
Bachelor of Arts,
Political Science

AFFILIATIONS

Congress for the New Urbanism

International Council of Shopping Centers

Smart Growth Network

Urban Land Institute

SELECTED PROJECT EXPERIENCE

Prince George's Countywide Retail Market Analysis

Project Director

Conduct inventory of all retail through county. Perform demographic, economic and retail market analysis to identify supply and demand gaps. Comparative analysis of stable, healthy and troubled retail centers. Determine strategy to better position the County's retail market to compete within the Washington, DC metropolitan region.

Sanford Mall "Greyfield" Repositioning

Project Director

Assisted the City of Sanford, ME with a strategy and plan to convert a troubled urban mall back into the original city blocks with new mixed-use buildings. Examine joint development options, identify possible redevelopment scenarios, identify funding sources and incentive tools. Provided the City with market analysis and redevelopment feasibility scenario options.

Model Code Review and Audits

Analyst

Participated in national organization's code reviews, audits, and updates, to insure implementation of sustainable community development is possible within the intent of national standard setting codes. Formal participation includes NAHB's Green Building Standard, USGBC's LEED for Neighborhood Development, ICC's Emergency Response Street Design Initiative, and the TND Design Rating System.

South Florida Retail and Office Building Acquisition and Disposition

Commercial Real Estate Broker

Transacted the sales of over one million square feet of retail space in seven shopping centers, and four office buildings, for institutional, national, and private client investors. Transactions included retail and office market surveys, financial underwriting, and creating investment performance analysis.

MuniCap, Inc.

**Since 2012,
MuniCap
completed
37 financings
totaling
\$781.8M
public funding
in support of
public-private
partnerships
across the US**

MuniCap, Inc. is a Maryland closed corporation with a sole owner, Keenan Rice, President. It was formed in June 2002, although it operated since April 1997 as a sole proprietorship and as the Washington area office of a California based firm. MuniCap is registered with the Securities Exchange Commission (SEC) and the Municipal Securities Rulemaking Board (MSRB). MuniCap's public finance practice is a continuation of Mr. Rice's specialized practice with redevelopment finance and public private partnerships, which began over twenty-five years ago in California.

MuniCap is a public finance consulting firm based in Columbia, Maryland that specializes in the public finance aspects of economic development, redevelopment and public-private partnerships. As a result of MuniCap's commitment to and specialization with public financing related to economic development and public-private partnerships, MuniCap is one of the most experienced firms and has developed the highest degree of expertise in the country in this field.

Since 1997 MuniCap has helped close on approximately 175 project based bond issues, totaling over \$3.5 billion in public financing for development in over 30 states across the Country, including the District of Columbia. All of these financings represent tax increment financing, special assessment financing, PILOT financing, or some other form of project bond financing.

In addition to its headquarters in Columbia, Maryland, MuniCap has offices located in Dallas, Texas, Charleston, South Carolina, and Richmond, Virginia, which also specialize in the financial aspects of public-private partnerships. MuniCap currently employs fourteen professionals that are engaged fulltime in advising tax exempt issuers related to tax increment financing.

MuniCap's broad experience in many states has facilitated a thorough knowledge of public policy issues and the many various techniques and methodologies employed in public-private partnerships across the country. As a result of this experience,

MuniCap understands both the public policy issues of local governments and the development process, including constraints of the private capital markets related to real estate financing. Public-private partnerships often involve extensive negotiations between the local government and developers. It is very valuable in these negotiations to understand the other side of the transaction. MuniCap is unique in its depth of experience on both the public and private sides of public-private partnerships.



MuniCap, Inc.

MuniCap understands the unique public policy issues that must be addressed by local governments for programs to stand up to public scrutiny. MuniCap has conducted extensive national research on industry recommended best practices and has summarized these recommendations into ten key recommended policies. One of the strengths of MuniCap's experience is the successful public funding for numerous redevelopment and development projects. Successfully funding programs requires a discipline to research and documentation that exceeds the planning level. This experience has given MuniCap a highly practical perspective as to what works and what does not.

Consulting/Advisory Services

MuniCap's consulting practice provides advisory services related to real estate development projects, including but not limited to the services requested in this RFP up through financing. These services include all tasks and efforts required to develop and implement the plan of finance. MuniCap utilizes a highly disciplined quantitative and qualitative approach to evaluate and develop public financing programs. Our approach ensures that the recommended program meets not only the financial needs of the project and stakeholders, but also the highest standards of public policy.

Services that MuniCap regularly provides include:

- Policy and finance program development and evaluation
- TIF plan and application preparation and evaluation
- Project feasibility and pro-forma analysis to evaluate the but for test
- Fiscal and economic impact analysis
- Tax increment projections
- Capital markets financing implementation
- Development of special assessment methodology
- Refinancing and restructuring of bonds

Administrative Services

Most advisors and consultants are done once the bonds are issued. Much of the work, however, remains to be done. A bond issue is not successful if not successfully implemented. MuniCap is unique in the northeast in that it provides a full array of on-going district administrative support services to established special districts. MuniCap currently serves as administrator to over 140 districts across the country.

Our highly specialized concentration enables us to provide our clients with the premier level of service during every phase, from conceptualization to implementation to on-going administration.

MuniCap, Inc.

The Wharf, Washington, DC

The Wharf is a large-scale redevelopment effort totaling over 2.4 million square feet of mixed-use development. Upon completion the Southwest Waterfront development will include approximately 500 marina slips, a below-grade parking garage, and 10 acres of parks, open space, and promenades. As planned, the Southwest Waterfront will be the first LEED-Silver certified mixed-use project in the District of Columbia (the “District.”). Because of its scale and location, the project is intended to be transformative, catalyzing additional investment along the District’s waterfront.



MuniCap has been retained to provide guidance in structuring and implementing the plan of finance on behalf of Hoffman-Madison, the master developer, and has assisted in this capacity since before Hoffman-Madison was selected through the issuance of bonds for the project. MuniCap also was instrumental in the preparation of the special assessment methodology for this project.

The Mosaic, Fairfax, Virginia

The Mosaic Development project is an approximately 31 acre mixed-use development located in the community of Merrifield in Fairfax County, Virginia. The development, with nearby access to the Merrifield metro station, Capital Beltway and Route 66, is proposed to include 853 Class-A multifamily rental units, 114 Class-A townhomes, two hotels (300 total rooms), 65,000 square feet of Class-A office space and 504,100 square feet of retail spaced anchored by an approximately 168,900 square foot Target store.



In 2011, the Mosaic District Community Development Authority issued Special Obligation Revenues Bonds in the aggregate amount of \$65,650,000. Security for both series of bonds include tax increment revenues and backup special assessments. Other sources of financing for the project include developer equity and proceeds from parcel sales.

Prior to the issuance of bonds, MuniCap, Inc. served as the financial consultant to the County, and assisted the County in developing guidelines and principles for public investment to ensure a disciplined approach to investing public funds in Mosaic and other future projects. To that end, MuniCap assisted the County in developing the TIF plan of finance, feasibility analysis, and issuance of bonds. Once bonds were issued, MuniCap transitioned into the role of administrator to the Mosaic District Community Development Authority. As administrator, MuniCap helps provide management, surveillance and monitoring on the district. MuniCap also ensures compliance with best practices as determined by the Municipal Securities Rulemaking Board and Internal Revenue Service by preparing the required reports and documents.

MuniCap, Inc.

2015 TIF and Special Tax/Special Assessment Bond Issues

Town of Riverdale Park Special Obligation Bond (Calvert Tract Project), Series 2015	\$3,815,394
Prince George's County, MD: Special Obligation Developer Note (Calvert Tract Project), Series 2015	\$3,000,000
Washington, DC: Southwest Waterfront Project Revenue Bonds (The Wharf Project) Series 2015	\$145,000,000
The County Commission of Harrison County (Harrison County Development District No. 3) <ul style="list-style-type: none"> ▪ Senior Tax Increment Refunding Revenue Bonds, Series 2015A ▪ Subordinate Tax Increment Refunding Revenue Bonds, Series 2015B 	\$15,575,000 \$8,785,000
Cherry Hill Community Development Authority (Prince William County, VA) Special Assessment Bonds (Potomac Shores Project) Series 2015	\$30,000,000
Tuxedo Farms Local Development Corporation Revenue Bonds (Tuxedo Farms Project) Series 2015	\$30,000,000
Mayor and City Council of Baltimore; Consolidated Special Obligation Refunding Bonds (Tax Increment Financing Projects)	\$20,195,000
The County Commission of Harrison County, WV (Charles Point Economic Opportunity Development District) <ul style="list-style-type: none"> ▪ Special District Senior Excise Tax Revenue Bonds, Series 2015A ▪ Special District Subordinate Excise Tax Revenue Bonds, Series 2015B 	\$4,500,000 \$3,230,000
Lower Magnolia Green Community Development Authority (Chesterfield County), Series 2015 Special Assessment Bonds	\$28,070,000
Town of Westlake, Texas Special Assessment Revenue Bonds, Series 2015 (Solana Public Improvement District)	\$26,175,000
City of Celina, Texas, Special Assessment Revenue Bonds, Series 2015: The Lakes at Mustang Ranch Public Improvement District <ul style="list-style-type: none"> ▪ Phases #2-9 Project ▪ Phase #1 Project 	\$13,150,000 \$9,000,000

References

Fairfax County, Virginia
Ms. Barbara Byron
 Director, Fairfax County
 Office of Community
 Revitalization &
 Reinvestment
 10565 Fairfax Blvd. # 200
 Fairfax, Virginia 22030
 T: 703.246.6500
 E: Barbara.Byron@
 fairfaxcounty.gov

City of Baltimore
Mr. Steve Kraus
 Deputy Director of Finance
 100 North Holiday Street
 Baltimore, MD 21202
 T: 410.396.4676
 E: steve.kraus@
 baltimorecity.gov

Howard County, Maryland
Mr. Stan Milesky
 Deputy Director, Dept.
 of Finance
 3430 Courthouse Drive
 Ellicott City, MD 21043
 T: 410.313.2195
 E: smilesky@
 howardcountymd.gov

MuniCap, Inc.



KEENAN RICE

Lead Consultant, Lead Project Manager

Keenan Rice, President of MuniCap, will be personally responsible for all of MuniCap's work related to the engagement. Mr. Rice has provided consulting services similar to the services requested for all of MuniCap's projects, including all projects within Virginia.

Mr. Rice will stay directly involved in the projects, including attendance at meetings, participation on conference calls, and supervision of work efforts. Mr. Rice will be the primary point of contact for this project and the principal advisor.



DAVID SAIKIA

Technical Consultant/Report Preparation

David, Senior Vice President of MuniCap, will provide analytical support and assist in the development of any projections and other reports prepared by MuniCap to assist in the evaluation of TIFs. Mr. Saikia has been an employee of MuniCap for more than fourteen years and has assisted with the preparation and implementation of more than 100 public financing programs for development and redevelopment projects during that time. In his years with MuniCap, Mr. Saikia has developed a high degree of expertise in the area of researching and developing tax revenue forecasts. Mr. Saikia also has a high degree of expertise with fiscal analysis and the property valuation process.

Mr. Saikia is responsible for drafting most of the studies MuniCap prepares estimating tax revenues available to repay bonds and probably has as much or more experience as anyone in the country in the development of these forecasts. This experience is leavened with extensive work with underwriters and the buyers of bonds, so that Mr. Saikia has a thorough understanding of the requirements and discipline of the financial markets relating to these studies



EMILY METZLER

Project Management/Technical Consultant

Emily Metzler, Vice President of MuniCap, will be responsible for all day to day activities including completing and overseeing all research and analyses as well as other tasks and work efforts required for this engagement. Emily will provide primary support to Mr. Rice on all aspects of this engagement.

Emily Metzler has been an employee of MuniCap for over eight years and has assisted with the preparation of financial projections and implementation of financial programs for numerous projects. Emily has developed strong expertise with the financial modeling related to redevelopment financing and also has a robust understanding of the evaluation of financial pro-formas related to real estate development. Emily also has developed and prepared numerous fiscal impact analyses and reports. Emily has provided similar services to a large number of MuniCap's clients nationally and in Virginia.



**41st Top 500
Design Firms**

**22nd Top 100
'Pure' Designers**

**47th Top
100 Green
Design Firm**

**26th Top 50
in Transportation**

**18th Top 25 in
Sanitary and
Storms Sewers**

ENR 2014-
2015 Rankings

Dewberry is a leading, market-facing firm with a proven history of providing professional services to a wide variety of public- and private-sector clients. Recognized for combining unsurpassed commitment to client service with deep subject matter expertise, Dewberry is dedicated to solving clients' most complex challenges and transforming their communities. Established in 1956, Dewberry is headquartered in Fairfax, Virginia. They serve public and private clients in Fairfax and the City of Falls Church. While Dewberry has more than 40 office locations and 2,000 professionals nationwide, over 150 site/civil, land planning, landscape architecture, transportation, water/wastewater, environmental, and survey professionals are in their Fairfax, Virginia office.

They support large and small projects that routinely involve the following:

- Alternative delivery
- Architecture
- Emergency management
- Environmental studies
- Geospatial
- Land planning and development
- MEPS
- Resilience
- Site/civil/utilities
- Surveying/mapping
- Sustainability
- Transportation
- Water resources
- Water/wastewater

Their steady growth and ability to provide the capabilities, capacity, and geographic presence to serve a diverse client base has made them an industry leader, as demonstrated by the latest Engineering News-Record rankings.

Serving the City of Falls Church for Over 20 Years

Dewberry has been working with the City of Falls Church for over 20 years, the last 10+ years under a series of Basic Ordering Agreements for engineering services.

Projects in the City of Falls Church

Dewberry performed an engineering site assessment to evaluate the feasibility for the renovation and expansion of four public schools for Falls Church City Public Schools. The study included an existing site/utility analysis, identifying site constraints, and distinguishing potential permitting and environmental issues. Dewberry has a long history of work for the City of Falls Church, ranging from extensive site and survey work, infrastructure projects on sanitary and storm sewer lines, geographical information systems (GIS) geodatabase analysis, as well as designing emergency planning exercises for City staff.

They have conducted a variety of work for the City under their Basic Ordering Agreement contracts. Under these BOA contracts, their capabilities and expertise include: water main design; stormwater management; surveying and plat preparation; zoning restrictions; building regulations; architecture; property acquisition; ADA regulations; and construction inspection.



Gary Kirkbride

SENIOR URBAN PLANNER



EDUCATION

MURP, Urban Planning,
The George Washington
University, 1976

BA, Economics, Purdue
University, 1971

AFFILIATIONS

Engineers & Surveyors
Institute (ESI)

Arlington Chamber of Commerce

American Planning
Association (APA)

Prince William Chamber
of Commerce

Northern Virginia Building
Industry Association (NVBIA)

In 2014, Gary was appointed to
the Arlington County Chesapeake
Bay Ordinance Review Committee
for a term of three years.

Mr. Kirkbride’s responsibilities include supervision of land use, zoning, and site planning activities; preparation and review of planning and economic studies; and presentations to advisory and citizen groups. He has more than 30 years of planning experience with emphasis on the local level, including management of planning activities for an urban jurisdiction. Responsibility for a variety of land use studies and review of development proposals for high-density residential, commercial, office, and hotel uses has been the major focus of his recent work. He has extensive experience with administrative and public plan review, as well facilitating public participation and dialogue on controversial projects.

RELEVANT EXPERIENCE

Cameron Station, Alexandria, Virginia | Planner. Site engineering to support the closure of the Cameron Station base under the BRAC and its redesign for civilian purposes. The 165-acre site was converted to a community of 2,500 residential units and 30,000 sf of retail. Project included transportation design for 12-acres of parking areas, landscape design for two City parks totaling 64 acres, stormwater management, and floodplain studies.

Innovation@Prince William; Student Multi-Purpose Center (With GTE Conference Center), George Mason University, Virginia | Planner. Preliminary master planning and feasibility engineering services for the Prince William Institute, a proposed center for undergraduate and graduate instruction, research, and public service. The first major building, for which the firm provided architectural, building engineering, site engineering, and landscape architectural services, contains the Student Multi-Purpose Center and GTE Conferencing Center.

Pentagon City, Arlington, Virginia | Planner. Master plan and urban design for the mixed-use development. Occupying a 116-acre parcel of land located just south of the Department of Defense, its location, size, and accessibility to the Metro made it an ideal candidate for a combined housing, commercial, and recreational development.

Virginia Square, Arlington, Virginia | Planner. Mid-rise, mixed-use development containing office space, residential units, and support retail facilities. The complex includes prime office space and a mixture of residential types, including luxury units and elderly housing. Site plans also include the incorporation of an urban park for residents’ use. Provided master planning and architectural services. Assistance was also provided for the zoning application process.



Timothy Culleiton, PE

SENIOR PROJECT ENGINEER



Mr. Culleiton has extensive experience in civil engineering, primarily as a manager of large site development projects involving multi-discipline A/E services. He has extensive knowledge of the regulatory and review processes applicable within the Commonwealth of Virginia. He has managed and designed large scale mixed-use communities, educational and law enforcement training complexes, municipal infrastructure facilities, and a host of transportation projects. His experience includes designing storm drainage and stormwater management systems, erosion and sediment control plans, and access studies. Completion of course work sponsored by the Engineers and Surveyors Institute (ESI) has made Mr. Culleiton familiar with the review process for local jurisdictions in Northern Virginia.

EDUCATION

BS, Civil Engineering, University of Pittsburgh, 1984

BA, Mathematics, Saint Vincent College, 1984

AFFILIATIONS

American Public Works Association (APWA)

CERTIFICATIONS

Virginia BCOM - 2010

REGISTRATIONS

Professional Engineer: VA | MD

Associate Designated Design-Build Professional: US

RELEVANT EXPERIENCE

Falls Church Public Schools Master Plan, City of Falls Church, Virginia | Project Manager. Engineering site assessment to evaluate the feasibility of renovating and expanding four Falls Church public schools. The study included analyzing the existing site and utilities, identifying site constraints, and distinguishing potential permitting and environmental issues.

City Hall, City of Falls Church, Virginia | Civil engineer for long-range space needs master plan for the occupants of the 40,000 SF Harry E. Wells municipal building (city hall), which houses general governments, courts, and sheriff and police functions for the city. The project was conducted over three phases.

Georgetown University: Mid Campus Improvement, Washington, DC | Project Manager for design and construction of site infrastructure improvements related to the University's Mid-Campus Projects. The Mid-Campus Projects include a 179,000 sf Business School, a 155,000 sf Science Building, and a Multi-Sport Playing Field. Infrastructure improvements: realignment of campus access roads and major utility relocations to achieve the building program.

University of Virginia, 1st Year Resident Hall Replacement Technical Master Plan, Charlottesville, Virginia | Project Manager for the preparation of a Technical Master Plan to address replacement of the 1st year housing on the grounds of UVA, a \$200 million development and construction program. The study addressed inter-related technical issues including topography, utilities, phasing, constructability, schedule, preservation of environmentally sensitive areas/resources, safety and overall project economics in an effort to replace and modernize 1st year resident housing.



Jeffrey Chapin, PE

SENIOR WATER/WASTEWATER ENGINEER



EDUCATION

MS, Sanitary Engineering, Virginia Polytechnic Institute and State University, 1974

BS, Civil Engineering, Virginia Polytechnic Institute and State University, 1973

AFFILIATIONS

Water Environment Federation (WEF)

New England Water Environment Association (NEWEA)

American Water Works Association (AWWA)

American Public Works Association (APWA)

REGISTRATIONS

Professional Engineer: Virginia, Maryland, West Virginia

Mr. Chapin, PE, has over 40 years of experience in a wide range of waterworks and wastewater facility engineering. Mr. Chapin has been responsible for the successful completion of engineering projects throughout the Northern Virginia region; his background includes the planning, permitting, design, construction, and operation of water and wastewater treatment and distribution/conveyance systems. He is thoroughly familiar with the local, state, and federal regulations for water and wastewater facilities by virtue of his years of extensive design and engineering experience. He has managed many water and wastewater planning and design projects for Virginia municipalities. Mr. Chapin has served as Project Manager for the design, construction, and startup of more than 50 wastewater pumping station projects, and more than 15 wastewater treatment plant projects. He has served as Project Manager for planning, permitting and design of construction plans and specifications for numerous water transmission main and sewer projects involving extensive coordination with existing utility locations and crossings.

RELEVANT EXPERIENCE

City of Falls Church, Virginia

- Basic Ordering Agreement, General Engineering Services
 - Best Management Practices (BMP) at the Property Yard
 - Stormwater Easement GIS
 - Civil 3D and Survey
 - Wren’s Branch Sewer System Model
 - Boundary Survey
 - GIS Street Data
 - Survey of Property Yard
 - Pump Station Operations Center
 - Easement Plats
 - Kirby Road Modifications
 - TGIS/Geodatabase Analysis
 - GIS Business Process/Geodatabase Analysis
- Jefferson Street, 411 East Survey
- Williston Water Tank Plat

Chesterbrook Pump Station Upgrade, Falls Church, Virginia | Project Manager. Detailed electrical engineering design for upgrading the existing pump station. Dewberry provided construction phase engineering services including shop drawing and RFI review and electrical inspection. Services included a topographic and boundary survey for the booster pump station site and adjacent property. Dewberry developed a grading plan to control erosion and sediment and alleviate booster pump station flooding concerns.



City of Falls Church General Services BOA, Falls Church, VA

Dewberry is held a three-year open-ended contract with the City of Falls Church that involved a wide variety of water main and booster station upgrade task assignments. Several of the tasks completed under this contract are listed below. Services include: water main and booster station system design/upgrade, surveying and plat preparation, stormwater management, zoning variances, property acquisition and construction inspection.

Contact:

Rodney Collins
Former Chief Engineer
City of Falls Church
Department of
Public Utilities
Now with Fairfax Water
703.698-5600, ext. 6371

- **Evaluation of Water Distribution System Operation** | Dewberry evaluated the operating procedures to be utilized to improve the efficiency of the water distribution system. A report was prepared outlining the findings of the staff interviews, site visits and alternatives evaluation.
 - **Chesterbrook Booster Pump Station Renovation** | Engineering design for upgrading the pump station. Provided construction phase engineering services including shop drawing and RFI review and electrical inspection. Services included a topographic and boundary survey for the booster pump station site and adjacent property.
 - **Eden Center Water Main Modifications** | Dewberry provided surveying and engineering services for the design of the approximately 120 feet of 12-inch water main.
 - **Willston Water Tank Special Exception** | Special Exceptions Plat for the water tower. The existing tower has been owned by the City for many years and was currently located on an easement.
 - **Miscellaneous GIS Services** | Prepared existing street centerline data for migration into the Northern Virginia Regional Routable Centerline data model.
 - **Miscellaneous Survey Services** | Topographic and planimetric field surveys, boundary surveys, and plats.
 - **Renovations to the East Wing of City Hall** | Architectural, mechanical and electrical plans and specifications for the space renovation program. Prior to the development of the drawings, Dewberry performed a detailed survey of existing conditions. Dewberry provided construction phase architectural and engineering services and provided part time inspection.
 - **Miscellaneous Water System Improvements/ Relocations** | Water main improvements at locations including Patrick Henry Drive, Seven Corners and Mayflower Drive. Improvements included replacement mains, valves, hydrants and service connections in highly urbanized areas of the City.
- Miscellaneous Water Booster Pumping Stations** | Plans and specifications for Live Oak Drive and Tysons Fifth High water boosting pumping stations and the rehabilitation of George Mason and Willston water boosting pumping stations.



Wells + Associates are nationally recognized transportation and traffic engineering consultants delivering traffic engineering services to private real estate developers, public agencies, corporations, and institutions.

Their offices are located in Tysons, Leesburg, and Manassas, Virginia, and Silver Spring, Maryland, but W+A conduct a nationwide practice. In the past 20 years, they have worked in 34 states, the District of Columbia, and four foreign countries.

Traffic and transport studies

Wells + Associates provide high-quality, dependable, and personalized transportation planning and traffic engineering services to clients. W+A develops a thorough understanding of clients' needs, goals, and objectives, and provides the transportation planning and traffic engineering services required to solve problems and achieve these goals.

They are creative problem-solvers who know how to identify problems, pinpoint alternative solutions, evaluate those solutions, and deliver the best solution for all stakeholders.

Wells + Associates qualifications include:

- Established relationships with local agency staff, state highway officials, planning boards, locally-elected officials, and the development community.
- Thoroughly familiar with local agency review processes and transportation study guidelines.
- Familiar with the latest and best techniques for solving traffic, parking, transit, pedestrian, and bicycle problems in fulfillment requirements.
- Continually up-to-date on what's going on in our community and around the country. W+A knows what has worked (and not worked) in other communities.
- Full staff of project managers, engineers, and field personnel equipped with the latest hardware, software, local standards, and reference materials.



Mary Ellen Henderson Middle School and George Mason High School | City of Falls Church, Virginia

W+A assessed on- and off-site traffic circulation and the adequacy of the existing turn lanes on the adjacent Route 7 and Haycock Road. W+A conducted extensive on- and off-campus traffic counts, observed on-site traffic operations, and projected future traffic volumes for the increased student enrollment and campus plan.

W+A worked with the schools, architects, and site civil engineers to develop a campus plan that included: adequate faculty/staff, student, and visitor parking; a separate school bus loop; separate student drop-off/pick-up lanes; driveway use restrictions; and appropriate pavement markings, signs, and gate controls. W+A recommended new and improved turn lanes on Route 7 and Haycock Road and that the high school and middle school start times be offset by at least 30 minutes in order to reduce peak traffic demands and improve circulation.



Reston Town Center | Fairfax County, Virginia

Reston Town Center is a downtown for the 21st century. It is widely recognized as the first and best example of a compact, mixed-use Town Center rather than just a high-density suburban center. It is not surprising that Reston Town Center commands the highest office rents in suburban Washington.

W+A has conducted numerous traffic and parking studies of Reston Town Center, including: transportation impact studies of project plans for specific sections; trip and parking generation studies; shared parking studies; parking garage operation studies; and parking management studies. These studies were conducted, over the years, for Reston Land Corporation, Westerra Reston, Terrabrook, Equity Office, Boston Properties, The JBG Companies, KSI Services, Brookfield Properties, and MRP Realty.

W+A found that Reston Town Center generates 24% fewer AM peak hour trips and 10% fewer PM peak hour trips than would otherwise be estimated based on standard Institute of Transportation Engineers (ITE) trip generation rates for the individual uses. Reston Town Center requires 15 to 42 percent fewer parking spaces due to shared parking among its diverse mix of uses.



North Bethesda Center | Montgomery County, Maryland

This is the largest joint-development project ever approved by WMATA. It will create 5,400 new jobs and add 6,500 daily commuters on Metro. W+A was prepared a Trip Reduction Program to achieve and maintain the 50 percent vehicle-trip reduction. W+A also prepared a comprehensive Local Area Transportation Review of 22 intersections in the County and the neighboring Rockville that identified road improvements that could be included in the County's Capital Improvement Program and funded by impact fees.



MARTIN J. WELLS

Founder

Mr. Wells has over 35 years of experience in traffic, transportation, transit, parking, and pedestrian planning and engineering. He has worked for private real estate developers; federal, state, and local governments; and institutions in 30 states and overseas. This experience includes traffic impact studies, transportation analyses of mixed-use developments, travel demand management studies, parking policy and needs studies, transit planning, and highway and parking facility design. Mr. Wells has provided expert testimony before numerous planning boards, elected officials, administrative hearing officers, and citizens groups.



MICHAEL J. WORKOSKY, PTP, TOPS, TSOS

Vice President

Mr. Workosky has over 20 years of experience in traffic, parking, and transportation planning and engineering. He is a registered Professional Transportation Planner (PTP), Traffic Operations Practitioner Specialist (TOPS), and Traffic Signal Operations Specialist (TSOS), and has worked for both private real estate developers and public sector clients. This experience includes site traffic impact studies, retail site assessments, transportation analyses of large-scale mixed-use developments, shared parking analyses, parking design and needs studies, and feasibility analyses.



CHRISTOPHER TURNBULL

Vice President

Mr. Turnbull has 25 years of transportation experience in traffic, parking, planning, and engineering. He has worked for both public sector and private real estate developer clients. This experience includes traffic impact studies, parking facility analysis and design, transit planning, capacity analysis, data collection, and design.

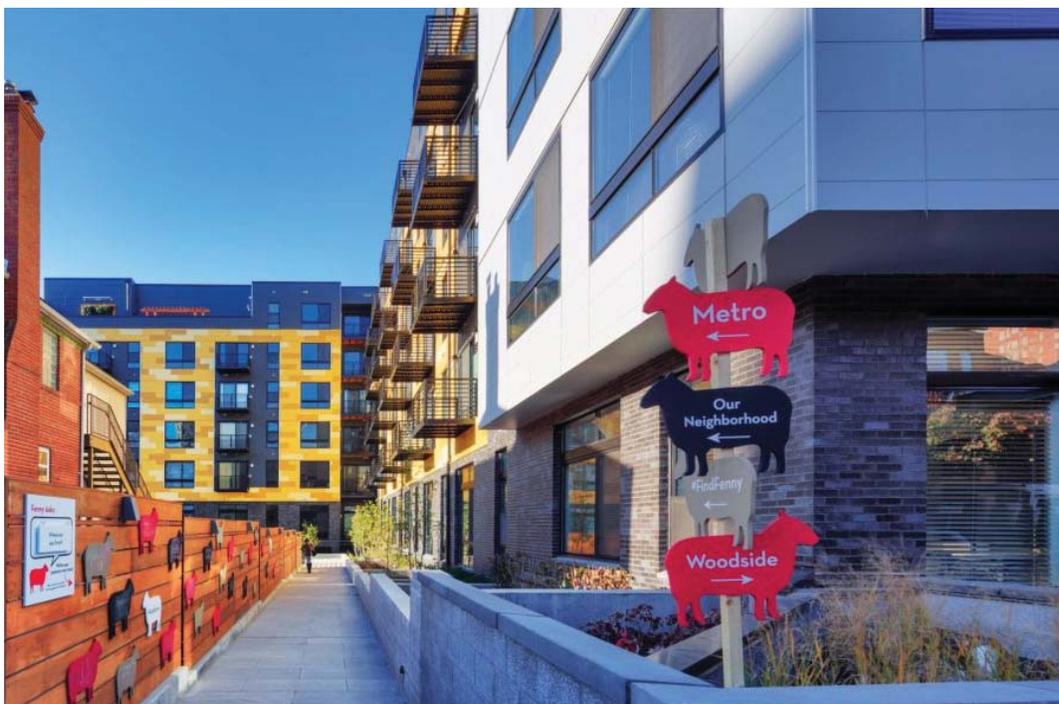
Nova+Habitat

an award winning real estate development company.

In 1992, Nova-Habitat began working on its very first project. Since our humble beginnings in the early 90s, their passion and commitment to enhancing each neighborhood they work in has grown stronger with each project completed. From 1993 through 2001, the company’s activities were primarily focused in the senior living and assisted living industry. Commencing in 2001, the company expanded its project scope to include the development of several mixed use residential, multifamily, retail and commercial projects.

Nova-Habitat is neighbor in each community they do business in, proud of the relationships that have been established with neighbors, community leaders, planning officials, and other professionals within the development industry.

While Nova-Habitat are now positioned to acquire and develop some of the region’s most significant projects that can transfigure an entire neighborhood, they also remain nimble to be able to pursue smaller infill projects where an opportunity arises. In each of their projects, they carefully select and collaborate with top caliber architects, designers, and building partners to ensure the best possible design for a site - which has resulted in award winning projects around the region.





ED NOVAK

President and Founding Partner

Ed Novak formed Nova-Habitat in 1992 and has 25 years of experience in real estate development and private equity investment. Previously engaged in corporate strategic planning and new business development, Ed has primarily focused upon urban mixed use development and redevelopment projects in the greater Washington DC region over the past 15 years. Ed served as the Director of Development for the Marriott Corporation from 1983-1992, working as part of the venture team that formed the senior living services division of the company.

Ed received a Bachelors of Science from Carnegie Mellon University and graduated with honors from Carnegie Mellon University's Masters in Business Administration (MBA) program. He is an investor and co-owner in many local businesses, including Mad Fox microbrewery in Falls Church, Virginia.



DAMON OROBONA

Partner

Damon Orobona identifies new development opportunities for Nova-Habitat and assists in navigating the entitlements process. Prior to joining Nova-Habitat, Damon was a well-regarded attorney that represented companies before elected and appointed officials. Damon is among a select group of land use professionals nationwide who are licensed to practice law and are AICP certified.

Damon studied real estate finance at Georgetown University, law at St. Thomas University, and urban planning at Harvard University. He is the president of the American Planning Association's National Capital Chapter and the vice-chairman of Georgetown University's real estate alumni association. Damon regularly speaks at conferences and universities around the country on real estate development and urban planning topics.



The Kensington of Falls Church (Groundbreaking August 2015)
 In January 2013, Nova-Habitat contracted to acquire the existing Burger King restaurant at 700 West Broad Street in downtown Falls Church. Nova-Habitat evaluated numerous redevelopment options for the ¾ acre site. In May 2014, Nova-Habitat received special exception and rezoning approvals for a 5 story senior assisted living residence with a ground floor public café and art gallery. Nova-Habitat partnered with Kensington Senior Living to complete the financing, construction and operation of the project. The project is projected for completion in September 2016.



Fenwick Station; Silver Spring (Completed 2014)
 In late 2010, Nova-Habitat was the successful bidder (out of 9) for a 1.75 acre site in the central business district (CBD) of downtown Silver Spring. The property was owned and operated by the United States Postal Service and included a 14,000 sf building that served as a local retail post office, and a carrier distribution center for approximately 52 postal carriers. Nova-Habitat contracted to acquire the property for \$7.2M in 2010 and subsequently secured zoning and development for \$7.2M in 2010 and subsequently secured zoning and development approvals for a 6 story, 310 unit luxury multi-family apartment project. Nova-Habitat partnered with Insight Property Group to complete the financing and construction of the project, “Fenwick Station,” which opened in August, 2014.



The Byron; City of Falls Church (Completed 2006)
 In 2003, Nova-Habitat acquired the Red Lobster restaurant on Broad Street in downtown Falls Church. After evaluating various redevelopment options, Nova-Habitat received zoning approvals to construct a \$60+ million mixed-use project consisting of 90 luxury condominium units and approximately 22,000 square feet of retail and office space on the 2.0 acre site. Nova-Habitat pre-sold over 50% of the residential condominiums and broke ground on the project in August 2004. In June 2005, at approximately 50% completion, Nova-Habitat sold a majority interest in the project to JPI, a multi-billion dollar development company. Nova-Habitat remained as a development partner in the project through completion in late 2006. The eight penthouse units in the Byron, which sold for \$1.0 to 1.4 million in 2006, continue to be the most valuable condominiums in the City of Falls Church.



Capstone focuses on the development and acquisition of institutional-quality lodging assets that are affiliated with top-tier national lodging brands. They selectively pursue ground-up development opportunities in markets with high barriers to entry and strong economic fundamentals. Capstone’s acquisition strategy focuses on properties where they can create incremental value through renovation, re-branding, repositioning, and intensive asset management.

ACQUISITIONS

Capstone acquires full-service and select-service hotels in the top twenty-five metropolitan areas in the United States. Capstone actively targets opportunities to acquire core, core-plus and value-add assets below replacement cost, and where revenue and operating margin improvement are achievable through focused, aggressive asset management.

INVESTORS

Capstone’s projects are funded by a variety of capital sources including institutional private equity, sovereign wealth, and high-net worth individuals. Additionally, Capstone acquires existing hotel assets through a recently-formed joint-venture with a U.S. pension fund advisor.





NORMAN JENKINS

Founder & President

Norman Jenkins is the founder of Capstone Development. Prior to the launch of Capstone, Mr. Jenkins was Senior Vice President, North American Lodging Development, and a Corporate Officer of Marriott International, Inc. In his role as SVP, Mr. Jenkins led complex development projects including transaction structuring, financing and real estate acquisition. Upon joining Marriott in 1992, Mr. Jenkins was a Senior Manager in Marriott's Corporate Internal Audit group. His other executive roles include: Tax Director; Acquisition Executive; Finance Director; Vice President & CFO, Ramada International; Vice President, Global Operations, Ramada International; and Vice President, Owner & Franchise Services. Mr. Jenkins is a frequent industry conference speaker and serves on numerous boards.

Mr. Jenkins was also the architect of Marriott's industry-leading Diversity Ownership Initiative ("DOI"). The DOI is responsible for doubling the number of diverse-owned Marriott hotels over a three-year period to 500 hotels, resulting in a diverse-owned company becoming Marriott's second largest franchisee.

Mr. Jenkins began his professional career at McDonald's Corporation where he held management positions in finance and operations. He serves on a number of boards including the Howard University Board of Trustees, and the Suburban Hospital Board of Trustees. Mr. Jenkins holds a BBA in accounting from Howard University, an MBA from the George Washington University and is a certified public accountant.



DARREN LINNARTZ

Managing Partner

Darren Linnartz joined Capstone in 2012 bringing over 20 years of experience in hospitality and real estate development. Prior to joining, Mr. Linnartz was Principal of Green River Partners, a real estate development firm he founded in 2008 to make opportunistic real estate investments in the hospitality space. Prior to that, he was the founding president of Revolution Development, a real estate company formed with AOL co-founder Steve Case to own and develop a \$1 billion destination resort in northwest Costa Rica. He was responsible for overseeing all development activities including land acquisition, entitlement, design, financing, and deal structuring, including managing all relationships with investors, lenders, government officials and business partners.

Prior to joining Revolution, Mr. Linnartz served 15 years with Marriott International, Inc., most recently as Vice President of Real Estate Development, where he was responsible for the delivery of over US\$1 billion of complex hotel and residential projects, from feasibility through completion. Prior to that, Mr. Linnartz held positions in the Development Planning, Sales and Marketing, and Operations areas of Marriott. Mr. Linnartz received a Bachelor of Business Administration degree from Louisiana State University (1989).



Marriott Marquis Hotel, Washington, DC

Capstone, along with its partners Quadrangle Development and a sovereign wealth fund, completed the Marriott Marquis Hotel in May 2014. The \$520 million hotel, which is connected to the Washington Convention Center, comprises 1,175 guest rooms and over 100,000 square feet of meeting and function space. The development combined new construction with the adaptive reuse of an existing office building listed on the National Register of Historic Places.



Courtyard by Marriott, Washington, DC

Capstone, along with its partner Quadrangle Development, is currently developing a mixed use project on a site located at 9th Street NW and L Street NW. The \$230 million project includes a 310-room Courtyard by Marriott hotel, a 190-room Residence Inn by Marriott hotel, and 230 residential units. The project is located in the Shaw Historic district and includes the redevelopment of a number of historic buildings located along 9th Street NW. Capstone recently completed the PUD process and is currently overseeing the design and financing of the project, which is projected to break ground in 2015.



SpringHill Suites Pittsburgh Bakery Square, Pittsburgh, Pennsylvania

Capstone acquired the 110-room SpringHill Suites Pittsburgh Bakery Square in 2013 in partnership with an institutional investor. The hotel was developed in 2010 as part of the Bakery Square mixed-use project, an innovative adaptive reuse of an historic Nabisco biscuit factory. Bakery Square now includes 216,000 square feet of class-A office space, 136,000 square feet of retail space and the SpringHill Suites.



The Fairfield Inn & Suites Manhattan Midtown, New York, New York

The Fairfield Inn & Suites Manhattan Midtown was developed in 2013 and is located adjacent to Penn Station and Madison Square Garden. Capstone provides asset management services to the hotel's private institutional owner.