



The Wharf, PN Hoffman & Associates

RESPONSE TO REQUEST FOR PROPOSAL
FOR

WEST FALLS CHURCH ECONOMIC DEVELOPMENT PROJECT

RFP NUMBER 0501-18-GMHS-WFC

Falls Church Gateway Partners (FCGP), a partnership between EYA ("EYA"), PN Hoffman ("PNH"), and Regency Centers ("Regency"), is confident that it has assembled a team with the capacity, resources, and experience to deliver creative and timely results for the City of Falls Church and its residents. EYA has been following the potential high school development Site for the past three years and is very excited about the opportunity. EYA has proven experience in residential development and master planning, and the team is strengthened and substantiated with the inclusion of PN Hoffman and Regency as trusted development partners. EYA has previous experience working together with both firms, and the three firms share a common culture and commitment to high quality development that has enabled us to successfully collaborate. Each firm has unique, specialized expertise and as one team, we bring considerable residential, retail, office, and hotel experience as well as access to capital from both traditional private sector investors as well as the public capital markets. Finally, all three team members have successfully collaborated with our chosen architect and master planner, Torti Gallas.

EYA will be the managing partner of FCGP and will act as the City's main point of contact. As the managing partner, EYA will lead the public approvals processes and will coordinate the overall master planning effort together with Torti Gallas. EYA and PN Hoffman will jointly lead the development and management of all mixed-use residential buildings, PN Hoffman will lead the office and hotel development and leasing, and Regency will lead the retail development and leasing component. All three development entities will take financial responsibility for the project. The qualifications, experience, and staffing for each firm is outlined below and discussed in detail in Section 4.5.

FCGP understands that building relationships and trust within the

community is integral to the success of neighborhood-scale transformations. This is especially true on a Site such as this where there will be a significant civic use presence by way of the high school and middle school campuses. As a result, EYA will draw from its numerous community engagement efforts and lead the community outreach process throughout design and development.

Beyond the development entity, FCGP has identified best-in-class partners, many with deep roots in the City of Falls Church and Northern Virginia in general, to assist in the transformation of the Site. Baskin, Jackson & Lasso will support the team on legal matters, land and title issues, and provide outreach to and connection with elected officials and governing bodies. Included on the design team is Walter Phillips, a local expert in civil engineering with extensive knowledge about the Site and proven commitment to the City. Municap, a premier public financing expert, joins the FCGP team to advise the team and the City on available tax revenue streams, alternative sources of funding, public policy best practices, and other public financing measures. FCGP has also reached out to premier institutional equity investors and financial institutions - PSP, Wells Fargo, Eagle Bank, and M&T Bank - who have expressed interest in the opportunity. In a similar fashion, FCGP has been in close contact with General Contractors that the entities have had positive experiences with, namely Clark Builders Group/Clark Construction and Donohoe Construction, both of whom have also expressed interest in the opportunity. For both financial and contractor recommendations and interest, see the Appendix.

The team has no persons obligated to disqualify themselves from participation 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).

4.4 TEAM DESCRIPTION

FALLS CHURCH GATEWAY PARTNERS

Development Partners

EYA Evan Goldman	PN Hoffman Shawn Seaman	Regency Rafael Muniz
----------------------------	-----------------------------------	--------------------------------

Design Team

Architecture/ Master Planning/ Concept Plan/ Sustainability Experts Torti Gallas + Partners Thomas M. Gallas Murphy Antoine	Civil Engineering/ Infrastructure Walter L. Phillips, Inc. Karen White	Public Finance Consultants MuniCap Keenan Rice Emily Metzler	Legal Counsel Baskin, Jackson & Lasso David Lasso	Private Finance Relationships <ul style="list-style-type: none"> • PSP • M&T Bank • Wells Fargo Bank • Eagle Bank 	General Contracting Relationships <ul style="list-style-type: none"> • Clark Builder's Group • Donohoe Construction
--	--	--	---	---	---

Additional Team Members

EYA HOMES LLC (EYA) is an experienced developer with a 25-year record of successfully creating high quality, architecturally distinct, mixed-income and mixed-use communities in the DC metro area. The company employs 80 professionals involved in every aspect of the development, from master planning, entitlement, and financing, to land development, construction, marketing, sales, and management. EYA has completed more than 40 communities and 5,000 homes across the Washington region and has been honored with more than 300 local and national awards, including Developer of the Year from the Maryland Building Industry Association in 2016 and America's Best Builder in 2000 and again 2009. Since its founding in 1992, EYA has grown and

evolved into a more diverse development company with proven capabilities in master planning, mixed-income developments, and public private partnerships. EYA takes pride in its track record of success in every aspect of the development process - planning, entitling, land development, construction, marketing, and sales of our projects - and typically has annual revenues in excess of \$120 million. Through sourcing internal and external equity capital, EYA has the deep financial capacity necessary to successfully undertake and complete multiple large-scale projects. Land sellers have found comfort in both their ability to creatively and successfully entitle properties and then reliably finance them at the closing table.

PN HOFFMAN (PNH) is a premier developer of urban residential and mixed-use neighborhood transformations. Since its formation in 1993 by Monty Hoffman, the company has successfully completed more than 50 developments and 3,400 residences. The firm's unrivaled reputation as a dependable partner comes from its holistic approach and relentless attention to detail from entitlements and approvals, to financing, design, development and construction, sales and leasing, merchandising and retail operations, asset management, community engagement, and urban placemaking.

REGENCY CENTERS, LP (Regency) is a company defined by its people. What started as a Jacksonville-based family business in 1963 has grown into the nation's preeminent shopping center Real Estate Investment Trust (REIT). This is largely due to the entrepreneurial spirit of its employees and their ability to find the best retailers for the best spaces, again and again. To provide an outstanding shopping experience, Regency is continually taking a fresh look at its centers to ensure that they are vibrant, neighborhood gathering places - places where people want to visit, shop and stay. Regency has a strong national footprint, with a presence in 35 of the top 50 U.S. markets. Regency is a publicly traded company with a total market capitalization of approximately \$16 billion as of December 2017. Though Regency proudly owns and operates more than 400 centers nationally and is vested in the community as long-term property owners, development and placemaking are still at the core of their DNA. Regency has developed 230 shopping centers since 2000, representing an investment at completion of more than \$3.9 billion. Regency currently has 23 projects totaling \$544M under construction (9 ground-up and 14 redevelopments). With a complete in-house real estate team, Regency has the expertise to build centers curated with a mix of retailers that simultaneously attracts shoppers and grows sales.

TORTI GALLAS AND PARTNERS, INC. (TGP) is a national leader in master planning and designing residential, mixed-use, transit-oriented, and commercial developments for the public and private sectors at the local, national and international levels. They take pride in balancing the diverse needs of communities with the realities of the marketplace to arrive at buildable solutions that bring value to their clients and to the people who will ultimately live, work, learn, shop, visit and play in the communities in which they work. In applying this successful, market-focused balance, TGP has designed over 485,000 residential units, 15 Million SF of commercial/office space, and planned over 1,800 residential and mixed-use communities. Since their founding, these projects have resulted in more than \$75 billion of construction.

TGP is highly sought after for their ability to work through complex projects due to their effective process of building consensus and stakeholder buy-in. TGP has conducted over 400 workshops and charrettes, both locally and nationally, to engage communities in designing "win-win" solutions, often for challenging urban conditions.

TGP is a market leader in designing environmentally sustainable and economically viable communities. In total, TGP has more than two dozen LEED Certified projects and a dozen more pending certification, including 94 LEED Platinum certifications. TGP has been the recipient of numerous awards for their innovative design work, having won over 400 international, national, and local design awards from such prestigious groups as the American Institute of Architects, the Congress for the New Urbanism, the International Council of Shopping Centers, the Urban Land Institute, the American Society of Landscape Architects, and the National Association of Home Builders.

4.4 TEAM DESCRIPTION

WALTER L. PHILLIPS INC. (WLP) - offers a full spectrum of land development services, including civil engineering, land surveying, landscape architecture, urban planning and arborist services. WLP also has extensive expertise in such related services as low impact design, innovative stormwater management, adaptive reuse and Site design to meet LEED criteria. Complementing their engineering services, WLP offers a wide range of related services, such as streetscape and hardscape design, tree services and tree preservation plans, ALTA surveys, construction stakeout services, rezonings and other land entitlements. In short, WLP is an expert at navigating the matrix of technical, economic, regulatory and aesthetic issues in order to develop the optimum solutions for their clients.

Since 1945, WLP has been centrally involved in the Washington DC area's transformation, helping a broad variety of projects come to fruition throughout the Washington DC and Northern Virginia area, including Arlington, Alexandria, Tyson's Corner and many more. WLP has a legacy of combining state-of-the-art engineering, creative problem-solving and outstanding customer service for their clients and stakeholders. In an industry in which change and churn are the norms, WLP has worked hard to maintain a consistent, dedicated team focused on delivering the best engineering services and value available anywhere. Underlying its technical knowledge, WLP is intimately familiar with the many processes and players involved in the City of Falls Church. WLP's highly effective working relationships with review agencies, combined with their collaborative approach, allows them to ensure that our clients' projects move efficiently through the approval processes.

MUNICAP, INC. 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. This specialization has allowed MuniCap to develop the highest level of expertise in our field. MuniCap has provided services for over 200 public-private partnership development projects across the country, including a number of projects in Virginia. Since 1997 MuniCap has helped facilitate over \$5.5 billion in public financing for development. MuniCap's national experience means that they have a thorough knowledge of public policy issues related to public investment in redevelopment - as well as a comprehensive understanding of the best practices for addressing those issues. Meanwhile, their Virginia experience gives them a framework to address the constraints unique to the George Mason High School project.

BASKIN, JACKSON & LASSO P.C. is a leading civil law firm. For over 65 years, the general civil practice firm of Baskin, Jackson & Lasso P.C. has created strong ties within the City of Falls Church and surrounding Fairfax and Arlington County communities. They practice in all of the courts and regulatory agencies of Northern Virginia. This long-standing stability and experience representing local governments as well as private clients in land use matters provides their clients with exceptional legal representation. They assist our clients in working with the local community to build a consensus on difficult and complex land use issues and doing so with keen eye on the legal requirements that must be met. Baskin, Jackson & Lasso has provided legal counsel matters ranging from complex transit oriented developments to local subdivisions. Their land use attorneys have been rated AV® Preeminent™ Martindale-Hubbell® Peer Review Rating SM—for more than 25 years; a distinction that signifies particularly outstanding legal work, professionalism, and ethical standards.

Strengths of the Falls Church Gateway Partners Team

	EYA	PN Hoffman	Regency	Torti Gallas	Walter Phillips	MuniCap	Baskin, Jackson & Lasso
Key Professionals with Relevant Experience	✓	✓	✓	✓	✓	✓	✓
Master Planning and Design Excellence	✓	✓	✓	✓			
Mixed-income Development Experience	✓	✓	✓	✓		✓	
Placemaking Experience	✓	✓	✓	✓			
Sustainable Development Experience	✓	✓	✓	✓			
Experience Working Together	✓	✓	✓	✓	✓	✓	
Strong Financial Capacity	✓	✓	✓				
Entitlement Expertise	✓	✓	✓	✓	✓		✓
Successful PPP Experience	✓	✓		✓		✓	✓
Northern Virginia Expertise	✓	✓	✓	✓	✓	✓	✓
City of Falls Church Expertise					✓	✓	✓
TOD Experience	✓	✓	✓	✓	✓	✓	✓