



July 27, 2020

TO: Christopher E. Martino
County Executive

FROM: Adam Manne
Purchasing Division Chief

THRU: Michelle L. Attreed
Director of Finance *MMA*

SUBJECT: Unsolicited PPEA Mid-county Complex (Parsons Business Park)

The Finance Department received an unsolicited Public-Private Education Act (PPEA) proposal from parson Business Park, LLC on March 2, 2020, for the design, design and development of a consolidated administrative warehouse complex for the County on property currently owned by the developer.

The PPEA Review Committee consisted of:

- Rebecca Horner, Deputy County Executive
- Michelle Attreed, Director of Finance
- Rick Canizales, Director of Transportation
- Matt Villareale, Acting Director of Fleet and Facilities
- Dave Sinclair, Director of the Office of Management and Budget
- Mathew Corneliusen, Office of management and Budget
- Brad Norris, Financial Analyst Manager

The committee has finished its review of the technical and cost proposal and have determined that the concept is viable, and the County would benefit from a facility of this nature

Please note that if accepted, Procurement Services would move the PPEA process forward by advertising the acceptance of the proposal and requesting competing conceptual proposals and notifying affected jurisdictions. If rejected, it does not preclude the County from issuing a Request for Information (RFI) for a similar facility in the County.

Approved/Accepted:

Not Approved/Rejected:

CEM

Christopher E. Martino
County Executive

7/28/2020

Date



August 3, 2020

**PRINCE WILLIAM COUNTY
NOTICE OF RECEIPT OF UNSOLICITED PROPOSAL
Phased Design/ Construction of a Mid-County Complex**

Prince William County chose to accept an unsolicited proposal for a Phased Design/ Construction of a Mid-county Complex in accordance with Prince William County Purchasing Regulations §1100 and Code of VA §56-573.1. View Prince William County Procurement at: www.pwccgov.org/bid link as a source for posting unsolicited proposals.

The County will receive competing proposals from interested parties until 3:00 P.M., local time October 8, 2020. Firms shall submit ten (10) copies of proposal inclusive of CD and non-refundable payment in the amount of \$5,000 made payable to Prince William County. Submit to:

Prince William County Finance Director
4360 Ridgewood Center Drive
Prince William County, VA 22192

Direct questions regarding this project to Adam Manne,
Assistant Director for Finance for Procurement Services via
email at: amanne@pwccgov.org



August 3, 2020

Anthony Crosby, Purchasing Supervisor
PWCS-Kelly Leadership Center
Purchasing Office
14715 Bristow Road
Manassas, VA 20112

Reference: PPEA- Mid-county Complex

Dear Mr. Crosby,

Prince William County chose to accept an unsolicited proposal for a Phased Design/ Construction of a Mid-County Complex in accordance with Prince William County Purchasing Regulations §1100 and Code of VA §56-573.1.

The PPEA proposal is available for you to review at:

www.pwcgov.org/bid

I am your Point of Contact during this process. Please feel free to contact me by phone at (703) 792-6774 or E-Mail address at: amanne@pwcgov.org if you have any questions.

Thank you for your interest in Prince William County. I look forward to working with you on this procurement.

Sincerely,

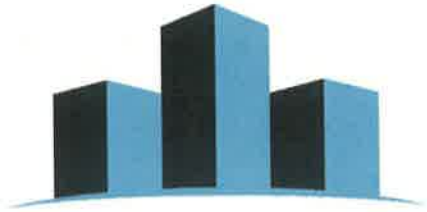
Adam Manne

Digitally signed by Adam Manne
DN: cn=Adam Manne, o=Prince William County,
ou=Procurement Services,
email=amanne@pwcgov.org, c=US
Date: 2020.08.03 11:57:21 -0400

Adam Manne

Assistant Director of Finance for Procurement Services

cc: Michelle L. Attreed, Director of Finance
John Wallingford, Associate Superintendent for Finance and Risk Management



Parsons Business Park

March 2, 2020

Mr. Adam Manne
Purchasing Manager
Prince William County
4360 Ridgewood Center Drive
Woodbridge, VA 22192

RE: Conceptual Stage Proposal for the Phased Design/Construction of the Mid-County Complex under the Public-Private Education Facilities and Infrastructure Act of 2002 (PPEA)

Dear Mr. Manne,

Pursuant to the Public-Private Education Facilities and Infrastructure Act of 2002, Va. Code Ann. Sections 56-575.1 to 0575.16 (the "PPEA") and the Prince William County Purchasing Regulations (the "Purchasing Regulations"), Parsons Business Park, LLC (PBP) is pleased to submit this unsolicited proposal for the development of a consolidated administrative and warehouse complex - the Mid-County Complex - for Prince William County (the "MCC Proposal").

The MCC proposal consists of two volumes. Volume I follows the conceptual stage submission format prescribed by the Purchasing Regulations and includes: 1) the qualifications and experience of PBP and its consultant team; 2) a description of the MCC Proposal, including the projects characteristics, proposed means of financing (generally); 3) a description of the MCC Proposals' anticipated public benefit and compatibility with the County's comprehensive plan and applicable land use regulatory mechanisms.

Volume II contains confidential financial information concerning PBP and its members as well as highly sensitive financial information concerning the MCC Proposal that, if disclosed prior to the execution of an interim or comprehensive agreement would adversely impact the financial interests and bargaining position of PBP and its members, and which should be

exempt from public disclosure under Section 2.2-3705.6 (11) of the Virginia Freedom of Information Act. Pursuant to Section 2.2-3705.6 (11), PBP requests Prince William County make a determination that the financial information contained in Volume II is exempt from disclosure.

For your review, enclosed please find five (5) copies of the MCC Proposal and a check in the amount \$5,000, which represents the initial proposal review fee, required by Section 1000.02 C of the Purchasing Regulations.

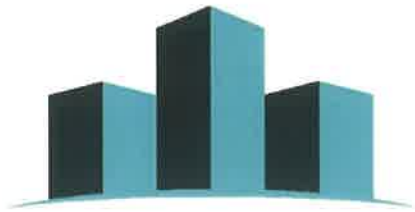
Our team is excited about the potential of entering into a public-private partnership with the County.



PPEA FOR MID COUNTY COMPLEX VOLUME I

-The scalable solution in a consolidated
campus, forever.





Parsons Business Park

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Parsons Business Park

Parsons Business Park, LLC
4320 Prince William Parkway Suite 113
Woodbridge, VA 22192

February 28, 2020

Mr. Adam Manne
Purchasing Manager
Prince William County
4360 Ridgewood Center Drive
Woodbridge, VA 22192

RE: Conceptual Stage Proposal for the Phased Design/Construction of the Mid-County Complex under the Public-Private Education Facilities and Infrastructure Act of 2002 (PPEA)

Dear Mr. Manne,

Parsons Business Park, LLC (PBP) is pleased to submit this unsolicited proposal for the development of a consolidated administrative and warehouse complex for Prince William County. Our team is excited about the potential of entering into a public-private partnership with the County.



Executive Summary

Prince William County (the “County”) recognizes the current need to consolidate office/warehouse space inside the County, with the ability to accommodate the anticipated future demand for additional administrative space and in a centralized location, convenient for County residents and businesses. By partnering with a well-established, locally based development team the County can meet these goals expeditiously, in a fiscally responsible manner, and in location already tenanted with County facilities. Parsons Business Park, LLC proposes to finance, design and construct the Mid County Complex on a property owned by the developer.

Description of Project

The County has expressed a desire to consolidate its existing offices and facilities, some currently located in the City of Manassas, to a more central location within the County that would offer an improved ability to deliver services through modern space and would be more convenient/accessible to County residents and businesses. The Leased Office Space Facilities Analysis audit prepared by RSM dated April 12, 2019, shows that the County will need approximately 400,000 square feet of gross building area by 2027. To meet these needs, PBP proposes to finance, design and construct the Mid-County Complex (MCC). Conveniently located in center of the County, the MCC would be constructed in two (2) phases, eventually totaling approximately 413,500 square feet of office and warehouse space on an approximately 34 +/- acre portion of a 90-acre parcel (the “Property”) that will be developed as an office park (the “Park”). Because the Property is already owned by PBP and was recently rezoned to permit development of the Park, the construction and delivery of the MCC could commence in very short order, subject to appropriate customization to accommodate the County’s design objectives. The Property is already entitled, and presently in the site design review and permitting stage.

Phase I. To fulfill an immediate need of office and warehouse space, through Phase I, PBP will simultaneously finance, design, and construct (3) buildings (shown highlighted in yellow on the attached schematic as Buildings #1-3), comprising a total of approximately 238,500 square feet, in a consolidated, walkable, and campus like environment. Building #1 will be a 94,500 +/- square foot, 3-story, office building located adjacent to and overlooking the storm water management pond, under a lease-to-own structure. Building #2 will be a 44,000 +/- square foot, 3 story, office building constructed again under the lease-to-own structure. Lastly, Building #3 would be a single-story building, providing approximately 100,000 +/- square feet of warehouse/storage. Building #3 is planned as secured storage with perimeter fencing, CCTV

and gates at both access points to provide a more secured warehouse space than what the County currently leases. At this point, it is intended that Building #3 will be leased to the County but remain owned by PBP. All buildings will be architecturally harmonious with each other as depicted in the attached architectural elevations.

Phase I is currently in the site plan stage so the necessary customization to achieve the County's design preferences would only require a simple site plan revision. Once PBP receives site plan approval, it could move forward immediately with construction with an anticipated delivery date approximately 24 months later.

Phase II. The second phase of the development, under a future PPEA proposal, offers a scalable solution to meet the County's future needs for space. As noted above, according to the Leased Office Space Facilities Analysis, the County will need approximately 400,000 square feet of gross building area by 2027. In Phase II (which is shown highlighted in red on the attached schematic), PBP can finance, design and construct (2) more 3-story, 94,500 square foot office buildings (Building #4 and #5) - identical to Building #1 - under the lease-to-own structure.

Through the MCC, the County would own approximately 327,500 square feet of high-quality, office space in four attractive office buildings and lease an additional 100,000 square feet of highly secure warehouse/storage building. Collectively, these facilities would be co-located in a high-quality office park that meets the County's needs for sufficient, modern and conveniently accessible space and projects a professional appearance attractive to visitors and luring economic development.

This proposal offers many advantages. PBP already owns the Property and has received the necessary zoning approvals to implement the Park. Implementation is simply a matter of customization during the site planning process. The proposal also affords the County with a well-regarded development team that has extensive experience and will ensure control of the project budget and timeline critical schedule to deliver this project to County at or below private market rates. Mike Garcia, Co-Manager of Parsons Business Park and President of Mike Garcia Construction has significant experience in partnerships and large projects such as these, which will ensure a successful and well-received project delivery.

As stated above, the site plan for Phase I of Parsons Business Park is underway with governmental approval anticipated to be in August of 2020. PBP can deliver Phase I of this project in Q4 of 2022, with the understanding that expeditious approvals and decision making are imperative to any schedule.

Our proposal has been drafted in accordance with PWC's PPEA submission guidelines. Each section is first emphasized with italicized text that has been extracted from the County's PPEA Unsolicited Submission guidelines and the response for that section subsequently follows.

1. Qualifications and Experience

- a) ***Identify the legal structure of the firm or consortium of firms making the proposal. Identify the organizational structure for the project, the management approach and how each partner and major subcontractor in the structure fits into the overall team. All members of the offeror's team, including major subcontractors known to the proposer, must be identified at the time a proposal is submitted for the conceptual stage.***

PBP is the offeror of this proposal and will be the primary contractual counterparty. PBP is a limited liability company filed as a partnership and registered with the Virginia State Corporation Commission. The partnership is comprised of the landowner, Ken Parsons, his wife, two children, and Developer/Contractor, Mike Garcia.

PBP is the entity that will be developing the Property. PBP has assembled a team of major subcontractors, with a proven track record of success with similar projects (including PPEA projects) and experience in Prince William County to assist with the design, development, financing and construction of the MCC. This team includes Mike Garcia Construction Inc. (Construction), christopher consultants, LLC (Civil Engineer), Bean Kinney & Korman PC (Legal), and Gimbert Realty Capital, Blaylock Van/Quad Capital Advisors LLC (Finance) (collectively "the Team").

- b) ***Describe the experience of the firm or consortium of firms making the proposal, the key principals and project managers involved in the proposed project including experience with projects of comparable size and complexity including prior experience bringing similar projects to completion on budget and in compliance with design, land use, service and other standards. Describe the length of time in business, business experience, public sector experience, and other engagements of the firm or consortium of firms. Include the identity of any firms that will provide***

design, construction, and completion guarantees and warranties, and a description of such guarantees and warranties.



Parsons Business Park



➤ **Parsons Business Park LLC** is co-managed by Mike Garcia of Mike Garcia Construction Inc. and Jude Covas of Matthews, Carter & Boyce, CPA.

Mike Garcia – Co-Manager Parsons Business Park

Mike Garcia is president of Mike Garcia Construction Inc., a family-owned business. He established his Prince William County-based company in 1981, and during the past seven years, Mike Garcia Construction has been voted Best Builder of Prince William County. Mr. Garcia was a Director of Cardinal Bank from 1999 and served on the board's loan committee until the bank's acquisition by United Bank in 2017. He currently sits on the Board of Directors at John Marshall Bank.

Mike Garcia currently is Chairman of the Prince William County Commercial Development Committee, lending his knowledge and experience in residential and commercial real estate development to support and guide business owners through the entire process of commercial real estate development projects. His wealth of knowledge comes from Mike's involvement in 19 different real estate owning LLC's



Jude Covas – Co-Manager Parsons Business Park

Jude joined Matthews, Carter & Boyce, CPA in 1983, became a Principal of the firm in 1990, and has served as Managing Principal since 2004. He has spent his entire professional career with the firm. Jude has a diverse accounting and business background serving clients in all areas including tax planning, financial statement audits and services, employee benefit plan audits and general business advice. His industry specialties include government contractors, manufacturing companies, wholesale distributors, commercial real estate and closely held businesses.

Jude provides audit & assurance services, accounting, corporate, partnership and individual tax and business advisory services. His tax and business advisory experience includes representation before the IRS, business and individual tax planning, evaluating internal controls and

procedures, advising on computer systems, improving the usefulness of management reporting and development of business plans.

He has an in-depth knowledge of generally accepted accounting and auditing principles and served for several years as the firm's audit and accounting practice Quality Control Leader.

Jude has more than twenty-five years of experience working with government contracting clients. His services include due diligence for mergers, acquisitions and partnering agreements, review of accounting systems for DCAA compliance, analysis of direct and indirect cost rate structure, assistance with strategic pricing for contracts and cost proposals, assistance and support with resolution of government audit and compliance issues and contract disputes and litigation support in the areas of claims, bid protests and investigations.

Jude was appointed Co-Manager of PBP in August 2019.



- **Mike Garcia Construction, Inc. (MGC)** is an S Corporation registered with the State Corporation Commission on 12/22/87 but was founded in 1981 by Mike Garcia. Still the active President of MGC, Mike Garcia co-owns the company with wife, Robin Garcia, in a 51%/49% structure. Mike Garcia Construction is the intended General Contractor to perform the land development and building construction detailed later in this proposal.

Mike Garcia Construction is a commercial development and design/build construction solution provider with the unwavering reputation of delivering quality products despite challenging time and budget constraints. The company, now in its 39th year of business, comes from a developer/owner background that has established value engineering, proactive problem resolution, timely product completion and tenant/client satisfaction as key components of our business model.

In order to effectively achieve these components, Mike Garcia Construction takes on a teaming mentality with the client early in the preconstruction period by communicating to all client representatives, designers, engineers, and subcontractors as to what the physical and

fiscal parameters of the assignment are, as well as establishing the precedent of efficient building functionality and longevity.

As a full-service general contractor, MGC not only understands the value of pre-construction planning and evaluation, but also the significance of strict specification adherence once the job is underway. Our detail-oriented project manager administers meticulous quality control inspections of all project components. We integrate a safety management program to ensure compliance of federal safety regulations. Of equal importance to us and our clients are accurate, up-to-date job cost tracking, change order and submittal management. Our goal is to build and maintain long-term alliances and relationships that will generate repeat business with our clients.



Michael Garcia II – VP of Development Mike Garcia Construction Inc.

Michael Garcia is the VP of Development at Mike Garcia Construction. He began his career in the company after graduating from the University of Virginia with a Bachelor of Science Degree in Biology/Biochemistry in 2005.

Michael began his career as a commercial superintendent building office, medical office, laboratory and industrial construction, Michael now assists Mike Garcia Sr. in future commercial developments.

He is responsible for the due diligence prior to land acquisition, entitling, finance, project design and marketing, and site and building plan permit approvals. Even after a project is handed over to the Commercial Project Manager following building and site permits, Michael is involved with projects until the completion and client possession. Additionally, Michael heads the property management division for Mike Garcia Construction whereby he maintains the commercial property held in Mike Garcia's portfolio.



Jean Brouillette – VP/Project Manager Commercial Division Mike Garcia Construction Inc.

Like several others in the company, Jean started in the field and learned construction from the ground up. First as a mason, then superintendent and then as project manager for several firms in Northern Virginia.

Jean has been with Mike Garcia Construction since 1999, when he came on board as a superintendent, and soon came to coordinate Mike Garcia's commercial division. He now brings his 45 years of experience in the industry to bear as VP of the company's commercial division coordinating all project management.

Jean actively engages with clients, designers and local county staff in design-build and development projects in coordination with other Mike Garcia staff. In addition, he is involved in committee work in Prince William County to develop/fine tune county policy and procedures.



Cindy Enke – Controller/Contracts Administrator Mike Garcia Construction Inc.

Cindy Enke joined Mike Garcia Construction, Inc. as Controller in 1997 and is responsible for the delivery of finance services, such as accounting, treasury, financial reporting, budgeting, insurance management, and organizational policies and strategies. She is also responsible for all things accounting and finance for multiple Partnerships to which Mike Garcia is the Manager.

As the Contracts Administrator, Cindy Enke is responsible for the preparation and negotiation of all prime contracts. She is responsible for the oversight of the contracts, ensuring compliance with insurance requirements, and contract billing.

Before joining Mike Garcia Construction Inc., Cindy Enke held an accounting position with GTE Government Systems within their Property Division, responsible for the acquisition, disposal and tracking of company assets in three locations: Virginia, Colorado and California.



**Zula Corbin – Assistant Project Manager/Assistant Property Manager
Mike Garcia Construction Inc.**

Zula Blake currently serves as the Assistant to the Lead Project Manager in all Commercial projects. Zula Blake works closely with Jean Brouillette in overseeing pre-construction services. This includes assisting in developing pre-construction RFP packages, establishes the job processes such as RFI's, submittals, approving pay applications and negotiating subcontract change orders. Zula Blake has been with the Mike Garcia Construction, Inc. team for ten years.

Mike Garcia Construction Inc. – Previous Projects of Comparable Nature



HORNBAKER INDUSTRIAL PARK

This 100-acre industrial park in Manassas VA was developed by Mike Garcia and his partners in 2001. Mike Garcia Construction constructed roughly 338,000 square feet of the 530,000 square feet over the course of the project's 15-year time frame. Hornbaker Industrial Park adopted Prince William County's Architectural Standards and Design Guidelines from the

Innovation complex across the street from the Park's main entrances and made it work in an industrial application. The majority of buildings constructed, both for Mike Garcia and his partners, as well as for design/build purchasers, were tilt up concrete construction. The quality of the construction is evident and will be appreciated for many years to come, though it usually comes at a price. However, Mike Garcia and his partners were able to design, finance, and build in an efficient manner which was imperative in getting the park through the worst economic recession since the Great Depression.

The buildings constructed within this park were mainly office/flex space, corporate offices, and

industrial type products on M-1 zoned land. The three large, 86,000 square foot buildings shown above are the prototype warehouse building being proposed later in this offer.



PARKWAY OFFICE BUILDINGS

Mike Garcia developed and MGC constructed this office complex in Woodbridge VA beginning in late 2004. The buildings were design/built around Mike Garcia's budget and proforma and were constructed simultaneously. The project included architectural design/build, including planning and civil engineering for a two building, medical office park. It also involved

new utilities, public works improvements, and public street improvements. The buildings included a variety of medical, medical imaging, office space, an underground storm water management system, and two large retaining walls.

The construction and construction management included all phases of site work, base building construction and tenant fit-out to occupancy. The CM team provided continuous supervision, quality, and safety control, and provided for matching levels of quality in both design and construction throughout the park. They provided continuous coordination with public utilities, condo owners, other tenants, contractors and local government.

The three-story medical office building, shown above, is the prototype small office building being proposed later in this offer. To date, Mike Garcia and MGC has developed and constructed this building twice.



MAG OFFICE BUILDING

This three story, tilt-up concrete office building was a design/build project for the corporate headquarters for an Occupant-Owner. It was the first building in Prince William County's Innovation office park south of Route 234. The base building was constructed with a finished first floor for Assett, Inc., a government contractor with

sensitive security needs.

MGC coordinated weekly and bi-weekly progress meetings, provided cost control and schedule projections, assisted with product and system selections, and resolved zoning and permitting issues.

This project involved a great deal of coordination with Prince William County and utility officials as this was the first building in a complex that had no infrastructure at that time. This building, like the medical office building described previously, is the prototype small office building proposed later in this offer.



QUANTICO GATEWAY OFFICE BUILDINGS

Mike Garcia assembled and developed this 100-acre mixed use development in Triangle, VA. He site planned and sold off 69 acres of residential land to production builders, donated 17 acres to a nearby church and retained 13 acres of B-1 zoned property along Rt. 1. MGC managed the traffic improvements to Rt. 1, utility installs and construction of

Quantico Gateway Drive with the \$1M associated rubble retaining wall while concurrently constructing the first four-story, 40,000 square foot office building in the park and associated site and storm work to accommodate the remaining parcels. Prior to completing the construction of this shell building, the partnership secured a lease for two floors of the building with the Federal Bureau of Investigations and another two floors to a government contractor. MGC designed and completed the tenant improvements seamlessly with the base building construction.

MGC then began construction on the second four-story, 40,000 square foot office building in the park with associated sitework and utility installs. During the construction of this building, Mike Garcia was approached by the Marine Corps Toys for Tots general at the time, General Cooper, about the potential of locating the Toys for Tots National Headquarters on the property. Mike Garcia and MGC designed the three-story office/warehouse around the agency's needs and budget, sold the project in a "turn-key" fashion on time both on schedule and on budget. The following letter is the client's testament to the project's success:



January 15, 2008

Letter of Recommendation for: Mr. Mike Garcia and Mike Garcia Construction Company

The purpose of this letter is to explain briefly the business relationship between Marine Toys for Tots Foundation and Mike Garcia Construction Company (MGC) and the positive experience that resulted from that business relationship.

In December 2006, as the President & CEO of Marine Toys for Tots Foundation, I made a verbal agreement for the construction of an office facility on property owned by Mr. Garcia, President & CEO of MGC. On February 9, 2007, we signed a formal agreement to confirm our earlier verbal agreement. On March 23, 2007, we had a groundbreaking ceremony on the construction site and construction began within days thereafter. From that date until December 17, 2007, my staff visited the site weekly, met with the construction supervisor and observed the progress. Within weeks of commencement of construction, MGC forged ahead of schedule. Mr. Garcia appointed his son, Michael, as the site supervisor. The performance of Michael can only be described as totally outstanding. He was always at the site and always fully aware of every aspect of the construction project. Clearly, the quality of the final product and the pace of activity were directly related to a competent, dedicated on-scene supervisor.

On December 17, 2007, we held the first building inspection of the new facility which was approximately 95% complete at that point in time. We found only minor issues that needed attention. On January 9, 2008, we made the final inspection and determined that all items identified in December had been corrected. Importantly, MGC had completed the project within the agreed budget and ahead of the scheduled completion date.

Throughout the building, MGC incorporated quality additions beyond what is normally found in an office facility. This special customization transformed the building from an ordinary office facility into an impressive headquarters for a national charity.

The combination of the design and quality construction enables this office facility to contribute positively to the Prince William County master plan for the refurbishment of the Highway #1 corridor through the eastern portion of the county. Most importantly, this facility provides the Foundation staff with a truly high quality work environment which will increase productivity and enhance morale. This translates into a more effective and efficient staff that will be able to provide more responsive and timely support to local Toys for Tots Coordinators, corporate sponsors, donors and supporters. The end result will be a more effective overall nationwide Toys for Tots Program.

From the first meeting to the settlement on January 15, 2008, every aspect of the business partnership reflected professionalism and integrity. I feel strongly that it will be difficult to find a construction company that surpasses MGC in quality of workmanship or overall professionalism. When MGC takes on a project, the entire organization rallies behind Mike Garcia with enthusiasm, a positive attitude and a determination to deliver the highest quality product in the timeliest manner possible. Concisely stated, it was a pleasure doing business with Mike Garcia and his team.

Mike Garcia and his company provide an example that all others should strive to emulate. I would not undertake a future construction project without first consulting with Mike Garcia. I find him a man of the highest sense of honor and a professional of the first order.

I enthusiastically recommend Mike Garcia and his company for any type construction project.

Matthew T. Cooper

Matthew T. Cooper
LtGen, USMC (Ret)
President & CEO

ABOUT christopher consultants

christopher consultants, ltd. (christopher) is a leading civil engineering, surveying and design firm founded in 1982. christopher provides surveying, civil engineering, planning, landscape architecture, environmental and sustainable design services from our offices in Fairfax, Prince William, Loudoun, Warrenton and Richmond, Virginia and in Lanham, Maryland. The firm currently employs 130 professionals including licensed professional engineers, licensed surveyors, registered landscape architects, planners, certified arborists, technicians and information technology specialists. Members of our firm are additionally qualified through OSHA training, confined space entry and LEED certification.

Our staff provides a full range of infrastructure, site and facility services. Our extensive project list includes large multi-year sustainable projects, public/private partnership developments, LEED certified projects, mixed-use developments, federal installations, municipal buildings, state and local government term contracts, educational and training facilities, roadways and religious facilities. In our 37 years, christopher has worked on some of the most significant projects in the Washington Metropolitan Region.



CIVIL ENGINEERING



SURVEYING



PLANNING



LANDSCAPE ARCHITECTURE

OFFICES



MISSION STATEMENT

To provide superior engineering services for all projects in the communities we serve through innovative design, technical expertise and strong relationships.



OUR SERVICES



CIVIL ENGINEERING

- Construction Plans & Specifications
- Infrastructure Plans - Water, Roads, Pedestrian
- Masterplanning & Site Development Plans
- Stormwater Management and Drainage Design
- Best Management Practices (BMP) Systems Design
- Feasibility Studies
- Construction Administration (CA) Services
- Traffic Control Plans
- Erosion and Sedimentation Control Plans
- Preliminary Plan Design and Preparation
- Hydraulic/Hydrologic Studies
- Plan Processing and Approval
- ADA/FHA Compliance
- Expert Witness Testimony
- Plan Review
- Landscape and Streetscape Coordination



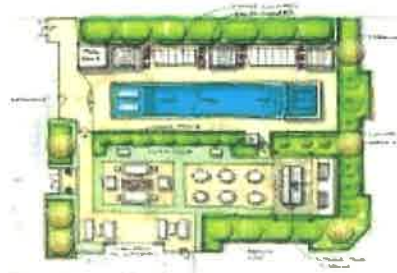
SURVEYING

- 3D Scanning & Monitoring
- Bathymetric Survey Capabilities
- GIS Survey Support
- Drone Services
- Global Positional System Surveys (GPS)
- As-Built Surveys
- Construction Stakeout
- Subdivision/Easement Plats
- Right-of-Way and Acquisition Plats
- Legal Descriptions and Deed Research
- Boundary Surveys
- Photogrammetric Control
- Topographic and Location Surveys
- ALTA/NSPS Land Title Surveys



PLANNING & LANDSCAPE ARCHITECTURE

- Comprehensive Master Plans
- Conceptual Plans
- 3D Modeling
- Landscape Design
- Urban Forestry
- Arborist Services
- Entitlements
- Landscape Planting Design
- Hardscapes
- Entry Features Design
- Condemnation Support & Expert Witness Testimony
- Public Hearings and Presentations
- Design Charettes





MICHAEL S. KITCHEN, PE PRINCIPAL, VICE PRESIDENT

Michael Kitchen has over 36 years of experience providing civil engineering design. He is known for his excellent and long-lasting work relationships with clients, State and Local Officials and various regulatory associations. His extensive knowledge and experience ensure that project production is of the highest quality, on time and within budget. He has been responsible for the design of storm drainage, sanitary sewer and water supply facilities for various commercial and residential projects as well as all phases of land development, including grading, erosion and sediment control plans and stormwater and Best Management Practices facilities.

YEARS EXPERIENCE:
36 overall / 22 with christopher

PROFESSIONAL REGISTRATIONS

Professional Engineer-VA #19279

EDUCATION:
BS - Civil Engineering,
Virginia Polytechnic Institute
and State University

RELEVANT PROJECTS

Heathcote Commons, *Prince William, VA*
Martin Brower, *Prince William, VA*
Project Hero at Innovation Executive Center, *Prince William, VA*
Ashburn Technology Park, *Ashburn, VA*
Hyatt Place at Eagle Village, *Fredericksburg, VA*
North Hill, *Fairfax County, VA*
The Landing at Cannon Branch, *City of Manassas, VA*

PROFESSIONAL ACTIVITIES:
NVBIA - Life Director
NAIOP Northern Virginia - Board
of Directors
Designated Plans Examiner -
Prince William County



CHRISTOPHER LEMON, PE, LEED AP, DPE GROUP LEADER - SUBURBAN LAND

Christopher Lemon is a Group Leader and Senior Associate at christopher. He has worked as a civil engineer in the Washington Metropolitan Region for over 14 years. Mr. Lemon is experienced in managing and designing large scale projects, including a 105-acre data center campus in Loudoun County, the mixed-use development Landing at Cannon Branch and the widening of Route 15 in Prince William County. In addition to his extensive experience in civil engineering and land planning, he is a LEED Associated Professional and a Designated Plans Examiner.

YEARS EXPERIENCE:
14 overall / 14 with christopher

PROFESSIONAL REGISTRATIONS

Professional Engineer-VA #47091 | Professional Engineer-WV #23092
LEED Accredited Professional

EDUCATION:
BS - Civil Engineering
George Mason University

RELEVANT PROJECTS

Heathcote Commons, *Prince William County, VA*
Bristow Industrial Park, *Prince William County, VA*
Project Hero at Innovation Executive Center, *Prince William, VA*
Freedom I-66 Business Park, *Prince William County, VA*
Ashburn Technology Park, *Ashburn, VA*
The Landing at Cannon Branch, *City of Manassas, VA*

PROFESSIONAL ACTIVITIES:
Designated Plans Examiner,
Loudoun County #119





Martin Brower Prince William County, VA

project details

SERVICES PROVIDED:

- Construction Stakeout
- Rough Grading
- Curb and Gutter
- Landscape Plan
- Permitting
- Preliminary & Final Engineering
- SWM/BMP
- Topographic Survey
- Horizontal & Vertical Control

YEAR COMPLETED:
2013

CLIENT:
Reyes Holding, LLC

christopher provided a range of surveying, civil engineering and land planning services for the Martin Brower Distribution Center in Prince William County, Virginia. The facility opened in 2013 and includes over 165,000 square feet of industrial space, located on Randolph Ridge Lane in Manassas.

christopher was involved in preliminary and final engineering on the site, including site planning, stormwater management/BMP design, and permitting services. Surveying services included topographic surveying, horizontal and vertical control, and construction stakeout. christopher also provided the landscape plan and assisted with permitting and environmental support on the site. Work also included the design of a rail spur onto the property from the nearby Manassas VRE/Amtrak line.



North hill fairfax county, va

project details

SERVICES PROVIDED:

- Site Evaluation
- Conceptual Road Design
- Concept layouts
- Stormwater Outfall Analysis
- SWM/BMP
- Conceptual Grading
- Landscape and Tree Preservation Plan
- Meetings and Conferences Support
- Due Diligence Support
- Surveying

SIZE:

34 Acre Site

YEAR COMPLETED:

Ongoing

CLIENT:

- Community Housing Partners
- Fairfax County

christopher is providing surveying, engineering and land planning services for the North Hill Park Project in Fairfax County as part of a public-private partnership. The 34-acre property is being redeveloped for residential and public use consisting of multi-family affordable apartment buildings, single-family and townhomes, site amenities and a public passive use recreational park. Project efforts to date have included site evaluation studies and due diligence analysis, conceptual engineering design, stormwater management design, stormwater outfall analysis and community meeting support services.

This important community project requires a multi-phased approach due to the complexities of the property. The property is currently "split-zoned" and requires a comprehensive plan amendment, entitlements and rezoning prior to final site design. christopher is providing the surveying, preliminary engineering and site evaluation services as part of the land acquisition, zoning and entitlement processes.

christopher has faced several challenges on the site. Marine clay and steep slopes across the site made land acquisition and project financing complex. Through land planning and engineering support, christopher assisted the client in adjusting the proposed site layout and overcoming high construction costs associated with the original layout.

North Hill Park faced community and political pressure to make the project a staple of the Richmond Highway Corridor, including high visibility, preservation of existing features and pedestrian accessibility. christopher supported the client and architect to develop creative solutions for the site. christopher also assisted the developer in presenting and negotiating solutions with Fairfax County and the community.

Upon the initiation of the next phase of the project, christopher will be preparing a generalized development plan, zoning plat and proffer preparation support.





OAKWOOD SENIOR HOUSING DEVELOPMENT FAIRFAX COUNTY, VA

PROJECT DETAILS

SERVICES PROVIDED:

- Site Evaluation
- Surveying
- Conceptual Layouts and Grading
- Adequate Outfall Analysis
- SWM/BMP
- Conceptual Grading
- Landscape and Tree Preservation Plan
- Meetings and Entitlement Support

SIZE:

6 Acre Site
130 Units

YEAR COMPLETED:

Ongoing

CLIENT:

- Arlington Partnership for Affordable Housing

christopher is providing civil engineering, surveying, land planning and entitlement services for the Oakwood project in Fairfax County as part of a public-private partnership with the Arlington Partnership for Affordable Housing and the Fairfax County Housing and Redevelopment Authority. The six acre property is currently occupied by a stormwater management pond and is being redeveloped with a three story, 130 unit senior affordable apartment building.

Project efforts to date have included site evaluation studies and due diligence analysis, conceptual engineering design, stormwater management design, stormwater outfall analysis and community meeting support services during the entitlement process. The zoning has recently been approved and final site plan preparation will begin soon.

christopher has faced several challenges on the site. The existing stormwater management pond on the site provides controls for offsite areas and was designed a number of years ago under outdated standards. The facility is to be replaced with underground facilities meeting current standards and providing much more environmentally friendly standards.

Sensitivity of the project to the adjacent residential development has also been a concern. Layout and building changes have been made to increase the distance from the property line; arborist and landscape design services have been provided to analyze the condition of the existing trees on the property and provide additional landscaping to buffer the development from the residences.





Mark Viani is a shareholder with a varied practice that centers on commercial real estate and development, public utilities and infrastructure and local government law in Virginia, Maryland and the District of Columbia.

Through his commercial real estate practice, Mark provides extensive services to clients throughout the region who have encountered growth management and increasingly complex legislative and regulatory issues during all phases of the development process. In this regard, he has represented local, regional and national developers on retail, office, residential and mixed-use projects, as well as industrial property owners, golf course developers, nonprofit and religious organizations, financial institutions, affordable housing providers and major medical institutions. Mark also serves as the Mid-Atlantic regional counsel for several national retail and institutional clients.

Through his public utility and infrastructure practice, Mark represents major water and sewer authorities, natural gas and petroleum pipeline operators as well as traditional and renewable (solar, off-shore wind and geothermal) power providers on matters ranging from general counsel work to the development and repositioning of utility facilities. He also assists clients with public private partnerships (PPEA) on projects involving the development and operation of toll roads/transportation infrastructure and affordable housing projects.

Through local government law practice, Mark has assisted numerous public agency and local government clients, including two interstate compact commissions and a major urban business improvement district on a variety of legal matters in federal and state courts, administrative proceedings and legislative matters.

Mark is a member of the Virginia Local Government Attorney's Association and the former Chair of the State and Local Government Section Council of the Maryland Bar Association. He also devotes a significant amount of time to leading and assisting various community, civic, charitable, business and professional organizations. Prior to becoming a lawyer, Mark served as an officer in the 1st Cavalry Division of the U.S. Army in Texas and the Persian Gulf region, during the Gulf War.



Arlington Partnership
For Affordable Housing



Bean, Kinney & Korman, P.C. (BKK) assisted the Arlington Partnership for Affordable Housing (APAH) in the pursuit of a solicited PPEA by Fairfax County (the “County”) and the Fairfax County Redevelopment and Housing Authority (“RHA”). Through this project APAH would redevelop a publicly owned seven-acre parcel with a failing stormwater management facility into a new 150-unit affordable housing community for senior citizens with a replacement facility that meets modern stormwater management requirements. APAH would fund this redevelopment through private investment and VHDA tax credits and operate the facility pursuant to a 99-year lease with RHA and the County. In this regard, BKK assisted APAH with:

- Preparation of the PPEA submission,
- Negotiations with the County and RHA to secure approval of the PPEA proposal
- Negotiating and securing an Interim Agreement with RHA that governed prosecuting of the necessary development approvals and the construction process.
- Successfully pursued all necessary zoning and development approvals
- Assisted with application for VHDA Tax credit applications
- Assist with construction agreements
- Negotiate and secure the Comprehensive Agreement governing operations during the 99-year leasehold.



Bean, Kinney & Korman, P.C. (BKK) assisted Globalvia in the pursuit of a solicited PPEA by the Virginia Department of Transportation (VDOT) to take over and further develop and improve the Pocahontas Parkway. The Pocahontas Parkway is an 8.8-mile toll road connecting I-95 to State Road 150 and which includes the high-level Vietnam Veterans Bridge (pictured above) across the James River. In this regard, BKK assisted Globalvia with:

- Preparation of the PPEA submission and associated due diligence.
- Negotiations with the VDOT to secure approval of the transfer and renewal of the PPEA.
- Negotiating and securing all necessary agreements, including the Master Concession Agreement to assume control of the Pocahontas Parkway project.
- Negotiating new agreements with VDOT and various service providers (tolling services and facility maintenance), necessary to restructure operations and successfully execute Globalvia's plan to improve and expand services to the public while improving the efficiency of existing operations.



- **Gimbert Realty Capital** – Gimbert Realty Capital is a mortgage banking and capital advisory firm that arranges debt and equity capital on behalf of commercial real estate owners, developers and investors. Established in 1985, GRC remains an independent firm serving the capital needs of commercial real estate investors in Maryland, Virginia, the District of Columbia, and beyond. The firm maintains long-standing relationships with local, national, and global commercial real estate lenders, and specializes in placing debt with life insurance companies, commercial banks, CMBS conduits, bond underwriters, agency multifamily lenders, and private debt funds.



Daniel Siesser is a Senior Vice President at Gimbert Realty Capital, responsible for debt origination and business development. Prior to joining the Gimbert team in 2015, Daniel spent 12 years as a commercial real estate lender for global financial institutions. His roles included Loan Originations Client Manager at JP Morgan Chase; Underwriter & Portfolio Manager at Key Bank Real Estate Capital; and Credit Underwriter for agency multifamily debt at Deutsche Bank. Daniel earned a B.S. in Finance and Business from the Sy Syms School of Business at Yeshiva University and earned an MBA from the Robert H. Smith School of Business at the University of Maryland, College Park.

Blaylock Van – A National Footprint

- Blaylock Van is a broker-dealer, a member of FINRA, MSRB & SIPC, and a licensed and registered investment advisor.
- Blaylock Van is an African American owned investment banking and financial services company founded in 1991.
- Blaylock Van is the longest continuously operating African American owned broker-dealer in the country.
- Headquartered in New York for SEC and FINRA filing purposes and California for management and governance purposes.
- Blaylock Van has offices in eight markets throughout the United States.
- The firm is a Limited Liability Company with 35+ professionals serving its clients.



Blaylock Van – A Story of Growth and Longevity

Blaylock Van, LLC ("BV"), is proud to have surpassed 25 years in the investment banking business and we are honored to be branded the oldest continuously operating African American owned investment banking firm in the United States. BV provides

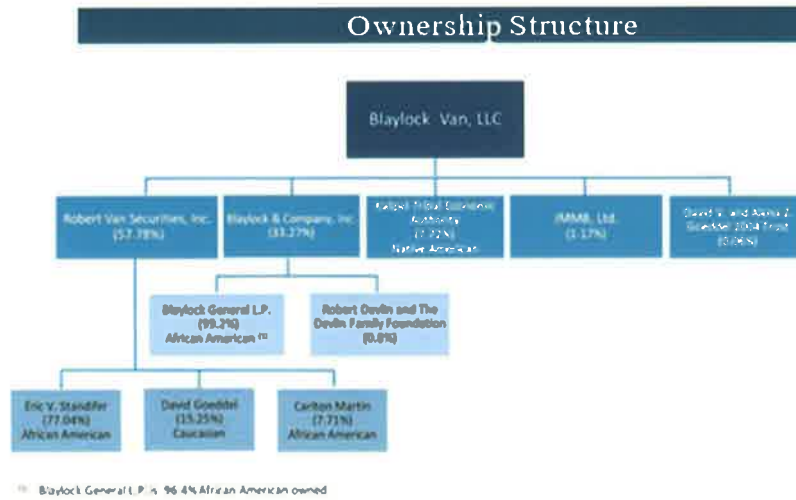
- Equity, debt and municipal underwriting
- Sales and trading and
- Credit tenant lease financing

In addition, BV offers a proprietary web-based research platform designed for fundamental portfolio management and analysis. BV is a broker-dealer, member of FINRA, MSRB & SIPC and a licensed and registered investment advisor.



Blaylock Van – Diversity Of Ownership

- In October 2017, the Kalispel Tribal Economic Authority acquired an equity ownership interest in Blaylock Van and provided debt capital for additional underwriting capacity. This association will provide improved access to financial markets for Native Americans.
- Blaylock Van is 80.78% African American owned and 7.72% Native American owned.



Blaylock Van – Municipal Finance Capabilities

Blaylock Van is ready and able to perform as a Senior, Co-Senior or Co-Managing underwriter.

- **EXPERIENCED TEAM** – Our team is a veteran investment banking team with 20 years average experience in public finance and with long-term relationships with issuers nationwide. Team recently expanded with strategic new hires from IFS Securities.
- **ANALYTICAL CAPABILITIES** – BV possesses top tier analytical capacity. BV has the ability to model a public entity's entire debt and monitor it for refunding and restructuring opportunities.
- **RELATIONSHIP WITH BUYERS** – BV has a network of buyers, including Tier 2 and Tier 3 accounts, ready and willing to buy taxable and tax-exempt municipal bonds.
- **NATIONAL SCOPE** – Managing underwriter for 373 issues totaling over \$137 billion since 2015. Clients include some of the nation's largest issuers.
- **COMMITMENT TO PUBLIC FINANCE** - The Firm is committed to municipal finance and has been expanding its municipal public finance group and capabilities. The Firm recently added key banking and sales professionals in Atlanta and Oakland.

Broad National Municipal Underwriting Experience

<p>\$3,404,620,000</p> <p>State Personal Income Tax Revenue Bonds</p>  <p>DASNY Department of State The State of New York</p> <p>Co-manager December 2019</p>	<p>\$100,000,000</p> <p>2018 Election General Obligation Bonds</p>  <p>Los Angeles Community College District</p> <p>Co-manager December 2019</p>	<p>\$60,700,000</p> <p>General Obligation Bonds</p>  <p>City of New Haven</p> <p>Senior Manager November 2019</p>	<p>\$225,245,000</p> <p>Toll Highway Revenue Bonds</p>  <p>Illinois State Toll Highway Authority</p> <p>Co-manager November 2019</p>	<p>\$15,830,000</p> <p>Storm Water System Revenue Bonds</p>  <p>City of Memphis</p> <p>Co-manager October 2019</p>	<p>\$1,211,950,000</p> <p>Water and Sewer System Revenue Bonds</p>  <p>Miami-Dade County</p> <p>Co-manager October 2019</p>
<p>\$343,675,000</p> <p>Airport System Revenue Bonds</p>  <p>City of Cleveland</p> <p>Co-manager September 2019</p>	<p>\$2,405,320,000</p> <p>General Obligation Bonds</p>  <p>State of California</p> <p>Co-manager September 2019</p>	<p>\$251,890,000</p> <p>Lease Revenue Bonds</p>  <p>Los Angeles County Public Works Financing Authority</p> <p>Co-manager August 2019</p>	<p>\$1,301,220,000</p> <p>Consolidated Bonds</p>  <p>Port of New York and New Jersey</p> <p>Co-manager August 2019</p>	<p>\$270,000,000</p> <p>Water and Wastewater Revenue Bonds</p>  <p>City of Philadelphia</p> <p>Co-manager August 2019</p>	<p>\$540,765,000</p> <p>Systemwide Revenue Bonds</p>  <p>The California State University</p> <p>Trustees of The California State University</p> <p>Co-manager July 2019</p>
<p>\$449,600,000</p> <p>Water and Sewer System, Secondary Sewer, Revolution, Retention Bonds</p>  <p>NYW NYC Municipal Water Finance Authority</p> <p>Co-manager June 2019</p>	<p>\$150,000,000</p> <p>General Revenue Bonds</p>  <p>MTA Metropolitan Transportation Authority</p> <p>Co-manager May 2019</p>	<p>\$83,920,000</p> <p>Clean Water and Drinking Water State Revolving Fund Revenue Bonds</p>  <p>IBank California Infrastructure and Economic Development Bank</p> <p>California Infrastructure and Economic Development Bank</p> <p>Co-manager April 2019</p>	<p>\$1,000,000,000</p> <p>General Obligation Bonds</p>  <p>State of Connecticut</p> <p>Co-manager March 2019</p>	<p>\$55,420,000</p> <p>General Obligation Bonds</p>  <p>City of Pittsburgh</p> <p>Co-manager February 2019</p>	<p>\$279,770,000</p> <p>State High Speed Train System First Trill Revenue Bonds</p>  <p>Texas Transportation Commission</p> <p>Co-manager February 2019</p>

Case Study – Tax-Exempt GO w/Blaylock Van as Sr. Manager



CITY OF NEW HAVEN, CONNECTICUT

\$60,700,000
GENERAL OBLIGATION BONDS
SERIES 2019A

Sale Date: November 6, 2019
Senior Manager

Blaylock Van, LLC
SERVING CLIENTS FOR OVER 27 YEARS

- Blaylock Van served as Senior Manager for the \$60,700,000 City of New Haven General Obligation Bonds, Series 2019A, issued in November 2019.
- The bonds were issued to finance various new money capital projects.
- The Series 2019A Bonds were issued concurrently with the City's Series 2019B refunding bonds which were underwritten separately through a different syndicate.
- The Bonds were offered during the heaviest new issue week of 2019. New issue calendar exceeded \$11 billion.
- The Bonds were rated Baa2/BBB+ (underlying). Several maturities were insured by Assured Guaranty Municipal.
- The Series A Bonds were structured to comply with Connecticut laws regarding the sizing of annual principal amounts while minimizing debt service in the first five years.
- Blaylock Van assisted in the preparation of marketing materials including rating agency presentations and the investor presentation/roadshow.
- Blaylock Van solicited and secured bond insurance and ran a break-even analysis to determine the most efficient maturities to insure.
- Blaylock Van conducted a broad marketing campaign, including scheduling and hosting several one-on-one investor calls with some of the largest buyers of municipal bonds in the market.
- As a result of the investor calls and other extensive pre-marketing efforts by Blaylock Van, the bonds were 6x oversubscribed, resulting in 5-8 basis point bumps along the curve.
- Blaylock Van had \$297,645,000 in orders from more than 20 institutional accounts and ended up placing \$58,285,000 of the \$60,700,000 bonds.

Case Study – Lease Rev. Bond w/Blaylock Van as Sole Manager



COUNTY OF INYO, CALIFORNIA

\$6,123,795 SERIES 2019A
\$7,800,000 SERIES 2019B
TAXABLE LEASE REVENUE BONDS

Sale Date: December 24, 2019
Sole Placement Agent

Blaylock Van, LLC
SERVING CLIENTS FOR OVER 25 YEARS

- ▣ Blaylock Van served as Sole Placement Agent for the \$13,923,795 County of Inyo, California Taxable Lease Revenue Bond, Series 2019A and Series 2019B, issued in December 2019.
- ▣ The bonds were issued to finance the development of an office building project to serve as the new Inyo County municipal building.
- ▣ The County of Inyo is a non-rated governmental body politic in the State of California.
- ▣ The Series 2019A and 2019B bonds were structured pari passu thus allowing the bonds to be marketed “together” or “separate.”
- ▣ The Series 2019A Bonds were issued with a final maturity on January 1, 2041, which is coterminous with expiration of the 20-year leaseterm.
- ▣ The Series 2019A Bonds were structured with a par call option at the end of the tenth (10th) loan year following the interest only period of construction.
- ▣ The Series 2019B Bonds were issued with a final maturity on July 1, 2021, which the anticipated completion date of the project. The Series 2019B Bonds will be redeemed with a lump sum payment due the lessor from the County following completion of the project.
- ▣ The Series 2019B Bonds were structured with an optional redemption provision, at par, on or after January 1, 2021 in the event the project is delivered prior to final maturity of the notes.
- ▣ The issuer was the California Municipal Finance Authority.
- ▣ The borrower is a for-profit entity.
- ▣ County assumes ownership of the Project at the end of the lease term.
- ▣ Blaylock Van placed 100% of the Series A and Series B bonds.

QuadCapital Advisors, LLC

QuadCapital is a structured finance and investment services firm with headquarters in Madison, WI that was formed in 1998 to meet the needs of issuers, corporations, mortgage bankers and institutional investors with credit based financing transactions.

- The QuadCapital team and colleagues at Blaylock Van work together to utilize their unique blend of extensive expertise in fixed income securities, commercial real estate and the capital markets to originate, structure and arrange the placement of real estate-backed bonds, lease-backed bonds and direct obligation issuances.

□

Loan Programs include:

- Permanent Fixed Rate Credit Tenant Lease (CTL) Bond Financings
- Fixed Rate Construction/Permanent CTL Bond Financings
- Public Private Partnership (P3) Bond Financings
- Fixed Rate Direct Obligation Private Placement Bond Financing



Credit Tenant Lease – Financing Benefits and Considerations

Benefits of CTL Financing:

- Very high leverage – up to 100% LTV, and no restriction on LTC
- Long-term, fixed rate financing – can lock in rates for 30+ years (coterminous with remaining lease term)
- Construction and permanent financing in “one-stop shopping” – eliminates need for bank construction loan
- No on-going financial covenants from tenant – if the credit deteriorates during the lease term, the bond investor bears the risk, not the tenant or borrower
- Traditional and nontraditional property types can be financed
 - Corporate facilities (HQ, administrative office, industrial, and special use)
 - Governmental buildings (federal, state, county and municipal)
 - Educational facilities (Student housing, K-12 schools, university facilities and administrative facilities)
 - Healthcare (medical office buildings, hospitals and urgent care facilities)
- Can lock rate typically within 3-4 weeks of loan application and up to 24 months prior to closing and funding.
- Non-recourse, except for prohibited acts and environmental indemnity
- Non-appropriations risk can be accommodated

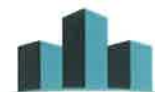
CTL Financing Considerations:

- Structured as taxable private placements bonds exempt from registration with the SEC
- Borrower / issuer may “extract” capital in excess of project costs on build-to-suit projects upon completion and final construction draw
- Staged fundings permitted thereby reducing negative arbitrage and interest carry for issuers

Credit Tenant Lease – Types of Leases

Lease terms are critical in structuring a Credit Tenant Lease transaction for best execution and lowest cost of capital. The fewer the landlord obligations, the better, and the fewer tenant termination and/or rent abatement rights, the better. Types of leases include:

- **Bondable leases** are structured as “absolute” net with no landlord obligations whatsoever. The tenant has no right to terminate, abate, or offset rent for any reason (except for casualty and/or condemnation). Any lease termination right for casualty and/or condemnation would require the tenant to either (a) pay the landlord a lump sum rent in an amount sufficient to pay off the indebtedness at par, or (b) purchase the property for an amount that would enable early redemption of the indebtedness at par. Bondable leases can be underwritten to a minimum 1.00x DSCR.
- **NNN leases** are structured with no landlord obligations for structural, roof, parking, or operating expenses. Tenant termination rights for casualty are only permitted during the last three (3) years of the primary lease term, otherwise casualty gap insurance will be required. If tenant may terminate the lease in the event of full or partial condemnation, condemnation gap insurance will be required for the loan term. NNN leases can be underwritten to a minimum 1.01x DSCR.
- **NN leases** typically involve a limited number of landlord obligations, such as structural and roof, and usually contain tenant termination rights for condemnation and/or casualty, thereby requiring gap insurance. Replacement reserves for capital items will be underwritten and escrowed monthly from the rent. NN leases can be underwritten to a minimum 1.05x DSCR.
- **Modified Gross leases** include a greater number of landlord responsibilities, such as some operating expenses as well as capital items. It is preferable that operating expenses are passed through to the tenant, however operating expenses can be underwritten. Replacement reserves for capital items and any applicable operating expenses will be underwritten and escrowed monthly from the rent. Modified Gross leases can be underwritten to a minimum 1.05x DSCR.



Case Study – State of Colorado

\$44,249,000
STATE OF COLORADO
ON BEHALF OF THE COLORADO SCHOOL OF MINES



CHALLENGES:

- Leasehold interest in a to-be-built 107-unit student housing project for the Colorado School of Mines
- No credit enhancement during construction period
- NNN lease subject to non-appropriations of rent by State and Federal Government annually
- Subject to unsubordinated ground lease for thirty (30) years upon completion of the improvements
- 31.8 year term/amortization

SOLUTION:

- \$44,249,000 — Construction and Permanent CTL Private Placement Bond
- Fixed rate loan – Interest-only construction period, followed by a 30/30 year term/amortization
- Construction risk mitigated with Builder's Risk Insurance, Surety Bond for Performance and Payment, Guaranteed Maximum Price General Contractor's Contract and Repayment Guaranty
- Six staged bond fundings during construction period saved Borrower >\$1,600,000 in interest costs
- >100% loan-to-cost
- 1.01x DSCR

- c) ***Provide the names, prior experience, addresses, telephone numbers and e-mail addresses of persons with the firm or consortium of firms who will be directly involved in the project or who may be contacted for further information.***

Parsons Business Park, LLC

Mike Garcia
Co-Manager
4320 Prince William Parkway, Suite 113
Woodbridge, VA 22192
Office: (703) 897-0900 X 13
Cell: (703) 906-1654
garciam@mikegarcia.com

[Mike Garcia Construction Inc.](#)

Michael Garcia II
VP Development
4320 Prince William Parkway, Suite 113
Woodbridge, VA 22192
Office: (703) 897-0900 X 21
Cell: (703) 906-1305
garciama@mikegarcia.com

- d) ***Provide a current or most recently audited financial statement of the firm or firms and each partner with an equity interest of twenty percent (20%) or greater.***

See Volume Two, which is incorporated by this reference and contains confidential information protected from the disclosure under the Virginia Freedom of Information Act.

- e) ***Identify any persons known to the proposer who would be obligated to disqualify themselves from participation in any transaction arising from or in connection to the project pursuant to the Virginia State and Local Government of Interests Act (Va. Code § 2.2-3100 et seq.) ("COIA").***

No member of the proposing team is obligated to disqualify themselves from participation in any transaction arising from or in connection to the project pursuant to the Virginia State and Local Government Conflict of Interests Act (Va. Code § 2.2-3100 et seq.) ("COIA").

- f) ***Identify the proposed plan for obtaining sufficient numbers of qualified workers in all trades or crafts required for the project.***

MGC has been successful in business for over 39 years in the Northern Virginia area. They ensure bid participation by inviting a large pool of subcontractors from an extensive radius, pulling from D.C., Maryland, and Virginia. MGC expects no difficulty in obtaining a sufficient number of workers in all trades or crafts required for the project.

- g) ***For each firm or subcontractor that will perform construction or design activities, provide a sworn certification by an authorized representative of the firm attesting to the fact that the firm is not currently debarred or suspended by any federal, state, or local government entity.***

MGC's and Christopher consultant's certification regarding debarment follow this narrative.

Architect's certification will follow once selected.



Mike Garcia Construction, Inc.
4320 Prince William Parkway
Suite 113
Woodbridge, VA 22192

December 11, 2019

Prince William County, Virginia

To whom it may concern:

I, Michael A. Garcia, President of Mike Garcia Construction, Inc., a Virginia corporation, do hereby attest to the fact that Mike Garcia Construction, Inc. is not currently debarred or suspended by any federal, state, or local governmental entity.

Sincerely,


Michael A. Garcia
President

Commonwealth of Virginia
County of Prince William

The foregoing instrument was acknowledged before me this 11 day of December, 2019 by Michael A. Garcia, President of Mike Garcia Construction, Inc., a Virginia corporation, on behalf of the corporation.

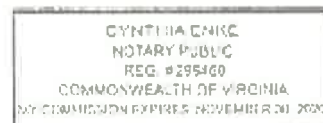
(Seal)



Notary Public

Notary's Registration Number: 24840

My Commission expires: 11/30/2020





February 28, 2020

christopher consultants, ltd.
9900 Main Street
Suite 100
Fairfax, VA 22031

Prince William County, Virginia

To Whom It May Concern:

I, Michael S. Kitchen, Vice President of christopher consultants, ltd., a Virginia corporation, do hereby attest to the fact that christopher consultants, ltd. is not currently debarred or suspended by any federal, state, or local government entity.

Very truly yours,

Michael S. Kitchen, PE
Vice President

Commonwealth of Virginia
County of Prince William

The foregoing instrument was acknowledgement before me this 28th day of February 2020, by Michael S. Kitchen, Vice President of christopher consultants, ltd., a Virginia corporation, on behalf of the corporation.

LOURIE SUE LOGSDON
NOTARY PUBLIC
REGISTRATION # 7374346
COMMONWEALTH OF VIRGINIA
MY COMMISSION EXPIRES
MARCH 31, 2021

Notary Public

Notary's Registration Number: 7374346

christopher consultants, ltd.
9301 innovation drive, suite 1511
manassas, virginia 20110

703 273 6820
www.christopherconsultants.com

2. Project Characteristics

- a) ***Provide a description of the proposed project, including the conceptual design, in sufficient detail so that type of intent of the project, its location, and the communities that may be affected are clearly identified.***

Parsons Business Park, LLC proposes to finance, design and construct the MCC in two (2) phases, under separate PPEA proposals. The complex, with the eventual total of approximately 427,500 square foot on 34 +/- acres, is centrally located in the recently rezoned 90-acre parcel currently owned by PBP located in the Coles District along Rt. 234. (See Exhibit 2.1).

Exhibit 2.1



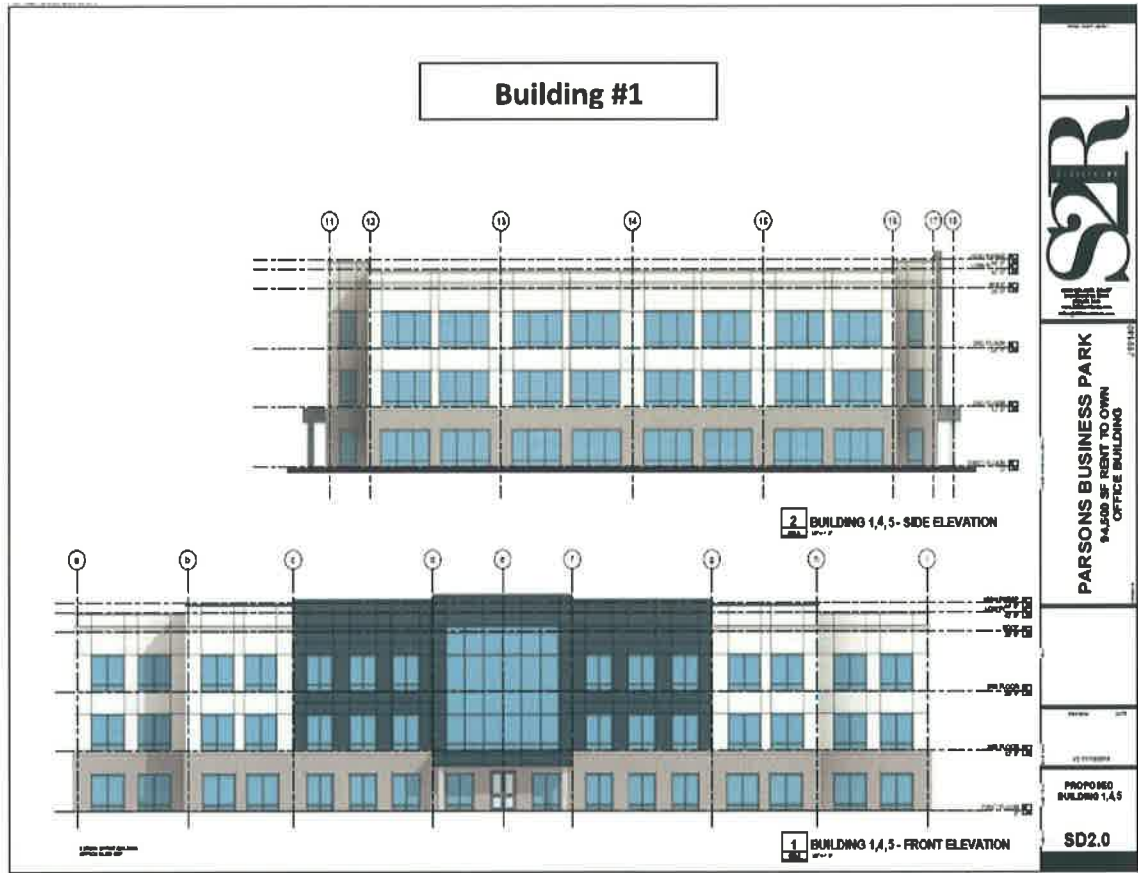
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Mid County Complex

PPEA Submission Volume One

Phase I, to fulfill an immediate need of office and warehouse space, PBP will simultaneously finance, design, and construct (3) tilt-up concrete buildings in Phase I of the Park, shown highlighted in yellow. Phase I of the park is currently in the site plan stage so with a simple site plan revision, the site will be effectively ready for construction. PBP will construct a 94,500 +/- square foot, 3 story, office building (Building #1) located adjacent to and overlooking the storm water management pond, under a lease-to-own structure.





The second building (Building #2) will be a 44,000 +/- square foot, 3 story, office building located behind the upcoming Sheetz gas station constructed again under the lease-to-own structure.

Building #2

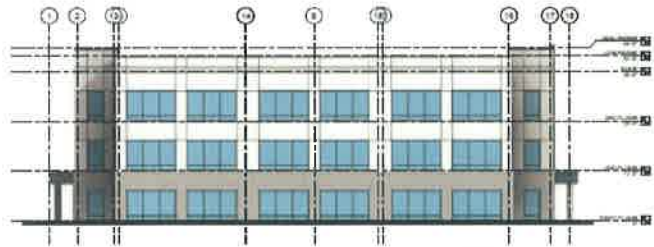


PARSONS BUSINESS PARK
44,000 SF. RENT TO OWN
OFFICE BUILDING

PROPOSED OFFICE

SD1.1

Building #2



2 OFFICE - SIDE ELEVATION



1 OFFICE - FRONT ELEVATION



PARSONS BUSINESS PARK
44,000 SF. RENT TO OWN
OFFICE BUILDING

PROPOSED OFFICE

SD1.0

Lastly, we propose a 1 story tilt-up concrete warehouse (Building #3) with a footprint of approximately 86,000 square feet but will have interior mezzanine space that will achieve a total of approximately 100,000 +/- square foot of warehouse/storage. We envision this building as secured storage with perimeter fencing, CCTV and gates at both access points to provide a more secured warehouse space than what the county currently leases. This building will be owned by Parson's Business Park and/or assigned and leased to the county in a mutually agreeable fashion.



All buildings will be architecturally harmonious with each other using the same color scheme and brick across the campus as depicted in the attached architectural elevations. Phase I of the proposal will achieve a total of approximately 238,500 square feet in a consolidated, walkable, and campus like environment.

b) ***Identify and fully describe any work to be performed by the County or any other public entity.***

- Review and analyze this PPEA proposal
- Administration of the PPEA process
- Negotiation/Ratification of the Lease Agreement
- Normal permitting and review required for the development of the project through developmental services department

c) ***Include a list of all federal, state, and County permits and approvals required for the project and a schedule for obtaining such permits and approvals.***

- Parsons Business Park Phase I Site plan will be revised and submitted to County for approval
- Building Plans will be submitted to the County for building permits.
- Land disturbance permitting will be obtained following site plan approval.
- Storm water management requirements and DEQ/COE permitting will be met as part of the overall development plans.
- Timing for the permits and approvals will be outlined in the schedule attached as reference in the following section pertaining to schedule.

d) ***Identify any anticipated adverse social, economic, environmental and transportation impacts of the project measured against the County's comprehensive plan and any applicable County ordinances, design and construction standards, and policies. Specify the strategies or actions to mitigate known impacts of the project.***

PBP does not anticipate any adverse social, economic, environment or transportation impacts of the project as the project aligns with the Planned Business District zoning currently in place. County staff reports conducted as part of this recent rezoning analyzed the potential for each of these impacts. The report found no adverse impacts, and staff recommended approval as it aligned with the County's Comprehensive Plan.

- e) ***Identify the projected positive social, economic, and environmental impacts of the project measured against the County's comprehensive land use plan and any applicable County ordinances, design, and construction standards, and policies.***

Social

The proposed development will have many positive social impacts on the adjacent residential neighborhoods and on the PWC government. The relocation of a government agency to the proposed site would be welcomed both by constituents who supported the rezoning as well as those who opposed the revisions, since the proposed use would be permitted according to both the new and old ordinances. The presence of a governmental agency provides a level of security and professionalism that will be welcomed by nearby property owners. For the County, providing a consolidated workplace for employees of the various agencies and departments of PWC would create a synergy and efficiency that would be unparalleled. Additionally, the mobility with the campus-like walkable community with anticipated nearby dining establishments, parks, and library would engender an increase in workplace happiness and promote overall employee mental and physical health. Moreover, PWC taxpayers will find comfort knowing their county is now operating and leasing within its own jurisdiction.

Economic

By allowing PBP to develop this complex for PWC, the project will be delivered at a lower cost than what could be accomplished by a municipality through a traditional procurement process. PBP proposes to perform the design and construction phases of the complex in an efficient and cost-effective manner that public entities simply cannot attain due to regulatory processes, thereby lowering the per-square-foot cost.

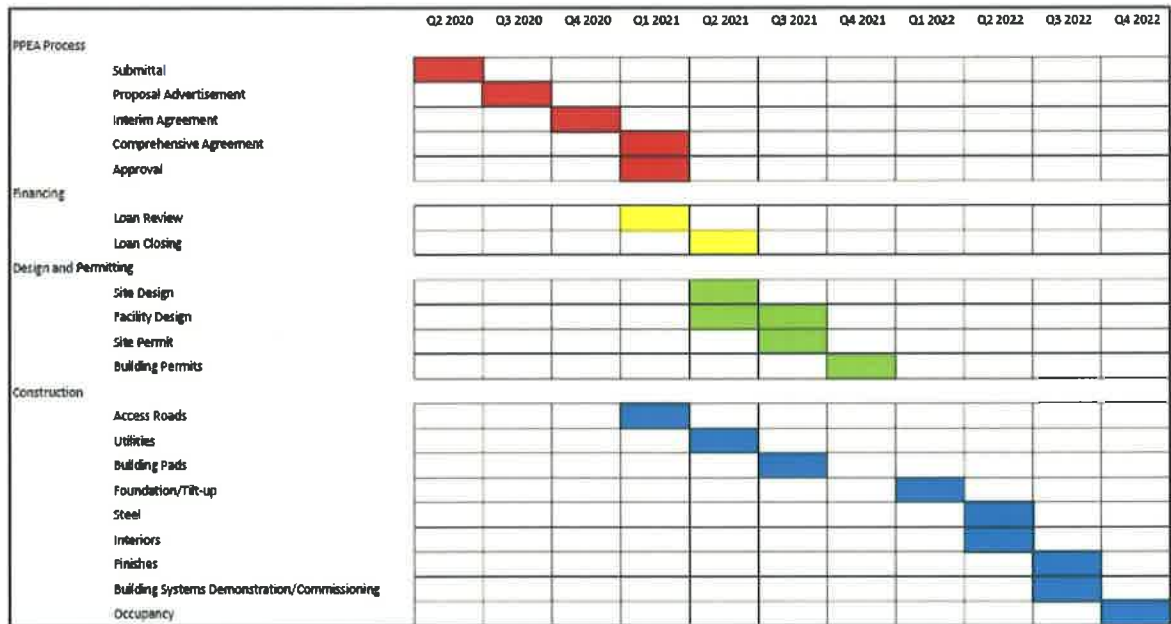
The operational savings for PWC will be witnessed through having multiple county departments working centrally and contiguously in a mid county location along a major arterial corridor already populated with county facilities of varying types. Those facilities include:

- George Hellwig Park
- Prince William County Forest Park
- Independent Hill Park
- Prince William County Landfill
- Colgan High School
- Coles Fire and Rescue Station
- Police Association Hall
- Virginia State Police Office
- Prince William County Library
- Prince William County Park, Recreation and Tourism Office
- Prince William County Public School/Edward L. Kelly Leadership Center
- Prince William County Animal Shelter
- Prince William County Recycling Center
- Prince William County Juvenile Detention Center

As it stands, the county currently grows into space as it becomes available, in whatever location space is available. The county adapts to the space, rather than designing the space to the county's needs. The MCC will be designed/built with the county's spatial and use requirements in high regard and allow for future growth as those requirements change. The County will be able to conserve resources from having energy efficient fixtures and design. LED light fixtures, low flow plumbing fixtures, and efficient HVAC design will all lower the operational expenses in a manner that older leased facilities are not able to achieve, without great expense and effort.

Lastly, real estate taxes directly from the leased facilities will work towards the county's goal of increasing the commercial tax base as a percentage of overall tax revenue to 35%. Local business and restaurants will relish the opportunities to serve county employees, vendors, and suppliers generating further meal tax and business tax benefits to PWC.

- f) **Identify the proposed schedule for the work on the project, including sufficient time for the County’s review, any State department or agency review, and the estimated time for completion.**



- g) **Propose allocation of risk and liability, and assurances for timely completion of the project.**

PBP will bear all development, schedule and financial risks relevant to this MCC’s construction delivery.

- h) **Clearly state all assumptions related to ownership, legal liability, law enforcement, and operation of the project, and the existence of any restrictions on the County’s use of the project.**

PBP will create a Limited Liability Corporation that will own the warehouse facility, Building #3. PWC will lease these facilities under a triple-net lease agreement standard

in commercial real estate that will include performance standards for the operation of the facilities.

PBP will simultaneously create a Limited Liability Corporation each for Building #1 and Building #2. These LLC's will, finance and construct the facilities and lease them to PWC under a lease-to-own agreement. During the lease-to-own agreement, all performance standards for the operation of the facility will be covered under a triple-net lease agreement standard in the commercial real estate. At such time the lease obligation is fulfilled, PWC will receive title, at no additional financial obligation, to the real estate and improvements for Building #1 and Building #2.

i) ***Provide information relative to any phased opening(s) of the proposed project.***

Given the PWC's outstanding lease obligations, PBP understands that the County will not be able to take occupancy of the entire project immediately upon completion of construction. Relocation of the relevant agencies, departments, and personnel will likely take place over multiple phases, so that the County will be able to avoid incurring financial penalties for early termination of existing lease commitments that are still in effect. PBP will work to accommodate the timeline of the County's transition period for taking occupancy. This will allow PWC to divide or consolidate its relocation plans as necessary in order to minimize moving costs and maximize efficiency.

In addition, PBP will work with PWC to maximize the utilization of its space at the MCC during the transition period. PBP will explore making accommodations to spaces that are not slated for immediate occupancy to allow for temporary or alternative uses in order to meet any of the County's short-term needs. PBP is confident that a suitable arrangement can be accomplished that allows for this transition period.

PBP also recognizes that PWC is growing as are its needs to provide administrative space. The subject site allows for the development of an additional 189,000 +/- square feet of office administration space (shown as Building #4 and Building #5 on the site schematic) to accommodate this projected requirement, in a lease-to-own structure identical to Building #1. Further detail of Buildings #4 and #5 will be outlined in a future PPEA proposal.

j) ***List any other assumption(s) relied on for the project to be successful.***

PBP assumes the following in order to ensure the success of the project

- Successful lease and lease/own agreements with PWC for the warehouse and office facilities acceptable to the senior lender without realtor/broker involvement.

k) ***List any contingency(ies) that must occur for the project to be successful.***

- The financing scenario must be evaluated and determined upon final project parameters.

3. Project Financing-See Volume Two

- a) ***Provide a preliminary estimate and estimating methodology of the cost of the work by phase, segment, or both.***

This response has been requested Proprietary and Confidential in accordance with Virginia Code Section 2.2-3705.6 11.b.

- b) ***Submit a plan for the development, financing, and operation of the project showing the anticipated schedule on which funds will be required. Describe the anticipated costs of and proposed sources and uses for such funds, including any anticipated debt service costs. The operation plan should include appropriate staffing levels and associated costs based upon the County's adopted operational standards.***

This response has been requested Proprietary and Confidential in accordance with Virginia Code Section 2.2-3705.6 11.b.

- c) ***Include a list and discussion of any assumptions underlying all major elements of the plan. Assumptions should include all fees associated with financing given the recommended financing approach.***

This response has been requested Proprietary and Confidential in accordance with Virginia Code Section 2.2-3705.6 11.b.

- d) ***Identify the proposed risk factors and methods for dealing with these factors. Describe methods and remedies associated with any financial default.***

This response has been requested Proprietary and Confidential in accordance with Virginia Code Section 2.2-3705.6 11.b.

- e) ***Identify any County, state, or federal resources, including, but not limited to, financial resources, that the proposer contemplates requesting for the project along with an anticipated schedule of resource requirements. Describe the total commitment, if any, expected from governmental sources and the timing of any anticipated commitment, both one-time and on-going.***

This response has been requested Proprietary and Confidential in accordance with Virginia Code Section 2.2-3705.6 11.b.

- f) ***Identify the need, if any, for the County to provide either its general obligation or moral obligation backing. The underlying assumptions should address this need and/or state that the credit would be via a "Service Agreement," for example. Any debt issuance should be expected to receive an investment grade rating from a nationally recognized statistical rating agency. If the natural rating is not investment grade, the County may require the use of credit enhancements.***

This response has been requested Proprietary and Confidential in accordance with Virginia Code Section 2.2-3705.6 11.b.

- g) ***Outline what impact, if any, a drop in interest rates would have on the ultimate annual project cost. Indicate if there is a method to refinance for cost savings or does the firm only receive benefit of this potential?***

This response has been requested Proprietary and Confidential in accordance with Virginia Code Section 2.2-3705.6 11.b.

- h) ***Provide a breakout/breakdown of the fees to be paid to any underwriting firm(s) and the type of obligation the firm(s) is using with a financing component. Be specific as to tax-exempt, taxable, floating rate, fixed rate, etc.***

This response has been requested Proprietary and Confidential in accordance with Virginia Code Section 2.2-3705.6 11.b.

4. Project Benefit and Compatibility

- a) ***Identify who will benefit from the project, how they will benefit, and how the project will benefit the County and the overall community. Describe any anticipated significant benefits to the community and the County, including anticipated benefits to the economic, social, environmental, transportation, etc., condition of the County and whether the project is critical to attracting or maintaining competitive industries and businesses to the County.***

According to PWC's Internal Audit dated April 12, 2019 "Leased Office Space Facilities Analysis", the county currently leases 38 facilities, 15 of which are located within the City of Manassas. It is estimated that over a 10-year term, the taxes paid to the City exceeds \$2.5 million. By locating the office/flex warehouse from the City of Manassas, the PWC taxpayers will financially benefit. The purpose of this proposal is to afford PWC the ability to consolidate space at market rate and at a lower rental rate escalation for the leased spaces and leased-to-own spaces thus benefitting PWC taxpayers. Newly constructed buildings will also have energy and space efficiencies that will decrease total expenditures annually, fiscally realized again by PWC taxpayers.

Environmentally, by consolidating space in a central development, County employees are spending less time on the roads and consuming less gas and emitting less carbon dioxide. Additionally, less time on the roads and walking to dining on-site correlates to a happier and more productive employee. Alternately, the transportation impact generated by this project will be far less than what could be allowed by right within M/T zoning, which allows for truck terminals and distribution centers by right.

Our team also intends to maximize the participation of local contractors and service providers including small, minority, and women-owned businesses.

- b) ***Identify any anticipated public support or opposition, as well as any anticipated government support or opposition (including that in any affected jurisdiction), for the project.***

The overall community will welcome the county facilities proposed and PBP believes the proposed project will ease community's concerns as to what the ultimate development

will be and the users that will comprise it. During the many community meetings held as part of the rezoning of the property, the surrounding residents expressed the desire to have more government facilities in this location which they believed will bring an increased level of professionalism and increase property values. This project is in line with those requests.

- c) ***Explain the strategy and plan, including the anticipated timelines that will be carried out to involve and inform the general public, business community, local governments, and governmental agencies in areas affected by the project.***

PBP has already started the process of discussing a Mid County Complex with community leaders during the rezoning process. However, in the weeks immediately following the submission of this proposal, we will be again reach out to the community to update them on the details of our proposal to PWC. We will continue to brief the community, request feedback at every level of the PPEA process, and implore local businesses and service providers to partner with this development in a mutually beneficial relationship to both PWC, residents, and taxpayers.

- d) ***Describe the compatibility with the County's and/or affected jurisdiction's comprehensive plan (including applicable environmental, land use, and facility standards ordinances), infrastructure development plans, transportation plans, the capital improvement plan, and capital budget or other government spending plans.***

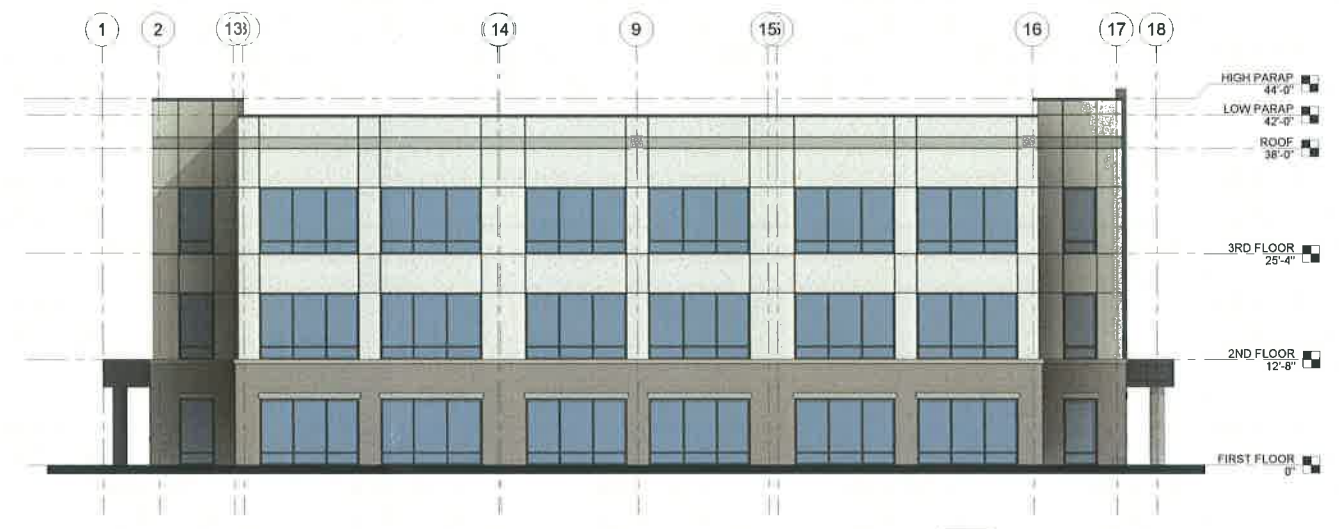
The Mid County Complex is completely compatible with the County's comprehensive plan, which is FEC, Flexible Use Employment Center and ER, Environmental Resource. The current PBD, Planned Business Development, zoning district implements the FEC use designation. By offering a flexible mixture of heavy industrial/light industrial, office, and flex office type uses with supporting commercial/retail, an appropriate mixture of uses is established.

The Department of Environmental Quality will require the project's adherence to enhanced environmental controls through the projects planning and inspection process. The proposal team also feels that with the eventual transfer of ownership of property at

Building #1, which includes an intermittent stream and RPA, it will ensure the integrity of the environmentally sensitive areas for perpetuity.

The facility standards will be upheld by the proffered Parsons Business Park Design and Architectural Guidelines that were adopted from Prince William County's Innovation Business Park's Design and Architectural Guidelines.

The County will be the best judge of the project's impact on capital improvement and capital budget plans.




2 OFFICE - SIDE ELEVATION
SD1.0 1/8" = 1'-0"



1 OFFICE - FRONT ELEVATION
SD1.0 1/8" = 1'-0"

3 STORY OFFICE BUILDING
APPROX 44,000 GSF

OFFICE, COUNTY USE ONLY



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PARSONS BUSINESS PARK
44,000 SF RENT TO OWN
OFFICE BUILDING

PROJECT # J19140

REVISION	DATE
V2	11/18/2019

PROPOSED OFFICE

SD1.0

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PARSONS BUSINESS PARK
44,000 SF RENT TO OWN
OFFICE BUILDING

J19140

REVISION	DATE
V2	11/18/2019

PROPOSED OFFICE

SD1.1



2 BUILDING 1,4,5 - SIDE ELEVATION
1/8" = 1'-0"



1 BUILDING 1,4,5 - FRONT ELEVATION
1/8" = 1'-0"

3 STORY OFFICE BUILDING
APPROX 44,500 GSF

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PARSONS BUSINESS PARK
94,500 SF RENT TO OWN
OFFICE BUILDING

J19140

REVISION	DATE

V2 11/18/2018

PROPOSED
BUILDING 1,4,5

SD2.0

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PARSONS BUSINESS PARK
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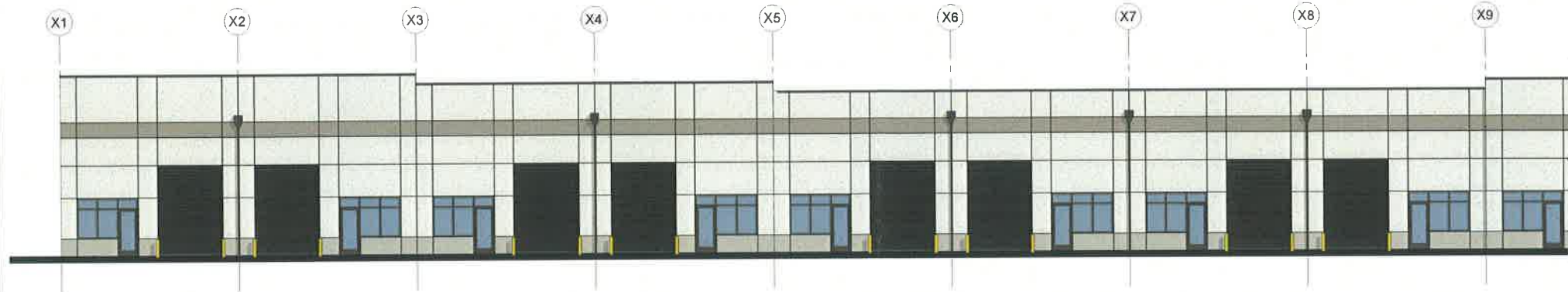
J19140

REVISION	DATE
V2	11/18/2018

**PROPOSED
BUILDING 1,4,5**

SD2.3

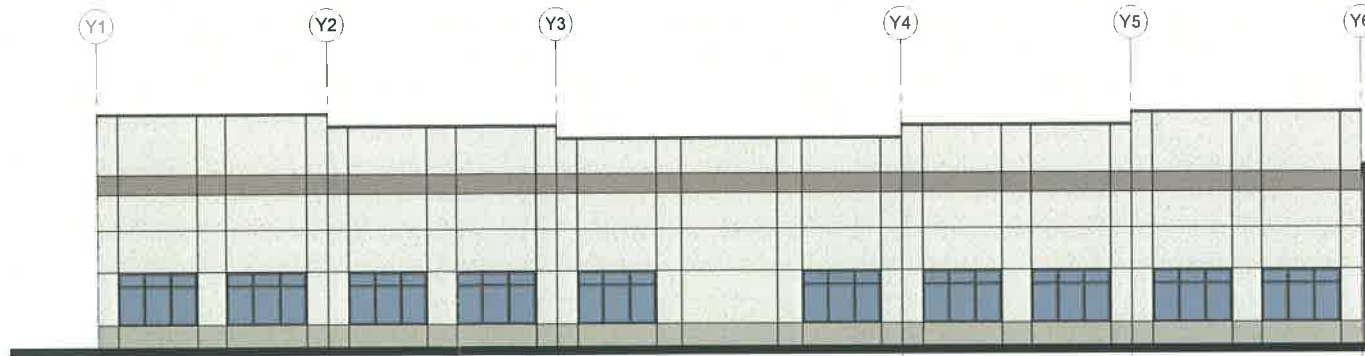
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3 WAREHOUSE - ELEVATION FRONT A
SD3.0 1/8" = 1'-0"



2 WAREHOUSE - ELEVATION FRONT B
SD3.0 1/8" = 1'-0"



1 STORY WAREHOUSE
APPROX 88,500 GSF

1 WAREHOUSE - SIDE ELEVATION
SD3.0 1/8" = 1'-0"

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PARSONS BUSINESS PARK
LEASED
86,000 SF
WAREHOUSE
PROPERTY
J19140

REVISION	DATE

V2	11/18/2019
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PROPOSED WAREHOUSE

SD3.0

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PARSONS BUSINESS PARK
86,000 SF LEASED
WAREHOUSE

J19140

REVISION	DATE
V2	11/18/2019

PROPOSED WAREHOUSE

SD3.1