



# REQUEST FOR PROPOSAL

## Autumn Willow Senior Housing

March 12, 2020

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# *Letter of Transmittal*

March 12, 2020

Tom Fleetwood, Director  
Housing and Community Development  
Fairfax County Redevelopment and Housing Authority  
12000 Government Center Pkwy  
Fairfax, Virginia 22035

Dear Mr. Fleetwood:

On behalf of The Michaels Organization ("TMO") and our Development Partners, we appreciate the opportunity to present our qualifications to the Fairfax County Redevelopment and Housing Authority (FCRHA) in accordance with the requirements of Autumn Willow Request for Qualifications.

The Michaels Organization is an award-winning family of companies with 47 years of experience developing and managing affordable housing across the United States. Our approach is based on the belief that strong local partnerships, inclusive planning practices, functionally beautiful and energy efficient designs, are all essential components to developing sustainable, thriving communities free from the confines of poverty. Since every development has its own challenges and opportunities, we take this approach and tailor it to each community in order to provide housing that is specific to and reflective of the history and spirit of the community.

This philosophy extends through every arm of our organization and beyond to partnerships we build with community groups, residents, and housing authorities. We take a particularly personal approach with our housing authority partners. Throughout the country we have collaborated with numerous housing authorities to help them achieve their personal missions and we take great pride in the strength of those alliances.

TMO is a vertically integrated housing company specializing in all aspects of the management and development process, including property management, development, construction management, lending, and syndication. All TMO members share knowledge and best practices throughout the development and management process, giving the company an unmatched advantage in the housing industry. For this response, The Michaels Development Company ("Michaels"), the affordable housing development arm of TMO, will serve as the lead developer entity responsible for overseeing all phases of the development.

Michaels is a pioneer in the development of affordable senior communities. All aspects of housing development, from conception through construction completion, ownership and operation, are within Michaels' expertise and experience. Our development team's credentials and qualifications are enclosed.

Since its inception in 1973, Michaels has developed over 50,000 units of affordable housing under various government programs and funding sources. Michaels develops affordable multifamily communities across the country, so our staff are experts in both federal and state financing sources. We have learned over the past 47 years that no two projects are the same, but many projects share similar financing mechanisms. As a large development company, we are able to share resources and best practices internally.

Our successful collaborations throughout the country are the result of our philosophy and guiding principle of working cooperatively with public housing authorities, residents, and local stakeholders. We believe this combination of national strength and local expertise is just one factor that sets us apart as a leader in affordable senior housing redevelopment. It makes us uniquely qualified to partner with the FCRHA to develop Autumn Willow, so FCRHA continues to meet the needs of the community it serves long into the future.

As you will see detailed in our response, we have a vast amount of experience and are familiar with structuring complex financial transactions. We are in a position to start work immediately if selected. Our team of experts will ensure small and minority-owned businesses, women-owned businesses, and local labor individuals and/or firms will be used whenever possible. Michaels is the best qualified developer to accomplish the goals set forth by FCRHA due to our vast experience. Michaels' dedicated team to this endeavor will include the following professionals:

John O'Donnell  
Chief Executive Officer  
2 Cooper Street  
Camden, NJ 08102  
(856) 596-0500  
jodonnell@tmo.com

Ken Crawford  
Executive Vice President  
2 Cooper Street  
Camden, NJ 08102  
(856) 797-8964  
kcrawford@tmo.com

Milton Pratt  
Executive Vice President  
2 Cooper Street  
Camden, NJ 08102  
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Nicholas Bracco  
Regional VP of Development  
Mid-Atlantic Region  
Michaels Development Company  
1700 Diagonal Road, Suite 330  
Alexandria, VA 22314  
(202) 838-8070  
nbracco@tmo.com

Christopher Earley  
Vice President of Development  
Michaels Development Company  
1700 Diagonal Road, Suite 330  
Alexandria, VA 22314  
(202) 838-8050  
cearley@tmo.com

Brandon Healy  
Project Manager  
Michaels Construction  
2 Cooper Street  
Camden, NJ 08102  
(856) 355-1534  
jhealy@tmo.com

The contact person and Project Manager for the purposes of this RFP will be Nicholas Bracco, Regional Vice President of the Mid-Atlantic. Mr. Bracco is based out of our Alexandria, VA office.





Additionally, the Michaels team is partnering with some of the best in the business to ensure FCRHA's vision is met. This team will include:

**KTGY:** KTGY Architecture + Planning is an international full-service architecture design and planning firm delivering innovation, artistry, and attention to detail across multiple offices and studios, ensuring that our clients and communities get the best we have to offer no matter the building type or location. KTGY will serve as the lead architect and designer.

**Urban Practice.** Urban Practice is dedicated to providing seamless, integrated architectural services to build communities that lift lives. Our team works closely with development, construction, and management at The Michaels Organization to provide a complete and thoroughly coordinated project. Urban practice will serve as the supervisory architect on this project, ensuring Michaels' standards are upheld.

**GORDON:** GORDON is a Service-Disabled Veteran-Owned Small Business (SDVOSB). Founded in Northern Virginia in 1976, GORDON offers a full complement of civil engineers, land planners, landscape architects, surveyors, and security professionals. GORDON will serve as the civil engineer and landscape architect on this project.

**Gorove Slade:** Gorove Slade is a professional engineering and planning firm, providing clients with a complete suite of transportation and traffic engineering services. Gorove Slade will serve as the traffic engineer for this project.

**Cooley.** Cooley LLP is a top-ranked international law firm with their local office out of Reston, Virginia. Cooley has 35+ real estate professionals including lawyers, senior urban planners, and law clerks. Cooley has strong relationships in local jurisdictions that provide clients with invaluable assistance in acquiring critical approvals. Cooley will serve as the land use attorney on this project.

**Klein Hornig.** Klein Hornig provides uncompromising service and unparalleled legal expertise to the affordable housing community. The firm exclusively focuses on structuring, managing, and closing affordable housing projects. Klein Hornig will serve as legal counsel.

**Better Tomorrows:** Better Tomorrows is a national nonprofit organization serving low-income affordable housing communities. The organization works to alleviate poverty by providing case management and supportive services in under-resourced communities. Better Tomorrows will serve as the supportive services arm for this project.



Michaels agrees to adhere to the following provisions as requested by the RFP:

- The proposal is valid for 180 days upon submission.
- The Offeror will negotiate in good faith with Fairfax County.
- The Project will conform to all applicable federal, state, and local laws, regulations, and ordinances including all federal, state, and relevant local environmental regulations.

To our knowledge, no members of the development team have any current or anticipated contractual or financial relationship with Fairfax County. The Developer has not had any contact with Fairfax County regulatory staff regarding the Project, including any existing or anticipated permitting or zoning issues or concerns.

The enclosed materials convey our expertise and proven abilities to successfully complete all aspects of this important undertaking as well as our strong interest in establishing a long-term relationship with the FCRHA and the communities you serve. We thank you for your consideration and we would be privileged to partner with you on this exciting venture.

Sincerely,



Nicholas C. Bracco  
Regional Vice President of Development, Mid-Atlantic  
Michaels Development Company I, LP  
The Michaels Organization

# *Addendum #1*





# County of Fairfax, Virginia

## ADDENDUM

DATE: January 16, 2020

### ADDENDUM NO. 1

**TO:** ALL PROSPECTIVE OFFERORS  
**REFERENCE:** RFP2000003034  
**FOR:** PPEA – Autumn Willow Senior Housing  
**DUE DATE/TIME:** February 27, 2020 at 2 PM

The above referenced Request for Proposal is amended as follows:

1. Remove Special Provisions, Paragraph 1.1, Purpose and replace with the following:
  - 1.1. The purpose of this Request for Proposals is to solicit proposals under the Public-Private Education Facilities and Infrastructure Act of 2002 (the "PPEA"), as amended, from qualified Offerors to develop, own, and operate (at no cost to the County), Fairfax County Redevelopment & Housing Authority (FCRHA) owned land at Autumn Willow Road and Stringfellow Road, Fairfax County, Virginia (Ref: Attachment C).
2. Remove Attachment C – Section 1.4 and replace with the following:
  - 1.4. In 1989 a 38-acre property was acquired by the Board of Supervisors. It was subsequently subdivided into three parcels. Parcels #0553 01 0026A and #0553 01 0026C were transferred to the Fairfax County Park Authority (FCPA) in 2013. Parcel #0553 01 0026B was transferred to the FCRHA in 2019. The subject parcel #0553 01 0026B is shown on the existing site conditions graphic in Figure 2.
3. Remove Attachment C – Section 1.5 and replace with the following:
  - 1.5. A Special Exception is required for the senior independent affordable living use. The proposed zoning action is to combine subject property #0553 01 0026B with the FCPA property #0553 01 0026A and allow for an increase in density. The proposed development shall not exceed 150 units. This approach to allowable density was verified with the Fairfax County Department of Planning and Development (DPD) as appropriate. FCPA has confirmed they are willing to be a part of the rezoning application.
4. Remove Attachment C, Section 3.1. Affordability and replace with the following:
  - 3.1. Affordability  
The development shall create additional senior affordable housing as follows:
    - a. 30% of units shall be affordable to households earning up to fifty percent (50%) of Area Medium Income.
    - b. 70% of units shall be affordable to households earning up to sixty percent (60%) of Area Medium Income.
    - c. A substantial number of units at lower affordability levels beyond the proportions indicated above.
    - d. FCRHA reserves the right to negotiate other housing affordability mixes at its discretion.

5. Remove Attachment C, Section 3.6. Accessibility and Services, 1<sup>st</sup> Paragraph and replace with the following:

A minimum of ten percent (10%) of the units shall be fully accessible, as defined by the Americans with Disabilities Act (ADA), 2009 ICC/ANSI 117.1 requirements. Universal design features are expected to be incorporated to the greatest extent possible.

6. Remove Attachment C – Section 4.3.2; 3<sup>rd</sup> paragraph and replace with the following:


Offerors that propose to utilize the competitive 9% Low Income Housing Tax Credits (LIHTC) must also provide a contingency plan in the event the 9% credits are not obtained. Offerors must provide a completed LIHTC Score Sheet from the current VHDA LIHTC Application with the response to this section. The Score Sheet is available at the following link:  
<https://www.vhda.com/BusinessPartners/MFDevelopers/MF-LoanApplication-Guides/Pages/Reference-Docs-Forms.aspx#XheRnXnsaUk>

The following are questions and answers pertaining this RFP as a result of the pre-proposal meeting dated January 6, 2020:

- Q1. How long is the process to obtain a Special Exception?  
A1. The process takes approximately six (6) to nine (9) months.
- Q2. Can this process be expedited?  
A2. No. The process will be treated as any other land-use process.
- Q3. The web links provided on the DPMM Current Solicitation page do not include a Boundary or Topographical survey. Can these be provided?  
A3. Yes. These documents are now posted at  
<https://www.fairfaxcounty.gov/procurement/ppea/autumn-willow>.
- Q4. The link for the Geotech study only provides the first four (4) pages. Please provide the full study.  
A4. The full study is now posted at <https://www.fairfaxcounty.gov/procurement/ppea/autumn-willow>.
- Q5. The RFP contemplates using sustainable design principles in accordance with Fairfax County's Sustainable Design Policy. Are there any other sustainable design principles we need to follow?  
A5. Yes. Please refer to Virginia Housing Development Authority (VHDA) requirements (<https://www.vhda.com/Pages/Home.aspx>).
- Q6. Attachment C – Section 3.6.b. refers to residents aging in place. Does this mean that we will need to include evacuation accessibility?  
A6. No. This development is for Senior Independent Living, not Senior Assisted Living.
- Q7. What about gap funding?  
A7. The County is looking for a no-cost solution. Ensure accurate financial data is submitted with the proposal.
- Q8. Attachment C – Section 3.1.b. states: "70% of units shall be affordable to households earning 60% of AMI up to market rate." Is this correct?  
A8. No. Reference Addendum 1, Revision #4.
- Q9. Attachment C – Section 3.4.a. states that the ground lease should reflect market value. Is this correct?  
A9. Yes. Please consider these units as rent restricted.

- Q10. Currently, the property has no sanitary sewer available. How can we achieve a sanitary sewer connection?  
A10. The property is within the County Approved Sanitary Sewer Service Area. Sanitary sewers are available within the vicinity of the property.
- Q11. You've stated that we would combine the two parcels for density purposes. Will the ground lease be on both parcels?  
A11. No, the ground lease will only be on the FCRHA-owned parcel.
- Q12. Is there any flexibility on the two-story solution?  
A12. Reference RFP, Attachment C, Section 3.2.b., Design/Development. The County is interested in a suburban-style development that would blend in with the surrounding community as a two-story solution to best fit the community.
- Q13. The property is zoned R-1. How are we able to provide up to 150 units on this property?  
A13. Please review the Density Calculations posted at <https://www.fairfaxcounty.gov/procurement/ppea/autumn-willow>.
- Q14. Has there been any community outreach done so far?  
A14. There was a preliminary conversation by the district supervisor prior to the transfer of the land to the FCRHA. The selected developer will be required to provide extensive community outreach on this project. There was also a public hearing before the Board of Supervisors on June 25, 2019 in which the public was able to ask questions of FCRHA staff located at ([http://video.fairfaxcounty.gov/player/clip/1430?view\\_id=7](http://video.fairfaxcounty.gov/player/clip/1430?view_id=7)). The topic is discussed from time mark 4h:36m to 4h:56m via the attached link. The comments run from marks 4h:40m to 4h:53m.
- Q15. Oftentimes multi-family developments are considered commercial for zoning purposes. Should we be considering commercial zoning in this case?  
A15. No. Currently, there is no commercial zoning requirement.
- Q16. Has any traffic study been done?  
A16. No traffic studies have been performed to date.

The last day to submit additional questions via email to [shelley.brent@fairfaxcounty.gov](mailto:shelley.brent@fairfaxcounty.gov) is January 27, 2020, 4:30 p.m.

  
Shelley Brent, CPPB  
Contract Analyst II

**THIS ADDENDUM IS ACKNOWLEDGED AND IS CONSIDERED A PART OF THE SUBJECT INVITATION FOR BID:**

The Michaels Organization

Name of Firm

  
(Signature)

March 11, 2020

(Date)

**A SIGNED COPY OF THIS ADDENDUM MUST BE INCLUDED IN THE BID PACKAGE OR RETURNED PRIOR TO DUE DATE/TIME.**

**NOTE: SIGNATURE ON THIS ADDENDUM DOES NOT SUBSTITUTE FOR YOUR SIGNATURE ON THE ORIGINAL BID DOCUMENT.**



# *Addendum #2*



# County of Fairfax, Virginia

## ADDENDUM

DATE: January 22, 2020

### ADDENDUM NO. 2

**TO:** ALL PROSPECTIVE OFFERORS  
**REFERENCE:** RFP2000003034  
**FOR:** PPEA – Autumn Willow Senior Housing  
**DUE DATE/TIME:** February 27, 2020 at 2 PM

The following is a list of questions and responses to the above referenced RFP:

1. Remove Attachment C – Section 4.3.2; 3<sup>rd</sup> paragraph listed in Addendum #1, paragraph 6 and replace with the following (to update the weblink):

Offerors that propose to utilize the competitive 9% Low Income Housing Tax Credits (LIHTC) must also provide a contingency plan in the event the 9% credits are not obtained. Offerors must provide a completed LIHTC Score Sheet from the current VHDA LIHTC Application with the response to this section. The Score Sheet is available at the following link:

<https://www.vhda.com/BusinessPartners/MFDevelopers/MF-LoanApplication-Guides/Pages/Reference-Docs-Forms.aspx>

2. Remove the weblink from Addendum #1 Question and Answer #5 to include the new weblink.

Q5. The RFP contemplates using sustainable design principles in accordance with Fairfax County's Sustainable Design Policy. Are there any other sustainable design principles we need to follow?

A5. Yes. Please refer to Virginia Housing Development Authority (VHDA) requirements at <https://www.vhda.com/BusinessPartners/MFDevelopers/LIHTCProgram/Pages/LIHTCProgram.aspx>

3. Remove Answer #13 from Addendum #1 and replace with the following:

A#13. The Density Calculation is posted as attached.

The following are additional questions and answers pertaining to the above referenced RFP.

Q.1. If possible, please provide demographics for the Olley Glen and Fallstead projects. We are especially interested in head of household age and household size.

A.1. For demographic information, visit the Fairfax County Community Profiles website at <https://www.fairfaxcounty.gov/demographics/community-profiles>.

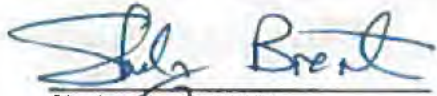
Q.2. Has an un-solicited PPEA been submitted for this project and what Team submitted?

A.2. This is a solicited PPEA opportunity.

Q.3. Is Fairfax hiring an outside owner's representatives or construction managers?

A.3. Not at this time.

The last day to submit additional questions is January 27, 2020 by 4:30 p.m. Questions can be sent via e-mail to [shelley.brent@fairfaxcounty.gov](mailto:shelley.brent@fairfaxcounty.gov).



Shelley Brent, CPPB  
Contract Analyst II

**THIS ADDENDUM IS ACKNOWLEDGED AND IS CONSIDERED A PART OF THE SUBJECT INVITATION FOR BID:**

The Michaels Organization

  
(Signature)

Name of Firm

March 11, 2020

(Date)

**A SIGNED COPY OF THIS ADDENDUM MUST BE INCLUDED IN THE BID PACKAGE OR RETURNED PRIOR TO DUE DATE/TIME.**

**NOTE: SIGNATURE ON THIS ADDENDUM DOES NOT SUBSTITUTE FOR YOUR SIGNATURE ON THE ORIGINAL BID DOCUMENT.**



## **Density Calculation – Autumn Willow – PPEA**

### **Proposal**

The proposal for 150 units in the Autumn Willow Senior Housing PPEA requires approval of a Special Exception by the Board of Supervisors. The General Standards in Sect. 9-006 and Additional Standards for Independent Living Facilities in Sect. 9-306 of the Zoning Ordinance apply. Per Par. 6 of Sect. 9-306, the density of the proposed use is based upon the density of the land use recommendation set forth in the adopted comprehensive plan. Although the subject site is zoned R-1, the high end of the Comprehensive Plan is for two dwelling units per acre.

### **Land Area (Zoned R-1)**

FCPA Land: Tax Map 55-3 ((1)) 26A – 9.65 acres

FCRHA Land: Tax Map 55-3 ((1)) 26B – 10.88 acres

Gross Land Area – 20.53 acres

RPA/Floodplain Area – 8.65 acres (Note: Acreage could change based on a Floodplain Delineation Study that will be required at the time of site plan)

30 Percent of the Total Site Area – 6.16 acres

Per Par. 2A of Sect. 2-308 of the Zoning Ordinance, maximum density shall be calculated on the gross area of the lot, except when 30 percent or more of the total area of the lot is comprised of floodplains and adjacent slopes in excess of 15 percent grade. Par 2 of Sect. 2-308 of the Zoning Ordinance further states, "When thirty (30) percent or more of the total area of the lot is comprised of any or all of the above features, then fifty (50) percent of the maximum permitted density shall be calculated for that area of the lot which exceeds thirty (30) percent of the total area of the lot. The fifty (50) percent density limitation shall apply, notwithstanding that such area may be used for open space, parks, schools, rights-of-way, utility easements or other designated uses as may be presented in the following paragraphs."

### **Land Area for Density Purposes (Per Par. 2A of Sect. 308 of ZO)**

Gross Land Area – 20.53 acres

RPA/Floodplain Area – 8.65 acres

30 Percent of the Total Site Area – 6.16 acres

Area Receiving Half Density – 2.49 acres (Area exceeding 30 percent of the site)

*Calculation Half Density: [8.65 acres (Floodplain) minus 6.16 acres (30% of total site area)]*

Area Receiving Full Density – 18.04 acres (Residual)

### **Density (Special Exception Additional Standards)**

#### **Par. 6 of Sect. 9-306 (Additional Standards Independent Living Facilities)**

The density of such use is based upon the density of the land use recommendation set forth in the adopted comprehensive plan and as further modified by the corresponding multiplier and open space requirements set forth in the table provided below.

<b>Comprehensive Plan Residential Density</b>	<b>Maximum Number of Units Per Acre*</b>	<b>Required Open Space</b>
<b>1 unit per acre</b>	<b>Not to exceed 4 times units per acre</b>	<b>65%</b>
<b>2 units per acre</b>	<b>Not to exceed 4 times units per acre</b>	<b>60%</b>

For developments providing 100 percent of the dwelling units as ADUs, the density determined by the table above may be increased by an additional 20 percent.

If 100 percent of the dwelling units are provided for residents whose annual household income is 50 percent of the median income for the Washington Metropolitan Statistical Area (WMSA) for not less than 70 percent of the units and 30 percent of the WMSA for not more than 30 percent of the units, the density will be determined by the table above and may be increased by an additional 25 percent, as calculated using the high end of the residential density range set forth in the adopted comprehensive plan. Any such development may be administered under the provisions of Part 8 of Article 2 or under the provisions of any other affordable housing program deemed equivalent by the Zoning Administrator pursuant to Sect. 2-816.

### **Density Calculations**

**Comprehensive Plan Density Recommendation: 1-2 du/ac**

**Fairfax County Comprehensive Plan, 2017 Edition, Area III, Fairfax Center Area, as amended through 7-31-18, Land Use Recommendations – Suburban Neighborhoods and Low Density Residential Areas on Page 81, the Plan states for Land Unit Q:**

### **RECOMMEDATIONS**

#### **Land Use**

***Baseline: Residential use at 1 dwelling units per acre***

***Overlay: Residential use at 2 dwelling units per acre***

#### **Additional Standards in Sect. 3-906**

**Independent Living Facility Multiplier – 4 times units per acre (based on Comp Plan Density per table in Par. 6 of Sect. 9-306)**

**Bonus Density – 20 percent based on 100 percent of the dwelling units as ADUs**

**Calculations**

2.49 X 2 units per acre = 4.89 units

18.04 x 2 units per acre = 36.08 units

40.97 units X 4 = 163.88 units

163.88 units + 20% bonus = 196.65 units

**Summary**

Total Allowed per ZO – 196.65 units (Depending on Final Delineation of Floodplain)

Total Allowed per RFP – 150 units

# *Addendum #3*





# County of Fairfax, Virginia

## ADDENDUM

DATE: February 10, 2020

### ADDENDUM NO. 3

**TO:** ALL PROSPECTIVE OFFERORS  
**REFERENCE:** RFP2000003034  
**FOR:** PPEA – Autumn Willow Senior Housing  
**DUE DATE/TIME:** March 12, 2020 at 2 PM *Revised*

The due date for the referenced Request for Proposal (RFP) has been extended to March 12, 2020, 2 PM.

The last day to submit final questions is February 28, 2020 by 4:30 p.m. Questions can be sent via e-mail to [shelley.brent@fairfaxcounty.gov](mailto:shelley.brent@fairfaxcounty.gov).

The following is a list of clarifications to the above referenced RFP.

1. Remove Special Provisions, Paragraph 5 and replace with the following:
  5. **PROPERTY OVERVIEW AND DESCRIPTION:**
    - 5.1. Reference Attachment C., Paragraph 1, Overview and Description.
2. Number Special Provisions, Section 12, as 12.1 -12.4.
3. Remove Special Provisions, Section 12.1 and replace with the following:
  - 12.1. One (1) original (duly marked) and ten (10) copies of the Proposal binder containing both the Technical and Financial components as detailed in Attachment C, shall be delivered to the following address on or before 2:00 PM EDT on March 12, 2020.
4. Remove Special Provisions, Section 16.2.f, Insurance, third paragraph and replace with the following:

Indemnification: Article 59 of the General Conditions and Instructions to Bidders (Attachment A) shall apply.
5. Remove Special Provisions, Section 22.1, Order of Precedence and replace with the following:
  - 22.1. In the event of conflict, the Acceptance Agreement (provided at contract award) and the Special Provisions of this contract shall take precedence over the General Conditions and Instructions to Bidders, (Attachment A).
6. Remove Attachment C, Section 4.2 b and replace with the following:
  - 4.2.b. Completed Attachment D.

7. Remove Attachment C, Section 4.2, Technical Component, Paragraph 3.d., and replace with the following:

3d. Proposed Development Program including residential unit mix with unit count and square footage for each unit type and affordability level by building and/or phase (Complete Attachment D - Development Program Summary Sheet).

The following are additional questions and answers pertaining to the above referenced RFP.

- Q.1. Can we print two-sided?  
A.1. Proposals may be printed two-sided.
- Q.2. Can we change heading nomenclature from Section "4.2 – Technical Component" for instance, to Tab A, B, C, etc.?"  
A.2. No. Reference Attachment C, Sections 4.1 and 4.2.
- Q.3. How firm is the recommendation to stay two-story versus three-story?  
A.3. Reference the RFP Attachment C, Section 3.2.b. Design/Development and Addendum #1, question and answer #12.
- Q.4. What are the open space requirements? (Note that per zoning, it looks to be 60%).  
A.4. Please refer to the Department of Planning and Development (DPD) website and their personnel for site specific matters related to the ordinance and other local regulations.
- Q.5. Can the parkland parcel to the south be included in the open space calculations?  
A.5. This project assumes that the parkland parcel at #0553 01 0026A is included in the Special Exception request. The Fairfax County Park Authority has agreed to this action.
- Q.6. What is the maximum allowable building height on the site?  
A.6. Reference Attachment C, Section 3.2.b. FCRHA reserves the flexibility to negotiate building height.
- Q.7. What are the front/side/rear setbacks for the site?  
A.7. Please refer to the DPD website and their personnel for site specific matters related to the Ordinance and other regulations.
- Q.8. Is a comprehensive plan amendment needed?  
A.8. No. Please reference Addendum #2, Density Calculation.
- Q.9. Does the County have a preferred site entry point?  
A.9. No. The County does not have a preferred site entry point.
- Q.10. Has a site specific Resource Protection Area delineation been performed for the property, including delineation of any applicable Environmental Quality Corridor areas?  
A.10. No. Neither a site specific Resource Protection Area delineation nor an Environmental Quality Corridor delineation have been performed.
- Q.11. Are the ball fields to the north planned for future Single Family Home development, meaning that they may require transitional screening or a screening waiver?  
A.11. The ballfields to the north are not a part of this proposal.

- Q.12. Will required trails and transportation improvements per the County master plan be required on Lee Highway since the adjacent parcel is being consolidated into the project for the purposes of density and open space? This includes shared use trails and road widening based on my review of the comprehensive transportation plan.
- A.12. The total land area included in the Special Exception request will be reviewed for compliance with the Comprehensive Plan recommendations.
- Q.13. Are any review fees, other fees or deposits due with the application?
- A.13. No. At this time only proposals are due.
- Q.14. The Olley Glen apartment unit sizes seem smaller than what the markets demands are now. Can the units at the new project be more typical in their size (i.e. one bedroom at 575-650 square ft)?
- A.14. The RFP does not specify unit sizes. Offerors should base their projected unit sizes on relevant market data.
- Q.15. Does the RFP specify unit sizes? May the unit sizes be larger than identified in the RFP?
- A.15. See response to Q.14.
- Q.16. The density calculations provided by Fairfax County include utilization of density associated with adjacent property owned by the Fairfax County Park Authority, so this property will need to be included in the special exception application. Will the Park Authority consent to the filing of the application as a property owner and agree to utilization of density?
- A.16. Yes. The Fairfax County Park Authority has agreed to this action.
- Q.17. Will the Park Authority waive any fees/costs associated with obtaining a sanitary sewer easement to serve the proposed development?
- A.17. Offerors should not assume that any fees are waived.
- Q.18. Other than the Executive Summary, is there any page limit applicable to this proposal.
- A.18. Reference the response to Number #2 above.
- Q.19. Due to the complexity of this RFP, the extensive work to be completed by architects and engineers prior to being able to fulfill the requirement of a full LIHTC scoring sheet, and the issuance of two addendums today, is the County considering extending the proposal due date of February 27, 2020.
- A.19. Yes, the proposal due date has been extended to March 12, 2020 at 2:00 p.m.
- Q.20. The above solicitation references top of page 2 and 3 "Appendix 1." We are unable to locate this Appendix in the document.
- A.20. This should read as Attachment A. Reference clarification #1 above.
- Q.21. Similarly, on page 6 and 8, an "Appendix A" is referenced and supposed to be found in the General Conditions and Instructions to Bidders but is also not included.
- A.21. The General Conditions and Instructions to Bidders in this solicitation is Attachment A.
- Q.22. Is the Fairfax County Redevelopment and Housing Authority (FCRHA) going to be a true partner, meaning for tax credit application submission?
- A.22. The selected developer will be the sole applicant for the tax credit application submission. However, the FCRHA will support the ultimate submission if it adheres to Fairfax County goals.

RFP2000003034  
February 7, 2020  
Page 4

**THIS ADDENDUM IS ACKNOWLEDGED AND IS CONSIDERED A PART OF THE SUBJECT INVITATION FOR BID:**

The Michaels Organization

\_\_\_\_\_  
Name of Firm

  
\_\_\_\_\_  
(Signature)

\_\_\_\_\_  
March 11, 2020

\_\_\_\_\_  
(Date)

**A SIGNED COPY OF THIS ADDENDUM MUST BE INCLUDED IN THE BID PACKAGE OR RETURNED PRIOR TO DUE DATE/TIME.**

**NOTE: SIGNATURE ON THIS ADDENDUM DOES NOT SUBSTITUTE FOR YOUR SIGNATURE ON THE ORIGINAL BID DOCUMENT.**



# *Cover Sheet*



# FAIRFAX COUNTY

## DEPARTMENT OF PROCUREMENT & MATERIAL MANAGEMENT

12000 GOVERNMENT CENTER PARKWAY, SUITE 427  
FAIRFAX, VIRGINIA 22035-0013

VIRGINIA

TELEPHONE: (703) 324-3201 FAX: (703) 324-3228 TTY: 711

ISSUE DATE: December 12, 2019	REQUEST FOR PROPOSAL NUMBER: 2000003034	TITLE: PPEA – Autumn Willow Senior Housing
DEPARTMENT: Housing & Community Development	DUE DATE/TIME: February 27, 2020 at 2 PM	CONTRACT SPECIALIST: Shelley Brent, CPPB <a href="mailto:Shelley.brent@fairfaxcounty.gov">Shelley.brent@fairfaxcounty.gov</a>

**Proposals** - In accordance with the following and in compliance with all terms and conditions, unless otherwise noted, the undersigned offers and agrees, if the proposal is accepted, to furnish items or services for which prices are quoted, delivered or furnished to designated points within the time specified. It is understood and agreed that with respect to all terms and conditions accepted by Fairfax County the items or services offered and accompanying attachments shall constitute a contract.

**Note:** Fairfax County does not discriminate against faith-based organizations in accordance with the *Code of Virginia*, § 2.2-4343.1 or against a bidder or offeror because of race, religion, color, sex, national origin, age, disability, or any other basis prohibited by state law relating to discrimination in employment in the performance of its procurement activity.

### NAME AND ADDRESS OF FIRM:

The Michaels Development Company I, LP

Telephone/Fax No.: 856-797-8411

E-Mail Address: [jodonnell@tmo.com](mailto:jodonnell@tmo.com)

PO Box 90708, 14th Floor

Federal Employer Identification No or

22-2882621

Camden, NJ 08101

Federal Social Security No.(Sole  
Proprietor)

N/A

Prompt Payment Discount:

\_\_\_% for payment within \_\_\_ days/net \_\_\_  
days

State Corporation Commission (SCC)  
Identification No.

N/A

**By signing this proposal, Offeror certifies, acknowledges, understands, and agrees to be bound by the conditions set forth in the General Conditions and Instructions to Bidders as described in Attachment A, the Certification Regarding Ethics in Public Contracting, by any other relevant certifications set forth in Attachment B-4, and the Affirmation of Legally Required Contract Terms set forth in Attachments – B-8.**

Vendor Legally Authorized Signature  
John J. O'Donnell

Print Name

2/10/20  
Date

Executive Vice President

Title

Sealed proposals subject to terms and conditions of this Request for Proposal will be received by the Fairfax County Purchasing Agent at 12000 Government Center Parkway, Suite 427, Fairfax, Virginia 22035-0013 until the date/time specified above.

AN EQUAL OPPORTUNITY PURCHASING ORGANIZATION



# *Attachment B1*

**OFFEROR DATA SHEET**

**NAME OF OFFEROR:** The Michaels Development Company I, LP

**ADDRESS:** PO Box 90708, 14th Floor  
Camden, NJ 08101

**E-MAIL ADDRESS:** jodonnell@tmo.com ( John O'Donnell )

**Name and e-mail addresses of both service and fiscal representatives (Key Personnel) who would handle this account.**

**Service Representative:** Nicholas Bracco  
**Telephone Number:** (202 ) 838-8070  
**E-Mail Address:** nbracco@tmo.com

**Fiscal Representative:** Ken Crawford  
**Telephone Number:** ( 856 ) 533-0635  
**E-Mail Address:** kcrawford@tmo.com

**Payment Address, if different from above:**

Same as above



# *Attachment B2*

## BUSINESS CLASSIFICATION SCHEDULE

**PLEASE CLASSIFY YOUR BUSINESS/ORGANIZATION BY MARKING IN STEP 1. STEP 2 IS OPTIONAL.** This designation is requested of all business/organizations including publicly traded corporations, non-profits, sheltered workshops, government organizations, partnerships, sole proprietorships, etc. Fairfax County does not certify business classifications, nor does it establish preferences or set asides for specific classifications.

**Examples:**

- A small, Asian women-owned business would mark "Small" in Step 1, then "Women-Owned" and "Minority-Owned" in Step 2
- A small, service-disabled veteran and women-owned business would mark "Small" in Step 1, then "Women-Owned" and "Service-Disabled Veteran-Owned" in Step 2
- A government agency/public body would ONLY mark "Government Agency/Public Body" in Step 1

**NAME OF BUSINESS:** The Michaels Development Company I, LP

**LAST 4 DIGITS OF TIN/EIN:** 2621

**SIGNATURE:**

John J. O'Donnell

**Step 1: Please indicate the classification of your business/organization. Select ONLY one (1) option.**

☐ Small      ☒ Large      ☐ Non-Profit      ☐ Government Agency/Public Body      ☐ Shelter Workshop

**Step 2 (OPTIONAL): Please indicate what type of ownership your business/organization consists of. You may choose MORE than one (1) option.**

☐ Women-Owned      ☐ Minority-Owned      ☐ Service-Disabled Veteran-Owned

### DEFINITIONS

**Small Business/Organization** - "Small business" means a business that is at least 51% independently owned and controlled by one or more individuals who are U.S. citizens or legal resident aliens, and together with affiliates, has 250 or fewer employees, or average annual gross receipts of \$10 million or less averaged over the previous three years. One or more of these individual owners shall control both the management and daily business operations of the small business.

**Minority Business** - is a business concern that is at least 51% owned by one or more minority individuals or in the case of a corporation, partnership or limited liability company, or other entity, at least 51% of the equity ownership interest in the corporation, partnership or limited company or other entity is owned by one or more minority individuals and both the management and daily business operations are controlled by one or more minority individuals. Such individuals shall include Asian American, African American, Hispanic American, Native American, Eskimo, or Aleut.

**Women-Owned Business** - a business concern that is at least 51% owned by one or more women who are U.S. citizens or legal resident aliens, or in the case of a corporation, partnership or limited company or other entity, at least 51% of the equity ownership interest is owned by one or more women who are U.S. citizens or legal resident aliens, and both the management and daily business operations are controlled by one or more women who are U.S. citizens or legal resident aliens.

**Service-Disabled Veteran** - means a veteran who (i) served on active duty in the United States military ground, naval, or air service, (ii) was discharged or released under conditions other than dishonorable, and (iii) has a service - connected disability rating fixed by the United States Department of Veterans Affairs.

**Service-Disabled Veteran-Owned Business** - is a business that is at least 51 percent owned by one or more service - disabled veterans or, in the case of a corporation, partnership, or limited liability company or other entity, at least 51 percent of the equity ownership interest in the corporation, partnership, or limited liability company or other entity is owned by one or more individuals who are service-disabled veterans and both the management and daily business operations are controlled by one or more individuals who are service-disabled veterans.

**Shelter Workshop** - a private non-profit, state, or local government institution that provides employment opportunities for individuals who are developmentally, physically, or mentally impaired, to prepare for gainful work in the general economy. These services may include physical rehabilitation, training in basic work and life skills (e.g., how to apply for a job, attendance, personal grooming, and handling money), training on specific job skills, and providing work experience in the workshop.

# *Attachment B3*



**VIRGINIA STATE CORPORATION COMMISSION (SCC)**  
**REGISTRATION INFORMATION**

The offeror: The Michaels Development Company I, LP

☐ is a corporation or other business entity with the following SCC identification number:

\_\_\_\_\_ -OR-

☐ is not a corporation, limited liability company, limited partnership, registered limited liability partnership, or business trust -OR-

☐ is an out-of-state business entity that does not regularly and continuously maintain as part of its ordinary and customary business any employees, agents, offices, facilities, or inventories in Virginia (not counting any employees or agents in Virginia who merely solicit orders that require acceptance outside Virginia before they become contracts, and not counting any incidental presence of the bidder in Virginia that is needed in order to assemble, maintain, and repair goods in accordance with the contracts by which such goods were sold and shipped into Virginia from bidder's out-of-state location) -OR-

☐ is an out-of-state business entity that is including with this bid/proposal an opinion of legal counsel which accurately and completely discloses the undersigned bidder's current contacts with Virginia and describes why those contacts do not constitute the transaction of business in Virginia within the meaning of § 13.1-757 or other similar provisions in Titles 13.1 or 50 of the Code of Virginia.

Please check the following box if you have not checked any of the foregoing options but currently have pending before the SCC an application for authority to transact business in the Commonwealth of Virginia and wish to be considered for a waiver to allow you to submit the SCC identification number after the due date for proposals: ☐

***Please note:** None of the above listed choices applies to The Michaels Development Company's situation. Michaels relocated our Washington D.C. office to Alexandria, Virginia in November 2019, marking our first year of operation in Virginia. All required and applicable documentation will be filed.*



# *Attachment B4*

**Request for Protection of Trade Secrets or Proprietary Information Pursuant to  
Article 2, Section 4.D.3 of the Purchasing Resolution and Va. Code Ann.  
§ 2.2-4342(F)**

Request for Protection of Trade Secrets or Proprietary Information Pursuant to Article 2, Section 5.C.3 of the Purchasing Resolution and Va. Code Ann. § 2.2-4342(F)

This form is provided as a courtesy to assist vendors desiring to protect trade secrets and proprietary information from disclosure under the Virginia Freedom of Information Act. In order to receive protection, you must (a) invoke the protection prior to or upon submission of the data or other materials, (b) identify the data or other materials to be protected, and (c) state the reason(s) why protection is necessary. Each of these requirements must be met with respect to the particular information for which protection is sought.

a) Submission of this form with or without other reference to Article 2, Section 5.C.3 of the Purchasing Resolution or Va. Code Ann. § 2.2-4342(F) shall satisfy the invocation requirement with respect to data or other materials clearly identified herein.

b) Identify the specific data or other material for which protection is sought. Suggested forms of designation include: listing the Proposal Section, Tab, or Page numbers; attaching to this form a copy of the table of contents from your Proposal with the relevant trade secret or proprietary contents highlighted; or identifying herein a document stamp used within the Proposal to designate the relevant materials (e.g. "all portions of the Proposal marked "Proprietary" or "Trade Secret"). NOTE: The classification of an entire proposal document, line item prices, and/or total proposal prices as proprietary or trade secrets is not acceptable.

c) For each distinct section of data or other information identified in response to paragraph b), above, state the reason(s) why protection is necessary. NOTE: Your explanation must do more than simply stating the materials are "proprietary," or "trade secrets," or "not publicly available." You may attach additional sheets to this form as needed.

Use of this form does not guarantee protection. It is incumbent upon each vendor to meet the prerequisites for protection of their trade secrets or proprietary information. Provision of this form does not constitute legal advice; you are encouraged to consult with your legal counsel prior to designation of materials for protection.

DATA/MATERIAL TO BE PROTECTED	SECTION NO., & PAGE NO.	REASON WHY PROTECTION IS NECESSARY
VHDA LIHTC 9% App	Tab 12	9% applications are competitive, and in the event we are selected for this RFP, we do not want our ideas to be taken from other firms we are competing against.
Pro Forma	Tab 13	9% applications are competitive, and in the event we are selected for this RFP, we do not want our ideas to be taken from other firms we are competing against.
Historical Financials 2016-2018	Tab 15	We do not want our company's private financial statements to be circulated in an unsupervised, unprotected manner, or to be used in an unauthorized way.

# *Attachment B5*

### BUSINESS, PROFESSIONAL AND OCCUPATIONAL LICENSE

All firms located or operating in Fairfax County must obtain a Business, Professional and Occupational License (BPOL) as required by Chapter 4, Article 7, of the Code of the County of Fairfax, Virginia. In order for the Department of Tax Administration to determine your BPOL requirement prior to contract award, it is necessary for you to provide the following information:

- If you currently have a Fairfax County business license, please submit a copy with your proposal.
- Do you have an office in:      Virginia      ☒ Yes      ☐ No  
   Fairfax County      ☐ Yes      ☒ No
- Date business began/will begin work in Fairfax County      June/July 2020

A detailed description of the business activity that will take place in Fairfax County. If business is located outside of Fairfax County, give the percentage of work actually to be done in the County. If selected as co-developer under this RFP, customary real estate due diligence work will commence immediately after award of contract and continue throughout the normal development process of plan and budget development, securing local entitlements, securing financing, getting to closing, commencing construction, lease up and eventual occupancy of the development.

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\_\_\_\_\_  
Signature

John J. O'Donnell

2/10/20  
\_\_\_\_\_  
Date

**Complete and return this form or a copy of your current Fairfax County Business License with your proposal.**

# *Attachment B6*



### CERTIFICATION REGARDING DEBARMENT OR SUSPENSION

In compliance with contracts and grants agreements applicable under the U.S. Federal Awards Program, the following certification is required by all offerors submitting a proposal in response to this Request for Proposal:

1. The Offeror certifies, to the best of its knowledge and belief, that neither the Offeror nor its Principals are suspended, debarred, proposed for debarment, or declared ineligible for the award of contracts from the United States federal government procurement or nonprocurement programs, or are listed in the *List of Parties Excluded from Federal Procurement and Nonprocurement Programs* issued by the General Services Administration.
2. "Principals," for the purposes of this certification, means officers, directors, owners, partners, and persons having primary management or supervisory responsibilities within a business entity (e.g., general manager, plant manager, head of a subsidiary, division, or business segment, and similar positions).
3. The Offeror shall provide immediate written notice to the Fairfax County Purchasing Agent if, at any time prior to award, the Offeror learns that this certification was erroneous when submitted or has become erroneous by reason of changed circumstances.
4. This certification is a material representation of fact upon which reliance will be placed when making the award. If it is later determined that the Offeror rendered an erroneous certification, in addition to other remedies available to Fairfax County government, the Fairfax County Purchasing Agent may terminate the contract resulting from this solicitation for default.

**Printed Name of Representative:**

John J. O'Donnell

**Signature/Date:**

 / 2/10/20

**Company Name:**

The Michaels Development Company I, LP

**Address:**

PO Box 90708, 14th Floor

**City/State/Zip:**

Camden, NJ 08101

**SSN or TIN No:**

22-2882621



# *Attachment B7*

**Certification Regarding Ethics in Public Contracting**

In submitting this bid or proposal, and signing below, Bidder/Offeror certifies the following in connection with a bid, proposal, or contract:

Check one:

☒

1. I have not given any payment, loan, subscription, advance, deposit of money, services or anything of more than nominal or minimal value to any public employee or official have official responsibility for a procurement transaction.

☐

2. I have given a payment, loan, subscription, advance, deposit of money, services or anything of more than nominal or minimal value to a public employee or official have official responsibility for a procurement transaction, but I received consideration in substantially equal or greater value in exchange.

If 2 is selected, please complete the following:

Recipient: \_\_\_\_\_

Date of Gift: \_\_\_\_\_

Description of the gift and its value:

\_\_\_\_\_

\_\_\_\_\_

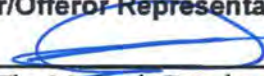
\_\_\_\_\_

Description of the consideration received in exchange and its value:

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

Printed Name of Bidder/Offeror Representative: John J. O'Donnell  
Signature/Date:  2/10/20  
Company Name: The Michaels Development Company, I, LP  
Company Address: PO Box 90708, 14th Floor  
City/State/Zip: Camden, NJ 08101

***This certification supplements but does not replace the requirements set forth in paragraph 64 (OFFICIALS NOT TO BENEFIT) of the General Conditions and Instructions to Bidders included in this solicitation***

# *Attachment B8*

**AFFIRMATION OF LEGALLY REQUIRED CONTRACT TERMS**

BY SIGNING THIS AFFIRMATION, THE OFFEROR REPRESENTS THAT IT UNDERSTANDS THAT THE FOLLOWING CONTRACT TERMS ARE REQUIRED BY LAW AND CANNOT BE VARIED, REVISED, AMENDED, CHANGED, OR OTHERWISE NEGOTIATED:

1. **Funding:** The obligation of the County to pay compensation due the Contractor under the contract or any other payment obligations under any contract awarded pursuant to this contract is subject to appropriations by the Fairfax County Board of Supervisors to satisfy payment of such obligations. The County's obligations to make payments during subsequent fiscal years are dependent upon the same action. If such an appropriation is not made for any fiscal year, the contract shall terminate effective at the end of the fiscal year for which funds were appropriated and the County will not be obligated to make any payments under the contract beyond the amount appropriated for payment obligations under the contract. The County will provide the Contractor with written notice of non-appropriation of funds within thirty (30) calendar days after action is completed by the Board of Supervisors. However, the County's failure to provide such notice will not extend the contract into a fiscal year in which sufficient funds have not been appropriated.
2. **Non-discrimination:** During the performance of this contract, the Contractor agrees as follows:
  - a. The Contractor will not discriminate against any employee or applicant for employment because of race, religion, color, sex, national origin, age, disability, or other basis prohibited by state law relating to discrimination in employment, except where there is a bona fide occupational qualification reasonably necessary to the normal operation of the Contractor. The Contractor agrees to post in conspicuous places, available to employees and applicants for employment, notices setting forth the provisions of this non-discrimination clause.
  - b. The Contractor, in all solicitations or advertisements for employees placed by or on behalf of the Contractor, will state that such Contractor is an equal opportunity employer.
  - c. Notices, advertisements and solicitations placed in accordance with federal law, rule or regulation shall be deemed sufficient for the purpose of meeting the requirements of this section.
  - d. The Contractor will include the provisions of the foregoing paragraphs a, b, and c above in every subcontract or purchase order of over \$10,000 so that the provisions will be binding upon each subcontractor or vendor.
  - e. Contractor shall, throughout the term of this contract, comply with the Human Rights Ordinance, Chapter 11 of the Code of the County of Fairfax, Virginia, as reenacted or amended. Contractor shall further require that all of its subcontractors will comply with the Human Rights Ordinance, Chapter 11 of the Code of the County of Fairfax, Virginia, as reenacted or amended.
3. **Authorization to Conduct Business in the Commonwealth:** A contractor organized as a stock or nonstock corporation, limited liability company, business trust, or limited partnership or registered as a registered limited liability partnership shall be authorized to transact business in the Commonwealth as a domestic or foreign business entity if so required by Title 13.1 or Title 50 of the Code of Virginia or as otherwise required by law. Any business entity described above that enters into a contract with a Fairfax County pursuant to the Fairfax County Purchasing Resolution shall not allow its existence to lapse or its certificate of authority or registration to transact business in the Commonwealth, if so required under Title 13.1 or Title 50, to be revoked or cancelled at any time during the term of the contract. Fairfax County may void any contract with a business entity if the business entity fails to remain in compliance with the provisions of this section.
4. **No Indemnification by the County:** The parties agree that under applicable law the County cannot indemnify or defend the Contractor. To the extent any promise or term contained in this Contract, including any exhibits, attachments, or other documents incorporated by reference therein, includes an indemnification or obligation to defend by the County, that promise or term is stricken from this Contract and of no effect.

5. Contractual Disputes:

- a. Any dispute concerning a question of fact as a result of a contract with the County which is not disposed of by agreement shall be decided by the Purchasing Agent, who shall reduce her decision to writing and mail or otherwise forward a copy to the Contractor within ninety (90) days. The decision of the Purchasing Agent shall be final and conclusive unless the Contractor appeals within six (6) months of the date of the final written decision by instituting legal action as provided in the Code of Virginia. A Contractor may not institute legal action, prior to receipt of the Purchasing Agent's decision on the claim, unless the Purchasing Agent fails to render such decision within the time specified.
  - b. Contractual claims, whether for money or other relief, shall be submitted in writing no later than sixty days after final payment; however, written notice of the Contractor's intention to file such claim shall have been given at the time of the occurrence or beginning of the work upon which the claim is based. Nothing herein shall preclude a contract from requiring submission of an invoice for final payment within a certain time after completion and acceptance of the work or acceptance of the goods. Pendency of claims shall not delay payment of amounts agreed due in the final payment.
6. Drug Free Workplace: During the performance of a contract, the Contractor agrees to (i) provide a drug-free workplace for the Contractor's employees; (ii) post in conspicuous places, available to employees and applicants for employment, a statement notifying employees that the unlawful manufacture, sale, distribution, dispensation, possession, or use of a controlled substance or marijuana is prohibited in the Contractor's workplace and specifying the actions that will be taken against employees for violations of such prohibition; (iii) state in all solicitations or advertisements for employees placed by or on behalf of the Contractor that the Contractor maintains a drug-free workplace; and (iv) include the provisions of the foregoing clauses in every subcontract of over \$10,000, so that the provisions will be binding upon each subcontractor or vendor. For the purposes of this section, "drug-free workplace" means a site for the performance of work done in conjunction with a specific contract awarded to a Contractor in accordance with this section, the employees of whom are prohibited from engaging in the unlawful manufacture, sale, distribution, dispensation, possession or use of any controlled substance or marijuana during the performance of the contract.
7. Immigration Reform and Control Act: Contractor agrees that it does not and shall not during the performance of the contract for goods and services in the Commonwealth, knowingly employ an unauthorized alien as defined in the Federal Immigration Reform and Control Act of 1986.
8. Audit of Records: The parties agree that County or its agent must have access to and the right to examine any books, documents, papers, and records of the Contractor involving transactions related to the Contract or compliance with any clauses thereunder, for a period of three (3) years after final payment. The contractor must include this requirement in all subcontracts related to this Contract.
9. Nonvisual Access: All information technology, which is purchased or upgraded by the County under this contract, must comply with the following access standards from the date of purchase or upgrade until the expiration of the Contract:
- a. Effective, interactive control and use of the technology (including the operating system), applications programs, and format of the data presented, shall be readily achievable by nonvisual means;
  - b. The technology equipped for nonvisual access shall be compatible with information technology used by other individuals with whom the blind or visually impaired individual interacts;
  - c. Nonvisual access technology shall be integrated into networks used to share communications among employees, program participants, and the public; and
  - d. The technology for nonvisual access shall have the capability of providing equivalent access by nonvisual means to telecommunications or other interconnected network services used by persons who are not blind or visually impaired. A covered entity may stipulate additional specifications in any procurement.



- e. Compliance with the nonvisual access standards set out this Section is not required if the Board of Supervisors determines that (i) the information technology is not available with nonvisual access because the essential elements of the information technology are visual and (ii) nonvisual equivalence is not available.

Signature/Date:

 / 2/10/20

Printed Name/Title:

John J. O'Donnell / Executive Vice President

Company Name:

The Michaels Development Company I, LP



# *Executive Summary*

## EXECUTIVE SUMMARY

### Introduction

Michaels Development Company ("Michaels"; "MDC") is seeking to partner with Fairfax County Redevelopment and Housing Authority ("FCRHA") to develop lots 26A and 26B into Autumn Willow Senior Housing. As our team worked to develop a plan and program for the proposal, the site's natural beauty and viewsheds continued to dominate the conversation. After some thought and conceptual layouts, the team decided to lean into those natural attributes and the following proposal is the result of that work. Our development proposal is *The Lodge at Autumn Willow* (the "Project").

The Lodge at Autumn Willow was designed, to meet the FCRHA's goals as outlined in the RFP:

1. **Affordability:** As proposed, The Lodge at Autumn Willow will consist of 141, 1- and 2-bedroom affordable rental units targeted to seniors with incomes between 30-60% AMI. All residential units are affordable to households earning 60% or less. Additionally, in excess of 30% of the units are at 50%. This includes 10% of the units serving seniors with incomes of 40% and below.

Unit Type	30% AMI	40% AMI	50% AMI	60% AMI	Totals
1 Bedroom	8	5	10	74	97
2 Bedroom	0	3	17	24	44
Totals	8	8	27	98	141

2. **Design:** The development design encourages an interaction with nature that is intended to provide a place for residents and guests to relax and rejuvenate. The Lodge at Autumn Willow will feature amenities that foster age-in place living for residents, including a library, community spaces, a fitness center, an onsite management office and other community-serving uses. In an effort to increase our ability to generate loan proceeds we designed smaller two-bedroom units specifically for the senior population. Additionally, our design was able to stay within the 2-story requirement but used the existing topography to allow for a basement level creating additional units. This allowed the building to get as close to the desired 150 units while minimizing the impact to the environment and the use of County resources. As you will notice in the plans, each linear bar has a community space located at the end. This space is designed to be a living room for the residents of that linear bar. The decision to locate this feature in this location was to create views out into the natural preserve for all residents. The current plan does not include a full public senior center, however, the modular design allows for easy modification if this was a desired goal.

The Lodge at Autumn Willow, will be constructed using Type V construction, 2-story, wood-framed building facing Autumn Willow Drive, with 150 on-site parking spaces wrapping around the building. This proposed parking scenario is in line with the R-1 zoning designation. In general, units will contain amenities such as energy-efficient appliances (dishwashers/ranges/garbage disposals/in-unit washer/dryers), coat closets, ceiling fans, and key fob unit access (in lieu of a key), among others.



Units will also include an in-unit emergency system for safety of seniors. For additional information on the proposed design, please see Sections 7 and 8 of the submission.

3. **Community Outreach Strategy:** Michaels has extensive experience working with and intimately involving neighboring residents and community stakeholders in the design and development process. Our development team's planning and design process typically begins with a conceptual site plan which is subsequently modified to incorporate the goals articulated by our government partners, local community groups, engaged community stakeholders, and local elected officials as identified in our various interactive strategies described below. Resident and community involvement during this process involves conceptual and pictorial presentations as well as in some cases, site tours of other developments to gain a real "feel" of the living environment and potential design solutions. Included you will find a comprehensive strategy to engage with our neighbors, government partners and local community organizations, groups, and committees.
4. **Transaction Structure:** The attached proposal assumes the use of a long-term ground lease from the FCRHA to the partnership. As outlined below, the long-term ground lease allows FCRHA to maintain long term ownership of the ground, creates a mechanism to receive capitalized lease payments and enhances our ability to be competitive in the 9% LIHTC solicitation from VHDA. Further details, including proposed benefits to FCRHA and Fairfax County can be found in Section 11 of the submission.
5. **Financing:** The proposal assumes the effective use of the 9% LIHTC in a twinned 9/4 structure. This structure is becoming much more common both in Fairfax and across the country and provides the best chance at winning competitive 9% LIHTC from VHDA. As part of this proposal, we have developed both financial strategies for the 9% and 4% transactions to maximize our ability to generate loan proceeds, low income house tax credits and benefits for FCRHA and Fairfax County. Additional information, including financial projections, and a VHDA application for the 9% transaction can be found in Section 12 of this submission.
6. **Accessibility and Services:** The proposed design assumes a minimum of 10% of all units will be fully accessible and 100% of the units will meet the Universal Design criteria. In order to ensure we are meeting the needs of our residents and the surrounding community, the development team will work with Fairfax County Department of Family Services and the Area Agency on Aging. Michaels, through its strategic partnership with Better Tomorrows, is committed to bringing enhanced services to the Lodge at Autumn Willow. In communities with strong service providers, such as Fairfax County, our team has been successful in identifying and creating strong partnerships with those providers. This is the approach we would employ at The Lodge at Autumn Willow.
7. **Offeror Qualifications:** As described in great detail in Section 4, The Michaels Organization is a housing solutions company with a 47-year history of developing, constructing and managing affordable and work-force senior housing. The company is and has been the largest owner/operator of affordable housing in the country with a portfolio of over 50,000 units nationwide. As made evident in our logo, Michaels is focused on developing and managing "communities that lift lives." Provided in this proposal is our corporate and personal resumes, past examples of similar transaction and our corporate financial



statements. While Michaels and our accomplishments are worth noting, we recognize we would not be able to execute on any of our development projects without a best in class team.

To bring a development like this to fruition, an extraordinary team of professionals buying into the vision for a site is required. Our team includes those professionals and we are incredibly excited to work with them on this effort. The lead design architect is KTGy an award-winning firm focused entirely on housing. Additionally, Urban Practice is a long-term partner with Michaels who ensures our developments are meeting the rigorous internal standards for efficiency and constructability. GORDON has been tasked with civil engineering and landscape architecture. Gorove Slade will handle all traffic related matters and the team at Cooley LLP will provide the land use counsel and community outreach expertise. Klein Hornig is an industry leading law firm focused on the structuring of affordable housing and low-income housing tax credit transactions. Michaels Management Affordable will handle property management functions. Michaels typically delays the addition of a general contractor until it is further along in the process. Michaels Construction is a sister company of Michaels Development and is available to build this project. However, Michaels also has relationships and is willing to move forward with a third-party general contractor if the County would prefer that. A organizational chart and narrative description can be found in Section 5 of the proposal.

8. **Project Schedule:** Michaels would begin working to advance the plan immediately upon its selection as the development team, as is evident from the amount of work that has already gone into this proposal. The development team is prepared and primed to hit the ground running. A full schedule can be found in Section 9 of the proposals.

In summary:

- Selection of team: May 27, 2020
- Begin conceptual design/ engage w/ County to commence entitlements: May 28, 2020
- Finalize development agreement: July 2020
- Complete Entitlements: March 2020
- Submit 9% LIHTC Application: March 2021
- Financial Closing/ Commence Construction: March 2022
- Complete Construction: August 2023
- Fully lease and stabilized: February 2024

We are delighted to submit this proposal to partner with Fairfax County and FCHRA to provide much needed senior housing in an award-winning development. Our intention has been to provide as much information on our thought process and strategy as possible. However, if you have any unanswered questions or would like to discuss a concept in more detail, we are standing by to provide additional answers or clarity.

# *Development Team and Past Performance*



# *Lead Developer*

# The Michaels Organization

## ABOUT US

### THE WORLD IS A BETTER PLACE TO LIVE WHEREVER WE BUILD AND MANAGE IT

The Michaels Organization has been creating a legacy for more than four decades that can be summed up in one powerful phrase: "The World is a Better Place to Live Wherever we Build and Manage it."

At Michaels, we are continually striving toward a better future for our residents, the communities where they live, our partners, and our team. Through the years, our organization has grown and thrived and led innovation in every sector of residential real estate, but one thing has remained constant: our commitment to crafting development solutions for our partners and our dedication to creating communities that lift lives.

Creating communities that lift lives is a big promise, one that demands doing the extraordinary every day. And that's what we do. Every day. We know that our student housing residents are the nation's future leaders who need an extraordinary living environment where they can grow and learn and nurture their dreams and ambitions. We know that the service members whose families live in our housing cannot be worried about whether their families are being taken care of, especially when they are deployed to danger zones around the world. And, we also know that having access to high-quality well-managed affordable housing is the best chance families of limited means have for ensuring their children's future success.

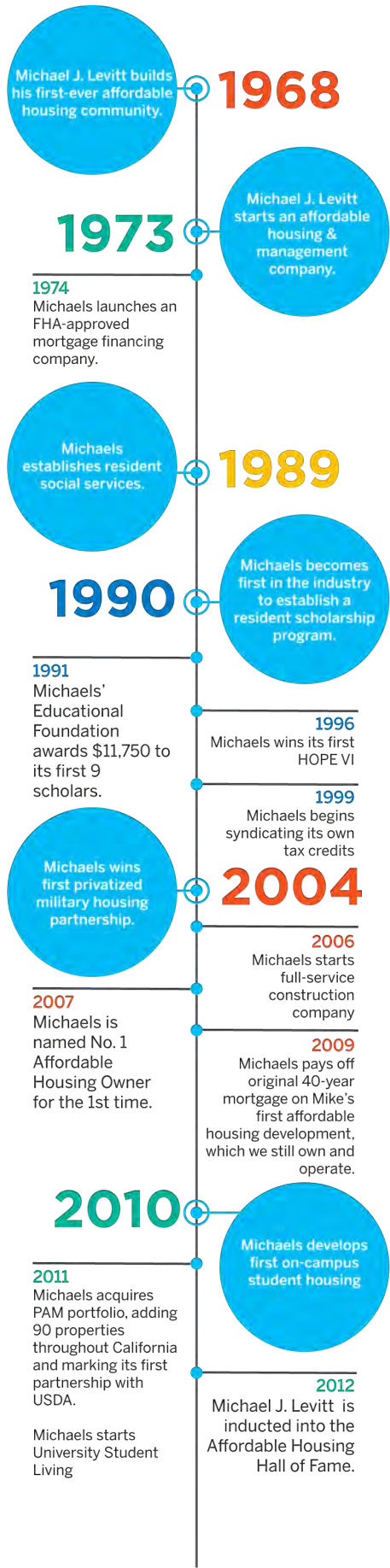
It is said "home is where your story begins." Michaels has been privileged to be where thousands of stories begin.

### BROAD-BASED CAPABILITIES

Michaels as the premier owner, operator and developer of multifamily housing in the country. We are the only national developer, owner and operator--private or public--who can truly solve all of a cities' housing needs. From deep subsidy public housing, tax credit, workforce, student and high-end market, we do it all.

THE Michaels ORGANIZATION

INFORMATION SHEET



## NATIONAL STRENGTH, LOCAL EXPERTISE

We provide the strength and resources of a national firm, but are deeply rooted in each of the communities where we develop, own and manage housing. Our first priority is our residents and maintaining exceptional communities that stand the test of time.

## FINANCIAL RESOURCES

Our financial stewardship, strong balance sheet, excellent relationships with both debt and equity providers, and the flexibility to work with a variety of funding mechanisms allow us to determine the best financial approach for our partners' specific needs.

## OUR MISSION

We bring comprehensive solutions to communities that *jumpstart* housing, education, civic engagement, and neighborhood prosperity.

*It's our priority to create thriving communities to take people to a higher level in every chapter of their lives.*

## OUR VISION

A Michaels neighborhood is a beautiful, bustling place to call home. It's a *launching pad* for people to move to the next level of their lives.

*We generate long-term value for our residents, communities, employees, partners, and investors.  
Our vision is what the world looks like when we do what we do best.*

2013

Michaels' social services department transitions to the independent non-profit organization, Better Tomorrows.

2014

Michaels establishes Riverside Capital LLC, a full-service investment company

2016

Michaels Educational Foundation awards \$604,000 in scholarships

2017

Michaels announces its headquarters will move to Camden, NJ

2018

Riverside Capital LLC, enters a partnership with Berkadia

Michaels Announces New Comprehensive Branding

2019

University Student Living  
Prestige Building Company  
Interstate Realty Management  
begin using the Michaels brand identity.

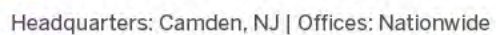
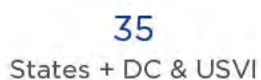


DEVELOPMENT | MANAGEMENT | CONSTRUCTION | FINANCE

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COMMUNITIES THAT lift LIVES





# The Michaels Organization

## THE CORE VALUES

THE **Michaels** ORGANIZATION

INFORMATION SHEET

### TOGETHER WE LIFT LIVES

Our core values are more than just a way of conducting ourselves at work, they're a way of life, a code of conduct, our north star, guiding us through all that we do. We've developed these values by exploring the life lessons we've learned - personally and professionally - over the years. They come from our leadership and we consider them common ground for the wide variety of jobs, roles, and responsibilities throughout our multifaceted organization. By "living" these core values each workday, we are committing to creating communities that lift people's lives.

THAT'S A BIG PROMISE,  
BUT *together* WE CAN DO IT.

#### *Carpe Diem* AND THEN SOME

We knock on opportunity's door.



#### *Walk* THE JOB

We plan carefully, we triple-check. We talk with and learn from one another. We compare notes and keep each other focused. It's how we know our strengths and our vulnerabilities.



#### OUR STATUS IS *Never Quo*

We challenge conventional wisdom. We remain open to possibilities, ever curious about the next big thing for all of us. We ask why, and importantly, why not.



#### KEEP IT *Real*

We're straight with each other, especially when we disagree. When we say we'll do something, we do it. We keep it professional, and avoid making it personal.

#### LET'S GO OUT A *Little Further*

To catch the biggest fish, you have to sail into their waters.



#### *Do Well by* DOING THE EXTRAORDINARY

We believe everyone deserves a shot at prosperity. We invest in people, living and learning; anything we can do to help lift lives to the next level, and build great equity for all involved.



#### "I GOT *Your Back*"

We act with integrity and support each other. We respect our individualism while knowing our success depends on this golden rule: all for one and one for all.



#### *Laugh* ANYTIME

We take our mission seriously, but never ourselves.



# The Michaels Organization

## MICHAELS DEVELOPMENT

THE Michaels ORGANIZATION

AREAS OF EXPERTISE

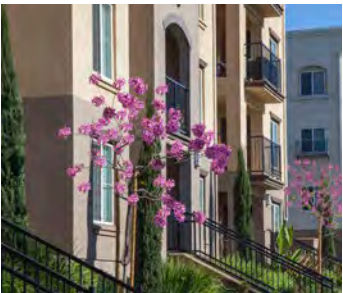
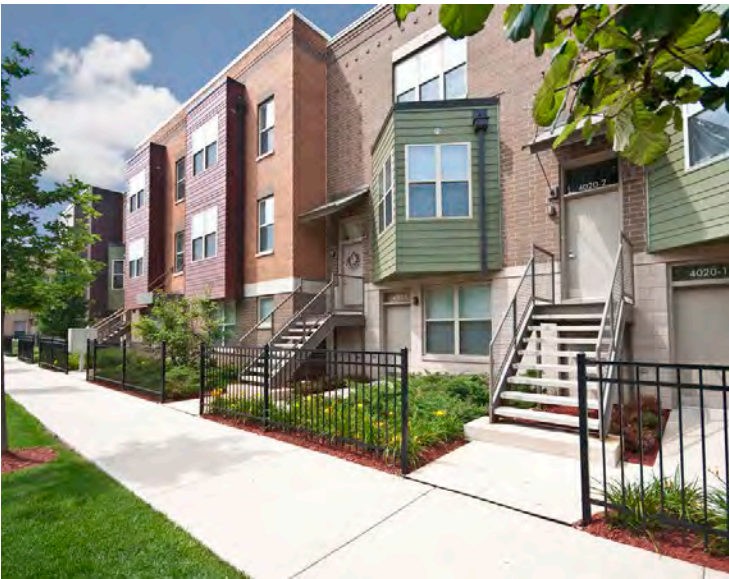
You can trust your vision to us. From single communities to comprehensive neighborhood revitalizations, Michaels has spent almost five decades crafting viable and financially successful housing solutions.

We work with cities, rural areas, major public universities, the faith community, and others to develop creative solutions to housing challenges, and comfortable living spaces that are knitted into the fabric of the community where residents can thrive.

We offer national strength while embracing local firms as partners who know the community best and who can maximize local job creation. We take an environmentally sound approach to development practices, and we are committed to leading in “green” building techniques that ensure long-term operational savings.

“The Michaels Organization takes on the most challenging developments and delivers consistently; because of its superb talent and commitment from the top, Michaels can do what others find near impossible.”

*The Reznick Group*



Our expertise spans the gamut from single tax credit communities to full-scale mixed-income, mixed-financed neighborhood revitalizations.

**Affordable Living**

We understand student housing opens the door to opportunity, not just for success today, but for success tomorrow and beyond.

**Student Living**

Michaels is honored to have developed award-winning homes for families living in privatized military housing.

**Military Living**

We have the talent in place to create versatile, lifestyle-driven communities for a variety of residents.

**Luxury Living**

# The Michaels Organization

## DEVELOPMENT AWARDS

THE **Michaels** ORGANIZATION

INFORMATION SHEET

### LAST 10 YEARS

- 2019 Urban Land Institute Vision Award, City Garden, Chicago, IL
- 2019 PCBC Gold Nugget Award - Architect's Award of Merit, Jordan Down, Los Angeles, CA
- 2018 Richard H. Driehaus Foundation Preservation, Award for Advocacy, The Carling, Chicago, IL
- 2014 Affordable Housing Finance Magazine's #1 Top Affordable Housing Developer
- 2014 Multifamily Executive Magazine's #1 Top Affordable Housing Developer
- 2014 Editor's Choice for Project of the Year, Affordable Housing Finance Magazine's Readers Choice Awards: Lincoln Towers, Wilmington, DE
- 2014 Project of the Year - Military, Multi Housing News Award of Excellence: Ft. Huachuca, Sierra Vista, AZ
- 2014 NAHRO Award of Merit, The Plaza at Centennial Hill, Montgomery Alabama
- 2014 Kalihi Palama Beautification Award, The Towers of Kuhio Park, presented by the Kalihi Business Association
- 2013 Affordable Housing Finance's Magazine, Reader's Choice Award for Project of the Year (Urban), Park Douglas, Chicago, IL
- 2013 "Icon of the Industry" Award presented to Michael J. Levitt by National Real Estate Investor Magazine
- 2013 Multi Housing News Magazine Award of Excellence for Social Responsibility
- 2013 Vanguard Award for Major Rehabilitation Category, The Towers of Kuhio Park, Honolulu, Hawaii, presented by The National Affordable Housing Management Association
- 2013 Build Hawaii Awards of Merit (renovation/remodeling~ more than \$15 million category) The Towers at Kuhio Park, Honolulu, Hawaii
- 2013 Charles L. Edson Tax Credit Award of Excellence Honorable Mention, Metropolitan Development, Baxter Park, Newark, NJ
- 2013 Charles L. Edson Tax Credit Award of Excellence Honorable Mention Public Housing Revitalization, The Towers at Kuhio Park, Honolulu, HI
- 2013 NAIOP Hawaii Renovation Project of Year, Commercial, The Towers at Kuhio Park, Honolulu, HI
- 2013 Affordable Housing Tax Credit Coalition Lifetime Achievement Award, Robert Greer, President Emeritus, Michaels Development
- Affordable Housing Hall of Fame—Michael J. Levitt, CEO, The Michaels Organization, 2012
- National Housing & Rehabilitation Association, 2012 Chairman's Award, Robert Greer, President, Michaels Development in recognition of lifetime achievement in the affordable housing industry.





## DEVELOPMENT AWARDS (CONTINUED)

- 2012 Multifamily Executive of Year, Robert Greer, President, Michaels Development
- 2012 Charles L. Edson Tax Credit Award of Excellence Honorable Mention, Public Housing Revitalization, Janie's Garden Phase 2, Sarasota, Florida
- 2012 - Merit Award, Built Category, American Institute of Architects (Philadelphia Chapter), Rutgers Camden Graduate Student Housing
- 2011 Best in American Living Awards for Best Neighborhood Design, Janie's Garden Phase 2, Sarasota, Florida
- Multifamily Executive Magazine's 2011 Project of the Year, Mixed-Income, Savoy Square at Legends South, Chicago
- Multifamily Executive Magazine's 2011
- Young Leaders Award, Karyntha Cadogan, Development officer, The Michaels Development Company
- NAHB's 2010 Multifamily Development Firm of the Year Pillars of the Industry Award—Michaels Development
- Affordable Housing Hall of Fame—Robert Greer, President, Michaels Development
- Affordable Housing Finance Magazine's Top Affordable Housing Developer, #1 ranking, 2006-2011
- Affordable Housing Finance Magazine's Top Affordable Housing Owner, #1 ranking, 2006-2013
- Philadelphia Inquirer's Top Places to Work Award 2010
- 2010 NAHRO National Award of Excellence, Barbara Place, Jersey City, NJ
- 2010 NH&RA Judges Award for A Historic Renovation Using Tax Credit, Spring
- Garden Community Revitalization Phase 2, Philadelphia.
- NJ Future 2010 Smart Growth Award: Lafayette Gardens Hope VI, Jersey City, NJ
- Preservation Alliance of the City of Philadelphia 2010 Preservation Award: Spring Gardens Community Revitalization Phase One
- NJ Business of the Year Award 2009LAST 10 YEARS



# The Michaels Organization

## HOUSING AUTHORITY PARTNERSHIPS

THE **Michaels** ORGANIZATION

INFORMATION SHEET

### OVERVIEW

You can trust your vision to us. From single communities to comprehensive neighborhood revitalizations, Michaels has spent the last four decades crafting viable and financially successful housing solutions. We have broad experience working with public housing authorities, cities and in rural areas developing creative solutions to housing challenges. From HOPE VI to Choice Neighborhood revitalizations to RAD conversions, Michaels is a leader in transforming obsolete public housing into modern, high quality and comfortable living spaces that are knitted into the fabric of the community where residents can thrive.

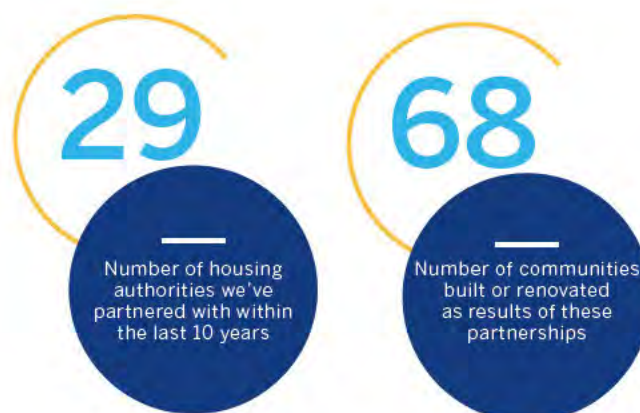
### HIGHLIGHTED PARTNERSHIPS

Our partnerships with PHAs include agencies across the country representing small cities and large urban areas, all with their own unique needs. These partnerships include:

- Atlanta Housing Authority (GA)
- City of Camden Housing Authority (NJ)
- Baltimore Housing Authority (MD)
- Chicago Housing Authority (IL)
- Jersey City Housing Authority (NJ)
- New Haven Housing Authority (CT)
- Philadelphia Housing Authority (PA)
- Sarasota Housing Authority (FL)
- Virgin Islands Housing Authority (VI)



### FACTS AND FIGURES





# The Michaels Organization

## SECTION 3 | MBE | WBE HIRING

THE **Michaels** ORGANIZATION  
INFORMATION SHEET

### OVERVIEW:

Our organization is so much more than bricks and mortar, beautiful buildings, and well-managed properties; Michaels is about creating opportunities and lifting lives. This commitment extends to our hiring practices.

Michaels has a proven track record of meeting or exceeding Section 3/MBE/WBE requirements and we always work to ensure that our vendors, partners, and subcontractors share our goal of providing the residents, local businesses, and area residents with the opportunity to share in the economic benefits generated by housing developments in their community.

### EXAMPLES OF SECTION 3 | MBE | WBE



Lafayette Senior Living Center, Jersey City, NJ  
83-unit Senior Mid-rise.  
MBE/WBE 38%  
Section 3 Employment 33%



Leavenworth Privatization Project, Leavenworth, KS  
1,584 Family Housing  
Local/MBE/WBE 69%



Belmont Heights Estates Phase I, Tampa, FL  
358 unit HOPE VI project – New Construction  
MBE/WBE Contracts 34%



### OUR COMPREHENSIVE OUTREACH INCLUDES

- On-Site Interviews
- Lead Abatement and Asbestos Training
- OSHA 10 Training
- Competitive Wages
- Job Fairs





# Investing In What Matters

## EDUCATIONAL FOUNDATION

THE **Michaels** ORGANIZATION  
INFORMATION SHEET

### GIVING BACK

Our founder and CEO, Michael J. Levitt has embedded in our corporate culture a deep commitment to “giving back.” Foremost in this effort is enhancing educational opportunities for residents in our affordable and military housing communities.

Scholarship recipients receive grants ranging from \$500 to \$10,000, which can be used toward educational expenses at any accredited college, university, or vocational training school in the nation. Scholarships are awarded annually, and students may reapply each year of their education for continuing grants.

Since its founding in 1991, The Michaels Organization Educational Foundation has helped many high achieving, but economically disadvantaged students achieve their dreams of higher education, including many nontraditional and older students, who never had a chance earlier in life to go to college or vocational school.

The scholarships have made it possible for them to earn their degrees, advance their careers, and improve the economic circumstances for themselves and their families.

Foundation funds are raised through the financial support of corporations, companies, families, private trusts and individuals known throughout the Michaels business network. Michael Levitt and his wife Pat Levitt contribute \$2 for every dollar raised by the Foundation.



# Michael J. Levitt

Founder, Chairman, & President, The Michaels Organization

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As founder of The Michaels Organization, Michael J. Levitt has created a vast company dedicated to excellence in affordable, luxury, mixed-finance, military, and student housing. His leadership informs Michaels' vision to be the most trusted, cost-effective, and innovative housing provider in the nation as well as its mission to create high-quality and well-managed housing that lifts the lives of our residents and enriches communities.

In 1973, Mr. Levitt founded The Michaels Organization, which today is one of the nation's top-ranked private sector owners of affordable housing, and most active affordable housing developers in the country. Michaels is among the top 1 percent of property management companies to earn the accredited management organization designation and is nationally acclaimed for its best practices in supportive services. In 2012, Michael J. Levitt was named to the Affordable Housing Hall of Fame.

The Michaels Organization's capabilities include development, property and asset management, construction, financing, and tax credit syndication of affordable housing, military housing, student housing, luxury housing, senior housing, mixed-income, and mixed-use residential housing.

Within The Michaels Organization, Mr. Levitt has created a culture that embraces innovation, trust, financial stewardship, long-term responsible ownership, and the entrepreneurial spirit. He has built a team of experienced professionals from the private and public sector to serve as executive leadership and is engaged in mentoring a new generation of developers who are committed to our core values. His team is empowered to drive opportunities, make decisions, and innovate the way in which we do business.

Michaels is also committed to giving back to the communities in which it works. In 1991, Michael J. Levitt established the first program in the affordable housing industry to provide educational scholarships to its residents. All private contributions to the educational foundation are matched two-for one by Michael Levitt and his wife Patricia Levitt.



# John J. O'Donnell

Chief Executive Officer, The Michaels Organization

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John O'Donnell is Chief Executive Officer of The Michaels Organization, a national real estate leader with more than \$4.5 billion in assets that serves more than 135,000 residents in 370 rental communities across 35 states, D.C., and the U.S. Virgin Islands. The Michaels Organization's expertise includes all aspects of housing development, construction, property and asset management, tax credit syndication, and mortgage financing.

Under Mr. O'Donnell's strategic direction, The Michaels Organization has more than doubled in size and grown its portfolio by more than 100 properties. Mr. O'Donnell has led the organization into new lines of business, including military and student housing as well as full-service construction.

Under Mr. O'Donnell's leadership, Michaels has received numerous industry awards including Development Company of the Year and Property Management Company of the Year. Additionally, Michaels was named the number one owner of affordable housing for nine years in a row; and, in 2015, named the number one developer of affordable housing, by Affordable Housing Finance Magazine. The Michaels Organization's student housing division was ranked in the Top Five student housing developers by Student Housing Business Magazine in 2015.

In 2011, Mr. O'Donnell was named Chief Operating Officer of the Year in the Mid-Atlantic Region. In 2014, The Michaels Organization was recognized with an Award of Excellence in Corporate Responsibility for its commitment to "giving back". Mr. O'Donnell serves as Chairman of the Board to Better Tomorrows, a nonprofit multi-service organization that provides on-site supportive services to over 40,000 residents across the country.

Prior to being named CEO, Mr. O'Donnell served as The Michaels Organization's Chief Operating Officer and, before that, as its Chief Financial Officer. Before joining The Michaels Organization in 1998, Mr. O'Donnell was a credit analyst in the commercial banking industry. He holds a Bachelor of Science in Finance and Information Systems and a Master's Degree in Financial Management from St. Joseph's University.

# Milton Pratt Jr.

Executive Vice President, Development

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Milton R. Pratt Jr, along with EVP Ken Crawford, co-leads affordable development for Michaels. Milt focuses on pipeline growth and asset performance through relationships with various governmental and industry groups. He works closely with Michaels' regional development teams to generate opportunities and works with Michaels management team regarding existing asset restructuring under HUD's RAD/MTM or ACC programs.

In his previous role, Mr. Pratt and his team developed more than 2500 units valued in excess of \$375 million. His award-winning work on HOPE VI developments in New Orleans and Tampa, Florida are a showcase of transforming outdated and neglected public housing into sustainable, mixed-income communities.

Prior to joining The Michaels Organization in 2005, Mr. Pratt served as the Region III Regional Director for the U.S. Department of Housing and Urban Development, where he was the Department's principal liaison to Congressional members, mayors, city managers, state and local elected officials, and a wide cross section of HUD clients in the Mid-Atlantic region.

Mr. Pratt earned his BA in Public Administration with a concentration in Urban Planning from West Chester University. He currently serves on the Board of Directors for the National Housing & Rehabilitation Association, the Board of Directors for Philabundance, Philadelphia's regional food bank, and is a past officer of The National Association of Housing and Rehabilitation Officials. He has also served on the Philadelphia Chapters of the National Association of Home Builders, Neighborhoods Now and the Board of Trustees for West Chester University Foundation. He has received a Public Housing Managers Certification from the National Association of Housing and Redevelopment Officials.



# Kenneth Crawford

Executive Vice President, Development

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Kenneth Crawford, along with EVP Milton Pratt, co-leads affordable development for Michaels. Ken is responsible for providing overarching strategic direction for Michaels' affordable housing development, from conception through completion.

Since joining Michaels in 2016, Ken has overseen the growth in Michaels' affordable housing development pipeline and diversified the types of affordable housing in Michaels' development portfolio. He has also implemented business systems that have brought increased efficiencies to deal closings and executions

Ken came to Michaels with more than 25 years of real estate experience, including multiple leadership positions at Enterprise Community and M&T Bank. Ken's multi-faceted real estate background in both debt and tax-credit equity origination, underwriting, as well as loan/asset management has helped him meet high standards of investor requirements through accurate review/ approval of \$600+ in funding per year, totaling \$100MM+.

Mr. Crawford holds a Bachelor's degree in Economics for the University of Colorado. He also served as an Artillery Officer in the United States Army for 4 years.



# Nicholas C. Bracco

Regional Vice President, Development

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Nicholas Bracco joins The Michaels Organization as the Regional Vice President of the newly expanded Mid-Atlantic region, which now encompasses Delaware as well as Maryland, the District of Columbia and Virginia.

Nick brings in-depth experience in acquisitions, financing, and development to his new role, as well as a successful track record of managing project teams. He comes to Michaels from Stratford Capital Group, where he served as a Vice President. Before that, Nick was a Senior Project Manager for AHC, Inc., a leading nonprofit developer of affordable housing in the Mid-Atlantic region.

In addition to his affordable housing background, Nick has led a number of successful mixed-income and mixed-use developments. Nick holds a Master's Degree in Real Estate from John Hopkins University and a Bachelor's Degree in Finance from George Mason University.

Nick has been a long-time resident of Fairfax County and is active with the local community.

# Christopher Earley

Vice President, Development

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Christopher Earley is a Vice President of Michaels Development in the Mid-Atlantic region, based in the Washington, D.C. office. He brings over 15 years of affordable housing experience to the Washington D.C. market, with in-depth knowledge of project underwriting, financing and development.

Christopher joined The Michaels Organization after 5 1/2 years at Capital One Bank, where he served as a Senior Manager in the bank's Community Finance group, focusing on underwriting LIHTC and tax-exempt bond-financed transactions. Prior to that, Christopher spent 9 years serving in various roles with the D.C. Department of Housing and Community Development, last serving as Chief Program Officer for the agency.

In addition to his affordable housing experience, Christopher has strong community ties in Washington, D.C. A Ward 7 resident, Christopher actively participates on the boards of directors for various healthcare, housing and economic development non-profits that focus their efforts on improving the quality of life for under-served District of Columbia residents.

Christopher holds an MBA with a concentration in Finance and Real Estate from The University of Texas at Austin and a Bachelor's Degree in Finance from Morehouse College.

# Curtis Adams

Vice President, Development

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Mr. Adams is a Vice President of Development, working out of both Baltimore, Maryland, and the Washington, DC, regional office. He is responsible for all aspects of the development process including project feasibility, financing, closings and entitlements; working closely with architecture/engineering teams and construction representatives.

Mr. Adams brings 14 years of real estate industry experience. He started his career in affordable housing & multifamily development with AHC Inc., a non-profit affordable housing developer in the Washington, DC, metropolitan area. Prior to joining The Michaels Organization, Mr. Adams served as Development Manager for Forest City Realty Trust in Baltimore, working on the development and revitalization of the 88-acre EBDI Master Site Area and the Science + Technology Park at Johns Hopkins; requiring collaborative management and over- site of residential and commercial development.

Mr. Adams has closed three new construction and acquisition rehab projects since joining The Michaels Organization in 2016. Mr. Adams's recent activities have focused on Maryland while contributing to other projects in the Mid-Atlantic region.

With a Masters in City Planning from the University of Pennsylvania, Mr. Adams has a Bachelor of Science in Business Administration with a concentration in Finance from American University. Mr. Adams is a former board member of AHC Greater Baltimore, a not-for-profit affordable housing developer.



# J. Brandon Healy

Project Manager, Construction

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As Project Manager of Construction for The Michaels Organization, Mr. Healy has primary responsibility for managing the construction process for new construction and housing preservation projects, primarily in the Maryland, Delaware, and D.C. areas. Mr. Healy also coordinates the development of architectural drawings, the building permit process, due diligence inspections and various activities related to zoning and construction approval.

Since joining The Michaels Organization in 2006, Mr. Healy has been involved in several development projects, including serving as the construction manager for Ascension Manor, a project which involved the significant interior and exterior renovation of a high-rise community in Philadelphia, as well as the update of all the building's systems. He also is particularly proud of his work on the revitalization of the O'Donnell Heights Community in Baltimore, Maryland.

Brandon holds a Bachelor of Science Degree in Architectural Engineering from Wentworth Institute of Technology in Boston, MA.



# Catherine Ryckman

Development Analyst

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As a Development Analyst for The Michaels Organization, Catherine is responsible for responding to request for proposals, analyzing state allocation plans, conducting initial due diligence for property acquisitions, and maintaining financial models.

Since joining Michaels, Catherine has assisted in packaging request for proposals across the country. She conducts initial due diligence for site acquisition in the Washington D.C. Metropolitan Area through market research, economic data, and zoning analysis. She also analyzes State Qualified Allocation Plans for competitive funding submissions.

Prior to joining Michaels, Catherine interned at public and private organizations including Corning Incorporated, a Fortune 500 company, Arbor Housing and Development, a non-profit housing developer, and the City of Corning, a local municipality in New York State. Catherine brings experience in grant writing, demographic and market research, site feasibility analysis, and creating financial pro formas.

Catherine holds a Master of Real Estate Development from the University of Maryland, a Bachelor of Science in Business and Bachelor of Science in Real Estate from Virginia Tech, and an Associate of Science in Humanities and Social Sciences from Corning Community College.

With several active projects in the Mid-Atlantic region, Michaels has a plethora of experience in multifamily development, construction, and affordable housing development and management. We consider ourselves experts in creating long-lasting private/public partnerships and successfully procuring LIHTC funding for our projects.

Below you will find past performance examples of similar or comparable scope to The Lodge at Autumn Willow, as outlined in the RFP guidelines.

In addition, please see in this section project sheets for South Capitol Apartments, Kenilworth 166 Phase I, Ainger Place, and Rosemont Tower. You will also find examples of our experience with senior housing projects nationwide.

	<b><u>South Captiol Apartments</u></b>	<b><u>Kenilworth Phase I</u></b>	<b><u>Ainger Place</u></b>	<b><u>Rosemont Tower</u></b>
Address	40001 South Capitol Street SW	4501 Quarles Street SW	2412 Ainger Place SE	740 Poplar Grove Street
Location	Washington, DC	Washington, DC	Washington, DC	Baltimore, MD
Development Team	<ul style="list-style-type: none"> <li>• Michaels Development</li> <li>• Hickok Cole Architects</li> <li>• Michaels Construction</li> <li>• Michaels Management</li> <li>• Berkadia</li> <li>• Oasis Community Partners</li> </ul>	<ul style="list-style-type: none"> <li>• Michaels Development</li> <li>• The Warrenton Group</li> <li>• DCHA</li> <li>• Torti Gallas Urban</li> <li>• Bozzuto Construction</li> <li>• Michaels Management</li> <li>• Berkadia</li> <li>• Better Tomorrows</li> <li>• Open Arms Housing</li> </ul>	<ul style="list-style-type: none"> <li>• Michaels Development</li> <li>• Ainger Place Dev. Corp.</li> <li>• Kitchen &amp; Associates</li> <li>• Bozzuto Construction</li> <li>• Michaels Management</li> <li>• Berkadia</li> <li>• Better Tomorrows</li> <li>• Emanuel Baptist Church</li> <li>• Open Arms Housing</li> </ul>	<ul style="list-style-type: none"> <li>• Michaels Development</li> <li>• Moseley Architects</li> <li>• Michaels Construction</li> <li>• Michaels Management</li> <li>• Berkadia</li> <li>• Better Tomorrows</li> </ul>
References	Christopher Donald Interim Executive Director DCHFA 815 Florida Ave NW Washington, DC (202) 777-1612 cdonald@dchfa.org	Andre Gould DC Housing Authority 1133 North Capitol St. NE Washington, DC (202) 535-1000 agould@dchousing.org	Terry Gould Ainger Place Dev. Corp, 2409 Ainger Place SE Washington, DC (202) 678-0884 Tgould.apdc@gmail.com	Janet Abrahams Housing Auth. Of Balt. City 417 E. Fayette Street Baltimore, MD (443) 984-1009 janet.abrahams@habc.org
Sustainable Features	<ul style="list-style-type: none"> <li>• Green roof.</li> <li>• Energy Star rating.</li> </ul>	<ul style="list-style-type: none"> <li>• Energy Star rating.</li> <li>• Solar panels.</li> </ul>	<ul style="list-style-type: none"> <li>• Solar panels on roof.</li> </ul>	<ul style="list-style-type: none"> <li>• No substantial sustainable features.</li> <li>• Improvement of building efficiency.</li> </ul>
Land SF	63,451 SF	577,292 SF (All 3 Phases)	88,348 SF	57,642 SF
Building SF	187,945 SF	202,941 SF	78,069 SF	128,069 SF
Unit Mix	<ul style="list-style-type: none"> <li>• Studio: 24</li> <li>• 1 Bed: 110</li> <li>• 2 Bed: 53</li> <li>• 3 Bed: 9</li> </ul>	1 Bed: 75 2 Bed: 47 3 Bed: 30 4 Bed: 9 5 Bed: 5	1 Bed: 34 2 Bed: 30 3 Bed: 8	1 Bed: 203
# Parking Spaces	172	60	36	38
Construction Type	<ul style="list-style-type: none"> <li>• New construction</li> <li>• Type V over Type I</li> </ul>	<ul style="list-style-type: none"> <li>• New Construction</li> <li>• Type V</li> </ul>	<ul style="list-style-type: none"> <li>• New Construction</li> <li>• Type V</li> </ul>	<ul style="list-style-type: none"> <li>• Rehab</li> <li>• 13-story high-rise</li> <li>• Reinforced concrete</li> </ul>
TDC	<ul style="list-style-type: none"> <li>• W/o Land: \$56,950,462</li> <li>• Acquisition: \$5,343,777</li> <li>• TDC: \$62,284,239</li> </ul>	<ul style="list-style-type: none"> <li>• No land Costs</li> <li>• TDC: \$73,242,145</li> </ul>	<ul style="list-style-type: none"> <li>• W/o Land: \$28,603,852</li> <li>• Acquisition: \$1,080,336</li> <li>• TDC: \$29,684,188</li> </ul>	<ul style="list-style-type: none"> <li>• W/o Land: \$33,069,174</li> <li>• Acquisition: \$18,853,856</li> <li>• TDC: \$33,068,174</li> </ul>

Hard Costs	\$40,314,724	\$46,701,534	\$17,502,879	\$19,377,407
Soft Costs	\$6,197,749	\$8,163,182	\$4,117,183	\$3,200,807
Development Fees	\$2,500,000	\$8,535,761	\$3,140,568	\$2,500,000
Sources	<ul style="list-style-type: none"> <li>LIHTC: \$23,895,766</li> <li>Def. Dev. Fee: \$1,859,916</li> <li>Accrued Int: \$150,000</li> <li>First Mortg: 9,420,000</li> <li>Sec. Mortg: \$25,138,557</li> <li>Third Mortg: \$650,000</li> <li>Fourth Mortg: \$880,000</li> <li>Seller's Escrow: \$300,000</li> </ul>	<ul style="list-style-type: none"> <li>LIHTC: \$26,266,611</li> <li>Def. Dev. Fee: \$4,362,977</li> <li>First Mortg: \$20,206,894</li> <li>HPTF: \$17,597,387</li> <li>DMPED: \$4,000,000</li> <li>HUD Wkg. Cap: \$808,276</li> </ul>	LIHTC: \$10,168,585 GP/MM Equity: \$200 Def. Dev. Fee: \$905,133 Inv. Int. Inc: \$550,000 Accrued Int: \$385,400 FHA 221(d)4: \$5,950,000 HPTF: \$10,691,242 Seller's Note: \$400,000 HUD Wkg. Cap: \$238,000	LIHTC Fed: \$14,934,378 LIHTC State: \$533,256 GP/MM Equity: \$200 Def. Dev. Fee: \$300,000 Inv. Int. Inc: \$654,083 Interim Income: \$570,877 Accrued Int: \$943,560 First Mortg: \$15,693,800 Rent. Hous. Wks: \$450,000 Seller's Note: \$17,527,000 HUD Wkg Cap: \$313,876
Public/Priv Partnership	No	DCHA	No	Baltimore Housing Authority
Response to RFP	No	Yes	No	Yes
Consideration to Govt	---	40% of developer fee	---	\$1,312,500 (47.50% of dev fee)
Affordable Housing	100% Affordable	100% Affordable	100% Affordable	100% Affordable
Public Benefits	<ul style="list-style-type: none"> <li>Hiring local ward 8 resid.</li> <li>ANC Office Space</li> <li>Community meeting space</li> <li>Local grocer</li> </ul>	<ul style="list-style-type: none"> <li>Community space</li> <li>Supportive services</li> <li>Hiring local residents</li> </ul>	<ul style="list-style-type: none"> <li>Community space</li> <li>Supportive services</li> <li>Hiring local residents</li> </ul>	<ul style="list-style-type: none"> <li>Community room</li> </ul>
Public Financial Assist.	<ul style="list-style-type: none"> <li>DC DHCD HPTF Sub. Loan</li> <li>DC DMPED Grant</li> <li>DC DHCD LRSP Rent. Subs.</li> </ul>	<ul style="list-style-type: none"> <li>DC DHCD HPTF Sub. Loan</li> <li>DMPED Infrast. Funds</li> <li>DCHA Locally Blended Sub. And LRSP Rent Sub.</li> </ul>	<ul style="list-style-type: none"> <li>DC DHCD HPTF Sub Loan</li> <li>DCHA LRSP Rent Subs.</li> </ul>	<ul style="list-style-type: none"> <li>Maryland CDA Rental Housing Works</li> </ul>
Amount of Assistance	\$26,018,557	<ul style="list-style-type: none"> <li>\$17,597,387 HPTF Sub Fin.</li> <li>\$4,000,000 in Deputy Mayor for Planning &amp; Econ. Dev. Infrast. Funds</li> </ul>	\$10,691,242	---
When Funds Contributed	<ul style="list-style-type: none"> <li>DC DHCD: closing and draw down during construction.</li> <li>DC DMPED: construction.</li> </ul>	<ul style="list-style-type: none"> <li>DC DHCD: closing and draw down during construction.</li> <li>Rent subsidy: Once residents move in.</li> </ul>	<ul style="list-style-type: none"> <li>DC DHCD: closing and draw down during construction.</li> <li>Rent subsidy: Once resident move in.</li> </ul>	<ul style="list-style-type: none"> <li>November 22, 2020</li> </ul>
Challenges	<ul style="list-style-type: none"> <li>Signification env. contamination and ground</li> </ul>	<ul style="list-style-type: none"> <li>Coordination of various entitlement approvals</li> </ul>	<ul style="list-style-type: none"> <li>Site contamination led to use of 100%</li> </ul>	<ul style="list-style-type: none"> <li>RAD Conversion</li> <li>HUD Loan</li> </ul>



	water issues during const. which led to delays, rising costs, in tight labor market.	across the various DC government agencies.	construction contingency.	
Compares to Autumn Willow	<ul style="list-style-type: none"> <li>• 100% affordable dev.</li> <li>• Local and engaged community participation.</li> <li>• Prominent high visibility location.</li> <li>• Community space and services for residents.</li> </ul>	<ul style="list-style-type: none"> <li>• 100% affordable dev.</li> <li>• Local and engaged community participation.</li> <li>• Prominent high visibility location.</li> <li>• Community space and services for residents.</li> </ul>	<ul style="list-style-type: none"> <li>• 100% affordable dev.</li> <li>• Local and engaged community participation.</li> <li>• Prominent high visibility location.</li> <li>• Community space and services for residents.</li> </ul>	<ul style="list-style-type: none"> <li>• 100% affordable dev.</li> </ul>
Initial Budget vs. Final	Closing Budget: \$58,561,306 Final Budget: TBD. Approximately \$62MM (resulting from increased env., completion of on-site community amenities and increased carting cost during construction period.	TBD. Closing slated for mid 2020.	Closing Budget: \$28,603,852 Final Budget: TBD Project is currently in lease-up with cost certification to occur in Q2 of 2020.	TBD
NOI	TDB			TDB
Satisfaction Public Entity	The Michaels team has worked closely with our Public Agency Partners to deliver on a very challenging development project. We believe when the building opens in the coming months, the partnering public agencies will be very happy.	Our public sector partners are in support of this project, as evidenced by the committed \$4MM in DMPED infrastructure financing.	The Michaels team has worked closely with our housing finance agency partners to create an affordable housing development in a historically underinvested neighborhood. We believe when the building opens in the coming months, our housing agency partners will be very happy with the end product.	

# South Capitol Affordable Housing

Washington, DC

THE MICHAELS ORGANIZATION

PRODUCT SHEET

## Overview

South Capitol Affordable Housing is a new 195-unit affordable rental community at the intersection of Atlantic and South Capitol Streets SW within Ward 8 of Washington, DC.

In addition to the multifamily component, the Development also includes 5,500 square feet of community commercial space which will be split between a small grocer and the ANC.

The development is the final component of a Master Plan for the site which includes the 50,000 square foot Community of Hope headquarters and Primary Care clinic, a 172-space parking garage and new 30,000 square foot build to suit office building for the District of Columbia Department of Human Services.

Project participants include the Bank of America as the tax credit equity investor, Riverside Capital as the tax credit syndicator, JP Morgan Chase Bank as the bond purchaser and permanent lender, the DC Housing Finance Agency as bond issuer, and DC Department of Housing and Community Development as a gap lender using funds from the Housing Production Trust Fund ("HPTF").

The development has retained Congress Heights Community Training and Development Corporation to assist with hiring local Ward 8 residents for jobs and is committed to achieving the 35% SBE participation on total development costs as required by its funders.



## PROJECT FACTS:

**Location:** Washington, DC

**Square Feet:** 187,945

**Development Cost:** \$61.5 MM

**Units:** 195

**Architecture Firm:** Hickok Cole Architects, P.C.

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# Ainger Place Apartments

Washington, DC

THE Michaels ORGANIZATION

PRODUCT SHEET

## Overview

Ainger Place is a 72-unit new construction, three story elevator multifamily affordable housing apartment building, consisting of thirty-four (34) one-bedroom, thirty (30) two-bedroom, and eight (8) three-bedroom units in the Randle Heights neighborhood of Ward 8B. All 72 units will be targeted to households earning less than 50% Area Median Income (AMI). The project will also incorporate 8 (10%) Permanent Supportive Housing (PSH) units for women at risk of homelessness.

The project will utilize tax exempt bond financing with 4% low income housing tax credits, with an approximate bond allocation amount of \$13.5MM from DCHFA. The project will support \$5.4MM in permanent debt and \$9.3MM in tax credit equity. In addition to seller financing and deferred developer fee, the successful development and operation of Ainger Place will use \$10.5MM in DHCD 2015 HPTF. A total of 67% of new construction hires are Section 3.

## Amenities and Features

- On-site parking
- Fitness area
- Community/club room
- Business/neighborhood network center
- Laundry rooms
- Courtyard



## PROJECT FACTS:

**Location:** Washington, DC

**Square Feet:** 78,069

**Development Cost:** \$29.2 MM

**Units:** 72

**Architecture Firm:** Kitchen & Associates, Inc.

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# Kenilworth 166 Phase I

Washington, DC

THE Michaels ORGANIZATION

PRODUCT SHEET

## Overview

Kenilworth 166 Phase I includes the development of one-hundred sixty-six (166) units of multi-family rental housing in the Kenilworth-Parkside neighborhood of Ward 7.

The development will consist of a forty-two (42) unit senior-designated elevator building and one-hundred twenty-four (124) units of general affordable housing.

Of these 124 units, sixty-five (65) will be in a mid-rise elevator building, forty-four (44) units will be constructed as townhomes, and fifteen (15) units will be stacked townhouse flats. Seventeen (17) one-bedroom units, including seven (7) senior-restricted units and ten (10) general affordable units, will be Permanent Supportive Housing units for DC residents at risk of homelessness, with supportive services provided by the respected local nonprofit organization Open Arms Housing. Better Tomorrows will also provide supportive services to non-PSH tenants at the property.

## Financing Sources

Financing sources for the project include:

- **Riverside Capital:** \$25,256,000
- **Deferred Developer Fee:** \$4,363,000
- **1st Mortgage:** \$20,207,000
- **DHCD HPTF:** \$17,597,000
- **DMPED Loan:** \$4,000,000



## PROJECT FACTS:

**Location:** Washington, DC

**Square Feet:** 202,921

**Development Cost:** \$73.2 MM

**Units:** 166

**Architecture Firm:** Torti Gallas Urban

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# Rosemont Tower

Baltimore, Maryland

THE Michaels ORGANIZATION

PRODUCT SHEET

## Overview

The Housing Authority of Baltimore City (HABC) granted exclusive development rights to The Michaels Development Company (MDC) for the acquisition and rehabilitation of Rosemont Tower under a PBRA RAD conversion. Rosemont Tower is a 203-unit, 13-story multifamily building in West Baltimore reserved for both Seniors 62-years and older and non-elderly disabled residents (NEDs) with disabilities ranging from physical to mental impairments. The building, as of May 2017, is 83% occupied with Seniors comprising 33% and NEDs 67% of occupied units.

Rosemont Tower's resident population will require supportive case management services. Upon acquisition of property and assumption of building management from HABC, MDC and Interstate Realty Management (IRM) will expand existing supportive case management services to NEDs as well as seniors currently receiving individual assistance.

Michaels will provide the following replacements and upgrades: a new roof, mechanical equipment, new windows, individual unit PTAC HVAC units, elevator switchboard replacement, substantial common area remodeling, and the addition of security cameras for all floors and stairwells. MDC will apply 4% LIHTC, an FHA 221(D)4 loan, and leverage public and private resources to rehabilitate the property and raise the quality of living for residents.

## Amenities and Features

- Community room
- Computer room
- Fitness center
- Laundry room facility



## PROJECT FACTS:

**Location:** Baltimore, MD

**Square Feet:** 128,905

**Development Cost:** \$51.9 MM

**Units:** 203

**Architecture Firm:** Moseley Architects

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# Reddick Senior

FRANKLIN, TN

THE Michaels ORGANIZATION

PROJECT SHEET

## OVERVIEW:

In the heart of historical Franklin, Tennessee, Reddick Senior Residences offers a spacious Southern porch overlooking beautiful green space, the perfect place to relax and enjoy the historic and cultural heritage that is the heartbeat of Franklin, Tennessee.

The Senior Residences offers 1- and 2-bedroom apartment homes for seniors ages 60 and up, along with many amenities, including elevator service, modern appliances, central air and heat, a laundry center on each floor, a wellness center, resident parking, 24-hour emergency maintenance and easy access to the thriving, bustling community that is Williamson County.

Reddick Senior Residence represents the first public-private development partnership for the Franklin Housing Authority and, through a competitive process, FHA selected Michaels as its master planner and development partner for this and future phases of redevelopment. Michaels' also acts as the community manager and ensures that Reddick Senior Residences remains a long-term asset to the community.

## FINANCING:

Financing for the \$8.5 million development came from \$1 million in Housing Trust Funds from the Tennessee Housing Development Authority as well as a \$500,000 in funding from the Housing Authority. The development also benefited from more than \$6.6 million in private equity raised through the sale of federal Low Income Housing Tax Credits and syndicated by Prestige Affordable Housing Equity Partners, LLC. SunTrust Bank played a vital role as both a construction lender and equity investor.



## PROJECT FACTS:

Location: Franklin, TN

Units: 49

Square Footage: 44,000

Development Cost: \$14.3 million

Architecture Firm: Kitchen & Associates

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# Living Spring Senior Residence

DELANCO, NJ

THE **Michaels** ORGANIZATION

PROJECT SHEET

## OVERVIEW:

Developed by Michaels Development Company in partnership with Abundant Life Fellowship CDC, a faith-based nonprofit organization, Living Springs offers affordable housing and supportive services to independent seniors and the frail elderly.

Completed in December 2010, this community was fully occupied in three months and has had a waiting list ever since. Featuring 100 one-bedroom apartments with a variety of floor plans for income-eligible seniors (55 and older) in a four-story, elevator-serviced building, LIHTC units rents are targeted to individuals with incomes at 30 to 57 percent of AMI. There are also five market-rate units. Twenty units have accessibility features to accommodate seniors with disabilities. Common amenities include laundry facilities, an exercise room, a library, a "grandparent's room," and community room with kitchen. Residents have access to supportive services that facilitate self sufficiency, as well as educational, cultural and recreational activities.

Living Springs meets or exceeds New Jersey's Green Standards, with green features that include low flow faucets, shower heads and fixtures, energy-star lighting and building features; high efficiency furnaces and LED exterior lighting; recycled carpet and flooring; and low VOC paint and adhesives. In addition, the \$20 million facility has been constructed with an elaborate conduit system to facilitate solar technology in the future.

## FINANCING:

Financing included:

- \$13.7 million in private equity generated from federal tax credits.
- \$5.6 million in stimulus funding through the American Recovery and Reinvestment Act of 2009



## PROJECT FACTS:

Location: Delanco, NJ

Development Cost: \$24.7 Million

Units: 100

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# Pleasantview Gardens Senior

BALTIMORE, MD

THE **Michaels** ORGANIZATION

PROJECT SHEET

## OVERVIEW:

Pleasant View Gardens Senior is a 110-unit multifamily property in downtown Baltimore, MD, consisting entirely of one-bedrooms reserved for senior households 62 years of age and older who qualify for a project based rental assistance (PBRA) unit. Michaels was awarded the opportunity by the Housing Authority of Baltimore City (HABC) to redevelop the property under a RAD conversion. Construction activities took place at the same time as Pleasant View Gardens Townhomes (201 townhouse units) for greater economic efficiency.

Michaels and HABC were joint developers and Michaels also acted as the Managing General Partner and guarantor. Scope of work included a new central boiler and chiller, HVAC fan coil units, roof, lighting, storefront windows and entry doors, and ADA accommodations; as well as remodeling of community spaces and common areas, lobby/ reception area, and management office. Kitchen and bath remodeling on an as-needed basis. An abandoned underground storage tank (UST) was removed. Enhanced security measures including access key fobs and additional cameras.

Renovation of all residential units required temporary onsite resident relocation. Michaels and its property management company developed a comprehensive relocation plan based on the phased construction schedule and individualized assistance to each household.

## FINANCING:

Total development cost is \$17.19M. Financing sources include tax- exempt bonds, a FHA 221(D)4 Loan, assumed existing debt from the housing authority, and 4% low income housing tax credits. Project completed construction in September, 2017.



## PROJECT FACTS:

Location: Baltimore, MD

Square Footage: 70,508

Development Cost: \$17.9 million

Units: 110

Architecture Firm: Marks Thomas & Moseley Architects

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# Lafayette Senior Living Center

JERSEY CITY, NJ

THE Michaels ORGANIZATION

PROJECT SHEET

## OVERVIEW:

In 2001, The Jersey City Housing Authority received \$34.1 million in HOPE VI funding to revitalize Lafayette Gardens, the city's oldest and largest public housing development. After selecting The Michaels Organization as a development partner, JCHA and Michaels collaborated on 414 mixed-income residential units in six separate developments.

The massive revitalization of Lafayette Gardens has been widely praised as a showcase for the HOPE VI program, which states as a goal the creation of truly mixed-income residential developments that will appeal and attract residents of all income levels. Several phases of the revitalization, funded with the federal grant as well as federal low-income housing tax credits and state and private resources, have received numerous awards from both state and national industry groups.

## SENIOR LIVING:

Lafayette's first phase was an 83 unit, four-story apartment building set-aside exclusively for public housing residents. The Senior Living Center consists of one- and two-bedroom units plus approximately 10,000 square feet of community space for resident activities and supportive services, including a beauty salon, game room, and large multipurpose room with kitchen.

Almost \$10 million of the \$12.6 million cost of the Senior Living Center (78%) was derived from tax credit equity. Other funding sources included \$2 million in soft debt from the State of New Jersey, a \$478,000 loan from the Federal Home Loan Bank (FHLB) and \$200,000 (amounting to just \$2,400 per unit) in HOPE VI funds.



## PROJECT FACTS:

Location: Jersey City, NJ

Units: 83

Site Square Feet: 57,882 SF

Development Cost: \$12.6 Million

Building Type: Mid-Rise w/ Elevator

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# Harrison Park Square

NEWARK, NJ

THE Michaels ORGANIZATION

PROJECT SHEET

## OVERVIEW:

Harrison Park Square is a 57-unit 100% affordable senior apartment building located in Newark, New Jersey. It is a 5-story elevator building with ground floor management office and social service space for residents and the first phase of a two-phase development. In 2009, through a competitive process, Michaels Development Company was selected by the City of Newark to redevelop the former Douglas Harrison Homes site. The site previously held 12 5-story buildings comprising 755 units on two full city blocks and surrounded interior Green Acres Park Space that was effectively walled off from the community.

As an age-restricted building for seniors 62-years and older, with 5 units reserved for homeless veterans, Harrison Park Square meets the strong need in Newark for affordable housing for senior citizens. The redevelopment substantially improved living-conditions for residents and reconfigured Green Acres Park to be more accessible to the community.

Harrison Park Square is also managed by Michaels' and has an operating budget that supports a part-time Social Services Coordinator employed by Better Tomorrows, a non-profit to enhance the lives of low-income residents with comprehensive supportive services focused on enrichment, health and wellness programs.

## FINANCING:

Harrison Park Square was completed in July 2015. Total project costs were \$17.9 million derived from \$8.8 million in 9% tax credit equity, \$4.3 million in Hurricane Sandy funds, \$2.1 million 1st mortgage, \$1.5 million City HOME funds and a \$1 million deferred developer fee. Michaels handled every aspect of this project including its design, securing all approvals and financing.



## PROJECT FACTS:

Location: Newark, NJ

Units: 57

Square Feet: 63,305

Development Cost: \$17.9 Million

Architecture Firm: KNTM Architects

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# Catherine Todd Senior Living Center

JERSEY CITY, NJ

THE **Michaels** ORGANIZATION

PROJECT SHEET

## OVERVIEW:

The Catherine Todd Senior Living Center is the result of the substantial rehabilitation of an existing ten-story public housing building. It is the first phase of the larger Montgomery Gardens neighborhood revitalization effort focused on the Montgomery Gardens public housing development, which consisted of 447 apartments in 6 ten-story brick buildings. Catherine Todd was developed by the Michaels Development Company and the Jersey City Housing Authority who secured a 2010 HUD Choice Neighborhoods Initiative Planning Grant.

Catherine Todd was the recipient of a 2018 Multifamily Executive Award in the Senior Living category, which recognizes both the excellence of the development and the exceptional services provided by on-site management. Catherine Todd is Energy Star certified and is ADA compliant.

## FEATURES:

The Catherine Todd Senior Living Center consists of 68 one and two-bedroom apartments reserved for residents 62 and older. The development also provides approximately 3,000 square feet of community and management space.

Amenities include a multipurpose room with a kitchen, a computer learning center, a quiet reading room, a media/game room, on-site laundry facilities, outdoor patio space, and on-site social services.

The Jersey City Housing Authority has allocated Project Based Section 8 Vouchers for each residential unit. One two-bedroom unit will be non-income generating and will be utilized by the site superintendent. The New Jersey Housing & Mortgage Finance Agency also allocated Hurricane Sandy relief funding for the project.



## PROJECT FACTS:

Location: Jersey City

Square Feet: 81,392

Development Cost: \$24 million

Units: 68

Architecture Firm: WRT Design





# Lincoln Town

WILMINGTON, DE

THE Michaels ORGANIZATION

PROJECT SHEET

## OVERVIEW:

Lincoln Towers, located on the former site of outdated public housing, is a newly-constructed "green" apartment community offering affordable housing to seniors of age 62 and older, as well as ground space to the Wilmington Fire Department's Station #5.

Featuring 80 one-bedroom and eight two-bedroom apartments, all of which are adaptable for residents with disabilities, the new community offers on-site underground parking, laundry facilities on each floor, a fitness center, a computer lab, and expansive community space for social services.

Fire Station #5 features the latest firefighting facilities and additional space for reserve fire apparatuses. Due to stimulus funding secured in 2009 through a competitive grant from the U.S. Department of Housing and Urban Development, the \$30 million Lincoln Towers development was designed with energy-efficient systems and materials, making it one of the premier "green" buildings in the City of Wilmington.

## FUNDING:

In addition to the American Recovery and Reinvestment Act Grant, the funding for this development includes Equity from the syndication of Low Income Housing Tax Credits allocated from Delaware State Housing Authority; WHA Replacement Housing Factor Funds; Tax-exempt bonds issued by the City of Wilmington; HOME funds provided by the City of Wilmington, and Federal Home Loan Bank Funds.



## PROJECT FACTS:

Location: Wilmington, DE

Units: 88

Development Cost \$30 Million

DEVELOPMENT | MANAGEMENT | CONSTRUCTION | FINANCE

PO Box 90708, Camden, NJ 08101

856 596 0500 | [www.TMO.com](http://www.TMO.com)

  
**Michaels**  
COMMUNITIES THAT *lift* LIVES

# Ocean Towers

JERSEY CITY, NJ.

THE Michaels ORGANIZATION

PROJECT SHEET

## OVERVIEW:

Ocean Towers is a 10-story 100-unit elderly-living apartment building located at 425 Ocean Avenue in Jersey City, NJ. The building was originally constructed in 1973 and underwent extensive renovations in 2018. Ocean Towers contains 99 income-generating apartments and one non-income unit for the live-on-site superintendent. The building also contains an on-site management office and social service coordinator, laundry facilities, and a large community room equipped with a full kitchen.

The scope of work in the renovation included replacement of the existing windows, which were single-paned, drafty, and highly energy efficient. Existing air conditioning units were also replaced. Sections of the roof were repaired and other sections were entirely replaced. In-unit Fixtures and appliances also received updates as part of the overall renovations.

## FUNDING:

Renovation costs were funded with equity derived from 4% low income housing tax credits, a 4 million permanent mortgage from the NJHMFA, tapping reserve accounts and a seller's note.



## PROJECT FACTS:

Location: Jersey City, NJ

Units: 99

Renovation Cost \$15.5 Million

DEVELOPMENT | MANAGEMENT | CONSTRUCTION | FINANCE

PO Box 90708, Camden, NJ 08101

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# Sugar Estates

St. Thomas, USVI

THE **Michaels** ORGANIZATION

PROJECT SHEET

## SUMMARY:

Sugar Estate is an affordable housing community for the elderly being constructed in St. Thomas, in the US Virgin Islands. A public-private partnership between Michaels Development Company and the Virgin Islands Housing Authority has driven the project. The \$31 million community will offer 80 apartments, all handicap adaptable, for seniors with low to moderate incomes. Each residential unit has a living, dining and kitchen areas, complete with energy efficient appliances and ample storage.

## AMENITIES AND SERVICES:

- On-site parking
- Laundry facilities on each floor
- Large community space
- Quiet reading room
- Computer learning center
- On-site management and social service offices
- Case management
- Medical screenings
- Nutritional counseling
- Training programs
- Financial workshops
- Social and Recreational activities



## PROJECT FACTS:

Location: St. Thomas, USVI

Number of Units: 80

Managed by: Michaels Management, Affordable Living

Developed by: Michaels Development Company

Construction: Michaels Construction

Tax Syndication: Riverside Capital, LLC

Funding: \$26.6 Million in LITHC

DEVELOPMENT | MANAGEMENT | CONSTRUCTION | FINANCE

3 East Stow Road, PO Box 994, Suite 100, Marlton, NJ 08053 856

596 0500 | [www.TMO.com](http://www.TMO.com)

  
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COMMUNITIES THAT *lift* LIVES



# *General Contractor*

**Selection of General Contractor**

The Michaels Organization has an in-house general contractor that we use across the country. Michaels Construction is a full-service construction company providing general contractor, construction, and construction management services with a solid track record of delivering high quality projects on budget and on-time. We are happy to discuss Michaels Construction or other third-party contractors as an option, subject to FCRHA's desires and goals.

# The Michaels Organization

## MICHAELS CONSTRUCTION

THE Michaels ORGANIZATION

AREAS OF EXPERTISE

Michaels Construction has great expertise in all aspects of design-build, plan review and pre-construction services, conceptual budgeting and estimating, general contracting and construction management. Throughout the entire process, we provide the flexibility to meet the ever-shifting demands of complicated projects while delivering the highest quality for the lowest deliverable cost. With a focus on sustainability and cost-containment, Michaels can offer a solid network of vendors, subcontractors, and suppliers with competitive pricing and performance that reduces costs while enhancing production.

Michaels Construction provides a diverse range of services to accommodate the needs and requirements of The Michaels Organization portfolio. These services include new residential construction and renovation for low / mid / high rise structures, mixed-use development, and affordable / student / military and market rate housing.

Michaels Construction offers the flexibility to meet the expectations and requirements of complicated projects while delivering the highest quality for reasonable dollars. As a result of Michaels Construction's ability to engage in projects at very early stages, the focus on budget control and quality management reap big rewards in successful delivery.

### OUR WORK ETHICS

- We have a proven track record and reputation for delivering the highest quality product on time and within or under budget.
- We are committed to supporting and enhancing small business participation, and women and minority inclusion, as well as local hiring for applicable projects.
- We bid all affordable housing projects to meet and exceed MBE requirements.



### OUR EXPERIENCE:

Military Housing  
Affordable Housing  
Student Housing  
Senior Housing  
Historic Renovations  
Asset Preservation/ Rehabilitation  
Preconstruction  
Project Management  
Design Build  
Plan Review  
Estimating Services



# George Dudo Jr.

President, Michaels Construction

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Mr. Dudo joined The Michaels Organization in 2013 and brings over 30 years of experience to the team. His responsibilities include leading project teams through a collaborative process, from inception to completion, managing the construction, safety, personnel, resources, budget, schedule, risks, quality level, and sustainable design goals.

Mr. Dudo has successfully completed student living and conventional multi-family construction projects totaling over \$600 million. His past experience includes construction/demolition experience for retail and commercial development, particularly large-scale projects up to 1,000,000 sq. ft. Immediately prior to joining The Michaels Organization, he was a Project Executive with The Bennett Group, LTD where he managed all phases of Design Build & Bid Build projects.

Mr. Dudo received his BS in Business Administration from LaSalle University, Philadelphia, Pa. He has his Certificate in Architectural Drafting and Blue Print Reading. He is a Carpenter Journeyman. He received Project Management Training Program in Managing Project Data, Planning & Scheduling, and Resource & Cost Analysis. He has a Certificate of Achievement as a Construction Documents Technologist. He is Certificated for LEED for New Construction Technical Review (U. S. Green Building Council).

Mr. Dudo is also a member of the Construction Specification Institute and the Design Build Institute of America. He is a Licensed Real Estate Salesperson in the state of New Jersey.

# *Property Management*

# The Michaels Organization

## MICHAELS MANAGEMENT

THE Michaels ORGANIZATION

AREAS OF EXPERTISE

Serving more than 145,000 residents in 400 communities across 35 states, Michaels Management's top priority is resident satisfaction, while delivering the results that property owners expect: high occupancy levels; top-notch facilities upkeep and maintenance, innovative marketing, and financially sustainable communities. For more than 45 years, Michaels Management has provided outstanding customer service to all residents and has faithfully executed their fiduciary duties to owners.

Michaels Management provides property management services to The Michaels Organization's entire portfolio and fee-manages for other private owners and non-profit organizations. Our experience includes repositioning troubled assets, brand new lease-ups, and developing in-depth resident relocation plans for communities undergoing renovations and redevelopment.

Our services run the gamut of property types from affordable and mixed-income to student, military and luxury communities.

Additionally, Michaels Management has earned the prestigious Accredited Management Company (AMO) designation from the Institute of Real Estate Management, placing it in an elite group (top 1%) of management companies in the country. The designation recognizes Michaels' industry-leading best practices and its commitment to the AMO Code of Ethics

### BEST PRACTICES

We implement effective marketing strategies and capital improvement plans to increase performance and maximize value. Combined with our national resources and purchasing power, our management can provide "best in class" services that are cost-effective, increase efficiency, reduce risk, and support an exceptional living environment. Our management teams are organized by regions, with on-site teams reporting to a regional property management and regional vice president.





Our number one goal is to ensure that communities achieve revenue and occupancy goals and generate vital revenue streams. Through competitive analysis and understanding of the specific market, we create a unique brand position that is supported by a customized marketing plan. Our marketing strategy is designed to actively engage future and current residents. We utilize data, metrics, and a schedule of process for acquiring feedback, but the secret ingredient is our talent for understanding how that information reveals the needs and trends that appeal to the specific target market.

## COMPLIANCE, MARKETING & TECHNOLOGY

- We offer a sophisticated accounting and management system to ensure financial accountability as well as compliance at our affordable living communities.
- Our average occupancy rate across our portfolio exceeds 95 percent
- We have REAC inspection scores that average above 90 across our affordable living portfolio and we are one of select group of property managers to earn “Community of Quality Awards,” for the majority of our affordable apartment communities.
- We continually offer web-based training for our employees through our Michaels Learning Center.
- We have a strategic partnership with the non-profit social services agency Better Tomorrows, which provides supportive services to our affordable living communities, as well as a military family connections program at our military living communities and support for resident life programs at our student living communities.
- Our marketing program includes individualized branded websites featuring resident portals for online applications, rent payments, and maintenance requests as well as real-time availability information.
- Where appropriate, our marketing including sophisticated email campaigns, geo-targeted marketing, and social media.

## ABOVE ALL, WE ARE COMMITTED TO LIFTING LIVES

As part of The Michaels Organization, Michaels Management is committed to creating living environments where our residents can thrive. From emergency situations to the ordinary day-to-day, our whole mission is to make the world a better place to live.



# The Michaels Organization

## MANAGEMENT AWARDS

THE **Michaels** ORGANIZATION

INFORMATION SHEET

### LAST 10 YEARS

- 2018 National Association of Home Builders Awards for Best Resident Services at an Affordable Community - Kamakana, Michaels Management
- 2018 Editor's Honor Award in the Multi Housing News Awards of Excellence, Dennis Morris, Maintenance Supervisor: Sugar Estate, Michaels Management
- 2018 National Affordable Housing Management Association Industry Award in Communities of Quality; 48 certified properties
- 2017 MHN Excellence Awards; Property Manager of the Year: Rising Star Gold Award for Morgan Stokes; The Vue in Fayetteville, Arkansas, Michaels Management (Student).
- 2017 NAA Excellence Award Best Community, Specialty Michaels Management (Student)- Radius
- 2017 Multifamily Pillars of the Industry Awards winner in the Best Residences Services at an Affordable Apartment Community- Gwendolyn Place
- 2013- Multi Housing News Magazine Award of Excellence for Social Responsibility
- 2013-Vanguard Award for Major Rehabilitation Category, The Towers of Kuhio Park, Honolulu, Hawaii, presented by The National Affordable Housing Management Association
- Pennsylvania Housing Finance Agency 2011 Excellence in Property Management Awards: Rolling Hill; Regency Park; Coal Township Elderly; Bangor Elderly; Easton Senior Citizens; Park Spring; Mahanoy Elderly; Woodview Village, all Michaels Management
- Mayor's 2011 Community Pillars Award For Corporate Leadership, Diane Young Johnson, Social Services Coordinator, McGuire Gardens, Michaels Management
- National Affordable Housing Management Association 2011 Community of Quality National Award Winner, Woods Edge Apartments, Columbia, SC, Michaels Management
- Southeastern Affordable Housing Management Association 2010 Excellence in Management Award, Guam Basurto-Dyte, Site Manager, Abbey Lane Apartments, Winter Haven, Florida, Michaels Management
- National Affordable Housing Management Association 2010 Community of Quality National Award Winner, Exemplary Family Development, Park Spring Apartments, Spring City, PA, Michaels Management
- Neighborhood Networks Special Award 2009, Michael Levitt, Chief Executive Officer, The Michaels Organization
- Neighborhood Networks 2009 Special Award, Montgomery Townhouses, Philadelphia, PA, Michaels Management





# Kimberlee Schreiber

President, Affordable Living, Management

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As President of Affordable Living, Management, at The Michaels Organization, Kimberlee has lead responsibility for a portfolio of more than 50,000 units across 375 properties in 35 states, the District of Columbia, and the U.S. Virgin Islands.

Kimberlee joined The Michael's Organization as Vice President for the West Coast Portfolio in December of 2009. Her responsibilities included acquisitions and operations. Kimberlee was named President of Affordable Living, Management in Fall of 2015. The Michaels Organization has been an Accredited Management Organization since 1983, and has 40 years of expertise in managing public, section 8 and tax credit housing as well as mixed-income, and market-rate housing. In both 2017 and 2019, Michaels was named the Property Management Firm of the Year by the National Association of Home Builders.

Kimberlee Schreiber brings over 30 years of management experience to the Michaels team. She has worked for numerous large national companies to include: Balcor, AIMCO, and Equity Residential. Her Property Management experience is diverse and includes market rate, lease up / acquisitions, Military Housing and Tax Credit, as well as HUD and USDA Affordable Housing.

Kimberlee has served as The Colorado Springs Association President for three terms and also as a Colorado State Legislative delegate to the National Association Fellows Program.



# Donald Miller, Jr.

Executive Vice President, Management

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In his position, Mr. Miller's duties include oversight of the financial management and reporting requirements for the communities that Michaels manages, as well as oversight of Michaels financial accounting in addition to several associated entities including the employee retirement and health plans.

Mr. Miller was promoted to the role of Executive Vice President in January of 2017 after having served as Senior Vice President of Accounting since March 2014. Mr. Miller assists and supports the President, coordinating special projects such as the conversion to RealPage, and serves as second-in-command in the event of the President's absence. Mr. Miller oversees a staff of approximately 60 professionals who provide accounting, billing, accounts payable and cash management support.

Mr. Miller joined The Michaels Organization in 1994 as a Regional Accounting Manager, after having worked for a CPA firm that specialized in providing services to the affordable housing industry. Mr. Miller continued working in various roles in financial management at Michaels until 2003, when he took a position as an Operational Vice President. In 2011, Mr. Miller took a position as a Vice President where he was responsible for assisting in the underwriting and modeling of tax credit syndications as well as asset management and investor reporting.

Mr. Miller holds a Bachelor of Science in Business/Accounting (cum laude) from the University of Pittsburgh and a Master of Science in Taxation from Temple University. He is licensed as a Certified Public Accountant in New Jersey and also holds Real Estate Broker licenses in 7 states.

# Charles Durnin

Senior Vice President, Michaels Management

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Mr. Durnin has over 29 years of experience in the area of institutional asset and property management as well as Federal Court Appointed Receiverships throughout North America. He is a national speaker and recognized expert on Section 42 Compliance and is also a frequent speaker at state and county finance agency affordable housing symposiums.

Mr. Durnin is a contributor/writer for several national publications on affordable housing, specifically Section 42. He is also a member of the Board of Advisors for many national publications. Mr. Durnin has participated in the development of CDMP for the privatization of military housing and his background includes a comprehensive understanding of Section 42 (LIHTC), Farmers Home/Rural Development, HUD and other financing vehicles associated with affordable housing.

He holds a Master's in Business Administration in Real Estate Finance and Management from the Stern Graduate School of Business, New York University, and a Bachelor of Business Administration in Finance from Temple University. He is a Certified Tax Specialist and Certified Asset Manager. In addition, he holds the HCCP, C3P and SCHM LIHTC Certifications.

# Richard J. White III

Regional Property Manager, Management

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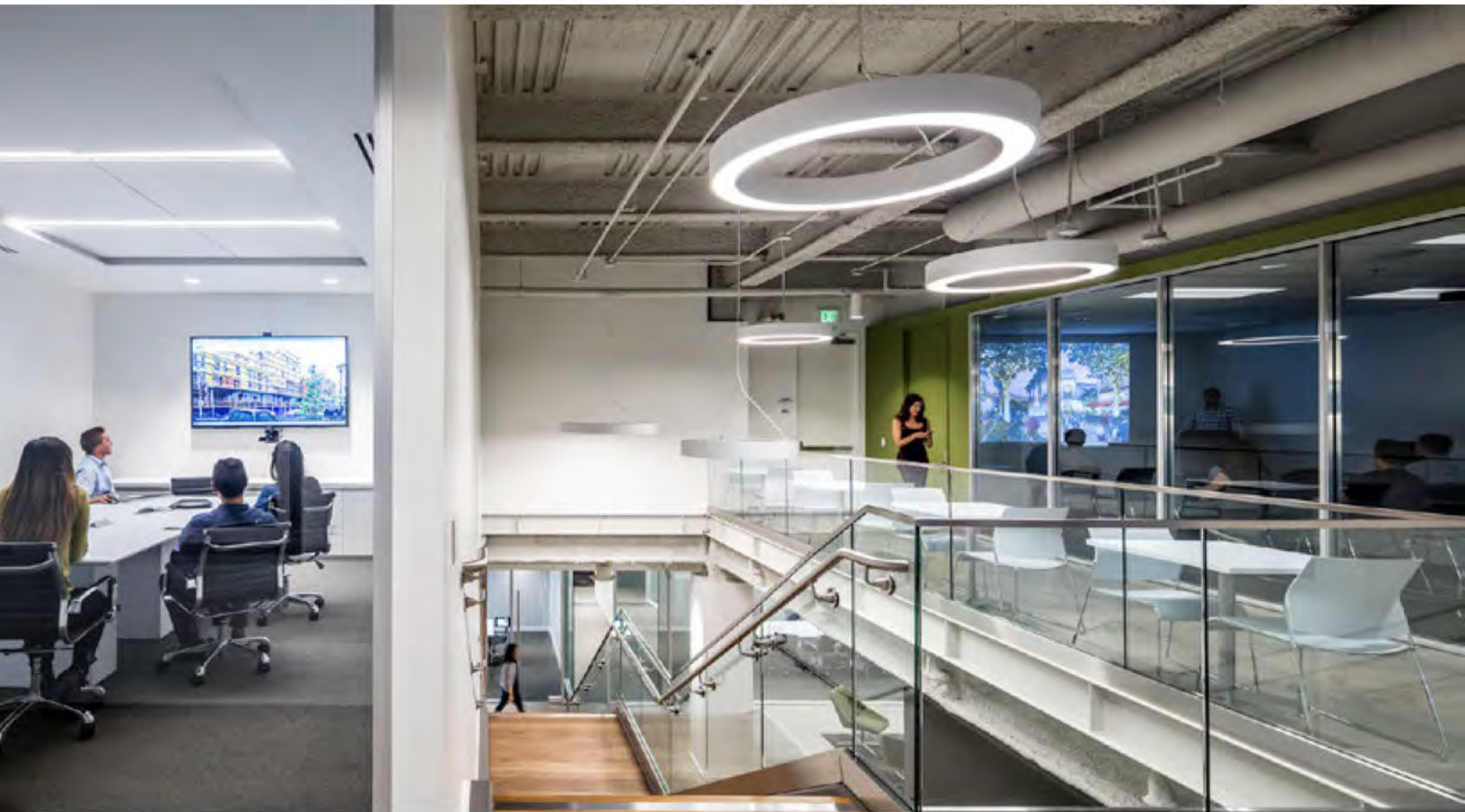
Mr. White has over 40 years in the field of property management. He currently has a regional portfolio which consists of 7 properties with 947 affordable apartments. These properties are located in Maryland, Virginia, and the District of Columbia and he has 5 community managers which report directly to him.

His background includes the understanding of the Section 42 (LIHTC) and HUD financing of affordable housing assets. He holds a Bachelor of Arts Degree from the Johns Hopkins University and has achieved the Certified Occupancy Specialist and Tax Credit certification.



# *Lead Architect*

## FIRM PROFILE



Founded in 1991, **KTGY Architecture + Planning** is a leading full-service design firm focused on residential and mixed-use developments and neighborhood revitalization. KTGY seamlessly delivers innovation, artistry and attention to detail across multiple design studios, ensuring that clients and communities get the best the firm has to offer no matter the building type or location. KTGY's architects and planners combine big picture opportunities, leading-edge sustainable practices and impeccable design standards to create memorable destinations of enduring value. KTGY serves clients worldwide from seven office locations including Irvine, Los Angeles, Oakland, Denver, Chicago, Tysons (Virginia), and Pune (India).

### **KTGY Tysons**

8609 Westwood Center Drive, Suite 600  
Tysons, VA 22182



OUR VISION

To Move the Discourse of Architecture  
Forward by Continuously Searching for Better.

**KTGY Architecture + Planning** is an S-Corp. All 19 shareholders hold positions within the firm. KTGY Shareholders are:

Jill Williams  
Tricia Esser  
David Senden  
Chris Texter  
Keith Labus  
David Obitz  
Wil Wong  
Manny Gonzalez  
Brittany Choynet  
Alan Scales

Bill Ramsey  
Ken Ryan  
Jessica Musick  
Kamran Charmsaz  
Smita Anand  
Craig Pryde  
Nathan Sciarra  
Ben Kasdan  
Ryan Flautz



## SERVICES



As a full-service architectural and planning firm, KTG Y has delivered a depth and breadth of successful design solutions for:

### **Residential**

Single-Family Detached  
Small Lot  
Townhome | Flats  
Walk Up  
Wrap  
Podium  
High Rise  
Affordable  
Student Housing

### **55+ | Service Enriched**

Active Adult Communities  
Independent Living  
Assisted Living  
Memory Support  
Skilled Nursing  
Life Plan Community (CCRC)

### **Planning**

Master Planning  
Urban Design  
Site Planning  
Entitlement  
Government Relations

### **Mixed Use**

### **Retail**

### **International**

### **Hospitality**

### **Healthcare**



By the  
Numbers:

**28**

Years since we opened our  
doors for business

**10**

Clients who are in the Top 10  
U.S. Builders

**44**

States in which  
we have worked

**#34**

Ranking in the 2019  
Architecture Record Top 300  
Architecture Firms

**402**

Staff members in seven  
offices located in growing  
metropolitan areas

**10**

Clients who are in the Top 10 U.S.  
Apartment Developers

**724**

Awards won

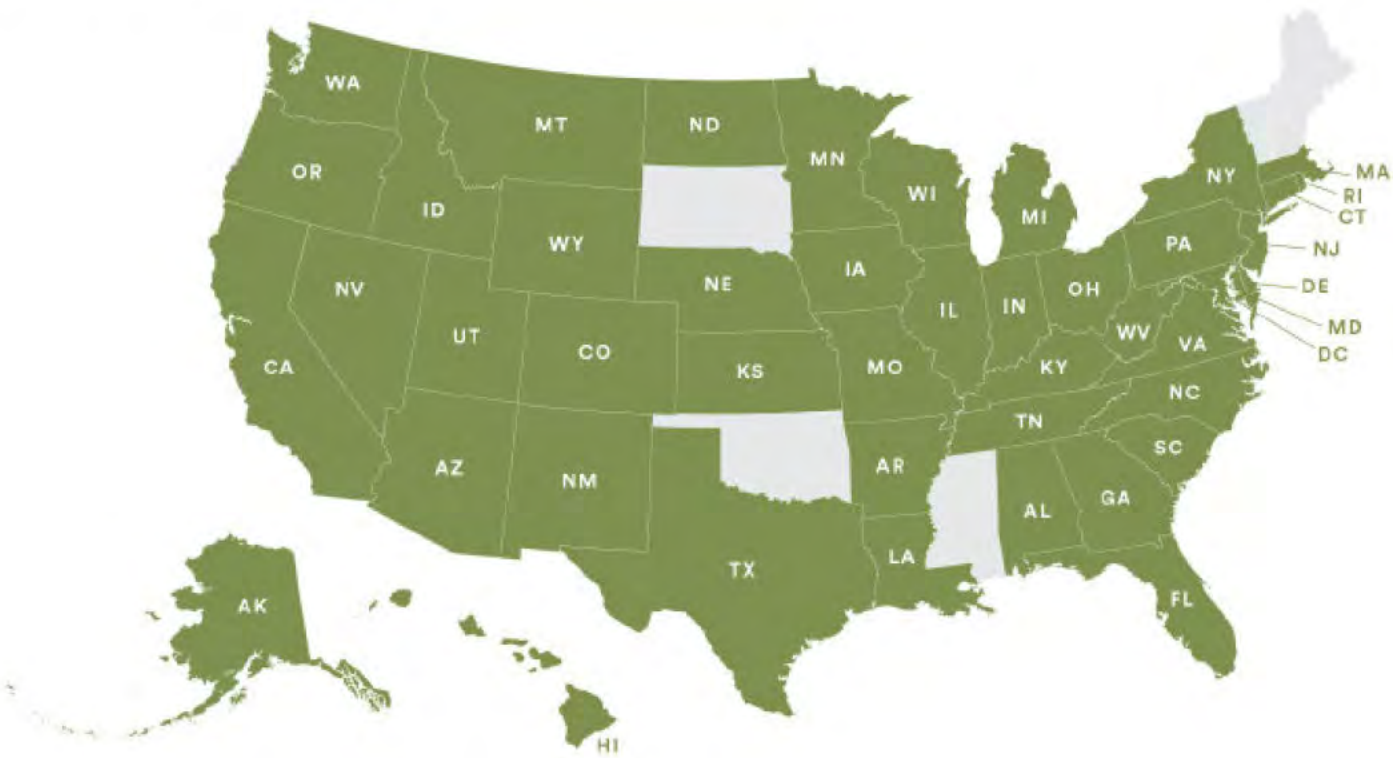


# KTGY MAPS

## US Office locations



## States in which we have worked







Kamran Charmsaz has more than 20 years of architectural experience and practice, both in the U.S. and internationally, encompassing a broad range of building types including residential, institutional, commercial and retail.

As a Principal in KTGy's Tysons office, Mr. Charmsaz leads his team through the comprehensive use of Building Information Modeling (BIM) in his projects. He provides careful management and control of defined scopes, schedules and budgets, document handling procedures, prioritization and implementation of LEED design criteria.

### Selected Project Experience

#### Education

Master of Architecture  
Iran University of Science and Technology  
  
Bachelor of Architecture  
Iran University of Science and Technology

#### Registration

LEED Accredited Professional  
  
Certified Construction Contract  
Administration

#### Affiliations

Construction Specification Institute  
  
National Institute of Building Sciences  
buildingSMART Alliance  
  
Ontario Building Officials Association  
  
Canadian Green Building Council  
  
U.S. Green Building Council

#### Contact

703.389.9935  
  
kcharsmaz@ktgy.com

#### Multifamily

900 Thayer  
Silver Spring, MD  
Redbrick Development Group/  
Chesapeake Realty Partners

Village at Valley Forge  
King of Prussia, PA  
Northwestern Mutual, Realen  
Properties & The Bozzuto Group

Washingtonian North  
Gaithersburg, MD  
Camden

Highland at Overlook Ridge \*  
Malden, MA  
Roseland Property Company

East Pier Building 7 \*  
Boston, MA  
Roseland Property Company

The Reserve At Maybrook  
Philadelphia, PA  
Jefferson Apartment Group

218 Vine Street  
Washington D.C.  
Jair Lynch Real Estate Partners

Thornton  
Alexandria, VA  
Foulger-Pratt Development

#### Mixed Use

The Reserve at Tinnors Hill  
Falls Church, VA  
Lincoln Property Company

Shady Grove Station  
Rockville, MD  
EYA

Anthem House  
Baltimore, MD  
Bozzuto Development Company

Liberty Warehouse  
Durham, NC  
East West Partners

Square 767 (Canal Park)  
Washington, D.C.  
EYA

Takoma Metro  
Washington, D.C.  
EYA

Pike 3400 \*  
Rockville, MD  
Arlington, VA

Hampton Roads PPV \*  
Fredrick, MD  
Hunt Development Group

Concord Hotel and Casino \*  
Kiamesha Lake, NY  
Cappelli Enterprises

DelRay Tower \*  
Alexandria, VA  
UDR

Domain College Park \*  
College Park, MD  
Hanover Company

Belcrest Plaza \*  
Hyattsville, MD  
Percontee Group

Encore Palisades Apartments \*  
Valhalla, NY  
WCI Communities

#### 55+

Canvas Valley Forge  
King of Prussia, PA  
The Bozzuto Group

\* Project completed by Lessard Design, Inc. for its client while Kamran Charmsaz was an Associate Principal

# BENJAMIN KASDAN AIA, LEED AP, NCARB

Associate Principal



## Education

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

California State University International  
Programs  
Florence, Italy

## Registration

Licensed Architect - CA, OR, DC  
LEED Accredited Professional  
National Council of Architectural  
Registration Boards, NCARB, Certification

## Affiliations

American Institute of Architects, AIA  
Urban Land Institute, Member  
2019 AIA California, President  
2016-2017 AIA California Council, VP of the  
Academy for Emerging Professionals  
2014-2015 AIA California Council, Young  
Architect Forum Director, South  
2014-2015 AIA National Young Architect  
Forum, Regional Director  
2014-2017 NCARB Licensing Advisor  
2007-2008 AIA OC, Board Member

## Contact

949.232.8631  
bkasdan@ktgy.com

Benjamin Kasdan, AIA, LEED AP, NCARB, is an associate principal at KTGY Architecture + Planning. He has been involved in the design and planning of a wide variety of real estate projects located throughout California, the East Coast and internationally for more than a decade. Mr. Kasdan's primary focus is the sustainable design of multifamily, mixed-use and urban-infill housing developments. His experience includes affordable housing, market-rate apartments and condominiums, townhomes, student housing and commercial buildings.

He is a frequent speaker and contributor of articles and blog posts on topics related to sustainable architecture, student housing, and multifamily housing to periodicals such as Professional Builder Magazine, Green Home Builder Magazine, and Builder & Developer Magazine. He has also been a guest architectural design critic at Cal Poly San Luis Obispo and Orange Coast College.

Mr. Kasdan has held leadership positions with the American Institute of Architecture Students (AIAS) at Cal Poly San Luis Obispo, AIA Orange County, AIA California Council and AIA National. He was the recipient of the 2017 AIA National Young Architects Award and is a member of Building Design + Construction's 40 Under 40 Class of 2015.

## Selected Project Experience

### Affordable

Diamond Apartments  
Anaheim, CA  
Jamboree Housing

Bonterra Apartments  
Brea, CA  
Jamboree Housing

Birch Hills Family Apartments  
Brea, CA  
Jamboree Housing

Doria Apartments  
Irvine, CA  
Jamboree Housing

Woodbury Walk Apartments  
Irvine, CA  
Jamboree Housing

Woodbury Arbor Apartments  
Irvine, CA  
Bridge Housing

Summerhouse Apts  
Temecula, CA  
Bridge Housing

One Tribeca  
Irvine, CA  
Jamboree/Bridge JV

### Mixed Use & Multifamily

Market Lofts  
Los Angeles, CA  
The Lee Group | CIM Group

Symphony Apartments  
Costa Mesa, CA  
Wilson Meany

Blvd63  
San Diego, CA  
Carmel Partners

Broadway & Louise  
Glendale, CA  
SNK Development

Market Lofts  
Los Angeles, CA  
The Lee Group | CIM Group

Fourth Street East  
Oakland, CA  
Carmel Partners

Symphony Apartments  
Costa Mesa, CA  
Wilson Meany



## DOUG MARTIN AIA

Director, Technical



Doug Martin brings over 30+ years of architectural experience to KTGY. He is a technically proficient Architect with knowledge in many building and construction types including but not limited to commercial, mixed-use and multi-family projects in concrete, steel and wood construction. Mr. Martin is well versed in building codes and has produced thoroughly coordinated document packages, which have met or exceeded client expectations while maintaining long term relationships. His experience includes managing projects from zoning entitlement through substantial completion, establishing and tracking project budgets, schedules, preparing and coordinating design through construction documents, interacting with clients and consultants regularly to refine budget, program, desires, and project approach.

### Selected Project Experience

#### Education

Master of Architecture  
The Catholic University of America  
Washington, D.C.

Bachelor of Architecture  
The Catholic University of America  
Washington, D.C.

#### Registration

Licensed Architect: DC, MD

#### Affiliations

American Institute of Architects, AIA  
Formerly on Board of Directors,  
Potomac Valley - MD Chapter AIA

#### Contact

202.423.6601

dmartin@ktgy.com

#### Multifamily

Gables Rolfe  
Arlington, VA  
Gables Residential

The Clarendon\*  
Arlington, VA

Hudson Pointe\*  
Jersey City, NJ

909 at Capitol Yards\*\*  
Washington, DC

#### Mixed Use

Maxwell  
Arlington, VA  
Crimson Partners

Anthem House  
Baltimore, MD  
Bozzuto Development Company

Alexan Dunn Loring\*\*  
Falls Church, VA

Arlington East\*  
Bethesda, MD

#### Renovation

Crystal Plaza Apartments\*\*\*  
Lee Highway, Arlington, VA

1920 N Street, NW\*\*\*  
Washington, DC

Ring Building\*\*\*  
Washington, DC

Social Security Operations Bldg.\*\*\*  
Woodlawn, MD

1709 New York Ave., NW\*\*\*  
Washington, DC

1441 L Street, NW\*\*\*  
Washington, DC

#### Campus

8 ½ Canal Street\*\*\*\*  
Richmond, VA

55+

The Garlands of Barrington\*  
Barrington, IL

\*Project completed by Torti Gallas and Partners | CHK, Inc. for its client while Doug Martin was a Senior Associate/Project Manager

\*\*Project completed by The Preston Partnership for its client while Doug Martin was an Associate Principal/Studio Director

\*\*\*Project completed by WDG Architecture for its client while Doug Martin was an Associate/Project Manager

\*\*\*\*Project completed by Grant Architects, PC for its client while Doug Martin was a Project Manager



# PATRICIA MAO BOOKER

Director, Production



Patricia Booker has over 13 years of experience in multifamily design and construction. She has been responsible for all phases of the construction process including design development, code analysis, multi-discipline coordination as well as field and office construction administration. Her range of projects include multifamily, child care facilities and military housing developments. Ms. Booker's clients include many of the nation's top multifamily residential developers and owners including EYA, The Bozzuto Group, UDR, Home Properties, Camden and AvalonBay. With a thorough attention to detail, she currently manages the development and delivery of comprehensive construction documents.

## Education

Bachelor of Arts in Architecture  
University of California Berkeley  
Berkeley, CA

## Affiliations

American Institute of Architects, AIA  
Associate Member

## Contact

703.245.1088

pbooker@ktgy.com

## Selected Project Experience

### Multifamily

The Frasier  
Alexandria, VA  
Bozzuto Development Company &  
MGL Partners

Signal Hill  
Woodbridge, VA  
UDR

Camden Washingtonian  
City of Gaithersburg, MD  
Camden

Westside Shady Grove  
Rockville, MD  
Bozzuto/EYA

Teaneck  
Teaneck, NJ  
Avalon

Ramsey Homes  
Alexandria, VA  
ARHA

Camden Hillcrest  
San Diego, CA  
Camden Development

Thousand Oaks  
Thousand Oaks, CA  
Daly Group

Citrus II and Carlos  
City of Ventura, CA  
Daly Group

Maybrook  
Lower Merion Township, PA  
Jefferson Apartment Group

Pitney Road  
East Lampeter Township, PA  
HIGH Associates

Crossings at Conestoga Creek  
Manheim Township, PA  
HIGH Associates

Alexan Carlyle  
Alexandria, VA  
Trammell Crow Residential

Camp Lejeune  
Camp Lejeune, NC  
Lincoln Military Housing

Courts of Spring Mill Station  
Whitemarsh Township, PA  
Home Properties

Discovery Square  
Fairfax County, VA  
Lincoln Property Company

Old Town Commons  
Alexandria, VA  
EYA

### Daycare | Early Learning

Compass School  
Manassas, VA  
Ashburn, VA  
Compass School

Hopkins House  
Alexandria, VA  
Hopkins House

South Riding  
Montessori Center  
South Riding, VA  
South Riding

Winwood Children's Center  
Reston, VA  
Winwood Children's Center, LLC





## RESEARCH + DEVELOPMENT **CO-CARE** A Collaborative Assisted Living Concept

The Census Bureau projects that the population of Americans aged 65 and over will likely surpass 83.7 million in the year 2050. As baby boomers reach retirement age in record numbers, concern grows regarding their financial capacity to withstand inevitable lifestyle changes. Considering 45% of baby boomers have no retirement savings and another 15% have less than \$100,000 saved, affordability will be a particular struggle for seniors who are unable to increase their monthly spending. With the average monthly cost of assisted living in 2019 being \$3,700, the economic issues facing today's seniors are only amplified by the increasing cost of health care and medical expenses. KTGy's R+D Studio connects the social benefits of co-living with the opportunities to promote affordability by design through shared spaces and a cooperative lifestyle. The Co-Care concept looks to address the growing issue of the affordability of assisted living for seniors in a community-driven, mutually beneficial design solution.





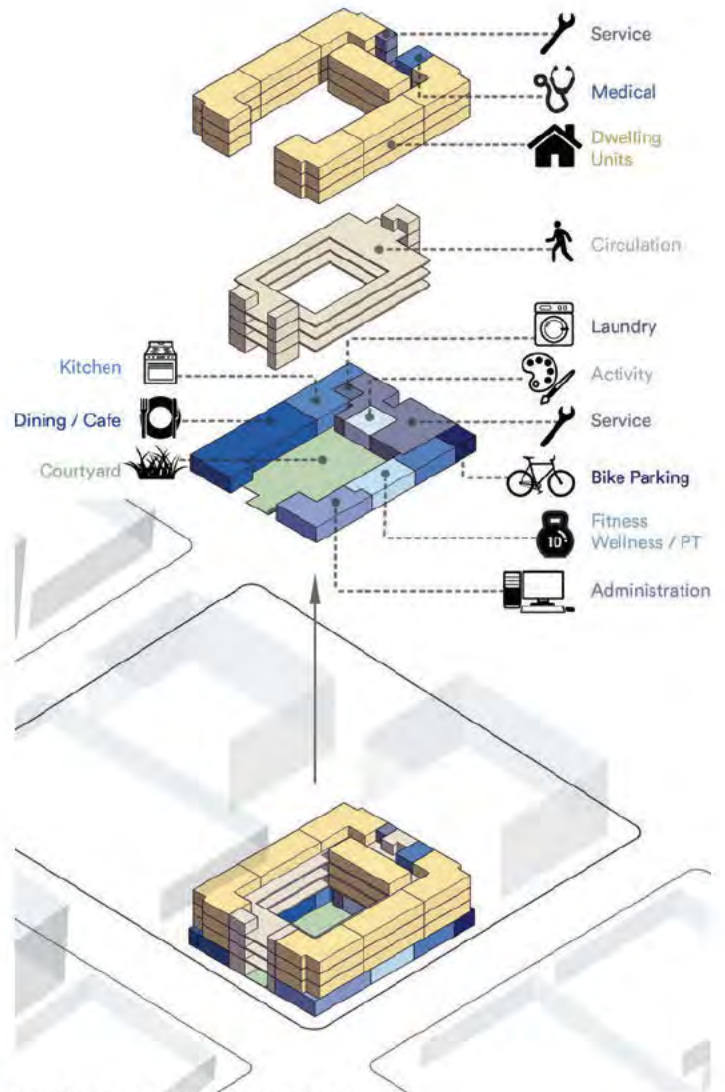
# CO-CARE

A Collaborative Assisted Living Concept



## Co-Living Communities: Mutual Support

In a research article published by the Journal of Health and Social Behavior, sociologists have established a link between social relationships and overall individual health, both in the short-term and cumulative long-term effects. The presence of emotional support, as well as the absence of conflict and stress, likely indicates a quality of social relationship that may generate positive benefits to one's health. Lack of social interaction consistently indicates higher levels of mortality. AARP Public Policy Institute, Stanford University, and Harvard University conducted a recent study of individuals aged 65 and over, identifying 14% as socially isolated. Within that group, individuals experienced higher levels of depression, struggled to manage daily tasks, and typically exhibited five or more chronic conditions.



RESIDENTIAL UNIT ENTRY DOORS



DINING ROOM



# CO-CARE

A Collaborative Assisted Living Concept



## Co-Living Communities: Social Connection

Shared amenities are located on the first floor, with residential units above. Three levels of units face onto the shared, central courtyard below.

- At the center of the ground-floor community courtyard, a koi pond and walking path connect residents with nature and offer a calming atmosphere.
- A large, communal dining area, commercial kitchen, and cafe lounge area connect to the courtyard through moveable, glass walls.
- A flexible activity space, fitness and physical therapy room, and a number of administrative offices and service spaces are located at the ground level.
- Parking is accessed via a ramp located at the rear of the building to the subterranean level.



MULTI-PURPOSE ACTIVITY ROOM



FITNESS AND PHYSICAL THERAPY ROOM



WALKWAYS AND CENTRAL COURTYARD



# CO-CARE

A Collaborative Assisted Living Concept



CORNER UNIT PLAN | 1,277 sq. ft. | 4 Bedrooms | 2 Baths



IN-LINE UNIT PLAN | 1,278 sq. ft. | 4 Bedrooms | 2 Baths

## Co-Living Communities: Better Together

The Co-Care concept incorporates shared, semi-private units with communal social-interaction spaces. The upper three levels of units include two floor plans: a corner unit and an in-line unit.

- Plans include four bedrooms and two bathrooms and a small shared kitchen, dining, and living space.
- Two entry points provide private entry access to each sleeping wing.
- Sliding doors within the unit separate the sleeping wings from the semi-private kitchen and living area.
- Each four-bedroom unit is intended to house four seniors: two couples, four singles, or combination of two singles and a couple.



UNIT INTERIOR | In-Line Plan





RESEARCH + DEVELOPMENT

# ENSEMBLE

A Multigenerational  
Community Composition

Shifts in economic and cultural priorities have led to the rising trend of multigenerational living in the United States. Nearly 1 in 5 Americans live in a multigenerational household. Healthy communities and neighborhoods are diverse in population. Different stages of life demand varying housing needs; an elderly couple has very different needs than a young family. The Ensemble concept accommodates these different age groups through unique floor plans. By providing a variety of floor plan designs, sizes, and price points, Ensemble strives to reach a broad demographic and range of socioeconomic backgrounds to encourage diversity. This composition of community aims to create connections with neighbors across generations.





# ENSEMBLE

A Multigenerational Community Composition



## Creating a Multigenerational Community Through Design

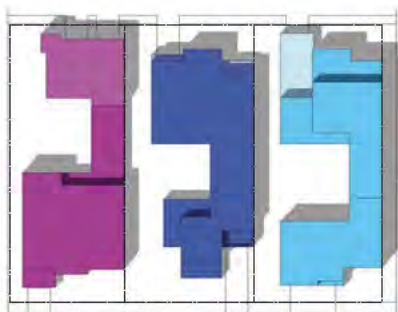
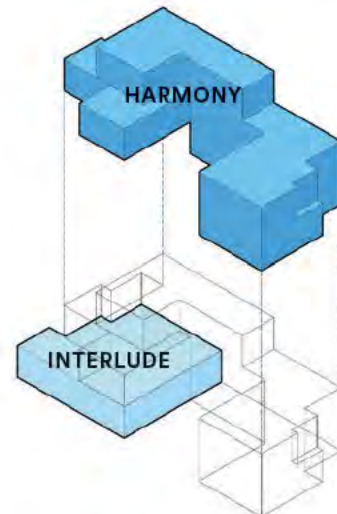
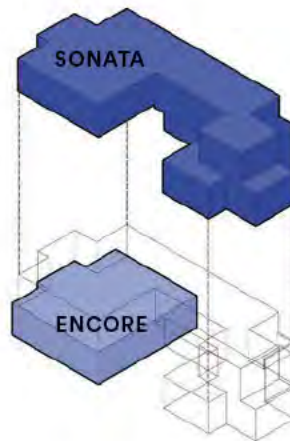
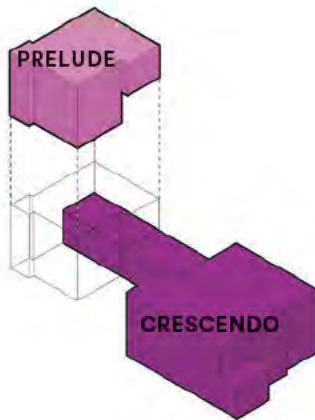
By 2040, almost half of the U.S. population will be over 65 and under 18. Research by the AARP found a certain segment of the 55+ population would enjoy living among young people. Older and younger generations share common needs and interests and can benefit from one another by living together in a multigenerational neighborhood.

Features include:

- Outdoor theater
- Shared entertaining spaces
- Ground floor single-story units
- Kid-friendly courtyards
- Woonerf, encouraging walkability
- Roof decks
- Flexible garage spaces

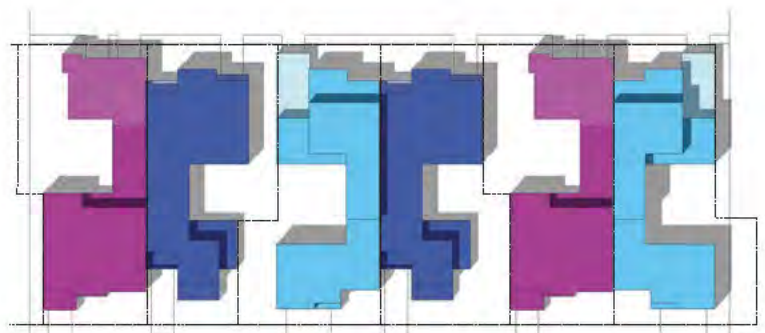


SHARED COURTYARD



### DUET PLAN

- +/- 14 du/ac
- 46'-6" x 100' lots
- Smaller courtyard shared between 2 units
- Courtyard area: 1,300 - 1,685 sq. ft.



### QUARTET PLAN

- +/- 15 du/ac
- 100' deep z-lots
- Larger courtyard shared between 4 units
- Courtyard area: 2,385 - 2,530 sq. ft.



# ENSEMBLE

A Multigenerational Community Composition



COURTYARD WITH OUTDOOR THEATER



COURTYARD WITH PLAY AREA



OUTDOOR SEATING AND ADJOINING FLEXIBLE GARAGE SPACES



WOONERF



# ENSEMBLE

A Multigenerational Community Composition



## Mix-and-Match Unit Plan Design

Unit plans can be sold individually or as a duplex. The second unit may be used for extended family members or as a rental property to help offset mortgage expenses.

- 1| Harmony | 3 Bedrooms + Bonus
- 2| Interlude | 1 Bedroom + Den
- 3| Sonata | 2 Bedrooms + Den
- 4| Encore | 1 Bedroom
- 5| Prelude | 1 Bedroom
- 6| Crescendo | 3 Bedrooms + Den

THIRD LEVEL



SECOND LEVEL



FIRST LEVEL





# THE MAXWELL

Arlington, VA  
Crimson Partners



20110267 - Photography © Sam Kittner & Whitney Cox

## Typology

Mixed-Use Podium  
Apartments | Retail

## Facts

Density: 191.76 du/ac  
Unit Plan Sizes: 538-1,027 sq. ft.  
Number of Units: 163 du  
Site Area: 0.85 ac  
Retail: 2,200 sq. ft.  
Number of Stories: 6  
Construction Type: V  
Certification: LEED Gold

## Awards

2016 MFE Awards  
2016 DESIGNArlington Awards  
2016 ABC Washington Awards

Located on the edge of the bustling Ballston Corridor neighborhood, The Maxwell is a LEED Gold certified mixed-use that is walking distance from major retail and commercial centers, a metro stop, and on the same block as a grocery store. Its architectural aesthetic takes cues from its context in terms of materials and colors, but does not try to replicate any historical style precedents instead it merely follows a rational expression of its function. The building hugs the street edge in an L-shaped configuration following the geometry of the site which shelters a small internal courtyard for its residents. Leasing and amenity spaces are naturally lit by floor-to-ceiling glazing in their double-height volume at the corner, while mezzanine units wrap the remaining perimeter of the ground floor with 5 levels of stacked flats above. The Maxwell features 163 luxury apartment homes, 2,200 sq. ft. of retail on the ground floor with a state-of-the-art fitness facility. All parking is provided in 3 subterranean parking levels.



# THE MAXWELL

Arlington, VA  
Crimson Partners





# RAMSEY HOMES

Alexandria, VA  
Alexandria Redevelopment and Housing Authority



20140643

## Typology

Affordable Apartments

## Facts

Density: 74.7 du/ac

Unit Plan Sizes: 534 - 1,204 sq. ft.

Number of Units: 53 du

Site Area: 0.71 ac

Number of Stories: 3

Parking: 29 spaces (0.55 sp./unit)

Construction Type: V

Located in the historic Parker-Gray District of Old Town Alexandria, Ramsey Homes involves the redevelopment of an underutilized and obsolete public housing site into a vibrant, affordable multifamily rental community. The thoughtfully-designed development located on North Patrick Street, between Wythe and Pendleton streets, consists of two three-story wood-frame buildings that sit atop one level of below grade parking. Both buildings have entry doors to the ground-floor units, which help bring a human and pedestrian scale to the building. The new residential community provides 53 apartment homes and includes one-, two- and three-bedroom units. There is an approximately 40' wide landscaped courtyard between the two buildings that provides a safe area for children and families to gather and play. The vocabulary is urban and transitional in style, with clean lines and simple geometry.



RAMSEY HOMES

Alexandria, VA  
Alexandria Redevelopment and Housing Authority





## 218 VINE

Washington, D.C.  
Jair Lynch



20170155

### Typology

Affordable Apartments

### Facts

Unit Plan Sizes: 437 - 864 sq. ft.

Number of Units: 122 du

Number of Stories: 5

Parking: 24 spaces

218 Vine developed for Jair Lynch and designed by KTGY Architecture + Planning delivers 122 thoughtfully-designed affordable for-rent units for those 55 or better. This new five-story wood-framed building will replace a 27,875 square-foot surface parking lot in Takoma's D.C.'s historic district. The location within the historic district influenced the design, seen mainly in the prominent use of brick. The material choice is made modern utilizing a cool grey over the red brick seen in the older homes in the area. Smooth cement panels relate to the historic districts industrial buildings and provides a textural contrast to the brick. Copper tone detailing brings a pop of color and emphasizes the contemporary design. To respond to the site and program the community is laid out as a North-South oriented "T" shape building. The short side of the "T" creates an urban edge along Vine street. The long side sets back to the middle of the site creating two courtyards: to the east an urban courtyard separates the building from Maple Street, to the west a private courtyard provides recreation space for residents and air and light for units. A quarter mile from the Metro Takoma Station the new development is well connected to the greater community.



# FENTON APARTMENTS

Silver Spring, MD  
Housing Opportunities Commission



20160484

## Typology

Affordable

Mixed-Use Wrap

## Facts

Density: 124 du/ac

Unit Plan Sizes: 550 - 1,150 sq. ft.

Number of Units: 124 du

Site Area: 1 ac

Retail: 5,098 sq. ft.

Number of Stories: 6

Construction Type: I, III

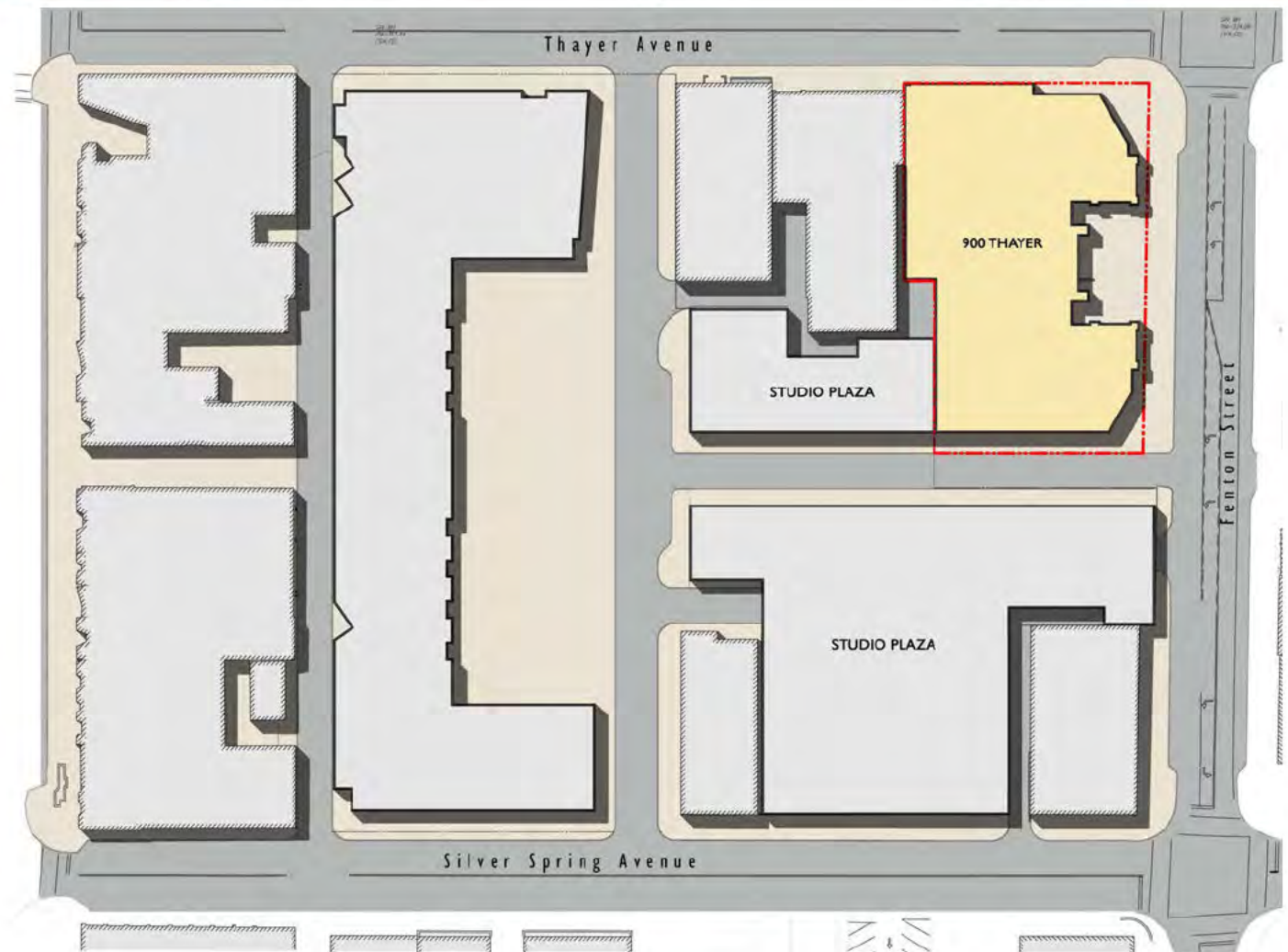
Certification: Seeking LEED Silver

This mixed-use community provides activation of the city core with affordable housing and retail. Located near downtown Silver Spring, Fenton Apartments promises to provide a higher density option for those who want walkable retail and transportation nearby. Two different brick colors were chosen as elements to ground the building and provide contrast around the lower portion of the structure. On the front, the brick is tiered and becomes the main focal point for the entryway. The units provide living areas and bedrooms that maximize the best views and lighting possible for the residents. This community is made up of both market rate and affordable units with a specific target of attracting seniors. Amenities include outdoor courtyard, great room and rooftop terrace. Seeking LEED Silver certification, Fenton Apartments will produce an energy-efficient and stylish addition to the living options in Silver Spring.



# FENTON APARTMENTS

Silver Spring, MD  
Housing Opportunities Commission





# HOPE ON ALVARADO

Los Angeles, CA  
166 Alvarado LLC



20160877 - Photography © John Bare

## Typology

Affordable Apartments  
Modular

## Facts

Density: 190 du/ac  
Unit Plan Sizes: 400 - 480 sq. ft.  
Number of Units: 84 du  
Site Area: 0.44 ac  
Number of Stories: 5  
Parking: 10 spaces  
Construction Type: IIB

Hope on Alvarado creatively utilizes purpose-built steel modules into a modern and affordable transitional housing community for the Los Angeles homeless population. While the site is cleared, foundations are poured and the podium is being constructed onsite, the modular units are being constructed offsite speeding up the construction process. Once the units arrive onsite it takes around a month for the units to be lifted into place providing for a completed community in just 14 months. The building is constructed around a central courtyard, providing privacy, safety and a deepened sense of community. A partially sub-grade parking garage uniquely navigates the slope of the site allowing the garage to be hidden. Parking spaces are provided for social services staff while each resident has a bike- storage space. The five-story Hope on Alvarado offers studios and one-bedroom apartments on a 0.44-acre site at 166 Alvarado Street. Floor to ceiling glazing along the amenity space engages the community and brings movement to the street.



## HOPE ON ALVARADO

Los Angeles, CA  
166 Alvarado LLC





# *Supervisory Architect*

# FIRM BIO

Urban Practice, LLC is dedicated to providing seamless, integrated architectural services to build communities that lift lives. Our team works closely with development, construction and management at The Michaels Organization to provide a complete and thoroughly coordinated project. We promote a studio environment where we encourage creativity, effective problem-solving, and a commitment to excellence in housing design.



**JAMES HALEY** AIA LEED-AP CPHC, PRINCIPAL

Jim has 27 years of professional experience in architecture, construction management, and real estate development. His primary focus has been multifamily residential, with an emphasis on urban renewal, affordability, and sustainability. He has diplomas in architecture from Temple University (B.S.) and Drexel University (B. Arch). He is licensed to practice architecture in New Jersey, Pennsylvania, Maryland, and Delaware. And he has the following certifications: AIA, NCARB, LEED AP, CPHC. Prior to forming Urban Practice LLC, Jim was a founding principal of Haley Donovan LLC (14 years).



**BRYON YODER** RA LEED-AP, PRINCIPAL

Bryon Yoder has 22 years of professional experience in architecture in the multi-family residential market, including affordable housing and market rate student housing. He has taught courses in Construction Management at Lehigh Carbon Community College. Bryon holds architectural degrees from Lehigh University and Drexel University, and is a registered architect in New Jersey and Pennsylvania. Bryon is a LEED Accredited Professional and has served on the board of the Cooper-Grant Neighborhood Association as President and Treasurer and is a member of the Camden Historic Preservation Commission.



**CHRISTINA DAVIS** AIA, PRINCIPAL

Christina has 14 years of professional experience in architecture, including multi-family residential affordable housing, single family residential, and commercial. She holds degrees from the University of Pennsylvania (M. Architecture) and Drexel University (B.S.). Christina is a registered architect in New Jersey and Pennsylvania. She is AIA and NCARB certified.

# OUR WORK



MEADOWS AT PYNE POINT, CAMDEN, NJ



700 EAST CHASE, BALTIMORE, MD



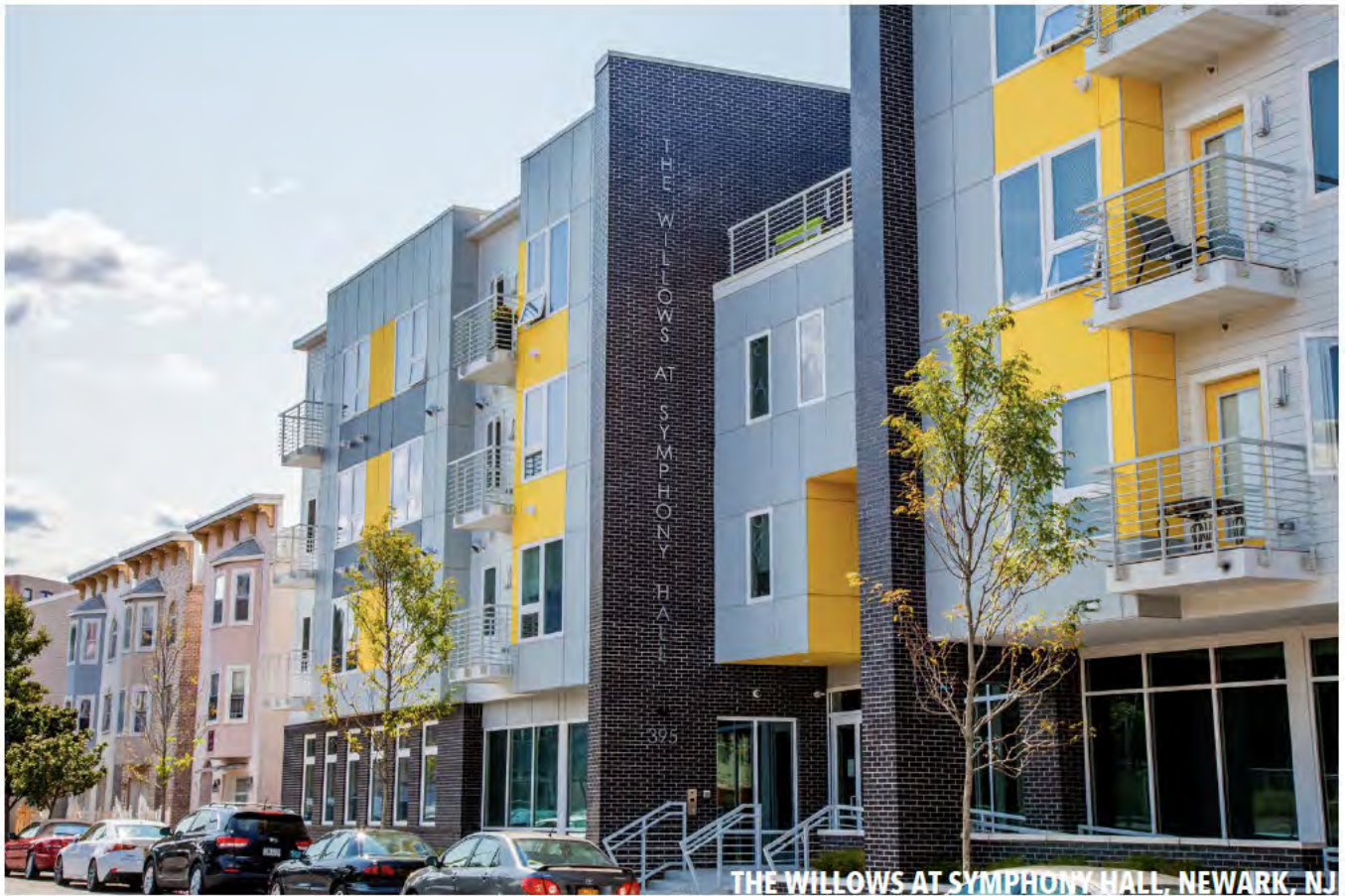
ALL IMAGES © HALEY DONOVAN, LLC



TAVISTOCK AT WOOLWICH, NJ



# OUR WORK



THE WILLOWS AT SYMPHONY HALL, NEWARK, NJ



CORNERSTONE AT SEASIDE, SEASIDE HEIGHTS, NJ

ALL IMAGES © HALEY DONOVAN, LLC



BRANCH VILLAGE, CAMDEN, NJ



# OUR WORK



CEDAR VILLAGE, PHILADELPHIA, PA



COOPER-GRANT, CAMDEN, NJ



VICTORY COMMONS, VOORHEES, NJ



GALA, PHILADELPHIA, PA



CARRIAGE WORKS, WEST YORK, PA

ALL IMAGES © HALEY DONOVAN, LLC

# *Civil Engineer*



## FIRM OVERVIEW

### YEARS IN BUSINESS

44

### OFFICE LOCATIONS

Chantilly, VA (HQ)  
4501 Daly Drive, Suite 200  
Chantilly, VA 20151

Martinsburg, WV (Branch)  
148 S Queen St, Suite 201  
Martinsburg, WV 25401

### WEBSITE

[www.gordon.us.com](http://www.gordon.us.com)



**SERVICE-DISABLED VETERAN-  
OWNED SMALL BUSINESS (SDVOSB)  
CENTER FOR VERIFICATION AND  
EVALUATION (CVE)**

**LOCAL DISADVANTAGED BUSINESS  
ENTERPRISE (LDBE)**

### SWaM CERTIFICATION

672361



Woodland Park West Waterview  
Fairfax County, VA



Dulles International Airport  
Dulles, VA

**GORDON** is a Local Disadvantaged Business Enterprise (LDBE) and a Service-Disabled Veteran-Owned Small Business (SDVOSB) and is recognized as a leading provider of professional consulting services to multiple market sectors throughout the Mid-Atlantic region. Founded in Northern Virginia in 1976, GORDON offers a full complement of civil engineers, land planners, landscape architects, surveyors, and security professionals to provide comprehensive, multi-disciplined services that address the needs of government and business.

### GORDON SERVICES

- Programming and Planning
- Civil Engineering
- Landscape Architecture
- Survey and Mapping
- Security Consulting

### GORDON MARKETS

- Government
- Institutions
- Public Infrastructure
- Real Estate Development
- Sports + Recreation



One Loudoun  
Leesburg County, VA



Dulles Corner Ballfield  
Fairfax County, VA

## RESUMES

### ROBERT WALKER, PE, LA, LEED AP

Principle in Charge of Civil & Zoning



Mr. Walker holds a unique set of credentials by being both a professional engineer and professional landscape architect, providing a multi-faceted design approach where his solutions have as much appreciation for aesthetics as they do function. Throughout his career, he has personally managed some of the firm's largest residential projects and has overseen projects with total construction budgets as large as \$500 million. His design expertise includes site planning, entitlement, master planning, site layout and grading, low impact design (LID), LEED, and stormwater management (SWM) and regulatory compliance.

**Total Years Experience:** 36 • **With Current Firm:** 36 • **Registration:** Professional Engineer: VA, DC; Professional Landscape Architect: VA • **Education:** BLA, Landscape Architecture, The Pennsylvania State University

### STEVE GLEASON, PLA, AICP

Director of Land Planning



Mr. Gleason is a skilled practitioner with over 35 years of community planning, military master planning, landscape architecture, and urban design experience. He is an expert in federal, state and local regulatory approvals, public outreach, and consensus-building. Mr. Gleason has extensive Fairfax County zoning experience, with a proven ability to work closely with County staff, elected officials and residents to address community concerns by developing creative planning solutions. His diverse experience ranges from developing Real Property Master Plans, supporting NEPA actions, park planning, large mixed-use projects to small in-fill development.

**Total Years Experience:** 35 • **With Current Firm:** 6 • **Registration:** Professional Landscape Architect: VA, NY; Certified Planner • **Education:** B.S. Environmental Science; BLA, Landscape Architecture

### STEVEN ROGERS, PLA, ASLA, SITES AP

Landscape Architect



Mr. Roger's 35-year career includes a wide range of multidisciplinary project types, scales and settings throughout the area, nation and, the world. He excels in collaborative environments where he can envision thought-driven landscapes that connect users to the natural environment, protect and regenerate ecosystem services and, incorporate Biophilic design and planning strategies. He has demonstrated on many occasions his ability to work collaboratively with the design team, neighbors and County Staff to resolve potential conflicts that often preclude coexistence of the landscape with site infrastructure. Mr. Rogers' ability to layer a strong design vision atop his knowledge of Fairfax County jurisdictional requirements enable him to create landscapes that are recognizable, unique, cherished, able to be approved and constructed.

**Total Years Experience:** 35 • **With Current Firm:** 5 • **Registration:** Professional Landscape Architect: VA • **Education:** B.S. Landscape Architecture, Texas A&M University

**KELLY CLINE, PLA**  
Senior Land Planner



Ms. Cline is an Urban Planner with 8 years of experience including 3 years in the Northern Virginia area. Her diverse range of projects includes residential, multi-use, retail, commercial, and data centers. She is a well-rounded and collaborative team member specialized in site analysis, site planning, master planning, concept development, and zoning process including special exceptions. Ms. Cline, as a member of the GORDON Landscape Architecture Studio, has provided planning services for multiple projects located in Fairfax County.

**Total Years Experience: 8 • With Current Firm: 3 • Registration:** Professional Landscape Architect: TX; LEED Accredited Professional • **Education:** BLA, Landscape Architecture, Texas Tech University

**SCOTT PETERSON, PE, LEED AP**  
Civil Engineer



Mr. Peterson has extensive experience in water design, roadway design and frontage road improvements, floodplain and drainage studies, storm sewer evaluation, stormwater management, and Best Management Practices. His technical expertise and background enhance his ability to accurately analyze the characteristics of a project site and identify areas that require additional investigation to reduce construction costs while maintaining high-quality design standards. Mr. Peterson has served as the Civil Project Manager on hundreds of Fairfax County projects.

**Total Years Experience: 28 • With Current Firm: 20 • Registration:** Professional Engineer, VA, DC; LEED Accredited Professional • **Education:** B.S. Civil Engineering

**KEVIN NELSON, LS**  
Survey



Mr. Nelson has extensive surveying experience with federal, state, and local authorities in providing complicated and unique surveys throughout the Mid-Atlantic region. His experience includes high accuracy monitoring surveys for tunneling projects; 3D Laser Scanning; GPS control surveys; topographic and boundary surveys; transportation surveys; utility right-of-way surveys; utility as-builts; construction stakeout of residential, commercial, and industrial buildings; recreational facilities; streets; and utilities. Also, Mr. Nelson is proficient in obtaining as-built data through the use of 3D Laser Scanning, as well as the post-processing of this data to create high-quality deliverables to GORDON clientele. Kevin excels in coordinating the required resources to deliver on time, in scope, and within budget.

**Total Years Experience: 36 • With Current Firm: 36 • Registration:** Land Surveyor VA, WV • **Education:** Survey Coursework



## PAST PERFORMANCE

### Examples of multifamily/affordable residential development projects GORDON has completed in the Mid-Atlantic Region in the past 10 years.

GORDON has been providing civil engineering, survey, and landscape architecture services in Fairfax County on residential re-development/development project for over 40 years. The scope of these services has included site assessment reviews, boundary and topographic surveys, assessment of development potential, entitlement process, preparation of site plans, renovation to existing facilities, improvements to athletic fields, and construction administration assistance. GORDON's relevant project experience includes:

#### Woodland Park - Herndon, Virginia

GORDON provided civil/site engineering and surveying services for this 170-acre, mixed-use development paralleling the Dulles Access Toll Road in Herndon, Va. Woodland Park consists of 22 multi-story office buildings with associated surface parking or parking garages, comprising four million SF of office space; over 1,500 multi-family units; and a retail shopping center anchored by Harris Teeter.

GORDON has been responsible for feasibility studies, site plan preparation, value engineering, roadway and utility infrastructure design, zoning applications, acquisition of permits from county and local jurisdictions, FAA building height permitting, surveying, coordination with all utilities' agencies, and working with a multitude of architects, contractors, and subcontractors. Our engineers have designed all utility infrastructure, several roadways within the development, and expanded three existing two-lane roadways to four-lane and six-lane divided roadways that border the site, Centreville Road, Sunrise Valley Drive, and Monroe Street. In total, we've designed more than 9,900 LF of public roadway with this project.



**Murraygate Village Apartments - Alexandria, Virginia**

Murraygate Village Apartments is located on approximately 12 acres in the City of Alexandria, Virginia. The complex includes 204 units with a central utilities plant. The purpose of this project was to develop alternatives/options for the renovations and upgrades to the affordable housing units, as well as the utilities plant and to identify site deficiencies.

Gordon performed a topographic survey and civil engineering analysis of the site's features. Based on our analysis of the site, Gordon provided multiple recommendations for handicap accessibility to one or more of the existing buildings. This will require new or improved concrete sidewalks with associated curb ramps and vehicular handicap parking. The existing handicap parking will require asphalt milling and overlay and removal and replacement of sidewalk, curb, and gutter.

Recommendations for drainage, stormwater management, and water quality were also identified to bring Murraygate into compliance with Fairfax County requirements. This project may also require utility trenching for updated utility connections if mechanical upgrades are proposed.

**Wedgewood Apartments - Annandale, Virginia**

Wedgewood Apartments is located on approximately 35 acres in the Annandale, Virginia. The complex includes 57 multi-family apartment buildings along with over a dozen townhouse units. The purpose of this project was to address drainage issues related to where previous water damage/penetration had occurred through the basement walls and to identify site deficiencies.

GORDON performed a topographic survey and civil engineering analysis of the site's features. Based on our analysis of the site, a design was provided that addressed the site drainage by adding storm sewers and grading.

# *Traffic Engineer*





# THE FIRM

**Gorove/Slade** is a Washington, DC-Headquartered professional engineering and planning firm providing clients with a complete suite of transportation planning and traffic engineering services. The firm's work advances some of the most significant real estate and transportation infrastructure projects in the region. The firm's comprehensive menu of service offerings includes the following:

- Multimodal Transportation Studies
- Campus and Neighborhood Mobility Planning
- Parking Studies
- Site Access and Circulation Evaluations
- Multi-modal Streetscape Planning and Design
- Transportation Modeling
- Traffic Signal Design and Maintenance of Traffic (MOT) Plans
- Pavement Marking and Signage Plans
- Traffic, Parking, and Pedestrian Counts and Surveys
- Transportation Demand Management (TDM)

Our firm is registered as a Certified Business Enterprise (CBE) with the District Department of Small and Local Business Development.

## History

The firm was founded in 1979 by Fred Gorove and Lou Slade - two traffic engineers trained at a multi-disciplinary engineering firm with a vision to create a firm specialized in transportation planning and traffic engineering. Today, the firm's employees operate from four locations in the Washington DC area who along with seven Principals have strengthened Gorove/Slade's reputation as a premier transportation firm in the Washington DC area.

## Client Services Approach

Our clients include landowners and real estate developers, public agencies, universities, institutions, and other engineering and architectural firms. Gorove/Slade's experience is brought to bear through a full-service and cost-effective team selected specifically for each project that has unique knowledge of our client needs, technical project skills required and a thorough understanding of the state or local staff and the jurisdictions requirements.

Our engineers and planners take a multi-modal approach to projects and the need to move people and goods into, out of and through the built environment. We are experts in the functionality and interdependence of facilities that serve all modes of travel.

## GOROVE SLADE

Transportation Planners and Engineers

### Offices

1140 Connecticut Ave NW  
Suite 600  
Washington, DC 20036  
202.296.8625  
DC CBE# LS87538092021

225 Reinekers Lane  
Suite 750  
Alexandria, VA 22314

3914 Centreville Road  
Suite 330  
Chantilly, VA 20151  
703.787.9595

15125 Washington Street  
Suite 212  
Haymarket, VA 20169  
571.248.0992

### Firm Principals

Christopher Tacinelli, PE  
Chad Baird  
Daniel VanPelt, PE, PTOE  
Erwin Andres  
Tushar Awar, PE, PTOE  
Kevin Sitzman, PE  
Rob Schiesel, PE

## Lewinsville Senior Center

**1613 Great Falls St, McLean, VA 22101**



Gorove Slade worked with the Fairfax County Government to expand their Lewisville Senior Center to add much needed housing and programs for the use of the surrounding community. Gorove Slade prepared transportation and parking studies that were used as part of the review and approval process in coordination with the local citizens, the county staff and the county Planning Commission and Board.

## Little River Glen

**4001 Barker Ct, Fairfax, VA 22032**

*(County owned senior center/housing)*



Gorove/Slade conducted parking occupancy counts at the existing senior center and senior housing development in an effort to analyze existing parking utilization and forecast future parking demand associated with potential expansion of the site. We prepared a parking management plan and made recommendations to improve parking utilization for each type of user on site.

## Brightview Virginia Hills

**6507 Telegraph Rd, Alexandria, VA 22310**

*(Senior congregate care – includes Independent Living/Assisted Living)*



Gorove/Slade assisted the development team for this congregate care facility by preparing a traffic impact study, conducting a shared parking analysis, and preparing queueing analysis to help design a pickup/dropoff area internal to the site.



## Pulte Spring Hill Active Adult

**8946 Yellow Daisy Pl, Lorton, VA 22079**

*(age restricted housing with an affordable component)*



Gorove/Slade prepared a transportation study to determine the peak hour vehicular impacts of this age-restricted residential development. We also prepared a review of existing and future pedestrian connectivity in order to help integrate the property into the surrounding community.

## Bozzutto Reston – The Aperture

**11410 Reston Station Blvd, Reston, VA 20190**



Gorove Slade was part of the development team associated with The Aperture in Reston, Virginia. The Aperture is a multi storied residential project that is proximate to the Reston Wiehle East Metro Station. Gorove Slade worked with the team to develop geometric elements of the site to include site access, adjacent streetscape elements and the layout of below ground parking. In addition Gorove Slade has helped develop and monitor the sites Transportation Demand Management (TDM) program focused on reducing single occupancy vehicle use and promoting other modes of travel.



## Christopher M. Tacinelli, PE

*President & Principal*

Mr. Tacinelli is the President of Gorove/Slade Associates, Inc. and a Principal in charge of the firm's Virginia-based professional practice. Mr. Tacinelli provides consulting services and oversees projects in the DC metropolitan area with a focus on projects in Northern Virginia. He has performed a variety of work in the disciplines of both traffic engineering and transportation planning where he has provided consulting services including expert testimony. He has been published in trade magazines and has been a speaker at annual trade conferences.

Throughout the course of his career, he has engineered, managed, or led hundreds of client engagements that include traffic impact studies, transportation network modeling, parking studies, traffic signal design, site access and circulation evaluations, and vehicle and pedestrian traffic counts. Chris's project experience encompasses every common land use.

*Chris's project experience covers the full spectrum of land-use and includes:*

### Transportation Studies

Completed hundreds of development-related engagements that include the preparation of traffic impact studies and parking studies. Projects include site reconnaissance to determine access opportunities and constraints, and reports summarizing findings of traffic mitigation, progression, and level of service analysis. Assignments have included virtually all real estate product types. Recent engagements include:

### Mixed-Use Development

Mr. Tacinelli has led the firm's traffic engineering work helping bring large scale, complicated projects to life.

Capital One Headquarters Site, Tysons, VA  
Mitre Corporation Headquarters Site, Tysons, VA  
Sheraton Tysons Corner, Tysons, VA  
7900 Westpark, Tysons, VA  
Crosstrail, Loudoun County, VA  
Arcola Center, Loudoun County, VA  
Kincora, Loudoun County, VA  
Springfield Town Center, Springfield, VA  
Dulles World Center, Dulles, VA  
Reston Station, Reston, VA  
Merrifield Mixed Use, Merrifield, VA  
Monument View, Arlington, VA  
Loudoun Center, Loudoun County, VA  
Fox Gate Town Center, Loudoun County, VA  
Dulles Discovery, Dulles, VA



#### Education

BS, Civil Engineering, Syracuse University

#### Professional Registration

Professional Engineer, VA  
#034182, WV #16140,  
MD #30964

#### Professional Associations

Northern Virginia Transportation  
Authority Technical Advisory  
Committee

Northern Virginia Transportation  
Alliance Board Member

Institute of Transportation  
Engineers

Lambda Alpha International  
Honorary Land Economics  
Society

National Association of Industrial  
and Office Properties

International Council of  
Shopping Centers

#### Experience

25 years with Gorove Slade

#### Location

Chantilly, VA

### Medical

Broadlands Hospital, Loudoun County, VA  
Alexandria Hospital, Alexandria, VA  
Reston Hospital Center, Reston, VA

### Residential Development

Villages of Meadowbrook, Leesburg, VA  
Oaklawn at Stratford, Leesburg, VA  
Broadlands, Lansdowne, Ashburn, Belmont Ridge Road Area  
Villages at Twin Rivers, Warren County, VA  
Belmont Chase, Loudoun County, VA  
Kennedy Warren Apartments, Washington, D.C.  
Evergreen Mills, Loudoun County, VA  
South Riding, Loudoun County, VA

### Office/Industrial Development

Dulles Trade Center, Dulles, VA  
Patriot Ridge, Springfield, VA  
AOL campus, Loudoun County, VA  
Orbital campus, Dulles North Corporate Park  
Sunset Business Park, Herndon, VA  
Plaza America, Reston, VA  
Skyline, Arlington, VA  
1700 K Street, Washington, DC

### Schools

*Mr. Tacinelli leads the firm's on-call, task-order engagement with Loudoun County Public Schools. Completed engagements include:*

Riverside High School  
John Champe High School  
Michael Lunsford Middle School  
Moorefield Station Elementary School  
Discovery Elementary School  
Trailside Middle School

### Retail/Commercial

Spectrum, Reston, VA  
Skyline Shopping Plaza, Fairfax County, VA  
Leesburg Premium Outlets, Leesburg, VA  
Shops at Arcola, Loudoun County, VA  
Ashbrook Village Center  
Oyster Bay, Long Island, NY  
Paramus Park Mall, Paramus, NJ  
Cherry Hill Mall, Cherry Hill, NJ  
Westlawn Shopping Plaza, Fairfax County, VA  
8600 Leesburg Pike, Vienna, VA

### Federal Government Facilities

United States Patent and Trademark Office (PTO),  
Alexandria, VA  
NMUSA: National Museum for the US Army, Fort Belvoir, VA

## Maria C. Lashinger, PE, PTOE

*Project Manager*

Ms. Lashinger manages project work for Gorove/Slade from its Chantilly, VA office location and her work is concentrated in Fairfax County. Maria is proficient in traffic engineering and transportation planning concepts, is skilled with analysis software such as Synchro and SimTraffic, and her work experience includes traffic impact studies, transportation modeling, parking studies, site access and circulation evaluations, traffic counts, and computerized traffic modeling.

*Maria's project experience covers the full spectrum of land-use and includes:*

### Recent Northern Virginia Projects

Little River Glen, Fairfax County, VA  
Pulte Spring Hill Active Adult, Fairfax County, VA  
Brightview Virginia Hills, Fairfax County, VA  
Lewinsville Center, Fairfax County, VA  
Massey Complex Master Plan, Fairfax County, VA  
Herndon Transit Station Master Plan, Fairfax County, VA  
Reston Fire Station, Fairfax County, VA  
Reston Crescent, Fairfax County, VA  
Isaac Newton Square, Fairfax County, VA  
Reston Station, Fairfax County, VA  
Reston Station Promenade, Fairfax County, VA  
West Falls Church Economic Development Property, City of Falls Church, VA  
Westfields Parcel 23 and 15C, Fairfax County, VA  
MITRE Campus Rezoning, Fairfax County, VA  
Capital One Headquarters Redevelopment, Fairfax County, VA  
Crystal City, Arlington County, VA to include Crystal Square, Crystal Plaza 6, Crystal Gateway, and Crystal Plaza Parking Study  
Reston Commerce Metro Center, Fairfax County, VA  
5600 Columbia Pike, Fairfax County VA  
1831 Michael Faraday Drive, Fairfax County, VA  
1825 Michael Faraday Drive, Fairfax County, VA  
Robinson Terminal North, City of Alexandria, VA  
Reston Station Blvd Construction Phasing Analysis, Fairfax Co, VA  
Gateway - King & Beauregard, City of Alexandria, VA  
St. John's Wood, Fairfax County, VA  
Reston Westin Parking Study, Fairfax County, VA  
555 Herndon Parkway, Town of Herndon, VA  
1690 Old Meadow Road - Tysons, Fairfax County, VA  
Tall Oaks Redevelopment, Fairfax County, VA  
Plaza America Shop Center and Office Park, Fairfax County, VA  
Parkview at Herndon Metro Station, Town of Herndon, VA



### Education

Master of Arts, Sports Management, University of San Francisco

Bachelor of Science, Civil Engineering, Penn State University

### Professional Registrations

Professional Engineer (Civil)  
Virginia  
Maryland  
District of Columbia

Professional Traffic Operations Engineer

### Professional Associations

Institute of Transportation Engineers (ITE)  
National Association of Office and Industrial Properties (NAIOP)

### Experience

16 years total  
5 years with Gorove Slade



## Kayla M. Ord, PE

*Transportation Engineer*

Ms. Ord works on projects for Gorove Slade from its Chantilly, VA office location and her work is concentrated in Fairfax County. Kayla has significant experience with traffic engineering and transportation planning concepts, is skilled with analysis software such as Synchro and SimTraffic, and her work experience includes traffic impact studies, transportation modeling, parking studies, site access and circulation evaluations, traffic counts, and computerized traffic modeling.

*Kayla's project experience covers the full spectrum of land-use and includes:*

### Recent Northern Virginia Projects

Reston Crescent, Fairfax County, VA  
Reston Station Promenade, Fairfax County, VA  
Campus Commons, Fairfax County, VA  
MITRE Campus Rezoning, Fairfax County, VA  
Isaac Newton Square, Fairfax County, VA  
Aurora Station, Fairfax County, VA  
West Falls Church Economic Development, City of Falls Church, VA  
Fair Lakes Residential, Fairfax County, VA  
Massey Complex Master Plan, Fairfax County, VA  
8600 Leesburg Pike, Fairfax County, VA  
Reston Commerce Metro Center, Fairfax County, VA  
5600 Columbia Pike, Fairfax County VA  
1825 Michael Faraday Drive, Fairfax County, VA  
The Lofts at Reston Station, Fairfax County, VA  
7700 Arlington Boulevard, Fairfax County, VA  
555 Herndon Parkway, Town of Herndon, VA  
Geico Site, Tysons, Fairfax County, VA  
Northstar Boulevard, Loudoun County, VA  
Parkview at Herndon Metro Station, Town of Herndon, VA  
Capital One Headquarters Redevelopment, Fairfax County, VA  
Downtown Herndon Redevelopment, Town of Herndon, VA  
Reston Station, Fairfax County, VA  
Dulles Discovery, Fairfax County, VA  
McLean Properties, Fairfax County, VA  
Braddock Gateway, City of Alexandria, VA  
1 Sunrise Valley, Fairfax County, VA  
AAFMAA Reston, Fairfax County, VA  
Riverside Apartments, Fairfax County, VA  
Innovation Town Center, Prince William County, VA  
Gateway - King & Beauregard, City of Alexandria, VA  
Reston Arboretum, Fairfax County, VA



#### Education

Bachelor of Science, Civil  
Engineering, Purdue University

#### Professional Registrations

Professional Engineer (Civil)  
- Virginia

#### Professional Associations

American Society of Civil  
Engineers (ASCE)

Commercial Real Estate  
Women (CREW)

#### Experience

4 years total, all with  
Gorove Slade

#### Office

Chantilly, VA

# *Land Use Attorney*

## Cooley LLP Land Use & Zoning Practice

### Why Cooley Land Use & Zoning

Cooley's Land Use & Zoning team assists owners, developers and investors with all facets of land use and zoning, development and operation, servicing their unique real estate needs efficiently, effectively and in a timely manner.

Based in Cooley's Reston office, our recognized Land Use & Zoning team has substantial expertise in the zoning, entitlement and permitting processes throughout Virginia, Maryland and Washington, D.C. We represent major developers and national, regional and local businesses in all facets of land use, including office, retail, hotel, industrial, mixed use, residential, entertainment, telecommunications, data center, web hosting, and large, planned communities. We have a solid reputation for handling high-profile, complicated zoning cases, including obtaining necessary approvals from public bodies and agencies and presenting proposed zoning changes to affected community groups and the local media. We also help our clients acquire other critical approvals, such as comprehensive plan amendments, special exceptions, variances, special use permits, bond approvals, wetlands permits and subdivision and/or site plan approvals.

Members of our Land Use & Zoning team have been recognized for several years running in such publications as the Washington Business Journal's "Top Washington Lawyers," Washingtonian's "Best of Washington," the Virginia Business Journal's "Legal Elite –Virginia's Best Lawyers" and The Best Lawyers in America. They are also actively involved in professional and civic organizations such as the National Association of Industrial and Office Professionals, Northern Virginia Building Industry Association, Leadership Fairfax, Fairfax County Chamber of Commerce, Urban Land Institute, Commercial Real Estate Women, the Virginia and National Capital Chapters of the American Planning Association, Greater Reston Chamber of Commerce, Northern Virginia Transportation Alliance and the Washington Airports Task Force.

An added dimension that we bring to any real estate project is immediate access to expertise in related disciplines within the Firm. We draw on the experience of our colleagues in areas such as environmental compliance and real estate litigation. This process works especially well at Cooley, because our practice groups have a long tradition of working together to meet client needs, however complex, efficiently and completely.



## Cooley LLP Firmwide Real Estate Practice

### Why Cooley Real Estate

- 35+ real estate professionals – including attorneys, senior urban planners and law clerks
- Dynamic, close-knit team with a deep understanding of the law, client objectives and the real estate market
- Combine industry experience with broad base of high-profile clients to offer unmatched perspective on market developments and facilitate introductions with investors and lenders
- Strong relationships in local jurisdictions provide our clients invaluable assistance in acquiring critical approvals
- Extensive experience with environmental matters, including compliance under CEQA and NEPA and potential statutory violations relating to CERCLA (Superfund), RCRA, Proposition 65 and the Clean Water Act
- Team's diverse capabilities allow us to explore all facets of real estate development and craft the best business-oriented solutions for our clients

We assist owners, operators, developers, lenders, tenants and institutional investors and advisors with a wide variety of real property and related capital markets transactions as well as litigation.

### Areas of Practice

#### Acquisitions and Dispositions

- Develop and negotiate tax-efficient ownership and joint venture structures for developers and investors, often involving numerous layers of debt and equity

#### Finance

- Handle all aspects of real estate finance, including commercial mortgage loans, collateralized debt obligations, mezzanine financing, construction and permanent financings, portfolio loan acquisitions, subordinated debt financing, syndicated loans and participations, sale leaseback financings, synthetic leases, preferred equity investments, public offerings, and repurchase facilities

#### Land Use and Zoning

- Assist owners, developers and investors with all facets of land use and zoning, including planning, development, entitlement, operation and leasing
- Work to secure critical approvals, such as comprehensive plan amendments, special exceptions, rezonings, variances, special use permits, bond approvals, wetlands permits and subdivisions and/or site plan approvals

## **Real Estate Leasing**

- Represent landlords and tenants on the leasing of office, industrial, warehouse and retail space

## **Corporate Facilities**

- Assist clients with the acquisition, entitlement, financing and development of corporate, R&D and manufacturing facilities
- Structure leases, build-to-suits, sale-leasebacks and synthetic leases for a variety of corporate facilities

## **Construction and Development**

- Advise on all aspects of development and construction, including acquisition, zoning and entitlements, property covenants and restrictions, and acquisition, construction and permanent financings
- Draft and negotiate contracts with contractors, construction managers, architects and engineers

## **Hospitality**

- Advise owners, developers, owners and operators of hotels, resorts, gaming, fractional and private residence club properties on all aspects of involvement in the hospitality industry

## **Joint Ventures/Funds**

- Assist in the formation of limited and general partnerships and joint ventures for real estate acquisition and development
- Advise on corporate, tax and antitrust matters

## **Real Estate Fund Formation**

- Work with fund managers and sponsors to develop and apply efficient strategies for forming real estate funds and tax or funds and pooled investment vehicles to target investors
- Structure and implement upper-tier relationships among principals of real estate funds and related management structures
- Advise on applicable federal and state regulatory requirements

## **Vineyard and Ranch**

- Assist clients with the acquisition and disposition of lands, the creation of conservation easements, the creation and restructuring of access easements, water rights agreements and grape purchase contracts

## **Data Center**

- Provide comprehensive solutions for our clients in planning, zoning, acquiring, financing,



constructing and leasing data centers, both domestic and international

- Counsel on the strategic planning, zoning, contract negotiations and leasing of centers once fully constructed

### Workout and Restructuring/Distressed Real Estate

- Advise clients in purchasing and disposing of distressed real estate, including large portfolios, mortgages and other forms of indebtedness
- Work with lawyers in our bankruptcy and litigation practices to handle all aspects of loan workouts, restructurings and foreclosures, both inside and outside of court

## Representative Matters

- **Manchester Financial Group's** disposition of the Manchester Grand Hyatt to Host Hotels for \$570 million. This hotel is the West Coast's largest waterfront hotel and the 2nd largest hotel in CA. This transaction was the largest domestic hotel transaction in 2011 as cited in Hotel Management Magazine and was recognized by ALIS as Single Asset Transaction of the Year.
- **NVIDIA Corporation** and its affiliates in a \$380 million synthetic lease/structured financing transaction for the construction of NVIDIA's new corporate headquarters in Santa Clara, CA. The property will consist of a 500,000 square foot futuristic office campus on a 36-acre site in Santa Clara, CA. The financing was made by a syndicate of lenders, with Wells Fargo serving as lead arranger and administrative agent.
- **Dupont Fabros Technology, Inc.**, a publicly traded REIT and leading owner, developer, operator and manager of wholesale data centers, with the acquisition of its data center site portfolio, consisting of over 220 acres of land across 10 sites in Northern Virginia, Chicago, California and New Jersey.
- A major real estate fund in its fund formation, securities matters, acquisitions, dispositions and financings of hotels and resorts throughout the United States, and related property management agreements and franchise agreements

This information is a general description of the law. It is not intended to provide specific legal advice nor is it intended to create an attorney-client relationship with Cooley LLP. Before taking any action on this information you should seek professional counsel.

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## Brian Winterhalter

### Special Counsel



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bwinterhalter@cooley.com

Real Estate

Brian Winterhalter is a commercial real estate attorney focusing on land use and zoning matters in Northern Virginia. His practice includes representing major developers and national, regional, and local companies in all areas of land use, including mixed-use/transit-oriented development projects, office, hotel, residential, and retail. Brian counsels clients with regard to all aspects of the land use planning, zoning, and development process, and presents development proposals to public bodies and citizens associations.

Among the land use matters on which Brian has worked are the following:

- TF Cornerstone, Campus Commons – Rezoning approval to develop a high-rise residential tower with 515 units, a mid-rise residential building with 140 units, an office building of over 290,000 square feet, and ground-floor retail near the Wiehle-Reston East Metro Station.
- JBG Smith and EYA, Midline – Rezoning approval for the development of 1,100 residential units, a 260,000 square foot office building, an independent/assisted living facility, and ground-floor retail totaling over 1.8 million square feet of development near the Wiehle-Reston East Metro Station.
- JBG Smith, Reston Town Center West – Rezoning approval for three additional office buildings with 675,000 square feet of office, two high-rise residential buildings with 576 units, and additional retail totaling over 1.8 million square feet of development near the Reston Town Center Metro Station.
- Boston Properties, Reston Town Center, Blocks 4 & 5 – Development approvals for a high-rise multi-family residential building with 549 units and ground-floor retail and the redevelopment of a low-rise office block with a 17-story office building containing over 275,000 square feet.
- Boston Properties, Reston Town Center, The Avant – Conversion of prior approvals for Block 16 of the Reston Town Center to permit the development of a 359 unit, high-rise multi-family building with ground-floor retail.
- Bozzuto Development Company, Aperture – Rezoning approval for the redevelopment of an office and light industrial site near the Wiehle-Reston East Metro Station with over 420 multi-family units with ground-floor retail.
- JBG Smith, 6862 Elm Street – Rezoning approval for a mixed-use project with 240 multi-family residential units and additional retail uses with an existing office building in downtown McLean.

- Renaissance Centro, LLC, The Harrison – Redevelopment of a portion of an existing, low-rise multi-family apartment complex with a 360 unit, high-rise multi-family building near Reston Town Center.
- Pulte Homes, Lofts at Reston Station – Rezoning approval for 44 multi-family residential units near the Wiehle-Reston East Metro Station.
- Life Time Fitness – Special permit approval for a premier, full-service health club of over 100,000 square feet in Reston.

## Education

- University of Virginia School of Law  
JD, 2007
- University of Virginia  
B Urban & Environmental Planning, 2002, High Honors

## Bar Admissions

- Virginia

## Memberships

- Urban Land Institute
- LEED Accredited Professional
- Northern Virginia Building Industry Association
- Fairfax County Economic Advisory Commission
- Community Residences Board of Directors
- UVA School of Architecture Real Estate Development Advisory Council

# Danielle Stephens

## Land Use Planner



Reston  
Reston Town Center  
11951 Freedom Drive  
14th Floor  
Reston, VA 20190 5640

t: +1 703 456 8692  
dstephens@cooley.com

Real Estate

Danielle Stephens is a land use planner in the real estate practice group. She joined the firm in 2017 and is a resident in the Reston office. Danielle focuses on mixed use, residential, office and industrial projects across Northern Virginia. She has experience in all aspects of land use and zoning matters, particularly in Loudoun and Fairfax counties, and has managed land development projects through each step of the review and approval process, including representing clients before public bodies and community groups.

Danielle has worked on a range of residential, office, mixed use, retail, data center, entertainment, and industrial projects for clients including Brookfield Properties, Comstock Companies, Boston Properties, Kaiser Permanente, Dogta Realty Trust, TF Cornerstone, Stanley Martin, JBG Smith, EYA, and more.

Among the significant projects on which Danielle has worked:

- **Campus Commons:** Rezoning approval for a transit-oriented development southeast of the Wiehle Reston-East Metro Station, with a total of 1.35 million square feet of office, residential, and retail uses.
- **Reston Crescent/Halley Rise:** Rezoning approval for the development of a transit-oriented 36-acre project located south of the planned Reston Town Center Metro Station, comprised of approximately 4.16 million square feet of mixed use development, including 1,721 residential units and Reston's first Wegmans.
- **Midline:** Rezoning approval to redevelop 18 acres of aging office space into a transit-oriented neighborhood located northeast of the Wiehle-Reston East Metro Station, comprised of approximately 1.8 million square feet of mixed use development.
- **Reston Station:** Zoning approvals to enable additional density and comprehensive sign plans for a mixed-use project located steps away from the Wiehle-Reston East Metro Station, comprised of approximately 1.74 million square feet of mixed use development.
- **Reston Station Promenade:** Rezoning approval for the development of a transit-oriented project located north of the Wiehle-Reston East Metro Station. As an extension of the Reston Station neighborhood, the Promenade will contain approximately 1.29 million square feet of mixed use development.
- **Dulles Technology Center:** Zoning approvals to develop a walkable, residential project comprised of 172 two-over-two multifamily units located just over half a mile from the planned Innovation Center



Metro Station.

- **Roland Clarke Place:** Zoning approvals to develop a walkable, residential project comprised of 308 multifamily units located just over half a mile from the Wiehe-Reston East Metro Station.
- **Kaiser Permanente South NOVA Hub:** Zoning approvals to develop a 335,000-square foot state-of-the-art medical hub facility in Prince William County.
- **Loudoun Center:** Zoning approvals to develop a 61-acre data center project with 2.66 million square feet of development in the heart of Loudoun County's "Data Center Alley."
- **Quarry Commerce Center:** Rezoning approval for a 44-acre data center project with 600,000 square feet of development in Loudoun County.
- **Ashburn Corporate Center:** Zoning approvals for a 116-acre data center campus for entitlement of up to 3.1 million square feet of development in Loudoun County's "Data Center Alley."

## Education

University of Virginia

BA, 2016, Urban & Environmental Planning

## Memberships

Greater Reston Chamber of Commerce

*Legal*



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## Introduction to Klein Hornig

Klein Hornig has a single mission – to provide uncompromising service and unparalleled legal expertise to the affordable housing community. The firm’s approximately 41 lawyers focus exclusively on structuring, managing and closing affordable housing and community development projects. The attorneys at Klein Hornig have worked extensively with a wide variety of affordable housing programs and activities, including the low-income housing tax credit program, public housing and HOPE VI/CNI mixed-finance projects, the Rental Assistance Demonstration (RAD) Program, HOME and CDBG funding, tax-exempt mortgage revenue bonds, 501(c)(3) bonds, HUD Section 202/811 developments (both traditional and mixed finance), FHA-insured loans, Mark to Market restructurings, Section 236 IRP decouplings, and Federal Home Loan Bank AHP loans. In addition to affordable housing, we are active in other community development activities, including commercial and mixed-use development using creative financing vehicles such as the New Markets Tax Credit program, historic tax credits, and renewable energy credits. We supplement our housing and community development practice with expertise in partnership and business associations, condominiums and cooperatives, nonprofit organizations and real estate law. More information about Klein Hornig is available on our website, [www.kleinhornig.com](http://www.kleinhornig.com).

Klein Hornig works with nonprofit, for-profit and public agency developers to build and rehabilitate both market- rate and affordable housing across the country. Our clients range from nationally recognized developers building entire neighborhoods to community-based organizations building a dozen scattered-site homes at a time. We structure and close transactions using a full range of funding sources, creating financing strategies that match programs, minimize conflicts between sources, and close expeditiously. Our projects use funding from housing tax credits, Section 8 rental assistance, tax-exempt bonds, construction loans from local banks, state and local programs, and more.

## Senior Housing Experience

Klein Hornig represents many developers and owners whose mission focuses on housing America’s low income, elderly population. A substantial portion of the firm’s work involves the representation of clients in the rehabilitation, preservation and new construction of affordable housing for seniors. The firm regularly handles transactional and regulatory matters for seniors’ housing clients that involve the Section 202 Direct Loan/Capital Advance programs; the Flexible Subsidy (Flex Sub) loan program; the Section 232, 223f and 221(d)(4) loan programs; rental assistance provided pursuant to Project Rental Assistance Contracts (PRAC), Rent Supplement Contracts and Rental Assistance Payments (RAP) Contracts; and related Fair Housing issues.





## ERIK T. HOFFMAN

✉ ehoffman@kleinhornig.com

☎ 202.842.0125

Erik is a partner at Klein Hornig LLP whose practice focuses on financing affordable multifamily housing. Erik represents for-profit and nonprofit developers in the acquisition-rehabilitation and new construction of projects financed with multiple layers of funding, including tax exempt bonds, mezzanine and subordinate debt from a variety of sources, such as National Housing Trust Funds, private lenders, HOME and Community Development Block Grants, Section 108 securitizations, State and local housing trust funds, and tax increment financing. Erik has pioneered the development of the “9-4 Twinned” structure to increase the production of affordable units and to minimize wasted tax credit basis.



Before joining the firm, Erik was Counsel with the firm Bingham McCutchen. Previously, Erik served as the Director of Real Estate Finance and Grants for Fairfax County's affordable housing and economic development programs and was an Associate General Counsel to the District of Columbia Housing Finance Agency. In addition, he was an associate with the firm of Hunton & Williams, where he served as outside counsel to the District of Columbia Revenue Bond Program on their 501(c)(3) financings, Enterprise Zone and Qualified Zone Academy Bond transactions.

Erik currently serves on the Board and Executive Committee of the Housing Association of Nonprofit Developers (HAND), the Board of the Virginia Housing Alliance, and the Virginia Tech Real Estate Advisory Board, and has served as the Chair of the Board of New Hope Housing and on the governance and advisory boards for other advocacy organizations as well as nonprofit housing and service providers.

## **KLEIN HORNIG LLP CAPABILITY STATEMENT SENIOR HOUSING**

Klein Hornig LLP is one of the nation's premier firms concentrating exclusively on affordable housing and community development. Our website at [www.kleinhornig.com](http://www.kleinhornig.com) demonstrates the full scope of our experience, including major revitalization projects around the country representing major private developers, non-profit organizations and public housing authorities as well as more community-based efforts.

Klein Hornig has a single mission – to provide uncompromising service and unparalleled legal expertise to the affordable housing community. The firm focuses on structuring, managing and closing all types of multilayered affordable housing transactions for both new development and housing preservation/revitalization. We are proficient in a myriad of federal programs including Low Income Housing Tax Credits, HUD/FHA multifamily financing programs, Section 8 project-based assistance, Section 202/811, HOPE VI/mixed-finance public housing, and many more, as well as various state and local financing and subsidy programs.

Klein Hornig represents many developers and owners whose mission focuses on housing America's low income, elderly population. A substantial portion of the firm's work involves the representation of clients in the rehabilitation, preservation and new construction of affordable housing for seniors. The firm regularly handles transactional and regulatory matters for seniors' housing clients that involve the Section 202 Direct Loan/Capital Advance programs; the Flexible Subsidy (Flex Sub) loan program; the Section 232, 223f and 221(d)(4) loan programs; rental assistance provided pursuant to Project Rental Assistance Contracts (PRAC), Rent Supplement Contracts and Rental Assistance Payments (RAP) Contracts; and related Fair Housing issues.

Some of the transactions we are engaged in or have recently completed are listed below:

**Marion Towers, Sunny Isles Beach FL:** Marian Towers is a 220-unit affordable senior development in Sunny Isles Beach, Florida (adjacent to Miami Beach). The project was originally developed under HUD's Section 236 program, and 194 of its units are assisted by a Section 8 HAP Contract. We secured HUD approval of the assignment of the HAP to the new tax credit partnership and helped close financing that included \$16,764,323 in equity, a \$22,650,000 construction loan, and a \$13,500,000 permanent loan, all from Wells Fargo, as well as \$18,850,000 in seller financing.

**Golda Meir House, Newton MA:** Klein Hornig represented 2Life Communities (formerly Jewish Community Housing for the Elderly (JCHE)) in the recapitalization and rehabilitation of Golda Meir House,

a 199 unit senior housing project in Newton, MA. The transaction, which was financed with tax exempt bonds and LIHTC equity, funded rehabilitation of over \$150,000 per unit. In addition to closing the financing, we secured HUD approvals for the prepayment of the project's existing Section 202 Direct Loan; the subordination of the project's existing Section 202 Capital Advance to new debt; a "mark-up-to-market" renewal of the project's HAP contract; and a "pass-through" of the project's Section 8 rental subsidy.

**The Bonifant at Silver Spring MD:** Klein Hornig represented a joint venture of MHP, and Donohoe Development Company, a for-profit corporation, in the development of The Bonifant, a 149-unit new construction, senior, 11-story high-rise mixed-income residential apartment building with approximately 6,500 square feet of first floor retail located in downtown Silver Spring, Maryland. The project is targeted to households over 62 years of age and 139 of the units will be income restricted for residents who are at or below, 60%, 50% and 30% AMI, respectively. The remaining ten units are market-rate units. The urban site is part of a larger mixed-use site of approximately 63,000 square feet and includes the adjacent new Silver Spring Library, a \$60 million new construction project. The Bonifant was financed with tax-exempt bonds issued by CDA and 4% low-income housing tax credits syndicated by Enterprise Partners. The CDA short-term tax-exempt bonds were cash collateralized by a HUD-insured 221(d)(4) permanent loan made by Wells Fargo and subordinate loans from Montgomery County, MD. CDA also provided a subordinate Rental Housing Works loan. The total development costs for the project is approximately \$43.2 million.

**McGregor Senior, East Cleveland OH:** McGregor Senior Independent Living in East Cleveland, Ohio is a joint venture between The McGregor Foundation and CHN Housing Network that will consists of 106 total units, including 80 new Section 202 units (54 new construction and 26 rehabilitation units located in an existing structure) funded in part with an award of Section 202 funds and PRAC assistance under the FY2018 Section 202 NOFA, as well as the preservation of 26 existing Section 202 units. The project will also be funded with federal Low-Income Housing Tax Credits sourced from the issuance of 4% tax-exempt bonds, and a number of subordinate debt sources, and is anticipated to close later in 2020.

**Lake Anne House, Reston VA:** Klein Hornig is currently representing the Community Preservation and Development Corporation (CPDC) in the planned recapitalization and redevelopment of Lake Anne House, a 240-unit senior housing project in Reston, VA, with tax exempt bonds and 4% LIHTC equity. Lake Anne is comprised of two phases – one phase with a Section 202 Direct Loan and a Section 8 HAP contract, and a second phase with a second HAP contract resulting from the conversion of the property's Rental Assistance Payments (RAP) contract under HUD's Rental Assistance Demonstration (RAD) program. The redevelopment involves demolishing the existing Lake Anne buildings (both phases); constructing a new 240-unit seniors building on an unimproved portion of the site currently occupied by the second phase; and using the proceeds from the sale of the site of the demolished buildings to help fund the rehabilitation. In addition to addressing financing issues, we are working with the sponsor on securing HUD approvals for (i) the assumption of both HAP contracts by the new LIHTC partnership, (ii) the prepayment of the 202 Direct Loan; (iii) the issuance of tenant protection vouchers (TPVs) to the unassisted residents, and the conversion of such TPVs to a project-based voucher (PBV) contract; (iv) the "mark-up-to-market" renewal of the first phase's HAP contract; and (v) the transfer of the



first phase's HAP contract to the new building that will be constructed second phase. Subject to HUD approval, the closing is scheduled to occur Spring 2020.

**Pleasant View Gardens Senior, Baltimore MD:** Klein Hornig represented the Michaels Organization in the redevelopment of a 110-unit former elderly-designated public housing project under the Rental Assistance Demonstration Program, Component One. The in-place rehabilitation was financed with a HUD-insured 221d4 loan originated by AGM, tax credit equity provided by Riverside Capital, cash-collateralized tax exempt construction bonds issued by Maryland CDA, a 'one day' tax credit equity bridge loan, and assumed DHCD subordinate debt. The community is 100% supported with RAD project-based rental assistance administered by HUD.

**St. Andrews Towers II, Coral Springs FL:** St. Andrew Towers II is the first half of a two-tower project in Coral Springs, Florida being developed by a partnership of Atlantic Pacific Communities and the Catholic Diocese through various affiliates. In order to win 9% credits, one tower was informally subdivided out through a plat waiver, necessitating another complex reciprocal easement agreement. Klein Hornig worked with HUD to get the PBRA contract divided in two, partially assigned to the new owner, and marked up to market. Wells Fargo provided debt and equity, in addition to a seller note.

**St James Terrace Apartments, Baltimore MD:** St. James Terrace Apartment is a 151-unit elderly Section 8 project in Baltimore, MD. Acquisition and rehabilitation were financed with short-term tax-exempt bonds, 4% tax credits, and a 221(d)(4) loan. We secured HUD approval to (i) prepay an existing 202 loan, (ii) obtain a 20-year HAP renewal contract with pre-approval of an increase to "post-rehab" market rents upon completion of renovations, and (iii) allow the "pass through" of Section 8 subsidy to pay for the relocation of residents during rehab.

**Highland Park/Jackson Ward Apts./Baker Village, Richmond VA:** Klein Hornig represents the nonprofit sponsor/developer Community Preservation and Development Corporation on this complex transaction, and additionally has managed all RAD closing aspects with the concurrence of the Richmond Redevelopment and Housing Authority. Fay Towers is a 200-unit elderly high-rise being decommissioned and replaced in three off-site phases. The first, Highland Park, a historic rehabilitation of a 77-unit former school utilizing 9% credits, closed in 2015. Subsequent phases (including a substantial non-RAD component) were set back by the postelection pricing disruption, but Jackson Ward Senior and Family Apartments recently closed as "9-4 twins" and Baker Village (conversion of another historic school property) closed in January 2020.

**Parkside Manor, Pittsburgh PA:** Parkside Manor involved the prepayment of an existing Section 202 loan and recapitalization of a 77-unit elderly rental project in Pittsburgh, Pennsylvania for National Church Residences. This project was financed with a 221(d)(4) FHA-insured loan from Lancaster Pollard, a seller take-back note and 9% low-income housing tax credits issued by the Pennsylvania Housing Finance Authority.

# *Supportive Services*



## BETTER TOMORROWS OVERVIEW

**BETTER TOMORROWS' MISSION:** We mobilize resources to magnify opportunities for individual, community and generational transformation.

**BETTER TOMORROWS' VISION:** Better Tomorrows envisions a world in which all individuals, families, and communities have the resources and support necessary to navigate long-term generational success. We take the long view, while creating effective practices today that lead to even greater outcomes tomorrow.

**PROMISE:** We promise to embody a true culture of philanthropic partnership and good will, which honors all investments, builds trust within our communities, and delivers and communities our sustainable impact with an impassioned heart.

Founded in 2013, Better Tomorrows is a national 501(c)(3) nonprofit organization headquartered in Camden, NJ, and serving low-income affordable housing communities in 19 states, the District of Columbia and the U.S. Virgin Islands.

Better Tomorrows is a strategic partner with The Michaels Organization and works to alleviate poverty by providing case management and supportive services in under-resourced communities. The families and seniors we serve live in subsidized housing. The average household income is below the federally defined poverty level, and in many communities is 40% or less of area median income. Nationwide, 70% percent of those we serve are women and girls; 35% are youth under the age of 18; 35% are adults aged 55 and older.

Better Tomorrows supports educational and economic success by ensuring that low-income families have the resources and support they need to remain in safe, stable, affordable homes. Our programs and services promote:

- Youth academic engagement and achievement;
- Family stability and self-sufficiency;
- Healthy living and good nutrition;
- Community safety.

Our work helps young people achieve better life outcomes, including college and employment. We enable low-income seniors to remain in their homes as they age, which helps preserve multi-generational communities and reduces the need for nursing home care at public expense. By supporting stable families and healthy behaviors. Better Tomorrows contributes to better health, reduced crime and improved safety in the broader community.

Three main factors set Better Tomorrows apart from other organizations serving low-income constituencies.



- We have both national reach, serving over 30,000 people in over 110 communities, while establishing deep roots in each community we serve. This allows us to bring a wide range of experience and perspectives to our resident population.
- We serve low-income communities including those that depend on publicly-subsidized housing. Social Service staff serve each housing community, and become known and trusted community contributors.
- We measure all of our services and programs to assess their reach and outcomes for those we serve. We use data-driven results to guide continuous improvements to our programming and case management services.

## ***OUR APPROACH***

Better Tomorrows sees affordable housing as a basic human need. We acknowledge the importance of safe, stable housing for family resiliency, individual and community health, and youth educational outcomes. Our interventions are targeted to vulnerable populations that depend on subsidized rental housing and require support to be able to remain in their homes. Our impact-driven social service model seeks to foster economic stability, educational success, healthy lifestyles and strong communities. By providing a continuum of direct support to affordable housing residents and their neighborhoods, Better Tomorrows' site-based programming and case management services help to create a safe, nurturing environment and provide youth, adults and seniors with the personalized support they need to thrive. Better Tomorrows' social services staff members are present on site and are readily accessible to residents in each of the communities we serve.

## ***OUR WORK***

We focus our efforts on achieving positive outcomes in core areas of need for school-age youth, families and seniors. We seek to: (1) improve health and nutrition awareness, learning engagement and educational outcomes for low-income youth; (2) to promote financial stability and self-sufficiency for families, particularly those households headed by single mothers; and (3) to improve the social connectedness and quality of life for low-income seniors.

## ***YOUTH SERVICES***

Better Tomorrows seeks to improve health and nutrition awareness, learning engagement and educational outcomes for low-income youth ages 6-16 so that they have better prospects for future education, employment and wellbeing.

**After-School Programs** provide support for learning in the form of homework help, tutoring and experiential learning activities. In most communities these programs are offered 4 times weekly on school days for several hours each day.

**Summer Enrichment Programming** is offered 20 hours per week for 6 weeks each summer. Programming includes academics (reading, science, math, social science); health and wellness (nutrition education, sports and physical activity); cultural enrichment (art, dance, music); and personal development (team building, social skills).

In partnership with the US Soccer Foundation, we offer **Soccer for Success** as a core component of our youth Summer Enrichment program. Soccer for Success is proven to help youth establish healthy eating and exercise habits and develop critical life skills, including positive relationships with peers and adults.

### ***FAMILY SERVICES***

Better Tomorrows seeks to promote financial stability and self-sufficiency for the families we serve. Our case management services connect adults to supportive services in the community, such as childcare, job training, money management and GED classes. We make sure that families are enrolled and receive public benefits for which they are eligible so that mothers are able to pay rent and feed their children. And our staff make sure that essential employment services are available at no cost, such as job readiness workshops, computer skills courses, resume preparation classes and job search support.

### ***SENIOR SERVICES***

Better Tomorrows seeks to improve the social connectedness and quality of life for low-income seniors, so that they remain healthier, happier and able to age in place.

Research shows that social engagement is critical to maintaining quality of life as one ages. Feeling socially connected produces better health outcomes and improves overall happiness. We seek to reduce the social isolation experienced by many older adults by fostering social links for seniors within the community and providing intensive case management and individual support. At the same time, our case managers make sure that seniors are receiving public benefits and regular primary healthcare; we provide health screenings, exercise and nutrition classes, healthy food and regular community activities.

### ***BETTER TOMORROWS AMERICORPS***

With the support of the Corporation for National and Community Service and PennSERVE: The Governor's Office of Citizen Service, Better Tomorrows launched its AmeriCorps Senior Social Connectedness Program in fall 2016. The program brings together AmeriCorps members and low-income seniors who are showing signs of social isolation or who could otherwise benefit from enhanced social support. AmeriCorps members meet regularly with individual seniors and also organize small-group and community events to promote social interaction and help strengthen the link between vulnerable seniors and the community.

We use two primary assessment tools to measure the impact of Better Tomorrows' services for the low-income seniors we serve: the Activities of Daily Living (ADL), which is commonly used in medical settings to assess the ability of older or disabled individuals to perform daily activities that are integral to living independently; and the Friendship Scale developed by Graeme Hawthorne, which measures perceptions of connectedness and social support and has been validated for use in older populations. Through regular administration of these two assessments, we track the overall wellness of the seniors in our communities, as well as their level of social connectedness, which we know to be a major factor in an individual's health.

### ***OUTCOME ASSESSMENT***

Better Tomorrow's is committed to using data and evidence-based best practices to drive our program development and service delivery. We have invested significant resources, including extensive training and support for our community-based staff, to ensure our ability to document the impact of our work.

We have worked with Social Solutions to develop customized Effort-to-Outcomes (ETO) software for use in tracking the array of programs and services we provide in all of the communities we serve nationwide. The ETO system enables us to collect full data on everyone we serve. Better Tomorrow's has the capacity to track both short-term outputs and longer-term outcomes of each service and program, including individualized case management plans. We also continually use the data to evaluate and improve existing programs and to inform the development of new ones.

### ***PARTNERSHIPS***

Better Tomorrow's continues to develop partners in the state of New Jersey, currently we are partnered with AARP, Department of Aging, Girl Scouts, Atlanticare, Eastern Service Workers Association, Horizon NJ Health, United Health Care, NJ Saves/NJCE (New Jersey Coalition of Financial Education), Community Food Banks, P.A.L (Police Athletic League), The Women's Center, Creative New Jersey, Rutgers Cooperative Extension Nutrition Program. These and other partners are important to the work we provide in the New Jersey area.

### **LEADERSHIP**

**President and CEO: Howard Tucker**

**Strategic Partnership Initiatives: Nelson Morgan**



# creating OPPORTUNITIES

for personal achievement & community transformation



## driven by PASSION; united by PURPOSE

We believe all individuals, families and neighborhoods should have the resources and support necessary to define and discover multiple pathways to success.

Our purpose is to provide those resources and support through impactful program development focused on academic achievement, financial stability, healthy living, and community strength.

*Better  
tomorrows*  
MAGNIFY OPPORTUNITIES



**1-856-452-0169**

**[bettertomorrows.org](http://bettertomorrows.org)**

2 Cooper St., 15<sup>th</sup> Flr | Camden | NJ 08102

[info@bettertomorrows.org](mailto:info@bettertomorrows.org)



# IMPACTFUL programs

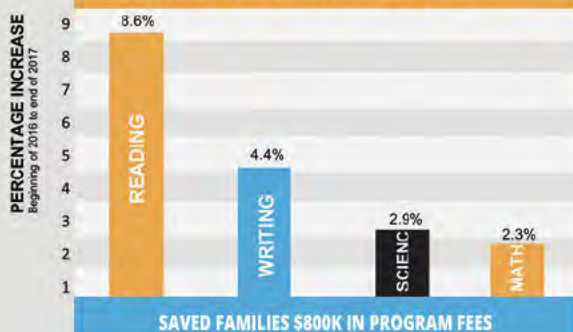
Our service model goes beyond traditional social services and case management. Our mission seeks to foster personal achievement and community transformation, so we've developed tailored, results-driven programs that promote economic stability, educational success, healthy lifestyles, and strong communities. Our goal in providing this additional support is to help to create self sufficiency and empowerment for all our residents.

YOUTH programs

## SUMMER ENRICHMENT PROGRAM



## 2017 AFTER SCHOOL PROGRAM



SENIOR programs

40%

Number of senior residents reporting an improved quality of life and socialization

35.9%

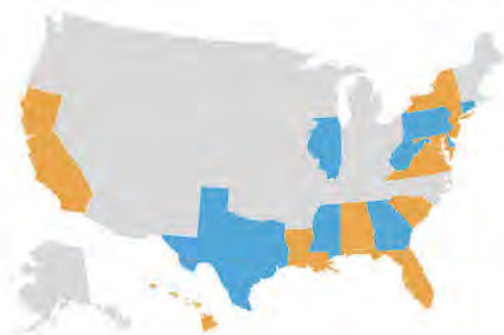
Number of goals achieved through case management and programming

10.9%

Improved or maintained daily living activities through case management

**59% of senior site program participants measurably improved upon or maintained their quality of life and social engagement levels in FY 2017.**

## SERVING OVER 30,000 RESIDENTS in more than 100 communities



35%  
under 18

70%  
women & girls

35%  
seniors 55+

4500  
HOURS

Spent Annually Providing Case Management Services

20%  
OF ADULTS

Measurably improved upon or maintained their levels of self-sufficiency through our case management and programs.

# Annie Foster

Director of New Business Development

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Annie Foster is Director of New Business Development for Better Tomorrows. In this position, Annie represents the organization and its mission to The Michaels Organization and other external organizations, assisting with the preparation of proposals, program strategies, and presentations. She also acts as a liaison to other community partners in order to provide excellent customer service and conflict resolution.

Before joining Better Tomorrows in 2012, Annie previously worked at The Michaels Organization in its Supportive Services department as Senior Computer Facilitator, and lead staff person with the former HUD program "Neighborhood Networks". In this role, she administered numerous community programs and educational initiatives to sites in the Michaels portfolio, while working with local and regional partners to administer these programs and foment community engagement.

Prior to her work at Michaels, Annie worked as a Senior Computer Lead at Eaton Johnson Middle School, a Classroom Instructor at Elkins Elementary School, a Principal Owner at Palatial Financial Services, and a Project Manager at Resolution Trust Corporation.

Annie received a BA in Economics from Temple University



# Howard Tucker

President & CEO

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Howard Tucker acts as President and CEO for Better Tomorrows. In his role as President and CEO, Mr. Tucker identifies and pursues opportunities for individual, community and generational transformation. He leads Better Tomorrows' growth in data-driven case management and programming tailored to meet the specific needs of each community served.

Howard W. Tucker's career spans over 25 years - from direct service to executive leadership for systems-level strategic designs. Howard started at Better Tomorrows in March 2018 as the Director of Capacity Building for Better Tomorrows, in which he led assessments of quality for improvement of children, adult, and senior programs at 75 sites in 13 states. Howard was then promoted to Vice President of Community Impact in November 2018 to direct program improvement, professional development, strategic planning initiatives, and liaison between Michaels Management and Better Tomorrows.

Before joining Michaels, Howard acted as Executive Director of the West Philadelphia Child Care Network, an agency that provided training and technical assistance to enhance the quality and professionalism to 1,800 teachers and caregivers of young children. As the director of outreach for the Neighborhood Interfaith Movement, Howard created a cross-sector interagency collaboration of 20 agencies to support early childhood education.

Mr. Tucker holds a Bachelors in Psychology from Saint Joseph's University and a Certificate in Fundraising Management from the University of Pennsylvania.

# Nelson Morgan

Executive VP of Corporate Affairs, Foresight Affordable Housing, Inc.  
Strategic Partner for Better Tomorrows



Nelson Morgan acts as Executive Vice President of Corporate Affairs for Foresight Affordable Housing. Since May, 2019, Nelson has facilitated Foresight's strategic partnership with Better Tomorrows, in which he provides guidance and improves efficiency by evaluating and restructuring Better Tomorrows' operational model, enhancing revenue streams, and reducing costs.

Mr. Morgan has 37 years of real estate development and asset management experience focused primarily in affordable housing. During his career, Nelson established a real estate consulting firm that operated for 24 years whereby Foresight, as a client, ultimately became his employer. Mr. Morgan has helped increase Foresight's affordable housing portfolio from 2 to 22 properties which in aggregate contain in excess of 2,000 units. He has also significantly bolstered Foresight's balance sheet as the corporation now has appreciable net assets and available cash to apply to future real estate developments.

Mr. Morgan is a graduate of Rider University where he received a BA in Business Administration. He is a CPM®, Florida real estate broker and a New Jersey real estate salesperson. He has served on the Casino Reinvestment Authority's Environmental and Beautification Committee in Atlantic City, NJ, the Economic Development Trust Fund for the City of Jacksonville, FL, been an Officer of IREM's North Florida Chapter #35 and established the Drug Free Housing Foundation in Jacksonville, FL.



# Pat Schwartz

Interim Director of Service Program Delivery

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Ms. Schwartz returns to Better Tomorrows as Interim Director of Service and Program Delivery. During her earlier time at Better Tomorrows she served as Director of Strategic Partnerships & Initiatives, strengthening the Choice Neighborhood Initiative of Branch Village, Camden and then Interim Director of Service & Program Delivery, supporting the site staff in their work to deliver quality service to residents.

Pat has more than 20 years' experience in community engagement and development. Before originally joining Better Tomorrows in 2017, Pat Schwartz served as the Executive Director of PennSERVE, the Governor's Office of Citizen Service. Under her leadership, PennSERVE increased its scope and impact in both urban and rural communities across the commonwealth. Pat began her career teaching in Philadelphia schools and then held leadership positions in community serving non-profits Norris Square Neighborhood Project and EducationWorks. Pat also served as the Senior Program Officer for the New Jersey Commission for National and Community Service for 10 years.

Ms. Schwartz is an experienced professional with a demonstrated history of creating positive impact in non-profit, government and educational settings. Specializing in Partnership Development and Capacity Building, Pat is skilled in Volunteer Engagement, Program Development, Grants Management, Coaching, Communication, Conflict Resolution, and Instructional Design.

Pat holds a Bachelor's Degree in Education and a Master's Degree in Applied Positive Psychology from the University of Pennsylvania.



# *Organizational Chart*

# Team Organizational Chart

## DEVELOPER:

Michaels Development Company  
John J. O'Donnell, President

Kenneth Crawford  
Chief Operating Officer

Milton Pratt  
Executive Vice President

## PROJECT MANAGER:

Nicholas Bracco, Regional VP

## CONSTRUCTION MANAGER:

**Brandon** Healy, Owner's Rep

## GENERAL CONTRACTOR:

Michaels Construction

## LEAD ARCHITECT:

KTGY Architecture + Planning

## SUPERVISORY ARCHITECT:

Urban Practice

## CIVIL ENGINEER:

GORDON

## TRAFFIC ENGINEER:

Gorove Slade

## LAND USE ATTORNEY:

Cooley

## LEGAL:

Klein Hornig

## SUPPORTIVE SERVICES:

Better Tomorrows

## PROPERTY MANAGER:

Michaels Management Affordable  
Kimberlee Schreiber, President

Don Miller  
Executive Vice President

Charles Durnin  
Senior Vice President

Richard White  
Regional Property Manager

Property Manager(s):  
To Be Determined

# *Team Roles*



**Development Team: Contributions**

<p><b>LEAD DEVELOPER</b></p> <p>The Michaels Development Company Mid-Atlantic Regional Office 1700 Diagonal Road, Suite 330 Alexandria, VA 22314</p> <p><b>Assigned Project Manager:</b> Nicholas Bracco, Regional Vice President P: (202) 838-8070 nbracco@tmo.com</p> <p><b>Advisory:</b> Ken Crawford, Executive Vice President P: (856) 533-0635 kcrawford@tmo.com</p>	<p><b>CONTRIBUTIONS</b></p> <ul style="list-style-type: none"> <li>• Coordinate and oversee all pre-development activities.</li> <li>• Prepare financial applications and obtain all necessary financing, including LIHTC applications to VHDA.</li> <li>• Develop a construction strategy and development implementation schedule.</li> <li>• Develop project and operating budgets.</li> <li>• Work with FCRHA to create an ownership structure.</li> <li>• Assist in the community and supportive service efforts.</li> <li>• Work with architect and general contractor on master plans, environmental reports, geotechnical testing, etc. necessary to construct a viable development.</li> <li>• Ensure genuine training and employment opportunities to Section 3 individuals and participation in the development by DBE, MBE, WBE business enterprises.</li> <li>• Procure the construction contractor, engineer, architect, and other vendors needed to complete the development.</li> <li>• Provide all required operating and financing guarantees to the Authority.</li> <li>• Obtain all required building permits and zoning approvals.</li> <li>• Undertake all marketing and lease-up efforts.</li> <li>• Attend meetings with residents, local government, and community.</li> </ul>
<p><b>PROPERTY MANAGEMENT</b></p> <p>Michaels Management Affordable 2 Cooper Street Camden, NJ 08102</p> <p><b>Assigned Staff:</b> Charles Durnin, Senior Vice President Richard White, Regional Property Manager</p>	<p><b>CONTRIBUTIONS</b></p> <ul style="list-style-type: none"> <li>• Asset management and preventative maintenance.</li> <li>• Provide resident services.</li> <li>• Provide on-site management staffing.</li> <li>• Marketing/lease-up of rental units.</li> <li>• Day-to-day management of completed units.</li> <li>• LIHTC compliance.</li> <li>• Resident training and employment.</li> <li>• Participation in resident meetings.</li> </ul>
<p><b>GENERAL CONTRACTOR</b></p> <p>Michaels Construction/To Be Determined 2 Cooper Street Camden, NJ 08102</p> <p><b>Assigned Staff:</b> Brandon Healy, Project Manager</p>	<p><b>CONTRIBUTIONS</b></p> <ul style="list-style-type: none"> <li>• General contractor, construction, and project management services.</li> <li>• Plan review.</li> <li>• Estimating.</li> <li>• Familiarity with local codes, rules, regulations, and practices.</li> <li>• Access to local sub-contractors, inspectors, and code officials.</li> <li>• Meeting all DBE and Section 3 requirements.</li> </ul>

<p><b>LEAD ARCHITECT</b></p> <p>KTGY 8609 Westwood Center Drive, Suite 600 Tysons, VA 22182</p> <p><b><u>Assigned Staff:</u></b> Kamran Charmsaz, Principal Ben Kasdan, Associate Principal Doug Martin, Director, Technical Patricia Mao Booker, Director, Production</p>	<p><b>CONTRIBUTIONS</b></p> <ul style="list-style-type: none"> <li>• Establish design concepts.</li> <li>• Design of unit plan and unit mix.</li> <li>• Creation of renderings, elevations, and perspectives.</li> <li>• Preparation of narratives relating to planning, urban design, and architecture.</li> <li>• Participation in meetings as required by developer.</li> <li>• Preparation of large format presentation boards for public meetings.</li> <li>• Preparation of all graphic attachments required for funding applications.</li> </ul>
<p><b>IN-HOUSE SUPERVISORY ARCHITECT</b></p> <p>Urban Practice 2 Cooper Street Camden, NJ 08102</p> <p><b><u>Assigned Staff:</u></b> James Haley, Principal Bryon Yoder, Principal Christina Davis, Principal</p>	<p><b>CONTRIBUTIONS</b></p> <ul style="list-style-type: none"> <li>• Verify floor plans designed by lead architect align with Michaels' standards.</li> <li>• Work closely with Michaels development, construction, and property management to provide a thoroughly coordinated project.</li> <li>• Provide design supervision and insight.</li> <li>• Ensure Michaels' core values are upheld throughout the design process.</li> </ul>
<p><b>CIVIL ENGINEERING/LANDSCAPE ARCHITECTURE</b></p> <p>GORDON 4501 Daly Drive, Suite 200 Chantilly, VA 20151</p> <p><b><u>Assigned Staff:</u></b> Robert Walker, Principle, Civil &amp; Zoning Steve Gleason, Director of Planning and Design Steven Rogers, Landscape Architect Kelly Cline, Senior Land Planner Scott Peterson, Civil Engineer Kevin Nelson, Survey</p>	<p><b>CONTRIBUTIONS</b></p> <ul style="list-style-type: none"> <li>• Programming and planning.</li> <li>• Zoning and entitlements.</li> <li>• Site, infrastructure, and landscape design.</li> <li>• Transportation design improvements.</li> <li>• Stormwater design strategy and watershed analysis.</li> <li>• Preliminary utility design/analyses, construction documents, technical specifications and cost estimates.</li> <li>• Surveying and mapping of existing conditions,</li> <li>• Identifying impacts of development on public facilities and surrounding properties.</li> </ul>
<p><b>TRAFFIC ENGINEER</b></p> <p>Gorove Slade 3914 Centerville Road, Suite 330 Chantilly, VA 20151</p> <p><b><u>Assigned Staff:</u></b> Christopher Tacinelli, PE, Principal Maria Lashinger, PE, PTOE, Project Manager</p>	<p><b>CONTRIBUTIONS</b></p> <ul style="list-style-type: none"> <li>• Traffic/transportation study.</li> <li>• Parking study.</li> <li>• Site access and circulation evaluations.</li> <li>• Transportation modeling.</li> <li>• Traffic signal design.</li> <li>• Traffic, parking, and pedestrian counts and surveys.</li> <li>• Speed studies.</li> </ul>



<p><b>LAND USE ATTORNEY</b></p> <p>Cooley LLP 11951 Freedom Drive, Suite 1500 Reston, VA 20190</p> <p><b><u>Assigned Staff:</u></b> Brian Winterhalter, Special Counsel Danielle Stephens, Land Use Planner</p>	<p><b>CONTRIBUTIONS</b></p> <ul style="list-style-type: none"> <li>• Counsel on land use and zoning matters.</li> <li>• Community outreach strategy.</li> <li>• Present development proposal to public bodies and citizen associations.</li> </ul>
<p><b>LEGAL</b></p> <p>Klein Hornig LLP 1325 G Street NW, Suite 770 Washington, DC 20005</p> <p><b><u>Assigned Staff:</u></b> Erik Hoffman, JD Christopher W. Hornig, JD Daniel O. Fojas, JD Akritee Aggarwal, JD</p>	<p><b>CONTRIBUTIONS</b></p> <ul style="list-style-type: none"> <li>• Mixed-finance transaction attorney.</li> <li>• Represents nonprofit and for-profit developers in constructing, rehabilitating, and operating affordable development around the country.</li> <li>• Mortgage restructuring.</li> <li>• Mark-to-market.</li> <li>• Tax exempt bonds.</li> <li>• Low income housing tax credits.</li> </ul>
<p><b>SUPPORTIVE SERVICES</b></p> <p>Better Tomorrows 2 Cooper Street Camden, NJ 08102</p> <p><b><u>Assigned Staff:</u></b> Howard Tucker, President and CEO</p>	<p><b>CONTRIBUTIONS</b></p> <ul style="list-style-type: none"> <li>• Social services administrator/provider.</li> <li>• Community liaison.</li> <li>• Participation in meetings with residents and community stakeholders.</li> </ul>



# *Attachment D: Summary Sheet*

<b>DEVELOPMENT PROGRAM SUMMARY SHEET (by Building / Phase)</b>	
<b>DEVELOPMENT SCOPE</b>	<b>SCOPE</b>
Building GSF	149,600 SF
Building NSF	117,400 SF
Unit Count: 30% AMI Units	8 Units
Unit Count: 50% AMI Units	27 Units
Unit Count: 60% AMI Units	98 Units
Unit Count: Other (please specify) 40% AMI	8 Units
Unit Count: Market Rate Units	0 Units
Unit Count: Total Units	141 Units
Parking Spaces: Surface	150 Spaces
Parking Spaces: Above Grade	0 Spaces
<b>DEVELOPMENT COSTS</b>	<b>COSTS</b>
Hard Costs	\$29,359,745
Site work (\$ / GSF)	
Infrastructure (\$ / GSF)	
Base Building (\$ / GSF excluding Parking)	
Interiors (\$ / GSF)	
Parking Spaces: Above Grade (\$ / space)	
Other Hard Costs (add lines as necessary)	
Hard Cost Contingency (\$ / GSF)	
Total Hard Costs (\$ / GSF and \$ / unit)	\$29,359,745
Soft Costs (\$ / GSF)	\$3,995,471
Soft Cost Contingency (\$ / GSF)	
Development Fees (\$ / GSF)	\$3,729,070
Construction Interest / Capitalized Interest (\$ / GSF)	
Other Financing Costs (\$ / GSF)	\$2,030,335
Other Development Costs (\$ / GSF)	\$980,328
Total Development Costs (\$ / GSF and \$ / unit)	\$40,094,949
<b>PROJECT FINANCING</b>	<b>FINANCING</b>
Debt	\$17,225,000
Equity	\$4,181,140

LIHTC Equity	\$18,688,809
Other Sources (specify)	
Total Project Sources	\$40,094,949
<b>OPERATING / SALES ASSUMPTIONS (2013 \$'s)</b>	<b>ASSUMPTIONS</b>
Rental Rate: 30% AMI Units (\$ / RSF)	\$55,488
Rental Rate: 40% AMI Units (\$ / RSF)	\$83,004
Rental Rate: 50% AMI Units (\$ / RSF)	\$376,308
Rental Rate: 60% AMI Units (\$ / RSF)	\$1,553,760
Operating Expenses (\$ / RSF)	\$1,439,502
NOI	\$629,058
<b>PROJECT RETURNS</b>	<b>RETURNS</b>
Going-In Cap Rate (NOI 2013 \$'s / Total Development Cost)	1.5%
Leveraged IRR	21%

**Residential Unit Matrix**

Unit Type - BDRM / BA (add lines as necessary)	Multi-family Units	
	# of Units	Unit Size (RSF)
1 Bed 30% AMI	8 Units	699 SF
1 Bed 40% AMI	1 Unit	698 SF
1 Bed 40% AMI	4 Units	617 SF
2 Bed 40% AMI	3 Units	948 SF
1 Bed 50% AMI	10 Units	699 SF
2 Bed 50% AMI	17 Units	1048 SF
1 Bed 60% AMI	68 Units	699 SF
1 Bed 60% AMI	6 Units	839 SF
2 Bed 60% AMI	2 Units	948 SF
2 Bed 60% AMI	2 Units	1075 SF
2 Bed 60% AMI	14 Units	1177 SF
2 Bed 60% AMI	4 Units	1205 SF



# *Development Overview*

## **Narrative Description & Vision**

Autumn Willow is a site of unique natural woods and steep topographic qualities surrounded by a public park, pedestrian trails, utility easements, and the little rocky run streambed at the valley south end. The development is a 141-unit, 149,600 SF building, with 150 surface parking spaces.



The proposal seeks to introduce a minimum impact building that harmoniously integrates into the site and the adjacent neighborhood. The design proposes a simple asymmetrical H-shape building that follows the topographic contours to minimize the built presence and site intervention. The east-west oriented central section is a transparent amenity space that connects the entry plaza visually to the wooded rear courtyard and south

stream valet. The two north-south wings containing the residential units follow the site topography and create a small front arrival court and a large rear court. This maximizes the preservation of the existing trees by naturally integrating the building into the site. The south oriented courtyard maximizes sun exposure for the building and landscape.

The building is located towards the site center, creating ample buffer areas towards the edges. The surface parking aligns with the building, minimizing site impact and disturbance and maximizing the buffer from adjacent properties. The building has an almost stealth design that will always be perceived through the filter of existing and new trees and vegetation.

Inspired by the site's beautiful wood and hill-like qualities, the team proposed a "National Park Lodge" inspired architecture adapted to the residential program. The central amenity space is a transparent wooden box with front and rear colonnades that embraces the site views through transparency. An arrival vehicular drop-off seamlessly transitions into an arrival court and an open colonnade with the building entrance. The common amenity program connects the building wings and emphasizes the site views. The colonnades allow for outdoor spaces and filter the sun, light, and views. The exposed wood structure and finishes articulate the main architectural character. A smaller amenity space on the south end of each residential wing will allow residents a direct connection to the natural woods and stream trail down the valley.

The residential building wings adopt a more solid opening expression, with glassier bay projections articulating building corners and breaking up the building roofline. The projected glass bays attempt to bring the wooded views and filtered light into the residents' homes. A dark masonry base will anchor the building to the site with a lighter wood-like batten and board cladding articulating the building above.

## **Description of existing conditions (infrastructure, utilities, access, topography)**

The subject property consists of two parcels totaling approximately 20.52 acres. It is largely wooded and undeveloped as indicated on the site analysis map. Parcel 26A, Willow Pond Park, is encumbered by a 100-year floodplain and is a Resource Protection Area (RPA). A review of Fairfax County's "Potential

Wetland Area” GIS map indicates the presence of wetlands adjacent to Little Rocky Run tributary, which are expected to be contained within the County Mapped RPA limits. The floodplain and RPA will not be disturbed, except for the construction of a sanitary sewer line to service the proposed use. Parcel 26B is largely developable with the exception of a small portion of the site with steep slopes greater than 15%, which is defined as an Environmental Quality Corridor (ECQ) in the County’s Comprehensive Plan. Autumn Willow Drive is a two-lane collector road and will provide entry access to Parcel 26B. The Lodge at Autumn Willow’s proposed entrance is located directly across from the existing entrance to Stringfellow Park, to minimize impact to local through traffic. Based on a preliminary engineering study, there are adequate public utilities to serve the proposed 142 senior housing units.

### **Description of impact on public facilities improvements, and surrounding properties**

Development of the property will require the construction of approximately 2,500 feet of new 8-inch water line that will connect to an existing 12-inch water main located on Autumn Willow Lane and approximately 730 feet of new 6 to 8 inch sanitary sewer line that will connect to an existing 15-inch sanitary sewer located on the north side of Little Rocky Run.

Storm Water Management concepts for water quality control will consist of on-site naturalistic bio-retention facilities, tree planters and approximately 5 acres of undisturbed area to be placed in a land cover conservation easement. The conservation easement will only affect the Housing Authority parcel. No conservation easement is proposed to be placed on the FCPA property (Parcel 26A). For water quantity control in the post-development condition, the goal is to direct as much site drainage to Little Rocky Run, without needing any detention facility. Little Rocky Run has approximately 2 square miles (1,280 acres) of drainage at this point, which satisfies the 1% rule where on-site detention is not required. Therefore, the project is proposing to adequately convey storm drainage to Little Rocky Run by providing either a level spreader within 150’ of the stream bottom, or out-falling directly into the stream. Potential wetlands impact may require a permit and would be minimal.

Based on preliminary grading studies, approximately 5.5 acres of the 20.5-acre site will be disturbed, resulting in tree save buffer zones of between 50 to 75 feet along the three sides of the property (north, east, and west ends). Supplemental understory planting, using native planting which will provide visual buffer to neighboring residents, and hopefully restores the woodlands to a healthy state due to extensive overgrazing from the deer, is proposed.

The existing FCPA trail system will remain in place. The Lodge at Autumn Willow is proposing on-site walkways that will connect to the FCPA trails to enhance the pedestrian user experience for the Lodge and area residents. Additionally, the existing 4-foot wide sidewalk along Autumn Willow Drive is in poor condition and will be replaced with a new 5-foot wide sidewalk. Subject to VDOT approval, the applicant is offering to install a high visibility crosswalk between Stringfellow Park and the project’s entrance.



# *Statement of Justification*

## **Statement of Justification**

### **I. Introduction**

The Fairfax County Redevelopment and Housing Authority ("FCRHA") and the Department of Housing and Community Development ("HCD") have issued a Request for Proposals (the "RFP") for developers to develop, own and operate an Autumn Willow Senior Housing Facility on land located east of Stringfellow Road between Lee Highway and Autumn Willow Drive.

The Michaels Organization (the "Applicant") is pleased to present a development proposal that achieves the goals of the Fairfax County Comprehensive Plan and meets the requirements of the Fairfax County Zoning Ordinance (the "Zoning Ordinance"), as further described below.

### **II. Property Description**

FCRHA is the owner of a 10.9-acre parcel of land located immediately east of Stringfellow Road and south of Autumn Willow Drive, further identified on the Fairfax County Tax Map as 55-3 ((1)) 26B (the "FCRHA Parcel"). The Fairfax County Park Authority ("FCPA") is the owner of a 9.6-acre parcel of land located immediately south of the FCRHA Parcel and north of Lee Highway, further identified on the Fairfax County Tax Map as 55-3 ((1)) 26A (the "FCPA Parcel") (the two parcels are hereinafter collectively referred to as the "Property"). The Property currently is zoned in the R-1 zoning district.

The FCRHA Parcel is undeveloped, and the FCPA Parcel is a component of the Willow Pond Park, which acts as a natural buffer around a stream named the Little Rock Run. Virtually all of the FCPA Parcel is located in a Resource Protection Area ("RPA"), which also covers the southern edge of the FCRHA Parcel. The Applicant's proposal therefore incorporates the further protection of this environmentally sensitive area and the preservation of the surrounding Willow Pond Park.

### **III. Proposed Development**

The Applicant proposes a special exception application that will include both the FCRHA Parcel and the FCPA Parcel for the development of a senior independent living facility containing 142 residential units, to be named the Autumn Willow Senior Housing Facility (the "Project"). The Project will be comprised of a two-story building, divided into two main building wings attached by a central lobby/amenity area. Over the entirety of the Property, the Project will contain approximately 6.9 dwelling units per acre.

The Project is intentionally oriented toward Autumn Willow Drive, with the building wings situated perpendicular to the street. This design results in an articulation along Autumn Willow Drive that reflects the fabric of a single-family residential neighborhood. Behind the facility, the two building wings open up toward the Willow Pond Park,



creating a wide open space area for a natural recreational amenity that leads into the existing park area to the south. This highly accessible and convenient connection to open space is a critical component of the Project, as it serves as a health-focused amenity for outdoor passive and active recreation.

The planned outdoor amenity space is comprised of two focal points: one will include a recreational area with tables, seating, fire pits, raised garden and a playground for the residents' families; the second will include a community courtyard with tables, seating, grills, and a shade canopy or similar structure. To directly connect the Project to the Willow Pond Park, the Applicant will add trails leading from the facility and from the outdoor amenity space to the existing Willow Pond Park trails.

As the Project will be entirely comprised of Affordable Dwelling Units ("ADUs"), this facility provides an important opportunity for the community's seniors to age in place within a well-established residential area.

The Applicant's strategic partner, Better Tomorrows, has been serving low-income affordable housing communities since its foundation in 2013. Better Tomorrows supports educational and economic success by ensuring that low-income families have the resources and support they need to remain in safe, stable, affordable homes. The presence of Better Tomorrows within the project will ensure that its senior services goal to improve the social connectedness and quality of life for low-income seniors comes to fruition.

#### **IV. Conformance with the Comprehensive Plan**

The Fairfax County Comprehensive Plan (the "Plan") includes area-specific recommendations and additional policy guidance for new development. The Plan's recommendations applicable to the Property and the Project are summarized below.

A. Fairfax Center Area Recommendations. The Comprehensive Plan designates the Property in Land Bay Q of the Fairfax Center Area. The Plan's baseline recommendation is for the development of low-density residential uses up to one dwelling unit per acre, with the overlay recommendation for up to two dwelling units per acre.

The Guiding Planning Principles for the Fairfax Center Area call for opportunities for residents to age in place through the development of senior housing such as independent living or assisted living facilities. The Project will therefore directly fulfill this need articulated in the Plan.

More specific to the Applicant's Project, the Plan also states that building architecture, signage, trail connectivity, open space design, and landscaping should be used to ensure unity and continuity in site design to create an "area theme." The Project's orientation around Autumn Willow Road and the Little Rock Run creates an opportunity to expand upon the already-existing natural theme created by the Willow Pond Park and surrounding residential neighborhood.



In sum, the Applicant's proposal enhances this natural setting with the Project's outdoor amenities, landscaping improvements, and stormwater management measures. As described above, the main outdoor amenity is thoughtfully designed to tie into the existing Willow Pond Park trails, creating a unified trail network to bolster the area's focus on nature and outdoor recreation. To strengthen the preservation of the RPA, the Applicant will remove invasive species along the Property's perimeter and restore these areas with native plantings. Additionally, the Applicant's proposed stormwater management measures will double as an outdoor amenity. Trails will lead to and across the planned bio-retention pond with a bridge/boardwalk, which will be thoughtfully landscaped with supplemental plantings to create an overall attractive outdoor amenity.

Furthermore, the Plan calls for the protection of stream channels and associated vegetated riparian buffer areas along Resource Protection Areas and Environmental Quality Corridors. The Project will wholly protect the RPA located on the Property and prevent any disruption of the Little Rock Run. The Applicant has incorporated substantial tree conservation areas into its proposal, supplemented with the removal of invasive species and restoration of native plantings.

B. Guidelines for Multifamily Residential Development. Appendix 1 of the Land Use Policy Plan includes specific guidelines for multifamily residential development for the elderly. The Project's compliance with each is summarized below.

1. *Public transportation and community services should be located within a reasonable walking distance and should be accessible via paved walkways that are lighted, secure, and well maintained. Crosswalks should be delineated, and adequate provisions should be made for crossing heavy traffic (e.g., pedestrian crossing signals). If neither public transportation nor community services are located within a short walking distance (i.e., a 5-7 minute walk), the elderly housing development should provide shuttle bus service which can offer residents comparable access to community services.*

The Autumn Willow Senior Housing Facility is notably situated against the Willow Pond Park, providing convenience and direct access to a high-quality, well-established public park area for future Autumn Willow residents. Additionally, the Stringfellow Soccer Park is located immediately north of the Property, providing direct access to a family-oriented recreational amenity.

Because the Project is located in an already-built suburban residential community, there are not many opportunities to access other community services within a 5-7 minute walk. However, the Fairfax Connector operates two bus routes that pass through this area (Routes 630 and 631), with two bus stops locations within a 10-minute walk, providing an opportunity for public transportation proximate to the Project. To complement and further connect to this transit network, the Project includes a pick-up/drop-off loop at the front of the building to accommodate a shuttle bus service or ride-sharing service for its residents. Notably, the Fair Lakes Shopping Center is only one mile north along Stringfellow Road, providing convenient access to groceries, restaurants and shopping for residents' daily needs.



2. *The topography of the site, and that between the site and nearby destinations, should be taken into consideration when siting residential development for the elderly. Pedestrian facilities should not be located on slopes greater than 5-8%, and such maximum slopes should not be continuous for more than 75 feet.*

The Property contains some areas of steep slopes surrounding the Little Rock Run. Protecting these features is an important environmental priority during the development of the Property. Therefore, the facility will be located on the northernmost edge of the Property, where the existing topography is more level. The proposed trails/walkways within the internal courtyard and project amenity will be constructed in compliance with ADA standards.

3. *Safety and security are of particular concern to the elderly. To the extent possible, the architecture and site design for multifamily residential development for the elderly should incorporate features which reduce the potential for crime and enhance the security of residents.*

The Project will include appropriate lighting and security measures to ensure the safety of residents, employees and visitors alike.

C. Residential Development Criteria. Appendix 9 of the Land Use Policy Plan includes general guidelines for residential development to ensure that it enhances a community by: fitting into the fabric of the neighborhood, respecting the environment, addressing transportation impacts, addressing impacts on other public facilities, being responsive to historic heritage, contributing to the provision of affordable housing and, being responsive to the unique site specific considerations of the property. The Project's compliance with these criteria is summarized below.

1. **Site Design.** *All rezoning applications for residential development should be characterized by high quality site design. Rezoning proposals for residential development, regardless of the proposed density, will be evaluated based upon the following principles, although not all of the principles may be applicable for all developments.*
  - a. **Consolidation:** *Developments should provide parcel consolidation in conformance with any site specific text and applicable policy recommendations of the Comprehensive Plan. Should the Plan text not specifically address consolidation, the nature and extent of any proposed parcel consolidation should further the integration of the development with adjacent parcels. In any event, the proposed consolidation should not preclude nearby properties from developing as recommended by the Plan.*

The Project includes the consolidation of the FCRHA Parcel and FCPA Parcel for the development of an affordable senior housing facility. The Project will complement the existing surrounding residential neighborhood and appropriately integrate the natural amenity of Willow Pond Park.

**b. Layout:** *The layout should:*

- i. provide logical, functional and appropriate relationships among the various parts (e. g. dwelling units, yards, streets, open space, stormwater management facilities, existing vegetation, noise mitigation measures, sidewalks and fences);*

The Project is designed as a single-building facility intentionally situated along Autumn Willow Drive, with building wings that frame the open space on the southern side of the Property. This layout allows for meaningful relationships between the proposed facility and the surrounding open space areas.

- ii. provide dwelling units that are oriented appropriately to adjacent streets and homes;*

The Project will only be two stories in height, therefore reflecting the surrounding residential neighborhood. Furthermore, the two wings of the building will frame the Project's frontage along Autumn Willow Drive, breaking up the massing of the building along this residential street.

- iii. include usable yard areas within the individual lots that accommodate the future construction of decks, sunrooms, porches, and/or accessory structures in the layout of the lots, and that provide space for landscaping to thrive and for maintenance activities;*

The Project will be comprised of one facility on one lot. Its layout allows for direct sunlight into the Project's recreational open space behind the building. This outdoor amenity space contains a multitude of passive recreational opportunities, including tables and seating areas, raised gardens, a community courtyard, grills, and a playground for the residents' families.

- iv. provide logical and appropriate relationships among the proposed lots including the relationships of yards, the orientation of the dwelling units, and the use of pipestem lots;*

The Project will be comprised of one facility on one lot, so this standard is not directly applicable. However, the Project's layout does allow for direct sunlight into the Project's recreational open space behind the building.

- v. provide convenient access to transit facilities;*

The Fairfax Connector operates two bus routes that pass through this area (Routes 630 and 631), with two bus stops locations within a 10-minute walk, providing an opportunity for public transportation proximate to the Project. To complement and



further connect to this transit network, the Project includes a pick-up/drop-off loop at the front of the building to accommodate a shuttle bus service or ride-sharing service for its residents.

- vi. *Identify all existing utilities and make every effort to identify all proposed utilities and stormwater management outfall areas; encourage utility collocation where feasible.*

The Applicant will ensure that all utilities and stormwater management facilities will be properly integrated into the Project. The Project will connect to an existing public water line located along Autumn Willow Drive and sewer line located on the FCPA Parcel. These connections into existing lines will minimize land disturbance by the Project.

- c. **Open Space:** *Developments should provide usable, accessible, and well-integrated open space. This principle is applicable to all projects where open space is required by the Zoning Ordinance and should be considered, where appropriate, in other circumstances.*

As mentioned above, the Project includes recreational open space adjacent to the building. This outdoor amenity space will be highly accessible to the Project's residents, as well as provide a connection between the Project and the Willow Pond Park to the south. The planned amenity space will contain a multitude of recreational opportunities, including tables and seating areas, raised gardens, a community courtyard, grills, and a playground for the residents' families. In addition to this central area, the Project also includes several trails that will tie into the existing Willow Pond Park trail system.

- d. **Landscaping:** *Developments should provide appropriate landscaping: for example, in parking lots, in open space areas, along streets, in and around stormwater management facilities, and on individual lots.*

The Project will include appropriate landscaping in conformance with all applicable Zoning Ordinance standards, including parking lot landscaping. Above and beyond these requirements, the Applicant will establish considerable tree conservation areas, remove invasive species, and restore native plantings on the Property.

- e. **Amenities:** *Developments should provide amenities such as benches, gazebos, recreational amenities, play areas for children, walls and fences, special paving treatments, street furniture, and lighting.*

The Project includes a large recreational outdoor amenity on the southern side of the building, leading to the existing Willow Pond Park. This amenity will be supplemented with lighting and seating, as appropriate.

2. **Neighborhood Context.** *All rezoning applications for residential development, regardless of the proposed density, should be designed to fit into the community within which the development is to be located. Developments should fit into the fabric of their adjacent neighborhoods, as evidenced by an evaluation of:*

- a. *transitions to abutting and adjacent uses;*

On the northern end, the Project's massing is broken up along its Autumn Willow Drive frontage to reflect the familiar articulation of single-family homes. On the southern end, the Project's two wings open up into the recreational area, naturally leading into the Willow Pond Park.

- b. *lot sizes, particularly along the periphery;*

The Project will contain one facility on a single lot.

- c. *bulk/mass of the proposed dwelling units;*

The Project is a two-story facility with two building wings oriented perpendicular to Autumn Willow Drive, therefore providing an architectural frontage complementary to the existing single-family homes in the area. To adequately screen the Project, tree conversation areas averaging between 50-75 feet in width will cover the perimeter of the Property. Furthermore, the Applicant will provide understory planting with native species to both supplement the visual buffer as well as restore the woodlands to a healthy state of growth.

- d. *setbacks (front, side and rear);*

The Project includes all required setbacks pursuant to the Zoning Ordinance, with the largest setback against the Willow Pond Park for maximum protection of all environmentally sensitive areas.

- e. *orientation of the proposed dwelling units to adjacent streets and homes;*

The Project's frontage along Autumn Willow Drive is appropriately scaled and oriented for an architectural design complementary to the surrounding area.

- f. *architectural elevations and materials;*

The Applicant's RFP submission includes a site analysis, floor plans, building massing studies, architecture studies, and a preliminary rendered view. Throughout the special



exception process, the Applicant will provide additional architectural elevations and materials to ensure the compatibility of the Project within the surrounding neighborhood.

- g. pedestrian, bicycle and vehicular connections to off-site trails, roadways, transit facilities and land uses;*

The Project will have direct and integrated access to the existing trails through the Willow Pond Park, as well as the sidewalk network along Autumn Willow Drive and Stringfellow Road. The Fairfax Connector operates two bus routes that pass through this area (Routes 630 and 631), with two bus stops locations within a 10-minute walk, providing an opportunity for public transportation proximate to the Project. To complement and further connect to this transit network, the Project includes a pick-up/drop-off loop at the front of the building to accommodate a shuttle bus service or ride-sharing service for its residents. Notably, the Fair Lakes Shopping Center is only one mile north along Stringfellow Road, providing convenient access to groceries, restaurants and shopping for residents' daily needs.

- h. existing topography and vegetative cover and proposed changes to them as a result of clearing and grading.*

The planned facility is concentrated against the northern edge of the Property, therefore respecting the existing topography and forested area along the southern edge of the Property. The Project will avoid impacts to the majority of steep slopes on the Property, with clearing and grading limited to approximately 5.4 acres of land. Additionally, the Project will include approximately five acres of tree conservation area on the FCRHA Parcel alone, which will be restored with native plantings as invasive species are removed.

*It is not expected that developments will be identical to their neighbors, but that the development fit into the fabric of the community. In evaluating this criterion, the individual circumstances of the property will be considered: such as, the nature of existing and planned development surrounding and/or adjacent to the property; whether the property provides a transition between different uses or densities; whether access to an infill development is through an existing neighborhood; or, whether the property is within an area that is planned for redevelopment.*

With residential neighborhoods, it is important to provide an opportunity for individuals to age in place, so that residents do not have to leave their communities as they grow older. With the competitive pricing of today's market rate independent living facilities, the Autumn Willow Senior Housing Facility will provide a much-needed opportunity for affordable senior housing. The Project will therefore fit into the fabric of the surrounding community by filling a need among this residential community, as encouraged by the Comprehensive Plan



Furthermore, the Applicant's specific proposal enhances the nature-focused theme of the surrounding area. The Project's outdoor amenities, tree conservation and landscaping improvements, and stormwater management measures altogether strengthen the connection to and preservation of the natural environment. As described above, the main outdoor amenity is thoughtfully designed to tie into the existing Willow Pond Park trails, creating a unified trail network to bolster the area's focus on nature and outdoor recreation. The planned tree conservation areas, removal of invasive species and restoration of native plantings will collectively provide both buffering and screening from surrounding uses as well as further preserve the area's environmental features.

3. **Environment.** *All rezoning applications for residential development should respect the environment. Rezoning proposals for residential development, regardless of the proposed density, should be consistent with the policies and objectives of the environmental element of the Policy Plan, and will also be evaluated on the following principles, where applicable.*

- a. **Preservation:** *Developments should conserve natural environmental resources by protecting, enhancing, and/or restoring the habitat value and pollution reduction potential of floodplains, stream valleys, EQCs, RPAs, woodlands, wetlands and other environmentally sensitive areas.*

The Project's incorporation of the FCPA Parcel will ensure the protection of the environmentally sensitive features along the Little Rock Run. More specifically, the Applicant will provide tree conservation areas, supplemented with the removal of invasive species and restoration of native plantings to further strengthen the health of the RPA. The Applicant will also provide an EQC buffer around any steep slopes greater than 15% to protect impacts to the stream and surrounding parkland.

- b. **Slopes and Soils:** *The design of developments should take existing topographic conditions and soil characteristics into consideration.*

As stated above, the proposed layout is intentionally designed to concentrate development against Autumn Willow Drive and farther away from the steep slopes on the southern edge of the Property.

- c. **Water Quality:** *Developments should minimize off-site impacts on water quality by commitments to state of the art best management practices for stormwater management and better site design and low impact development (LID) techniques.*

The Project will include best practices for stormwater management and low-impact development ("LID") techniques as articulated in the Comprehensive Plan. Notably, the Project includes a naturalistic bio-retention pond on the south side of the site, serving as both a project amenity and LID water conservation measure. Additionally, the Applicant will provide

approximately five acres of tree conservation area on the FCRHA Parcel, which will provide water quality control for stormwater from the Property.

- d. **Drainage:** *The volume and velocity of stormwater runoff from new development should be managed in order to avoid impacts on downstream properties. Where drainage is a particular concern, the applicant should demonstrate that off-site drainage impacts will be mitigated and that stormwater management facilities are designed and sized appropriately. Adequate drainage outfall should be verified, and the location of drainage outfall (onsite or offsite) should be shown on development plans.*

The Project will include adequate stormwater management facilities to control both the volume and rate of runoff from the Property. More detailed information will be provided throughout the special exception application process.

- e. **Noise:** *Developments should protect future and current residents and others from the adverse impacts of transportation generated noise.*

The Project is set back from the adjacent roadways to minimize potential impacts from transportation generated noise.

- f. **Lighting:** *Developments should commit to exterior lighting fixtures that minimize neighborhood glare and impacts to the night sky.*

The Project will include exterior lighting that abides to the Zoning Ordinance requirements for outdoor lighting, including the use of full cut-off light fixtures and other features that minimize glare and impacts to the night sky.

- g. **Energy:** *Developments should use site design techniques such as solar orientation and landscaping to achieve energy savings, and should be designed to encourage and facilitate walking and bicycling. Energy efficiency measures should be incorporated into building design and construction.*

The Project is intentionally oriented to allow sunlight not only into the central recreational amenity, but also onto each of the two building wings. Furthermore, the two wings of the building are slightly angled apart to maximum sunlight exposure for its units.

As for energy efficiency measures within the building design and construction, the Applicant is a leader in sustainable design and will implement its expertise with the Project to create an environmentally friendly, sustainable development. The Applicant has established four main priorities for sustainable development: minimize utility consumption, minimize impact on the stormwater system, improve indoor air quality, and introduce financially responsible innovative



technologies. The Applicant will use these priorities as guiding principles for the implementation and development of the Project.

4. **Tree Preservation and Tree Cover Requirements.** *All rezoning applications for residential development, regardless of the proposed density, should be designed to take advantage of the existing quality tree cover. If quality tree cover exists on site as determined by the county, it is highly desirable that developments meet most or all of their tree cover requirement by preserving and, where feasible and appropriate, transplanting existing trees. Tree cover in excess of ordinance requirements is highly desirable. Proposed utilities, including stormwater management and outfall facilities and sanitary sewer lines, should be located to avoid conflicts with tree preservation and planting areas. Air quality-sensitive tree preservation and planting efforts (see Objective 1, Policy c in the Environment section of this document) are also encouraged.*

During development of the Project, the Applicant aims to maximize the preservation of existing trees on the Property, particularly in light of the high-quality natural amenity located around the Little Rock Run. The Project will include approximately five acres of tree conservation areas, which will be supplemented with the removal of invasive species and restoration of native plantings. In sum, the Project will include a tree buffer averaging between 50-75 feet in width along the perimeter of the site.

5. **Transportation.** *All rezoning applications for residential development should implement measures to address planned transportation improvements. Applicants should offset their impacts to the transportation network. Accepted techniques should be utilized for analysis of the development's impact on the network. Residential development considered under these criteria will range widely in density and, therefore, will result in differing impacts to the transportation network. Some criteria will have universal applicability while others will apply only under specific circumstances. Regardless of the proposed density, applications will be evaluated based upon the following principles, although not all of the principles may be applicable.*

- a. **Transportation Improvements:** *Residential development should provide safe and adequate access to the road network, maintain the ability of local streets to safely accommodate traffic, and offset the impact of additional traffic through commitments to the following:*

- i. *Capacity enhancements to nearby arterial and collector streets;*

The special exception application submitted for the Project will include a traffic impact analysis, as applicable, to determine the transportation impacts and correlated mitigation measures associated with the Project. Notably, independent living facilities generate a relatively low volume of traffic, particularly when compared to non-age restricted residential uses. However, the traffic analysis may deem the Applicant's contribution to nearby transportation improvements recommended by the Comprehensive Plan appropriate and necessary. These Comprehensive Plan recommended improvements include the widening of Lee Highway to a six-lane road and the study for a future interchange at Stringfellow Road and Lee Highway.



- ii. *Street design features that improve safety and mobility for non-motorized forms of transportation;*

The Project will include pedestrian facilities to ensure the safety of residents, employees and visitors alike.

- iii. *Signals and other traffic control measures;*

As mentioned above, the Applicant will provide any mitigation measures necessitated by the Project's anticipated transportation impact.

- iv. *Development phasing to coincide with identified transportation improvements;*

The Project includes a single building to be provided in one phase.

- v. *Right-of-way dedication;*

The Comprehensive Plan currently does not indicate the expansion of Stringfellow Road or Autumn Willow Drive, which border the Property on the western and northern boundaries, respectively. The Plan notes a planned expansion of Lee Highway to a six-lane road, with a potential interchange at its intersection with Stringfellow Road. The Park Authority will continue to own and control the FCPA Parcel, which may need to dedicate land for the future expansion of Lee Highway.

- vi. *Construction of other improvements beyond ordinance requirements;*

As mentioned above, the Applicant will provide mitigation measures to offset anticipated transportation impacts from the Project.

- vii. *Monetary contributions for improvements in the vicinity of the development.*

If required under the County's Road Fund Guidelines, the Applicant will contribute to the Fairfax Center Area Road Fund accordingly.

- b. ***Transit/Transportation Management: Mass transit usage and other transportation measures to reduce vehicular trips should be encouraged by:***

- i. *Provision of bus shelters;*

The Project includes a pick-up/drop-off loop at the front of the building to accommodate a shuttle bus service or ride-sharing service for its residents.

*ii. Implementation and/or participation in a shuttle bus service;*

The proposed pick-up/drop-off loop at the front of the building will accommodate a shuttle bus service or ride-sharing service for its residents. Beyond this network, the Fairfax Connector also operates two bus routes that pass through this area (Routes 630 and 631), with two bus stops locations within a 10-minute walk, providing an opportunity for public transportation proximate to the Project.

*iii. Participation in programs designed to reduce vehicular trips;*

Notably, independent living facilities generate a lower volume of traffic, especially during the peak hours, compared to other non-age restricted residential uses. However, the Project will include a Transportation Demand Management plan to ensure the reduction of vehicular trips, if deemed necessary.

*iv. Incorporation of transit facilities within the development and integration of transit with adjacent areas;*

The Fairfax Connector operates two bus routes that pass through this area (Routes 630 and 631), providing an opportunity for public transportation proximate to the Project.

*v. Provision of trails and facilities that increase safety and mobility for non-motorized travel.*

The Project will be incorporated into the existing Willow Pond Park trail network.

**c. Interconnection of the Street Network:** *Vehicular connections between neighborhoods should be provided, as follows:*

*i. Local streets within the development should be connected with adjacent local streets to improve neighborhood circulation;*

The Project contains a single building, and it does not have any interior local streets.

*ii. When appropriate, existing stub streets should be connected to adjoining parcels. If street connections are dedicated but not constructed with development, they should be identified with signage that indicates the street is to be extended;*



The Project is not located along, nor does it contain, any street stubs. With regard to coordination among adjoining parcels, the Project's entrance is purposefully located along Autumn Willow Drive across the street from the entrance to the Stringfellow Soccer Park parking lot.

- iii. *Streets should be designed and constructed to accommodate safe and convenient usage by buses and non-motorized forms of transportation;*

The Project will not include any new streets.

- iv. *Traffic calming measures should be implemented where needed to discourage cut-through traffic, increase safety and reduce vehicular speed;*

The Project will not include any new streets.

- v. *The number and length of long, single-ended roadways should be minimized;*

The Project will not include any new streets.

- vi. *Sufficient access for public safety vehicles should be ensured.*

The Project will include parking lanes that wrap around the side of the building, thereby providing sufficient access for public safety and emergency vehicles.

- d. **Streets:** *Public streets are preferred. If private streets are proposed in single-family detached developments, the applicant shall demonstrate the benefits for such streets. Applicants should make appropriate design and construction commitments for all private streets so as to minimize maintenance costs which may accrue to future property owners. Furthermore, convenience and safety issues such as parking on private streets should be considered during the review process.*

The Project will not include any new streets.

- e. **Non-motorized Facilities:** *Non-motorized facilities, such as those listed below, should be provided:*

- i. *Connections to transit facilities;*

The Fairfax Connector operates two bus routes that pass through this area (Routes 630 and 631), with two bus stops locations within a 10-minute walk, providing an opportunity for public transportation proximate to the Project. The potential shuttle bus service or ride-sharing service that will directly serve the Property can connect



to this public transportation network, as well as provide transportation elsewhere for residents.

*ii. Connections between adjoining neighborhoods;*

The Project is an appropriate infill development within an existing neighborhood.

*iii. Connections to existing non-motorized facilities;*

The Project includes direct access to existing pedestrian trails within the Willow Pond Park.

*iv. Connections to off-site retail/commercial uses, public/community facilities, and natural and recreational areas;*

The Project is uniquely integrated with the Willow Pond Park, providing direct access to a natural and recreational amenity for residents and visitors. Additionally, the Stringfellow Soccer Park is located immediately north of the Property, providing direct access to a family-oriented recreational amenity. As describe above, the Applicant will provide additional trails that will tie into the existing trail and sidewalk network around the Property.

Notably, the Fair Lakes Shopping Center is only one mile north along Stringfellow Road, providing convenient access to groceries, restaurants and shopping for residents' daily needs. The Fairfax Connector operates two bus routes that pass through this area (Routes 630 and 631), providing an opportunity for public transportation to this retail/commercial center.

*v. An internal non-motorized facility network with pedestrian and natural amenities, particularly those included in the Comprehensive Plan;*

The Comprehensive Plan's Countywide Trails Plan Map includes two trails through the Willow Pond Park, which follow the Little Rock Fun as it crosses the FCPA Parcel. The existing trails within and along the Willow Pond Park are consistent with this plan.

*vi. Offsite non-motorized facilities, particularly those included in the Comprehensive Plan;*

The existing trails within and along the Willow Pond Park are consistent with the trails indicated on the Comprehensive Plan's Countywide Trails Plan Map.

- vii. *Driveways to residences should be of adequate length to accommodate passenger vehicles without blocking walkways;*

The Project does not include residential driveways.

- viii. *Construction of non-motorized facilities on both sides of the street is preferred. If construction on a single side of the street is proposed, the applicant shall demonstrate the public benefit of a limited facility.*

There are existing sidewalks and/or trails along all four sides of the Property.

- f. **Alternative Street Designs:** *Under specific design conditions for individual sites or where existing features such as trees, topography, etc. are important elements, modifications to the public street standards may be considered.*

The Project will not include any new streets.

- 6. **Public Facilities:** *Residential development impacts public facility systems (i.e., schools, parks, libraries, police, fire and rescue, stormwater management and other publicly owned community facilities). These impacts will be identified and evaluated during the development review process. For schools, a methodology approved by the Board of Supervisors, after input and recommendation by the School Board, will be used as a guideline for determining the impact of additional students generated by the new development.*

*Given the variety of public facility needs throughout the county, on a case-by-case basis, public facility needs will be evaluated so that local concerns may be addressed.*

*All rezoning applications for residential development are expected to offset their public facility impact and to first address public facility needs in the vicinity of the proposed development. Impact offset may be accomplished through the dedication of land suitable for the construction of an identified public facility need, the construction of public facilities, the contribution of specified in-kind goods, services or cash earmarked for those uses, and/or monetary contributions to be used toward funding capital improvement projects. Selection of the appropriate offset mechanism should maximize the public benefit of the contribution.*

*Furthermore, phasing of development may be required to ensure mitigation of impacts.*

The Applicant recognizes that the Project may have an impact on public facility systems, such as parks, libraries, police, fire and rescue, stormwater management and other publicly-owned community



facilities. The Applicant looks forward to identifying and evaluating any potential public facilities impacts in coordination with the County during the development review process.

7. **Affordable Housing:** *Ensuring an adequate supply of housing for low and moderate income families, those with special accessibility requirements, and those with other special needs is a goal of the county. Part 8 of Article 2 of the Zoning Ordinance requires the provision of Affordable Dwelling Units (ADUs) in certain circumstances. Criterion #7 is applicable to all rezoning applications and/or portions thereof that are not required to provide any Affordable Dwelling Units, regardless of the planned density range for the site.*
  - a. **Dedication of Units or Land:** *If the applicant elects to fulfill this criterion by providing affordable units that are not otherwise required by the ADU Ordinance: a maximum density of 20% above the upper limit of the Plan range could be achieved if 12.5% of the total number of single-family detached and attached units are provided pursuant to the Affordable Dwelling Unit Program; and, a maximum density of 10% or 20% above the upper limit of the Plan range could be achieved if 6.25% or 12.5%, respectively of the total number of multifamily units are provided to the Affordable Dwelling Unit Program. As an alternative, land, adequate and ready to be developed for an equal number of units may be provided to the Fairfax County Redevelopment and Housing Authority or to such other entity as may be approved by the Board.*
  - b. **Housing Trust Fund Contributions:** *Satisfaction of this criterion may also be achieved by a contribution to the Housing Trust Fund or, as may be approved by the Board, a monetary and/or in-kind contribution to another entity whose mission is to provide affordable housing in Fairfax County, equal to 0.5% of the value of all of the units approved on the property except those that result in the provision of ADUs. This contribution shall be payable prior to the issuance of the first building permit. For for-sale projects, the percentage set forth above is based upon the aggregate sales price of all of the units subject to the contribution, as if all of those units were sold at the time of the issuance of the first building permit, and is estimated through comparable sales of similar type units. For rental projects, the amount of the contribution is based upon the total development cost of the portion of the project subject to the contribution for all elements necessary to bring the project to market, including land, financing, soft costs and construction. The sales price or development cost will be determined by the Department of Housing and Community Development, in consultation with the Applicant and the Department of Public Works and Environmental Services. If this criterion is fulfilled by a contribution as set forth in this paragraph, the density bonus permitted in a) above does not apply.*

The Autumn Willow Senior Housing Facility is a unique opportunity to provide an affordable housing facility within the Springfield District. All units within the Project will be provided as Affordable Dwelling Units ("ADUs"), far exceeding the Zoning Ordinance requirements and Comprehensive Plan recommendations for affordable housing. The Applicant is excited by the opportunity to respond to the County's RFP for this project and looks forward to this opportunity to provide a much-needed housing opportunity to the community's aging residents.

8. **Heritage Resources:** *Heritage resources are those sites or structures, including their landscape settings, that exemplify the cultural, architectural, economic, social, political, or historic heritage of the*



county or its communities. Some of these sites and structures have been 1) listed in, or determined eligible for listing in, the National Register of Historic Places or the Virginia Landmarks Register; 2) determined to be a contributing structure or site within a district so listed or eligible for listing; 3) located within and considered as a contributing structure within a Fairfax County Historic Overlay District; or 4) listed in, or having a reasonable potential as determined by the county, for meeting the criteria for listing in, the Fairfax County Inventory of Historic Sites.

In reviewing rezoning applications for properties on which known or potential heritage resources are located, some or all of the following shall apply

- a. *Protect heritage resources from deterioration or destruction until they can be documented, evaluated, and/or preserved;*
- b. *Conduct archaeological, architectural, and/or historical research to determine the presence, extent, and significance of heritage resources;*
- c. *Submit proposals for archaeological work to the county for review and approval and, unless otherwise agreed, conduct such work in accordance with state standards;*
- d. *Preserve and rehabilitate heritage resources for continued or adaptive use where feasible;*
- e. *Submit proposals to change the exterior appearance of, relocate, or demolish historic structures to the Fairfax County Architectural Review Board for review and approval;*
- f. *Document heritage resources to be demolished or relocated;*
- g. *Design new structures and site improvements, including clearing and grading, to enhance rather than harm heritage resources;*
- h. *Establish easements that will assure continued preservation of heritage resources with an appropriate entity such as the county's Open Space and Historic Preservation Easement Program; and*
- i. *Provide a Fairfax County Historical Marker or Virginia Historical Highway Marker on or near the site of a heritage resource, if recommended and approved by the Fairfax County History Commission.*

There are no existing structures on the Property nor any known potential heritage resources.

#### **V. Zoning Ordinance Section 9-306: Additional Standards for Independent Living Facilities**

1. *Housing and general care may be provided only for persons who qualify for the age- related exemptions of the Federal Fair Housing Amendments Act of 1988 (FFHA) or for adults with a disability, to include a "handicap" as defined in the FFHA. In addition, any dwelling unit within the facility may include a live-in aide. For the purposes of this Section, a live-in aide is any person who meets the definition set forth in the U.S. Department of Housing and Urban Development (HUD) regulations, Title 24, of the Code of Federal Regulations, Section 5.403 and 982.316, and is further subject to any applicable notices issued by HUD.*

*An independent living facility may also provide for a resident care provider(s), subject to the provisions of this Section. A resident care provider is any person who lives in a separate dwelling unit within the independent living facility, who provides services that are determined to be essential to the care and well-being of one or more elderly or disabled persons living within the same facility and is further subject to the provisions of this Section.*

*The owner/manager of the facility is responsible for ensuring compliance with this occupancy criterion and is responsible for reporting such information as required by the FFHA. Upon specific request by*



*the Zoning Administrator, the owner or manager of the facility must provide a copy of the document(s) used to verify occupancy qualifications of residents, live-in aides, or resident care providers.*

The Project will abide to all applicable regulations and restrictions for independent living facilities, including those under the Federal Fair Housing Amendments Act of 1988 (FFHA) and the U.S. Department of Housing and Urban Development regulations.

2. *Independent living facilities must provide on-site staff and services that adequately and satisfactorily take into account the needs of elderly persons or persons with a disability. This could include services related to transportation, shopping, health, recreational and other supportive services. The development must also provide specific facility maintenance and operating programs to ensure that the facility meets the needs of the residents and is compatible with the neighborhood. The Board may impose such reasonable conditions upon any exception granted as may be necessary or expedient to insure the adequacy and ongoing provision and maintenance of such facilities and services.*

The Project will include high-quality on-site staff and services to meet the daily needs of its residents, in addition to maintenance and operating programs to ensure the efficient operation of the facility. The Applicant's strategic partner, Better Tomorrows, seeks to improve the social connectedness and quality of life for low-income seniors, so that they remain healthier, happier and able to age in place. With that goal in mind, they seek to reduce the social isolation experienced by many older adults by fostering social links for seniors within the community and providing intensive case management and individual support. At the same time, Better Tomorrows' case managers make sure that seniors are receiving public benefits and regular primary healthcare, in addition to access to regular health screenings, exercise and nutrition classes, healthy food and regular community activities.

has been serving low-income affordable housing communities since its foundation in 2013. Better Tomorrows supports educational and economic success by ensuring that low-income families have the resources and support they need to remain in safe, stable, affordable homes. The presence of Better Tomorrows within the project will ensure that its senior services goal to improve the social connectedness and quality of life for low-income seniors comes to fruition.

3. *Such development must be compatible with and not adversely impact the adjacent properties and not hinder or be contrary to the adopted comprehensive plan for the area. To that end, the Board may place additional limitations or impose conditions deemed necessary to ensure such compatibility.*

The Project fulfills the goals articulated in the Comprehensive Plan, including the area-specific Fairfax Center Area goals, the guidelines for multifamily residential development, and residential development criteria. The planned Autumn Willow Senior Housing Facility will be highly compatible with the surrounding neighborhood and will not adversely impact the adjacent properties.

4. *To assist in assessing whether the overall intensity of the proposed use is consistent with the scale of the surrounding neighborhood, the total gross floor area, including the dwelling unit area and all non-dwelling unit areas, the floor area ratio and the number of dwelling units must be shown on the plat submitted with the application.*

The Applicant has indicated the planned density on its Project plans, which is a maximum 142 units, or approximately 6.9 dwelling units per acre and 0.17 FAR, when including non-dwelling unit areas. The Project is only two stories in height with massing that is broken up into two separate wings, all to reflect the architecture of the surrounding residential neighborhood.

5. *The use must be located on a parcel of land fronting on, and with direct access to, a collector street or major thoroughfare.*



The Property fronts and has direct access to Autumn Willow Drive, with convenient access to Stringfellow Road, Lee Highway, then I-66.

6. *The density of such use is based upon the density of the land use recommendation set forth in the adopted comprehensive plan and as further modified by the corresponding multiplier and open space requirements set forth in the table provided below. Where the adopted comprehensive plan does not specify a density range in terms of dwelling units per acre, the density range is determined in accordance with Sect. 2-804.*

<i>Comprehensive Plan Residential Density</i>	<i>Maximum Number of Units Per Acre*</i>	<i>Required Open Space</i>
<i>0.2 unit per acre</i>	<i>Not to exceed 5 times units per acre</i>	<i>75%</i>
<i>0.5 unit per acre</i>	<i>Not to exceed 4 times units per acre</i>	<i>70%</i>
<i>1 unit per acre</i>	<i>Not to exceed 4 times units per acre</i>	<i>65%</i>
<i>2 units per acre</i>	<i>Not to exceed 4 times units per acre</i>	<i>60%</i>
<i>3 units per acre</i>	<i>Not to exceed 4 times units per acre</i>	<i>55%</i>

*For developments providing 100 percent of the dwelling units as ADUs, the density determined by the table above may be increased by an additional 20 percent.*

*If 100 percent of the dwelling units are provided for residents whose annual household income is 50 percent of the median income for the Washington Metropolitan Statistical Area (WMSA) for not less than 70 percent of the units and 30 percent of the WMSA for not more than 30 percent of the units, the density will be determined by the table above and may be increased by an additional 25 percent, as calculated using the high end of the residential density range set forth in the adopted comprehensive plan.*

*Any such development may be administered under the provisions of Part 8 of Article 2 or under the provisions of any other affordable housing program deemed equivalent by the Zoning Administrator pursuant to Sect. 2-816.*

All units in the Project will be ADUs. Per the County's RFP, the maximum density for the Project will be 150 units, or 7.3 dwelling units per acre. TMO proposes 142 units at a density of 6.9 dwelling units per acre.

7. *All independent living facilities, whether approved through a rezoning or as a special exception and regardless of building construction type, must provide affordable dwelling units when the multiplier set forth above is used or when the parking rate specified in Article 11 for independent living facilities is used. A minimum of 15 percent of the total number of dwelling units must be Affordable Dwelling Units (ADUs), administered in accordance with the provisions of Part 8 of Article 2.*

As stated above, 100% of the units within the Autumn Willow Senior Housing Facility will be ADUs.

8. *Independent living facilities may include, as an accessory component, assisted living facilities and skilled nursing facilities designed primarily for the residents of the independent living facility. As an accessory use, the number of units or beds attributable to an assisted living or nursing facility*



*component is limited to not more than 15 percent of the number of units in the independent living facility. Any such accessory component is not subject to review by the Health Care Advisory Board.*

The Project will not include an assisted living component.

9. *All facilities of the development are to be solely for the use of the residents, employees and invited guests, but not for the general public.*

The planned facility will only be for the use of residents, employees and invited guests.

10. *In residential districts, the maximum building height is 50 feet, except that the maximum building height is 35 feet when the structure is designed to look like a single family detached dwelling and utilizes the applicable residential district minimum yard requirements, as set forth below, subject to further limitations by the Board to ensure neighborhood compatibility. For independent living facilities in commercial districts the maximum building height is as set forth in the district in which they are located.*

The Project is two stories or 25 feet in height, with all required yards provided to reflect the fabric of the surrounding residential neighborhood.

11. *For independent living units that are located in a structure designed to look like a single family detached dwelling unit and is located in the R-E through R-8 Districts, the Board may permit compliance with the applicable single family detached minimum yard requirements of the zoning district in which located. For independent living facilities located in any other structure or district, the minimum front, side and rear yard requirements shall be as follows:*
  - a. *Where the yard abuts or is across a street from an area adopted in the comprehensive plan for 0.2 to 8 dwelling units per acre - 50 feet.*
  - b. *Where the yard abuts or is across a street from an area adopted in the comprehensive plan for a residential use having a density greater than 8 dwelling units per acre or any commercial, office or industrial use - 30 feet.*

*In any event, the Board may modify such yard requirements to ensure compatibility with the surrounding neighborhood.*

The Project exceeds the minimum yard requirements in the Zoning Ordinance and recommendations in the Comprehensive Plan. This includes a minimum 75-foot parking setback and 130 to 155 foot building setback from Autumn Willow Drive, and side yards ranging from 95 to 185 feet in width. The closest homes, located on the east and west sides of the Property, are situated approximately 350 to 420 feet from the proposed building.

12. *Transitional screening shall be provided in accordance with the provisions of Article 13, and for the purpose of that Article, an independent living facility shall be deemed a multiple family dwelling.*

The Project will provide transition screening as required in Article 13 of the Zoning Ordinance.

13. *With specific regard to independent living facilities, the provisions of Par. 6 above do not apply to proffered rezoning and approved special exception applications or amendments thereto approved prior to May 20, 2003 or for special exception applications approved prior to May 20, 2003 for which a request for additional time to commence construction is subsequently requested in accordance with Sect. 9-015. Additionally, Par. 6 above does not apply, unless requested by the applicant, to rezoning and special exception amendment applications filed on or after May 20, 2003, which propose no increase in density over the previously approved density. Additionally, the provisions of Par. 8 above do not apply to proffered rezonings and approved special exception applications or amendments thereto*



approved before December 5, 2018, nursing units previously approved as an accessory component of the independent living facility.

The above standards do not apply to the Project.

14. *Live-in aides, as defined in Par. 1 above, shall not be subject to the income limitations and/or the age/disability occupancy requirements set forth in this Section. For the purposes of this Section, the "annual household income" shall not include the income of any live-in aide when determining the eligibility of the qualified resident.*

The Project will comply with the above standards.

15. *Resident care providers, as defined in Par. 1 above, may be provided in independent living facilities located in single family attached units or multiple family dwelling unit buildings, limited to not more than 25 percent of the total number of dwelling units within the facility. Such resident care providers need not meet the income limitations or age/disability occupancy requirements set forth in this Section; however, rental occupancy is limited to a maximum six-month term, subject to renewal for additional six-month maximum terms upon confirmation that the care provider continues to provide services to the primary resident(s) of the development. At such time that it is determined that an individual is no longer providing care services to a resident, such individual must vacate the rental unit at the end of the lease term.*

The Project will comply with the above standards.

16. *For independent living facilities for low income tenants in which not less than 70 percent of the dwelling units are to be provided for those residents whose annual household income is not more than 50 percent of the median income for the Washington Metropolitan Statistical Area (WMSA) and not more than 30 percent of the dwelling units are provided for residents whose annual income is not more than 70 percent of the median income for the WMSA, the following additional standards also apply:*

- a. *All occupancy is to be on a rental basis only. Maximum rental prices will be established in accordance with the following formula, based on the appropriate median income for the WMSA. The base figure is adjusted by the following factors for different dwelling unit sizes based on bedroom count:*

*The result of this calculation for each size dwelling unit is divided by 12, then multiplied by 25 percent and rounded to the nearest whole number to establish the maximum rent for the unit, which may or may not include utilities, at the developer's option. Resident care provider units are not subject to this calculation.*

The Project will operate on a rental basis only, with rents based on the above calculation.

- b. *The owner or manager is responsible for monitoring the income level of tenants at the time of initiation and renewal of any lease term and is responsible for any reporting of such information in accordance with the requirements of the FFHA, and must establish that any live-in aide or resident care provider continues to meet the applicable requirements of this Section. The owner or manager is also responsible for completing all verification of occupancy requirements set forth in 42 U.S.C. § 3607(b) and 24 C.F.R. § 100.307 annually. The results of all such monitoring and occupancy verification must be provided to the Zoning Administrator, or designee, on an annual basis to assure on-going compliance with the tenancy and income limits. Such report must include the dwelling unit number/address, date of lease renewal, term of lease renewal, and tenant's income. Should a tenant become over-*

*qualified with regard to income at any time during a lease term, such tenant must vacate the unit at the end of the lease term in effect at the time of such over-qualification or within nine months of such over-qualification, whichever time period is longer.*

The administration of the Project will abide to all applicable regulations and restrictions for income and monitoring, including the FFHA, 42 U.S.C. § 3607(b) and 24 C.F.R. § 100.307, and County Zoning Ordinance.

- c. *Prior to the issuance of the first Residential Use Permit for any unit in the independent living facility, the owner must record a covenant, on a form provided and approved by the Fairfax County Department of Housing and Community Development, to address at a minimum the income limitations; rental price restrictions; the perpetuity of such controls; and any other relevant limits that are imposed by the Board.*

Covenants will be recorded for the Project prior to the issuance of the first residential use permit for the Project.

- d. *Such independent living facilities for low income residents are not subject to Part 8 of Article 2 of the Zoning Ordinance, the ADU Program, nor are they subject to the Board's policy for Workforce Dwelling Units.*

The Project will comply with the above standards.



# *Site Improvement Costs*



Project:  
Created:  
Data Assumptions:

Autumn Willow / Revision #3: Rev 1: 2020-01-30-architect layout  
Feb 05, 2020 02:19 PM UTC  
None Specified

WORK ACTIVITY	QUANTITY	UNIT	UNIT COST	SUBTOTAL	TOTAL
ON-SITE PREPARATION					
Site Clearing					
Clearing	5.41	AC	\$6,300.00	\$34,083	
Topsoil Strip/Cut	4361.60	CY	\$2.31	\$10,075	
Topsoil Fill	1688.30	CY	\$2.31	\$3,900	
Topsoil Export	2673.30	CY	\$9.98	\$26,680	
Total Site Clearing				\$74,738	\$74,738
Grading Cut					
Earth Cut	15652.42	CY	\$2.76	\$43,201	
Rock Cut	0.00	CY	\$12.85	\$0	
Unsuitable Cut	0.00	CY	\$5.52	\$0	
Pipe Earth Cut	1583.51	CY	\$5.40	\$8,551	
Pipe Rock Cut	0.00	CY	\$12.85	\$0	
Total Grading Cut				\$51,752	\$51,752
Grading Fill					
Earth Fill (c = 1.15)	13610.8	15652.42	CY	\$2.76	\$43,201
Import/Borrow Fill (c = 1.15)	397.31	456.91	CY	\$19.95	\$9,115
Desired Import		0.00	CY	\$0.00	\$0
Pipe Earth Fill (c = 1.15)	1376.96	1583.51	CY	\$17.00	\$26,920
Pipe Earth Import (c = 1.15)	77.15	88.72	CY	\$19.95	\$1,770
Total Grading Fill				\$81,006	\$81,006
Grading Export					
Earth Export	0.00	CY	\$9.98	\$0	
Rock Export	0.00	CY	\$9.98	\$0	
Unsuitable Export	0.00	CY	\$9.98	\$0	
Desired Earth Export	0.00	CY	\$0.00	\$0	
Pipe Earth Export	0.00	CY	\$9.98	\$0	
Pipe Rock Export	0.00	CY	\$9.98	\$0	
Total Grading Export				\$0	\$0
Retaining Wall	2.67	SF	\$25.05		\$67
Other Preparation					
Fine Grading (Building)	7576.13	SY	\$1.45	\$10,985	
Fine Grading (Non-Building)	8463.78	SY	\$0.95	\$8,041	
Erosion Control	6.50	AC	\$2,500.00	\$16,250	
Seeding	2.09	AC	\$1,250.00	\$2,613	
Total Other Preparation				\$37,888	\$37,888
TOTAL					\$245,450
ON-SITE IMPROVEMENTS					
Paving - Asphalt					
Asphalt Paving - Drives (Light Duty)	6108.86	SY	\$19.06	\$116,435	
Asphalt Paving - Drives (Heavy Duty)	0.00	SY	\$22.61	\$0	
Asphalt Paving - Streets (Light Duty)	0.00	SY	\$29.65	\$0	
Asphalt Paving - Streets (Heavy Duty)	0.00	SY	\$33.25	\$0	
Total Paving - Asphalt				\$116,435	\$116,435
Paving - Concrete					
Concrete Paving - Drives (Light Duty)	0.00	SY	\$23.22	\$0	
Concrete Paving - Drives (Heavy Duty)	0.00	SY	\$27.27	\$0	
Concrete Paving - Streets (Light Duty)	0.00	SY	\$23.22	\$0	
Concrete Paving - Streets (Heavy Duty)	0.00	SY	\$35.73	\$0	
Total Paving - Concrete				\$0	\$0
Paving - Pedestrian					
Pedestrian Asphalt-Trails	333.00	SY	\$17.45	\$5,811	
Pedestrian Concrete Sidewa k along Autumn Willow Drive	2354.92	SY	\$34.29	\$80,750	
Total Paving - Pedestrian				\$86,561	\$86,561
Paving - Other					
Paving - Alternative 1	0.00	SY	\$16.00	\$0	
Paving - Alternative 2	0.00	SY	\$16.00	\$0	
Paving - Alternative 3	0.00	SY	\$16.00	\$0	
Paving - Gravel	0.00	SY	\$11.85	\$0	
Total Paving - Other				\$0	\$0
Curb & Gutter					
Street Curb & Gutter	0.00	LF	\$26.50	\$0	
Drive Curb & Gutter	232.86	LF	\$24.00	\$5,589	
Parking Curb & Gutter	2388.56	LF	\$18.70	\$44,666	
Total Curb & Gutter				\$50,255	\$50,255
TOTAL					\$253,251

ON-SITE STORM DRAINAGE

Storm Water FES					
12 in FES	0.00	EA	\$200.00	\$0	
15 in FES	0.00	EA	\$225.00	\$0	
18 in FES	0.00	EA	\$250.00	\$0	
24 in FES	1.00	EA	\$350.00	\$350	
30 in FES	0.00	EA	\$450.00	\$0	
36 in FES	0.00	EA	\$675.00	\$0	
42 in FES	0.00	EA	\$795.00	\$0	
48 in FES	0.00	EA	\$825.00	\$0	
54 in FES	0.00	EA	\$1,450.00	\$0	
60 in FES	0.00	EA	\$1,850.00	\$0	
Total Storm Water FES				\$350	\$350
Storm Water Pipes					
10 in Pipe	87.00	LF	\$20.00	\$1,740	
12 in Pipe	0.00	LF	\$23.00	\$0	
15 in Pipe	525.00	LF	\$26.50	\$13,913	
18 in Pipe	252.00	LF	\$33.00	\$8,316	
24 in Pipe	376.00	LF	\$45.50	\$17,108	
30 in Pipe	0.00	LF	\$78.50	\$0	
36 in Pipe	0.00	LF	\$100.00	\$0	
42 in Pipe	0.00	LF	\$125.00	\$0	
48 in Pipe	0.00	LF	\$149.00	\$0	
54 in Pipe	0.00	LF	\$175.00	\$0	
60 in Pipe	0.00	LF	\$202.00	\$0	
Total Storm Water Pipes				\$41,077	\$41,077
Inlets					
Inlets (Oversized)	0.00	EA	\$2,025.00	\$0	\$10,325
Inlets LF	51.27	LF	\$162.50		\$8,331
Inlets LF (Oversized)	0.00	LF	\$293.75		\$0
Manholes	1.00	EA	\$1,075.00		\$1,075
Manholes (Oversized)	0.00	EA	\$2,610.00		\$0
Manholes LF	9.87	LF	\$162.50		\$1,604
Manholes LF (Oversized)	0.00	LF	\$293.75		\$0
Storm Mains	0.00	EA	\$1,000.00		\$0
Rip Raps	1.00	EA	\$2,500.00		\$2,500
Pond Kits	0.00	EA	\$17,500.00		\$0
Miscellaneous (see Miscellaneous sheet)					\$0
				TOTAL	\$65,262
PUBLIC UTILITIES					
8 Inch Water	2500.00	LF	\$125.00	\$312,500	
6 Inch Water	25.00	LF	\$80.00	\$2,000	
Fire Hydrant	3.00	EA	\$4,750.00	\$14,250	
8 inch Sanitary Sewer	380.00	LF	\$100.00	\$38,000	
6 inch Sanitary Laterals	350.00	LF	\$100.00	\$35,000	
Sanitary Sewer Maholle	2.00	EA	\$4,200.00	\$8,400	
Sanitary Sewer Cleanouts	4.00	EA	\$600.00	\$2,400	
Connect to Existing Manhole	1.00	EA	\$1,400.00	\$1,400	
Off-Site Sanitary Sewer Easement					
				\$413,950	
				TOTAL	\$413,950
STORM WATER MANAGEMENT					
<u>Quality Control:</u>					
Level 1 2,000 SF planter box (4 ft soil media+ 1 ft gravel)	1.00			\$100,000	
Level 2 10,000 SF Bioretention ( 3 ft soil media+ 1 gravel)	1.00			\$105,000	
<u>Quantity Control:</u>					
Price based on Conserative Approach usung pond or detention	1.00			\$150,000	
Price based on aggressive approach:-					
				\$355,000	\$355,000
LANDSCAPE AND AMENITIES					
Communty courtyard with tables, chairs, grills, shade canopy or structure	1.00	EA		\$75,000	
Passive rec area with tables, seating, fire pits, raised gardens	1.00	EA		\$50,000	
Site landscaping, restoration, invasive species removal	100.00	EA		\$150,000	
Bridge or boardwalk	1.00			\$50,000	
					\$325,000
				Total Cost Estimate For Site	\$1,774,348

NOTE: The quantites and unit costs shown above were largely generated using SITEOPS , the budget allowances storm water management and landcape amenites listed are estimated based on meeting County code compliance and anticpated design and program requirements. All volumes for cut, fill, import and export are considered compacted.



*Conceptual  
Development Plan  
and  
Renderings*



# THE LODGE AT AUTUMN WILLOW





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**THE LODGE AT AUTUMN WILLOW**  
FAIRFAX COUNTY, VA



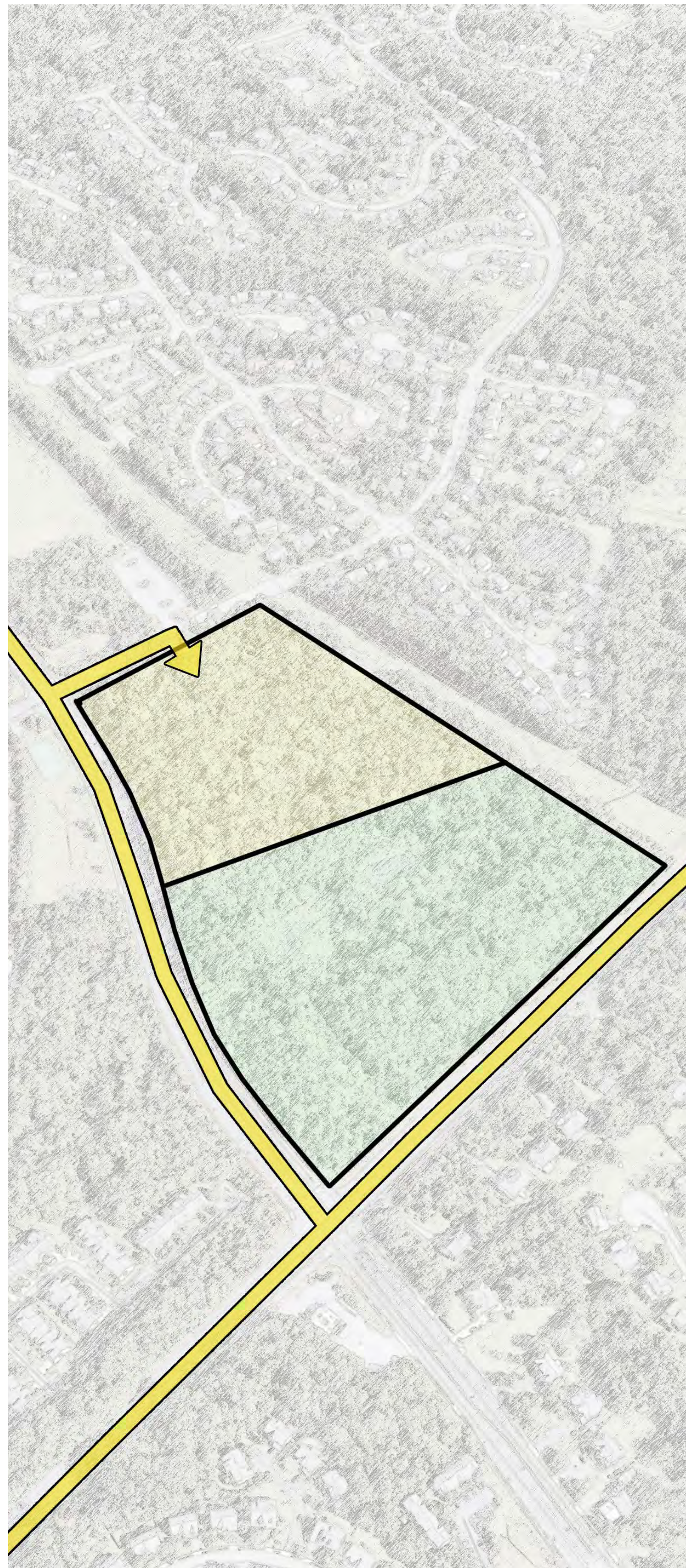


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FAIRFAX COUNTY, VA

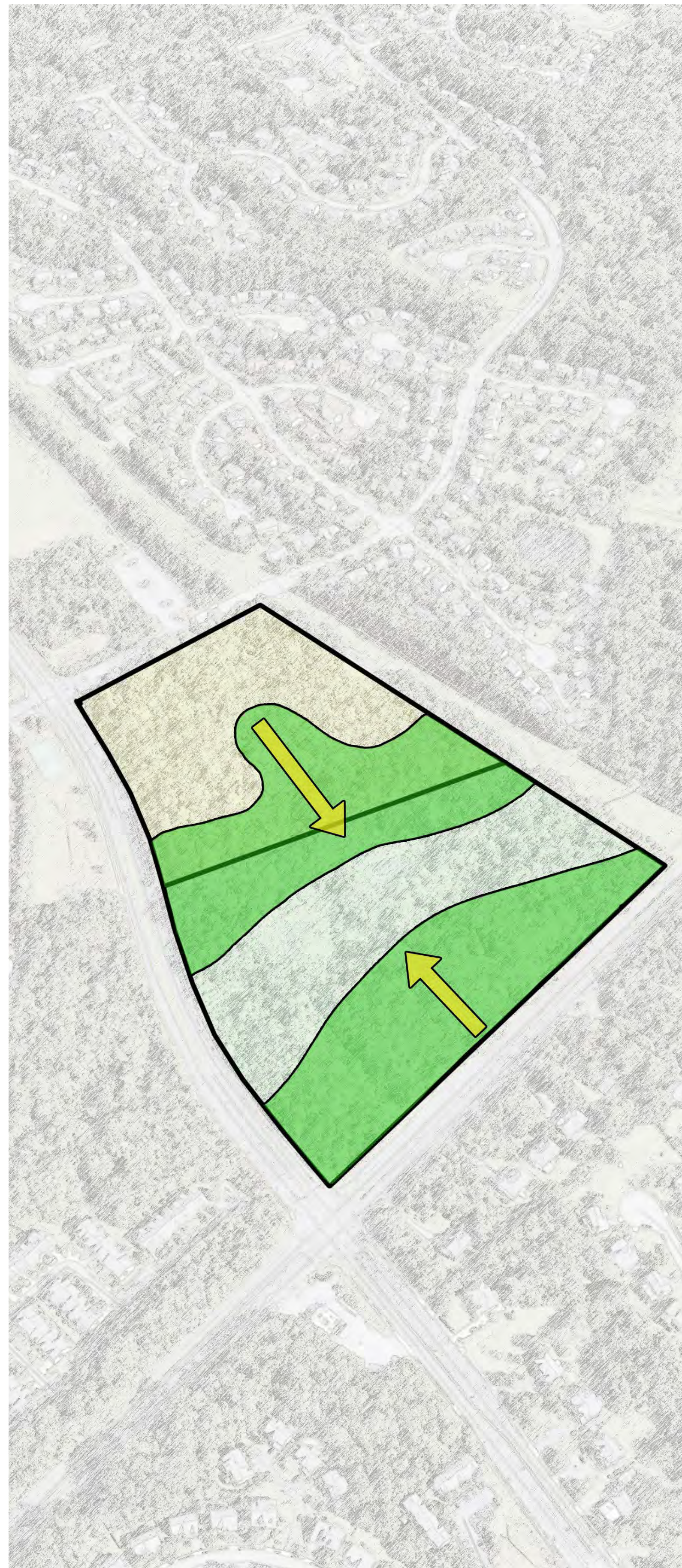




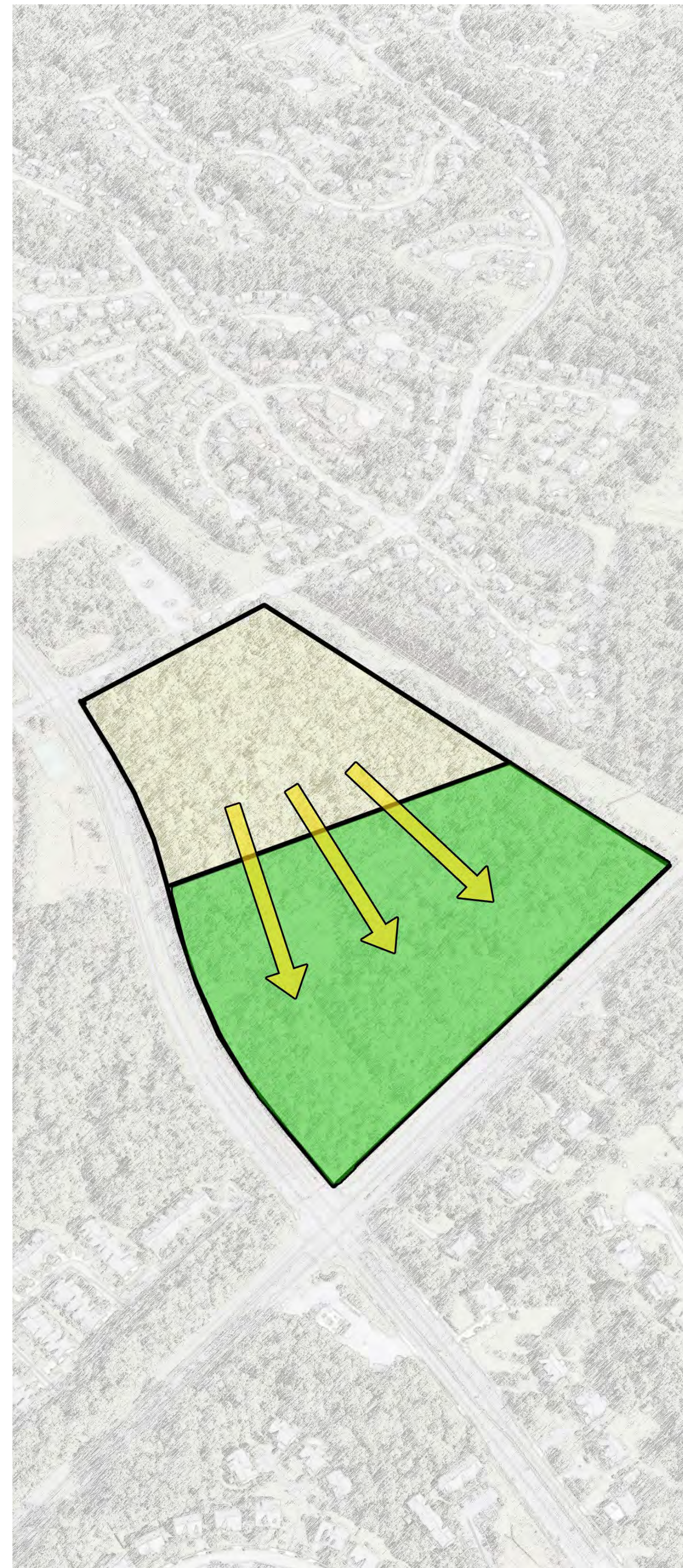




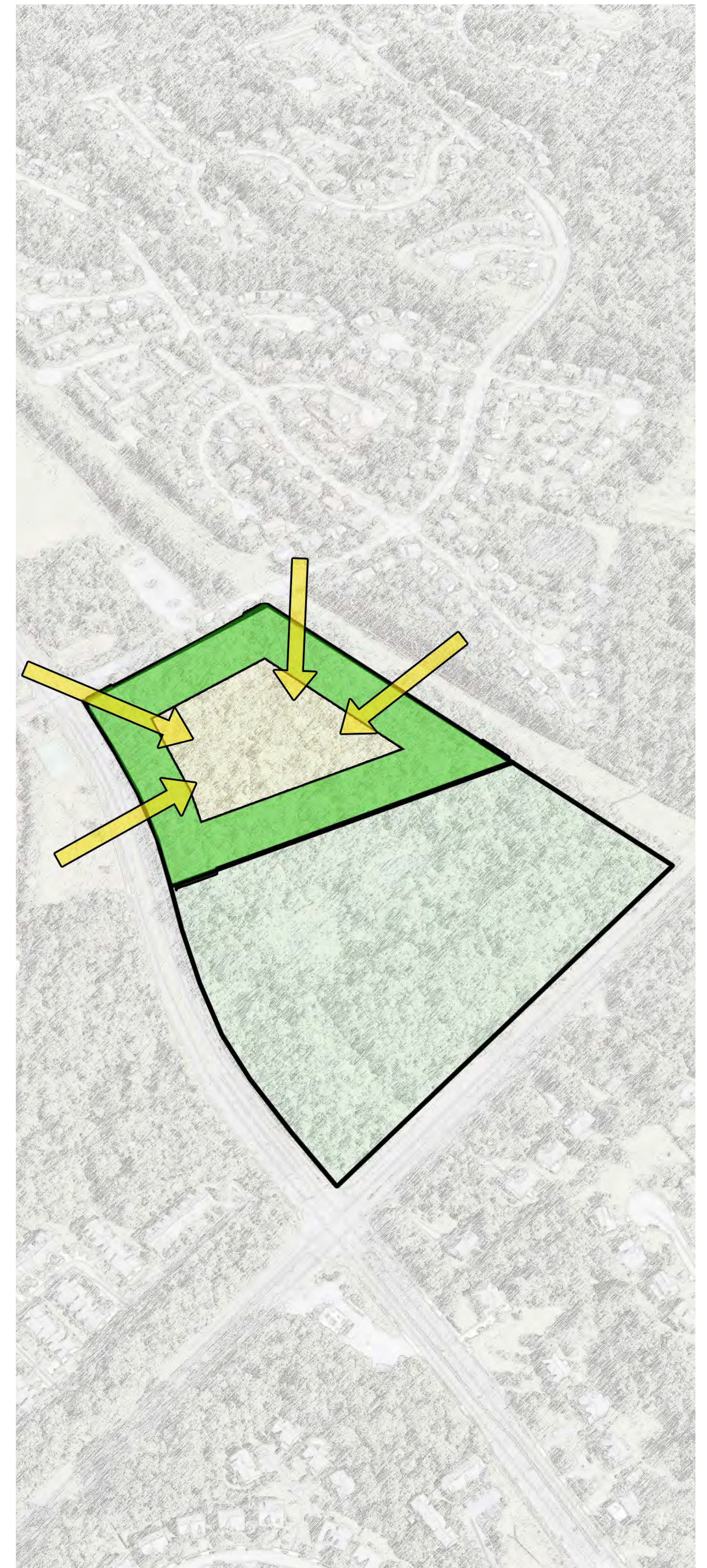
VEHICULAR ACCESS



SLOPES



VIEW SHED



TREE BUFFER



# DESIGN PHILOSOPHY

Autumn Willow is a site of unique natural woods and steep topographic qualities surrounded by a public park, pedestrian trails, utilities easements and the little rocky run streambed at the valley south end.

The proposal seeks to introduce a minimum impact building that harmoniously integrates into the site and the adjacent neighborhood. The design proposes a simple asymmetrical H shape building that follows the topographic contours to minimize the built presence and site intervention. The east-west oriented central section is a transparent amenity space that connects the entry plaza visually to the wooded rear courtyard and south stream valley. The two north-south wings containing the residential units follow the site topography and create a small front arrival court and a large rear court. This maximizes the preservation of the existing trees by naturally integrating the building into the site. The south oriented courtyard maximizes sun exposure for the building and landscape.

The building is located towards the site center, creating ample buffer areas towards the edges. The surface parking aligns with the building minimizing site impact and disturbance and maximizing the buffer from adjacent properties. The building has an almost stealth design that will always be perceived though the filter of existing and new trees and vegetation.

Inspired by the site’s beautiful wood and hill like qualities, the team proposed a “National Park Lodge” inspired architecture adapted to the residential program. The central amenity space is a transparent wooden box with front and rear colonnades that embraces the site views though transparency. An arrival vehicular drop off seamlessly transitions into an arrival court and an open colonnade with the building entrance. The common amenity program connects the building wings and emphasizes the site views. The colonnades allow for outdoor spaces and filter the sun, light and views. The exposed wood structure and finishes articulate the main architectural character. A smaller amenity space on the south end of each residential wing will allow residents a direct connection to the natural woods and stream trail down the valley.

The residential building wings adopt a more solid opening expression, with glassier bay projections articulating building corners and breaking up the building roof line. The projected glass bays attempt to bring the wooded views and filtered light into the residents’ homes. A dark masonry base will anchor the building to the site, with a lighter wood like batten and board cladding articulating the building above.

As an option, the building may include a neighborhood senior center. This public amenity space would be facilitated by the county and be accessible to seniors from the community for public events and social functions.



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THE LODGE AT AUTUMN WILLOW  
FAIRFAX COUNTY, VA # 2020-0044

CONCEPTUAL DESIGN  
MARCH 12, 2020

DESIGN PHILOSOPHY  
ANALYSIS





CONCEPT DESIGN  
6 WEEKS

SCHEMATIC DESIGN  
14 WEEKS

DESIGN DEVELOPMENT  
10 WEEKS

CONSTRUCTION DOCUMENTS  
18 WEEKS

BUILDING PERMIT REVIEW  
16 WEEKS

CONSTRUCTION  
72 WEEKS



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**THE LODGE AT AUTUMN WILLOW**  
FAIRFAX COUNTY, VA # 2020-0044

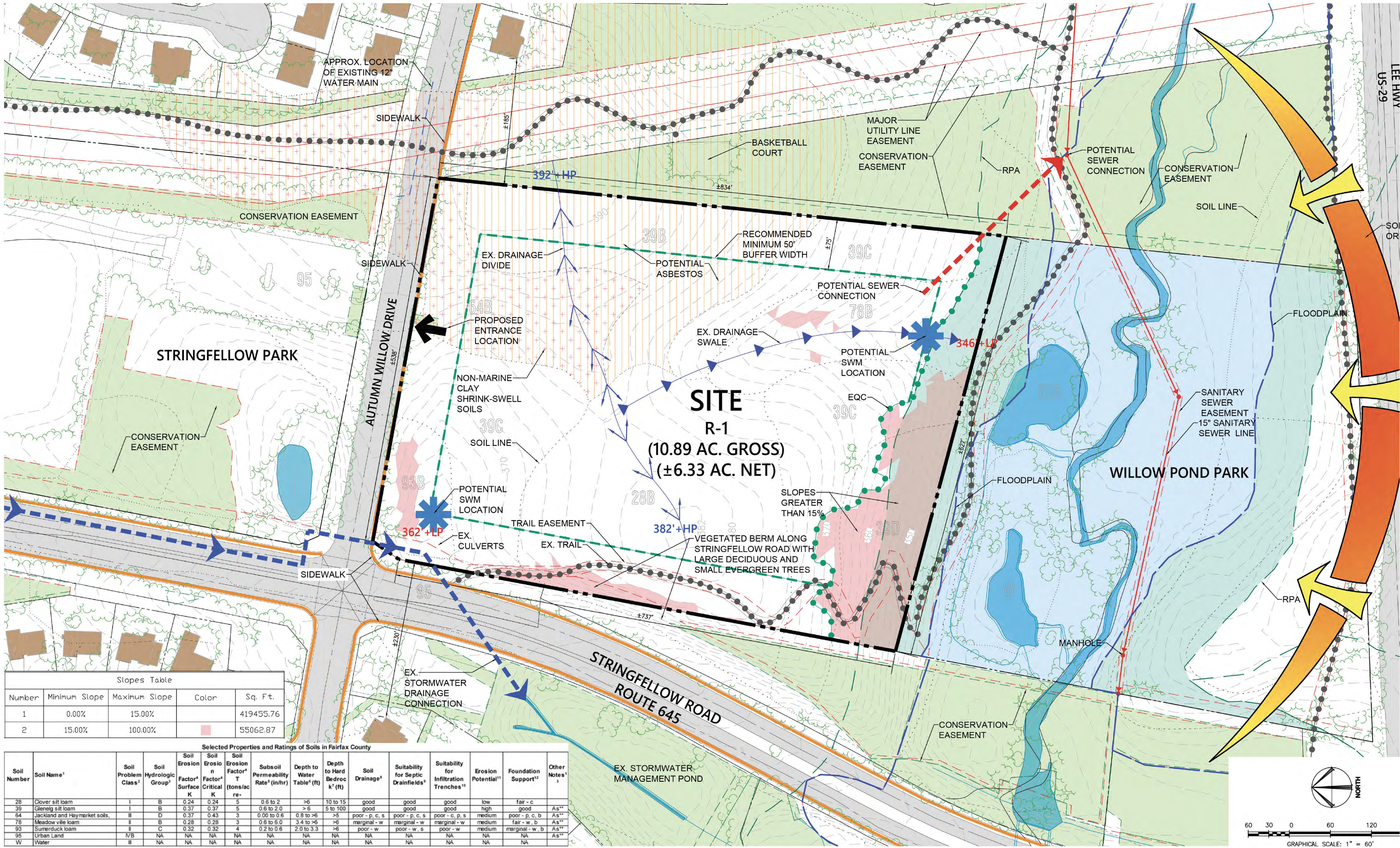
**CONCEPTUAL DESIGN**  
MARCH 12, 2020

**PROJECT SCHEDULE**  
ANALYSIS









Slopes Table				
Number	Minimum Slope	Maximum Slope	Color	Sq. Ft.
1	0.00%	15.00%		419455.76
2	15.00%	100.00%		55062.87

Selected Properties and Ratings of Soils in Fairfax County															
Soil Number	Soil Name <sup>1</sup>	Soil Problem Class <sup>2</sup>	Soil Hydrologic Group <sup>3</sup>	Soil Erosion Factor <sup>4</sup> Surface K	Soil Erosion Factor <sup>5</sup> Critical K	Soil Erosion Factor <sup>6</sup> T (tons/ac-re)	Subsoil Permeability Rate <sup>7</sup> (in/hr)	Depth to Water Table <sup>8</sup> (ft)	Depth to Hard Bedrock <sup>9</sup> (ft)	Soil Drainage <sup>10</sup>	Suitability for Septic Drainfields <sup>9</sup>	Suitability for Infiltration Trenches <sup>10</sup>	Erosion Potential <sup>11</sup>	Foundation Support <sup>12</sup>	Other Notes <sup>13</sup>
28	Clover silt loam	I	B	0.24	0.24	5	0.6 to 2.0	>6	10 to 15	good	good	good	low	fair - c	As**
39	Glenside silt loam	I	B	0.37	0.37	5	0.6 to 2.0	>6	5 to 100	good	good	good	high	good	As**
64	Jackland and Haymarket soils,	II	D	0.37	0.43	3	0.00 to 0.6	0.6 to >6	>6	poor - p, c, s	poor - p, c, s	poor - c, p, s	medium	poor - p, c, b	As**
78	Meadowville loam	II	B	0.28	0.28	3	0.6 to 6.0	3.4 to >6	>6	marginal - w	marginal - w	marginal - w	medium	fair - w, b	As**
93	Summerduck loam	II	C	0.32	0.32	4	0.2 to 0.6	2.0 to 3.3	>6	poor - w	poor - w	poor - w	medium	marginal - w, b	As**
95	Urban Land	I/B	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	As**
W	Water	III	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	















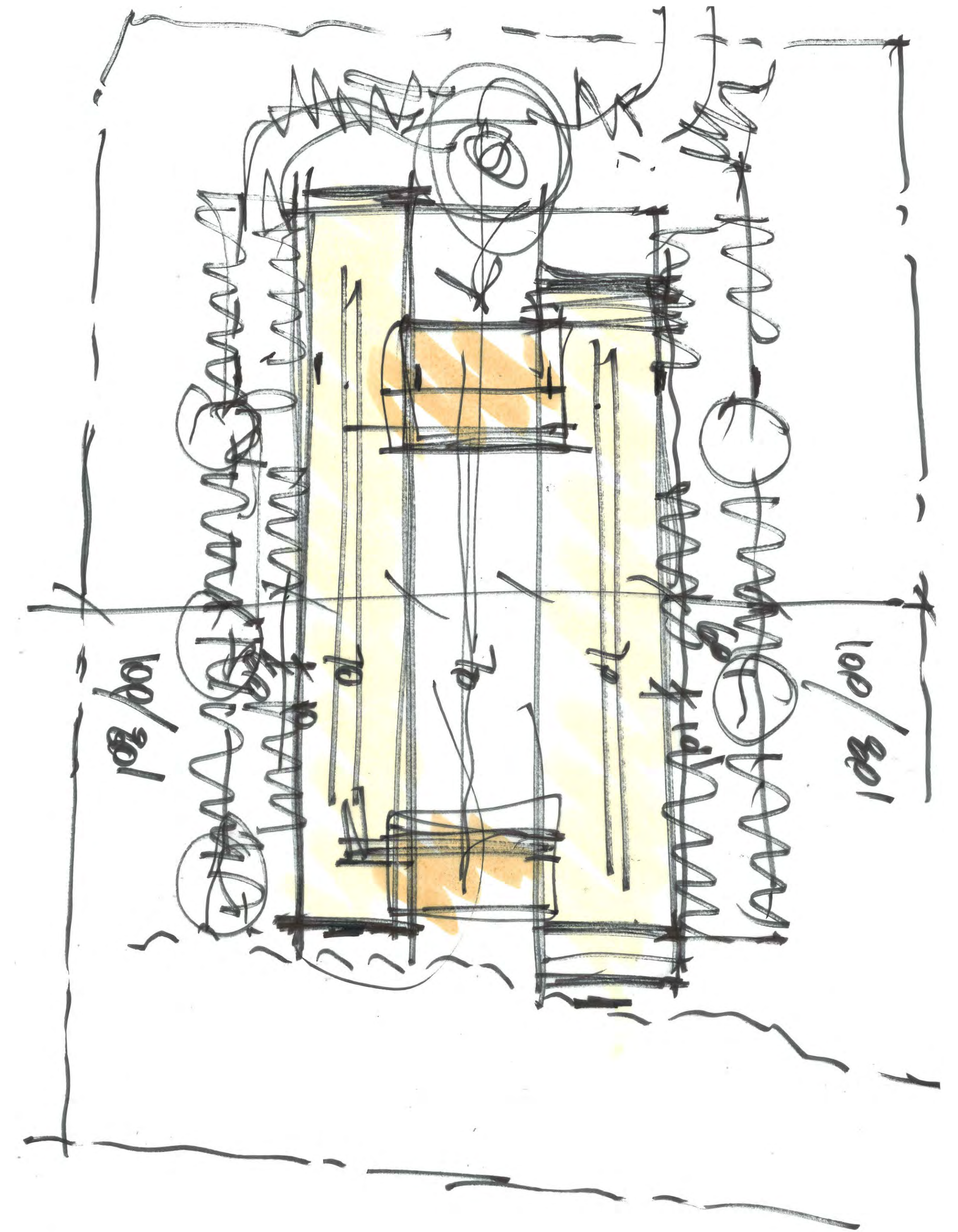
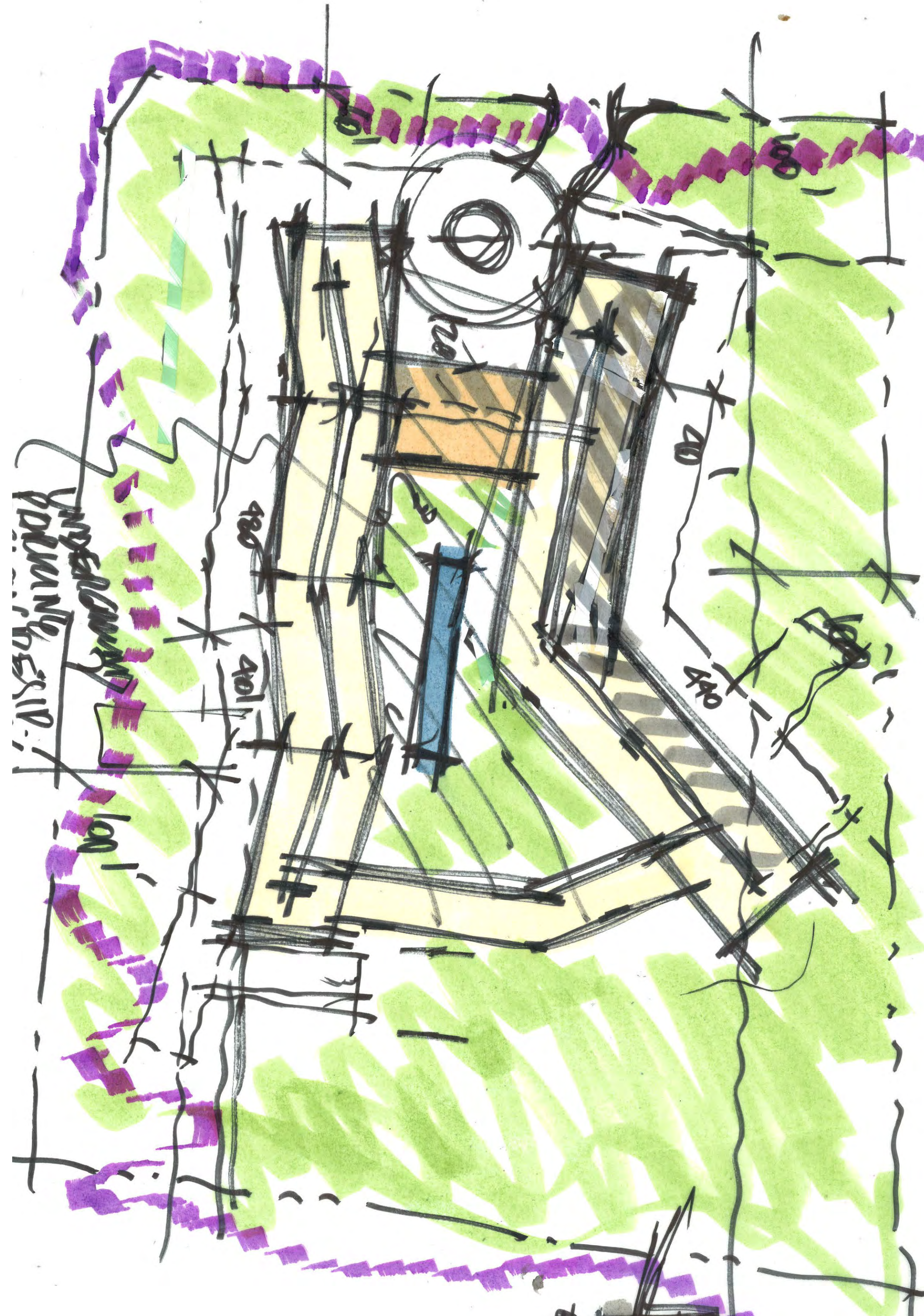
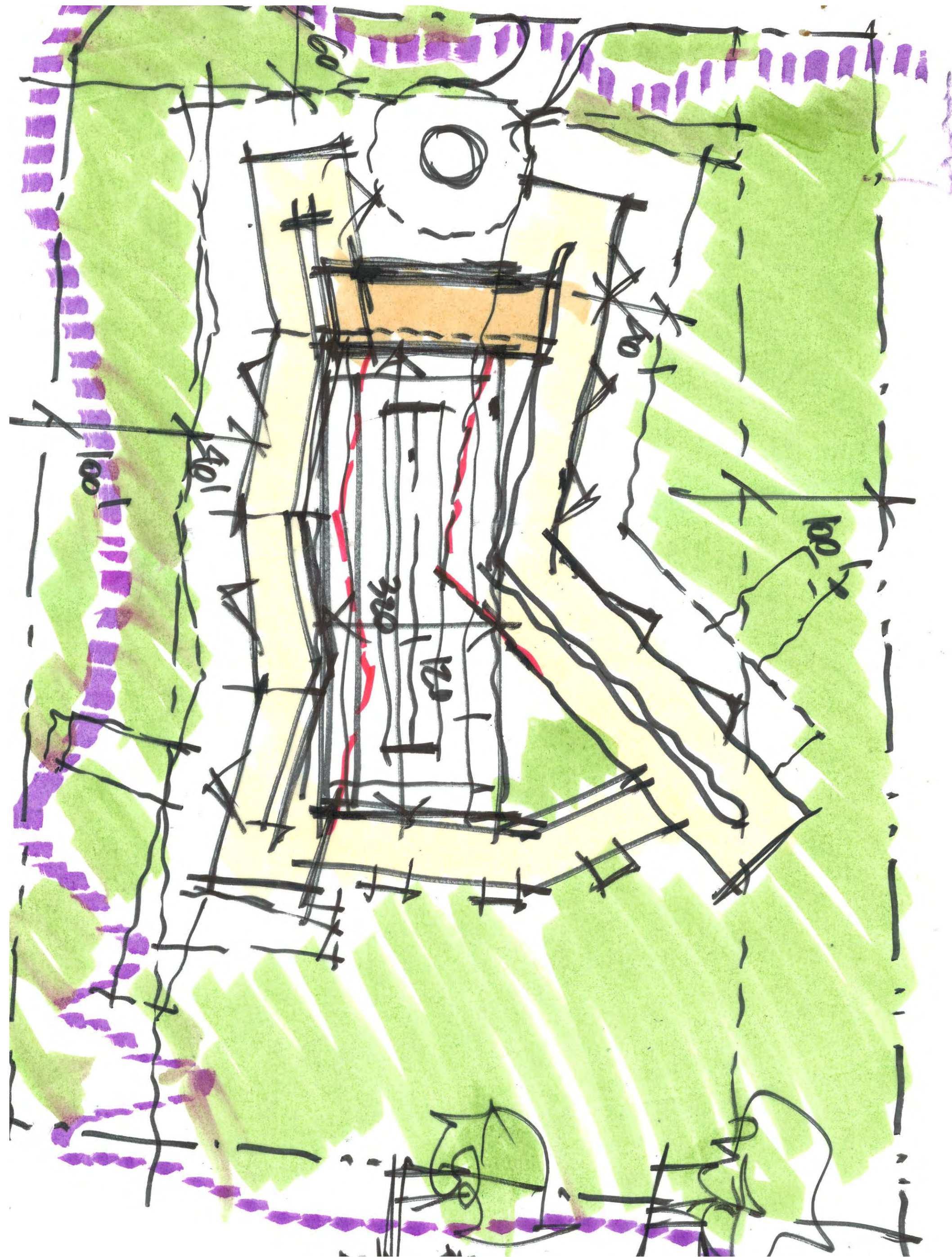


The Lodge at  
AUTUMN WILLOW



**THE LODGE AT AUTUMN WILLOW**  
FAIRFAX COUNTY, VA









SITE SUMMARY			
SITE AREA (ACRES)	20.53 ACRES		
SITE AREA (SQUARE FEET)	894,287 SF		
CURRENT ZONING	R-1		
PROPOSED FAR	0.17		
PROPOSED DENSITY	6.9 DU/ACRE		
BUILDING SUMMARY			
2 STORY WOOD RESIDENTIAL BUILDING WITH BASEMENT			
GROSS AREA PER FLOOR (TYPICAL)	64,200 SF		
GROSS RESIDENTIAL AREA	149,600 SF		
(INCLUDING BALCONIES)			
GROSS RESIDENTIAL AREA	148,100 SF		
(NOT INCLUDING BALCONIES)			
NET RESIDENTIAL AREA	117,400 SF		
(79% EFFICIENCY)			
UNITS (827 NSF/UNIT)	142		
1 BEDROOM	91	64.1%	695 SF
1 BEDROOM / DEN	6	4.2%	839 SF
2 BEDROOM	45	31.7%	1,090 SF
AMENITY AREA	10,500 SF		
PARKING SUMMARY			
PARKING REQUIRED (1 PER UNIT)	142		
PARKING PROVIDED	150		



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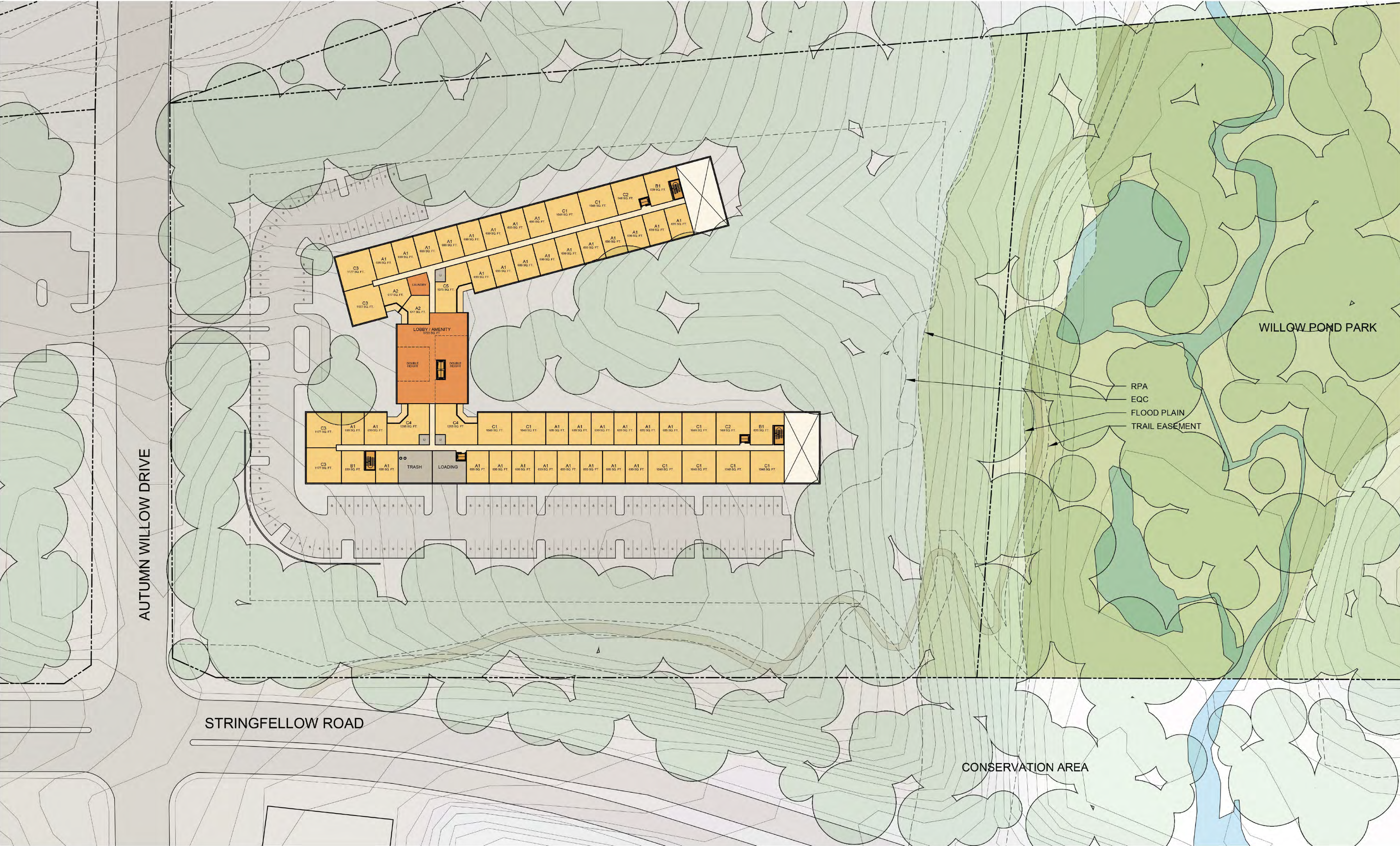


THE LODGE AT AUTUMN WILLOW  
FAIRFAX COUNTY, VA # 2020-0044

CONCEPTUAL DESIGN  
MARCH 12, 2020

BASEMENT FLOOR  
PLANS





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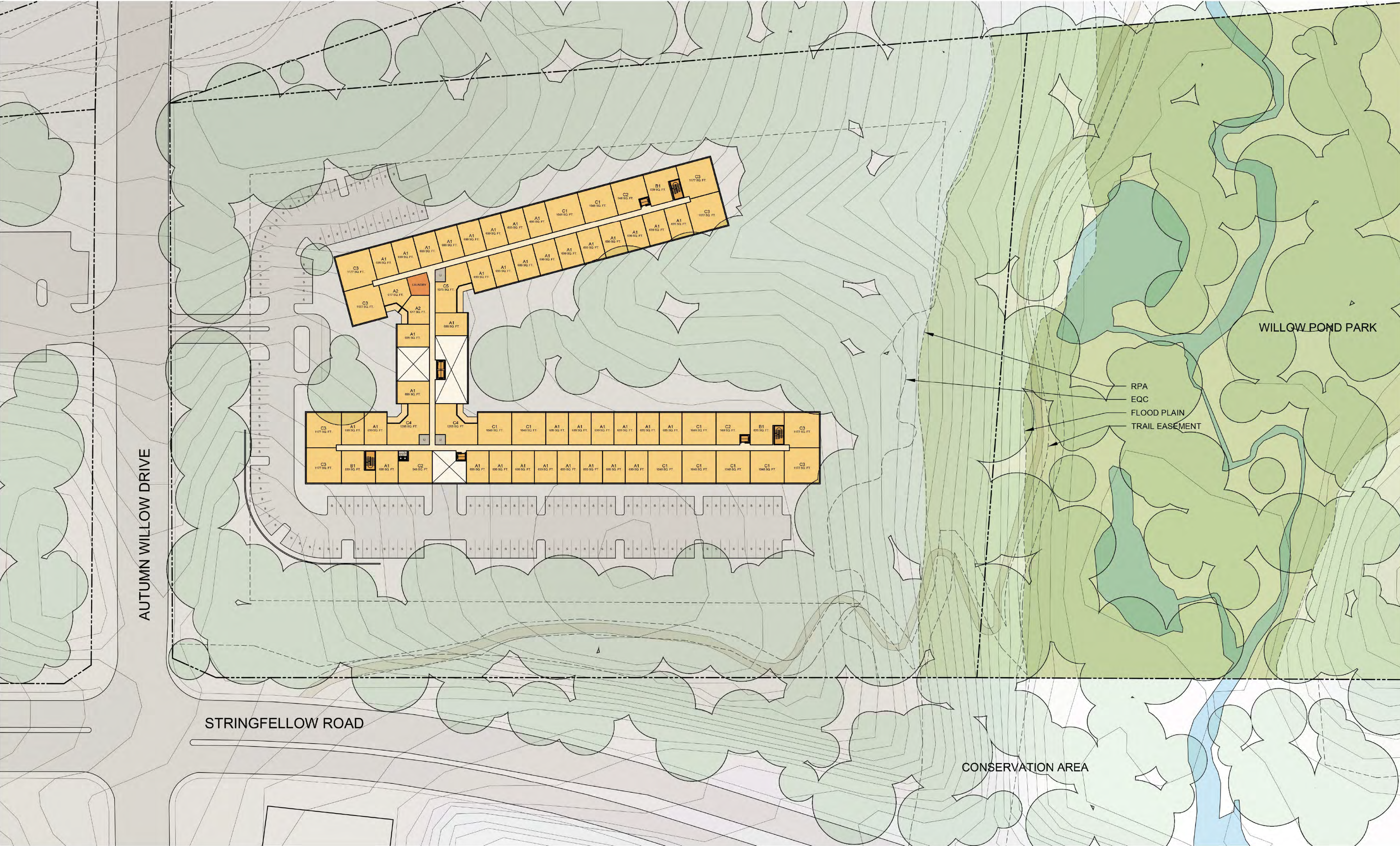


**THE LODGE AT AUTUMN WILLOW**  
FAIRFAX COUNTY, VA # 2020-0044

**CONCEPTUAL DESIGN**  
MARCH 12, 2020

**FIRST FLOOR**  
PLANS





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**THE LODGE AT AUTUMN WILLOW**  
FAIRFAX COUNTY, VA # 2020-0044

**CONCEPTUAL DESIGN**  
MARCH 12, 2020

**SECOND FLOOR**  
PLANS

**3.3**













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**THE LODGE AT AUTUMN WILLOW**  
FAIRFAX COUNTY, VA # 2020-0044

**CONCEPTUAL DESIGN**  
MARCH 12, 2020

**MASSING - SOUTHWEST VIEW**  
PLANS

**3.6**









**THE LODGE AT AUTUMN WILLOW**  
FAIRFAX COUNTY, VA















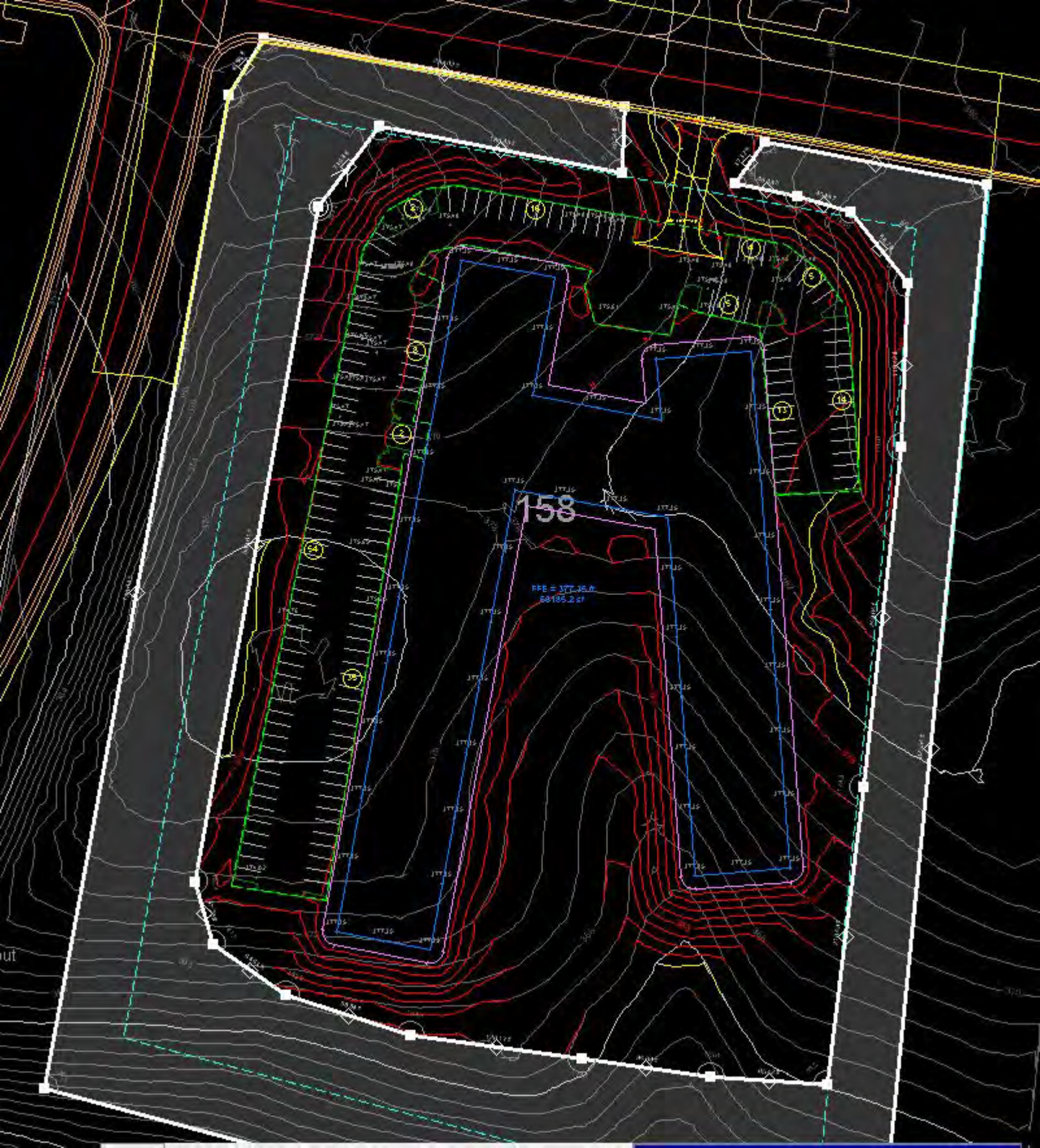




# THE LODGE AT AUTUMN WILLOW







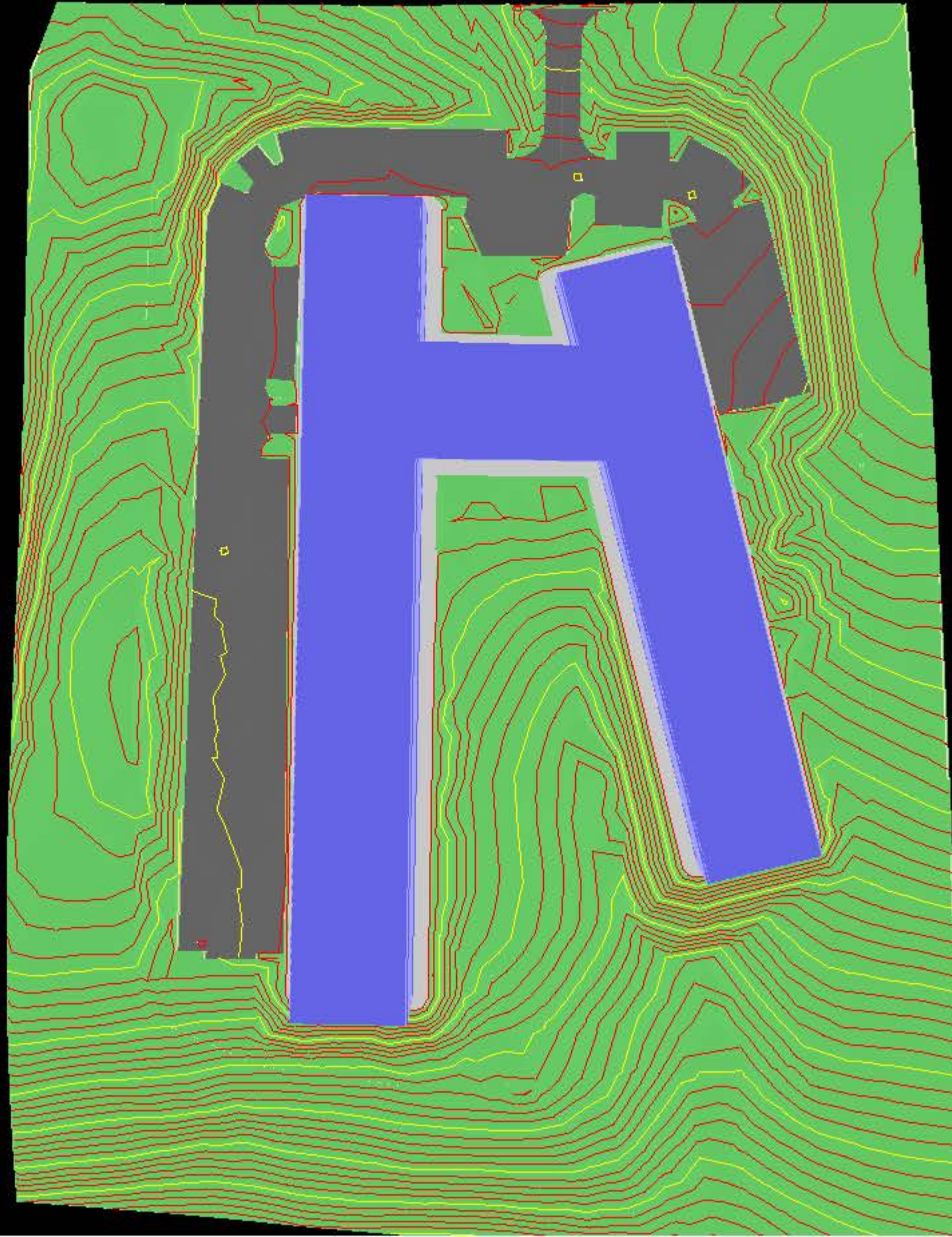




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RockCut	0 cy
UnsuitableCut	0 cy
Fill	16,109 cy
Import	457 cy
Export	0 cy

NOTE: For the most accurate estimate, project

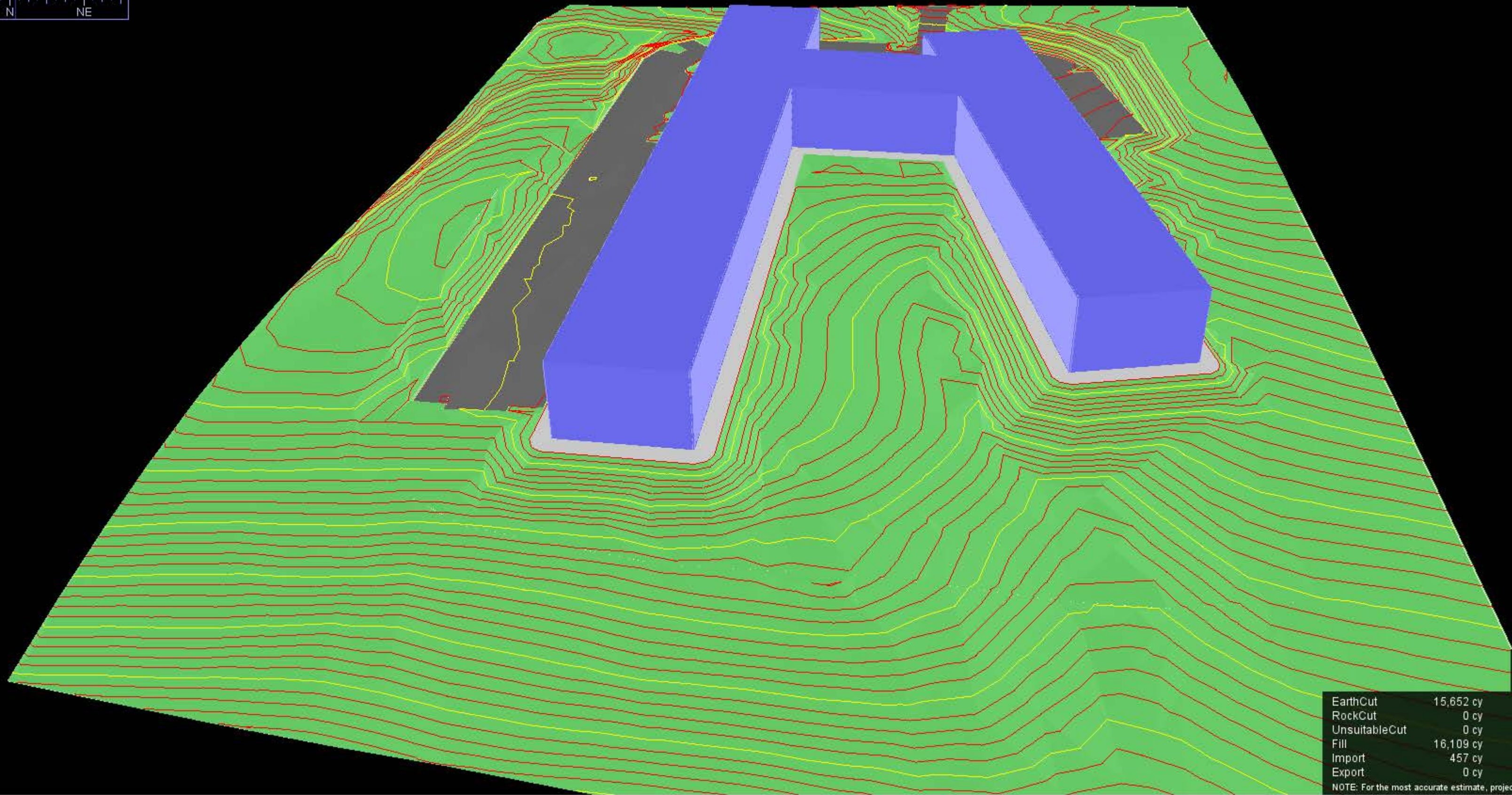
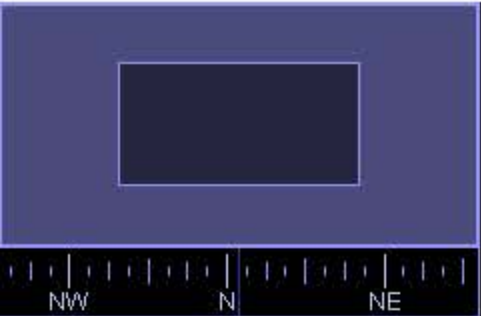




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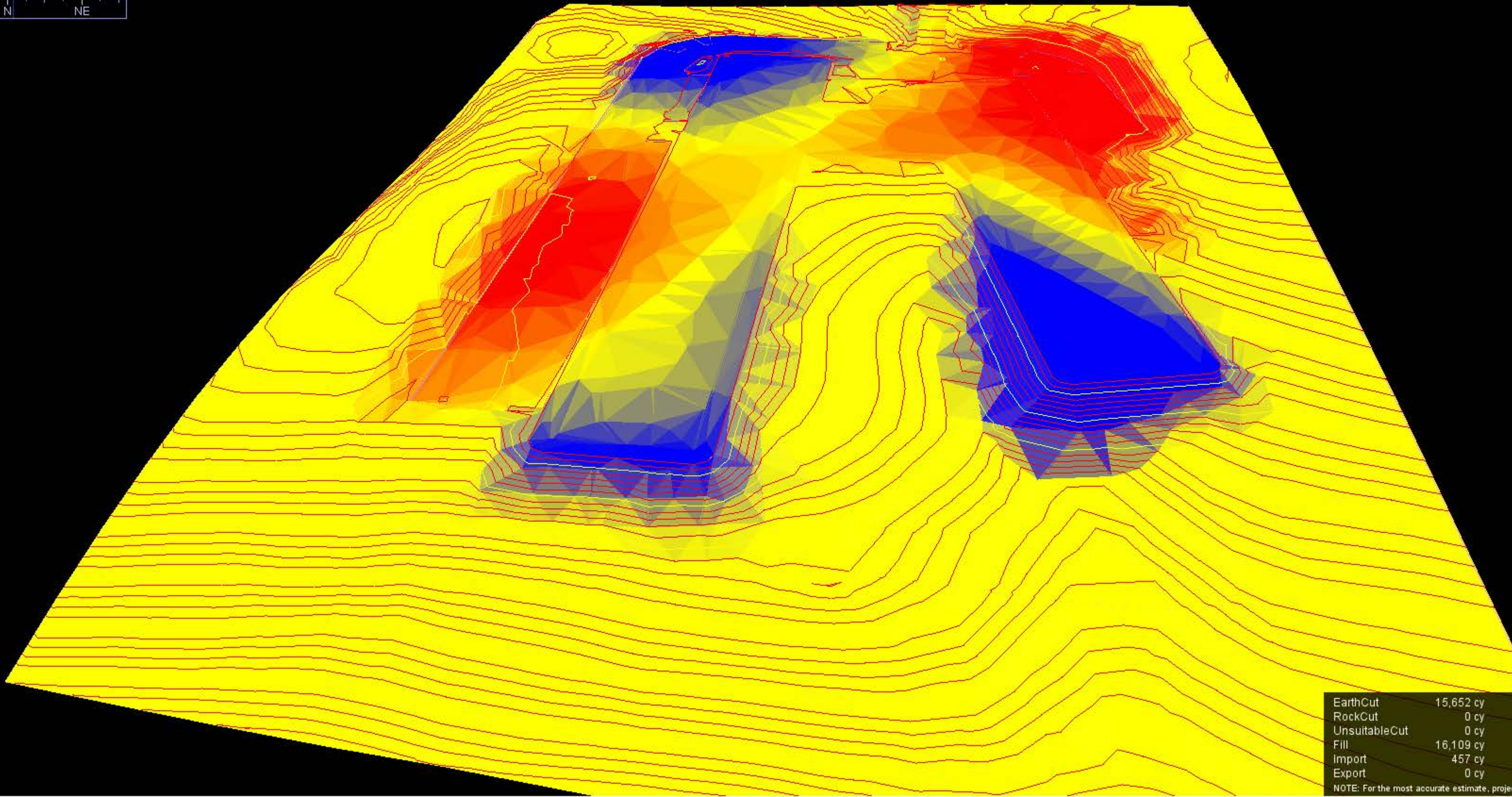
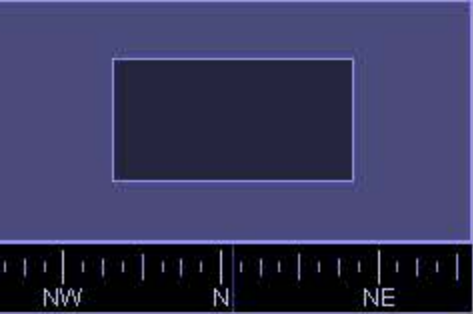
NOTE: For the most accurate estimate, project





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Fill	16,109 cy
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Export	0 cy
NOTE: For the most accurate estimate, project	





EarthCut	15,652 cy
RockCut	0 cy
UnsuitableCut	0 cy
Fill	16,109 cy
Import	457 cy
Export	0 cy

NOTE: For the most accurate estimate, project



# *Project Schedule and Lease-Up Schedule*



<b>Project Task</b>	<b>Duration Months</b>	<b>Start Date</b>	<b>Finish Date</b>
RFP Award	0	5/27/20	5/27/20
MDA Negotiation	1.5	5/27/20	7/11/20
Concept Design Submission		5/27/20	
Concept Design preparation	1	5/27/20	6/26/20
Submission to County staff / Review	0.75	6/26/20	7/17/20
Approval of Concept plan	0	7/17/20	7/17/20
<b>Community Outreach</b>			
Initial Outreach to HOA groups	2	7/11/20	9/9/20
Initial outreach to FFX Co. groups	2	7/11/20	9/9/20
Initial outreach to Springfield District Land Use Committee	1	7/17/20	8/16/20
Initial outreach to Sully District Land Use Committee	1	7/17/20	8/16/20
Additonal meetings will be scheduled as needed.			
<b>Entitlements</b>			
Submission of Special Exception Application		9/1/20	9/1/20
Acceptance/ County Review of Special Exception Application	5	9/1/20	1/29/21
Planning Commission Public Hearing	1	1/29/21	2/28/21
Board of Supervisors Public Hearing	1.5	1/29/21	3/15/21
Approved Special Exception	0	3/15/21	3/16/21
<b>Development Plan/ Engineered Site Plan</b>			
Development Plan preparation	4	3/16/21	7/14/21
Submission to County staff / Review/ Resubmission	7	7/14/21	2/9/22
Site Plan Approval		2/9/22	2/9/22
<b>Architectural Design</b>			
Conceptual Design Documents	1.5	5/27/20	7/11/20
Schematic Design Documents	3	7/11/20	10/19/20
Development Design Documents	2	3/16/21	5/30/21
Construction Documents (Building Permit Submission)	4	5/30/21	10/3/21
<b>Financing</b>			
<b>9% Deal</b>			
<b>LIHTC Equity</b>			
VHDA Application		3/15/21	3/15/21
Initial scoring released	1		4/14/21
Final Scoring released	2		6/13/21
LIHTC Equity Solicitation Process	1.5	6/13/21	7/28/21
Equity Due Diligence	3	7/28/21	10/26/21
Document production/ review/ approval	3	10/26/21	1/24/22
<b>GSE Agency Perm Loan</b>			
Permanent Debt Solicitation	1.5	6/13/21	7/28/21



Debt Due Diligence	3	7/28/21	10/26/21
Document production/ review/ approval	4		2/23/22
<b>9% Deal Closing (includes some float)</b>		3/1/22	3/1/22
<b>4% Deal</b>			
Tax Exempt Bonds			
Pre-Application Meeting with FCRHA	0	6/13/21	6/18/21
Submit Application	1	6/18/21	7/18/21
Staff Review	1	7/18/21	8/17/21
TEFRA Notice / FCRHA Board Approval	2	8/17/21	10/16/21
Fairfax County BOS Resolution	1	10/16/21	11/15/21
FCRHA Final Bond Resolution	1	11/15/21	12/15/21
Document production/ review/ approval	1.5	12/15/21	1/29/22
Bond Closing			
<b>221 D 4 Perm Loan</b>			
Selection of 221D4 Lender	0	6/13/21	6/18/21
Lender/ HUD underwriting	5	6/18/21	11/15/21
HUD Firm Comittment	0	11/15/21	11/15/21
Document production/ review/ approval	3	11/15/21	2/13/22
<b>VHDA 4% LIHTC</b>			
Submit Application to VHDA for 4% LIHTC	0	6/13/21	6/23/21
Staff Review	3	6/23/21	9/21/21
VHDA issues 42M Letter, Election to fix	1	9/21/21	10/21/21
LIHTC Equity Closing along with 9% Deal	0	2/23/22	2/23/22
<b>4% Deal Closing (Includes some float)</b>		3/1/22	3/1/22
Payment of Capitalized Ground Lease Payment to FCRHA			3/1/22
<b>Permitting Process</b>			
90% Construction Documents Submission	0	10/3/21	10/3/21
Building Permit Review (Includes Multiple Submission/ Reviews	4	10/3/21	1/31/22
<b>Construction Period</b>	18	3/1/22	8/23/23
<b>Lease-up</b>	6	8/23/23	2/19/24
<b>Stabilized Occupancy/ Conversion to Perm</b>	3	2/19/24	5/19/24



# *Community and Stakeholder Outreach*



## Community Outreach Strategy

Looking at a Michaels' affordable rental community, one cannot help but notice how different and unique each community is. That's because Michaels does not take a "cookie cutter" approach in designing and building its communities. At Michaels, there is a fundamental understanding that communities and neighborhoods are made up of the people and families who live in them. Therefore, one of the first things Michaels does when beginning a new project is get to know the people and families who live there.

### **How We Outreach/Engage**

We understand that every community is different, with its own unique qualities and that every potential project comes with a different set of opportunities and challenges, which require a customized approach to ensure a thorough and thoughtful plan of execution. Over time, our customized process has emerged and is based on four pillars of what we believe successful projects are built on.

**First**, we listen to our partners, residents and community stakeholders. Without understanding where community stakeholders are coming from and what their concerns and desires are, we simply cannot start to build a successful plan. The **second** component of our process is gathering information. This part of our approach usually focuses very heavily on financing availability and construction scope requirements. Once we have an understanding of project desires and the reality of construction and financing constraints, we are able to move to the **third** component of our process, which is creating a realistic pathway to achieving the shared goals of the project. This component is based on everything we have learned and combining it with a feasible development plan. The **fourth** and final component of our customized process is working together to bring our shared vision to reality. Our team is committed to this inclusive approach to build an executable development plan, based on shared and realistic goals to make all proud.

Michaels understands that the success of any development rests on more than just building the "sticks and bricks." It is not enough to build beautiful communities then walk away and "hope" they do well. We take particular pride in building places that people are proud to call "home." Because Michaels manages all the properties we develop, there is a built-in incentive for us to build communities of lasting quality and that pass test of time; and we provide resources and amenities that help enable our residents to grow and thrive. Our process of community engagement begins long before construction commences and starts with involving residents and community stakeholders early and often in the development process immediately upon our being chosen as developer.



Michaels has been and remains fully committed to this interactive and inclusive approach to planning, design and local hiring with the Housing Authority, residents and community stakeholders. We believe that comprehensive planning and design cannot be achieved in isolation from residents and other stakeholders affected by the project, nor can it be achieved by perfunctory contact with the parties. Meaningful, regular and interactive contact among all the parties must be established and maintained during the planning and development process.

The project team will conduct consistent, meaningful outreach to all stakeholders involved in the development of the Autumn Willow Senior Housing Facility (the "Project"). This community outreach will involve the project team meeting with and making presentations to Fairfax County Staff, the Springfield District Land Use Committee, the Sully District Land Use and Transportation Committee (if requested), and homeowners associations proximate to the property. In addition, the project team will maintain close communication and have regular meetings on an as-needed basis with County Staff in the Department of Housing and Community Development. The project team's specific steps toward implementing successful community outreach are described below.

#### **Steps in the Fairfax County Special Exception and Community Outreach Process**

Upon selection as the developer, The Michaels Organization ("TMO") will meet with Fairfax County Staff in the Department of Housing and Community Development and the Department of Planning and Development to discuss the proposed development of the Project prior to submitting the special exception application. The project team will present its concept for the Project and County Staff will help identify any preliminary issues or concerns with the proposal.

The project team also will have an early meeting with Springfield District Supervisor Pat Herrity and Chairman Murphy, the Springfield District Planning Commissioner, to solicit their feedback in advance of filing the application. Given that the Project is located close to the boundary with the Sully District, the project team also will offer to meet with Sully District Supervisor Kathy Smith and Sully District Planning Commissioner Evelyn Spain to discuss the Project.

#### **Preliminary Meetings with Community Stakeholders**

TMO's project team also will meet with community groups prior to submission of the special exception application to present the proposal for the Project and solicit feedback from all community stakeholders. Meeting with County Staff and the key community stakeholders prior to submission of the special exception



application will provide the project team an opportunity to address any preliminary concerns in the initial submission. As part of this initial community outreach, the project team will meet with the following groups:

- Springfield District Land Use Committee: The Springfield District Land Use Committee is a district-wide citizen committee that reviews Springfield District land use proposals submitted to Fairfax County and makes recommendations to the Planning Commission and Board of Supervisors. The project team will meet with the Springfield Land Use Committee to present the Project and solicit feedback at one of the committee's monthly meetings in advance of submitting the special exception application.
- Sully District Land Use and Transportation Committee: The project team will offer, in coordination with Supervisor Smith and Commissioner Spain, to meet with the Sully District Land Use and Transportation Committee to present the proposal and solicit their feedback on the Project. The project team will offer to meet with the Sully District Land use and Transportation Committee at one of the committee's monthly meetings in advance of submitting the special exception application.
- Surrounding Homeowners Associations: In addition to the advisory groups noted above, the project team will reach out to the homeowners associations adjacent to the Autumn Willow Senior Housing Facility property to present TMO's concept for the proposed development and solicit input from surrounding neighbors. These associations include Willow Ponds, Westbrook, Woodlands of Fair Lakes, Faircrest, Woodland Glen, Clifton Crest, Cavalier Woods, Willow Spring, Clifton Farm, Rockpointe and Hampton Forest. In addition, the project team will also identify and reach out to any residents proximate to the property who may not be a member of a formal association. The project team will also offer to coordinate site visits to the subject property for the community to see its existing conditions first-hand and visualize TMO's proposed development.

#### **Application Filing, Acceptance, and Pre-Staffing Review**

Following the initial meetings with all stakeholders, the project team will need to determine the scope of any changes to the proposed development and then will prepare and submit the special exception application to Fairfax County. Upon acceptance of the application, the project team will offer to meet with County Staff, provide additional information as requested, and respond to any preliminary questions about the application. After each agency provides preliminary comments to the staff coordinator, the project team will meet with County Staff to discuss the comments. Following the receipt of the County's comments and this meeting, the project team will draft appropriate responses and make any necessary revisions to the special exception plat.



During this stage of the process, the project team will keep the Springfield and Sully land use committees, and the surrounding homeowners associations, informed about the preliminary comments from Fairfax County. The project team will offer to meet with all of these community stakeholders to discuss the preliminary comments and potential revisions to the application.

### **Staffing Review**

The County's staffing review will identify any additional issues with the proposed special exception application and will involve a series of comments by County Staff and additional responses by the project team. As part of this process, the project team likely will meet multiple times with County Staff to review changes to the special exception, discuss the County Staff's proposed development conditions, and identify resolutions to any remaining concerns.

The project team also will meet with the Springfield and Sully land use committees and the surrounding homeowners associations to discuss County Staff's comments on the special exception application and potential changes to the proposed development to address the concerns of the County and the community.

### **Planning Commission Public Hearing**

After the project team submits its final application materials, County Staff will draft a staff report in anticipation of the Planning Commission public hearing. The project team will meet Chairman Murphy to discuss and address any additional concerns regarding the application. Additionally, because of the Project's proximity to the Sully District, the project team will also offer to meet with the Commissioner Spain. Prior to the public hearing, the project team also will meet with all of the community stakeholders to discuss the final special exception plat, the proposed development conditions, and County Staff's recommendation regarding the application. The project team will request the support of each stakeholder group as part of these community meetings.

### **Board of Supervisors Public Hearing**

Following the Planning Commission public hearing, the project team will make any additional revisions necessary in preparation for the Board of Supervisors public hearing. The project team will offer to meet with both Supervisor Herrity and Supervisor Smith to resolve any remaining concerns prior to the Board of Supervisors public hearing.



## Summary of Milestones and Key Decision Points

- Preliminary Meetings: Having productive preliminary meetings with County Staff and all community stakeholders is the first significant milestone. After these meetings, the project team will need to decide on the extent of any changes to the proposed development.
- Staffing Comments and Community Meetings: The next major milestone will be after receiving pre-staffing and staffing comments from the County and the meetings with community stakeholders prior to the final submission of application materials to the County. At this point, TMO will need to make decisions regarding changes to the proposed development, the special exception plat, and the negotiation of development conditions with County Staff in preparation for the final submission to the County for the staff report.
- Publication of the Staff Report and Community Meetings: Achieving a positive County Staff recommendation in the staff report will be a critical milestone for the project, and TMO will seek to address all County Staff and community stakeholder concerns to obtain a positive recommendation. Obtaining expressions of support from all stakeholder groups also will be an important milestone for the project.
- Planning Commission Public Hearing: The Planning Commission public hearing will be an important milestone for the project to obtain a recommendation of approval. The project team also will be available to respond to any remaining concerns of the Planning Commission and County Staff as a result of the public hearing. The final revisions in advance of the Board of Supervisors public hearing will be a key decision point for TMO.
- Board of Supervisors Public Hearing: The Board of Supervisors public hearing is the most important milestone of the project for TMO to obtain the County's approval of the special exception application.

## Summary of Anticipated Frequency of Meetings

### Fairfax County Staff

- One pre-application meeting.
- One meeting following pre-staffing.



- Meetings weekly or every other week during the staffing review.
- Meetings as necessary in preparation for public hearings.
- Meetings with Housing and Community Development as necessary throughout the processing of the special exception application.

### **Community Stakeholders**

- One meeting each with the Springfield District Land Use Committee, the Sully District Land Use and Transportation Committee (if requested), and the surrounding homeowners associations prior to filing application.
- Meetings offered to all groups and at least one or two meetings likely with the Springfield and Sully land use committees following pre-staffing review.
- One meeting each with the Springfield District Land Use Committee, the Sully District Land Use and Transportation Committee (if requested), and the surrounding homeowners associations during staffing review process and final plan preparation.
- One meeting each with Springfield District Land Use Committee, the Sully District Land Use and Transportation Committee (if requested), and the surrounding homeowners associations after publication of the staff report in preparation for the public hearings.

### **Conclusion**

The project team recognizes that consistent and meaningful community outreach is essential to engage the various community stakeholders throughout the process to maintain goodwill in the community and to garner support for the special exception application in advance of the Planning Commission and Board of Supervisors public hearings. The project team looks forward to implementing extensive and successful community outreach throughout the review of the Autumn Willow Senior Housing Facility.



# *Financial Plan*



## **Financial Component**

### **Proposed Consideration:**

#### **a) Non-Contingent Fixed Payments:**

- i) \$500,000 capitalized ground lease payment upon closing of the 4% LIHTC phase.
- ii) \$15,000 annual Asset Management Fee from Net Cash Flow.
  - (1) This payment will commence the January following the first full stabilized year of operations.
  - (2) Total payments to the County over the 15-year compliance period will total \$225,000.

#### **b) Other Direct Payments to the FCRHA:**

- i) \$50,000 Ground Lease Preparation fee.
- ii) \$132,938 in fee payments to FCRHA for the issuance of the Tax-Exempt Bonds on the 4% LIHTC transaction.
- iii) 50% share of Net Cash Flow following priority payments.

#### **c) Other Public Benefits:**

- i) Our building was designed to incorporate a Senior Center for public use. Our current models include the construction of approximately 5,000 SF that could be programmed for Senior Center related activities. If the County desire to, Michaels is willing to pursue the development of a public senior center using a lease revenue or other structure. This is preferred so we can maximize the affordability to the residents and minimize the housing resources from the County for its construction. Of course, we are open to other suggestions and would welcome dialogue.
- ii) Increases to public trail system: Our plan includes additional connections to the public trail system.

## **Financing Plan and Transactional Instruments**

As mentioned previously, Michaels has the benefit of seeing the most innovative financing strategies across the country. That being said, the Washington DC region is a leader in the creation of affordable housing and developing financing strategies. After reviewing the landscape of options available to us and the strong desire to provide as much affordability as possible, our initial strategy recommendation would be to pursue a twinned 9%/4% LIHTC approach. This strategy provides the best chance of securing the coveted 9% LITHC in the VHDA competitive round. Our development plan takes this financing strategy into account and is designed to accommodate a straight forward sub-division by condominium which will be necessary to facilitate the twinned approach. Our model assumes the use of a FHA 221d4 loan on the 4% deal and a GSE agency loan on the 9% transaction. Michaels has completed multiple cash collateralized short-term bond deals locally and across the country. While the 221d4 can be slightly more time consuming compared to other options, the additional loan proceeds received from the FHA insured loan will be helpful when completing a 4% new construction



development. The Michaels finance and underwriting team closes several 221d4s every year and is very familiar with the program and how to minimize the underwriting and approval of this loan product. Michaels' proposal assumes all tax-exempt bonds will be issued through FCRHA and our financial projections include assumptions for those costs.

Our team prides itself on our ability to develop solutions with the concerns of our partners in mind. If the County decides it wanted to pivot into another debt instrument for a particular reason, it is very likely Michaels has experience with that particular loan product and would be glad to entertain it.

The financial plan assumes a long-term ground lease from the County to the owner of the Tax Credit partnerships. The 9% LIHTC transaction assumes a long-term ground lease for \$1 per year which maximizes the scoring in the VHDA tax credit application. The 4% LIHTC transaction will also include a long-term ground lease but assumes a \$500,000 capitalized ground lease payment to FCHRA at Initial Closing and then \$1.00 per year henceforth. Additionally, our plan assumes a right of first refusal running to the FCRHA or its assigned.

Michaels anticipates the financing costs to be approximately \$2,030,335 for the entire development. This number includes origination fees for debt and LIHTC, construction period interest and reserves.

One of the main risks in all real estate development projects is the lack of certainty surrounding the financing markets. As outlined in the solicitation and in simplest forms, if the financial markets are strong and interest rates rise, our ability to generate first mortgage loan proceeds will be diminished creating the need for additional gap financing. When this situation arises Michaels will explore a variety of gap funding sources, including but not limited to, deferred developer fee, increases in local subordinate funds or the introduction of other sources like Federal Home Loan Bank AHP funds. Michaels has strong relationships with many of the nation's largest financial institutions and is constantly monitoring the both the macro-economic markets and indicators as well as the trends on debt and equity pricing that impact our developments. We use this information to create strategies which either minimize negative impacts or maximize positive impacts for the betterment of the communities we create. This could manifest through the use of complex financial mechanisms such as derivatives, swaps or conversely something as simple as an interest rate-lock or not fixing the LIHTC rate on a 4% deal. In every case and every deal, it our intention to ensure the financial execution is completed as efficiently and with maximized proceeds for the community, and our partners.

To ensure long term financial success for the project, Michaels proposes to be the sole guarantor on the long- and short-term guarantees. This includes construction completion, operating deficit and tax credit compliance. Michaels Management Affordable will serve as the property manager to ensure the property remains both physically and financially viable. Michaels will stand behind the Lodge at Autumn Willow as we do for all of developments across the Country. As a result of this, we modeled conservative operating and replacement



reserves. Recognizing this takes away from the amount of loan proceeds generated, it is important to ensure those reserves are available to ensure the long-term success of the development. Despite including those additional reserves, both the 9% and 4% transactions have a debt service coverage ratio that increases over the 15-year compliance period; a sign of long-term financial strength.

The proposed financing strategy would likely take six months from an award of the 9% LIHTC credits from VHDA to a financial closing. Based on our experience, this is achievable but aggressive.

To maximize our chances for success, Michaels studies each transaction to understand possible contingency plans. As inferred in the solicitation, an award of 9% LIHTC is not guaranteed, specifically with the intense competition for these valuable resources in the Northern Virginia pool. Our team has studied the impact of not receiving an award of 9% LIHTC on the project and it would create an additional gap of approximately \$7.8 million. To address that gap, we would engage in conversations with the local jurisdiction and understand what other sources could be procured either within the County or outside the County together as partners. This could include, Virginia HPTF, FHLB AHP grants, mission-driving lending institutions such as Enterprise or LISC and Fairfax County Blueprint funds. There are other structural ways we could address the gap. Our building design is could be easily modified to allow for different phasing strategies which could re-allocate costs and committed funds. Modifications in the income tiers could play a large role in the amount of first mortgage debt raised and should be studied. It is safe to say, challenges will happen during the lifecycle of this project. It could be losing out on an allocation of 9% LIHTC or something else but it is the response when those challenges arise that separates Michaels as an organization from many of our counterparts.



# *LIHTC 9% Scoresheet*



The information on Tab 12: LIHTC 9% Sample Application and Scoresheet, is protected pursuant to Article 2, Section 5.C.3 of the Purchasing Resolution and Va. Code Ann. § 2.2-4342(F).



# *Pro Forma*



The information on Tab 13: Pro Forma & Cash Flow Statement, is protected pursuant to Article 2, Section 5.C.3 of the Purchasing Resolution and Va. Code Ann. § 2.2-4342(F).



# *Tax Impact*



### **Tax Impact**

The Lodge at Autumn Willow is located in Tax District 80200, known as Springfield District #2. Assuming an estimated property value is approximately \$10,000,000 in land value, and \$27,792,000 in site improvements, we can calculate the yearly property tax and fees to Fairfax County.

#### **Property Tax:** \$1.180

\$10,000,000 (Land Value) + \$27,792,000 (Improvements)

= \$37,792,000 X 0.01180 = \$445,945

#### **Infestation Prevention Fees:** \$0.001

= \$37,792,000 X 0.00001 = \$377

#### **Stormwater Fees:** \$0.0325

\$37,792,000 X .000325 = \$12,282

In addition to the yearly property tax revenue generated, The Lodge at Autumn Willow will also generate sales tax revenue in the form of predevelopment construction materials and household spending by residents.

#### **Sales Tax:** 6%

Labor: 60% total construction costs

Materials: 40% total construction costs

= (\$27,792,000 X 40%) X 6% = \$667,013

### **Household Spending**

Assuming the average income of the household renting here is \$49,389, we can estimate the level of household spending as indicated in the spreadsheet.

<b><u>AMI Level</u></b>	<b><u>Unit Type</u></b>	<b><u># of Units</u></b>	<b><u>Average Income</u></b>
30%	1 Bed	4	\$25,500
30%	2 Bed	5	\$29,130
40%	1 Bed	4	\$34,000
40%	2 Bed	4	\$38,840
50%	1 Bed	16	\$42,500
50%	2 Bed	10	\$48,550
60%	1 Bed	73	\$51,000
60%	2 Bed	34	\$58,260
		<b>AVERAGE:</b>	<b>\$49,389</b>



	<u>Predev Year</u>	<u>Predev Year</u>	<u>Year 1</u>	<u>Year 2</u>	<u>Year 3</u>	<u>Year 4</u>	<u>Year 5</u>	<u>Year 6</u>	<u>Year 7</u>	<u>Year 8</u>	<u>Year 9</u>	<u>Year 10</u>
Property Tax: \$1.180	\$0	\$0	\$445,945	\$454,864	\$463,961	\$473,240	\$482,705	\$492,359	\$502,207	\$512,251	\$522,496	\$532,946
Infestation Prevention Tax: \$0.001	\$0	\$0	\$377	\$385	\$392	\$400	\$408	\$416	\$425	\$433	\$442	\$451
Stormwater Tax: \$0.0325	\$0	\$0	\$12,282	\$12,528	\$12,778	\$13,034	\$13,294	\$13,560	\$13,832	\$14,108	\$14,390	\$14,678
<b>TOTAL Fairfax County Property Tax Dollars:</b>	<b>\$0</b>	<b>\$0</b>	<b>\$458,604</b>	<b>\$467,776</b>	<b>\$477,132</b>	<b>\$486,674</b>	<b>\$496,408</b>	<b>\$506,336</b>	<b>\$516,463</b>	<b>\$526,792</b>	<b>\$537,328</b>	<b>\$548,074</b>
Construction Materials	\$333,506	\$333,506	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
<b>TOTAL Construction Materials Tax Dollars</b>	<b>\$333,506</b>	<b>\$333,506</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>
Food: 15%	\$0	\$0	\$63,119	\$64,382	\$65,669	\$66,983	\$68,322	\$69,689	\$71,082	\$72,504	\$73,954	\$75,433
Housing: 30%	\$0	\$0	\$126,238	\$128,763	\$131,338	\$133,965	\$136,644	\$139,377	\$142,165	\$145,008	\$147,908	\$150,866
Apparel and Services: 5%	\$0	\$0	\$21,040	\$21,461	\$21,890	\$22,328	\$22,774	\$23,230	\$23,694	\$24,168	\$24,651	\$25,144
Transportation: 15%	\$0	\$0	\$63,119	\$64,382	\$65,669	\$66,983	\$68,322	\$69,689	\$71,082	\$72,504	\$73,954	\$75,433
Healthcare: 25%	\$0	\$0	\$105,199	\$107,303	\$109,449	\$111,638	\$113,870	\$116,148	\$118,471	\$120,840	\$123,257	\$125,722
Entertainment: 5%	\$0	\$0	\$21,040	\$21,461	\$21,890	\$22,328	\$22,774	\$23,230	\$23,694	\$24,168	\$24,651	\$25,144
Personal Care Products: 5%	\$0	\$0	\$21,040	\$21,461	\$21,890	\$22,328	\$22,774	\$23,230	\$23,694	\$24,168	\$24,651	\$25,144
<b>TOTAL Household Spending Tax Dollars:</b>	<b>\$0</b>	<b>\$0</b>	<b>\$420,794</b>	<b>\$429,210</b>	<b>\$437,794</b>	<b>\$446,550</b>	<b>\$455,481</b>	<b>\$464,591</b>	<b>\$473,883</b>	<b>\$483,360</b>	<b>\$493,028</b>	<b>\$502,888</b>
<b><u>TOTAL Dollars Contributed:</u></b>	<b><u>\$333,506</u></b>	<b><u>\$333,506</u></b>	<b><u>\$879,398</u></b>	<b><u>\$896,986</u></b>	<b><u>\$914,926</u></b>	<b><u>\$933,224</u></b>	<b><u>\$951,889</u></b>	<b><u>\$970,927</u></b>	<b><u>\$990,345</u></b>	<b><u>\$1,010,152</u></b>	<b><u>\$1,030,355</u></b>	<b><u>\$1,050,962</u></b>



# *Financial Qualifications*



### Financial Capacity

Since 1973, Michaels has overseen more than \$3.8 billion in new construction and substantial rehabilitation and developed over 50,000 affordable units. Michaels' financial capacity and the trustworthiness of Michaels' financial guarantees is evidenced by the many relationships with different financial partners. Further proof of Michaels' unparalleled financial strength is Michaels' ability to obtain multiple, top-of-the-market financing offers for each of its developments no matter how big or small and no matter how challenging the development might be. Our track record of success makes Michaels an extremely creditworthy company and has allowed us to create and maintain strong relationships with investors, lenders, and public institutions. Michaels is therefore able to provide financial guarantees should the need arise to ensure completion of the project.

The cornerstone of any financial plan to develop affordable rental housing is the 9% and 4% low-income housing tax credit program (LIHTC). Michaels has direct experience in procuring equity investors for LIHTCs and typically solicit letters of intent from a pool of well-established tax credit syndicators such as the Richman Group, JP Morgan Chase, the Royal Bank of Canada (RBC), National Equity Fund (NEF), Bank of America, and TD Bank. Michaels Development Company I, LP has a net worth in excess of \$70 million. This translates into meaningful construction and operating guarantees that national syndicators and investors rely upon and result in higher net equity proceeds to the projects developed by the firm.

Michaels also utilizes Berkadia to syndicate many low-income housing tax credit transactions. Berkadia has allowed Michaels to maximize the investor dollars into transactions by directly soliciting to investors and as a result, Michaels has closed on some projects that would have been previously financially infeasible. Berkadia has secured more than \$240 million in low income housing tax credit equity to help fund the construction or rehabilitation of over 2,000 units of affordable housing, and services more than 5,000 individual and corporate investors.

In addition to equity, Michaels has a successful track record of obtaining competitively priced debt to fund development initiatives. Kelly DeJoy, our Vice President of Finance has sourced over \$110 Million in HUD insured debt alone, and has sourced debt for over 1,000 units of affordable housing transactions. Michaels has secured construction loans, bridge loans, and permanent loans with a variety of lending institutions. Some examples of lenders used on projects include Bank of America, JP Morgan Chase, Citibank, PNC, Raymond James, TD Bank and US Bank. Moreover, at times Michaels has also received a variety of soft loans and grants for projects, including TIF, CDBG, Affordable Housing Trust Fund, HOME, and Federal Home Loan Bank funding.



# *Historical Financials*



The information on Tab 15: Historical Financials, is protected pursuant to Article 2, Section 5.C.3 of the Purchasing Resolution and Va. Code Ann. § 2.2-4342(F).



# *References*



**Professional References**

**Name:** Matthew Napoleon, Senior Managing Director

**Company:** Berkadia Commercial Mortgage

**Address:** 6555 Longshore Street, Suite 280, Dublin, Ohio 43017

**Phone:** (614) 468-5805 or (614) 584-3004

**Email:** matthew.napoleon@berkadia.com

**Name:** Kyle Peterson, Senior Vice President

**Company:** Walker & Dunlop

**Address:** 333 W. Wacker Drive, Suite 1450, Chicago, Illinois 60606

**Phone:** (312) 428-2531 or (815) 790-8534

**Email:** KPeterson@walkerdunlop.com

**Name:** Mark McBride, Tax Credit Investment Officer Community Capital Group

**Company:** TD Bank

**Address:** 1100 Lake Street, Ramsey, NJ 07446

**Phone:** 201-574-4664

**Email:** Mark.McBride@tdbanknorth.com



March 12, 2020

Matthew Napoleon  
Senior Managing Director  
Berkadia Commercial Mortgage  
6555 Longshore Street, Suite 280  
Dublin, OH 43017

Dear Mr. Napoleon:

I authorize you to serve as a reference on behalf of The Michaels Organization if requested by the Fairfax County Redevelopment and Housing Authority.

Sincerely,



Nicholas C. Bracco  
Regional Vice President, Mid-Atlantic  
Michaels Development Company  
nbracco@tmo.com  
(202) 838-8070



March 12, 2020

Kyle Peterson  
Senior Vice President  
Walker & Dunlop  
333 W. Wacker Drive, Suite 280  
Chicago, IL 60606

Dear Mr. Peterson:

I authorize you to serve as a reference on behalf of The Michaels Organization if requested by the Fairfax County Redevelopment and Housing Authority.

Sincerely,



Nicholas C. Bracco  
Regional Vice President, Mid-Atlantic  
Michaels Development Company  
nbracco@tmo.com  
(202) 838-8070



March 12, 2020

Mark McBride  
Tax Credit Investment Officer  
Community Capital Group  
TD Bank  
1100 Lake Street  
Ramsey, NJ 07446

Dear Mr. McBride:

I authorize you to serve as a reference on behalf of The Michaels Organization if requested by the Fairfax County Redevelopment and Housing Authority.

Sincerely,



Nicholas C. Bracco  
Regional Vice President, Mid-Atlantic  
Michaels Development Company  
nbracco@tmo.com  
(202) 838-8070