SPECIAL EL CERRITO MUNICIPAL SERVICES CORPORATION MEETING

AGENDA

Tuesday, March 19, 2013
Immediately Following the Adjournment of the 7:00 p.m. Regular City Council Meeting
City Council Chambers

Meeting Location
El Cerrito City Hall
10890 San Pablo Avenue, El Cerrito

Greg Lyman – Chairperson

Vice Chairperson Janet Abelson	Boardmember Jan Bridges
Boardmember Rebecca Benassini	Boardmember Mark Friedman
Boardmember Scott Hanin	Boardmember Karen Pinkos

ROLL CALL

CONVENE SPECIAL MUNICIPAL SERVICES CORPORATION MEETING

1. BOARD / STAFF COMMUNICATIONS

2. ORAL COMMUNICATIONS FROM THE PUBLIC

All persons wishing to speak should sign up with the Board Secretary. Remarks are limited to 3 minutes per person and are limited to items listed on this special Municipal Services Corporation meeting agenda only.

3. PRESENTATIONS – None

4. ADOPTION OF THE CONSENT CALENDAR – Item No. 4A

Approval of Minutes

Approve the March 5, 2013 special meeting minutes.

5. POLICY MATTER

Authorization to Enter into an Exclusive Negotiating Rights Agreement with Build, Inc. for the Mayfair Block

Approve a motion authorizing staff to develop an Exclusive Negotiating Rights Agreement (ENRA) with Build, Inc., as a proposed developer for the Mayfair Block. Upon completion of a draft ENRA, staff will return to the Municipal Services Corporation Board in April for authorization to execute the ENRA related to the negotiation of a Disposition and Development Agreement (DDA) that would describe the terms and conditions for the development of the project.

ADJOURN SPECIAL MUNICIPAL SERVICES CORPORATION MEETING

SPECIAL EL CERRITO MUNICIPAL SERVICES CORPORATION MEETING

MINUTES

Tuesday, March 5, 2013
Immediately Following the Adjournment of the 7:00 p.m. Regular City Council Meeting
City Council Chambers

Meeting Location
El Cerrito City Hall
10890 San Pablo Avenue, El Cerrito

Greg Lyman – Chairperson

Vice Chairperson Janet Abelson
Boardmember Rebecca Benassini
Boardmember Scott Hanin
Boardmember Jan Bridges
Boardmember Mark Friedman
Boardmember Karen Pinkos

ROLL CALL

Boardmembers Abelson, Benassini, Bridges, Friedman, Hanin, Pinkos and Chair Lyman.

CONVENE SPECIAL MUNICIPAL SERVICES CORPORATION MEETING

Chairperson Lyman convened the Special Municipal Services Corporation meeting at 7:48 p.m.

1. **BOARD / STAFF COMMUNICATIONS –** None
2. **ORAL COMMUNICATIONS FROM THE PUBLIC –** No speakers.
3. **PRESENTATIONS –** None
4. **ADOPTION OF THE CONSENT CALENDAR – Item Nos. 4A and 4B**

Consent Calendar Item No. 4(A) was removed from the Consent Calendar at the request of Directors Bridges and Friedman, severed and voted on separately as indicated below. Consent Calendar Item No. 4(B) was also voted on separately as indicated below.

A. Approval of Minutes

Approve the June 19, 2012 special meeting and February 5, 2013 special closed session minutes.

Action: Moved, seconded (Benassini/Abelson: Ayes – Directors Abelson, Benassini, Hanin, Pinkos and Chair Lyman; Noes – None; Abstain – Directors Bridges and Friedman; Absent – None) and carried to approve the June 19, 2012 special meeting minutes.

Moved, seconded (Benassini/Friedman) and carried unanimously to approve the February 5, 2013 minutes.

B. Amendment of Bylaws, Election of Officers and Signature Authority

Adopt three separate resolutions: 1) Amending the Municipal Services Corporation's Bylaws; 2) Electing and appointing Officers of the Corporation; and 3) Authorizing establishment of banking signature authority for the Corporation.

Action: Moved, seconded (Abelson/Benassini; Ayes – Directors Abelson, Benassini, Bridges, Friedman, Hanin, Pinkos and Chair Lyman) and carried unanimously to adopt Municipal Services Corporation Resolution Nos. 2013–01, 2013–02 and 2013–03.

ADJOURNED SPECIAL MUNICIPAL SERVICES CORPORATION MEETING at 7:51 p.m.

El Cerrito
Municipal Services Corporation

Date: March 19, 2013

To: El Cerrito Municipal Services Corporation Board

From: Dwayne Dalman, Senior Economic Development Program Manager

Subject: Authorization to develop an Exclusive Negotiating Rights Agreement with Build, Inc. for the "Mayfair Block"

ACTION REQUESTED

Approve a motion authorizing staff to develop an Exclusive Negotiating Rights Agreement (ENRA) with Build, Inc., as a proposed developer for the Mayfair Block. Upon completion of a draft ENRA, staff will return to the Municipal Services Corporation Board in April for authorization to execute the ENRA related to the negotiation of a Disposition and Development Agreement (DDA) that would describe the terms and conditions for the development of the project.

BACKGROUND

The "Mayfair Block" is approximately 1.75 acres bordered by San Pablo and Knott Avenues, Kearney Street, and Cutting Boulevard. The block is immediately adjacent to the Del Norte BART station, and consists of three parcels of land that have been purchased by the former El Cerrito Redevelopment Agency over a period of time.

In 2005, the Olson Company proposed a mixed-use residential apartment project on the site. However, with the downturn in the residential market and the economy, Olson pulled out of the project in 2007. With the loss of redevelopment, staff has continued to move forward with the goal of promoting transit-oriented development adjacent to the city's two BART stations, including this property.

Over the years, numerous developers have approached staff about potential projects at the Mayfair site although none developed into an actual project. Staff has also corresponded with BART staff about joint projects at the site and the adjacent BART property but no concrete plans ever materialized. Staff periodically considered a formal solicitation but with the failing economy and then the loss of redevelopment, including the associated uncertainties around the ultimate disposition of the site, no formal solicitation has recently been undertaken.

In conjunction with the City's draft San Pablo Avenue Specific Plan, staff developed vision and goals for the City's two BART station areas. The vision includes the redevelopment of the BART station areas as complete, walkable, transit-oriented neighborhoods. On November 21, 2012, staff presented the results of the Del Norte Transit-Oriented Development Strategy. The Strategy, prepared by AECOM and CHS Consulting, analyzed near-term development feasibility for development types that would be consistent with the vision of the draft Specific Plan and appropriate parking strategies to achieve transit-oriented development. The conclusions of that analysis included supporting catalyst multifamily residential development at appropriately high densities at Del Norte.

Approximately nine months ago, staff became aware of Build Inc., a San Francisco real estate development firm that specializes in mixed-use residential infill projects. Initial conversations with Build Inc. focused on the firm's apparent interest in the development potential around the Del Norte BART station. Initially, it was not clear if their expertise was believed to lend itself more in acting either in a master planning role or as a direct developer. Based on periodic meetings with staff, Build Inc. decided to submit the attached conceptual proposal to develop the Mayfair block with a high-quality, mixed-use residential project.

Staff evaluation of the Build Inc. development proposal concluded that it meets and compliments the vision and goals of the draft Specific Plan and fits well within the highest and best use development types analyzed by the Del Norte Transit-Oriented Development Strategy. Additionally, staff feels that the proposal is consistent with or even exceeds the expected results of a formal solicitation process. Both of these reasons support the staff recommendation.

DISCUSSION/ANALYSIS

Staff and Counsel will be returning to the MSC Board in April with a draft ENRA for Board consideration based on discussions and preliminary agreement with Build, Inc. The ENRA establishes procedures and standards for the negotiation of a DDA, including achievement of certain predevelopment tasks to determine the feasibility of the project. The ENRA will not obligate either party to acquire or convey any property, grant Build, Inc. the right, entitlement or environmental approvals to develop the properties, or obligate the parties to undertake any activities or costs, except for the preliminary analysis and negotiations contemplated in the ENRA. The purpose of the negotiations include determining the conditions under which the MSC would sell its property to Build, Inc., and the process and schedule for the development of the overall Mayfair Block. A summary of the most significant terms of the ENRA would be as follows:

- An overall negotiating period, which could be extended if Build, Inc. has met all of the requirements of the ENRA, but needs an extension to complete the environmental review or acquisition of title for the project.
- During the term of the ENRA, the MSC may not negotiate with any other party regarding the disposition or development of its property at the Mayfair block.
- A negotiated time period after the execution of the ENRA to agree upon the purchase price for the MSC owned property. In connection with the purchase price negotiation, Build, Inc. will provide the MSC with a detailed financial analysis for the project.
- A negotiated time period after the execution of the ENRA for the MSC and Build, Inc. to mutually select an appraiser to perform an appraisal to assist in the determination of the purchase price.

- A negotiated time period after the execution of the ENRA for the MSC and Build, Inc. to work together to produce a term sheet outlining the purchase price and material terms of the purchase and sale agreement. The MSC will then bring the term sheet to the MSC Board for approval.
- A negotiated time period after the execution of the ENRA for Build, Inc. to provide the MSC with a proposed detailed schedule of performance, including the dates for obtaining land use entitlements, the date for the submittal of construction plans to the City, and the date for satisfaction of all preconditions to conveyance. These dates will be established considering the City's schedule of completion of the San Pablo Avenue Specific Plan and the likely corresponding Program and Project Environmental Impact Reports. Staff believes that the timing and coordination of these two projects will create efficiencies for both the City and the developer related to environmental review of the project and the Plan. Staff and Build, Inc. have begun working together to craft a strategy related to this effort.
- Prior to execution of a DDA, Build, Inc. will be required to provide the MSC with copies of its organizational documents evidencing that Build, Inc. exists and is in good standing to perform its obligations under the DDA.
- Build, Inc. will pay for, and the City will have prepared any environmental documentation required by the California Environmental Quality Act ("CEQA") for consideration of approval of the DDA and the project. The ENRA does not compel the City to approve or make any particular findings with respect to CEQA documentation. Failure to pay City CEQA fees in a timely manner would constitute a default under the ENRA.
- Build, Inc. and the City will negotiate any other necessary or additional terms or financial arrangements in the DDA and/or a Development Agreement, including working together on financing strategies for possible offsite transportation mitigations/improvements that may be identified as a part of the Environmental Review or otherwise.

Should the Board approve the ENRA, staff and Build, Inc. will reach out to BART to explore the purchase of the small parcel of land adjacent to the MSC-owned property that Build, Inc. has identified in its conceptual site layout and discuss the possibility of additional development on the BART owned properties around the Del Norte BART Station.

DEVELOPMENT PROPOSAL

The initial development proposal from Build, Inc. contains the following information that is typically found in a Request for Qualifications (RFQ):

Proposed Project

Build Inc. has conceptually proposed a mixed-use, residential project with a total of 282 apartment units and 18,000 square feet of ground floor flex/retail space. The project is designed to be built on the approximate two-acre site that is comprised of the land owned by the El Cerrito Municipal Services Corporation, the vacating of Kearney Street between Knott Avenue and Cutting Boulevard and a small sliver of land owned by BART adjacent to the BART tracks.

The initial design shows a project that includes two six-story buildings fronting San Pablo Avenue and one three story building adjacent to the BART tracks. The two six-story buildings are proposed to be 65 feet in height and contain five stories of residential over a first floor parking podium. Approximately 13,000 square feet of ground-floor retail will wrap the parking podium. The rear building will serve as the transition between San Pablo Avenue to the west of the property and the residential neighborhood and BART to the east of the property. It will be 35 feet in height and contain two stories of residential over 5,000 square feet of ground-floor retail and live/work space.

The proposed development is designed to provide a neighborhood-friendly design that will create a sense of place in the north end of town. The project will include private as well as public amenities. Private amenities include balconies, inner courtyards, gym/recreation area, common room, bike parking and a roof deck. Public open space and amenities include a green area mews in place of the vacated Kearney Street.

Developer Information/Experience

The development proposal demonstrates that Build Inc. is a successful and experienced regional developer. In addition, the management team has a great deal of personal experience and success.

Build Inc. is a San Francisco real estate development company that specializes in high-quality, mixed-use residential development. Over the last 25 years, the partners in the company have extensive experience managing the development of over 10,000 homes and apartments in the Bay Area. The company is known for collaboration, strong community support and a commitment to place-making. A summary of their current and recent projects include the following:

- 142-unit *Homes at Esprit Park* – San Francisco Dogpatch neighborhood.
- Three residential projects in San Francisco approved or in entitlement. Two of these projects are in partnership with Avalon Bay.
- Mint Plaza – a public-private partnership that transformed a derelict alleyway in San Francisco into a vibrant, public plaza.
- Linden Alley – conversion of a small San Francisco street into a pocket park
- The Yellow Building – conversion of a historic, San Francisco warehouse building into a commercial community hub.

Build, Inc. has a management team with an extensive background in residential and commercial development. The president, Lou Vasquez, has over 30 years of experience in developing over 8,000 multi-family homes and has worked in senior management positions for a number of well-known development companies. Loring Sagan, the vice-president, has over 35 years of design and real estate development experience, having founded three design and construction companies.

Build Inc's acquisition partner is Grant Barbour. Mr. Barbour also serves as in-house legal counsel having been a real estate and land-use attorney for the American Land

Conservancy and the Trust for Public Land. The company's entitlement partner is Michael Yarne, who oversees Build Inc's entitlement and land use strategy. Mr. Yarne has municipal entitlement experience, having served for four years as Development Advisor in the San Francisco Mayor's Office. Finally, the construction partner for Build Inc is Doug Ross. In partnership with Build Inc, Mr. Ross runs Ross Construction and Palisades Builders, responsible for building over 10,000 homes in the Bay Area.

Financial Qualifications

Build Inc's proposal discusses a demonstrated track record of securing both equity and debt for its projects. The firm has a banking relationship with First Republic Bank which lists working capital assets available to assist with acquiring and entitling projects. There is also a relationship with CityView, a national real estate investment fund. In addition, Build, Inc. has recently partnered with two national Real Estate Investment Trusts (REITs), Avalon Bay and Archstone. In summary, Build Inc. feels confident that they have both the internal resources and external financial relationships to complete this project.

FINANCIAL CONSIDERATIONS

Financial terms and requirements for the Municipal Services Corporation and/or the City will be identified during the ENRA/DDA negotiations. No budget adjustments are currently necessary.

RECOMMENDATION

Based on the information enclosed in the initial proposal, staff feels that Build Inc's development concept meets the criteria that the MSC Board, the City and our community have voiced over the past few years related to high-quality, transit-oriented development adjacent to the Del Norte BART station. The initial development layout shows a project that works to integrate a number of desirable concepts including but not limited to:

- High-density project containing approximately 120-units/acre;
- Minimum silver LEED certification;
- Integration of public spaces and amenities;
- Designed to maintain view corridors and promotion of alternative transportation through lower parking standards and use of public transit; and
- Designed to maximize success of retail space.

Staff is recommending that the MSC Board provide authorization to develop an Exclusive Negotiating Rights Agreement (ENRA) with Build, Inc. as the proposed developer for the Mayfair Block.

Upon completion of a draft ENRA, staff will return to the MSC Board for authorization to execute the ENRA for the negotiation of a Disposition and Development Agreement that would describe the terms and conditions for the development of the project.

Reviewed by:

Scott Hanin, Executive Director

Attachments:

1. Build Inc. Initial Development Proposal

Agenda Item No. 5
Attachment 1

EL CERRITO DEL NORTE PROPOSAL

December 18 2012

BUILD INC.


EL CERRITO DEL NORTE

EL CERRITO DEL NORTE PROPOSAL

December 18 2012

BUILD INC.

EL CERRITO DEL NORTE PROPOSAL

Build Inc. is pleased to submit this statement of qualifications and development vision to the City of El Cerrito. We believe that our unique mix of real estate development experience, financial resources, entitlement expertise, a neighborhood-friendly design philosophy and proven place-making skills will generate substantial economic and social value for the City of El Cerrito and, indirectly, BART.

The Del Norte site represents an exceptional opportunity to develop a high-quality stand-alone project that will catalyze a larger economic and civic revitalization of the entire Del Norte BART station area. Accordingly, our central goal is to set the urban design standard for future transit-oriented development in the area, while also satisfying the City's practical need to be compensated for its past investment in the subject property.

As the developer of the award-winning 142-unit *Homes at Esprit Park* project in San Francisco's Dogpatch neighborhood—a high-density residential mixed-use project that received unanimous support from both the neighborhood and the San Francisco Planning Commission—we know first hand how to deliver on both public aspirations and private investor demands. We take pride in our extensive history of place-making projects in San Francisco, having guided the creation of such memorable and walkable civic places such as Mint Plaza and Linden Alley. And with over 600 units in four projects under various stages of development in San Francisco, Build Inc. brings tremendous experience and project management capacity to the table. A full description of our firm, along with the biographies of our five partners, is included beginning page 13 of this presentation.

DESIGN VISION

Our vision is driven by Build Inc's urbanist values and a belief that private projects should give back to the surrounding neighborhood. Accordingly, our design proposes the creation of a green pedestrian-mews along the existing Kearny Street right-of-way, activated by corner retail (within 200 yards and a clear sight-line of BART station exits) and townhome-style live/work units. While we need to accommodate on-site parking, we propose to wrap the parking podium in active uses that engage and energize the street edge, especially along Cutting Boulevard and San Pablo Avenue. Finally, we propose a full-block build-out, providing much-needed urban form and scale to a site that currently feels unprotected, empty and uninviting.

Our proposed project would occupy the entire block bounded by San Pablo, Knott Avenue, Cutting Boulevard and Kearny Street. With the cooperation of the City and BART, we also hope

continued next page

to develop the "sliver parcel" of land located between the eastern edge of Kearny Street and the western edge of the elevated BART tracks, as set forth in our site plan, enclosed. Our conceptual design would add two 5-story buildings (Building 1 and Building 2) containing a combined 240 units over a single 15'-tall parking podium, wrapped with approximately 13,000-SF of flex retail use, 5,000-SF of leasing & common area and 4,000-SF of building services. Taken as a whole, the roject would be six stories and 65' tall. The sliver parcel would be developed with a lower, three-story building (Building 3) rising approximately 35'-tall, with a 15'-ground floor retail and commercial podium, topped with two floors of residential units. This linear structure would provide a sound and visual wall between BART and the proposed project and Kearny Mews, while also accommodating 34 residential units, 8-10 live/work units and 5,000-SF of retail. The combined project would provide 274 residential units, 8-10 live/work units and over 20,000-SF of potential retail space.

The project could be constructed in a single phase or in three phases, depending on financing and market demand. Phase 1 would build out the parking and retail podium and Building 1; Phase 2 would add Building 2; and Phase 3 would add Building 3 and finish the development of the Kearny Mews. We are happy to further explore the issue of phasing with the City.

ENTITLEMENT PROCESS

Our master planning and development process is rooted in a deep understanding of the competing (and sometime contradictory) neighborhood, planning, environmental, public and private investor goals associated with true transit-oriented development. Accordingly, we view all of our projects as "public-private" partnerships, regardless of the scale, financing sources or number of parties involved. In this case, given the draft status of El Cerrito's San Pablo Specific Plan and zoning ordinances, we propose working in a close partnership with City staff to successfully integrate the proposed project into the larger rezoning and CEQA review process. Based on our initial review, we believe that the proposed project could be incorporated into a programmatic EIR as a "catalyst" or demonstration project. In this way, our proposal would receive project-level CEQA clearance while the rest of the plan would receive programmatic clearance. We feel that our two objectives – final adoption of the San Pablo Specific Plan and approval of our individual project – are mutually beneficial. Furthermore, we are open to funding some if not all of the CEQA costs needed to complete the San Pablo Specific Plan EIR. Based on future conversations with City staff over the next several months, we would hope to propose a specific timeline of deliverables for such an integrated planning effort.

CONCLUSION

In sum, our intention is to craft a far-reaching vision that will ultimately generate a new identity and sense of place that draws life and investment interest to the larger Del Norte BART station area. We will leverage all of Build Inc.'s ideas, financial resources and relevant experience to accomplish this goal. We look forward to advancing this conversation with the City of El Cerrito to the next level.

Looking north across Cutting Boulevard from the western entrance to the BART station along the proposed "Kearney Mews." A three-story, 35'-tall linear building would provide much-needed sound and visual barrier from the elevated BART tracks, while creating an inviting and green new public open space within the Kearny Street right of way that would be activated by small-scale, ground-floor retail and live/work townhomes.

A. PROPOSED PROJECT

SUMMARY DATA

City Site:

- 240 apartment units in two buildings above a ground floor parking podium
- Approximately 120 2-bedroom units; 90 1-bedroom units & 30 studio units
- Approximately 65′-tall, six-story building (including ground floor/podium level)
- Type III wood-frame construction over Type I concrete podium
- 13,000-SF ground floor flex / retail
- 5,000-SF ground floor leasing & common areas
- 254 enclosed parking spaces with hydraulic stackers; parking podium "wrapped" in active uses; optional subterranean parking floor possible.
- Private open space provided in balconies, inner courtyards and on "Golden Gate view" roof deck
- Public open space & green area provided in new Kearny Mews within existing street right-of-way

BART Site:

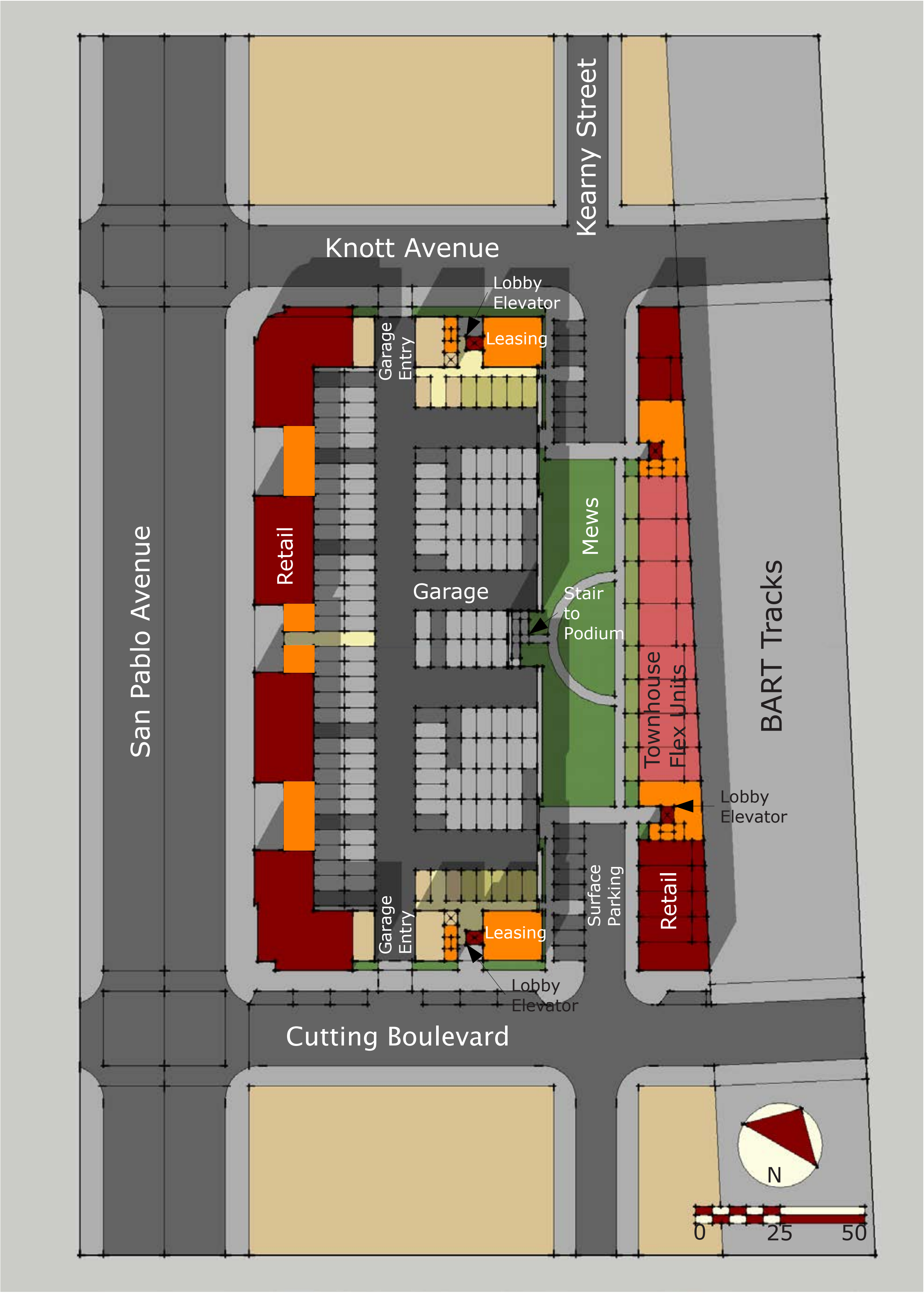
- 34 apartment units and 8-10 live/work townhome units in one linear building
- Approximately 35′-tall, three-story building with 15′-floor-to-ceiling ground floor
- Type V wood-frame construction
- 5,000-SF ground floor retail
- 16 surface parking spaces at each end of the proposed Kearny Mews
- Public open space & green area provided in proposed Kearny Mews within existing street right-of-way

Combined Site:

- 282 apartment units
- 18,000-SF ground floor flex / retail
- 270 to 390 parking spaces


Knott Avenue
BART Tracks
San Pablo Avenue
Cutting Boulevard
N

Site Plan



Podium Level / Ground Floor Plan

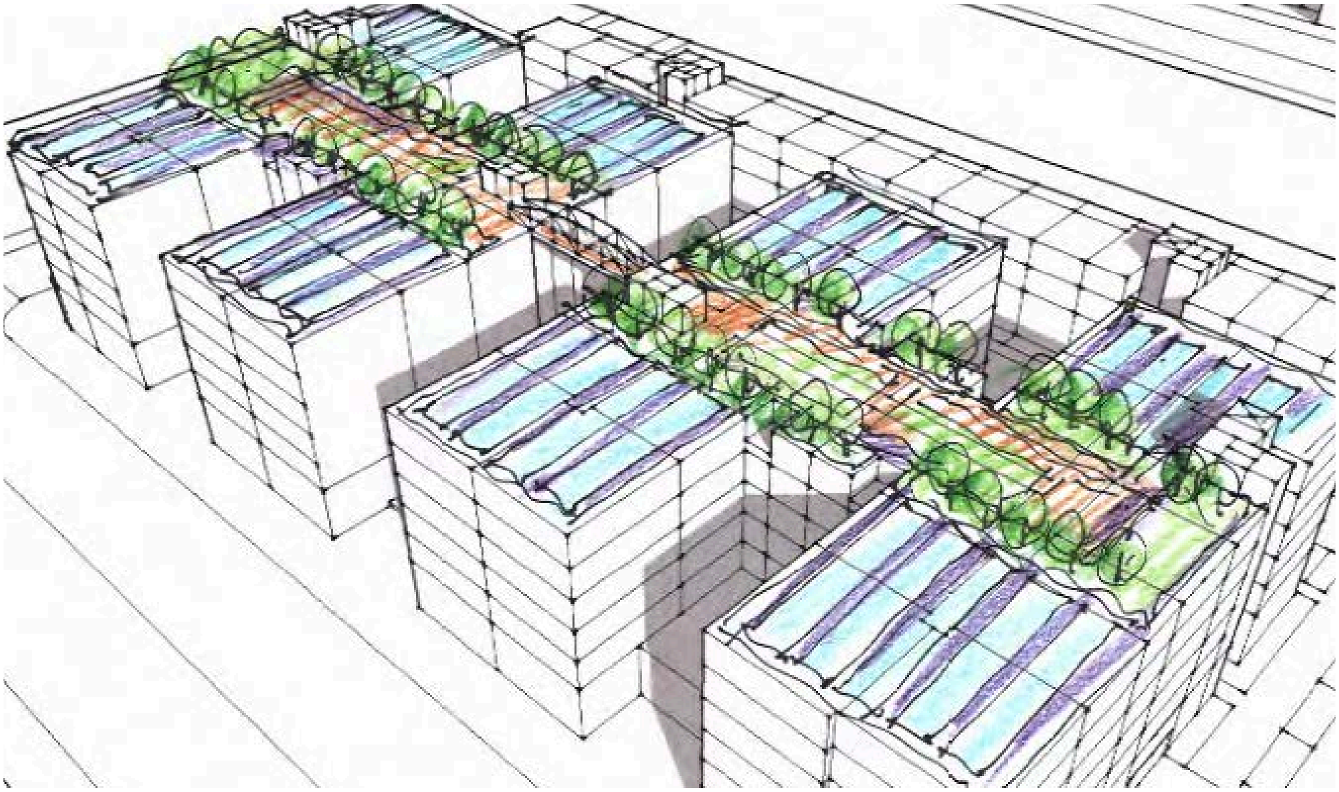
Floors 2 - 3: Representative Plan

Top: Bird's Eye looking Northwest *Bottom: Lower Level - Cut away looking NW*

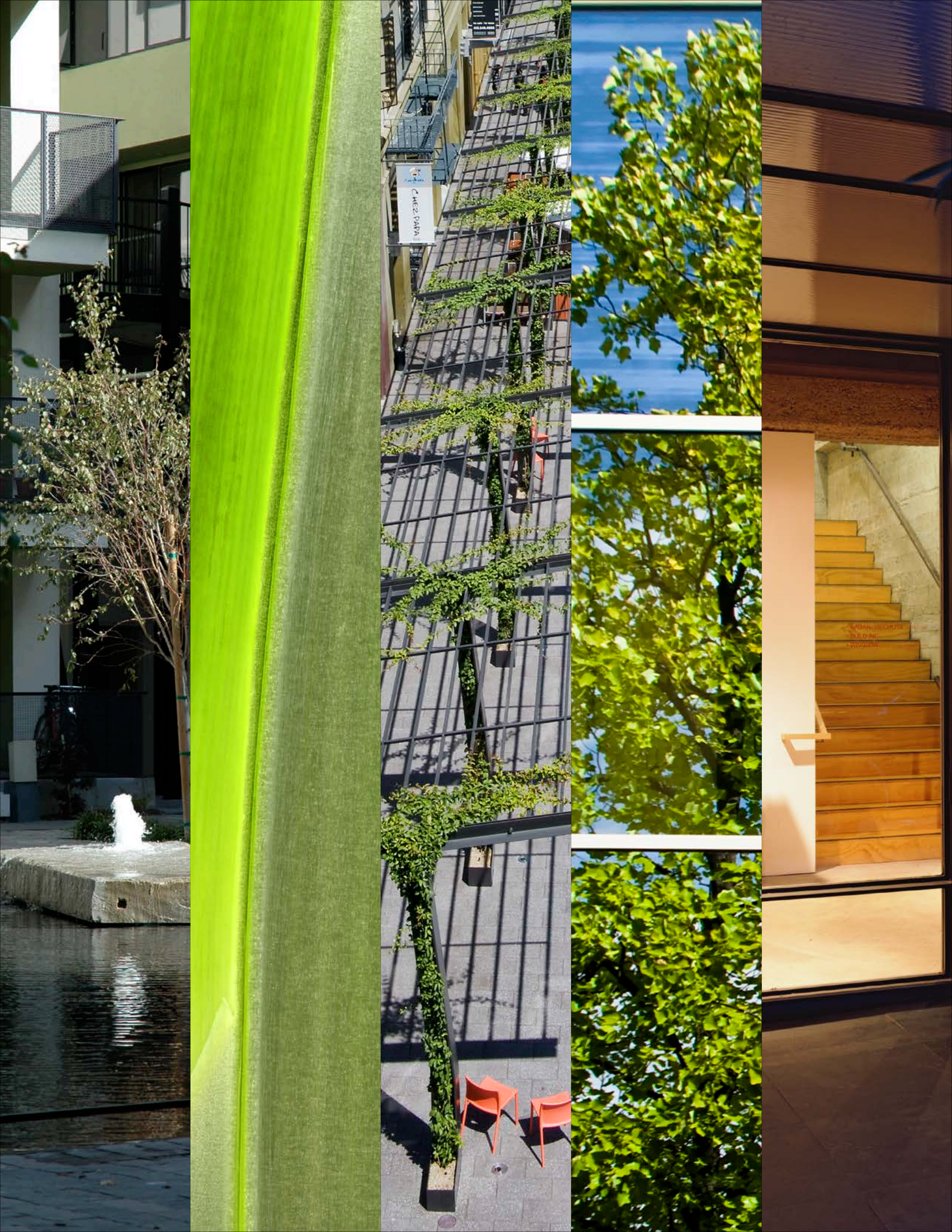
Looking Northeast from San Pablo Boulevard: Break the mass of the project up into a series of distinct building components.

Looking East across San Pablo Boulevard: Courtyards create breaks between building components while adding usable public open space between retail spaces.

Looking East across San Pablo Boulevard: Podium access stair and roof deck bridge connect the north and south halves of the project.



Bird's Eye View looking Northeast : Roof Gardens connected by central bridge and flanked by solar panels.


CHEZ PAPA

B. DEVELOPER

Build Inc. is a San Francisco real estate development firm specializing in high-quality mixed-use residential development, with over 700 units of new multifamily housing in the development pipeline. Build Inc. is recognized for its uniquely collaborative approach to development, strong neighborhood support and proven commitment to place-making that transcends its projects.

Over the past 25 years, the Build partners have managed the acquisition, financing, entitlement, development, construction, management, and disposition of over 10,000 homes and apartments in San Francisco and the greater Bay Area. Our experience is extensive and deep.

Build is known for developing high-quality and creative projects that respond to community needs while also generating strong financial returns. By doing what we say we are going to do, we have earned the trust of our investors, the Planning Department, the Board of Supervisors and, most importantly, the neighborhoods in which we work.

Build's most recently completed project, the 142-unit *Homes at Esprit Park*, located in the heart of the Dogpatch neighborhood, received the *San Francisco Business Times* "Real Estate Deal of the Year" Award in 2008 and praise from both the Planning Commission and the neighborhood. In July 2012, Build secured unanimous Planning Commission approval for a 182-unit residential mixed-use project in San Francisco's Hayes Valley neighborhood in partnership with Avalon Bay, a national Real Estate Investment Trust.

Build's current projects include a 350-unit, six-story project in Dogpatch across the street from the *Homes at Esprit Park*. Another partnership with Avalon Bay, this project is just starting entitlements, with Planning Commission approval expected in 18 months. In August 2012, Build closed on another prime development site in Dogpatch, 650 Indiana Street, and has commenced design and entitlements on a proposed 120-unit, mixed-use residential project that may include an exciting public-private partnership to finance and build a new public art plaza. A few blocks away, Build is in contract to purchase another 60-unit residential site. In addition to these three residential projects, Build is in the process of acquiring and redeveloping two unique historic commercial buildings in the newly emerging Mission Creek neighborhood of San Francisco. With these acquisitions, Build will diversify its portfolio beyond multifamily residential to include smaller –scale tech office, retail and artisanal manufacturing assets.

Examples of Build's public place-making expertise include the award-winning Mint Plaza public-private partnership that transformed a derelict alleyway into a $3.2M, 18,000-SF vibrant public plaza that also incorporates best practices urban storm water management design. The Plaza was awarded the EPA's 2010 *National Award for Smart Growth Achievement for Civic Places*. Build Inc. also played a critical role in securing the largest *Community Challenge Grant* awarded in 2006 for the greening of Linden Alley, a prototypical award-winning transformation of an urban alleyway into a community green space.

PLACEMAKING

Build Inc. has a proven record of creating strategic public-private partnerships & investments in the public realm that add tremendous financial value to private real estate in proximate areas. Past examples include Mint Plaza, Linden Alley, & the Yellow Building in Dogpatch.


Mint Plaza: Large-scale closure & conversion of former downtown street to public plaza & urban watershed


Linden Alley: Small-scale street to pocket park conversion


The Yellow Building: Conversion of historic warehouse to mixed-use commercial community hub

BUILD INC DEVELOPMENT TEAM

PARTNERS

Lou Vasquez, President

Loring Sagan, Vice President

Grant Barbour, Acquisitions

Michael Yarne, Entitlements

Doug Ross, Construction

ASSOCIATES

Tyler Kepler, Analyst

Carlos Vasquez, Development Associate

Regina Parker, Accounting

LOU VASQUEZ

President | BUILD INC.

Mr. Vasquez is President of Build Inc. and oversees the firm's business strategy, underwriting and administration. Over the course of his 30-year career in real estate development, Mr. Vasquez has participated in the acquisition, entitlement, development and construction of over 8,000 multi-family homes as well as more than 250 single-family homes. Prior to joining Build nine years ago, Mr. Vasquez worked in senior management at a number of prominent residential and commercial real estate development companies in the Bay Area, including Trammell Crow, Greenbriar Homes, Oxford Development, and Archstone Communities. Through his volunteer work with Habitat for Humanity and as a founding board member of Mission Prepartory School, Mr. Vasquez is committed to ensuring that San Francisco remains a diverse city providing opportunities for its most vulnerable citizens.

EDUCATION

Yale University

AFFILIATIONS

Vice-Chair, Founding Board Member, Mission Preparatory Charter School

Board Member, Habitat for Humanity, Greater San Francisco

Member, San Francisco Housing Action Coalition

Member, San Francisco Planning and Urban Research, Housing Policy Committee

General Building Contractor's License, State of California

General Engineering Contractor's License, State of California

SIGNIFICANT PROJECTS

The following projects are relevant to this proposal.

Willow Glen Apartments, San Jose, CA, 414 units, new construction, with Archstone, 2000.

Hacienda Park Apartments, Pleasanton, CA, 320 units, new construction, with Archstone, 1998.

Emerald Park Apartments, Dublin, CA, 224 units, new construction, with Archstone, 1998.

Enclave Apartments, Reno, NV, 224 units, new construction, with Archstone, 1998.

Monterey Grove Apartments, San Jose, CA, 212 units, new construction, with Archstone, 1998.

Lakeside Apartments, Sunnyvale, CA, 636 units, new construction, with Trammell Crow, 1991.

Delta Fair Apartments, Antioch, CA, 164 units, new construction, with Oxford Development, 1987.

Delta Square Shopping Center, Antioch, CA, 200,000-SF retail center, new construction, with Oxford Development, 1987.

Fountain Grove I & II, Santa Rosa, CA, two 51,000 SF office buildings, new construction, with Oxford Development, 1986.

LORING SAGAN

Vice President | BUILD INC.

EDUCATION

B. A., U.C. Santa Barbara, 1974

AFFILIATIONS

Board Member, The Green Trust, (Dogpatch Neighborhood) San Francisco

Co-founder, The Lake Forest School, Tahoe City, California.

Board of Trustees, The Nueva School, Hillsborough, CA, 1993-97

Tahoe City Design Review Committee, 1985-91

Mr. Sagan is Vice President of Build, Inc., leading its design vision and managing its growing capital needs and partnerships. Mr. Sagan brings over 35 years of design-build and real estate development experience to Build, having founded Sagan Design Group and Sagan Rich Construction Mgt. in 1978 to design and build luxury lakeside homes in the Tahoe basin, and then co-founding Resort Design Group in 1994 to design, build, and manage environmentally-responsible boutique lodges in California, Belize and Fiji. Several of RDG's projects, most notably Post Ranch Inn, Cousteau Fiji Islands Resort, and The Lodge at Skylonda, won international awards for design, planning, and environmental stewardship. Mr. Sagan also co-founded Sagan Piechota Architecture (SPA) with architect Daniel Piechota in 1998, an on-going business venture that primarily designs high-end, modern single-family homes and restaurants in California. Prior to starting his career in architecture and real estate development, Mr. Sagan was a full-time professional artist, focusing in ceramics, sculpture and drawing, both in Switzerland and Tahoe. He applies his passion for design excellence to all of Build's projects. In addition to real estate, Mr. Sagan invested in and incubated various ventures, including Blue Bottle Coffee Company, the award-winning Piccino Restaurant in San Francisco's Dogpatch neighborhood, and Lynden Energy Corp., a public corporation based in Vancouver, Canada. Collaborating with diverse and creative entrepreneurs based on pragmatic experience is the foundation of Loring's business success.

SIGNIFICANT PROJECTS

The following projects are relevant to this proposal.

Lodge at Sky-Londa, Woodside, CA, 16-room luxury spa, lodge & restaurant, 1997.

Cousteau Fiji Islands Resort, Vanua Levu, Fiji, remodel of 30-room luxury diving resort, 1997.

Fern Ridge Resort Master Plan & Master Plan, Belize, 40-room luxury "eco-lodge," 1996.

Brockway Hot Springs, Lake Tahoe, CA, 20-unit luxury single-family home subdivision, conversion of a historic hotel and spa, 1995.

Post Ranch Inn, Big Sur, CA, 30-room luxury lodge, 1994.

North Tahoe Regional Community & Recreational Complex, Lake Tahoe, CA, 1991.

GRANT BARBOUR

Partner, Acquisitions | BUILD INC.

Mr. Barbour is Director of Acquisitions at Build Inc. and in-house legal counsel for ongoing transactions. In this capacity, Mr. Barbour directs the Build team in identifying and analyzing potential properties for development, and leads negotiations with owners, lenders, and investors for acquisitions. Prior to joining Build Inc., Mr. Barbour was a real estate and land use attorney focusing on complex land transactions, both from a legal and business perspective. As an attorney-attorney consultant for at the American Land Conservancy and the Trust for Public Land, Mr. Barbour worked with ranchers in the Western states to save ecologically valuable land from development by negotiating land exchanges or "swaps" between private owners and governmental agencies such as the Forest Service and Bureau of Land Management. Prior to working on public land issues, Mr. Barbour spent over 15 years as an attorney specializing in private real estate workouts, litigation, bankruptcy, and acquisition of distressed property, in both a large firm setting and as a solo practitioner. Mr. Barbour brings his combined 25 years of public and private real estate transactional experience to bear on both simple and complex real estate transactions, applying a blend of business savvy and practical legal skill to forge win-win solutions.

EDUCATION

J.D., U.C. Davis, King School of Law, 1984

M.B.A., U.C. Berkeley, Hass School of Business, 1984

B.S., Agricultural Economics, U.C. Davis, 1979

AFFILIATIONS

Member, California Bar

California Real Estate Broker

Board of Directors, Advocates for the West

Volunteer, Marin County Legal Aid

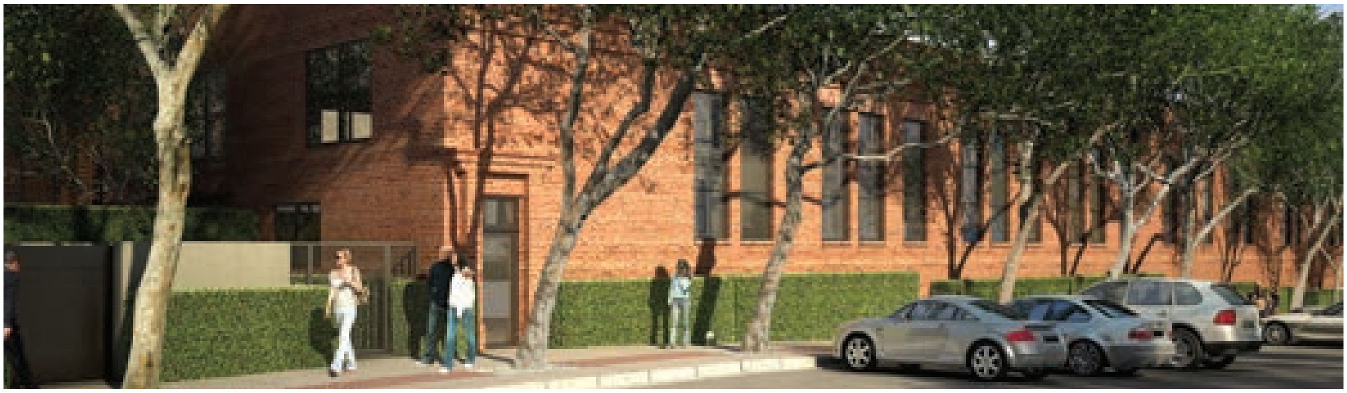
SIGNIFICANT PROJECTS

The following projects are relevant to this proposal.

Shilo Industrial Center, Windsor, CA. Acquisition of contaminated industrial facility, loan workouts, intervening bankruptcy, and toxic cleanup with regulatory oversight, 2003.

Regional Land Conservation Initiative, Reno, NV. Acquisition of fee title and conservation easements funded by governmental agencies, non-governmental agencies, and donors to preserve environmentally sensitive lands, 2003.

Crystal Cove Resort, Lake Tahoe, CA. Formed public-private partnership with State of California to redevelop vintage resort at Crystal Cove State Park, 1997.



MICHAEL YARNE

Partner, Entitlements | BUILD INC.

Mr. Yarne, the newest partner at Build Inc., oversees entitlements and land use strategy. He brings over 10 years of applied expertise in local entitlement, public-private partnerships, development management and local government. Prior to joining Build in 2012, Yarne served four years as Development Advisor in the Mayor's Office, where he negotiated and secured approval of the 152-acre, $7B, 30-year Parkmerced Development Agreement that will add 5,600 new units and fund over $200M in transportation improvements in the SE corner of the City. Mr. Yarne also spearheaded public-private partnerships to finance new parks and infrastructure, including the City's first Infrastructure Finance District (IFD) on Rincon Hill. At the Martin Building Company, he secured entitlements for a variety of mixed-use historic rehabilitation residential projects, totaling over 300 units. He also led the development of Mint Plaza, the first privately funded conversion of a downtown street into a public plaza, financed through a novel combination of a Community Facility District and a Business Improvement District. Prior to Martin, Mr. Yarne was an attorney at Farella Braun & Martel, focusing on land use, CEQA and historic tax credits. Mr. Yarne has helped launch and manage several local non-profits, including City Carshare, North America's largest non-profit carsharing company. His passion for public service began in the Peace Corps, where he started three women-owned micro-credit unions and trained farmers to germinate and plant over 10,000 trees to combat desertification.

EDUCATION

J.D. , Boalt School of Law, U.C. Berkeley, 2001

Masters in City Planning, U.C. Berkeley, 2001

B.A., Political Science & Environmental Studies, Williams College, 1993

AFFILIATIONS

Member, California Bar

Member, Lambda Alpha Real Estate Economic Society

Board Member, San Francisco Bicycle Coalition, 2012-present

Founding Board Member & Chair, City Carshare, 2002-11

Founding Board Member & Chair, Central Market CBD, 2007-08

Board Member, Friends of City Planning, 2006-10

Board Member & President, Urban Ecology, 1999-2003

SIGNIFICANT PROJECTS

The following projects are relevant to this proposal.

Parkmerced Development Agreement, SF, CA. 30-year, $7B agreement to add 5,600 housing units, 200,000-SF transit oriented commercial and light rail extension. Approved in 2011.

Moscone Center Master Plan, SF, CA – 20-year, $500M+ public-private partnership to finance and expand convention facilities. Ongoing, started in 2011.

Rincon Hill IFD, SF, CA – $42M, 20-year tax increment finance district funding public realm and park improvements. Approved in 2010.

Mint Plaza, SF, CA – 18,000-SF public plaza. Completed 2007.

Potrero Launch, 2235 Third St., SF, CA. 196-unit, mixed-use and historic preservation rental project, 2008.

Arc Light Co., 178 Townsend St., SF, CA. 94-unit mixed-use historic preservation rental project, 2007.

Ritz-Carlton Residences/Chronicle Building, 690 Market St., SF, CA. Rehabilitation and conversion of National Register office building into 110 unit luxury condominium project, 2006.

The Montgomery, 74 New Montgomery St., SF, CA. 100-unit condominium conversion of historic office building, 2005.

EDUCATION

Stanford University

DOUG ROSS

Partner, Construction | BUILD INC.

Mr. Ross is a founding partner and Principal of Construction at Build, Inc. Together with his existing 100-person staff at Ross Construction and Palisades Builders, Mr. Ross has supervised and managed the construction of more than 10,000 homes in the Bay Area, including both for-profit luxury housing and permanently affordable, low-income housing with respected non-profit partners like Mid Peninsula Housing, Santa Clara Housing Authority, and Eden Housing. Ross Construction is known for innovative and pioneering building technologies in order to improve efficiency. In addition to managing several hundred million dollars annually of multifamily residential housing, Mr. Ross has also managed a variety of successful Bay Area hotel projects including the Vineyard Creek Hotel and Conference Center in Santa Rosa, The Lodge at Sonoma, and Garden Court Hotel in Palo Alto.

SIGNIFICANT PROJECTS

The following projects are relevant to this proposal.

555 Ygnacio Valley Road, Walnut Creek, CA, 87 unit condominium project, new construction, 2009.

Paulson Park Apartments, 90 Sierra Vista Ave, Mountain View, CA, 253 unit senior apartment project, 2008.

The Laurels at North Park, 3411 Zanker Road, San Jose, CA, 535 unit apartments project, new construction, 2007.

The Redwoods at North Park, 150 Alicante Drive, San Jose, CA, 430 unit apartment project, new construction, 2006.

The Mercer, 1741 Cole Avenue, Walnut Creek, CA, 181-unit condominium project, 2007.

The Sycamores at North Park, 185 Estancia Dr., San Jose, CA, 440 unit apartment project and recreation center, 2005.

140 South Van Ness, San Francisco, CA, 212 unit mixed-use condominium project, 2004.

One Ecker Place, SF, CA, 52 unit condo, retrofit of a 1908 Historic Wood and Brick Building, 2005.

Build Inc. has a demonstrated track record of securing equity and debt for its projects. We also have substantial working capital available for pursuing, acquiring and entitling projects. Our relationship with **First Republic Bank**, our banker since our inception over ten years ago, is excellent.

We have partnered with two national Real Estate Investment Trusts on projects in San Francisco over the past two years. Our partnership with Avalon Bay on the Oak and Octavia project resulted in the successful entitlement of a 182-unit multi-family project. This project will break ground in 2013. In partnership with Archstone, we are working on the entitlements for a 347-unit project at 800 Indiana St. in San Francisco's Dogpatch district, across the street from our 142-unit *Homes at Esprit Park* project, completed in 2009.

Additionally, we have a long-standing relationship with **CityView**, a national real estate investment fund headed by Henry Cisneros.

In October, we purchased another site in San Francisco, at 650 Indiana St. This 120-unit multi-family project is being funded by a $3mm "friends and family" equity investment group.

In moving forward with the Del Norte BART station project, we have a variety of potential investment partners, as well as our own funds to get the process rolling. References on each of the abovementioned projects can be provided upon request.

CITYVIEW

Smart Capital for Smart Growth™

December 11, 2012

To Whom It May Concern:

CityView is one of the nation's premier institutional investment firms focused on urban real estate, in-city housing, and metropolitan infrastructure. Founded in 2000 by Henry Cisneros, Secretary of the U.S. Department of Housing and Urban Development in President Clinton's Administration, CityView has generated more than $2 billion in urban investment in 45 communities across the United States. Please view our website at http://www.cityview.com if you would like more information about CityView and the projects we invest in.

CityView is currently seeking residential projects in the San Francisco Bay Area. Its focus is multifamily residential projects in the 40-400 apartment size range in urban San Francisco in any phase of entitlement. For unentitled projects, we typically fund earnest money and option payments along with entitlement costs, with closing to occur upon entitlements.

CityView has been working with Build Inc. for several years and our strong working relationship gives CityView a great deal of confidence in Build Inc.'s ability to acquire, entitle, and build residential projects. Subject to our usual due diligence process, we are in a position to fund the acquisition, and ultimately, construction, of residential projects in which Build Inc. is our partner. We are available to meet with property owners to confirm CityView's funding parameters, and to provide written commitments to fund specific projects.

We pride ourselves on our ability to move quickly. We can perform our due diligence well within the typical contractual due diligence periods. Some of the recent projects we have acquired include:

- Potrero Launch – 196 units; 28,500 Sf Commercial San Francisco, CA http://potrerolaunch.riverstoneres.com/
- Arpeggio – 143 units; 13,500 Sf Commercial Berkeley, CA http://www.dailycal.org/2012/07/09/multi-million-dollar-downtown-berkeley-housing-development-to-open-this-fall/
- Triton Pointe – Entitled and closed on 5.4 acres for development of 166 units; 50,000 Sf Commercial Foster City, CA

Please feel free to contact me if you would like further confirmation of our interest in funding residential projects with Build Inc.

10877 Wilshire Blvd. | 12th Floor | Los Angeles | CA | 90024 | t: (310) 566-8700 | f: (310) 566-8701 | www.cityview.com

CITYVIEW

Smart Capital for Smart Growth™

Sincerely,

Tony Cardoza
Managing Director
CityView Bay Area Fund I & II

10877 Wilshire Blvd. | 12th Floor | Los Angeles | CA | 90024 | t: (310) 566-8700 | f: (310) 566-8701 | www.cityview.com

FIRST REPUBLIC BANK
It's a privilege to serve you®

October 4, 2012

To Whom it May Concern:

Build Inc has been a valued private banking customer since 2004. The partners have maintained both personal and business accounts in excess of $15MM. We have found them credit worthy and have extended credit facilities to the business as well as partners.

Please feel free to contact me if you would like to discuss this banking relationship.

Best regards,

Stefani

Stefani Phipps
Managing Director
First Republic Bank
111 Pine Street
San Francisco, California 94111

San Francisco Palo Alto Los Angeles Santa Barbara Newport Beach San Diego Portland Boston Greenwich New York

111 PINE STREET, SAN FRANCISCO, CALIFORNIA 94111, TEL (415) 392-1400 OR (800) 392-1400, FAX (415) 392-1413
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RELATIONSHIP WITH BART

Our development analysis began with the premise that the 11600 San Pablo Avenue site should not be considered in isolation, but rather as the first step toward a future transformation of the Del Norte station into a dynamic transit village. Accordingly, if the City were to select Build Inc. we would work closely with staff to reach out to key BART station area planning staff and key BART Board Members, beginning with Mary King and Lynette Sweet, to ensure that BART is included in any transportation/circulation, access and urban design-related planning that might affect the immediate functioning of the Del Norte station area, and equally important, its potential future redevelopment.

We hope to use the planning, CEQA and entitlement process for the 11600 San Pablo site as a constructive means to engage BART station area planning and real estate staff in a larger re-thinking of the access, circulation and use of its station and existing surface parking lots. To this end, Build Inc. has a proven record of partnering with public transit and land use agencies. Michael Yarne, the newest partner at Build Inc., recently completed four years in the San Francisco Mayor's Office of Economic Development, where he successfully negotiated a 25-year phased development agreement with the private developer of the Parkmerced property into a true TOD project, including the addition of over 5,600 new units and the phased construction of a new $60mm, two-station extension of the M-Oceanview MUNI Light Rail system into the heart of a redesigned mixed-use transit village.

Build Inc. has forged strong relationships with particular BART staff and BART Board members, including **Val Menotti** in Station Area Planning and BART Board **Vice President Tom Radulovich** (see the attached letter).

DEVELOPER EXPERIENCE

RELEVANT DEVELOPMENT EXPERIENCE IS PRESENTED ON THE FOLLOWING PAGES, INCLUDING:

The Homes at Esprit Park

Oak and Octavia

800 High Street Condominium

Van Ness Condominiums

Opera Warehouse

Piccino Restaurant

Mint Plaza


875
851
D

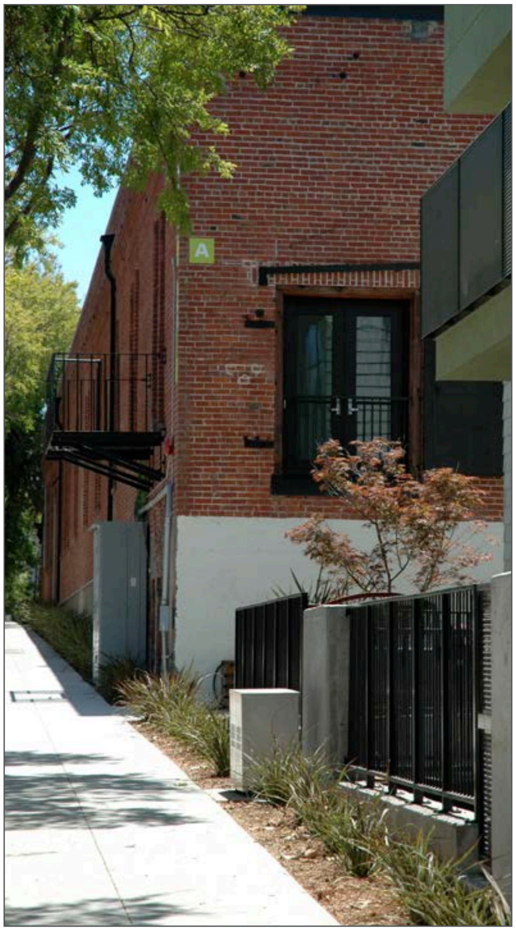
THE HOMES AT ESPRIT PARK

900 Minnesota Street, San Francisco | BUILD INC.

PROJECT DESCRIPTION

Adaptive re-use of 1906 brick & timber building in the heart of the historic Dogpatch neighborhood adjacent to Esprit Park.

- Neighborhood: Dogpatch, San Francisco
- Address: 900 Minnesota Street
- Use: 142 residential condominium units w/ 170 underground parking spaces, 5 commercial condos totalling 8,000 SF of Neighborhood serving retail
- Height: 58 feet; 5 stories
- Zoning: Urban Mixed Use
- Construction Type: ConXTech steel moment frame construction types over below-grade concrete podium
- Construction Complete: 2009
- Unanimous approval at the Planning Commission, with no appeals. Strong neighborhood support.
- *SF Business Times* 2008 Real Estate Deal of the Year Award




Building 4
Building 3
Building 2
Building 1
Laguna Street
OAK STREET ELEVATION
Hickory Street Entrance
garage exit ramp
garage entrance ramp
SECTION A
HICKORY STREET
5' sidewalk
4' swale
12' driveway
21' driveway
LAGUNA STREET
Laguna Street Entrance
West Portal
Central Courtyard
passage
East Portal
OCTAVIA STREET
Oak Street Entrance
OAK STREET

OAK AND OCTAVIA

San Francisco, CA | BUILD INC.

PROJECT DESCRIPTION

Build acquired property from City through competitive RFP process and then partnered with Avalon Bay to develop. The design breaks the full city block into fragments, designed by 3 different architects with multiple buildings over a common podium.

- Neighborhood: Hayes Valley
- Address: Oak Street & Octavia Street, San Francisco
- Use: 185 unit rental project on site of former 101 freeway on ramp in Hayes Valley
- Site Area: 49,500 SF
- Height: 55 feet; 5 stories
- Zoning: NCT: 40-X; RTO: 50-X
- Construction Type: V- Wood-frame over Type I concrete podium
- Construction: Slated to begin in mid 2013
- Unanimous SF Planning Commission approval in July 2012

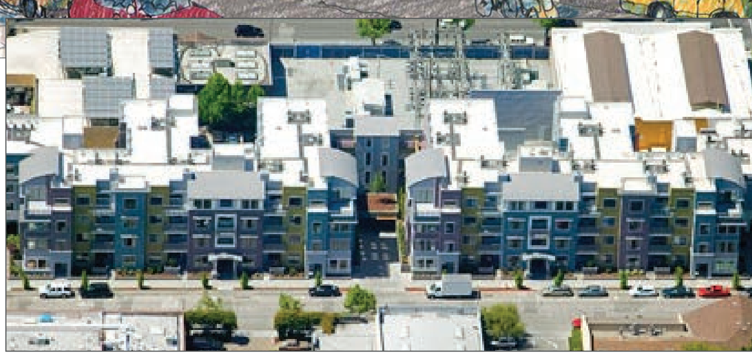
800 HIGH STREET CONDOMINIUM

800 High Street, Palo Alto, CA | BUILD INC.

PROJECT DESCRIPTION

The Creamery is a 60 condominium unit residential development in
downtown Palo Alto with 5 stories of new construction over two levels of underground parking.

- Neighborhood: Palo Alto
- Entitlements: Successful referendum
- Site Area: 80,000 SF
- Height: 55 feet; 5 stories
- Zoning: NCT: 40-X; RTO: 50-X
- Construction Type: Type I ConXTech steel moment frame over Type I concrete podium
- Schedule: Completed 2006



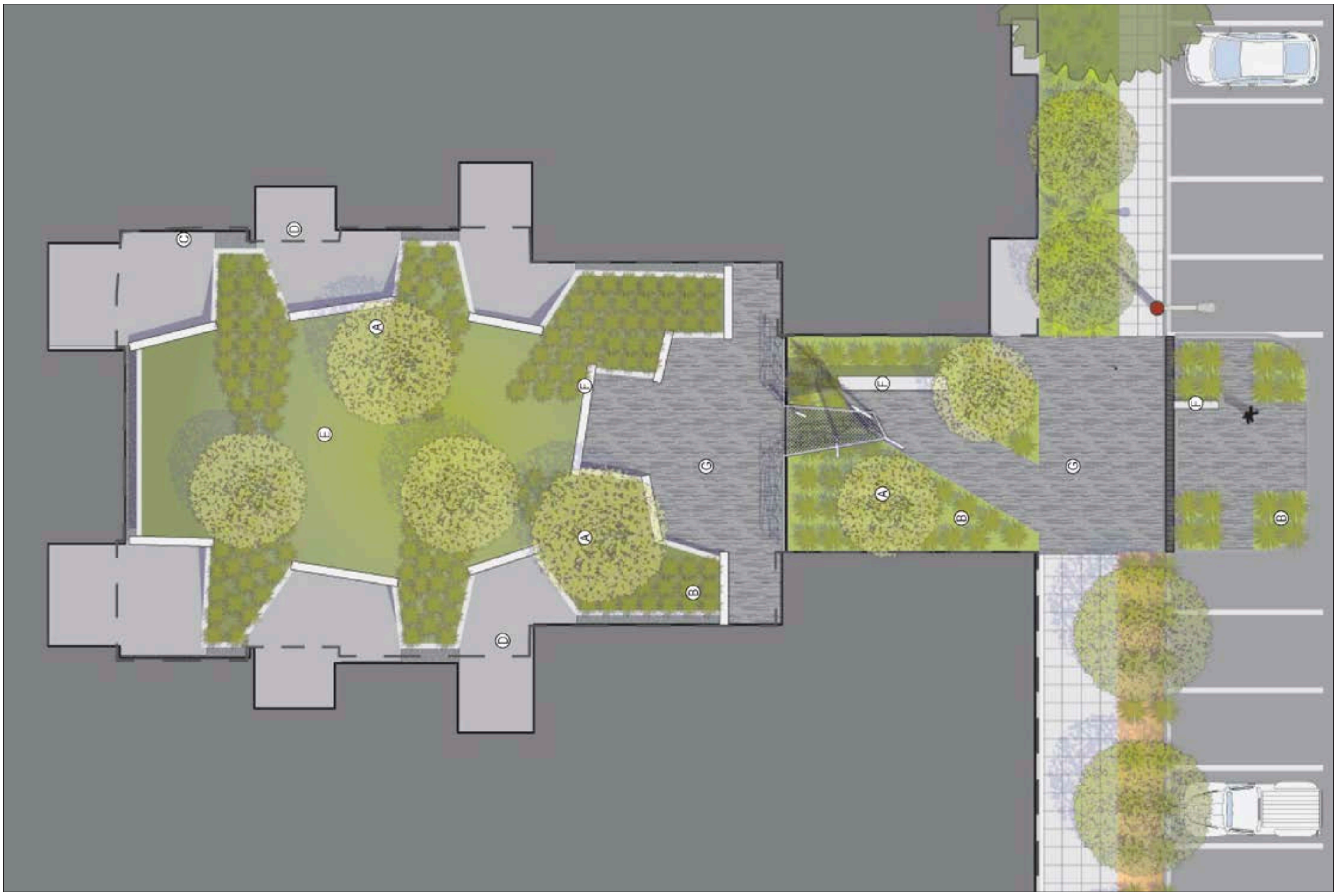
VAN NESS CONDOMINIUMS

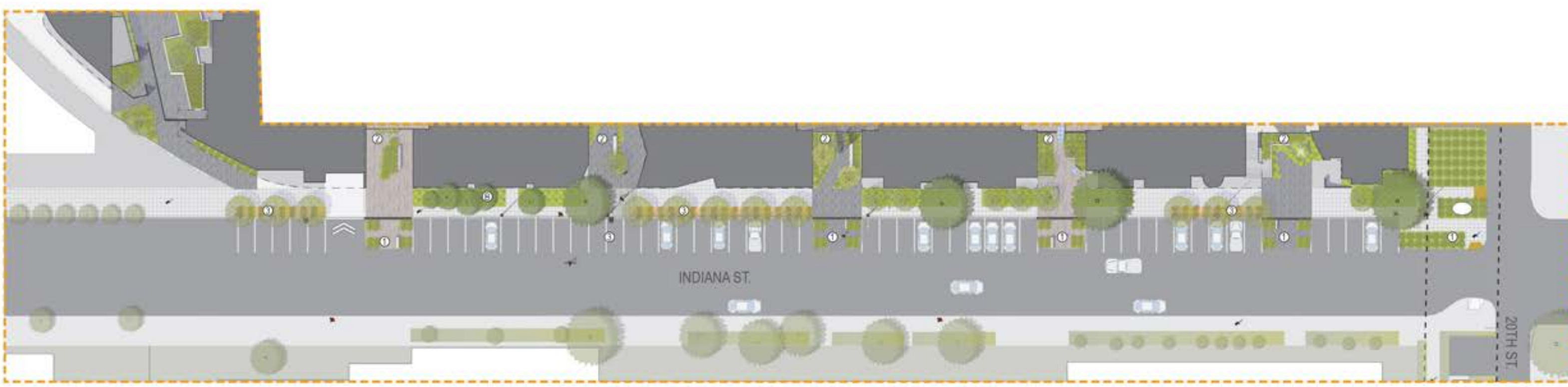
140 South Van Ness, San Francisco | BUILD INC.

PROJECT DESCRIPTION

This 368,000 s.f. multi-use building consists of 212 condominiums, 6 retail spaces and three levels of parking. Its podium level includes a landscaped area with reflecting pool. This concrete building is supported by 600 piles and rises 11 floors above street level. The residents of these condominiums enjoy panoramic San Francisco views and quick and easy access to popular downtown areas.

- Location: San Francisco
- Neighborhood: Market / Octavia
- Site Area: 42,000 SF
- Height: 120 feet; 11 stories
- Zoning: RTO
- Construction Type: Type I concrete
- Schedule: Completed 2003





STREETSCAPE PLAN

EAST ELEVATION

OPERA WAREHOUSE

900 Minnesota Street, San Francisco | BUILD INC.

350-unit rental project nested in the heart of the Dogpatch neighborhood, across the street from Homes on Esprit Park. Proposed design breaks the block into five smaller, distinct buildings designed by a team of four architects and separated by landscaped courtyards that break down the scale of the 600′-long block.

- Neighborhood: Dogpatch
- Address: 800 Indiana Street,San Francisco
- Use: 350-unit rental project
- Site Area: 116,455 SF
- Height: 58 feet
- Zoning: UMU
- Construction: Type V Wood-frame over Type I concrete podium
- Entitlements: Spring 2014
- Partner: Archstone


1001
1003

PICCINO RESTAURANT

1001 Minnesota Street, San Francisco | BUILD INC.

Loring Sagan, a Build Inc. partner, and his wife, Margherita, opened the original Piccino in a storefront at the corner of 22nd &Tennessee in 2006. Piccino's new location one block away is the result of the adaptive reuse of a 150-year-old building which formerly housed coal, a feed barn, and a carriage repair operation.

The building includes a full scale restaurant, coffee bar, retail apparel store and a wine store. The restaurant is now rated as one of San Francisco's top 100 by Michael Bauer of the *SF Chronicle*.

The Yellow Building complex exemplifies Build Inc's. "place making" strategy to add value in a broader neighborhood context.

- Neighborhood: Dogpatch
- Address: 1001 Minnesota Street, San Francisco, CA
- Use:Ground floor retail; 2 unit residential
- Zoning: NCT-2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MINT PLAZA

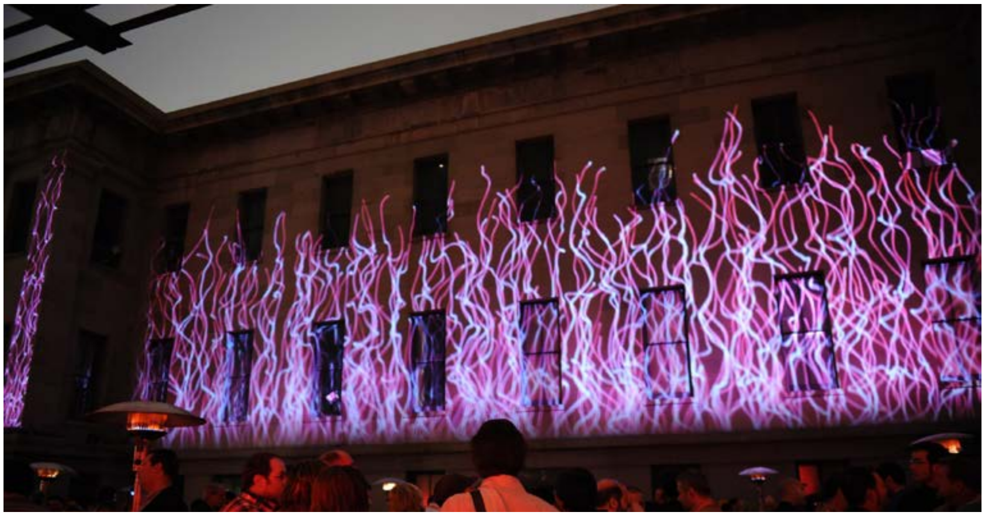
San Francisco | BUILD INC.

Client:	Martin Building Company for the City of San Francisco	
Awards:	2010	EPA Smart Growth Civic Spaces Award, Mint Plaza
	2010	ASLA NCC Professional Awards, General Design, Merit Award
	2010	San Francisco Beautiful, Beautification Award
	2010	ASLA NCC Professional Awards, General Design, Merit Award
	2008	AIA Small Firms Great Projects

DETAILED DESCRIPTION

As Director of Development at Matrtin Building Co. Build Inc. partner Michael Yarne transformed a derelict alley street in downtown San Francisco into a lively and sustainable public space. Envisioned as an urban stage, the iconic design belies its technical and programmatic complexity and creates a novel space for urban life. The elegance and simplicity of the project coupled with thoughtful consideration of the context and program exemplifies successful urban placemaking in an era of limited resources.

The design transformed Mint Plaza into a vibrant public pedestrian plaza and festival space that not only serves adjacent buildings, but also provides needed public space for the neighborhood and local workers. A simple but rich ground plane captures the alley way while an arbor brings a human scale to the space and provides an identity for the new landscape. In addition, the space is populated by dramatic light fixtures, moveable seating, benches and trees, while all site storm water is captured and treated in rain gardens and ultimately returned to the ground through a large sub-grade infiltration basin. The arbor and plaza grading subtly delineate zones of day-to-day use for dining areas, performance space and vehicle access, while the plaza remains a flexible open space to serve any number of events and program.



Project: 315 Linden Street, SF.

List of All Projects Completed by BUILD INC. Developer Members in San Francisco

Build Inc:

- The Homes at Esprit Park
- 845 Montgomery St. 12 Unit residential./commercial adaptive re-use development

Douglas Ross Construction:

Douglas Ross Construction, Inc. has completed over 300 units in San Francisco.

- 140 South Van Ness, SF, CA
- 650 2nd Street,SF, CA
- Lansing Lofts, SF, CA

Lou Vasquez:

- South Van Ness, SF, CA
  8 unit condominium development completed by Buena Vista Builders, Inc.
- Grandview I, SF, CA
  Custom Home completed by Buena Vista Builders, Inc.
- Grandview II, SF, CA
  Custom home completed by Buena Vista Builders, Inc.

Loring Sagan:

- 315 Linden Street, SF, commercial remodel
- Larkin/Chestnut Street project, 13 unit residential redevelopment

Michael Yarne:

- Parkmerced Development Agreement, SF, CA. Approved in 2011.
- Moscone Center Master Plan, SF, CA. Ongoing, started in 2011.
- Rincon Hill IFD, SF, CA. Public realm and park improvements. Approved in 2010.
- Mint Plaza, SF, CA. 18,000-SF public plaza. Completed 2007.
- Potrero Launch, 2235 Third St., SF, CA. 196-unit, mixed-use and historic preservation rental project, 2008.
- Arc Light Co., 178 Townsend St., SF, CA. 94-unit mixed-use historic preservation rental project, 2007.
- Ritz-Carlton Residences/Chronicle Building, 690 Market St., SF, CA. Rehabilitation and conversion of National Register office building into 110 unit luxury condominium project, 2006.
- The Montgomery, 74 New Montgomery St., SF, CA. 100-unit condominium conversion of historic office building, 2005.

OTHER COMPARABLE PROJECTS COMPLETED BY BUILD INC DEVELOPER TEAM MEMBERS

Wolfe Road Homes, Sunnyvale, CA, Yamaoka Builders Inc.
20 unit condominium development, Feasibility, entitlement, design development

Five Redberry Road, Portola Valley, CA, Yamaoka Builders Inc.
Custom home development, Land acquisition, due diligence, entitlement, design development, construction management and delivery

Sterling Oaks Court, Saratoga, CA, Yamaoka Builders Inc.
Five custom homes on subdivided parcel, Entitlement, design development, construction management, delivery and warranty

Willow Glen, San Jose, CA, Archstone Real Estate Investment Trust
340 unit apartment project, Land acquisition, feasibility, due diligence, entitlement, design development

Monterey Grove, San Jose, CA, Archstone Real Estate Investment Trust
224 unit apartment project, Feasibility, due diligence, entitlement, design development, construction management, delivery and warranty

Emerald Park, Dublin, CA, Archstone Real Estate Investment Trust
254 unit apartment project, Feasibility, due diligence, entitlement, design development, construction management, delivery and warranty

Hacienda Park, Pleasanton, CA, Archstone Real Estate Investment Trust
320 unit apartment project, Feasibility, due diligence, entitlement, design development, construction management, delivery and warranty

Buckingham Boulevard, Oakland, CA, Buena Vista Builders, Inc.
Custom home development, Land acquisition, due diligence, entitlement, design development, construction management, sale and delivery, warranty

South Van Ness, San Francisco, CA, Buena Vista Builders, Inc.
4 unit condominium development, Land acquisition, due diligence, entitlement, design development, construction management, sale and delivery, warranty

Grandview I, San Francisco, CA, Buena Vista Builders, Inc.
Custom home development, Feasibility, design development, construction management, warranty

Grandview II, San Francisco, CA, Buena Vista Builders, Inc.
Custom home development, Feasibility, design development, construction management, warranty

Lawrence/101, Sunnyvale, CA, Trammell Crow Development Co.
750 unit apartment project, Entitlement, design development, construction management

Barrington Bridge, Saratoga, CA, Greenbriar Development Co.
69 home subdivision development, Feasibility, entitlement, design development, construction management, sale and delivery, warranty

Tanaka Road, San Jose, CA, Greenbriar Development Co.
27 home subdivision development, Feasibility, entitlement, design development, construction management, sale and delivery, warranty

Camellia Park, Mountain View, CA, Greenbriar Development Co.
49 home subdivision development, Feasibility, entitlement, design development, construction management, sale and delivery, warranty

Fountaingrove, Santa Rosa, CA, Oxford Development Co.
51,000 square foot office building, Feasibility, entitlement, design development, construction management, delivery and warranty

Decoto Road Shopping Center, Union City, CA, Oxford Development Co.
150,000 square foot shopping center, Feasibility, entitlement, design development, construction management

Verandas, Union City, CA, Oxford Development Co.
224 unit apartment project, Feasibility, entitlement, design development

Delta Square Shopping Center, Antioch, CA, Oxford Development Co.
140,000 square foot shopping center, Shell construction and tenant improvements, Construction management, delivery and warranty

Delta Square Apartments, Antioch, CA, Oxford Development Co.
242 unit apartment project, Feasibility, entitlement, design development

Seaview Apartments, Pacifica, CA, Oxford Development Co.
232 unit apartment project, Feasibility, entitlement, design development, construction management

The Laurels at North Park, Irvine Apartment Communities
3411 Zanker Road, San Jose, CA, 535 Unit Apartments
Contract Cost: $80 mm

The Redwoods at North Park, The Irvine Company
150 Alicante Drive, San Jose, CA, 430 apartment units
Contract Cost: $75 mm

The Sycamores at North Park, The Irvine Company
185 Estancia Dr., San Jose, CA, 440 apartment units and recreation center
Contract Cost: $92 mm

Vineyard Creek Hotel & Conference Center
170 Railroad Street, Santa Rosa, CA, 155 Room Hotel/ Conference Center
Contract Cost: $19.2 mm

Miramar Apartments, Prometheus Real Estate Group
1288 East Hillsdale Blvd., Foster City, CA,
159 Apartments
Contract Cost: $28 mm

The Lodge at Sonoma
1325 Broadway, Sonoma, CA, 182 Room Hotel/ Conference Center
Contract Cost: $25 mm

Miraval, Prometheus Real Estate Group
3901 Lick Mill Blvd., Santa Clara, 264 dwelling units
Contract Cost: 49.6 mm

The Sonora, SSR Western Multifamily
1550 Technology Drive, San Jose, CA, 315 Condominiums
Contract Cost: $41 mm

Esprit Park, Build, Inc.
900 Minnesota, San Francisco, CA
142 Condominiums + Mixed Use
Contract Cost: $48 mm

800 High Street, 800 High Street Partners LLC
800 High Street, Palo Alto, CA, 60 Condominiums
Contract Cost: $22 mm

The Mercer, Prometheus Real Estate Group
1741 Cole Avenue, Walnut Creek, CA, 181 Condominiums
Contract Cost: $50 mm

550 Moreland, Prometheus Real Estate Group
550 Moreland, Santa Clara, CA, 430 Condos
Contract Cost: $105 mm

Metropolitan Cupertino, Cupertino Housing Partners, LLC
15501 Stevens Creek Blvd., Cupertino, CA,
107 Condominiums
Contract Cost: $28 mm

140 South Van Ness, The Sprincin Companies
140 South Van Ness, San Francisco, CA,
212 Condominiums
Contract Cost: $36.5 mm

Residential (partial)
2701 Larkin St. S.F. 13 unit historic restoration
Perlman Residence Portola Valley
Covey residence, Woodside
Naples Harrison residence, Lake Tahoe
Ferris Residence, Lake Tahoe
Boucher Young Residence, Lake Tahoe
Frankel Residence, Lake Tahoe
Settlemier Residence, Lake Tahoe
Reiniger Residence, Lake Tahoe
Reininga Residence, Lake Tahoe
Halprin Residence, Lake Tahoe
Perlman Residence, Lake Tahoe
Trepp Residence, Lake Tahoe
Ken Derr Residence, Lake Tahoe
Jesse DeBusschere Residence, Squaw Valley
Lockwood Residence, Lake Tahoe
Lapkin residence, Lake Tahoe
Shaw Residence, Sugarbowl, Ca.
Steinman Residence, Lake Tahoe
Tompkins Residence, Sugarbowl
Hellman Residences, Sugarbowl
Wagner Residence, Incline Village
Gillespie Residence, Lake Tahoe
Doolittle Residence, Lake Tahoe
Prim residence, Lake Tahoe
Baker Residence, Incline Village, Nv.
Doughery residence, Lake Tahoe
Picou Residence, Lake Tahoe
Rich Residence, Brockway Springs, Lake Tahoe
Levison Residence, Lake Tahoe

Resort Planning and Design
Cousteau Fiji Islands Resort
Brockway Hot Springs- 20 Lot residential subdivision, Lake Tahoe
Crystal Cove, Newport Beach, Ca.
Post Ranch Inn, Big Sur, Ca.
Fern Ridge Resort, Belize
Lodge at Skylonda, Woodside, Ca.
Malibu Canyon Lodge, Malibu, Ca.

REFERENCES

SCOTT WIENER

Member, San Francisco Board of Supervisors, 1 Dr. Carlton B. Goodlett Place, City Hall, Room 244, San Francisco, CA 94102-4689

Phone: 415 554 6968

Scott is the Supervisor for District 8 in San Francisco.

TONY KELLY

Art director and community leader, Thick Description Theatre, past president of the Potrero Hill Boosters, recent Supervisorial candidate, District 10; 1695 18th Street, San Francisco, CA 94107

Phone: 415 401 8081

We know Tony through our extensive relationships in the Dogpatch and Potrero Hill communities.

SUSAN ESLICK

Owner of Eslick Designs, past president of Dogpatch Neighborhood Association; 1129 Tennessee Street, San Francisco, California 94107

Phone: 415 822 2301

We know Susan through our extensive relationships in the Dogpatch and Potrero Hill Communities.

RICH HILLIS

Fort Mason Center, Landmark Building A, Marina Blvd and Buchanan St., San Francisco CA 94123

Phone: 415 345 7505

We know Rich from our long standing relationships with the Mayor's Office of San Francisco and now as the Executive Director of the Fort Mason Center.

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GABE METCALF

Executive Director of SPUR, 654 Mission Street, San Francisco, CA 94105-4015

Phone 415 644 4285

We know Gabe through our involvement and support of SPUR.

MARIAN GOODELL

Burning Man's Director of Business and Communications, Burning Man, P.O. Box 884688, San Francisco, CA 94188

Phone: 415 863 5263

We know Marian through our work with Burning Man to apply Burning Man's 10 Principals to modern society: http://www.burningman.com/whatisburningman/about_burningman/principles.html

DENNIS HERRERA

San Francisco City Attorney, City Hall, Room 234, 1 Dr. Carlton B. Goodlett Place, San Francisco, CA 94102

Phone: 415 554 4700

We know Dennis through our work with the City of San Francisco. He is also a Dogpatch neighbor.

MEG SPRIGGS

Senior Development Director , Avalon Bay Communities, 185 Berry Street, Suite 3500, San Francisco CA 94107

Phone: 415 284 9087

We know Meg through our work developing the Octavia and Oak property.

CONTACT INFORMATION

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