

RESPONSE TO REQUEST OF QUALIFICATIONS: SOLANO 360



Submitted by

Lewis Planned Communities

A Member of the Lewis Group of Companies

9216 Kiefer Boulevard, Suite 4 Sacramento, CA 95826 | (916) 363-2617

January 31st, 2020

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Lewis Planned Communities

9216 Kiefer Boulevard, Suite 4 Sacramento, CA 95826

Main Telephone: (916) 363-2617

January 31, 2020

Solano County

Attn: James Bezek, Assistant Director of General Services

675 Texas Street, Suite 6500

Fairfield, CA 94533

Re: Response to RFQ: Solano 360

Dear Mr. Bezek,

Lewis Planned Communities, as a member of the Lewis Group of Companies, is pleased to submit our response to the County of Solano's issuance of a Request for Qualifications on November 15th, 2019, to plan and develop 111.7 acres within the County-owned 149.1 acre current/former fairgrounds located in the City of Vallejo at the intersection of Interstate 80 and Highway 37. This letter shall acknowledge and confirm our receipt and understanding of the submittal requirements and project objectives as defined in the Request for Qualifications for Solano 360 as received from the County of Solano. In addition, we can confirm that I, as an Owner and President of the Lewis Group of Companies, have the full authority to bind our Company in any agreements with the County of Solano, and/or the City of Vallejo.

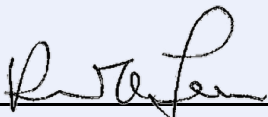
Please find included within this response an executive summary reflecting how our experience and site concepts shall meet the County's and Solano 360's Specific Plan Guidelines and Goals for the Property, a statement of qualifications of our Company and Project Team Members, and a narrative of how we intend on achieving and implementing Solano 360 going forward through creative and innovative planning and development effort that will produce an iconic gateway project for both the County of Solano and the City of Vallejo.

We appreciate your consideration of our Response to the Request for Qualifications and are readily available to meet and discuss at any time.

Sincerely,

LEWIS PLANNED COMMUNITIES

By: LEWIS MANAGEMENT CORP.,
a California corporation - Its Manager



Richard A. Lewis

President

2. Executive Summary - Lewis Introduction

Lewis Planned Communities, as a part of the Lewis Group of Companies, shall be the master developer for Solano 360. The Lewis Group of Companies was founded in 1955 and has been in business for 65 continuous years. The Company has built over 57,000 homes, 14,000 apartments, 51 shopping centers and in excess of 10,000,000 square feet of office and industrial space. The company has additionally developed over 75,000 residential lots in California and Nevada. The Lewis Group of Companies currently has more than 40,000 residential lots under entitlement or development.

Our Company has extensive experience with planning and developing iconic mixed-use projects that include opportunities for creation of sales taxes, transient occupancy taxes, employment, recreation, and housing. We have highlighted a few of our successful examples within our response and have provided a full list of our projects at the end of this executive summary. Recent developments that we have done from which we will borrow ideas for the Solano 360 Specific Plan include Victoria Gardens in Rancho Cucamonga, a 1,300,000 square foot regional mall in a mixed-use setting combined with housing, The Resort in Rancho Cucamonga, a 3,500 home mixed-use development, and Villages of Fairfield in Fairfield, a 2,500 home mixed-use development which will include commercial and multi-family components.

Lewis Planned Communities is the most active developer in the County of Solano. In addition to our ongoing 3,500 home development at The Villages of Fairfield master planned community, we are also underway with a 40-acre planned mixed-use development in Green Valley (Fairfield) that will include 15 acres of commercial and 25 acres of high-density housing, located adjacent to Interstate 80. Additionally, we are in the early stages of development on over 200 acres in the City of Dixon for a mixed-use project that will also include commercial and high-density housing. Additionally, we are currently working on 2 projects in the City of Vallejo, a 50-acre mixed use project including 170,000+- square feet of retail and 180 new homes named Fairview at Northgate, as well as another 90+- acre planned community and new golf course at the existing Blue Rock Springs Golf Course(s). Also, just outside of Solano County, we are currently developing Sycamore Crossing, a 13-acre mixed use project, including a hotel, in the City of Hercules near Interstate 80.

Our Company has focused on nurturing positive relationships with both local and regional stakeholders in both the public and private sectors through our efforts for our specific projects and regional objectives. We believe our positive working relationships at all levels will greatly support a successful outcome on Solano 360 beyond the County and City and will extend to all outside public entities including federal and state resource agencies. Our ongoing presence in the region has allowed us to maintain a positive reputation and standing within Vallejo as a trusted and respected member of the community. We are also members of the Vallejo and Fairfield Chamber of Commerce and support local events that seek to enhance and improve the City of Vallejo and County of Solano.



Additionally, we appreciate that any project on Solano 360 will carry forth the necessity for a near-term substantial monetary investment into planning, grading, utilities, streets, and structures for a successful project to be completed. Lewis Planned Communities self-finances all aspects of acquisition/leasing, entitlements, development, and construction and does not seek out, or require, financial partners, lenders, banks, or any other financial participation from third parties. This provides many opportunities for creative transactions that are mutually beneficial and can maximize short and longer term returns to both the City and County and allows for Lewis Planned Communities to maintain its' role as the Master Developer for Solano 360 without answering to Wall Street or other outside interests whose vision may not be as long-term or beneficial to the local community.

Lewis Planned Communities' multi-faceted ability and experience to plan and deliver a wide variety of innovative development concepts allows us to consider many creative options to package recreational, commercial, and residential land uses in a seamless configuration to promote a work-recreate-shop-live experience that would be the first of its' kind in Solano County. We are able to maintain full flexibility on specific types of uses and intend on conducting a wide-range marketing campaign on a global basis to recruit interest for entertainment, recreation, hotels, and retail with our top of the line marketing team.

Our 65 years of experience in the real estate industry has earned us what we call "The Lewis Difference".

Collectively, our stability, financial strength, integrity, commitment to quality and innovative approach will enable Lewis to assist in reaching the City's short term and long-term goals and objectives. Many of the Lewis Differences are set forth below:

1. Developer Presence in Market: Lewis is the largest master planned community developer in Solano County. Lewis owns and/or is currently underway with the planning and development of approximately 1,000 acres of residential, commercial, and mixed-use developments in Solano County.

2. Highly Active Local Developer: Lewis is one of the most active developers in Solano County with an ongoing presence in the market since 1972. Our first project in Vallejo was built in 1974. Several of our active projects/properties include Villages of Fairfield, a 900-acre active master planned community of about 3,500 homes, 12 acres of commercial, and 143 acres of parks/recreation/open space, Green Valley Village, a 15 acre community of 94 homes, a 40-acre planned retail/mixed use project in Green Valley (Fairfield) , The Regency Center, an existing 100,000 square foot neighborhood retail center in Vacaville; The Sycamores, an existing 236 unit luxury rental community in Vacaville. We have built more homes in Vacaville than any other developer. Nearby to Solano County, Lewis' active developments in Northern California extend into Contra Costa County including , Bayside and Muir Pointe, two collective projects of around 450 homes including an additional phase called Sycamore Crossing, which is currently being planned for a mixed use project including retail and a hotel in the City of Hercules. The above list is a partial list of Lewis planned communities in Northern California. Our two active development sin Vallejo are Northgate, a 50-acre mixed-use development and Blue Rock Springs, a 90-acre repurposing of 2 existing 18-hole golf courses.

3. Financial Stability: Lewis is self-financed which allows our company to move quickly and affords us greater flexibility when structuring land transaction and ventures. We will provide our financial information under separate cover.

4. A 65-Year-Old Company: Lewis has over 65 continuous years of development experience, we have the local knowledge and relationships to help entitle and develop projects quickly.

5. Hands-on Lewis Involvement: The Executive Team will personally have a hands-on, leadership role in the land planning, entitlements, and community outreach campaign.

6. City, Governmental and Agency Relationships: Lewis has built and developed land in Solano County for over 48 years and retains strong relationships with all of the cities in Solano, including the greater Bay and Sacramento area.

7. Local Knowledge: Lewis brings strong local market knowledge to the opportunity, which provides for a more realistic underwriting process.

8. Expertise: Lewis has developed numerous master planned communities and possesses the experience and expertise necessary to complete this project.

9. Over 700 Employees: The Lewis team of over 700 dedicated and experienced professionals, guided by the second and third-generation of the Lewis Family.

10. Recognition: The Lewis family has been recognized by members of the United States Congress, California State Senate, California State Assembly and members of local government for outstanding community involvement and contributions.

“The quality of your company's projects has set a high standard in Rancho Cucamonga, and one of which we are all proud. The commitment to quality stems from your company's desire to create the best product and foster good working relationships throughout the development process.”
—Jack Lam, City Manager,
Rancho Cucamonga, California

“It is evident that the Lewis Group takes great pride in its product and attaining a high level of customer satisfaction. The Lewis Group listens to the community's needs and incorporates them into their plans. Your staff is open to ideas and suggestions. The end result is the successful development of a project.”
—Glen Rojas, City Manager,
Chino, California

“Your company's genuine interest in what is good for the community in which you are building is very commendable. Your understanding and professionalism in this area have been greatly appreciated and have fostered an excellent working relationship with our staff.”
—Kenneth R. Hunt,
City Manager, Fontana, California

“Ontario has always enjoyed its relationship with the Lewis family and companies - it's a true partnership. Your long time view and concern about what's best for the community has always resulted in projects of the highest quality.”
—Greg Devereaux,
City Manager, Ontario, California

Our current vision for Solano 360 includes an entertainment and recreation anchor tenant, complemented with one or two hotels, restaurants, shops, possibly a movie theater, and high density housing. Our entertainment and recreation anchor tenants are proposed to be a large world class soccer and baseball/softball complex, as well as a water-based activity park that includes floating obstacle courses and/or wake boarding. We are working closely with two different groups - Silverlakes and the Greg Norman Company - that have successfully developed these types of entertainment recreational uses in California and other parts of the United States. Specific existing examples and more information regarding these two tremendous companies/brands are included later within this Response. We are currently developing a mixed-use project adjacent to the Silverlakes Complex in Norco, CA and have generated a strong relationship with Silverlakes through our ongoing coordination on our adjacent developments, and we are currently working with the Greg Norman Company on our Blue Rock Springs Golf Course project in Vallejo.

Lewis Planned Communities sterling reputation and positive relationships in the private retail-commercial sector with hoteliers and retailers will promote many retail user options for Solano 360. We would prioritize a robust marketing effort to identify regional retailers from the outset, focusing on major anchor tenants of 70,000 or more square feet, and mid-box anchor tenants ranging from 40,000 to 70,000 square feet. Potential users for stores in excess of 70,000 that are currently not in this sub-market would include Bass Pro, Cabela's, and IKEA. Due to our ongoing marketing efforts for our 50-acre planned community adjacent to Solano 360, we are keenly aware of the many opportunities and interested end user retailers that would be highly interested candidates for this project. We would be very well positioned to immediately introduce and recruit a wide variety of interested retailers for Solano 360. Both the entertainment-recreation component, as well as a retail component, will create many sustainable jobs for local residents, beyond construction. In addition, we have corresponded with many hoteliers both locally and regionally during our marketing efforts for our adjacent project (Fairview), and are on solid grounds to continue working with our hotel groups and deliver 1 or more hotels within the Solano 360 project.

While we are focused on maintaining and achieving the goals of the Solano 360 Specific Plan, we are envisioning a material change to the current plan by introducing a greater proportion of high density residential beyond what is currently contemplated in the Specific Plan. Unique and urban housing enclaves introduced within Solano 360 will create a pedestrian-friendly environment in a highly desirable setting to promote a work-recreate-shop-live experience without needing an automobile. We recognize that traditional suburban housing is not appropriate in urban development and in order to seamlessly blend in with the recreation and retail uses, we feel similar massing and scale within the residential will be important to create a destination, and not just a place to live. Housing included within the Project would range from 3-4 stories as town-homes, stacked flats, and/or luxury apartments. We recognize that the City and County have not produced sufficient housing, especially in or near major transit centers, and Solano 360 provides critical vacant developable lands to promote critical housing stock in an affordable and desirable setting.

Lewis is locally based, has hands on principals and an unparalleled experience creating high quality places to live, work, shop, play, and worship. Coupled with the Lewis team's ability to listen, learn, and collaboration with stakeholders in the community, Lewis is the natural choice as the most qualified developer for this project.

We look forward to continuing our discussions with the City of Vallejo. Please feel free to call me should you have any questions at (909) 946-7510 or Richard.lewis@lewisinc.com.

Sincerely,

Richard A. Lewis President

VALLEJO TIMES-HERALD
Sunday, October 27, 1974

VALLEJO TIMES-HERALD
Sunday, October 13, 1974

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DO IT YOURSELF

Choosing Right Fire Extinguisher

Special Features Of Lewis Homes

7 3/4% interest.

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7 3/4% (8% APR) and \$499 down mean more value for less!

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Quality-Built by H.C. Elliott, Inc.

3. Statement Qualifications - Firm Information and Development Qualifications

COMPANY LEGAL NAME	Lewis Land Developers, LLC
COMPANY LEGAL STATUS	a Delaware Limited Liability Company
BUSINESS CONTACT INFO	1156 North Mountain Avenue, Upland, California 91786 www.lewismc.com 909-946-7510 909-946-6799 Richard.Lewis@lewismc.com
DATE ORGANIZATION ESTABLISHED	1955
CONTACT PERSON	Jeb Elmore, VP Land Acquisition 916-363-2617 phone 916-363-6819 fax Jeb.Elmore@lewismc.com
LEGAL AUTHORITY	Persons with authority to represent and bind the company as follows: Richard A. Lewis - President of California Robert E. Lewis - President of Nevada Randall W. Lewis - Executive Vice President, Director of Marketing Roger G. Lewis - Executive Vice President John M. Goodman - Senior Vice President, Chief Executive Officer, Chief Financial Officer David L. Linden - Vice President, Director of Asset Management
OWNERSHIP	Below are the owners of the company. Lewis has no intentions of partnering with another company for the entitlement, development, nor disposition of the property: Richard A. Lewis Robert E. Lewis Randall W. Lewis Roger G. Lewis John M. Goodman

3. Statement Qualifications - Development Team Description

Officers - Principals

Richard Lewis
President CA Division

Richard is involved primarily in land acquisition and strategic planning in all California operations. Richard has a B.A. from Claremont McKenna College, is a licensed general building contractor and real estate broker. He was named Builder of the Year by Builder and Developer magazine and the Building Industry Association of Southern California and was inducted into the California Building Hall of Fame. Richard has been with the Lewis since 1965 and has been involved in the development of more than 60,000 homes and apartments and 14,000,000 square feet of retail and office space.

Robert Lewis
President NV Division

Robert Lewis has been responsible for the Nevada operations of Planned Communities for the past 45 years. During that time, the companies have built over 25,000 houses in Nevada. Prior to the sale of the home-building operations to KB in 1999, the Lewis Group of Companies were for many years the largest volume and most highly respected home builders in Nevada. Since the sale of the home-building operations, the Lewis Group of Companies has continued to be active in most other aspects of real estate development in Nevada. Robert has his B.A. from Claremont McKenna College, and his M.B.A from UCLA. He is a licensed general building contractor and real estate broker. Robert has been active in a leadership role in numerous civic and industry associations in Nevada, and was twice named Builder of the Year by the Southern Nevada Home Builders Association.

Randall Lewis
Executive Vice President
Director of Marketing

Randall Lewis oversees the sales and marketing operations of the Company. Randall received his B.A. from Claremont McKenna College. Randall has been President of the Inland Empire Arts Foundation, Secretary of the Los Angeles County Citizens Planning Council, director of the Home Builder's Council, and lifetime national director of the National Association of Home Builders. In September 2009, Randall was appointed to the Southern California Association of Governments (SCAG) Executive Council. Randall has been inducted into the California Building Industry Hall of Fame and was the recipient of the Sales and Marketing Council's MAME Awards Person of the Year. Randall is a long time Urban Land Institute (ULI) member, trustee of the ULI, and Governor of the ULI Foundation. Randall serves on several executive boards including the USC School of Policy, Planning and Development and the UCLA School of Public Affairs. He is recognized as an expert in the real estate industry and frequently quoted in various newspapers, magazines and trade journals. Randall has over 35 years of experience.

Jennifer Lewis
Vice President

Jennifer Lewis is involved in the planning of new development projects in the Las Vegas market. Jennifer attended the University of Southern California, where she graduated with a bachelor's degree in Urban and Regional Planning and Development. She received a Master's degree in Real Estate Development from New York University. Jennifer serves as the president of the Nevada Home Builders Association. She is past president of the Southern Nevada Home Builders Association and was honored as their Builder of the Year in 2004. In 2007, Jennifer was appointed to the Nevada Commission on Construction education by Governor Gibbons. She also serves on the board for St. Jude's Ranch for Children in Boulder City, Nevada.

John Goodman

Chief Executive Officer
Chief Financial Officer
Senior Vice President

John Goodman is responsible for the corporate functions of the Lewis group including financing, tax and strategic planning; Management Information Systems (MIS), legal, risk management and joint venture relationships in addition to land acquisition feasibility and commercial development. John started with the Company in 1978 as Chief Financial Officer and was named Chief Executive Officer in 1992. Prior to joining the Company, John was the Chief Financial Officer for a real estate developer and operator of private clubs for five years and, in addition, worked for a "Big Six" CPA firm for three years. John has the following licenses: CPA, Real Estate Broker, Insurance, and General Contractor. John graduated with a B.S. in Accounting summa cum laude from Cal State University - Long Beach and received a J.D. from Pepperdine University. In 1969, John was the Southern California Sports Broadcasters' Scholar - Athlete of the Year.

David Linden

Vice President Director
of Asset Management

David Linden is responsible for retail development and property management functions for the Lewis organization. David also handles all project financing and asset sales. Prior to joining the Lewis Group of Companies, David was Chief Financial Officer for Monrovia Nursery for eight years. Previous to that David was secretary and treasurer of The Newhall Land and Farming Company. David graduated with a B.A. cum laude from Occidental College and has an M.B.A in Finance from the Wharton School at University of Pennsylvania. In addition, David has his CPA license.

Key Personnel - Internal

Doug Mull

Senior Vice President
Regional Manager Northern CA

After graduating from California State University-Sacramento with joint degrees in Economics and Philosophy, Doug Mull began his career in the land acquisition with various regional and public homebuilding firms. His 20-year career with the Lewis Group of Companies started as a land acquisition manager with Lewis Homes in 1998. Doug was responsible for the establishment of Lewis Planned Communities Northern California Division as a start-up business following the merger. Doug and his team are responsible for the acquisition, planning, entitlement, development and management of over 15,000 single family residential units, 2,000 multi-family units, and over 500,000 square feet of retail in both the Bay Area and Sacramento regions.

Phil Rodriguez

Vice President
Planned Community Development

Upon graduating from Louisiana State University with a Bachelor of Arts in Business-Marketing and an MBA in finance, Phil entered the real estate realm working for Equity Residential, a large publicly traded residential company in Seattle. Phil focused on property acquisition, repositioning and management. Phil then joined Lewis in 1997 and was responsible for the management of Lewis' residential and commercial rental property portfolio in Northern California. Phil transitioned to the Planned Communities team in 2001, and has since managed the planning and entitlement process for several successful projects in Sacramento, Placer, and Contra Costa Counties.

Zachary Wright

Vice President
Planned Community Development

Zachary is a graduate of California State University-Sacramento with a Bachelor of Science in Civil Engineering as well as obtaining an MBA. After graduating, Zachary began work as a civil engineer and has worked for two of Sacramento's premier engineering firms in Mackay & Soms and Wood Rodgers, working on master planned communities in Sacramento, Placer, and Yolo Counties. Zachary began his career at Lewis in 2013 and is responsible for the activation and management of the Company's largest master plan in Villages at Fairfield, an 1,800 unit community in East Fairfield as well as other infill properties in Solano and Contra Costa Counties.

Rob White

Vice President
Planned Communities

Rob completed a Doctorate in Public Policy and a Master's in Planning at the University of Southern California. He also holds a Bachelor of Science in Geology from Chico State University. He has substantial executive-level experience in the public sector in the areas of public administration, planning and community development, economic development, redevelopment, permit assistance, and innovation. In the private sector, Rob's experience includes the areas of brownfields reuse, environmental mitigation, toxics investigations and cleanup, and hazard assessment. He has served on the executive committees of several land use organizations, including Urban Land Institute-Sacramento Chapter, the California Association of Local Economic Developers, and local chambers.

Jeb Elmore

Vice President
Acquisitions Northern CA

Jeb is a graduate of University of California-Santa Barbara with a Bachelor of Science in Geology. Out of school, he started as a staff geologist working on complex development projects in central and southern CA. In 1999 he started his career in the development industry and has since managed over 25,000 lots in various stages of development. Jeb is well versed in multiple disciplines of the development industry, having direct experience ranging from acquisition, entitlements, development, and construction management for master planned communities and infill developments. Jeb served as a Co-Chair on BIA task forces from 2003-2005.

Project Team



Archer & Ficklin, Inc
Serving Northern California since 1965

SilverLakes

SilverLakes is the new model for elite youth sports, family entertainment and community integration. Events from Silverlakes in Norco have attracted athletic teams from all over the Western region, the country and the world. We provide a competitive platform for players to be seen and evaluated at the highest level of play. We are the home for Cal South sanctioned tournaments and leagues such as Cal South's State Cup, USYS FarWest President's Cup, California Regional League, SilverLakes Sports Signature Events and more. SilverLakes provides quality fields, ample stadium/parking capacity, and experienced staff to accommodate for the largest of events including MLS/NWSL/College friendly matches, pre-season camps, National Soccer Events, and more. Other athletic events may include baseball, softball, rugby, lacrosse, flag football, ultimate frisbee, and equestrian events and tournaments.



Entertainment and recreation options extend well beyond athletic events, including a restaurant and bar, designed to serve the thousands of athletes and families who visit SilverLakes on a regular basis. We envision a modern and attractive facility which shall boast an additional 4,000 sq. ft. on the second floor for private banquets and events. The restaurant will be open weekdays for dinner and open for lunch and dinner during tournament weekends. The banquet hall features shall feature wide open spaces with large windows and garage-door openings that let the breeze in on a perfect day, that shall serve for weddings and other special events. Planned events with up to 10,000 guests in a very attractive setting with water features and thematically landscaped gathering areas that keeps couples and their guests sheltered from the elements while providing all the benefits of the outdoors. Inside, couples would find an open-floor plan banquet hall with an exposed ceiling, breathtaking windows, and a built-in dance floor. This dance floor would sit just in front of one of the venue's garage door walls, which can be opened to add space and fresh air to the wedding celebration. SilverLakes welcomes couples for bridal showers, engagement parties, elopements, and rehearsal dinners. The banquet hall provides all-inclusive packages that help put couples' minds at ease. With the staff taking care of bar and catering services, event planning, set up and clean up, and lighting and sound, couples can rest assured no detail is forgotten. There is also liability insurance and getting-ready rooms for further wedding-day relaxation. Couples are welcome to use outside vendors, and they are even welcome to invite their pets to this pet-friendly retreat. Guests can take advantage of onsite wifi, parking, and valet parking services.



Silverlakes provides a unique and flexible setting which can hold limitless non-athletic events and options for expanded Fair of the Future events, public gatherings, light shows, fireworks displays, concerts, banquets, antique shows, wine and beer tasting events, outdoor movies, and many other local and regional events. For example, the existing SilverLakes in Norco has offered the venue for the recent holiday-themed Amaze Light Festival, and will be hosting this years 2020 Oktoberfest beer and music event, and also has hosted the Muddfest Music Concert featuring Puddle of Mudd along with Saliva, Trapt, Saving Abel and Tantric. SilverLakes in Norco also hosted the 2019 National Night Out, an annual community-building campaign that promotes strong law enforcement-community partnerships and neighborhood camaraderie to make our neighborhoods safer, more caring places to live, work and play. National Night Out enhances the relationship between neighbors and law enforcement while bringing back a true sense of community. Furthermore, it provides a great opportunity to bring police, neighbors, non-profit organizations and businesses together under positive circumstances. Every year, the cities of Norco, Eastvale and Jurupa Valley alternate hosting National Night Out for our combined communities, which are all serviced by the Riverside County Sheriff's Department. SilverLakes fully anticipates holding similar community events, and much more, for the Solano 360 Project in Vallejo

GIVING YOUTH ATHLETES A CHANCE TO SHINE

SilverLakes Norco

SilverLakes in Norco, California, set out to create a world-class sports facility for youth athletes. The athletic complex includes 24 full-size fields, including four state-of-the-art synthetic turf fields that provide athletes with the highest quality experience for soccer, flag football and sports performance training. These fields stand up to heavy use that begins in the early morning and extends well past sunset.

The facilities team set a high bar for the four synthetic fields: uncompromising durability, safety and performance. That's why they selected AstroTurf's NRG turf field system. NRG uses the highest quality synthetic turf fibers, along with a special infill made from Nike Grind that helps reduce spray, migration and compaction. With its high-tech design and construction, the NRG turf system offers superior traction, reduced torque, predictable footing and optimal drainage. It all comes together to help make SilverLakes a place where athletes can achieve their highest potential for years to come.



"I've been to a lot of events and have never been treated so well. This is an excellent facility. The level of the playing surfaces are fantastic. SilverLakes really makes things easy for college scouts and for U.S. scouts in terms of accessibility."

April Kater
U14 Girls National Team
Head Coach



The Greg Norman Company



Shark Wake Park, a wholly-owned subsidiary of Greg Norman Company, is pleased to join the Lewis Group of Companies in delivering a unique and iconic water-based entertainment recreational component to the Solano 360 Project in the City of Vallejo. This active recreation water amenity (ARWA) would be shaped after a focused review of local and regional visitor interests, and is intended to include a wake-boarding park, wake-boarding cable tow, an aquatic adventure park, and provide opportunities for other water-based activities. The ARWA can be easily incorporated into other entertainment recreation components and would complement both the proposed SilverLakes sports complex as well as Six Flags with a uniquely different form of recreation for Vallejo, and beyond.

The Greg Norman Company was formed and is still nurtured by its' President and CEO, Greg Norman. His business ethics stem directly from his golf career, which led him to be the number one ranked golfer in the world for 331 weeks; a record only beaten by Tiger Woods. As a legendary hall of fame golfer and successful entrepreneur, Greg Norman's life philosophy is to "Attack Life" wherever passions and opportunities lie. Stemming off of the international growth of the Greg Norman Company, Shark Wake Park will continue to grow the name brand throughout the world. Greg Norman's son, Greg, JR is a chip of the block with his own highly successful athletic and business career. As President of Shark Wake Park, and a world renowned professional Kiteboarder and Wakeboarder, as well as a graduate of the University of Miami Business School, Greg JR created the Shark Wake Park branch in order to fulfill his need to bridge the gap between work ethics and the discipline acquired between his athletic and business passions. His action sports career began back in 2004, when he turned professional in both kiteboarding and cable wakeboarding. Greg JR. is a professional athlete for kiteboarding and wakeboarding, part of his role as an ambassador to is look for any and all opportunities to grow his beloved sports. This search extends across the globe during his participating in tournaments and events in destinations such as the Philippines and Australia. Greg JR travels and experiences allowed him to train and work with the best cable wake parks on the planet. With such extensive knowledge and education in the sport he loves, Greg JR decided to write his thesis on cable wake parks. Upon its completion, he realized certain factors, which have led him to dedicate the last few years of his life to the business of creating world-renowned public water sports parks.

The Shark Wake Park Team is prepared to create and deliver the best ARWA facility at Solano 360, in the City of Vallejo. Shark Wake Park's goal is to develop a high-class water sports and recreational facility for families to enjoy whether they are Northern California residents or visitors. No matter if you are a beginner or an advanced rider, friendly professional coaches will make sure customers advance their skills in a safe environment. The operation will provide wakeboarding, waterskiing, knee boarding and an inflatable aqua park (floating obstacle course) for all ages. Summer camps are offered along with special designed weekly training programs for younger kids and disabled patrons. The combinations of a cable park, ropes course and aqua park provide a very good likelihood of a year-round, busy facility. Shark Wake Park operates with an aggressive marketing strategy as well as a safety plan



and employee handbook. All employees will be trained in dealing with emergencies and will be required to maintain current CPR and First aid certifications. Partners like Rhonix, Hyperlite and Liquid Force will ensure that we provide the best equipment for rent or for sale in the wake board and water sports world. We will also hold many wakeboarding events on a local grassroots level up to a worldwide professional level. JR will offer many days throughout the year where kids can ride with professional wake boarders.

Shark Wake Park is an active outdoor recreational destination for all ages and groups. The AWRA may include a ten to fifteen acre state of the art Full-Size Cable waterski/wakeboard park, two-tower beginner cable waterski/wakeboard park, a top of the line Wibit Adventure Aqua Park. Holland based, ALTA Cable Ski will be the manufacturer used the design, manufacturing, and installation for the full-size and two tower systems. Shark Wake Park has used ALTA Cable Ski at existing locations in both South Carolina, at Park 843 in Myrtle Beach, and Florida, at Park 561 in Palm Beach. Germany based, Wibit is the world leader in Adventure Aqua Parks. Shark Wake Park has also used Wibit products at the existing South Carolina and Florida locations. Cable ski starting docks are designed, manufactured and installed by Alta as well. Shark Wake Park has used these Docks at our South Carolina and Florida locations. Alongside the lake, Shark Wake Park will construct the Shark Shack. The Shark Shack will offer a walk-up Concessions for Food and Beverage/Beer and Wine to allowing refreshments right on the water edge showcasing the waterskiing and wakeboarding front and center for all to enjoy. The ProShop allows for ticketing, sales of soft and hard goods, and a meeting place. Parking for all activities will be included in Shark Wake Park's development.



These facilities open up wake boarding to a vast new demographic who are financially incapable of ever learning boat driven watersports. The large financial investment of watersports, coupled with everyday cost of fuel and maintenance, creates an impossible barrier for an extremely large percentage of the population, which effectively hinders the growth of this sport. The cable wake park reduces the cost of entry to a fraction of the boat method and that allows everyone to participate. Greg JR is passionate about cable wake parks because it gives back to the local community and the sport he loves, while creating a sustainable business model that stimulates the economy by providing jobs to local resources. Shark Wake Park has worked hard to develop one of the most recognizable brands in the industry. Greg Norman Company is a world leader in branding and sports marketing. Shark Wake Park will leverage the assets,

team, and global outreach that Greg Norman Company has developed over 30+ years. Marketing efforts to promote the Shark Wake Park brand and new location in Vallejo will be extensive thus carrying Solano 360, the City of Vallejo, and the County of Solano, along with the campaigns.

Gregory Norman, Jr.
Shark Wake Park
President/Project Executive

EXPERIENCE SUMMARY

Greg Norman Jr's action sports career began back in 2004, when he turned professional in both kiteboarding and cable wakeboarding. During that time, he was listed as one of the most influential "wake-style" kiteboarders on the globe by bridging the gap between kiteboarding and cable wakeboarding. He participated in the world's most exclusive invite-only competitions including: the Real Kiteboarding Triple S Invitationals in North Carolina, the Wind or No Wind Kite/Cable Crossover in the Philippines and the Core Kite Competition in West Australia to name a few. Greg's sports have allowed him to travel the world and form a deep understanding of the action sports world from the inside/out. More specifically, he was exposed to world's best cable wake parks.

Seeing these facilities in all scales from around the globe, Greg quickly released the very unique market niche in the United States. With over 400+ around the world, 90 in Germany alone, and only a handful in the USA, America was primed for growth. During this time, Greg was attending the University of Miami Business School. He wrote a thesis on the business of cable wake parks. Greg was also working and traveling the globe with his Father, Greg Norman, learning the intricate nature of golf course design and development, business and brand development and entrepreneurship. Greg began pitching municipalities with the idea of a Public/Private Partnership (P3) approach to achieve their project needs.

The North Myrtle Beach Sports Complex in South Carolina became the first Shark Wake Park with a lease within the city park. Greg pitched the City of West Palm Beach and the Board of County Commissioners and was able to generate the interest needed for the County to release an RFP. He presented qualifications, was awarded the project and is now proud to be opening the second Shark Wake Park in summer 2019. Greg aims to expand Shark Wake Park, throughout the USA, by continuing the tried and true model of partnering with municipalities who have beautiful parks with dead assets (aka lakes). This will facilitate the creation of tourist destinations, local communities being built on a passion for a shared sport, and generate revenue to share with, and help grow the park.

Greg Norman
Greg Norman Company
President/CEO
Partner, Shark Wake Park

EXPERIENCE SUMMARY

Having spent much of his professional career as the world's No. 1- ranked player has allowed him to compete on most of the greatest golf courses in the most rigorous conditions. He employs this experience into each of his designs, with a goal of creating tournament-quality golf courses while maintaining an enjoyable sense of playability for players of all skill levels, as well as maintaining constant touch with nature. Nowhere is this more evident, perhaps, than on three Norman designs that regularly draw acclaim from both the world's top players and the golfing public alike – TPC at Sugarloaf in Duluth, Ga., home of the PGA Tour's BellSouth Classic; Tiburon Golf Club in Naples, Fla., host site of the PGA Tour sanctioned Franklin Templeton Shootout; and The Grand Golf Club in Queensland, Australia, site of the 2001 Australian Open.

"We begin each new golf course design with a least-disturbance approach. Our design team puts a lot of time and effort into finding the most desirable natural features of a site and incorporates them into a routing. Streams, rock features, vegetation and undulating topography are a few natural elements that can provide a golf course with its own unique feel when incorporated into the playing experience. The simplicity of this least-disturbance approach allows us to create a natural, stand-alone golfing experience unique to its own part of the world at a fraction of the cost of many of today's elaborately recreated courses."

PlaceWorks

COMPREHENSIVE PLANNING

PlaceWorks takes an integrated and holistic approach to comprehensive planning projects. The breadth of our experience includes general plans, zoning codes, community profiles, and other long-term planning and policy documents. We also have significant experience helping agencies apply for and utilize grant funding to help implement their projects. Working closely with our clients and stakeholders, we help communities realize their goals while supporting environmental stewardship and sustainable, long-term growth.

PROMINENT PROJECTS

- Temple City 2050 Mid-Century General Plan and Zoning Code Update, and EIR, City of Temple City
- Truckee General Plan Update and EIR, Town of Truckee
- ConnectMenlo General Plan, M-2 Area Zoning Update, and EIR, City of Menlo Park
- Pasadena Land Use and Mobility Elements and EIR, City of Pasadena
- Clovis General Plan Update and EIR, City of Clovis
- Anaheim General Plan and Zoning Code Update, and EIR, City of Anaheim
- Yucca Valley Community Profile, Town of Yucca Valley
- Butte County General Plan and Zoning Code Update and EIR, Butte County
- Stockton General Plan Update and EIR, City of Stockton
- National City General Plan and EIR, City of National City
- Riverside County General Plan Update, Riverside County

THE SAN BERNARDINO COUNTYWIDE PLAN

PlaceWorks is leading an effort to go further than any county or city has ever gone with a general plan: a web-based “complete county” plan. While most general plans are simply rulebooks for guiding development and growth, this update will go well beyond that to establish a comprehensive plan that covers all County

services. As a complement to the Countywide Vision, the Plan will take into account the unique values and priorities of individual communities across the county. In fact, it will serve as a guide for all County decision-making, financial planning, and communications. Additionally, the web-based format makes it possible to provide easy access to a wealth of data—such as performance metrics for tracking goals and dynamic online mapping tools that allow anyone to view, overlay, and filter information from the parcel level to the entire 20,000-square-mile area.

COMMUNITY PARTICIPATION

Developing and implementing strong public engagement processes is a cornerstone of our work. As a result, PlaceWorks projects reflect the interests and concerns of community members and decision makers. We employ a variety of in-person and online outreach tools—including workshops, focus groups, special events, surveys, and our proprietary, customizable online engagement platform—to elicit creative input and participation from all stakeholders. By successfully opening dialogue and building support, we help move projects from vision to final approval.



PROMINENT PROJECTS

- Southeast Area Specific Plan and EIR, City of Long Beach
- Mendocino Blueprint Planning Community Outreach (MCOG), Mendocino County
- Harbor Boulevard Mixed-Use Transit Corridor (SCAG), Orange County
- Southeast Greenway Vision, General Plan Amendment, and EIR, City of Santa Rosa
- A Compact for a Sustainable Ventura County (SCAG), Ventura County
- Yucca Valley General Plan Outreach Program, Town of Yucca Valley
- Riverside Reconnects Streetcar Feasibility Study (SCAG), City of Riverside
- Palo Alto Comprehensive Plan Summit, City of Palo Alto

PROPRIETARY TOOL

- PlaceWorks Online Civic Engagement Platform

TRANSPORTATION PLANNING

Transportation systems should not only improve mobility for all modes, but enhance the public realm as part of the social infrastructure. Our community planning and urban design practice encompasses station area and network planning for fixed-rail and bus rapid transit, multimodal streets, parking management strategies, bicycle planning, streetscape design, and multiuse trail planning at local and regional scales.

PROMINENT PROJECTS

- Avenal Active Transportation Plan, City of Avenal
- Tracy Bikeways Master Plan Amendment, City of Tracy
- West Carson TOD Specific Plan and EIR, Los Angeles County
- Western Riverside BRT Route Planning (SCAG), Riverside County
- Napa Community-Based Transportation Plan, City of Napa
- Washington Boulevard Light Rail Corridor Plan (SCAG), Los Angeles County
- Bay Area Rapid Transit (BART) to Livermore Extension Planning, Bay Area
- Fullerton College Connector Study (SCAG), City of Fullerton
- Newman Non-Motorized Transportation Plan, City of Newman
- Sustainable Transit Communities: A TOD Toolkit (SCAG), City of Los Angeles
- Sycamore Academy of Science and Cultural Arts Traffic Impact Analysis, City of Wildomar



HEALTHY COMMUNITIES

Throughout the state, in city halls and neighborhoods, healthy community initiatives are at the top of the agenda. PlaceWorks has a long history of working to improve the health of our communities in collaboration with schools, healthcare professionals, civic leaders, businesses, and residents. With our multidisciplinary approach and experience, resources, and planning tools, we transform ideas into plans and, finally, into healthier places.



PROMINENT PROJECTS

- Western Riverside Council of Governments Sustainability Framework (SCAG), Riverside County
- Santa Clara County Healthy Food Resources Survey, Santa Clara County
- Envision Chino: Healthy City Element, City of Chino
- El Monte Community Building Initiative, City of El Monte
- Alameda Urban Farm and Garden Plan, City of Alameda
- Healthy Montclair Initiative, City of Montclair
- California State Parks Youth Soccer & Recreation Grants, Cities of South Gate and San Fernando
- Clovis Urban Greening Plan, City of Clovis



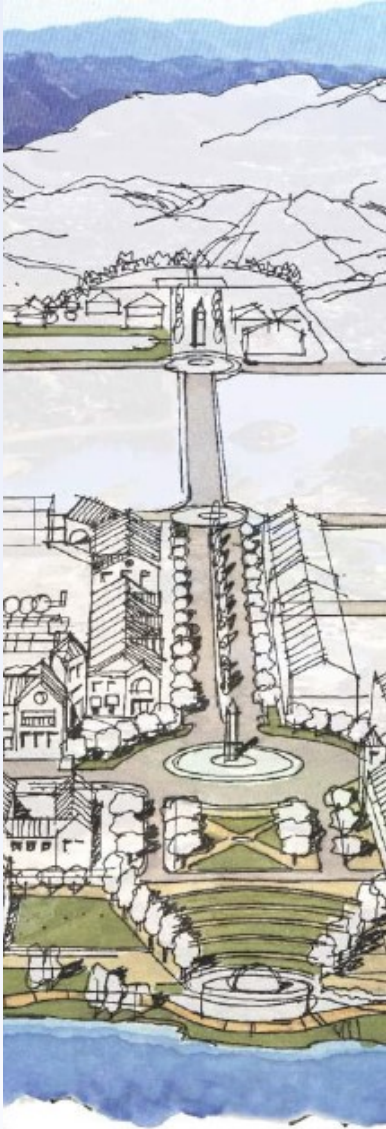
RECENT PRESENTATIONS & PUBLICATIONS

- “Pioneering a New Frontier for Healthy Communities,” Healthy High Desert Summit
- A Practical Guide to Planning Healthy Communities

SAN BERNARDINO HEALTHY COMMUNITY ENVIRONMENTAL SCAN

PlaceWorks conducted a healthy community environmental scan to analyze how the City of San Bernardino’s environmental conditions affect the health of its residents. Using state-of-the-art GIS techniques, the scan used health indicators to analyze the condition of parks and open space, food resources, public safety, and air and water quality. We also provided evidence-based policy recommendations in the form of action briefs for City staff, the Healthy San Bernardino Coalition, and policymakers.

- 2012 Advocacy, Social Change, and Diversity Planning Award, APA California, Inland Empire Section
- 2011 Public Health Practice Award, Southern California Public Health Association



SITE PLANNING

PlaceWorks' interdisciplinary team includes experts in neighborhood design and site development to effectively integrate site engineering, land forming, product programming, community structure, building design, and landscape architecture. We provide our public- and private-sector clients with site plans and designs that work—for neighborhoods that thrive both functionally and aesthetically.

PROMINENT PROJECTS

- Marine Corps Air Station EIToro Base Reuse, Orange County
- Ramona Creek Specific Plan, City of Hemet
- Kingsland Adventure Land, Kingsland, GA
- Centennial Master Plan, Los Angeles and Kern Counties
- Harmony Specific Plan, City of Highland
- Shea Homes Trilogy Master Plan, San Luis Obispo County
- Tustin Legacy Specific Plan, City of Tustin
- Vallejo Opportunity Sites Development Analysis, City of Vallejo
- Skyline Ranch Planning Services and Design Guidebook, Los Angeles County
- Harlan Ranch Master Development Plan, City of Clovis
- Kennecott Strategic Plan, Oquirrh Mountain Ranch, UT
- Estrella Mountain Ranch Master Plan/Strategic Plan, City of Good Year, AZ

As our name suggests, we're all about places and how they work—geographically, environmentally, functionally, aesthetically, and culturally—but we're also passionate about how we work collaboratively with our clients. Ours is a holistic approach. We celebrate personal passion and ownership while encouraging integrity, creativity, and innovative thinking. We bring people together from diverse practice areas, offering best-of-all-worlds capability and connectivity. Just as each place we work on is distinctly different, so is our thinking.

We start with a vision to design a great community—with a thoughtful approach to creating healthier and more sustainable environments, neighborhoods, workplaces, and schools. We emphasize processes, relationships and communications, while synthesizing dimensions, details and constraints into actionable plans, using environmental scans, community design and other diagnostic and planning tools.

Randy Jackson

PlaceWorks

LANDSCAPE ARCHITECT LAND PLANNING

MacKay & Soms

Founded in 1953, MacKay & Soms provides civil engineering, land surveying and land planning services. The firm operates out of offices located in Pleasanton and Roseville, serving both the land development industry and the public works sector. The firm consistently ranks in the top half of the Engineering News Record “Top 500” design firms.

Over our 65+ year history, MacKay & Soms has successfully completed thousands of engineering, planning and surveying projects for clients throughout Northern California and the Central Valley.



OUR FOCUS

Our focus is to see that our clients’ projects get planned, designed and built, efficiently and successfully.

OUR EXPERIENCE

Our 65+ years of company-wide experience lets us address complex issues quickly and confidently, using what we know has worked in the past to help our clients develop a vision of what will work now and in the future. It lets us prepare more effective designs and schedules. It produces fewer plan checks. Our experience gets projects planned, designed and built.

OUR FORESIGHT

Our ability to look forward is what many clients value most; to identify physical and political opportunities and constraints early; to anticipate questions before they are asked; to predict and solve construction problems before they occur; and then plan and design projects accordingly. We know how to stay ahead of the curve to avoid misunderstandings and mistakes that can turn into costly delays.

OUR PEOPLE

MacKay & Soms is comprised of over 120 employees split between our Pleasanton and Roseville offices. In each office you’ll find staff with 10, 20 and 30+ years on the MacKay & Soms team. Many of our employees are licensed professional engineers, landscape architects/planners and/or land surveyors, including LEED® Accredited Professionals. Our seasoned project managers have solved complex planning and design issues. The MacKay & Soms team is able to draw on our vast experience from past projects to develop solutions for today’s challenges. Our long-lasting relationships with high-level agency officials and building industry leaders help keep projects on track.



OUR SERVICE

On a day-to-day basis, you can expect responsiveness: timely solutions to questions and problems, on-schedule performance, proactive project management, and high-level attention and advice based on extensive, real-world experience. Clients have been returning to MacKay & Soms again and again for decades, and they tell us our client service has a lot to do with that decision.

OUR QUALITY

Our QA/QC program at its core is based on the principles of Value Engineering. We look for ways to help control both design and construction costs. Our most senior people are involved with and conduct constructability reviews throughout the planning and design process. Each of our offices has an engineering manager who is in “responsible charge” and signs all engineering documents. Our goal is to provide complete and accurate plans and avoid re-engineering and project delays.

CHRISTIAN T. RAGAN, P.E.
Associate / Assistant Operations Manager— MacKay & Somps
California R.C.E. No. 60473

EXPERIENCE OVERVIEW

Chris Ragan has over 20 years of civil engineering consulting experience involving land development feasibility and entitlements; land use and infrastructure planning; preliminary and final engineering design; surveying and construction staking. Mr. Ragan has prepared large scale grading, drainage, utility and roadway master plans and cost estimates; assisted with the preparation of vision plans, specific plans, and CEQA documents; assisted with the formation of public financing districts; and managed the design and production of final plans, specifications and estimates. He has successfully managed Infrastructure Projects; Master Planned Communities; Industrial Parks, Mixed-Use In-Fill and Redevelopment projects; and Residential Subdivisions.

RELEVANT PROJECT EXPERIENCE

Solano360 Specific Plan / Solano Fairgrounds Redevelopment (Vallejo, CA)

Mixed-use entertainment-commercial master plan consisting of 150-acres

- Preparation of Specific Plan Infrastructure Chapter and assistance with EIR
- Civil/Survey Basemap and existing conditions analysis
- Infrastructure Master Plans, Stormwater Quality Plan, Phasing Plan, Cost Estimate
- Flood plain mitigation, channel widening and recreational lake planning
- Tentative map, FEMA CLOMR, site demo plan and coordination services

North 40 Specific Plan (Los Gatos, CA)

High-density mixed-use master plan consisting of 40-acres

- Preparation of Specific Plan Infrastructure Chapter and assistance with EIR
- Civil/Survey Basemap and existing conditions analysis
- Infrastructure Master Plans, Stormwater Quality/Hydromod Plan, Phasing Plan, Cost Estimate
- Tentative and final maps, improvement plans, construction staking services

Dublin Crossing / Camp Parks (Dublin, CA)

Military Base Reuse for high-density mixed-use master plan consisting of 180-acres

- Assist Client with Feasibility/Due Diligence
- Provide civil support for Architectural + Site Plan Concepts including C.3 compliance
- Preparation of preliminary construction cost estimates

Austin Road Business Park & Residential Community Master Plan (Manteca, CA)

Mixed-use master planned community consisting of over 1,000-acres

- Assistance with Land Use Master Plan Document and EIR
- Civil/Survey Basemap and existing conditions analysis
- Tentative Map, Infrastructure Master Plans, Phasing Plan and Cost Estimate

Golden Gate Fields Proposed Redevelopment Vision Plan (Albany/Berkeley, CA)

Mixed-use vision plan including a second campus for LBNL consisting of 150-acres

- Assist with private development proposal to build a second campus
- Civil/Survey Basemap and existing conditions analysis
- Infrastructure Concept Planning and Cost Estimate
- Sea-level rise and tsunami mitigation analysis; geotechnical mitigation assistance

Mossdale Landing, Central Lathrop, Gateway & South Lathrop Specific Plans (Lathrop, CA)

Four separate mixed-use master planned communities consisting of over 3,100-acres

- Preparation of Specific Plan Infrastructure Chapters and assistance with EIR
- Civil/Survey Basemap and existing conditions analysis
- Infrastructure Master Plans, Phasing Plan and Cost Estimate, Permits (Caltrans/UPRR/DWR)
- Tentative and final maps, improvements plans, construction staking

EDUCATION & REGISTRATION

- Bachelor of Science in Civil Engineering, CSU Chico, 1997, Tau Beta Pi honors
- Registered Civil Engineer #60473

Kosmont Companies

Kosmont Companies, a certified Minority Business Enterprise (MBE) and certified Small Business Enterprise (SBE), is a real estate and economic development services firm offering a full range of real estate and financial advisory, land use strategies, project finance, transaction structuring, negotiations, market analysis, public-private partnerships, special district analysis/formation, and project implementation services for both the public and private sectors. Kosmont Companies was founded in 1986 and is nationally recognized. With decades of advisory services, Kosmont has assisted hundreds of public agencies in their quest for services and successful public-private projects. What sets Kosmont apart is our understanding of how economics relates to future project planning, as well as our understanding of both the public and private sectors. Kosmont will integrate our established ability, strengths, seasoned experience, and hands-on knowledge to deliver the requested consulting services.

Our staff includes economic consultants, real estate brokers and public finance professionals along with former real estate developers, city managers, and community development officials that provide an in-depth understanding of the California economy, its local real estate markets and financing options to more effectively respond to our Clients' advisory needs.

Additionally, Kosmont is a full-service firm which also provides various other services through Kosmont Realty (KR) and Kosmont Transactions Services, Inc. (KTS). If real estate brokerage and/or public finance transactional services may be needed, Kosmont Companies can call upon the expertise of KR or KTS as appropriate. KR is a full service and licensed real estate brokerage firm, and KTS is a public finance advisory firm registered with the SEC.

In the aggregate, Kosmont Companies, KR, and KTS have extensive experience working with local and State government on real estate transactions between public agencies and private parties and structured project financings involving public and private funding sources. Collectively, Kosmont provides public agencies broad access to real estate consultants and brokers, public sector deal structure experts, and public-private financial advisors. Our diverse roles and experience in the real estate, economic development and financial industries have made us highly adaptable and skilled for this type of assignment.

SKILL SETS

Unlike typical consulting firms that specialize in writing reports, Kosmont has dedicated itself for over 33 years in helping communities create better futures for their constituents, through the use of comprehensive economic analysis, creative economic development strategies and implementation measures utilizing the most comprehensive toolkit in the industry:

- Public-Private Transaction Structuring and Negotiations
- Developer Representation
- Market, Financial and Economic Analytics and Advisory Services
- Kosmont Retail NOW!® Retail Real Estate Advisory Platform
- Public-Private Partnerships (P3)
- Special District Financing (e.g. CFD/TIF/EIFD)
- Sustainability Strategies
- Zoning Strategies (e.g. Development Opportunity Reserve (D.O.R.)™ and Sales Tax Assessment Revenue (STAR*)®)
- Opportunity Zones
- OppSites Preferred Provider
- Kosmont-Rose Institute Cost of Doing Business Survey
- SEC registered and DRE licensed

QUALIFICATIONS

Kosmont Companies is a full-service local government, economics and real estate advisory firm with a 33-year track record of working with cities and public agencies on economic development, downtown retail market analyses, and evaluating real estate projects, as well as public finance transactions exceeding \$10 billion. Our public and private sector experience and in-depth expertise in multiple areas make us the ideal firm to support the Lewis Management Group in offering the County and the City with the optimal “win/win/win” public-private transaction for development of the Solano360 Mixed-Use Site.

In the past few years, Kosmont has performed economic analyses and development strategies for dozens of cities across the State, including tourism-based communities such as Santa Barbara and St. Helena, and currently Sausalito and Solvang. Kosmont public and private clients in northern California include those from areas such as Vallejo, Daly City, Richmond, Benicia, Pittsburg, Capitola, Folsom, Manteca, the County of Sacramento, and the County of Solano. Kosmont is well-acquainted with the local and regional economic context.

For example, Kosmont previously served as the lead real estate and financial advisor on a County-owned 157-acre parcel for the Solano County Fairgrounds Association. Kosmont provided services including analysis of the marketplace and highest and best use, evaluation of development programs incorporating residential, retail, hotel, various recreational uses, and parking on the site. Kosmont developed the RFQ for selection of a Master Developer for the redevelopment of the property, evaluated and ranked submittals, and helped the Fairgrounds Board of Directors and the County conduct developer candidate interviews. Kosmont evaluated a variety of public/private financing structures to create a strategy and implementation program.

Kosmont prides itself on working closely with government staff on development projects and asset strategies. Kosmont has provided hundreds of cities and other public agencies with economic development, transit-oriented development and infrastructure investment strategies since 1986. In that time, we have guided the development of more than 1,000 public-private projects and strategies.

Kosmont leadership includes International Council of Shopping Centers (ICSC) U.S. P3 Retail Advisory Board Chair Mr. Ken K. Hira, who enables the firm to assist the City in market studies, retail/business retention and recruitment, public-private partnerships, and related tasks through our Kosmont Retail NOW!® platform. Further, our staff includes former City Managers, Directors of Economic Development/Redevelopment, Community Development, and Financial Services.

We are aware of no other firm that possesses the combination of credentials, hands-on experience, and practical perspective that can be delivered by Kosmont.

SAMPLE TASKS FROM TYPICAL KOSMONT ASSIGNMENTS

MEET THE TEAM

- Kosmont regularly performs the following tasks which may have relevance to the Solano360 development exercise:
- Leading public workshops with City Councilmembers, County Supervisors, City and County staff
- Stakeholder engagement to identify real estate strategies and relevant risks
- Formulation of economic development/real estate strategies and execution of implementation plans
- Analysis and implementation of economic development funding and financing tools such as special districts (EIFD, CRIA, CFD) and grants
- Evaluation of real estate financing alternatives and advice on timing, method and structure (e.g. Assessment Districts, Lease/Leaseback, Lease Revenue bonding) through Kosmont Transaction Services, Inc.
- Analysis of local and regional real estate market conditions and future trends to advise on property disposition (sale vs. ground lease etc.)
- Preparation of fiscal impact and economic benefits analyses related to new development proposals
- Assessment of the range of market opportunities and income-generating potential from publicly-owned properties, including offsets for existing lease income sources
- Supply of current information on regional economic and capital market conditions/trends
- Pro forma analyses of various options related to acquisition and disposition of property, including financial due diligence of development proposals (construction costs, revenues, operating expenses, financing terms and required rates of return for private capital).

Kosmont brings a well-rounded and seasoned professional cohort with the required expertise and exemplary skillsets to provide the requested services. We have extensive experience, a proven track record, and the qualifications to provide the knowledge, guidance, and execution of those services necessary to assist the County and City in making informed decisions moving forward. Executive Oversight would be provided by Mr. Larry J. Kosmont whose 40-year career encompasses public/private financial structuring, negotiation, development, and management of real estate and public finance transactions exceeding \$12B. The Principal Advisor for the Kosmont Team would be Mr. Ken K. Hira who brings over 25 years of varied experience in virtually every aspect of acquisition, entitlement, development, financing, asset management, disposition, downtown revitalization, and strategic plans. The Kosmont Team is enthusiastic, ready, and available to provide the requested services when called upon.

John Cumbelich & Associates

CORE BUSINESS

John Cumbelich & Associates provides commercial real estate services to Fortune 500 retailers, and select Investors, Owners and Developers specializing in retail commercial properties throughout Northern California.

The firm focuses on three business lines:

- Building store networks throughout Northern California for client retailers,
- The acquisition, disposition and leasing of premier retail centers, and
- The lease and sale of high street and lifestyle retail properties in Walnut Creek, CA.



The firm provides clients with the opportunity to employ our team's decades of experience when investing in, leasing, purchasing, or developing real estate in the San Francisco Bay Area marketplace.

The San Francisco Bay Area is a vast marketplace – 7 million people; 09 counties; over 100 million square feet of regional retail space. John Cumbelich & Associates is successful in navigating clients through Northern California, because our experience, information, speed, and confidentiality are trusted tools to our clientele. Superior market information, Landlord and Tenant relationships that span the region and the effective use of the latest technology & marketing tools allow us to deliver a better brand of retail brokerage.

Due in large part to our exclusive relationship with numerous retail anchors, the firm is extraordinarily well positioned to identify and source new shopping center development sites for our Developer clientele.

RETAILERS

Long term relationships with several of the nation's finest retailers and restaurants are the cornerstone of our firm. Over a dozen of the nation's strongest retailers rely exclusively on John Cumbelich & Associates for store placement strategy, site identification and lease and purchase negotiations throughout Northern California.

Our retailer clients include first class brands including Smart & Final, Dunkin' Donuts, El Pollo Loco, Kroger, Studio Movie Grill, Fremont Bank, and Roam Artisan Burgers

NEW SHOPPING CENTER DEVELOPMENTS

The firm has an excellent track record of sourcing new development sites throughout Northern California for select clients. Examples of development projects sourced by our firm include: the 34-acre East Washington Place in Petaluma; the 19-acre, Target anchored Plaza San Jose; the 28-acre Jones Ranch in Concord, and The Corners in downtown Walnut Creek anchored by Apple and Tiffany & Co.



Investors and developers including Regency Centers, Lewis Retail Centers, Urban Edge Properties, Essex Property Trust, plus numerous local Investors agree. They have placed their real estate needs in our hands, and John Cumbelich & Associates delivers.

OUR ASSOCIATES

John Cumbelich - Chief Executive Officer

Tim Seiler -Partner

Joe Kuvetakis - Associate Broker

Sade Ghorban - Associate Broker

Liz Baker - Creative Director

Courtney Wasserman - Operations Manager

US & INTERNATIONAL PARTNERS

John Cumbelich & Associates is a founding partner of X Team International, an alliance of retail real estate specialists with 35 North American offices located in major cities throughout the U.S. and Canada. X Team partners offer extensive expertise in major markets worldwide, specializing in retailer, property and developer representation, portfolio dispositions and retail investments.

BEST IN CLASS CAPABILITIES

Our firm's leasing and marketing services are employed by institutional and regional owners alike across a select group of assets. Our marketing capabilities feature a powerful web based platform for showcasing client properties and disseminating supporting aerials, site plans, demographics and related data. Daily email blasts to the Northern California real estate community advertise our client's properties to the marketplace.



Archer & Ficklin, Inc

GARY N. ARCHER and ARCHER & FICKLIN, INC.

BACKGROUND

Gary Archer ("Archer") holds California Department of Real Estate ("DRE") license no. 00815677 He is president and principal of Archer & Ficklin, Inc. (corporate DRE license no. 01865796 a farm, ranch, land and commercial brokerage firm located in Dixon, California.

Archer is a seasoned real estate broker specializing in land, farms, ranches and commercial real estate transactions since 1981. The client profile includes representation of domestic as well as international clients, financial institutions, investment buyers and sellers, regional farmers and orchardists as well as governmental and governmental-related entities (by example, Solano County Water Agency and Solano Land Trust).

Founded in 1965 by Clare E. Ficklin, the firm was located in Fairfield, CA until 1995 when it relocated to Dixon. Archer has experience in real estate site location, purchase and sale of farms, ranches and other agricultural lands, industrial manufacturing and assemblage of raw land for purposes of obtaining development entitlements as well as extensive experience in situational real estate matters including sale and acquisition of lands for mitigation, public benefit (by example the Sacramento National Veterans Administration Cemetery on Midway Road), open space and greenbelt purposes (by example, the Vacaville-Dixon Greenbelt and Lynch Canyon).

Archer has successful working relationships with law firms, individual clients, not-for profit organizations as well as governmental agencies; he has prepared numerous offers for raw and commercial land, including subdivision and pre-subdivision properties. In connection with prospective listings, sales, and purchases, clients have retained Archer to provide broker opinions of value ("Broker Opinion of Value") ("BOV's") for purposes of determining the estimated market value of specific properties.



Archer has sold raw land purchased for:

- agricultural
- mitigation;
- orchard development;
- National Cemetery - Department of Veterans Affairs;
- subdivision development of residential projects;
- shopping center development, and
- large tracts of land to "developers" for the purpose of processing "Master Planned communities as well as Planned Unit Developments ("PUD's").

Archer has sold land for industrial enterprise relocation, by example Alliance Tank Lines; Bellingham Marine; etc.

Archer graduated from the University of the Pacific, Stockton, CA, with a Bachelor of Science degree in Pharmacy. He was a practicing pharmacist and owned Archer's Pharmacy, Inc. in Dixon, California until the early 1980's.

Licensed by the California Department of Real Estate in 1981.

Licensed by the California State Board of Pharmacy (inactive)

A prior sale, but one which I am particularly proud of: The 2004 sale of 545 acres for a client of long standing, in which Archer & Ficklin, Inc. represented Client and The Department of Veterans Affairs (Buyer). It is the property on which the Department of Veterans Affairs developed the Sacramento Valley National Cemetery.

The Sacramento Valley VA Cemetery opened October 2006. It is undergoing its second expansion.

AND

The 1996 sale of 1,000 acres for New England Mutual Life Insurance Company, Boston, Massachusetts and Lee Sammis & Associates whereby The buyers - City of Dixon and City of Vacaville, created the Vacaville Dixon Greenbelt. It serves to preserve agriculture and create an "urban separator" between the two cities.

MEMBERSHIPS

Gary N. Archer

1. Solano EDC - Solano Economic Development Corporation Founding Member - Past President
2. Solano County Farm Bureau
3. Solano Land Trust. Founding member and Longest continuing contributor.
4. Honorary Commander - 60th Air Mobility Wing (AMC), Travis Air Force Base. 2014-2017
5. Northern Solano County Association of Realtors
6. Sutter Club - Sacramento.



3. Statement Qualifications - Developer Experience and Past Projects

Victoria Gardens (Rancho Cucamonga, CA)

Status: 1,300,000 square feet of commercial and approximately 300 homes

In late 1999, the city issued a Request for Qualifications (RFQ) seeking qualified shopping center developers to develop a mall. A joint venture between the Lewis Group of Companies and Forest City was selected to be the developer. From the onset, Forest City and Lewis viewed this site as being a very “special” place, not only in the City of Rancho Cucamonga, but also in the Inland Empire. However, in order for this site to realize its full potential, it could not simply be another enclosed regional shopping mall. It had to be different.

The vision was to create a new heart for the City, where its residents could stroll wide sidewalks, window shop from store to store, and visit civic and cultural amenities like a library and live children’s theater. A place where people could enjoy the lush landscaping and wonderful gardens, large plazas with outdoor restaurants, and shop-lined paseos. In short, a truly special place that personifies the wonderful lifestyle offered by Southern California.

Lewis and Forest City had to create something unique for Victoria Gardens. Nothing like it had ever been done anywhere else in the country. It would be large, approximately 16 square city blocks, and would need to feel like it had “evolved” over time. It would need to be built on a street grid system and accommodate both pedestrians and vehicular traffic. It would have to provide a mixture of uses including regional and neighborhood serving retail, restaurants and entertainment, approximately 300 houses, professional offices, civic and cultural uses, and parking.



Victoria Gardens is designed as an approximately 147-acre, open air center, laid out on a traditional street grid system. It provides for two main streets that form the boundaries around a large main square or central plaza, which faces a new city library and adjoining 560-seat Lewis Family Playhouse, and has breathtaking views of the nearby San Gabriel Mountains. The main streets are organized into shopping, entertainment and restaurant districts. Storefronts line the streets where shoppers can stroll from one store to another. Major anchor tenants include national department stores (Macy’s and J.C. Penney) and a state-of-the-art cinema which are located at various key points within the new downtown.



The exterior design of the buildings in Victoria Gardens provides for a wide variety of architecture. In order to achieve this effect, a team of four nationally renowned architectural firms were assembled. Each firm was given the task to design a series of buildings dispersed throughout the new downtown. Some of the designs are reflective of more historic looking buildings while others appear to be modern. In this way, Victoria Gardens has the feel of evolving and growing over time along with the City.



In May of 2006, Victoria Gardens was one of ten projects awarded the “Award of Excellence” from the Urban Land Institute for North and South America. The criteria for the awards include leadership, contribution to the community, innovations, public/private partnership, environment protection and enhancement, response to societal needs, and financial success. The ULI Awards for Excellence are widely regarded as the industry’s most prestigious recognition program and acknowledge a broad range of developments including office, residential, recreational, urban/mixed-use, commercial/retail, new community and public projects and programs.

Victoria Gardens also was honored as the recipient of the Innovative Design and Development of a New Project (over 500,000 square feet of GLA) by The International Council of Shopping Centers, ICSC, in 2006. ICSC honors innovative architecture with International Design and Development Awards. For three decades ICSC’s International Design and Development Awards competition has recognized world-class shopping venues for their design and development creativity.



Renaissance (Rialto, CA)

Status: Project is fully approved, and 400,000 square feet of regional shopping is going vertical with over 250,000 square feet open and operating, including a 14 screen Cinemark movie theater.

Renaissance, a joint venture between Lewis and Hillwood, a Perot company, is designed as a master planned community on 1,445 acres that will contain up to 16.2 million square feet of business and commercial uses (835,200 square feet of which is existing and expected to remain), over 400,000 square feet of regional shopping, 1,780 residential units, one school, two community parks, and multiple neighborhood parks all located in close proximity and organized around a grid pattern.

The majority of the site consists of the former Rialto Municipal Airport. The City of Rialto received Congressional approval to close the airport and, at the December 6, 2005 City Council meeting, the City adopted resolutions declaring its intent to relocate the Rialto Airport operations to other nearby facilities. The Renaissance Rialto Specific Plan is designed to maximize the potential for this large site located adjacent to the new 210 Freeway.



The unique challenges faced by Lewis and Hillwood in the planning and development of this community includes the relocation of over 130 tenants from an operating airport, the lack of existing infrastructure necessary to develop any facilities on the site (including solving drainage issues through utilization of adjacent flood control basins), and an existing Kinder Morgan high pressure fuel line that traverses the site.

The Renaissance plan incorporates retail centers and office complexes along the 210 Freeway corridors. The corporate office center is envisioned as an intense office center, reinforcing the business corridor gateway into Rialto, maximizing freeway visibility, and strengthening the surrounding commercial uses. These commercial uses are connected and integrated with the residential community by pedestrian and vehicular linkages. Residential units are situated within a quarter mile of shopping, employment, educational, and recreational uses to facilitate walking, bicycle riding, offer the opportunity to live and work in the community, reduce vehicular trips, and contribute to an improved level of health and wellness. The array of housing types envisioned within the residential enclave accommodates a range of lifestyles. This multitude of residential products serves a wide segment of the market, from singles, young couples, first-time homebuyers, and move-up buyers.

Sierra Lakes (Fontana, CA)

Status: Development of 1,850 homes, 880,000 square feet of commercial, and golf course

Sierra Lakes is a 715-acre mixed use master planned golf community located in the northern portion of the City of Fontana, near the foot of the San Gabriel Mountains, that integrates a variety of residential, educational, open space/parks, community commercial, regional commercial, and office land uses around a championship golf course.

Sierra Lakes consists of the following major components:

- Over 800,000 SF of commercial uses on 77 acres along the 210 Freeway frontage, which accommodates office, retail, and consumer service uses oriented toward neighborhood, community, and regional markets.
- A high profile corporate center/restaurant row located along the 210 Freeway frontage.
- A premier 18-hole championship golf course, including a clubhouse with a banquet/meeting/conference facility.
- 1,850 single family detached residential units in a variety of designs and sizes.



The Resort (Rancho Cucamonga, CA)

Status: Entitlement of up to 3,450 homes was completed in 2016 of the former 160-acre, 18-hole Empire Lakes Golf Course. Grading began in September 2017 and first phase of for-sale housing is under development.

The Resort is a 160-acre mixed use master planned community located in the southern portion of the City of Rancho Cucamonga which integrates a variety of residential, commercial, office and open space and parks adjacent to the Metrolink train station. The Metrolink train station is one of the most popular stations in the Inland Empire and allows future residents to commute into downtown Los Angeles, Orange County and even San Diego. The Resort consists of the following major components:



- Up to 3,450 for-sale and rental homes with an overall net density range of 16 - 80 du/acre
- Up to 220,000 square feet of commercial and office space.
- “The Vine” – an internal trail and street system that connects residents throughout the community to the Metro link Station and surrounding neighborhoods.
- Community Open space and Recreation areas for residents to enjoy.



Villages of Fairfield (Fairfield, CA)

Status: Development of 1,960 homes and 12.5 acres of commercial/retail development

Villages of Fairfield consists of the following major components:

- Over \$90,000,000 of planned public infrastructure of which \$30,000,000 in public infrastructure is actively underway and will be completed in the Spring of 2018.
- 1,960 planned residential units consisting of single family and multiple family dwellings in both detached and attached homes
- 12.5 acres / 110,000 square feet of future retail space
- Over a combined total of 125-acres of open space, wetland preserves, hillside slope areas, and parks
- Incorporation of a 10-acre public school site



Villages of Fairfield is a 415-acre master planned community located in the northeastern part of the City of Fairfield. Final project entitlements were approved by the Fairfield City Council in April, 2011. Development of major backbone infrastructure including the extension of Manual Campos Parkway began earlier this year as well as the construction of the initial phase of residential construction for 330 single family residential lots.

Residential land uses reflect a wide range of product types to serve all market segments from young families to empty nesters. Established in a “Village” concept setting, each phase of the development has been crafted to offer unique floor plans and architectural styles that complement and offer up significant diversity to maximize housing options and desirability.

The incorporation of open space elements including scenic wetland and habitat preserves, the re-utilization of an abandon railroad as a regional pedestrian and bicycle trail system, coupled with the preservation of key hillsides provide a uniquely crafted setting promoting outdoor recreation and lifestyles inviting residents and non-residents to enjoy well designed and incorporated recreational opportunities.



Public – Private Partnerships Experience

We work closely with cities, counties and public agencies:

CLAREMONT UNIFIED SCHOOL DISTRICT

Purchase and exchange of office building for vacant school site

IRVINE RANCH WATER DISTRICT

150 homes in Mission Viejo, CA 608 homes in Lake Forest, CA

MARCH JOINT POWERS AUTHORITY

New development around March Air Force Base in Riverside, CA

MERIDIAN BUSINESS PARK

1,000 acre development of approximately 8,000,000 sq. ft. with March Joint Powers Authority at former March Air Force Base in Riverside, CA

SACRAMENTO COUNTY

Development of 998 acres into approximately 3,500 homes at Mather Air Force Base and the redevelopment of 1,271 homes at Mather Air Force Base

ORANGE COUNTY FLOOD CONTROL DISTRICT

Entitling 1,658 acres, including 3,600 homes in Highland, CA

UPLAND UNIFIED SCHOOL DISTRICT

Construction of bus facility in exchange for development site

REDEVELOPMENT/ECONOMIC DEVELOPMENT AGENCIES IN CALIFORNIA

- Azusa
- Baldwin Park
- Cathedral City
- Claremont
- Covina
- Loma Linda
- Los Angeles County
- Norwalk
- Ontario
- Fairfield
- Vallejo
- Pomona
- Rancho Cucamonga
- Rialto
- San Bernardino
- San Bernardino County
- Sacramento
- Victorville
- West Covina

Community Outreach and Public Participation

Lewis Planned Communities has extensive experience in conducting community outreach through the course of our rich development history. We firmly believe engaging the community in the beginning of any conceptual planning effort is a critical step to properly receive and respond to community input and concerns and allow every opportunity to incorporate this input as best as reasonably possible to effectively make the community a part of the stakeholder group. We fully understand that our vision will require immediate outreach and multiple sessions with key stakeholders, surrounding neighbors, and the larger community accordingly. Our intention would be to hold community outreach sessions at the Fairgrounds, City Hall, and the City Library.

Our primary focus would be to immediately engage the Solano360 Committee, a joint County-City-Fair Associate group comprised of representatives from the County Board of Supervisors, Vallejo City Council, and the Solano County Fair Association Board, to better understand the existing and future vision and goals for portion of the property that will persist as active fairgrounds. We recognize this group has the deepest appreciation and understanding of the existing facilities and ideas related to potential improvements, faults, and guidance to assist us in solving any immediate deficiencies within the fairgrounds property.



Our second priority will be to engage key public stakeholders which interact with the fairgrounds property both directly and indirectly, from everything from complementary recreation, environment, view sheds, aesthetics, general scenic enjoyment, water quality, to traffic. These public stakeholders will include, but not be limited to, the Solano County, City of Vallejo, Solano County Fair Association, Vallejo Watershed Alliance, Solano County Resource Conservation District, and Greater Vallejo Recreation District. Our intention is to meet with each organization independently to learn more about the goals of each organization. Next, we would seek to meet with the organizations as a whole to discuss the priorities of each organization and identify collective priorities as a group.



Of equal importance will be consideration of the spectacular theme park adjacent west of Solano 360, Six Flags Discovery Kingdom. Recognized as the iconic gateway into the City of Vallejo, it is important to ensure any development on Solano 360 complements and enhances the overall experience for local residents and visitors to promote multiple-day stays by expanding entertainment, recreation, and hospitality options within Solano 360. We would also be excited to entertain any interest in expanding the existing Six Flags Discovery Kingdom, or, consider their sister waterpark, Six Flags Hurricane Harbor, as recently opened in the nearby City of Concord.

In addition, we understand our vision for this property may bring interest from the region, and not just adjacent neighboring communities and operations. We are very accustomed to holding planning workshops in private and/or public settings, whether it be widely publicly noticed community meetings or workshops at Planning Commission and/or City Council hearings. We shall seek to engage input from a wide range of sources such that we can assess and prioritize community interests and needs. We shall continue our public outreach efforts all the way through the construction of Solano 360 to ensure a strong connection to the community.

Over the past three years, we have held a half-dozen or so community meetings in the City of Vallejo for our two ongoing projects. Our meetings were attended by 50-100 people and were received very positively by the community and attendees. In each of these sessions, members of the community were allowed to convey their thoughts and ideas in detail, and in turn hold one on one dialogue during and after each meeting. Community input has been successfully implemented into our planned projects where reasonable, and no ideas were dismissed or rejected without a thorough discussion and understanding. In addition, we have and continue to offer private email or meeting correspondence for community members who want to share their thoughts but aren't comfortable in a group setting. These various channels of outreach provide ample opportunities for everyone's voices to be heard and presents a safe and comfortable setting for all.



4. Narrative for Solano 360 - Vision and Summary

Vision: A Place for People

Solano360 is a place for people. People walking, working, playing, learning in all areas of the New Community. Once the site of the Vallejo Fair Grounds, used only sporadically for a county fair, now the site will be repurposed and planned as a 24-7 New Community. Highly visible from Interstate 80 and SR 37 freeways this Community will establish itself as a walking community of trails, waterways, sports fields and parks. It will be organized south of the Exposition Halls, the “Fair of the Future”, into Districts and will be comprised of Lakes, Boulevards of shops, offices buildings, midrise apartments and Row Towns, and anchored by a regional active recreational complex. This vision will implement the Vallejo 360 Specific Plan.

Place of Growth: Design Principles

1. Establish development opportunities for the Vallejo Community Region
2. Create a visual sense of place from the freeways and surrounding communities
3. Provide economic vitality and new opportunities for businesses, residents and visitors
4. Develop a healthy community of activities and experiences
5. Encourage a variety of safe and efficient travel choices



The Design Principles implemented in the proposed Master Plan will meet the objectives set forth by the City and County for the Project Site. Those objectives as outlined in the RFP are:

- Create jobs, generate revenues and ensure long-term economic sustainability for Solano County and the City of Vallejo.
- Establish a unique place with an unmistakable identity that serves as an economic hub as well as a pedestrian-friendly, community gathering place Explore a mix of complementary land uses, including retail, commercial, hospitality, recreational, high-density residential, family and youth oriented, educational and civic uses
- Explore increased physical connectivity and synergy that is compatible with surrounding uses and existing commercial operations
- Provide pedestrian bicycle, vehicular and transit facilities that foster access to, from and within the site
- Incorporate sustainable and green principles in all aspects of the development



Integrated Development: Plan Summary

The Concept Plan represents 111.7-acre project as a Master Plan within the 149.1 acres of the Solano360 Specific Plan. The proposed Master Plan conforms to the Specific Plan by holding the boundaries of the “Fair of the Future”, and major water elements, with minor modifications to roadways and land use boundaries. The land uses have been modified into a series of districts to most efficiently fit the uses within the property and complement the Future revitalized County Fair Grounds, “Fair of the Future”. Roads within the plan have been realigned to serve the use and character of the project connecting the districts by a main street concept and anchored by the Visitor Serving District to the north and the Regional Commercial on the south. Contained within the proposed 111.7-acre Master Plan are 25.1 acres Visitor Serving (Mixed Use), 24.0 acres of Regional Sports Complex (Soccer and Ballfield park), 23.9 acres of Open Space Water Feature, 32.8-acre Boulevard (Residential/mixed use), and a 8.1 acre Regional Serving Commercial anchor. Access and Egress to the site have been respected to hold existing intersections and infrastructure in place along the project edge.

Community: Collection of Districts

The Future Community has been organized into five distinct Districts creating a thriving Town Center. Each District is unique in character and builds on one another to provide a balanced community that complements the surrounding future and existing uses. Each of the land uses have been selected to create an all seasons, 24/7 destination, with an iconic Regional Sports Complex, visitor serving uses of hotels and restaurants, high density residential living with safe and friendly streets to provide walkable neighborhoods of niche retail.



1. Visitor Serving, west of the “Fair of the Future”, retail, restaurants, hotel, office, mixed use Designed to augment the Six Flags and Fair Grounds experience, providing a retail destination at a pedestrian scale, named “the crawl”. The Crawl is a walking promenade through the mixed-use retail core that will create a unique commercial atmosphere comprised of restaurant venues, small retail shops, and urban public open spaces. The district will offer a new boutique Hotel experience anchored on the lake waterfront at the end of “the Crawl”, overlooking the state of art Regional Sports Complex. With a wide range of retail, restaurants and hospitality, the Visitor Serving district will provide many employment opportunities. Through offering more entertainment and retail options complementary to Six Flags and the “Fair of the Future” visitors will extend their time spent at Solano 360.

2. Lakefront, hotel site, restaurants, retail, office, strolling trail Acting as the interface between the Visitor Serving and the Boulevard Districts, the Lakefront is envisioned to have restaurants and retail venues located along a boardwalk on the north, with a strolling water walk along the Boulevards to the south, tying together with access to the Regional Sports Complex and Fairgrounds. Lakefront will create a unique regional destination and community hub filled with activity along the water’s edge for both those living in Solano360 and those visiting.

3. The Boulevards, Apartments and Row Town Homes with community recreation A series of boulevards will make up the mixed-use residential district, showcasing a variety of living and residential experiences. Comprised of apartments, row towns, rooftop casitas, garden rooftops, artist flats, live work and retail venues. Residents of Solano360 will enjoy ease of access to adjacent retail and restaurant experience, providing a vibrant place to live and work.

4. Sports Park, buffering interstate 80, Active Sports Complex A new state of the art sports complex is proposed along the eastern boundary off interstate 80 showcasing a wide range of competitive organized sports and recreation. Providing a regional draw for clubs and individual users, based on the conceptual design, with 7 soccer fields, 4 baseball fields, sports courts, and a sports center building with rentable facilities for sport users and the community.

5. Regional commercial, At the apex of the property, in a prominent visible location from interstate 80, will be home to a regional commercial flex parcel. The regional commercial will provide jobs, and long-term ground leasing. Serving the immediate community and surrounding regions, operating as a regional opportunity for point of sales.

Neighborhood	Total Area	Recreation	Commercial	Office	Residential
Visitor Serving	25.1		X	X	X
Lake Front	6.0	X	X	X	
Boulevard	32.8		X		X
Sports Park	24.0	X	X		
Regional Com	8.1		X		

Destination Oriented:

The community proximity to 6 Flags and the Fair of the Future establish a need for a unique retail and living experience at Solano360. With Six Flags and the Fair of the Future often operating seasonally. Solano360 will be the third component that energizes the node by providing other complimentary uses that can be experienced year-round. This will ensure a stable tax base annually that is additive to the existing and future revenue generators by creating fulltime neighborhood support and users. A location that intended to provide for longer visitation.

Green Community: Place for Nature

Inter-connected waterways, plazas, urban niches, gardens, parks, play structures, complete streets, river walk, and boardwalks will all tie the community together through an urban greening strategy. This will enhance the quality of life and visual quality, both from within and outside corridors. The design will encourage walking over the use of automobile, through a multi-model structure. With the inclusion of a transit center, boulevards, pedestrian paseos, foot bridges and separated bike lanes the automobile will be the second choice.



Land Use Areas

SP: LUP 2013 (AC)

Proposed Concept 1/24 (AC)

PUBLIC AREAS

Fairgrounds

<i>New Exposition Hall</i>	3.2	3.2
<i>New Outdoor Arena/Venues</i>	16	16
<i>New Fair Parking/Rds.</i>	6.2	6.2
<i>Existing Fair Facilities</i>	5.3	5.3
<i>Existing Fair Parking/Rds.</i>	4.5	4.5
Subtotal	35.2	35.2

Transit/North Parking

<i>Bus Docking</i>	1.1	1.1
<i>Parking Structure</i>	1.1	1.1
Subtotal	2.2	2.2

Shared Public Parking Site

<i>Parking Structure</i>	5	
<i>Surface Parking</i>	19.7	
Subtotal	24.7	

***Sports Facility**

<i>Amenities</i>		
<i>-Soccer Fields</i>		
<i>-Baseball Fields</i>		
<i>-Lawn Bowl</i>		
<i>-Other Sports Courts</i>		
<i>-Water features</i>		
<i>-Building Amenity</i>		
Subtotal		24.0

***Anchor/Retail**

Subtotal		8.1
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Major Rds. (ROW)

Subtotal	14.3	
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Open Space

<i>Fairgrounds Channel/ Drainage</i>	17.9	17.9
<i>Creek Park</i>	6.0	6.0
Subtotal	23.9	23.9

PUBLIC SUBTOTAL AREAS

	100.3	93.4
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PRIVATE AREAS

Entertainment-Mixed Use (0.2 FAR)

Subtotal	18.8	22.9
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Entertainment - Commercial

<i>-Venue Area</i>	24	
<i>-Surface Parking Area</i>	6	
Subtotal	30.0	

***Residential - Commercial**

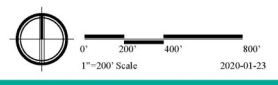
Subtotal		32.8
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PRIVATE SUBTOTAL AREAS

	48.8	55.7
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TOTAL

	149.1	149.1
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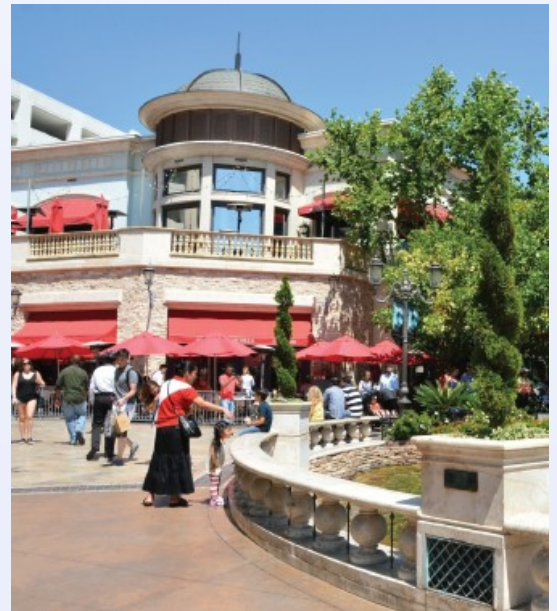


CONCEPTUAL PLAN
SOLANO 360 | VALLEJO, CA



CONCEPTUAL IMAGES - VISITOR SERVING

KEY MAP



CONCEPTUAL IMAGES - BOULEVARD

KEY MAP



CONCEPTUAL IMAGES - SPORTS PARK

KEY MAP



CONCEPTUAL IMAGES - LAKE FRONT

KEY MAP



CONCEPTUAL IMAGES - REGIONAL COMMERCIAL

KEY MAP



5. Confidential Financial Submittal - Financial Qualification, Capability, and Litigation History

PROFIT/LOSS STATEMENTS (3 YEARS)

To be provided confidentially under a separate cover / submission.

EVIDENCE OF FINANCING/ SECURED FUNDING SOURCES

Lewis Land Developers, LLC, self-finances all acquisitions, entitlements, development and construction on development projects and does not seek or utilize outside sources of capital, capital partners, bank loans, or private development loans. Under a separate cover we shall show that our average cash balances for the past five years, which will unequivocally reflect our ability to fund this development internally and with no dependence on outside financing.

BANKRUPTCY FILINGS WITHIN PAST 5 YEARS

Lewis Land Developers, LLC has had no bankruptcy filings within the past five (5) years. In fact, no Lewis entity has filed bankruptcy in the entire 62 years of company operations.

EVIDENCE OF ABILITY TO OBTAIN AND MAINTAIN INSURANCE

Lewis Land Developers, LLC, has remained in business for over 50 years and is accustomed to providing land owners and public agencies with insurance policies from highly accredited and recognized insurance companies. We are happy to provide any specific evidence of our ability to insure and/or provide example policies upon request.

DEVELOPER EXPERIENCE - LITIGATION HISTORY (PAST 5 YEARS)

Lewis Land Developers, LLC, has not been a plaintiff or defendant in any litigation within the past five (5) years.

Lewis Planned Communities

1156 North Mountain Avenue
Upland, CA 91786

February 28, 2020

Solano County
Attn: James Bezek, Assistant Director of General Services
675 Texas Street, Suite 6500
Fairfield, CA 94533

RE: Supplemental Response to RFQ: Solano 360

Dear Mr. Bezek,

Lewis Planned Communities is pleased to provide additional information regarding the Fiscal Impacts/Benefits and projected job creation based upon our land use concepts and vision for Solano 360. Overall, one of our key priorities when considering development is to ensure a financially sustainable project that eliminates or minimizes reliance on outside private and/or public financial participation. We analyze each project to assess appropriate and acceptable land uses, coupled with identifying the necessary infrastructure and permitting costs associated with those land uses, in effort to find a reasonable balance to deliver a high-quality project that is financially sustainable from both a short and long-term perspective. Our goal for Solano 360 will be to work closely with Solano County to mutually understand the infrastructure and construction costs associated with a variety of land use scenarios that will set the stage for appropriate financially viable land use types that achieve an economic balance for Solano 360.

We immediately recognize that Solano 360 is likely to require a substantial infrastructure package in order to develop the property. Our company will examine a series of creative financial vehicles and options and will work closely with the County in the event public financing programs are deemed favorable considering the ultimate project plan. It is for this specific purpose that we included the Kosmont Companies as a critical project team member for Solano 360. With 33 years of working with cities and public agencies on economic development to establish over \$10 billion dollars of public financing transactions, Kosmont Companies is a leader in the public/private financial partnership industry. Our intention is to introduce the Kosmont Companies at the very beginning of the project to assist both we and the County in understanding all financial options for the project, both public and private. In addition, we will work closely with the project team and the County to research and pursue all avenues for public/private grants, and other incentive programs offered by the State of California.

Fiscal Benefits: Solano 360

- **Sales (and Use) Tax:** The physical setting of the property as situated along two major freeways creates visible and marketable retail opportunities such that commercial opportunities will be abundant in Solano 360. Based upon a recent report prepared by the City, it has been suggested that the City has an excess leakage in retail sales of over \$222

million. Strategic and desirable retail development within Solano 360 can and will recapture much of this lost revenue from adjacent Contra Costa, Marin, and Napa Counties. Destination and local retail businesses will create jobs and long-term sources of Sales Tax Revenue for the County. We recognize the City of Vallejo also includes a 1% Use Tax on all sales, which only further the economic benefits. In staying relatively consistent with the Solano 360 Specific Plan, we desire to maximize the amount of sales tax generating users and use types which shall include both larger, destination-oriented retailers, as well as smaller, local retailers focused on the sale of goods, as opposed to services. With that stated, lifestyle components of retail are a critical aspect to our vision to create an iconic destination, which we feel will attract local and regional visitors to all of the businesses created within the project.

- **Transient Occupancy Tax:** In building off of the entertainment/Six Flags existing today, coupled with further expanding additional complementary entertainment and recreation into Solano 360, we firmly believe this destination will attract multiple-day visitors that will demand up-scale hospitality. Based upon current and future demand, we will immediately seek to recruit local and regional hoteliers to construct 2 hotels within the planning area. Hotels also complement and support lifestyle retail, shopping, and entertainment, which will further attract visitors to the project. We immediately recognize that transient occupancy taxes generated by hotel visitors is of critical economic importance to cities and counties. In combination with maximizing sales tax dollars, we will equally seek to maximize transient occupancy taxes within Solano 360.
- **Property Tax:** As a publicly owned and operated property, Solano 360 is currently not generating any property tax or associated City and County-wide assessments. Our goal is to create high-quality, sustainable land uses with a prioritized management and maintenance program to ensure that the newly developed real estate preserves value in perpetuity. Acquisition and development of property within Solano 360 will generate currently unrealized property taxes through Proposition 13 that will be a material source of revenue to the County. We will also work with Kosmont and the County to explore any opportunities for tax-increment financing opportunities for the project.
- **Land Use - Residential:** While our focus remains on creating land uses in the commercial sector that maximize Sales, Transient Occupancy, and Property taxes, we recognize that there will be some limitations on the ability to populate the entire 111-acre property with commercial uses within a reasonable period of time. One of our proposed deviations from the Solano 360 Specific Plan is to introduce an increased volume of pedestrian-friendly high-density residential land uses within the planning area. Including residential into the Solano 360 plan will provide for smart land use planning practices to provide residents the opportunity to work, shop, live, and recreate without the use of an automobile. Adding this component will have very positive effects to the financial viability of Solano 360, such as:

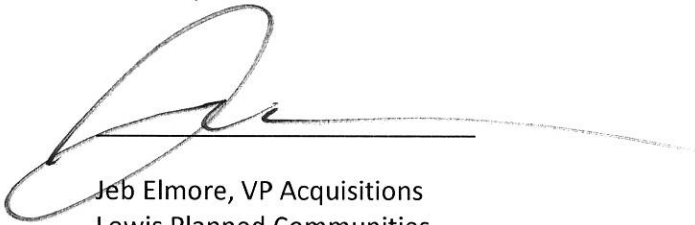
- Providing retailers and recreation users with immediate day and night-time local visitors, who are more likely to frequent business in walking distance, and in turn, generate more sales taxes
- Generating higher initial land values and revenues to support infrastructure and development costs
- Creating opportunities for assessment districts, community facilities districts, and tax-increment financing districts to invoke project-dedicated funds to further support infrastructure, maintenance, and services

Job Creation: Solano 360

- Full-Time Employment: Permanent employment goes hand in hand with tax-generating land uses in the form of retail, business, entertainment, and recreation as the Solano 360 Specific Plan, as well as our proposed conceptual plans for the project, suggest. Based upon our conceptual plans for Solano 360, we estimate 773 permanent, on-site employees to be working within the project site. In addition, we estimate that an additional 254 indirect and induced jobs will be generated throughout the County as a result of the project at buildout, for an estimated total of 1,027 direct, indirect, and induced jobs created. In turn, we estimate there to be \$45 million in annual wages from ongoing operations associated with the project from direct, indirect, and induced economic activity. In addition, we estimate there to be \$105 million in annual economic output from ongoing operation from direct, indirect, and induced economic activity associated with the project at buildout.
- Temporary Employment: Temporary employment will be generated during the development and construction of infrastructure and buildings within the proposed Solano 360 Specific Plan. In assuming approximately 3 years of heavy construction for the proposed project, we estimate there will be 1,138 average annual temporary jobs over the estimated 3 years of heavy construction. Therefore, we estimate 3,415 job-years of employment (one job-year is defined as one year of employment for one employee, or 1,138 annual jobs multiplied by 3 construction years) from direct, indirect, and induced economic activity. In turn, we estimate there to be \$272 million in temporary wages over the construction period from direct, indirect, and induced economic activity. In addition, we estimate there to be \$596 million in total economic output over the construction period from direct, indirect, and induced economic activity.

Lewis Planned Communities will work very closely with Solano County in effort to approach Solano 360 with economic development as the top priority. We share the County's vision to create an iconic destination while maintaining strong financial viability. As a partner with the County, we will roll up our sleeves and work together, in full transparency, to analyze and study a series of land use project concepts and all cost/revenue generators to achieve our mutual goals for the project. We hope the above provides more insight to our desired approach while also suggesting our flexibility to consider many options to create and maximize a sustainable economic development opportunity for the County.

Sincerely,

A handwritten signature in black ink, appearing to read 'Jeb Elmore', is written over a solid horizontal line. The signature is fluid and cursive, extending to the right beyond the end of the line.

Jeb Elmore, VP Acquisitions
Lewis Planned Communities