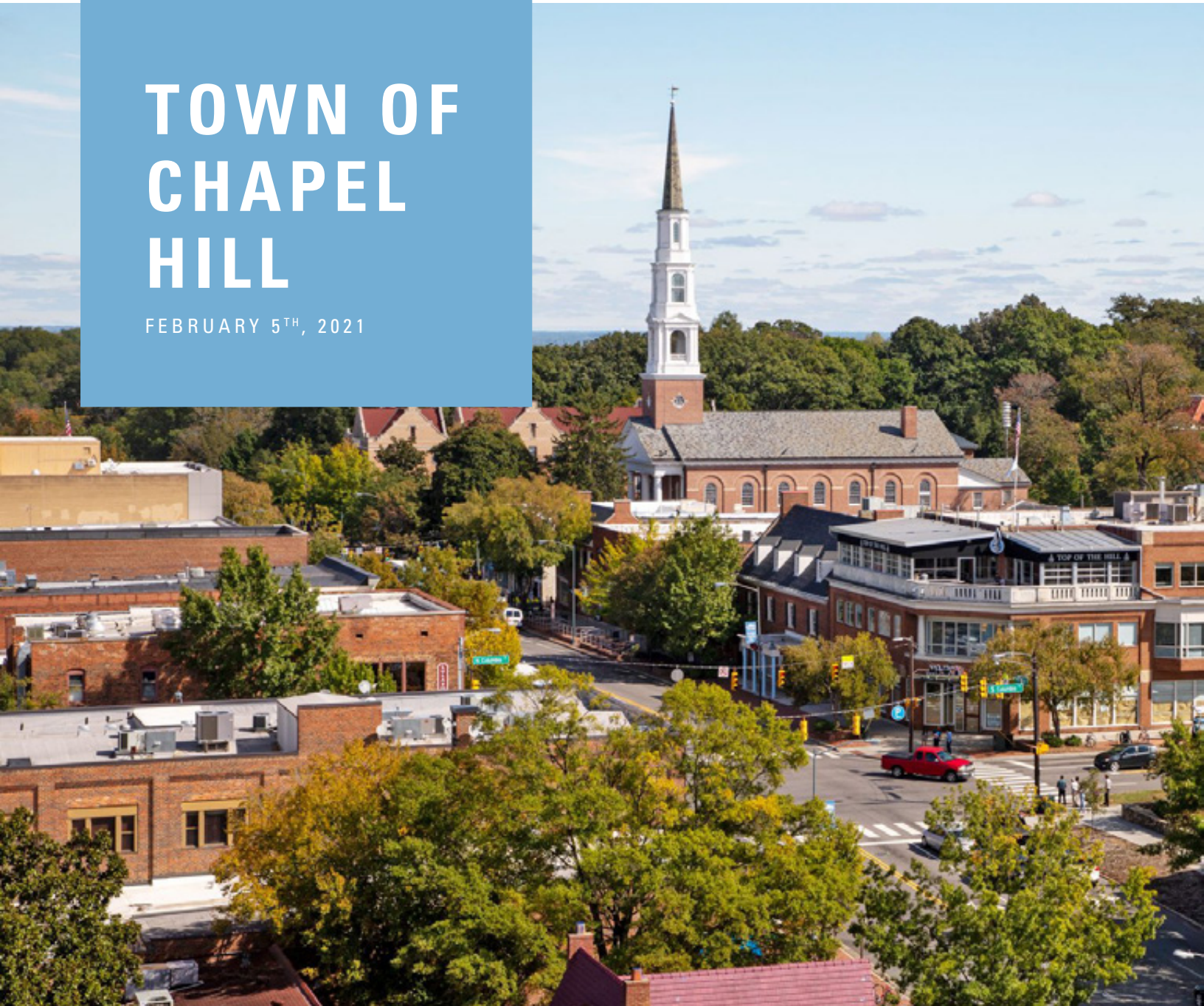


Qualifications for
BROWNFIELD SITE REDEVELOPMENT

**TOWN OF
CHAPEL
HILL**

FEBRUARY 5TH, 2021





February 5, 2021

Ms. Zakia Alam
Purchasing & Contracts Manager
Town of Chapel Hill
405 Martin Luther King Jr Blvd.
Chapel Hill, NC 27514

Re: Brownfield Site Redevelopment RFQ

Dear Ms. Zakia Alam,

On behalf of Belmont Sayre, LLC team, we are pleased to submit this response to Town of Chapel Hill for the Request for Qualifications (RFQ) for the redevelopment of the Brownfield site at 828 Martin Luther King Boulevard. The principals of Belmont Sayre and the redevelopment team have more than 100 years of combined real estate, construction, and finance experience, with deep expertise in commercial, residential, institutional - all in a Brownfield setting. Belmont Sayre has gathered top industry experts in the following fields who are capable, ready, and willing to execute the Town of Chapel Hill and the community's redevelopment plans: general contractors, civil engineers, architects, environmental remediation, tax credit counsel and accountants, bankers and institutional tax credit investors.

We look forward to working with Town of Chapel and the community and your partners as we move through the RFQ process. Should you have any questions in regard to this submission, please feel free to contact the undersigned at (919) 885-4508 or John Gallagher at (919) 522.7289.

Sincerely,
Belmont Sayre, LLC

A handwritten signature in blue ink, appearing to read 'Ken Reiter', written over a light blue horizontal line.

Kenneth Reiter
President

cc:
Dwight Bassett
Laura Selmer

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1. Executive Summary

Belmont Sayre's development team has unique expertise and experience focused on repurposing complicated, environmentally-challenged sites, like Chapel Hill's police station. Our engineering, planning and financial partners have led award-winning environmental restoration projects and managed millions of dollars of brownfields cleanup work. These projects have transformed blighted sites here in North Carolina and elsewhere across the US resulting in the creation of billions of dollars in community development value. Simply put, we are uniquely suited to help you with the police station.

1.1 Project Priorities

1. ENVIRONMENTAL STEWARDSHIP

Environmental stewardship is our highest priority and our team brings unique expertise to manage the coal combustion products (CCP) impacts at the site. The regulation of CCP was triggered by the legacy of large coal ash spills, including the catastrophic ash release in 2008 at a power plant in Kingston, TN, and the 2014 Dan River coal ash spill that occurred in Eden, NC. We will be following all federal and state requirements to provide a framework for the remediation of the Chapel Hill property and protection of human health and the environment, including guarding against the risks of contamination the land, air, groundwater and the Bohlin Creek surface waters.

2. FINANCIAL PERFORMANCE

We believe the site has significant potential to generate considerable revenue for the town, given its proximity to downtown Chapel Hill and the university and location along the future BRT line, as well as considering the area's overall growth as a world class center for research and development. Our team, with input from

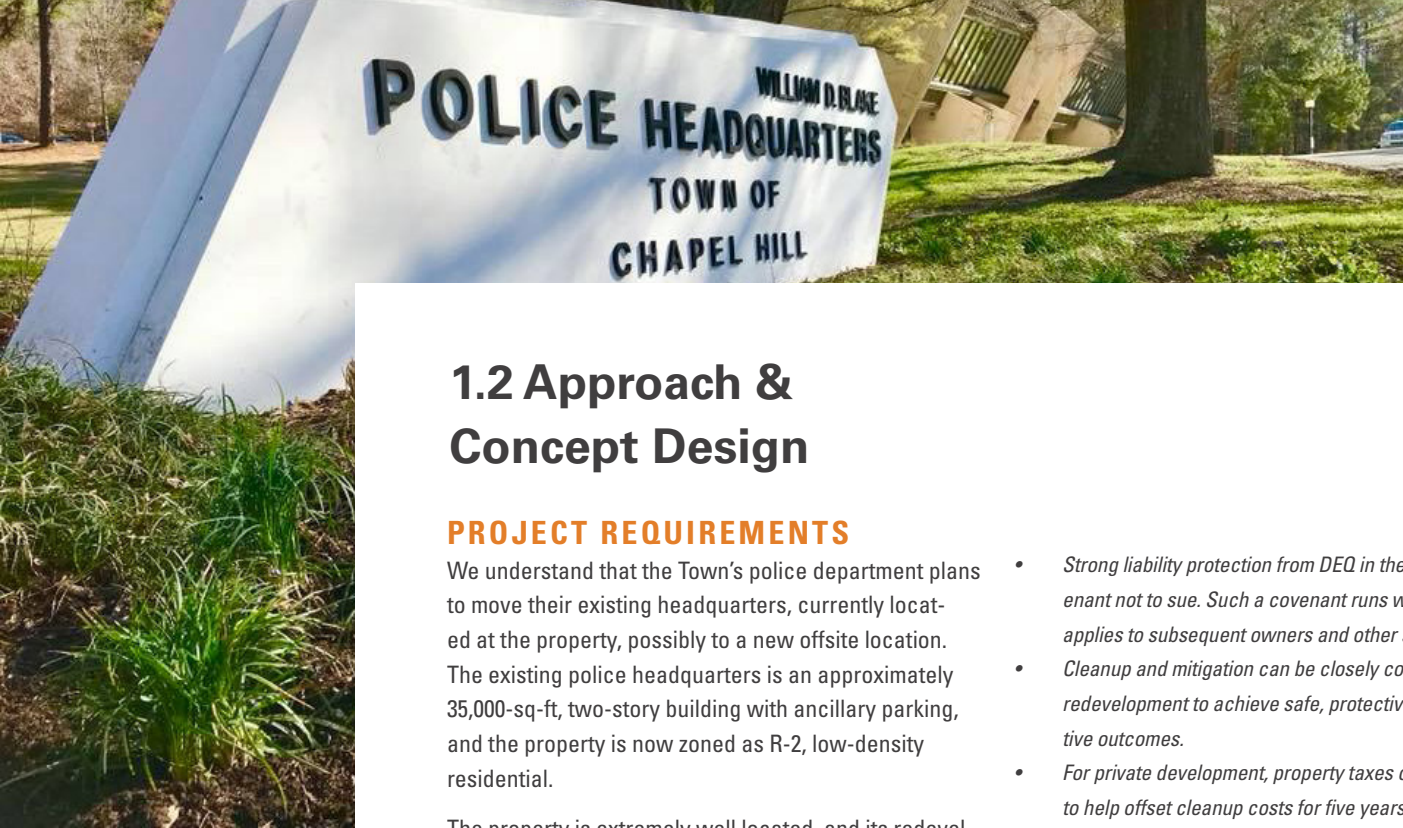
the community and town, plans to consider a series of economically viable reuse plans that will fully consider the CCP remediation and the possible continued use as a municipal services complex. The property's redevelopment, despite the environmental impairment, is viable and can be successful resulting in a multi-million-dollar mixed-use development that creates jobs, public benefits, sustained tax revenue and follow-on investment in the surrounding community.

3. MIXED-USE DEVELOPMENT

Our team believes that a host of dynamic mix of uses are possible that will include mixed income residential, commercial, retail, and possibly office, as well as continued use as a municipal services complex. Our focus will be to work with you to plan and design meaningful connections within the neighborhood to create value linking public, private, and institutional interests. An important aspect of the redevelopment program will be connections between the BRT transit plans and the property's redevelopment. We are confident in creating a program to repurpose the property that results in sustainable and continuing economic growth and increased tax revenues through job creation and physical investment in

4. PUBLIC PRIVATE PARTNERSHIP

Our team is a strong advocate for a public-private partnership (PPP) for the redevelopment of the property, particularly if the site is repurposed to be home to a municipal services complex, either as a sole use or along with other private uses. A public-private partnership creates an alignment of values and objectives. PPP increases the likelihood of meeting cost and schedule objectives, supports project financing, enhances community stakeholder engagement, and results in more successful outcomes.



1.2 Approach & Concept Design

PROJECT REQUIREMENTS

We understand that the Town's police department plans to move their existing headquarters, currently located at the property, possibly to a new offsite location. The existing police headquarters is an approximately 35,000-sq-ft, two-story building with ancillary parking, and the property is now zoned as R-2, low-density residential.

The property is extremely well located, and its redevelopment can include a dynamic, mixed-use development that takes full advantage of its proximity to downtown, the Bolin Creek Trail and future Bus Rapid Transit (BRT) line. Moreover, repurposing could include bringing Municipal Service Center back to the site with a variety of other mix of uses to create an important community asset.

Historically, the property was used as a gravel and fill borrow pit from the late 1950s through the early 1960s, and then an unlicensed coal fly ash and debris disposal site until the mid-1970s. Due to the disposal activities, which have impacted almost 50% of the site, the property was classified as an inactive hazardous site (Site ID No. NONCD0001486) pursuant to the state Inactive Hazardous Sites Response Act (the state Superfund cleanup program). Moreover, we understand the Town entered into a voluntary assessment and cleanup agreement with the NC Department of Environmental Quality, and for the past 6 or 7 years, you have commissioned a series of extensive environmental studies of the property.

In addition to the voluntary response actions, the Town has enrolled the property's redevelopment in the NC Brownfields Program established under the Brownfields Property Reuse Act of 1997 and received a Letter of Eligibility from DEQ on October 1, 2019. Participation in the Brownfields program provides a series of substantial benefits for redevelopment:

- *Strong liability protection from DEQ in the form of a covenant not to sue. Such a covenant runs with the land and applies to subsequent owners and other stakeholders.*
- *Cleanup and mitigation can be closely coordinated with redevelopment to achieve safe, protective and cost-effective outcomes.*
- *For private development, property taxes can be reduced to help offset cleanup costs for five years after redevelopment occurs under a special tax exclusion provided by the Brownfields Program and North Carolina's tax statutes.*

PROCESS & APPROACH

Belmont Sayre and the development team has extensive experience developing large-scale mixed-use communities in urban settings. Over the past decade, the team members have been involved in dozens of projects, millions of square feet of mixed-use development, acres of environmentally-contaminated land, and over \$500 million of investment, both direct and indirectly. We are a leader in creative financial methods, including Opportunity Zones (OZ), Historic Tax Credit (HTC), New Markets Tax Credits (NMTC), tax-increment financing (TIF) participation and Brownfield Remediation Tax Credits. Leveraging these scarce resources is a critical component to addressing these challenging sites. Our approach to these mixed-use opportunities involves a tremendous amount of coordination and communication in partnership with local officials, community residents, financial institutions, business leaders, and philanthropic sources.

In addition, the capabilities of our development, design and construction firms are unparalleled. Belmont Sayre has assembled a team of professionals that not only has prior experience in the very effort we propose, but also has specific knowledge of the existing planning, design, environmental, infrastructure and financial issues that are associated with this complex redevelop-

PROJECT PRINCIPLES

As part of our core mission of rebuilding neighborhoods across North and South Carolina, Belmont Sayre integrates, mixed-use, economic development, environmental protection, comfortable physical and visual connections, transit-related, sustainable, green/LEED, historic preservation, public space and critical mass techniques into the overall development strategy.

We have worked with many of the major Universities in North Carolina (including UNC, NC State, Duke and Wake Forest) and municipalities in North Carolina (Development Agreement with City of Mt Airy and Development Agreement with City of Hendersonville have seen first-hand the benefit of public-private partnerships to drive growth and innovation. By working together with the Town of Chapel Hill as a team to redevelop the property, we will have an enormous impact on the community's future.

We believe that redeveloping the property into an aesthetically-pleasing, mixed-use project will help the Town attract and grow retail, office and residential uses in the neighborhoods surrounding the property. The ability to transform the site into an anchor of activity is essential to the overall attractiveness and financial strength of the entire Martin Luther King Boulevard corridor. We believe that the property at 828 Martin Luther King Boulevard property is a fundamental link to connecting the main areas of activity within the larger context of the Town of Chapel Hill.

There are now many examples of redevelopments of urban, in-fill, environmentally-challenged site across the United States, some more successful than others. Through our development team's extensive national experience over many years, we have focused our approach on the following principles:

- Appropriate reuse program, density, and market readiness,
- Superior public spaces to counter the associated stigma of site, and
- Capitalize on tax incentives and creative public private financial structures

DEVELOPMENT SEQUENCING

Essential to the successful reuse and redevelopment of the site is (i) establishing a legal and financial structure and (ii) developing a strategy to handle any potential environmental risks. Without this, the redevelopment of the site will be delayed if not completely compromised. Initially, Belmont will consult with Town of Chapel Hill and other stakeholders to ensure that an acceptable resolution to these matters is achieved. Then, we will move quickly to pursue any demolition and cleanup and remediation of the parcels. An attractive site will allow the adjacent parcels to be developed more quickly and the property to come together more effectively and efficiently.

Upon completion of this preliminary work, the remainder of the property can then be held in "safekeeping" until such time as the development strategy can be fully executed. This is an important step in the process because it signals to the marketplace that development team, in

collaboration with the Town and community, has the ability to control the ultimate development for the property, while currently the future of the site is uncertain. Given the tremendous amount of effort and progress already made in preparations by the Town of Chapel Hill, we believe that this safekeeping period will be relatively short.

DEVELOPMENT ACTIVITIES & PROGRAMMING

During the safekeeping period, Belmont Sayre will work in collaboration with Town of Chapel Hill and its stakeholders and perform the following activities:

- **Environmental** – legal liability, risk assessment, environmental mitigation, demolition, salvage, additional testing
- **Financing** – traditional debt, HTC, NMTC and bridge to maximize available subsidy
- **Programming** – confirmation of office, residential and other mixed-uses for the site
- **Infrastructure** – on-site and off-site improvements, coordination with NC DOT/ bus-rapid transit planning
- **Parking/Additional Development** – structured and shared parking for various uses.

In addition to tackling the above issues, we will work with Town of Chapel Hill and community stakeholders to design and develop the optimal project with a mixture of civic, retail, office, academic, research and entertainment sites as warranted. The exact location of each use is not yet determined, but we see the ultimate program being approximately 80,000 square feet of commercial development, more than multi-family rental apartment units and associated surface and structured parking.

As part of this public-private partnership, we would also propose reaching out to the broader academic, professional and residential communities to obtain a better sense of the needs and desires of the community that will be served by this important corridor.

CATALYTIC IMPACT / COMMUNITY DEVELOPMENT

Public-private and institutional partnerships are a central element in our dedication to investing in urban neighborhoods. Our team's breadth of capacity in a wide range of University and mixed-use product types, enables us to structure a very strong and financial relationship with the Town of Chapel Hill in planning, developing and operating the best possible outcome.

Our best and most thoughtful projects come from community participation. Community centers and similar buildings reach diverse communities so the process of building consensus must be tailored to the specific needs of your community. Through a process of listening, learning, and leading, we can provide our design expertise without ignoring the attributes that resonate with a particular community. Our project team has not only extensive experience in the public engagement process, but we strive to create meaningful interaction and exciting settings in which our fellow neighbors can participate.

As engagement facilitators, our focus is on the community engagement process overall. It's important that we consistently follow six (6) core practices; (1) stay neutral on content, (2) listen actively, (3) ask questions, (4) paraphrase to clarify, (5) collect ideas, and (6) synthesize ideas.

Initially, Belmont Sayre will conduct its activities to: 1) eliminate those barriers for capital entry into the project and allow the site to be transferred from the Town of Chapel Hill at the appropriate time in the future and 2) allow for Belmont to begin site preparation and demolition, clean up and remediation. We will work early in the process to identify site control challenges and develop an understanding of the impact of the local demographics on the proposed program. Local demographics, neighborhood market and the social dynamics are critical to the success of the project.

DESIGN CONCEPTS

A key component to the economic viability of the project and a sustainable revitalization plan lies in partnerships and connections between the existing neighborhoods. By connecting the space spatially and functionally, the area will be able to share and leverage infrastructure, activity and culture. By being located near a major highway and primary road system, the project is well positioned with a direct and strong connection to the surrounding overall context. These connections will assist in making the project a dynamic and thriving place. A concept rendition drafted by architect Little has been attached hereto for indicative purposes only.

PROPERTY

The parcels included in the Little rendition include approximately 10 acres of land and buildings as follows:

- 60k-80K SF Office
- 15k SF Retail
- 300 Residential Units
- 466 Multi-Use Parking Spaces

While the precise repositioning of the property will be determined after detailed conversations with Belmont Sayre and other interested stakeholders, it is fully contemplated that a significant portion of the existing property will be used for core commercial and residential uses with supportive surface and structured parking, including the ability to relocate the Municipal Service Center back into the redevelopment. Nonetheless, the coincident and adjacent space and uses are often what "make or break" the underlying core space, including the following elements.

OPEN/ PUBLIC SPACES

Open space and public space when defined by the surrounding settings creates a sense of place in a neighborhood. The open space provides a break in the architectural setting and an opportunity for the community to gather. The property to be redeveloped is challenged with massing at the street-level and a lack of open space. Developing some open/public space as part of the Bolin Creek trailway will provide connectivity to other areas in the neighborhood and beyond.

SUSTAINABILITY/ LEED

Developing LEED and sustainable projects is a core component of the Belmont Sayre venture – we look at this not as a cost factor but rather as an essential element at the heart of our commitment to building a great community in Chapel Hill. We will continue a commitment to LEED ND and Gold standard for individual buildings, and coordinate all activities with Town of Chapel Hill to meet or exceed your sustainability guidelines.

PHASING

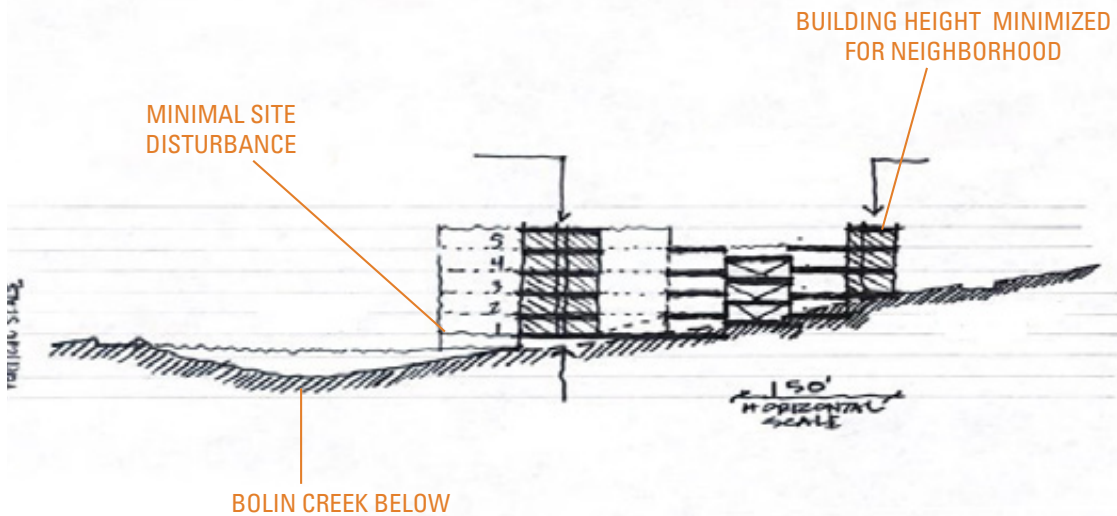
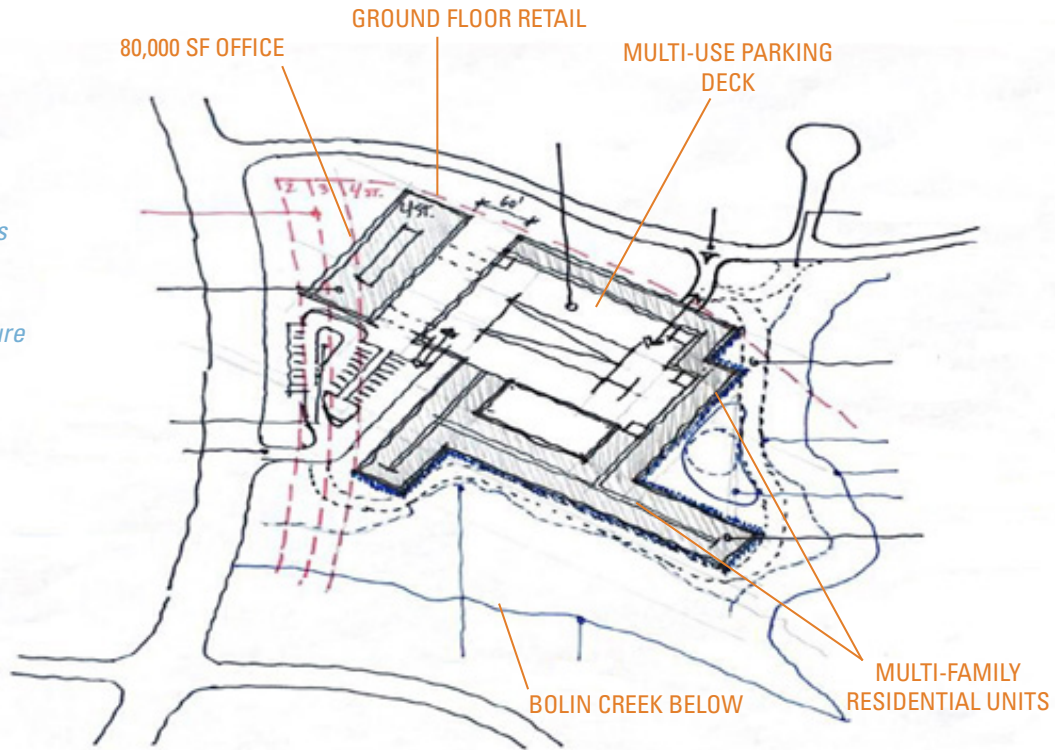
We believe the entire property could and should be developed as one continuous phase. Due to the size, nature and extent of the various environmental, development and financial challenges, coordination of these activities over a number of months or years will most likely result in several continuous phases of development, possibly leap-frogged by other opportunities. It is important to demonstrate with certainty that the site will be developed and deliver an important message to the marketplace that has many options - that the 828 Martin Luther King Boulevard site and mitigation of the environmental conditions are imminent. There is no stronger indication to the marketplace than a vibrant mixture of uses functioning on a 24/7 basis.

Once the site is "capital ready" it will be a matter of the momentum of the leading projects lease-up and commitments and completion of any necessary infrastructure that will dictate the pace of redevelopment. Those signals to the market indicate that the transformation will occur and the property will attract the users we believe are ideally suited for the site.

Concept Design

At Little, our focus on mixed-use destinations looks to create that sense of place, which requires not only attention to the proposed experience, but the context within which this site exists. Careful attention is paid to understanding the value of this beautiful setting, where access to Bohlin Creek is an amazing feature. Collaborating with a team well experienced in brownfield remediation, our team sought to maximize the site's potential with minimal disturbance, offering options for office, apartment and retail mixes that optimized the value to the owner and the town.

*Mixture of Uses
Ample Parking
Access to Nature*



*Building Height Sensitive to Context • Maximum Density with Comfortable Scale
Minimal Excavation/Site Disturbance • Creek Below*

2.

Team Qualifications & Experience





Firm Summaries

BELMONT SAYRE

Belmont Sayre, LLC specializes in the development of mixed-use investments in downtowns and urban neighborhoods and is a leader in the adaptive reuse of historic, environmentally-challenged buildings.

We not only see infinite possibilities in urban neighborhoods, but we also strive to become the catalyst for further change. Whether creating exciting retail venues, restoring celebrated historic buildings or leading sustainable developments, we always focus on our ultimate vision - creating a place that will impact many people's lives, a place that will attract people, a place that people feel good about, a place that people will want to visit, a place where people will want to live.

APTUS MANAGEMENT

Aptus is a registered engineering firm that provides professional consulting and comprehensive engineering services associated with brownfields redevelopment and disposition of environmentally impaired assets. The firm is the environmental professional of record for over a dozen brownfields property Environmental Management Plans, including the EMP for

Raleigh Union Station focused on management of Coal Combustion Products (CCP) and other environmental impacts at the site.

Over the past 11 years, Aptus has managed brownfields redevelopment projects in the Triangle and elsewhere in North Carolina, which have resulted in over \$2 billion of community investment. Notable Aptus projects include Raleigh Union Station, Raleigh CAM, RUS Bus, the restoration of the Flynt Fabrics Mill in Hillsborough in Orangs County, Passage Home's community redevelopment site in low-income southeast Raleigh, and a number of other sustainable mixed-use developments in greater Wilmington, Charlotte, Durham and Raleigh.

LEGACY REAL PROPERTY GROUP

Legacy Real Property Group, LLC is a real estate development firm located in the Southern Part of Heaven, Chapel Hill, North Carolina. Legacy RPG has a broad range of experience in horizontal land development, new vertical development (multi-family, office, mixed use, retail) and the redevelopment of existing assets. Legacy RPG pursues development projects that meet their criteria for performance, sustainability and quality. In addition to real estate development projects, Legacy RPG also pursues investment opportunities for its Principals and core business partners. Legacy RPG provides

various management services for projects and existing income producing property on behalf of its Principals and core business partners. The Team at Legacy RPG strives daily to provide high quality management of its ongoing projects and current asset responsibilities. The Team focuses on our core mission and vision and looks to improve what we do every day.

NEMA MANAGEMENT

NEMA Management is committed to adding value to each and every project. With a deep and integrated understanding of what drives projects, NEMA offers design and construction guidance and leadership for a wide range of large, complex projects. We bring an experienced team who will quickly identify the critical issues and lead the project team down a carefully planned path. Our team's attention to detail and expertise will ensure your project is thoughtfully planned, intelligently designed, and properly executed.

NEMA provides planning, design, construction, and development related advisory services as a valued extension of your organization. We manage and oversee the team as it produces its collective deliverables, keeping clients informed and engaged throughout the process. NEMA Management provides the extra leverage to ensure projects are designed efficiently, fit the budget, stay on schedule and perform as needed.

GEL ENGINEERING

Since 1981, The GEL Group, Inc. (GEL) has conducted thousands of environmental assessments and redevelopment projects across the Carolinas. With over 300 employees, GEL is one of only a few firms that provide environmental consulting, remediation design, civil engineering, surveying, geophysics, and laboratory analysis all under one firm.

Our Brownfield projects have ranged from small single parcels, to one of the largest privately financed Brownfield projects in

the country, to managing EPA Brownfield Assessment Grants. In addition, GEL staff have organized and moderated North Carolina's Brownfields redevelopment forum and served on North Carolina's Brownfield Study Commission.

GEL has conducted investigations at sites with complex contaminant distributions including coal combustion residuals (CCR). Our designers and inspectors have extensive experience identifying, sampling, and managing CCR materials.

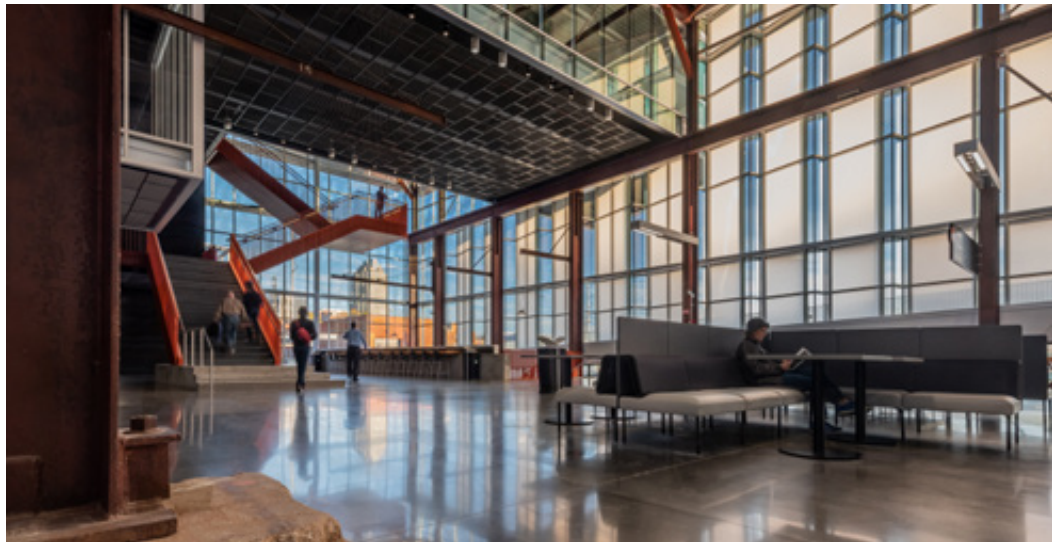
McADAMS

Founded in 1979, McAdams is a full-service civil engineering, land planning, landscape architecture and geomatics firm headquartered in Durham, North Carolina with offices in Raleigh and Charlotte, North Carolina and Dallas-Fort Worth, Texas. McAdams has built its reputation throughout the industry over 41 years by delivering unmatched expertise and unwavering commitment to clients in a variety of markets including municipal, education, healthcare and energy, as well as commercial and residential development.

The firm is comprised of over 280 professionals including over 100 professional engineers and engineering designers, 17 registered landscape architects, four certified planners, 14 professional land surveyors, 10 LEED certified professionals, three certified floodplain managers, one certified floodplain surveyor, two certified professional wetlands scientists and one certified professional in erosion and sediment control.

LITTLE

With over 385 professionals in five locations across the country, Little delivers results beyond architecture by combining great design that is responsive to the client, successful in expectation, responsible in design and beautiful within our environment. Our comprehensive offering includes architecture, engineering, interior architecture, land development



services, workplace strategies and space management, graphic design, building technology applications, computer animation and internet application solutions.

At Little, we approach every client, every site and every occupant as unique, and strive to solve problems with great design, as both a trusted financial partner and steward for the environment and its community. We incorporate an intense visioning session with each client, and when appropriate engage all aspects of the local community for maximum acceptance alongside the goals of client objectives. Our work with all counties in the Triangle speaks to that, as do our relationships with the stakeholders. We strive for measurable outcomes, invigorate your people, expand sales, create efficiencies, minimize energy usage, magnify visibility, reduce costs, and enhance profitability—just to name a few.

We deliver results you wouldn't expect from an architectural firm.

CLANCY & THEYS

Clancy & Theys Construction Company is one of the largest vertical builders owned and headquartered in North Carolina. Originally founded in Raleigh in 1949, by brothers-in-law E.I. Clancy and Johnny Theys, the company has become one of the largest privately-owned

entities in the state and one of the largest Contractors in the Southeast and the nation according to Engineering News Record (37th, 168th respectively). Mr. Clancy's sons have run the company since 1986. Tim is president and Tick is executive vice president. Clancy & Theys has 5 offices in the southeast region of the US. The company's headquarters is in downtown Raleigh, North Carolina and we have additional locations in Wilmington and Charlotte, North Carolina; Newport News, Virginia; and Orlando, Florida.

The company's work in the past three decades has been primarily focused on projects involving team approaches to design and construction, including Team-Build, Design/Build and Construction Manager at-Risk. Much of this is work on municipal and state led construction projects. As a result, our project team is well-versed in public CM at-Risk procedures, and the requirements to maintain a safe, efficient construction site.



KENNETH M. REITER
PRESIDENT

BELMONT SAYRE

Kenneth M. Reiter brings almost 20 years of experience in real estate development and finance, fiscal and economic analysis, and planning and public-private partnerships from Chicago and Southeast Michigan to North Carolina. Kenneth has worked in both the public and private sector focusing in the redevelopment of urban neighborhoods. Kenneth has earned a Masters of Urban Planning from the University of Michigan, as well as graduating with honors from Northern Illinois University earning a Bachelor of Science degree in Accountancy. He earned his Certified Public Accountant certificate in Illinois and worked in the Chicago office of Deloitte & Touche in their finance, insurance and real estate practice. Ken has served on both the Executive Committee and Board of

Directors for Downtown Durham Inc.. He currently sits on the Board of Directors for the Contemporary Art Foundation and is on the Executive Committee and is Treasurer of the Community Home Trust in Orange County, NC.



JOHN GALLAGHER
PRESIDENT & FOUNDER

APTUS MANAGEMENT

John has a unique 30-year career focused primarily on brownfields site redevelopment, and real estate and environmental management services, including project financing, remediation, specialty insurance, risk/liability management and sustainability program development. He is a leading, nationally recognized expert in all aspects of in-fill redevelopment and brownfields site reclamation.

Earlier in his career, John served in the U.S. EPA Superfund program, as a consulting engineer and with Eastman Kodak Company.

John has led brownfields redevelopment of numerous high-profile sites, including as an investor and in a principal capacity, and in partnership with private developers and public sector and municipal clients.



MARK MOSHIER
PRINCIPAL

LEGACY REAL PROPERTY GROUP

As a founding partner at Legacy Real Property Group, Mark is responsible for the day to day operations of the company. This includes Legacy's pursuit and execution of new Development and Investment projects as well as their daily Asset and Property Management responsibilities. Surrounded by a highly capable team in the Legacy home office, Mark is able to follow his roots in design and construction by getting intimately involved in almost all of Legacy's projects. Mark acts as Project Manager and/or Owner's Rep on many of Legacy's projects.

SELECT PROJECT EXPERIENCE:

- Maynard Station, Cary, NC
- ACHC Headquarters, Cary, NC
- Weldon Downs Community, Durham, NC
- Wilshire I&II, Chapel Hill, NC
- Shelton Station Phase 1 & 2, Carrboro, NC



DREW LANGSAM
LEED AP
PRINCIPAL & SENIOR PROJECT MANAGER

NEMA MANAGEMENT

Drew focuses primarily on a disciplined and collaborative approach to construction management. Drew uses his past hands on general contracting experience to problem solve and his attention to detail ensure all issues are appropriately addressed and that projects are managed effectively and efficiently. During his career, Drew has worked on projects totaling over \$2 Billion worth of construction volume ranging in size from 1,000sf to 2,000,000sf. He has held a wide variety of roles and executed varying project types from senior living life plan communities, healthcare facilities, data centers, corporate office, higher education, K-12, to multi-family including affordable housing, as well as recreation centers and sporting facilities.

SELECT PROJECT EXPERIENCE:

- Bullhouse Apartments , Durham, Liberty Warehouse Mixed Use Apartments , Durham, NC
- Sancar Turkish Community and Cultural Center , Chapel Hill, NC
- Village Plaza Mixed Use Apartments, Chapel Hill, NC
- NC East 54, Building 5000 Multifamily, Chapel Hill, NC
- The Graduate Multifamily, Chapel Hill, NC
- Murray Hill Townhomes , Chapel Hill, NC
- Liberty Warehouse Mixed Use Apartments, Durham, NC
- NC Ovation at Weston, Cary, NC
- Rigsbee Apartments, Durham, NC



BILL DERKS
PE
CIVIL ENGINEERING

MCADAMS

As a vice president of McAdams' Raleigh-Durham Land Development department, Bill provides expertise in civil site design while managing projects, budgets and staff. Bill has worked on numerous large profile projects throughout North Carolina. His experience in design is an asset to his clients in the management of their projects. Bill implements a driven approach to managing client accounts to ensure the completion of projects in a timely and cost-effective manner. Bill has 30 years of experience and has been with McAdams since 1996.

SELECT PROJECT EXPERIENCE:

- Fire Station at East 54, Chapel Hill, NC
- Cary Transit Operations + Maintenance Facility, Cary, NC
- Meadowmont, Chapel Hill, NC
- East 54, Chapel Hill, NC
- Carraway Village ,Chapel Hill, NC
- Park at Chapel Hill , Chapel Hill, NC
- Chapel Hill Country Club Expansion, Chapel Hill, NC
- Murray Hill at Meadowmont, Chapel Hill, NC
- Obey Creek, Chapel Hill, NC



MARCUS ACHESON
AIA
PROJECT PRINCIPAL

LITTLE

Marcus leads the Workplace Office Studio for Little and is experienced in organizing and leading large, multi-disciplinary teams of complex projects. He has considerable experience developing projects for corporate, research, and academic clients. His architectural vision stems from his artistic background which translates into unique buildings appropriate for their function and context.

SELECT PROJECT EXPERIENCE:

- Smoky Hollow Office Building, Raleigh, NC **Brownfield Site*
- Churchill Office Building, Tri Properties, Durham, NC
- Durham City Center, Durham, NC
- Greensboro News & Record, Greensboro, NC
- SECU, The Parkline, Chapel Hill, NC
- Wakemed Medical Office Building, Raleigh, NC



MICHAEL COATES
AIA, NCARB
PARTNER / DESIGN PRINCIPAL

LITTLE

Michael has more than 27 years of architectural design experience with projects ranging from office to educational to corporate headquarters. He has extensive experience in master planning, project visioning, and creating and developing comprehensive design solutions. Michael directs and supports a team approach to problem solving and inventing new ideas. He sets the bar high at Little for design excellence and the ability to inspire others to find optimal solutions.

SELECT PROJECT EXPERIENCE:

- Smoky Hollow Office Building, Raleigh, NC *Brownfield Site
- Fairwinds Credit Union Headquarters, Orlando, FL
- Stanhope Student Apartments, Raleigh, NC *Brownfield Site
- Campbell University School of Nursing and DPT, Buies Creek NC
- AdventHealth West Headquarters, Roseville, CA
- Churchill Office Building, Tri Properties, Durham, NC
- Durham City Center, Durham, NC
- Greensboro News & Record, Greensboro, NC



JOHN ANDRAS
VICE PRESIDENT, PRE CONSTRUCTION

CLANCY & THEYS

John Andras has been the leader of Clancy & Theys' estimating department for over twenty four years. The majority of Clancy & Theys' construction projects require intensive preconstruction efforts for projects utilizing a team approach to design and construction. John provides invaluable construction expertise which furnish cost saving ideas and constructability reviews as early as the conceptual stage of the project.

SELECT PROJECT EXPERIENCE:

- Smoky Hollow Development, Raleigh, NC * Brownfield Site
- Raleigh Union Station, Raleigh, NC * Brownfield Site
- The Dillon Apartments, Raleigh NC * Brownfield Site
- Stanhope Student Apartments, Raleigh, NC, * Brownfield Site
- Seaboard Station, Raleigh, NC *Brownfield Site

3.

Relevant Project Experience

OUR SUBMISSION AND CHAPEL HILL'S PRIORITIES & SCORING

1. Brownfield Redevelopment Experience

Collectively, our team has unprecedented brownfields redevelopment experience with projects in the Triangle, elsewhere in North Carolina and throughout the United States. This has resulted in over \$4 billion of community investment and development. Team members have served in all aspects of brownfields redevelopment as the development lead, environmental assessment and remediation manager, site/civil designer, architect, and construction contractor on many of the area's most important brownfields community redevelopment projects. In North Carolina, these include those highlighted in our submittal: Raleigh Union Station, Raleigh CAM, Spencer's Mill, Transfer Co., Stanhope and the other Raleigh and Durham mixed-use projects.

Our experience extends outside of North Carolina and includes notable projects in South Carolina and elsewhere in the southeast, and in the mid-Atlantic states, New England, Texas, Colorado and the west coast. Among other projects, our team members led redevelopment of the Macalloy Superfund site that is now home to a successful commercial/light industrial center and intermodal port facility. The cleanup, decommissioning and redevelopment of the former steel alloy plant won national recognition as the 1000th federal NPL site to be addressed in the 25-year history of the EPA's Superfund Program -- it is widely considered to be a model for successful brownfield restoration.

2. Brownfield Redevelopment Experience in North Carolina

While our team has completed a number of brownfields redevelopments outside of North Carolina, our entire team is locally based and brings in-depth, first-hand brownfields redevelopment experience in North Carolina. As outlined above, the depth of our team's North Carolina experience is unprecedented. Together we have worked on approaching 50 brownfields redevelopment sites in the state, including the specific highlighted projects provided here. And in addition to those individual projects, we have led or made significant contributions to a host of other sustainable community development efforts at brownfields sites in the greater Triangle, Wilmington, Charlotte, Durham, and the Triad. Finally, our team works closely with DEQ's Brownfields Program on policy matters and we have been frequent contributors to the program's success.

Our team members have been the environmental professional of record for over a dozen brownfields property DEQ Environmental Management Plans and served as the contractor implementing those plans, including the EMP for Raleigh Union Station focused on

management of Coal Combustion Products (CCP) and other environmental impacts.

3. Public / Private Partnerships

Our team is a strong advocate for a public-private partnership (PPP) for the redevelopment of the property, particularly if it is repurposed to be home to a municipal services complex, either as a sole use or along with other private uses.

Our team has extensive experience with public/private partnerships including our work for Raleigh CAM, with City of Raleigh and NC State as project participants, Raleigh Union Station and RUS Bus, partnerships with GoTriangle, Raleigh and NCDOT, and our work with Chapel Hill. For public/private partnerships, our team has also been involved in the sale of brownfields sites from municipalities to development entities pursuant to NC General Statute 160A for community development. This includes the Grey Mills and Spencer's Mills sites, the Chapel Hill Fire Station, and the Transfer Co. and the Raleigh Residence Inn, two Raleigh-owned properties conveyed for development.

4. Experience in Construction of Government/Quasi-Government Facilities

As outlined above, our work has included development and construction of government facilities, including in Chapel Hill and throughout the state. Clancy & Theys, our construction management partner, built Raleigh Union Station and a host of other notable government and public facilities, including, among others, the Onslow County Court House and Human Services facility, Raleigh's central communications center, the Jacksonville Center for Public Safety, and the Chatham County Justice Center. Similarly, other team members – Little, Belmont Sayre, NEMA and Aptus – have all been involved in construction of government facilities, often in urban settings and at brownfields sites. Little is a leading designer of government facilities for universities and municipalities – among their projects are the Wake Forest Town Hall, Holly Springs Library and a host of others.

5. Experience with Developments in Opportunity Zones

Our team is participating in a number of projects located in Opportunity Zones, including most recently in Raleigh, Durham and elsewhere in North Carolina. As project plans are prepared, we will fully consider Opportunity Zone financing and economic development incentives.

In 2018 the Town of Chapel Hill, Office of Economic Development, applied for the area in and around the property (census tract 37135011400) to be approved as a NC-designated Opportunity Zone.

It was approved and is the sole Opportunity Zone in greater Chapel Hill. Opportunity Zones are focused on economic development and are an incentive for long-term investments in under-served, low-income urban and rural communities. The census tracts for this redevelopment area is the only one in greater Chapel Hill recommended by Governor Cooper to the US Treasury to be designated as priority for reinvestment and community and economic development as Opportunity Zones pursuant to the federal Tax Cuts and Jobs Act of 2017.

6. Community Redevelopment Projects in General

All of our brownfields projects and the large number of conventional real estate developments our team has supported have significant community redevelopment components. We have been involved in transformative community redevelopment efforts in Durham's Innovation District, the Historic Depot District in Raleigh (home to Raleigh Union Station, RUS Bus, Raleigh CAM, and the Dillon mixed use development), the Piedmont Triad Research Park.

As mentioned above, our recent collective work has resulted in over \$4 billion of community investment and development

7. Community Meetings and Neighborhood Involvement

Virtually all of our projects involve community outreach, meetings and neighborhood involvement. Because the Belmont Sayre team develops and invest in distressed communities and environmentally-challenged sites we are prepared and welcome the interaction and engagement of the community and stakeholders. It has been our experience that while the process of engagement can be time-consuming and sometimes frustrating and confusing for all participants because of the complexity of these types of develops, it has been our experience on all our projects that the product is superior.

Specifically, as part of the Brownfields redevelopment process, there is particular attention to community engagement and we pride ourselves on meaningful community engagement. Further, we routinely conduct outreach, manage public notice and comment components for our NC brownfields projects.

At Belmont Sayre, we welcome the opportunity to partner with civic leaders, major institutions, and philanthropic partners, and the community and we enter each project with a spirit of collaboration to create healthy and successful communities.

In addition, we strive to maintain a dedication to authenticity and a commitment to our financial partners. We consider real estate development from a human perspective but recognize the financial realities of each investment.



As you'll see below, the Belmont Sayre team has experience in all project types relevant to this project. In addition, the following pages will highlight projects that show expertise specific to your project.

Project	Lead	Scoring Criteria							
		Brownfield	Brownfield in NC	Public-Private Partnership	Construction of Govt/Quais-Govt Facility	Development in OZ	Other Investment Credits	Community Development Projects	Community Meetings & Neighborhood Involvement
CAM Raleigh Raleigh, NC	Belmont, Aptus	X	X	X	X		HTC, NMTC	X	X
Union Station Mt. Airy, NC	Aptus, Clancy	X	X	X	X			X	X
Transfer Co Food Hall Raleigh, NC	Aptus	X	X	X	X			X	X
Smoky Hollow Raleigh, NC	Aptus, Little, Clancy	X	X					X	X
Stanhope Raleigh, NC	Aptus, Little, Clancy	X	X	X	X			X	X
Fire Station at East 54 Chapel Hill, NC	NEMA, McAdams	X	X	X	X			X	X
Roxboro at Venable Center Durham, NC	NEMA, McAams, Clancy	X	X			X		X	X
Bullhouse Apartments Durham, NC	NEMA, McAams,	X	X			X		X	X
Shelton Station Carrboro, NC	Belmont Aptus Legacy			X	X			X	X
Grey Mill Hendersonville, NC	Belmont Aptus GEL	X	X	DA			HTC	X	X
Spencer's Mill Mt. Airy	Belmont Aptus GEL	X	X	DA			HTC	X	X

DA - Development agreement with local and state agencies
 HTC - Other investment tax credits, Historic tax credits
 NMTC - Other investment tax credits, New Markets tax credits



CAM RALEIGH

Raleigh, NC

TEAM MEMBERS WHO WORKED ON THIS PROJECT:

Belmont Sayre

PROJECT HIGHLIGHTS:

- Brownfield Site
- Public/Private Partnership

Belmont Sayre led the financing for the redevelopment of a historic warehouse building in Raleigh's Depot District for a sponsorship group consisting of the City of Raleigh, NC State University's College of Design and the non-profit Contemporary Art Foundation. Our development team and financial partners secured over a \$3.5 million subsidy for the project -- representing over 50% of the cost -- through a combination of North Carolina Mill Rehabilitation, federal historic and New Markets tax credits. We also managed a complicated brownfields agreement and helped direct the site design, construction and redevelopment program for CAM's new permanent home, which opened in April 2011.



RALEIGH UNION STATION

Raleigh, NC

TEAM MEMBERS WHO WORKED ON THIS PROJECT:

Aptus Management
Clancy & Theys

PROJECT HIGHLIGHTS:

- Brownfield Site
- Seeking LEED Certification

Clancy & Theys and Aptus Management were key team members in redevelopment of the new Raleigh Union Station, a multi-modal transportation hub in Downtown Raleigh that adaptively reuses the industrial Viaduct Building and improves rail infrastructure and regional connectivity. It is centrally located in downtown Raleigh's historic Warehouse District, the project is a partnership between the City of Raleigh and the NC Department of Transportation and has catalyzed over \$700 million in transit-oriented residential and commercial development in the surrounding area. The station is served by high speed rail service with expansion planned in the coming years. It also serves as a gathering place with office and retail space, a soaring atrium

preserving industrial elements and a public plaza.

Clancy & Theys provided a CM at-risk for Raleigh Union Station. Conversion of an existing mid-century industrial building into a state-of-the-art urban transportation center housing intercity passenger rail facilities, commercial lease space, significant interior and exterior civic spaces and major public infrastructure improvements. Aptus Management headed the environmental programs, including the remediation of impacted fill, debris and Coal Combustion Products (CCPs), and the Brownfields Agreement process for the train station's reuse.





THE TRANSFER CO FOOD HALL

Raleigh, NC

TEAM MEMBERS WHO WORKED ON THIS PROJECT:

Aptus Management

PROJECT HIGHLIGHTS:

- Brownfield Site
- Public/Private Partnership

Aptus Management led the Brownfields Agreement process for the Transfer Co. redevelopment in downtown Raleigh. The historic site was home to Stone's Warehouse, a city-owned property that was repurposed in a public/private partnership in an effort to build economic capacity for the residents and minority business enterprises of the surrounding neighborhood. The publicly-owned property was home to an intercity bus maintenance garage, Raleigh Rescue Mission facility and healthcare clinic. It was conveyed for redevelopment in compliance with NC General Statute 160A-457. Today, Transfer Co is a space for local food producers, vendors, restaurateurs, their guests, and the local community. Transfer Co.'s mission is to be the gathering place where different communities can connect through food.



SMOKY HOLLOW DEVELOPMENT

Raleigh, NC

TEAM MEMBERS WHO WORKED ON THIS PROJECT:

Aptus Management
Clancy & Theys
Little

PROJECT HIGHLIGHTS:

- Brownfield Site
- Mixed-Use
- Concrete Podium

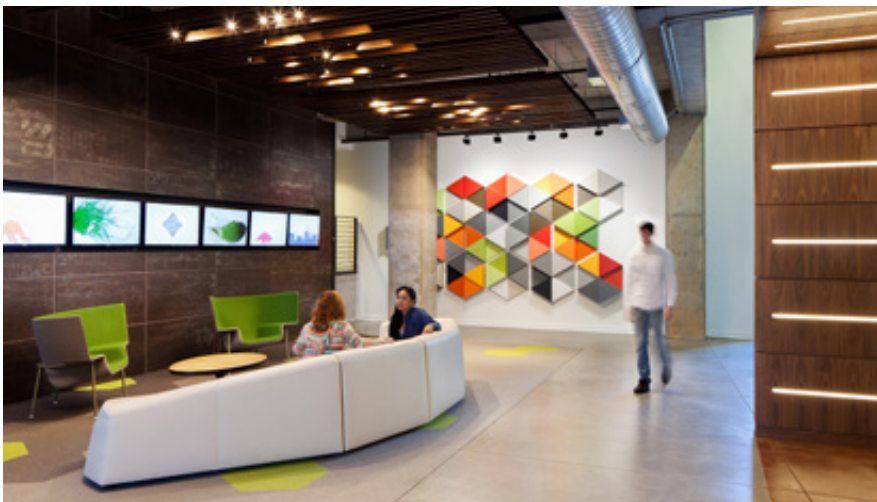
Located in the old Smoky Hollow neighborhood in downtown Raleigh, this development is an 11-story, urban, mixed-use project anchored by a 67,700 sq ft Publix grocery store.

The Line Downtown Raleigh Apartments is part of the Smoky Hollow Phase 2 development. It is the second phase in a large urban mixed-use development in Downtown Raleigh. Phase 1 is the Peace Development highlighted on the previous page. There will be a 305,327 SF residential apartment complex with 31,000 SF of retail space on the ground level. The apartments will be 5 stories of wood construction over a concrete podium.

Smoky Hollow phase 2 also includes a new 9-story, 250,000 SF office building with over 10,000 SF of retail space on the ground level and a 250,000 SF, 10-story parking garage.

The office and residential building will form a courtyard with inviting hardscapes and art. The project is located between the new Peace development and The West apartment building on West Street.





STANHOPE STUDENT APARTMENTS

Raleigh, NC

TEAM MEMBERS WHO WORKED ON THIS PROJECT:

Aptus Management
 Little
 Clancy & Theys

PROJECT HIGHLIGHTS:

- Brownfield Site
- Public/Private Partnership
- Mixed-Use

Developed on a brownfield site, phase II of this student housing project at North Carolina State University includes 300 fully furnished residential apartment units with 822 beds totaling 430,000 sq ft. The project includes commercial retail space totaling 25,000 sq ft and a 725-space pre-cast parking deck. Construction types include type IA under podium, IIB parking deck, type IIIA slab-on-grade, type VA above podium.

This project had a strict schedule in order to accommodate student move-in dates in early August 2015. Late was not an option. The early finish for the project allowed the leasing office to offer and take advantage of early student move-in opportunities.



FIRE STATION AT EAST 54

Chapel Hill, NC

TEAM MEMBERS WHO WORKED ON THIS PROJECT:

McAdams

PROJECT HIGHLIGHTS:

- Mixed-Use Development
- Redevelopment of Fire Station

McAdams was called up to assist in preparation and processing of a Development Agreement Permit and Final Plans for the redevelopment of the Hamilton Road Fire Station property in Chapel Hill, North Carolina.

We provided civil engineering, planning, stormwater and surveying services for the 50,000-square foot office building, a two-level parking structure and a new Town of Chapel Hill Fire Station. This project was strategically located along the future Durham-Orange Light Rail Transit line and the NC-54 growth corridor of Chapel Hill. The Station at East 54 is a redevelopment to replace a functionally obsolete fire station and expand the dynamic mixed-use East 54 development.

BULLHOUSE APARTMENTS

Durham, NC

TEAM MEMBERS WHO WORKED ON THIS PROJECT:

NEMA Management
McAdams

PROJECT HIGHLIGHTS:

- Brownfield Site
- Opportunity Zone

NEMA Management was selected by Woodfield Partners to assist in the entitlement and construction management of first phase of the Gateway Center mixed use project located on the old Hendrick Chevrolet property situated between downtown Durham, the Durham Freeway and the very successful American Tobacco / Durham Bulls development. The first phase includes 305 luxury apartments, extensive amenities and structured parking deck. Site required environmental clean up through

the NC DENR Brownfields program and is situated on a proposed light rail transit stop. NEMA is providing permit expediting, value analysis and construction management services.

Services Provided:

- Geotechnical Studies
- Utility Coordination
- Establish GMP
- Budget Control
- Value Analysis
- Construction Management
- Quality Assurance



ROXBORO AT VENABLE CENTER

Durham, NC

TEAM MEMBERS WHO WORKED ON THIS PROJECT:

NEMA Management
Clancy & Theys
McAdams

PROJECT HIGHLIGHTS:

- Brownfield Site
- Mixed-Use
- Opportunity Zone

NEMA Management provides development oversight for lead equity partner in the development of Roxboro at Venable Center. The building will be home to 202,000 square feet of Class A office and retail space and 200 luxury apartments. Our team monitors and coordinates the efforts of a joint venture between two development teams. The project included significant unsuitable soils/rock, environmental remediation through brownfield agreement, working with Durham to relocate infrastructure including waterlines, traffic signals, street lights and constructing a new

urban road through the campus. We coordinated relocation of Duke Energy powerlines into underground ductbank and provided stormwater mitigation through underground detention system.

Services Provided:

- Equity Oversight
- Joint Venture Coordination
- Utility Coordination
- Establish GMP
- Construction Management
- Construction
- Schedule Monitoring
- Quality Assurance
- Civil Engineering



SHELTON STATION

Carrboro, NC

TEAM MEMBERS WHO WORKED ON THIS PROJECT:

Belmont Sayre
Legacy
Aptus Management

PROJECT HIGHLIGHTS:

- Mixed-Use
- Public Private Partnership
- Community Development
- Community Engagement



The Shelton Station development is a 22,716 SF commercial retail and office space development. It also includes 94 residential units, comprised of 20% affordable housing. It is a four story, stick-built project on a podium parking deck with underground stormwater. It was designed to LEED design standards.

GREY HOSIERY MILL

Hendersonville, NC

TEAM MEMBERS WHO WORKED ON THIS PROJECT:

Belmont Sayre
Aptus Management
Legacy

PROJECT HIGHLIGHTS:

- Brownfield Site
- PPP Development
- Community Dev & Engagement
- Affordable Housing

Belmont Sayre as owner and developer, and Aptus and GEL were key members of the historic rehabilitation and redevelopment of Grey Hosiery Mill in Hendersonville, NC. into 35 market-rate multi-family apartments. The project is Brownfield site and was developed in coordination of Development Agreement with City of Hendersonville and NC Department of Commerce. The total project cost was approx. \$7 million and was completed in 2020 and is 100%

leased in less than 6 months. 20% of the units are affordable to 80% of the area media income for not less than 10 years.

Confidentiality, the Grey Hosiery Mill was awarded the Best Adaptive Reuse for 2020 by NC Department of Commerce Main Street Program. A formal announcement will be made in March 2021.



SPENCER'S MILL

Mt. Airy, NC

TEAM MEMBERS WHO WORKED ON THIS PROJECT:

Belmont Sayre
Aptus Management
GEL Engineering

PROJECT HIGHLIGHTS:

- Brownfield
- PPP Development
- Community Dev & Engagement

Belmont Sayre as owner and developer, and Aptus and GEL were key members of the historic rehabilitation and redevelopment of Spencer's Mill in Mt. Airy, NC into 65 market rate multi-family apartments. The project is Brownfield site and was developed in coordination of Development Agreement with City of Mt. Airy, Department of Commerce and Golden Belt Foundation. The total

project cost was approx. \$12 million and was completed in 2020 and is 100% leased in less than 6 months.

4.

Additional Requirements & Financial Capability

LICENSING AND REGISTRATIONS

Belmont Sayre and each of the other project team members have the requisite professional licensing and accreditations to conduct work in North Carolina, including for professional services, such as engineering, design and architecture. In addition, Clancy & Theys holds a full, unlimited general contracting for eventual development and construction of the property. In addition, all companies on our team are registered NC businesses with the NC Secretary of State and have standing to conduct business in the State.

CONFLICTS

Our team has no known potential conflicts of interest, independence issues, or biases associated with executing the Brownfields Site Development scope of work.

INSURANCE

Our development team members maintain common and customary insurance for worker's compensation, general liability, auto, professional liability and other specialty coverages, including for environmental services. For the project, we can also extend insurance coverage, with suitable limits, to the Town of Chapel Hill as an additional insured.

HOLD HARMLESS

Belmont Sayre agrees to indemnify and hold harmless the Town of Chapel Hill in accordance with commercially reasonable efforts from all loss, liability, claims or expense (including reasonable attorneys' fees) arising from bodily injury, including death or property damage to any person or persons proximately caused in whole or in part by the negligence or willful misconduct of the Contractor except to the extent same are caused by the negligence or misconduct of the Town.

CONTRACT PERIOD

Belmont Sayre acknowledges that the contract resulting from this response shall be effective for the fiscal year of 2021-2022.

FINANCIAL CAPABILITY

In the past decade alone, the principal development firms behind Belmont Sayre and its partners and affiliates have lined up debt, equity and tax credit financing for over \$500 million in completed real estate developments and projects under development or construction.

As is further evidenced, both BluePrint Local Investments, an Opportunity Zone fund investment entity, in Washington DC and SharpVue Capital, LLC, real estate fund that specializes in the investment in environmentally challenged sites, in Raleigh, NC have expressed interest in the 828 Martin Luther King Boulevard site and have invested with Belmont Sayre and Opportunity Zone projects. Belmont Sayre is confident that we will be able to clearly demonstrate to the satisfaction of the Town of Chapel Hill, that, prior to the execution of any binding agreements, we will be able to secure the necessary financing - equity and debt - to support the underwriting requirements of the project during the development period.

THANK
YOU.

