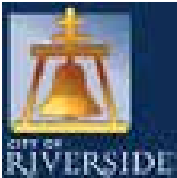


REQUEST FOR PROPOSALS

# THE EASTSIDE GATEWAY PROJECT

Riverside, CA  
October 27, 2017



# THE EASTSIDE GATEWAY PROJECT



Unsolicited Bid on the 2731-2871 University Avenue development opportunity  
to the City of Riverside Community & Economic Development Department

Contact: Filiberto Gonzalez  
Vice President, Development & Strategic Initiatives  
Grapevine Development  
15301 Ventura Boulevard, Bldg. B, Suite 490  
Sherman Oaks, CA 91403  
Telephone: 818-963-0801  
Email: [fli@grapevinedevelopment.com](mailto:fli@grapevinedevelopment.com)

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# 1. **UNSOLICITED LETTER OF INTEREST**





October 27, 2017

The Honorable John A. Russo  
City Manager  
Riverside City Hall  
3900 Main Street  
Riverside, CA 92522

**RE: Unsolicited Letter of Interest on 2731-2871 University Avenue**

Dear Mr. Russo,

After performing due diligence for the last two months, which included several in-person and telephone discussions with personnel from the **Riverside Community & Economic Development Department**, as well as numerous discussions with **Riverside City Councilmember Andy Melendrez**, Grapevine Development, a California limited liability company based in Sherman Oaks, California, and its affiliated companies, is pleased to submit the enclosed unsolicited bid on 2731-2871 University Avenue for the development of a mixed-use real estate project.

Grapevine Development is proposing to build on the success of the *Riverside Renaissance Project* by developing the City of Riverside-owned 1.95-acre real estate property into a showcase real estate project that includes the following features: 18,500SF of floor space custom designed for a small-scale grocery retailer on the ground floor with pedestrian-friendly frontage along University Avenue; a total of 78 affordable housing units (3 bedroom, 2 bedroom, and 1 bedroom/studios) with a gross floor area of 84,240SF; a total of 265 parking spaces for retail and residential with extensive landscaping that is designed to muffle sound and screen from view of adjacent neighbors (see **2. Concept Drawings** for complete details); and, a bold urban design that builds on Riverside's rich architectural heritage and integrates seamlessly with the City's historic character.

Currently, we have prepared a 3-year development schedule (see **3. Timeline** for complete details). Grapevine Development is also proposing a fair market value purchase price of **\$1,489,752**, with development costs totaling **\$51,890,551** (see **4. Pro Forma** for complete details).

Thank you in advance for your consideration. We look forward to working with the City of Riverside in the months and years to come. Feel free to contact me anytime at [james@grapevinedevelopment.com](mailto:james@grapevinedevelopment.com) or (818) 389-1562.

Sincerely,

James E. Acevedo  
Founder, Managing Partner & CEO

---

15301 Ventura Blvd., Bldg. B, Suite 490 – Sherman Oaks, CA 91403  
Office: 818-285-8137 – Web: [www.grapevinedevelopment.com](http://www.grapevinedevelopment.com)



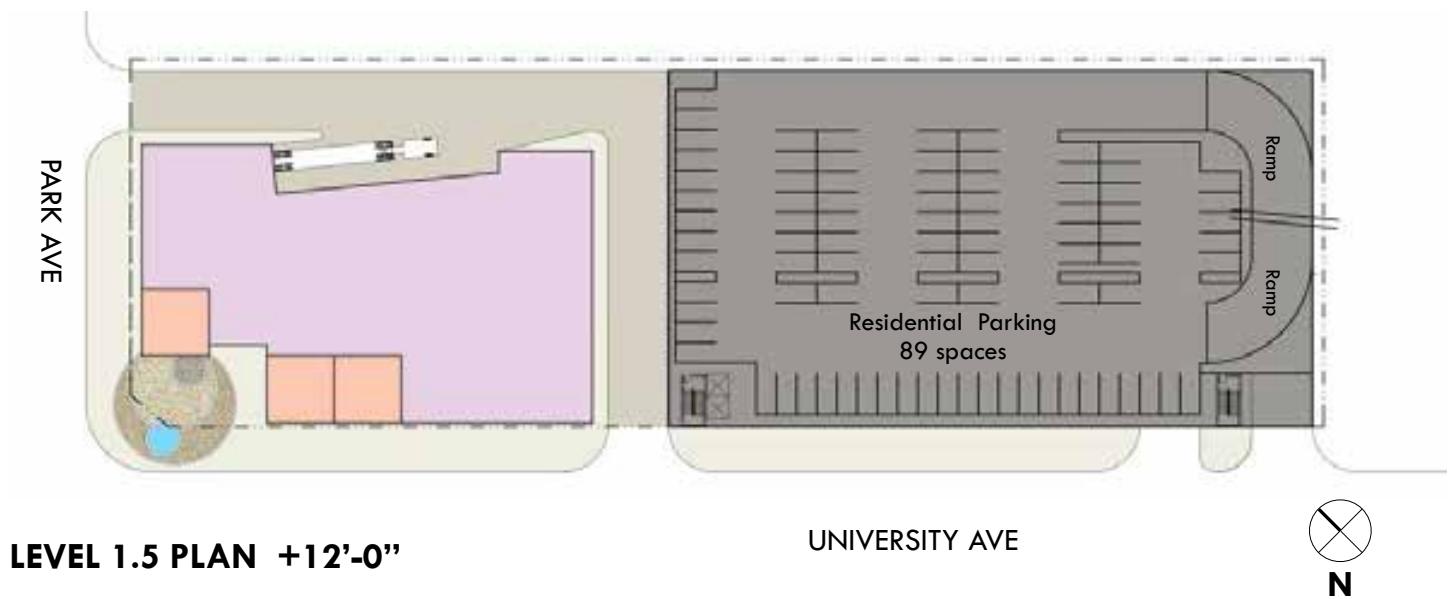
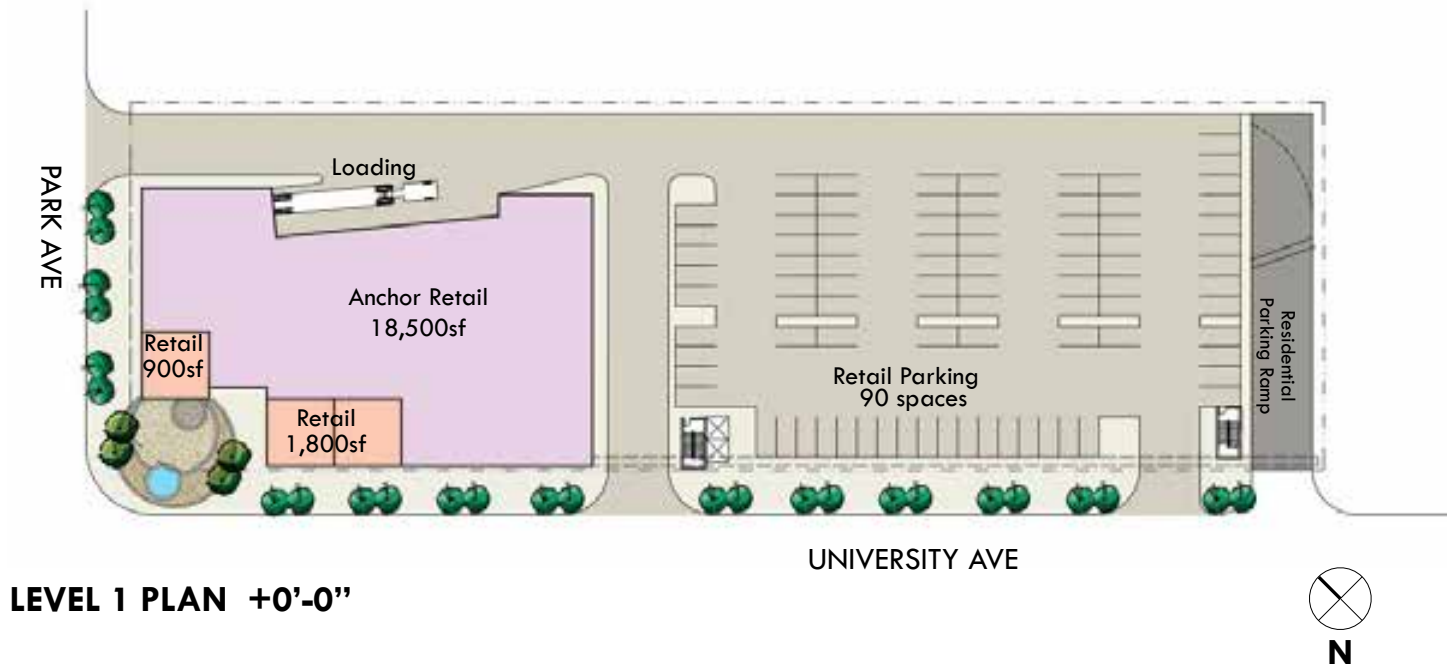


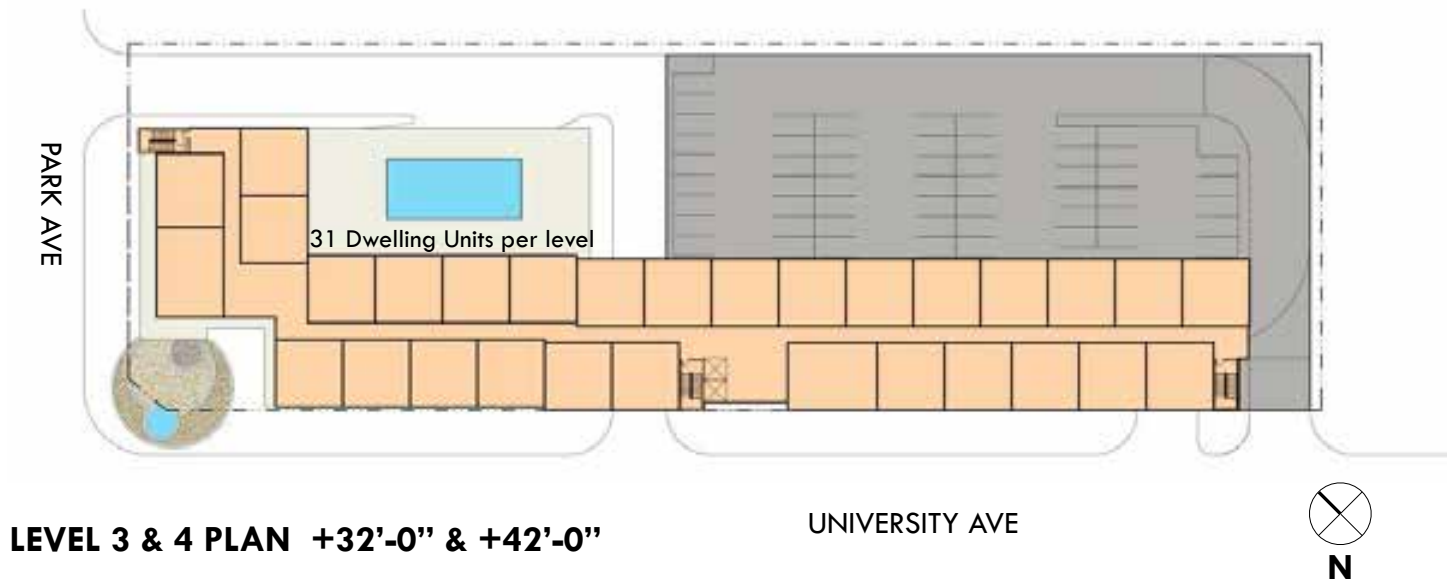
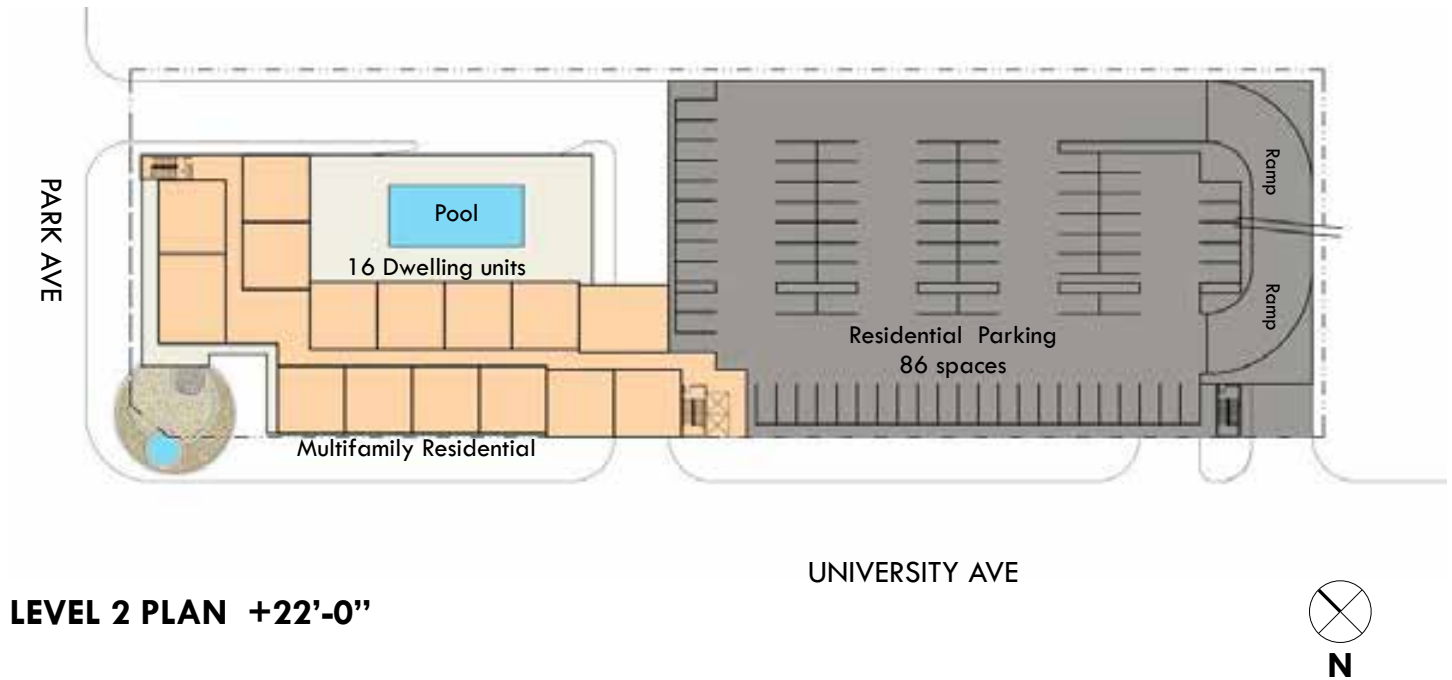
## 2. CONCEPT DRAWINGS

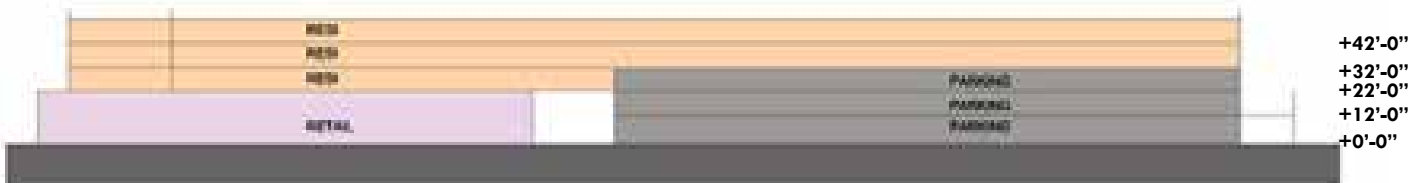


SITE PLAN









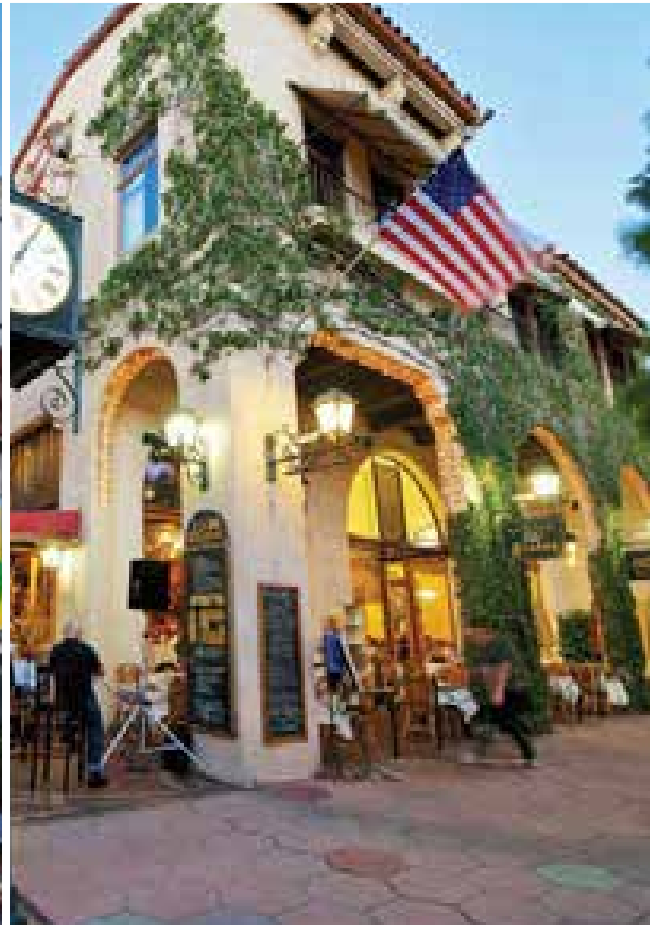
## SECTION

### PROGRAM

L01	RETAIL PARKING	21,200 SF 90 SPACES
L01.5	PARKING	89 SPACES
L02	RESIDENTIAL PARKING	16 UNITS 86 SPACES
L03	RESIDENTIAL	31 UNITS
L04	RESIDENTIAL	31 UNITS
<b>TOTALS</b>	<b>RETAIL</b>	<b>21,200 SF</b>
	<b>RESIDENTIAL</b>	<b>84,240 SF (78 UNITS)</b>
	<b>PARKING RETAIL</b>	<b>90 SPACES</b>
	<b>PARKING RESIDENTIAL</b>	<b>175 SPACES</b>
	<b>TOTAL</b>	<b>265 SPACES</b>



## CONCEPT DRAWINGS



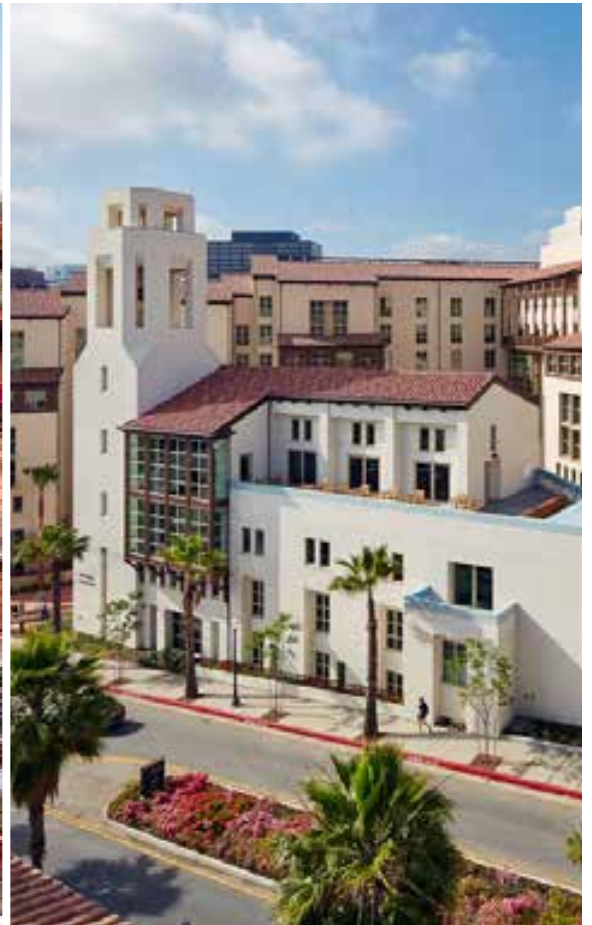
## CONCEPT IMAGES



CONCEPT IMAGES



## CONCEPT DRAWINGS



## CONCEPT IMAGES





CONCEPT IMAGES





















# 3. TIMELINE / DEVELOPMENT SCHEDULE

## University & Park Ave - Riverside, CA

### PROJECT DEVELOPMENT SCHEDULE - GROUND BREAKING MI

PROPOSED TIMELINE - as of 10-26-17

Nov 2017 - Jan '18

Jan - Jan 2019

**Unsolicited Submittal / Selection -  
Nov 2017** (Commence ENA Negotiations -  
assumes 90 days)



**Design Review & Entitlement  
Approvals** (assume up to 12 mo.s)\*‡



**A&E Construction Drawings -**  
(6 months for 1st plan check submittal)

**Lot Line Link** - (60 - 90 days, can run  
concurrent to construction drawings)

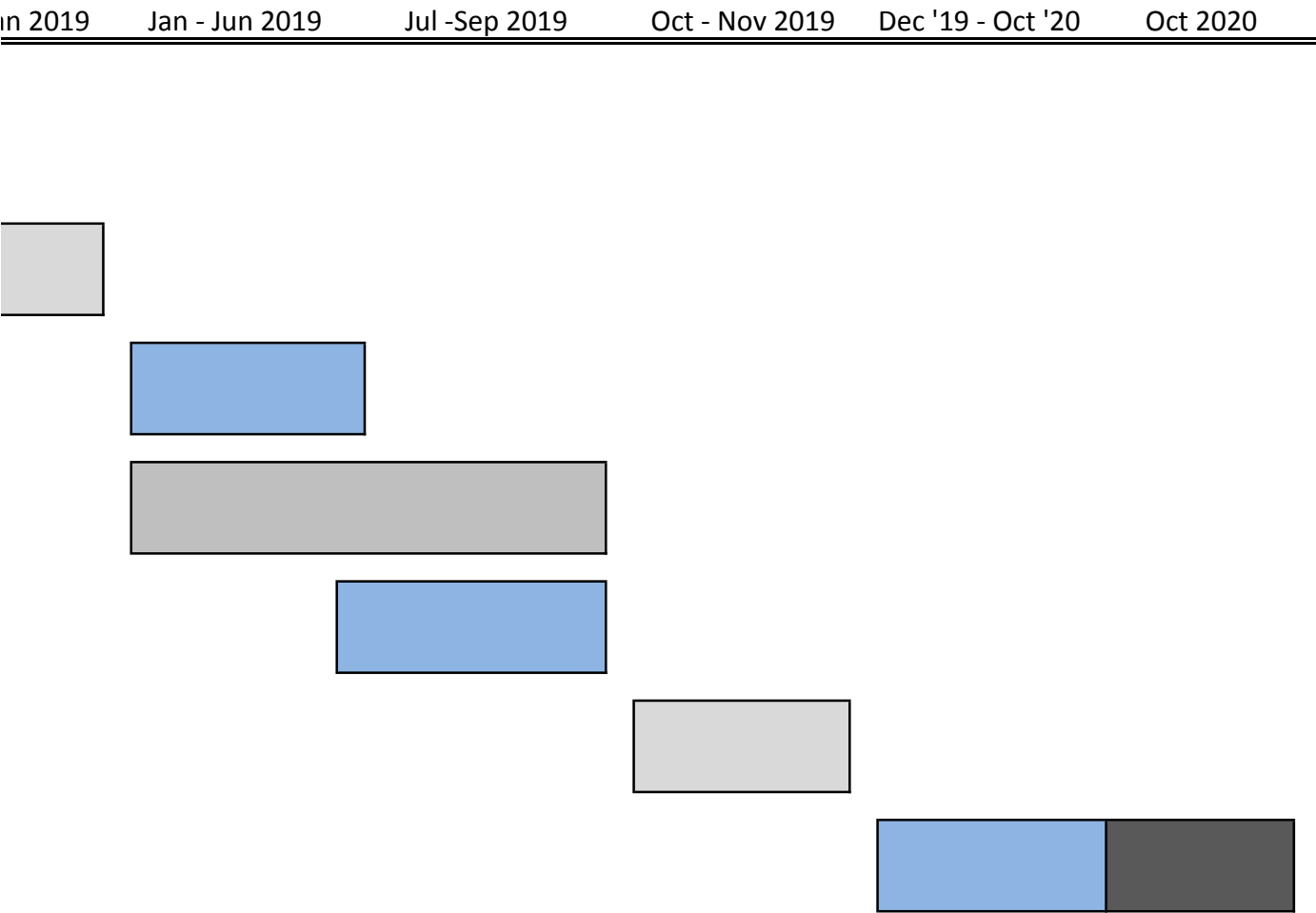
**City Plan Check, 2nd Resubmittal,  
and Bldg Permit Issuance** - (3 months)

**Mobilize, Pull Permits, and  
Commence Construcion (60 days)**

**Construction Duration** - 22 months  
for C of O

*\*Schedule assumes the site is clear from any environmental concerns. If entitlement  
‡Grapevine would welcome an accelerated approval schedule and would commit  
Schedule may be adjusted if the parties elect to pursue public grant financing or ot*

G MILESTONE



...ilements are required beyond site plan review, then adjustments to the schedule may be necessary.  
...mmit to a more aggressive schedule if the City concurs.  
...g or other sources.



# 4. PRO FORMA

**DEVELOPMENT COSTS PROJECTED AS OF 10/15/17**Project Name: *Eastside Gateway Mixed Use Development on University, Riverside, CA*

10/27/2017

Project Financing Proposed: 9% LIHTC Family

Developer: *Grapevine Development*

County: Riverside

Number of Dwelling Units: 78

Gross Building Area: 84,240 SF Residential

Gross Building Area: 21,200 SF Retail

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Sum Gross Building Area: 105,440 SF

Land Area: 1.9 Acres 82,764 SF

CAP RATE Assumption: 6.5%

	Assumptions		TOTAL COSTS	\$ PER UNIT
<b>ACQUISITION COSTS</b>				
Land Purchase Price <i>[Market Subject to Appraisal Process]</i>	\$ 18.00	\$	1,489,752	19,099
Closing Costs			69,000	885
Property Taxes			NA	-
Other - Non Refundable Deposit			10,000	128
<b>TOTAL ACQUISITION COSTS</b>		<b>\$</b>	<b>1,568,752</b>	<b>\$ 20,112</b>
<b>INDIRECT SOFT COSTS</b>				
Due Diligence Studies & Technical Reports	ALLOW		233,000	2,987
Surveys	ALLOW		55,000	705
Environmental [Assumption: None]	ALLOW		8,000	103
Entitlement Costs	ALLOW		350,000	4,487
A & E Fees + Reimbursables	ALLOW		1,250,000	16,026
Accounting & Construction Admin	ALLOW		224,000	2,872
Legal Fees	ALLOW		175,000	2,244
Developer Fees - Residential	Per TCAC		2,000,000	25,641
Developer Fees - Retail	3.5%	19,350,781	677,277	8,683
Contingency	5%	4,972,277	248,614	3,187
<b>TOTAL INDIRECT SOFT COSTS</b>		<b>\$</b>	<b>5,220,891</b>	<b>\$ 66,935</b>
<b>DIRECT CONSTRUCTION COSTS</b>				
Off Site	ALLOW		1,000,000	12,821
On Site	ALLOW		1,000,000	12,821
Inspections	ALLOW		350,000	4,487
Residential Construction (Union/Prevailing)	\$ 275,800	\$ 255.37	21,512,400	275,800
Commercial Retail (Union/Prevailing)	\$ 175.00		3,710,000	47,564
Hardscape & Landscape	ALLOW		1,200,000	15,385
Common Area FFE	ALLOW		400,000	5,128
Construction Contingency	6.0%	29,172,400	1,750,344	22,440
GC General Conditions	8.0%	30,922,744	2,473,820	31,716
GC Fees	4.0%	33,396,564	1,335,863	17,126
GC Insurance	1.0%	34,732,426	347,324	4,453
Buildings Risk/OCIP	1.3%	34,732,426	434,155	5,566
Performance Bonds	1.2%	34,732,426	416,789	5,343
Govt Permits & Fees Estimates	3%	30,922,744	927,682	11,893
Public Art Fee	1%	30,922,744	309,227	3,964
<b>TOTAL DIRECT CONSTRUCTION COSTS</b>	<b>\$ 352.50</b>	<b>\$</b>	<b>37,167,605</b>	<b>\$ 476,508</b>

**RENT-UP COSTS**

Marketing/Advertising Expense			150,000	1,923
Lease-Up Reserve			1,240,069	15,898
Operating Reserve			458,650	5,880
Retail Commissions	6.0%	432,480	399,212	5,118
<b>TOTAL RENT-UP COSTS</b>			<b>\$ 2,247,932</b>	<b>\$ 28,820</b>

**FINANCING COSTS**

Construction Loan Interest	8.0%	\$ 44,636,427	3,570,914	45,781
Construction Loan Fees (Origination)	2.0%	\$ 44,636,427	892,729	11,445
Construction Loan Due Diligence	ALLOW		65,000	833
Permanent Loan Fees (Origination)	2.0%		892,729	11,445
Perm Lender Legal	ALLOW		65,000	833
Tax Credit Allocation Fees	ALLOW		130,000	1,667
Bridge Loan Costs	TBD			-
Bond Issuance Costs				-
Title and Recording (Constr/Perm)	ALLOW		69,000	885
<b>TOTAL FINANCING COSTS</b>		<b>\$ 50,321,799</b>	<b>\$ 5,685,371</b>	<b>\$ 72,889</b>

**SUBTOTAL DEVELOPMENT COSTS**

**\$ 50,321,799 \$ 5,685,371 \$ 645,151**

**TOTAL LAND COSTS**

**\$ 1,568,752 \$ 20,112**

**TOTAL**

**\$ 51,890,551 \$ 665,263**

CASH FLOW ANALYSIS - CTCAC MIXED INCOME + RETAIL + SOURCES & USES

Project Name: Eastside Gateway Mixed Use Development on University, Riverside, CA

10/27/2017

Project Financing Proposed: 9% LIHTC Family

Developer: Grapevine Development

Number of Dwelling Units:	78	LAND AREA	1.9 Acres
Gross Building Area:	84,240 SF Residential	80%	82,764 SF
Gross Building Area:	21,200 SF Retail	20%	

Total Sum Gross Building Area 105,440 SF

Assumptions					SOURCES & USES PROPOSED			
Residential Income Infl. Rate:	2.50%	Laundry Inc/Month/Unit:	10	Loan Rate:	6.00%	TOTALS	Adj/ per Residential Unit Only	Percent
Laundry & Misc. Infl. Factor:	2.50%	Laundry, Misc. Inc/Year: unit	9,600	Loan Term:	35	TOTAL COSTS	\$ 531,504	100%
Operating Expense Infl. Factor:	3.50%	Unit Operating Expense:	5,011			Permanent Loan -	123,718	18.60%
Real Estate Infl. Factor:	2.00%	Unit Property Taxes:	64			Land Cost	20,112	3.02%
Vacancy Rate:	5.00%	Unit Social Services:	280			AHP	10,128	1.52%
Number of Units:	78	Unit Replacement Reserve:	300			Tax Credit Equity + Other Subsidies	511,305	76.86%
						Total Dev Costs:	51,890,551	100.00%

Revenue		Year 1	Year 2	Year 3	Year 4	Year 5	Year 6	Year 7	Year 8	Year 9	Year 10
Gross Rental Income Multifamily		863,256	884,837	906,958	929,632	952,873	976,695	1,001,112	1,026,140	1,051,794	1,078,088
Net Retail Income NNN	21,200	432,480	432,480	432,480	432,480	432,480	454,104	454,104	454,104	454,104	454,104
Laundry & Miscellaneous		9,600	9,840	10,086	10,338	10,597	10,862	11,133	11,411	11,697	11,989
Gross Income		1,305,336	1,327,157	1,349,524	1,372,450	1,395,950	1,441,660	1,466,349	1,491,655	1,517,594	1,544,182
LESS Vacancy	5.00%	65,267	66,358	67,476	68,623	69,797	72,083	73,317	74,583	75,880	77,209
FIIEH Operating Reserve TRD											
Effective Gross Income		1,240,069	1,260,800	1,282,048	1,303,828	1,326,152	1,369,577	1,393,032	1,417,073	1,441,715	1,466,972
<b>Expense</b>											
Operating Expense		390,858	404,538	418,697	433,351	448,519	464,217	480,464	497,281	514,685	532,699
Property Taxes		4,992	5,100	5,202	5,306	5,412	5,520	5,631	5,743	5,858	5,975
Social Services		21,840	21,840	21,840	21,840	21,840	21,840	21,840	21,840	21,840	21,840
Replacement Reserve		23,400	23,400	23,400	23,400	23,400	23,400	23,400	23,400	23,400	23,400
Expense Total		441,090	454,878	469,139	483,897	499,171	514,977	531,335	548,264	565,783	583,914
Servicing Fee [TBD]	0.00%	0	0	0	0	0	0	0	0	0	0
NOI Before Debt Service		798,979	805,922	812,909	819,931	826,982	854,601	861,697	868,809	875,931	883,058
DEBT SERVICE	9,650,000										
1st Mortgage Debt Service	6.00%	(665,598)	(665,598)	(665,598)	(665,598)	(665,598)	(665,598)	(665,598)	(665,598)	(665,598)	(665,598)
Debt Service Coverage		1.20	1.21	1.22	1.23	1.24	1.28	1.29	1.31	1.32	1.33
CASH AVAILABLE AFTER DEBT SERVICE - Available Cash Flow		133,381	140,324	147,312	154,333	161,384	189,003	196,099	203,211	210,333	217,460



## RENT SCHEDULE - CTCAC MIXED INCOME RESIDENTIAL ONLY

Project Name: Eastside Gateway Mixed Use Development on University, Riverside, CA

10/27/2017

Project Financing Proposed: 9% LIHTC Family

County: Riverside

Developer: Grapevine Development

# of Dwelling Units: 78

Gross Building Area: 84,240 SF Residential

Gross Building Area: 21,200 SF Retail

Gross Sum Building Area 105,440 SF

Unit Type	AMI	Number of Units	Square Footage Estimate	CTCAC 2017 Restricted		Monthly Utility Allow	Monthly Net Rent	Total Annual CTCAC Rents	Total # of Bedrooms
1BR	30%	2	642	\$ 507	\$ 12,168	\$ 43	\$ 464	\$ 11,136	2
1BR	45%	4	642	\$ 760	\$ 36,480	\$ 43	\$ 717	\$ 34,416	4
1BR	50%	5	642	\$ 845	\$ 50,700	\$ 43	\$ 802	\$ 48,120	5
1BR	60%	5	642	\$ 1,014	\$ 60,840	\$ 43	\$ 971	\$ 58,260	5
<b>Subtotal:</b>		<b>16</b>			<b>\$ 160,188</b>	<b>\$ 172</b>		<b>\$ 151,932</b>	<b>16</b>
2BR	30%	5	882	\$ 608	\$ 36,480	\$ 56	\$ 552	\$ 33,120	10
2BR	45%	10	882	\$ 912	\$ 109,440	\$ 56	\$ 856	\$ 102,720	20
2BR	50%	10	882	\$ 1,013	\$ 121,560	\$ 56	\$ 957	\$ 114,840	20
2BR	60%	10	882	\$ 1,216	\$ 145,920	\$ 56	\$ 1,160	\$ 139,200	20
<b>Subtotal:</b>		<b>35</b>			<b>\$ 413,400</b>	<b>\$ 168</b>		<b>\$ 389,880</b>	<b>70</b>
3BR	30%	6	1,172	\$ 703	\$ 50,616	\$ 69	\$ 634	\$ 45,648	18
3BR	45%	6	1,172	\$ 1,054	\$ 75,888	\$ 69	\$ 985	\$ 70,920	18
3BR	50%	7	1,172	\$ 1,171	\$ 98,364	\$ 69	\$ 1,102	\$ 92,568	21
3BR	60%	7	1,172	\$ 1,406	\$ 118,104	\$ 69	\$ 1,337	\$ 112,308	21
<b>Subtotal:</b>		<b>26</b>			<b>\$ 342,972</b>	<b>\$ 276</b>		<b>\$ 321,444</b>	<b>78</b>
<b>Subtotal:</b>		<b>77</b>			<b>\$ 916,560</b>	<b>\$ 616</b>		<b>\$ 863,256</b>	<b>164</b>
3BR	Exempt-Mgr	1	1,172	\$ -		\$		\$ -	1
<b>Subtotal:</b>		<b>1</b>						<b>\$ -</b>	<b>1</b>
<b>CTCAC RENT</b>	<b>Total:</b>	<b>78</b>	<b>84,240 SF</b>					<b>\$ 863,256</b>	<b>165</b>

## OPERATING EXPENSES PROJECTED

Project Name: Eastside Gateway Mixed Use Development on University, Riverside, CA

10/27/2017

Project Financing Proposed: 9% LIHTC Family

County: Riverside

Developer: Grapevine Development

# of Dwelling Units: 78

Gross Building Area: 84,240 SF Residential

Gross Building Area: 21,200 SF Retail

Gross Sum	105,440 SF
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Description	Annual	Monthly	Per Unit	Unit/Month
<b>1.Management</b>				
Management Fee	\$ 57,600	\$ 4,800.00	\$ 720.00	\$ 60.00
<b>Management Total:</b>	<b>\$ 57,600</b>	<b>\$ 4,800.00</b>	<b>\$ 720.00</b>	<b>\$ 60.00</b>
<b>2.Administration</b>				
Marketing/Credit Checks	\$ 2,500	\$ 208.33	\$ 31.25	\$ 2.60
Audit / File Mgmt (Compliance)	\$ 15,000	\$ 1,250.00	\$ 187.50	\$ 15.63
Legal	\$ 2,500	\$ 208.33	\$ 31.25	\$ 2.60
Office Expenses/ MISC	\$ 20,000	\$ 1,666.67	\$ 250.00	\$ 20.83
Other	\$ 15,000	\$ 1,250.00	\$ 187.50	\$ 15.63
<b>Administration Total:</b>	<b>\$ 55,000.00</b>	<b>\$ 4,583.33</b>	<b>\$ 687.50</b>	<b>\$ 57.29</b>
<b>3.Salaries and Benefits</b>				
Manager/Asst. Manager	\$ 45,000	\$ 3,750.00	\$ 562.50	\$ 46.88
Main Personnel	\$ 40,000	\$ 3,333.33	\$ 500.00	\$ 41.67
Leasing Commissions	\$ -	\$ -	\$ -	\$ -
Case Manager	\$ -	\$ -	\$ -	\$ -
Housekeepers	\$ -	\$ -	\$ -	\$ -
Payroll Txns, Ins & Wkr. Comp.	\$ 29,750	\$ 2,479.17	\$ 371.88	\$ 30.99
<b>Salaries and Benefits Total:</b>	<b>\$ 114,750</b>	<b>\$ 9,562.50</b>	<b>\$ 1,434.38</b>	<b>\$ 119.53</b>
<b>4.Maintenance</b>				
General Maintenance/ Janitorial	\$ 7,600	\$ 633.33	\$ 95.00	\$ 7.92
Repairs Contract	\$ 15,000	\$ 1,250.00	\$ 187.50	\$ 15.63
Exterminating	\$ 4,500	\$ 375.00	\$ 56.25	\$ 4.69
Fire Protection/ Security	\$ 7,600	\$ 633.33	\$ 95.00	\$ 7.92
Elevator	\$ 10,000	\$ 833.33	\$ 125.00	\$ 10.42
Grounds Contract	\$ 10,000	\$ 833.33	\$ 125.00	\$ 10.42
Decorating/ Equipment Maintenance	\$ -	\$ -	\$ -	\$ -
<b>Maintenance Total:</b>	<b>\$ 54,700</b>	<b>\$ 4,558.33</b>	<b>\$ 683.75</b>	<b>\$ 56.98</b>

**5. Utilities Not Paid by Tenants**

Electricity and Gas	\$ 30,000	\$ 2,500.00	\$ 375.00	\$ 31.25
Water/Sewer	\$ 46,000	\$ 3,833.33	\$ 575.00	\$ 47.92
Trash Removal	\$ 14,000	\$ 1,166.67	\$ 175.00	\$ 14.58
<b>Utilities Total:</b>	<b>\$ 90,000</b>	<b>\$ 7,500.00</b>	<b>\$ 1,125.00</b>	<b>\$93.75</b>

**6. Insurance**

Property & Liability Insurance	\$ 28,000	\$ 2,333.33	\$ 350.00	\$ 29.17
<b>Insurance Total:</b>	<b>\$ 28,000</b>	<b>\$ 2,333.33</b>	<b>\$ 350.00</b>	<b>\$ 29.17</b>

**7. Tax and Reserves**

Real Estate Taxes	\$ 5,000	\$ 416.67	\$ 62.50	\$ 5.21
Replacement Reserves	\$ 24,000	\$ 2,000.00	\$ 300.00	\$ 25.00
<b>Tax and Reserves Total:</b>	<b>\$ 29,000</b>	<b>\$ 2,416.67</b>	<b>\$ 362.50</b>	<b>\$30.21</b>

**8. Other**

Licenses/ Permits	\$ 800	\$ 66.67	\$ 10.00	\$ 0.83
Social Services	\$ 28,800	\$ 2,400.00	\$ 360.00	\$ 30.00
<b>Other Total:</b>	<b>\$ 29,600</b>	<b>\$ 2,466.67</b>	<b>\$ 370.00</b>	<b>\$ 30.83</b>

<b>Operating Expenses Total:</b>	<b>\$458,650.00</b>	<b>\$38,220.83</b>	<b>\$5,733.13</b>	<b>\$477.76</b>
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# 5. PROJECT NARRATIVE

**Grapevine Development**, a California limited liability company, and its affiliated companies, are proposing to develop the 2731-2871 University Avenue property into a showcase mixed-use project, which will consist of 21,200SF of ground floor retail, 78 affordable housing units, and a total of 265 parking spaces.

### ***About Grapevine Development***

The Grapevine companies, founded by James Acevedo in 1996, have a longstanding and successful track record in completing master planned development projects that enrich communities long overdue for revitalization. Very often, Grapevine Development fills voids that were overlooked in underserved communities for decades. In fact, Grapevine Development is often the first – if not, the only – real estate development firm willing to invest in community revitalization projects that all other developers have bypassed. In taking these extraordinary measures, Grapevine Development is fulfilling its founding mission: Develop catalytic infill projects that result in healthier and sustainable communities.

Headquartered in Sherman Oaks, California, Grapevine Development fulfills its mission through the development of mixed-use master planned communities that include retail, dining, lifestyle entertainment, residential, commercial, and hospitality components across the western United States. These high-quality and complex real estate developments are delivered to market thanks to our niche and expertise in forming *public-private partnerships* (P<sup>3</sup>s) that maximize the “double bottom line.”



As a matter of course, Grapevine Development emphasizes a team approach that always includes our city partners and community stakeholders. We attribute our effectiveness at cultivating such relationships to the fact that most of our team members have served almost half of their careers in the public sector. As a result, we understand both sides of the equation, giving us the distinct ability to bridge the gap between private-sector and public-sector needs.

Grapevine Development bases its success on understanding *and* appreciating the culturally diverse communities that we live and work with throughout California and Arizona. This important distinction makes us uniquely qualified to address the concerns of all members of the communities we serve. We strive to understand specific location characteristics and constraints in order to define, pursue, and execute solutions that maximize the desired outcome. In sum, we actively look to enhance communities and enrich lives by delivering high-value projects that will rival any development. (Please see **Statement of Qualifications** for Grapevine Development team member biographies and a sample of past and current projects.

### ***About the Proposed Development***

After extensive research and input from City of Riverside partners and community stakeholders, Grapevine Development is seeking to build on the City's \$1.3 billion commitment to public works improvements through the ***Riverside Renaissance Project***, as well as the more than dozen projects under construction or in development in downtown and surrounding neighborhoods, with a showcase mixed-use development that is at once innovative and creative in its design as it is meaningful in its application.

Indeed, the proposed **Eastside Gateway Project** will contribute to the ongoing beautification of the Eastside Neighborhood with a bold urban design that builds on Riverside's rich architectural heritage and integrates seamlessly with the City's historic character. The proposed development is a showcase mixed-use development that is innovative and creative. With an 18,500sf retail space designed for a small-scale grocery store as its anchor, the project design includes pedestrian-friendly frontage along University Avenue on the ground floor along with 900sf and 1,800sf retail spaces near the intersection of University and Park avenues. In addition, the ground floor design includes the required number of retail parking spaces, 90.

### *Healthy and Active Living*

The proposed development will help address the dearth of fresh and healthful whole food options in the Eastside and neighboring communities. The small-scale grocery store (18,500sf of floor space) as retail anchor will serve the development's residents, longtime community members from the Eastside Neighborhood, as well as the burgeoning downtown residential population, which is projected to total 12,200 by 2022<sup>1</sup>. In the two additional ground floor retail spaces (2,700sf of floor space), Grapevine Development will seek retailers that will facilitate an active street life and encourage pedestrian activity. As such, the proposed development will feature a custom-made 7ft-tall water fountain on the corner of University and Park avenues, which potentially will serve as the neighborhood's signature landmark where residents, shoppers, and neighbors can gather and socialize; the design will include ample curb space near the water fountain for patio tables and colorful umbrellas (please see **Concept Drawings**).

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<sup>1</sup> Source: ESRI, 2017

### *Addressing the Affordable Housing Crisis*

After performing an in-depth market analysis on student housing, affordable housing, and market rate in the Greater Riverside area, it was determined that the proposed project's success would be largely predicated on the buy-in by and accessibility to longtime Eastside Neighborhood residents and their families. Indeed, the proposed project would have to be integrated into the existing community fabric in order for it to be both socially and economically viable. Subsequently, Grapevine Development determined that it would commit the housing units at the mixed-use development exclusively to affordable housing.

In the proposed development, the 78 total housing units are distributed in the order necessary to satisfy the City ordinance for 1.1 parking spaces per bedroom unit: 35% are 3 bedrooms (27 units), 35% are 2 bedrooms (27 units), and 30% are 1 bedroom/studios (24 units). The proposed development includes 175 residential parking spaces (one more than required). These much-needed affordable housing units will contribute to the new state requirement to create 4,767 affordable housing opportunities within the City of Riverside<sup>2</sup>.

Grapevine Development will work closely with **Ward 2 Councilmember Andrew Melendrez** to conduct outreach to Eastside Neighborhood residents who may qualify for this housing opportunity. Grapevine Development will provide preferences to housing applicants who will defer a parking space in favor of using nearby Riverside Transit Agency bus stops or the Downtown Riverside Metrolink Station (located .50 miles away) for local transit.

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<sup>2</sup> Hagen, R. (2017, October 11). *Riverside Takes State-required Step to Allow More Affordable Housing*. Retrieved from: <http://www.pe.com/2017/10/11/riverside-takes-state-required-step-to-allow-more-affordable-housing/>

*Proposed Development Design*

Grapevine Development will propose a General Plan Amendment on the seven-separate parcels known as 2731-2871 University Avenue from Mixed-Use Neighborhood (MU-N) to Mixed-Use Urban (MU-U) to complete the proposed development, as designed.

As oppose to developing stand-alone, separate projects on the seven individual parcels that constitute the 1.95-acre property, the proposed development provides a unique, one-of-a-kind opportunity for developing the entire site as one master planned project, which is consistent with the mixed-use goals of the University Avenue Specific Plan.





**6.**

# **STATEMENT OF QUALIFICATIONS**







## LETTER OF INTRODUCTION

Grapevine Development, a California limited liability company, and its affiliated companies, is pleased to present its Statement of Qualifications. Our niche and expertise is to structure transactions by forming mutually rewarding public-private partnerships for catalytic urban infill and rural development that maximizes the “double bottom line”.

Headquartered in Sherman Oaks, California, Grapevine’s mission is to enrich communities overlooked and overdue for revitalization which includes signature mixed use retail and dining, office and housing, open space, green buildings, educational facilities and performing arts. Our team brings a broad spectrum of professional expertise which includes real estate development in Arizona and in California that started as early as 1983 to the present. Our master land use planning expertise coupled with our award-winning design partners renders our team unmatched to deliver best practices in designing high quality projects which include green initiatives from open space to mixed-use transit communities.

Focused on economic development, Grapevine seeks to fill basic voids in either urban infill sites or rural areas. Promoting opportunities for strong economic growth through job creation and job retention, education, housing, net new tax revenues or to cleaning up brownfield sites, Grapevine is ready to roll up its sleeves.

Grapevine emphasizes a team approach which always includes our city partner and community stakeholders. We are skilled at leading multi-disciplined high-performance teams providing creative solutions for public-private structures. We are especially effective because several members of our team have served almost half of their careers in the public sector. As a result, we understand both sides of the equation giving us the distinct ability to bridge the gap between private sector and public-sector needs and rendering us extraordinary stewards.

As a family owned business, looking to build a legacy project, we are committed to providing the resources and talent needed to meet the community vision from beginning to end of the proposed project development. By breathing new life into a community, we found a sense of place fosters a sense of pride. The Grapevine companies, founded by James & Leticia Acevedo, have a successful track record in filling the void that is often overlooked in communities of need. With a talented team, skilled in a variety of project types; coupled with the financial capacity, Grapevine has successfully found innovative ways to structure real estate developments that are aligned with community goals.

Another reason for our success is that our team represents the culturally diverse communities that we live and work in, making us uniquely qualified to genuinely respond to stakeholder expectations. We strive to understand a community’s unique traits to best define, pursue and execute preferred solutions that maximize favorable social, cultural and economic impacts on the community. The Grapevine team is driven by its passion ... developing catalytic projects.

We look forward to working with you.

Warmest regards,

*James E. Acevedo*

Managing Partner & CEO



## James Acevedo

PRINCIPAL | CEO

Mr. James Acevedo serves as CEO and Managing Partner of Grapevine Development, LLC, which provides fee service development and construction management services for partners and clients, including serving as master developer and construction manager for a number of economic development projects via public-private partnerships, educational facilities and private development partners.

Mr. Acevedo is also one of the founding Principals and CEO of Grapevine Advisors, LLC and Gateway Five, LLC which own the privately held land in the co-development of a 60-acre mixed use high density transit project in the San Gabriel Valley.

Mr. James Acevedo is a native of East Los Angeles with a distinguished career as a facilitator of people and ideas. As a teenager, he played a key role in the Chicano movement. Throughout the course of his work he has discovered that Latino families needed a voice to be recognized in the political arena and community at large. This drove him to facilitate Latino leadership and foster economic development initiatives in these under served and overlooked communities.

Mr. Acevedo has over 25 years of experience in real estate development, construction management and government relations, including the acquisition, entitlement, management and leasing of affordable multifamily housing, single family housing, commercial developments, retail, mixed-use, transit, educational facilities and other public-private developments from master planning, procuring entitlements, and managing ground up construction.

Mr. Acevedo's career also included hospital administration for several years. He served as CEO of Mission & Community Hospitals, Director of Development, Panorama Hospital, Regional Administrator of El Monte Hospital and Supervisor of CEOs, Woodruff & Monterey Park Hospitals.

## Highlighting a few projects

Grapevine's current projects include public infrastructure, brown-fields redevelopment, several multifamily projects, single family, retail and other mixed-use transit-oriented projects. Current construction management projects and public partners include the City of El Monte as well as private economic developments in the San Fernando Valley, which collectively, will produce thousands of new jobs. Serving as Master Developer for the City, Mr. Acevedo has the responsibility of providing oversight for master planning, entitlements, environmental remediation, architecture, programming, job estimating, and construction management. He selects and manages a highly skilled team of professionals, overseeing architects, engineers, contractors and a myriad of other professionals on a daily basis as he navigates the political process.

### EDUCATION

Undergraduate Degree- Political Science  
California Sate University at Los Angeles

Masters Degree – Instructional Media  
California Sate University at Los Angeles

Masters Degree- Communication  
University of Southern California (USC)

Coro Fellowship in Public Affairs  
Los Angeles, California  
CORO Fellow, Los Angeles

### GOVERNMENT APPOINTMENTS

#### Mayor Riordan Appointments

Commissioner  
Los Angeles City Board of Zoning Appeals

Commissioner  
Los Angeles City Fire Department

#### Mayor Hahn Appointment

Commissioner  
Port of Los Angeles

#### Governor Davis Appointment

Commissioner  
California State Board of Pharmacy

### NON PROFIT

Founder & Former Chairman,  
Neighborhood Partners, 501(c)

ICSC Member since 1998

National Latino Hotel Owners Association  
Member

## Highlighting a few projects

As the Master Developer for the City of El Monte's Gateway Project since 2012, Acevedo is responsible for a 60-acre mixed-use transit-oriented development that straddles the largest METRO transit station west of Chicago, situated along Interstate 10 & Santa Anita Blvd. The first phase of construction commenced in June 2014 after a decade of entitlements and false starts by other developers. The initial public infrastructure phase exceeds \$30 million to support vertical construction of over 750 multifamily units (affordable and market rate) and about 75,000 SF of retail, restaurant, and commercial space. The first phase of this public-private partnership [P3] will cost in excess of \$200 million and valued in excess of \$356 million.

Grapevine Development also serves as fee developer and asset manager for a 21,000 SF commercial building in the San Fernando Valley, responsible for acquisition & land assemblage, entitlements, construction management and leasing for an economic development initiative sponsored by President Obama and funded by HUD. The HUD loan is a total of \$7.1 million for this project completed in 2015.

Recent public educational facilities completed by the Grapevine team include the Sante Educational Complex in Los Angeles and Pioneer Elementary Pre K-8, Delano, California, completed in 2013 with a project cost in excess of \$70 million. Mr. Acevedo arranged creative bridge financing to advance the Delano project that was instrumental in obtaining final approvals for this educational campus.

Through his various partnerships, Mr. Acevedo acquired and entitled land which resulted building over 100 single family homes for sale and developing 300 finished lots. During his tenure with another development company in the mid-1990's, he was responsible for a number of CVS, Autozone, Walgreens, and other infill retail projects that involved national credit tenants. In 2001, he was instrumental in securing the first 50,000 sf regional supermarket in Pacoima, a lower income Latino community in the San Fernando Valley after all other markets abandoned this community. Additionally, he established 20 health clinics in LA County which included site selection, acquisition & leasing, budgeting, job costing, oversight of design, construction management and initial operations.

Mr. Acevedo continues his community service and outreach in neglected areas as founder, former President and currently serving as Advisory Board Member of Neighborhood Partners Empowerment and Economic Development, Inc., a 501 (c) 3 economic development not-for-profit organization established in 1993. The not-for-profit owns and manages over 260 multifamily affordable and senior housing units in the lower income areas of the San Fernando Valley, Los Angeles County. Some of these apartment projects were ground up development and new construction that included site selection, acquisition, financing, entitlements and oversight of design and construction by Mr. Acevedo. Many of the apartment complexes were structurally impaired from earthquake damage. Mr. Acevedo was instrumental in securing the grants to fund the structural repairs, seismic enhancements and major renovations to these damaged buildings.



## Leticia Lazo Acevedo

### PARTNER

Mrs. Leticia Acevedo is a partner and owner-operator of Grapevine Development, LLC, which provides fee service development and construction management services for partners and clients, including serving as master developer and construction manager for a number of economic development projects via public-private partnerships, educational facilities and private development partners.

Mrs. Acevedo is also one of the founding Principals of Grapevine Advisors, LLC and Gateway Five, LLC which own the privately held land in the public-private co-development of a 60-acre mixed use high density transit project in the San Gabriel Valley.

With more than eleven years of experience in real estate development and construction, Leticia has formed and co-owned three real estate development firms in California and co-owned a certified woman-owned & managed construction company for several years. She has served as Vice President for affiliated consulting companies, such as, DCP, City Sights, and TAG facilitating real estate development, land acquisition, entitlements and construction administration. The real estate projects consisted of new and rehab commercial, affordable housing and new custom residential homes. She actively participates in architectural and interior design decisions and selection of green building materials. She attended the Small Business Contractors Bidders Bootcamp for Los Community College.

Mrs. Acevedo provides oversight of financial books and records, including assisting with construction management and administration. As the tax matters partner, she oversees the CPA and book-keeping for all of the companies. She also assists with contract compliance.

She recruits and oversees the college Intern Program for all of the Grapevine companies.

Given her fluency in Spanish, Mrs. Acevedo interfaces with Latino business owners and families. She translates documents and actively engages in grass roots community outreach walking door to door to garnish support for projects from the neighborhood.

Mrs. Acevedo started her career as an elementary school teacher and served on a number of Boards and Commissions during her teaching tenure. She was instrumental in the creation of Educational programs that favorably impacted the communities and enhanced the educational development of the students. Some of her volunteer positions included:

- Hispanic Board Commissioner, LA Unified School District
- Vice President, Parent Teacher Assoc., Humphrey Ave School
- Facilitator, School Site Accreditation Review

Our Lady of Perpetual Help School

Santa Rosa Elementary School

### EDUCATION

Bachelor of Arts, Ethnic Studies,

California State University at Los Angeles

Elementary Teaching Credentials

Bilingual Credential (Spanish/English),

California State University at Los Angeles

Education Administration, California State University at Los Angeles

### PROFESSIONAL DEVELOPMENT

"Business Finance and Development Seminar"  
2007, Valley Economic Development Center

"Alternative Energy Conference 2007" Anaheim  
Convention Center

"Public Policy Internship" MALDEF

"Business Marketing within

Latino Market Seminar"

Rio Hondo College

Fluent in Spanish

### MEMBERSHIPS & PROFESSIONAL AFFILIATIONS

Member, Hispanic Woman's Council

Member, Women in Public Affairs

Member, ICSC

## Highlighting a few projects

Grapevine's current projects include public infrastructure, environmental remediation, several multifamily projects, single family, retail and other mixed-use commercial projects. Current construction management projects and public partners include the City of El Monte as well as private economic developments in the San Fernando Valley.

As the Master Developer for the City of El Monte's Gateway Project since 2012, Grapevine Advisors is responsible for a 60-acre mixed-use transit oriented development that straddles the El Monte Metro Station along Interstate 10 & Santa Anita Blvd. The first phase of construction commenced in June 2014 after a decade of entitlements and false starts by other developers. The initial public infrastructure phase underway will cost over \$30 million to support vertical construction of over 750 multifamily units (affordable and market rate), a community center and about 75,000 SF of retail, restaurant, and commercial space. The first phase of this public private partnership [P3] will cost in excess of \$200 million and valued in excess of \$356 million.

Grapevine Advisors also served as fee developer for a 21,000 SF commercial building in the San Fernando Valley, responsible for acquisition, land assemblage, entitlements, construction management and leasing for an economic development initiative sponsored by President Obama and funded by HUD. The HUD loan is a total of \$7.1 million for this project completed in 2015.

Public educational facilities completed by the Grapevine team include Pioneer Elementary Pre K-8, Delano, California, which was completed in 2013. With an overall project budget in excess of \$70 million, Mrs. Acevedo provided construction administration for this project for over 2 years interfacing with the State officials, construction contractors, the Delano Union School District and the State Department of Finance (DOF).

Mrs. Acevedo interfaces with small businesses in the Latino communities and mentors new businesses to better serve the needs of these under served communities which include healthy food initiatives, adult day care, child care and educational facilities. She served as Cultural Event/Curriculum Coordinator at St Hilary Elementary and as a Program Director for the East Valley YMCA.



**EDUCATION**

Bachelor of Science Degree/Pre-Law

**Arizona State University 1979-83**

Graduated Magna Cum Laude and

Phi Beta Kappa

Masters of Environmental

Science & Technology

Arizona State University 1984-86

**PROFESSIONAL**

Continuing education in law, real estate, finance, and economics. Served as an officer and guest speaker for these trade and professional organizations.

**FDIC**

Federal Deposit Insurance Corporation

**FHLB**

Federal Home Loan Bank

**EDA**

Economic Development Administration

**ICSC**

Member since 1983

**ULI**

Urban Land Institute

The Milken Institute

**Joanne Carras**

PRESIDENT & CFO

Ms. Carras has over 33 years of successful experience in commercial real estate development, investment, finance, leasing, asset management and construction of projects valued at over \$10 Billion in real property investments.

As President of the Grapevine companies, she assists the CEO with implementation of strategic organizational plans and directs members of the Grapevine team to carry out the mission in a cost efficient manner. As the CFO, she manages the financial affairs of the Grapevine companies, forecasting financial requirements, managing accounting issues, debt and investment structures and investor relations. She also oversees all of the company legal issues, contracts and develops and implements the leasing and management goals.

With nearly half of her career in the public sector, elected and appointed in a number of Federal, county, and municipal positions, she has gained unparalleled expertise in regulatory issues, entitlements and the public process making her uniquely qualified to successfully foster and execute public-private partnerships [P3] stimulating economic development and sustainable economic growth for under served communities throughout the United States. Her creative concepts and strategies have been shared and modeled by numerous communities. Her passion to facilitate development in economically challenged communities has resulted in millions of square feet of urban infill development valued in excess of \$2.5 Billion.

She has been instrumental in structuring the development of privately managed investment funds in excess of \$250 million aggregating capital from institutional investors, leveraging over \$200 million in public subsidies enticing investment with above-average returns. Her active involvement in a broad range of real estate endeavors has provided her an acute sensitivity for strategic investment analysis resulting in a wide range of innovative transactional structures.

Ms. Carras has served as Managing Partner holding partnership interests and as a Development Manager of several real estate development companies managing a number of commercial and residential real estate investments throughout the western United States.

As a licensed real estate agent for over 33 years, Ms. Carras has managed the acquisition, investment development, construction, and leasing of over 3.9 million sq. ft. of commercial and residential properties, including retail, office, multi-family, mixed-use and industrial properties throughout the United States.



## MEMBERSHIPS AND PROFESSIONAL AFFILIATIONS

- Elected Councilmember, Castaic, County of Los Angeles, CA
- Chairman/Director of the Board, Town Council, Incorporation Committee for City Formation, Santa Clarita Valley, Los Angeles County, CA
- Treasurer, Director of the Board, TOC HOA
- Mayor's Office/Minority Business Opportunity Committee (MBOC), City of Los Angeles, CA
- Member, Castaic Area Chamber of Commerce, Los Angeles County
- International Council of Shopping Centers (ICSC) Member since 1983
- International Council of Shopping Centers (ICSC) Officer/Program Chair
- Phi Beta Kappa Association
- National Chair, FDIC Combined Federal Campaign, Washington DC
- Federal Manager/Federal Energy Management, Washington DC
- OSHA Compliance Officer
- Hellenic Association of Woman's Council
- Licensed Restaurant Manager, State of Illinois
- Licensed Realtor, State of Arizona
- Licensed Realtor & Loan Officer, State of California DRE #01738394
- Licensed General Contractor, State of California CSLB #990515

In 1999, Ms. Carras was recruited by the Mayor, City of Los Angeles, after serving ten (10) years at the Federal Deposit Insurance Corporation (FDIC) in Washington D.C., to serve as Assistant Deputy Mayor of Economic Development for Mayor Riordan.

During her tenure as Assistant Deputy Mayor at the City of Los Angeles, she served as the city's expert for public funding and directly responsible for managing and executing economic development investments city-wide given her unique ability to bridge the business and financial gaps between the city, developer, and lender. She interfaced with all of the city departments, county and state agencies to ensure no project were left behind. She was one of the founding members of Genesis LA, a non-profit organization that spearheaded public private investments throughout Los Angeles County. Her objective was to negotiate public-private partnerships [P3] for all of the economic development initiatives and projects.

She successfully leveraged \$150 million in public subsidies to close financial gaps that resulted in excess of \$1.5 billion in redevelopment that would not have otherwise come to fruition without her ability to build consensus and garnish unanimous support for the projects she directly managed.

She has successfully developed numerous environmentally sensitive properties applying her technical knowledge and education to recycle real estate impacted with environmental issues.

Ms. Carras is one of the founding members of a woman owned-managed construction company, licensed in California and has managed a myriad of construction projects since 1983. She also founded a minority woman owned-managed consulting firm in 2001, where she served as CEO and Managing Partner for over 12 years where she has consulted a number of private developers, investors, public agencies and non-profit organizations through a variety of challenging deals and creative financial structures.



## Lynette Montoya

DIRECTOR OF HOSPITALITY

Lynette comes with a background in economic development and has held the position of Director of Economic Development for the City of Santa Fe. Lynette serves on the National Board of Architecture 2030 and she presently holds the position of President of the National Latino Hotel Owners Association.

Lynette Montoya has been actively involved in the Brokerage of Hotels and commercial real estate locally and nationally since 1997. Lynette began her career as Marketing Director for an architectural firm.

Lynette was the founder of the Santa Fe Hispanic Chamber of Commerce and served as its Founding Executive Director. Lynette has worked with the NM State legislature and has advocated for many issues including economic development, promoting assistance for homeless youth and diversity statewide and in Washington, DC. Lynette remains involved in her community and is currently a founding member of another non-profit, Healing Voices, where they are producing films on prevention of domestic violence that are promoted locally and nationally.

### EDUCATION

Bachelor of Arts in Government

**New Mexico State University**

New Mexico State Real Estate License -  
Continuing education to maintain licensure

National Advancement Summer Institute  
for Catholic Schools – certificate

### PROFESSIONAL AFFILIATIONS

Director – Economic Development Department

City of Santa Fe June 2006 – June 2007

Director of the following divisions: The  
Community Economic Development Division,

The Arts Commission, Santa Fe Convention  
and Visitors Bureau, and the Santa Fe  
Civic Center

Architecture 2030 Organization – Board  
Member

Hispana Leadership Summit & Poder  
Magazine, Panel facilitator 2008 - 2010

Buckaroo Ball Committee – Co-Chair  
2007 Ball, 1997 – 2009

Youth Shelters and Family Services, 1998  
– Present

Commercial Association of Realtors – since  
1998

Santa Fe Association of Realtors – since  
1994

President,

National Latino Hotel Owners Association

#### Las Amigas of New Mexico

Santa Fe Hispanic Chamber of Commerce –  
Gained legislative and financial support for

2008-2009 fiscal year by assisting in the  
preparation of legislation and advocating for  
monies.

SER Jobs Progress, Dallas, Texas – Di-  
rector of Government Relations & Pro-  
gram

Development Specialist. Worked with U.S.  
Congress and the U.S. President's cabinet to  
advocate and fund literacy programs nation-  
ally.

Santa Fe County – Legislative Coordinator

New Mexico State Department of Cor-  
rections – Legislative Liaison, Corrections

Commission Liaison, Coordinator of the commit-  
tee seeking alternative to corrections

New Mexico State Legislature – New Mexi-  
co State Senate and New Mexico House of  
Representatives 1983 to present



#### GOVERNMENT APPOINTMENTS

**Vice Chair**

**California Democratic Party**

Since 1997

**Democratic National Committee (DNC)**

Awarded the Distinguished Honor

**"Influential Latina in Politics"**

Sacramento Hispanic

Chamber of Commerce

Fluent in Spanish

## Alexandra Gallardo Rooker

### GOVERNMENTAL AFFAIRS

Alexandra Gallardo-Rooker is a recognized leader in the political and policy arena with a proven track record of effectively working with local/state/federal agencies and key elected officials. Her comprehensive understanding of the inter-workings of the legislative and political process has continued to provide valuable insights in her role as Vice Chair of the California Democratic Party and to the individuals she represents as the lead legislative strategist in California for the Communication Workers of America (CWA).

Ms. Rooker's in-depth knowledge of California's highly complex legislative procedures and background working on labor issues makes her an invaluable resource to those organizations she works with, as well as to policy-makers and elected officials, as they consider an array of issues at the state and federal levels that would have a direct impact on organized labor outcomes and shaping the political landscape of the state.

She helps us navigate through the public policy maze by knowing who to contact when we seek resolution with public policy makers. She also serves as Grapevine's liaison to the union trade leadership.

As a testament to Ms. Rooker's expertise, professionalism and ability to build strong and meaningful relationships with elected officials statewide, she was appointed to State Superintendent of Public Instruction Tom Torlakson's transition team upon him taken office.

Moreover, holding various leadership positions within the Democratic National Committee (DNC) and California Democratic Party (CDP), where she currently serves as Vice Chair of the Party, a position she has held since 1997, Ms. Rooker's leadership has continued to shape the policy and political environment of California. Furthermore, her ability to work with a variety of stakeholders has earned her the distinguished honor from the Sacramento Hispanic Chamber of Commerce as being named an "Influential Latina in Politics."

## Highlighting a few projects

Grapevine's current projects include public infrastructure, environmental remediation, several multifamily projects, single family, retail and other mixed-use commercial projects. Current construction management projects and public partners include the City of El Monte as well as private economic developments in the San Fernando Valley and Ms. Rooker has been instrumental in reaching the highest level of public officials to facilitate our economic development goals with the Gateway project, as well as, networking and making new introductions for Grapevine to expand potential redevelopment opportunities in other cities.

As the Master Developer for the City of El Monte's Gateway Project since 2012, Grapevine Advisors is responsible for a 60-acre mixed-use transit oriented development that straddles the El Monte Metro Station along Interstate 10 & Santa Anita Blvd. The first phase of construction commenced in June 2014 after a decade of entitlements and false starts by other developers. The initial public infrastructure phase underway will cost over \$30 million to support vertical construction of over 750 multifamily units (affordable and market rate), a community center and about 75,000 SF of retail, restaurant, and commercial space. The first phase of this public private partnership [P3] will cost in excess of \$200 million and valued in excess of \$356 million.

Ms. Rooker's role as a consultant with the Digital 395 Middle Mile Project, played a critical part in securing the necessary funding to implement the project and bring faster broadband to 36 communities in the Eastern Sierra Region, clearly illustrates her abilities as a savvy state affairs professional with the ability to manage sensitive issues impacting a wide range of stakeholders.

Ms. Rooker's abilities in promoting CWA's legislative agenda is unquestioned, as her work has been pivotal in advancing Assembly Bill 2987, the Digital Infrastructure and Video Competition Act of 2006 through the state legislature and securing the Governor's signature on the landmark legislation



## EDUCATION

HARVARD UNIVERSITY

Bachelor of Arts - Government

## GOVERNMENT COLLABORATIONS

Office of the Governor of Massachusetts

US Department of States

City of Los Angeles

Shanghai Municipal People's Government

Seoul Metropolitan Government

Fluent in Korean

## Joshua Parks

BUSINESS DEVELOPMENT & RISK MANAGER

Joshua Parks provides technological business organization strategies and oversight of company records systems integrating efficiencies and company-wide communication systems. He oversees disaster recovery systems and implements advanced technology so that corporate books and records are maintained electronically and retrievable in the event of an unforeseeable loss.

Throughout his career he has created effective initiatives, assessed and managed risk factors, executed the plans with managerial solutions to achieve desired goals. His relentless pursuit of creating excellence in operation through establishing cohesive principles and team relationship building has brought him much success in steering various corporations and organizations to leap to superior results at any given project.

He has been involved in government projects with the Office of the Governor of Massachusetts, U.S. Department of States, City of Los Angeles, Shanghai Municipal People's Government, and Seoul Metropolitan Government facilitating projects management, development proposals, lobbyists' initiatives, logistics management, and public relations.

He has represented the foreign conglomerate holding companies such as Samsung, Hyundai, and CJ Group and other private investment groups in the field of development, solar energy, research and technical development, foreign investment, and private commercial transactions. Additionally, assisting various legal, media, and market access challenges.

He has been involved in operating businesses and organizations in the executive position for Mediation Source, IGS Consulting, Eastern Food Services, EFM, Etude Lounge, a premiere beauty salon and academy, and California Marketplace, a quality retail mall and grocery markets in Koreatown; Good Sower Foundation, a nonprofit social entrepreneurship organization, as well as other various domestic and international non-profit organizations.

He is also an enthusiastic social entrepreneur, engineering projects and advocating companies to create purposeful social benefits, both in profit and nonprofit platform. He continues to create successful collaboration among private commercial sectors, religious organizations, and non-profit organizations in finding common proposed social justice in the area of poverty, human rights, access to education and health care.

He resides in Simi Valley, California with his four daughters and his wife, Belle, married for over 20 years.



## Miguel Vasquez

DEVELOPMENT MANAGER

Miguel Vasquez has served as Grapevine's Development Manager for almost 3 years which requires him to facilitate entitlements and design review with a variety of government officials on a routine basis. As Project Manager, he serves as "boots on the ground" managing construction crews and processing construction draws. He coordinates a number of integral development issues, from design to completion of construction. He also coordinates all of the professional consultants, such as architects, engineers and general contractors.

Miguel Vasquez's career in commercial real estate development began in 2003 with Coastal Rim Properties Inc., a real estate development firm that completed projects throughout the Western United States and Hawaii. As Vice President of Development Services, Mr. Vasquez's expertise encompassed a variety of product types ranging from multifamily housing, affordable housing for families and seniors, mixed use projects including residential, office and retail, to continuum care communities for seniors incorporating, independent, assisted living, and skilled nursing facilities. Recent projects include

several institutional size, mixed-use developments in the San Francisco bay area, affordable housing for rural farm workers in the Central Valley, a \$30Million Infrastructure Project in the San Gabriel Valley, and affordable housing coordination for 132-unit complex which received its CO in September 2015.

Mr. Vasquez is proficient in the spectrum of development services ranging from acquisitions and due diligence, city/agency entitlements, community outreach, environmental review, budget development & analysis, title/escrow, coordination and design development with all A&E consultants, construction management, related legal matters, facilitating investment & financing, as well as insurance matters.

### EDUCATION

Education Bachelor of Arts International Affairs

University of Colorado

### PROFESSIONAL AFFILIATIONS:

Class B General Contractor

State of California

ULI Urban Land Institute

### CHARITABLE ORGANIZATIONS:

Big Brother Mentor





#### EDUCATION

Bachelor of Arts, Chicano Studies  
California State University, Northridge

Master of Social Work  
University of Southern California

#### GOVERNMENT APPOINTMENT

Commissioner  
City of Los Angeles,  
North Valley Area Planning Commission

## Filiberto Gonzalez, MSW

PRESIDENT OF DEVELOPMENT & STRATEGIC INITIATIVES

Filiberto Gonzalez was named vice president of development and strategic initiatives of Grapevine Development, LLC in May, 2017. Mr. Gonzalez brings to bear over twenty years of high stakes experience in executing large-scale, public-private partnerships and procuring local, state, and federal grant funding for both public and private agencies.

In 2010, after a thirteen-year career in the nonprofit sector that included positions as a social worker, community organizer, project administrator, grant writer, social media strategist, and chief development officer, Mr. Gonzalez founded Social Impact Consulting, LLC to provide professional services in business development, online outreach, and research for public agencies, nonprofits, and mission-driven businesses.

Mr. Gonzalez's extensive professional experience is highlighted by the procurement of millions of dollars in independent funding, an arduous endeavor that was accomplished by cultivating and securing sponsorships from corporate and individual donors, securing federal funding through a Congressional earmark in 2008, and stewarding a national media campaign that featured print and online advertising.

In 2013, Mr. Gonzalez was selected through a national competition to present on social fundraising at the Nonprofit Technology Conference in Minneapolis, MN. In 2014, Mr. Gonzalez served as an adjunct faculty member at Los Angeles Trade Tech College, where he instructed a course on digital and social media for online organizing and advocacy.

Mr. Gonzalez earned a Bachelor of Arts degree in Chicano Studies from California State University, Northridge (CSUN), where he was a student leader during a period of tumultuous protests, and a Master of Social Work (MSW) degree from the University of Southern California, where his concentration was on community, organization, planning, and administration.

Mr. Gonzalez and his wife, Lucero, are raising their three daughters in Los Angeles' West San Fernando Valley.

## Career Highlights

Over the span of twenty years, Filiberto Gonzalez has cultivated a professional career centered on strengthening people, families, and communities through economic development.

Prior to joining Los Angeles-based Grapevine Development as vice president of development and strategic initiatives, Mr. Gonzalez was the founder and CEO of Social Impact Consulting, LLC, a full-service professional consultancy with clients in the private, public, and philanthropic sectors, which included City of Los Angeles, Los Angeles Unified School District, California Department of Education, and the Southern California Center for Nonprofit Management, among others.

Mr. Gonzalez has extensive experience developing public-private partnerships (P<sup>3</sup>s) between public agencies and either nonprofits or private businesses. The P<sup>3</sup>s have focused on a myriad of professional fields, including early childhood development, school-based medical services, public safety, after-school interventions for youth, and urban economic development. Examples include successfully launching the first school-based medical clinic in East Los Angeles in 2000; creating Success By 6 (the nationally-recognized early childhood initiative of United Way) collaborative teams with elected officials and local businesses in highly distressed communities throughout Los Angeles in 2004; forming Project Amigo, a Spanish-language outreach initiative hosted by the Los Angeles Police Departments and community partners, in 2007; and, forming new agent recruitment initiative between a Latino-serving statewide nonprofit organization and State Farm Insurance in 2009.

In addition to his career endeavors, Mr. Gonzalez has a longstanding history in public service. From 2005 to 2006, he served on the Los Angeles Police Department Community Advisory Board. From 2005 to 2016, he served as a member of the Genesis LA New Market Tax Credit Advisory Board, where he approved and allocated over \$265 million in NMTCs throughout underserved communities in the Greater Los Angeles Area. From 2012 to 2015, he was elected three times to serve as a parent representative on the leadership council at his daughters' elementary school. And in 2013, he was appointed by Los Angeles Mayor Eric Garcetti and unanimously approved by the Los Angeles City Council to serve on the North Valley Area Planning Commission. In addition, Mr. Gonzalez also started a scholarship for undocumented students at his alma mater, Cal State Northridge, in 2016.



### EDUCATION

Undergraduate Degree- Social Science

University of California at Irvine

Masters Degree- Public Health,

Healthcare Administration

Yale University

### REAL ESTATE INVESTMENT AND MANAGEMENT

Valenzuela Properties

Managing Partner

Main Street LLC

Managing Partner

1009 Marguerita LLC

Managing Partner

1133 Campbell LLC

Managing Partner

## Richard Valenzuela

BUSINESS DEVELOPMENT AND HOSPITALITY

With over 18 years of expertise in development and management in the commercial, residential and hospitality arenas, Mr. Valenzuela has successfully developed, managed and operated small to large scale venues and properties. He has successfully launched 7 dining venues from concept to opening generating over \$10 million in annual sales. His wealth of experience involves concept development, operations, and sales/marketing planning including innovative concepts, branding, planning, start-ups, full menu development and management processes. Currently, Richard is certified as an Airport Concessionaire Disadvantaged Business Enterprise with the City of Los Angeles.

As a Commercial and Residential developer/investor, Richard has developed many residential and multi-family units including the ownership and management of commercial properties valuing over \$16 million.

### Professional Experience: Real Estate Investment and Management

2010 to Present Valenzuela Properties, Managing Partner

Valued at over \$10 million, this 21,000 sqft, newly constructed commercial retail building was assembled, entitled and developed by Mr. Valenzuela in collaboration with Grapevine Development.

- 2012 to Present Main Street LLC, Managing Partner
- A 9500 sqft commercial building consisting of office and retail.
- Full Occupancy, estimated value \$1.8million Property Management responsibilities include oversight and management of maintenance and repair crews, monthly property inspections and new tenant walk-thru's, collection of rents and deposits, monthly reporting of rental income and expenses, tenant relations and tenant retention efforts.

2006 to Present 1009 Marguerita LLC, Managing Partner

- 10 unit rental property, estimated value \$2.2million
- Building sqft 10,000
- Full Occupancy
- Property Management responsibilities include oversight and management of maintenance and repair crews, monthly property inspections and new tenant walk-thru's, collection of rents and deposits, monthly reporting of rental income and expenses, tenant relations and tenant retention efforts.

## HOSPITALITY OPERATIONS MANAGEMENT AND RESTAURANTEUR

Havana House Gift and News

LAX Terminal 4 Concession

Tom Bradley International Terminal

JV Partner

28 West Bar and Grill

Owner Operator

Suede Bar & Lounge, in the Westin

Bonaventure Hotel

Owner Operator

Fronteras Mexican Grill & Cantina

Owner Operator

Havana House Gift and News

JV Partner

Azul Ultra Lounge

Owner Operator

Havana House Cigars & Lounge

Owner Operator

2005 to Present 1133 Campbell LLC, Managing Partner

- 10 unit rental property, estimated value \$1.8million
- Building sqft 7,600
- Full Occupancy
- Property Management responsibilities include oversight and management of maintenance and repair crews, monthly property inspections and new tenant walk thru's, collection of rents and deposits, monthly reporting of rental income and expenses, tenant relations and tenant retention efforts.

### Hospitality Operations Management and Restaurateur

2012-present Havana House Gift and News, JV Partner  
LAX Terminal 4 Concession— ACDBE Joint Venture Partner with HOST International Inc.

Tom Bradley International Terminal ACDBE Joint Venture Partner with HOST International Inc.

- The general management of 6 restaurants/bars within the terminal 4
- The general management of concessions for two (2) Starbucks and one (1) Bakery Shop
- As part of the JV, responsibilities include participation of operations including quality assurance inspections and audits of units on a monthly basis; Review product lists and store check lists bi-weekly; Review Company's financials; Administer incentive programs and store contests; Coordinate any safety and/or loss prevention programs currently in place; Conduct quarterly price survey per master lease terms (price comparison check points); Maintaining effective cost control, service and quality standards to produce maximum sales and profits; and Maintaining good relations and communications with landlord authorities, associates and customers.
- LAX Terminal 4: Estimated sales \$25 million per year, project is currently in build out stage.
- Tom Bradley: Estimated sales \$3.5million per year, project is currently in build out stage.

2010-present 28 West Bar and Grill, Alhambra, CA, Owner Operator

- Oversee general operations that include cost management such as food, beverage and labor cost. Tom Bradley: Estimated sales \$3.5million per year, project is currently in build out stage.

2007-present Suede Bar & Lounge, Los Angeles inside the Westin Bonaventure Hotel. Owner Operator

- Oversee general operations that include cost management such as food, beverage and labor cost.
- Oversee menu development and quality control
- Manage advertising budget and expenditures
- 2005-2013 Fronteras Mexican Grill & Cantina, Alhambra Ca. Owner Operator
- Oversee general operations that include cost management such as food, beverage and labor cost.
- Oversee menu development and quality control



# SELECTED PROJECTS



**RESIDENTIAL (AFFORDABLE HOUSING) - PARCEL 1**

OWNER/DEVELOPER: **JAMBOREE HOUSING**

MASTER DEVELOPER: **GRAPEVINE**

ARCHITECT: **SVA**

GC: **KPRS CONSTRUCTION INC.**



**MIXED USE - PARCEL 5**

OWNER/DEVELOPER: **GRAPEVINE**

ARCHITECT: **AO**







**THE GATEWAY TRANSIT COMMUNITY**  
EL MONTE, CALIFORNIA



**RESIDENTIAL (MARKET RATE) - PARCEL 2**  
OWNER/DEVELOPER: **GRAPEVINE**  
ARCHITECT: **SVA/AO**



**MIXED USE - PARCEL 3**  
OWNER/DEVELOPER: **CITY/GRAPEVINE**  
ARCHITECT: **AO**



**MIXED USE - PARCEL 4**  
OWNER/DEVELOPER: **GRAPEVINE**  
ARCHITECT: **SVA**



## The Gateway Infrastructure Phase El Monte, CA



In 2012 Grapevine Advisors, LLC, a Grapevine Development Company, was selected as the Master Developer for the Gateway project, a multi-phased mixed-use transit oriented development. After saving a \$14.9 Million CA State HCD Grant that was in jeopardy of being lost, Grapevine Advisors connected with Jamboree Housing as the affordable housing partner. Grapevine's cash investment was instrumental to the successful awarding of \$21.4 Million in Federal & State tax credits required to finance the Parcel 1 development.

Responsible for the master planning, design, and construction of new public streets, installation of wet/dry utilities, street lights, PRW, landscaping and ADA connections to adjacent Metro Station, Grapevine Advisors delivered the underground facilities to the Parcel 1 project on time and under budget. Prior to the infrastructure improvement phase, the scope of work included the demolition of the City's former public works facilities and extensive remediation of contaminated soils due to prior municipal landfill uses.

The site work commenced in June 2014 and was completed in August 2015. The estimated cost of the infrastructure upon completion will exceed \$31 million.





### The Gateway - Parcel 2 *El Monte, CA*

This 1.89-acre Parcel is located off of Santa Anita Ave and is part of the Gateway Master Plan, a transit-oriented mixed-use development. The walkable district enhances the transit linkages to the adjacent LACMTA Rapid Transit Bus Station and the nearby LA downtown corridor. The market rate multifamily rental housing will consist of 212 units in 5 levels of modified Type III construction over a 2 levels Type I parking garage providing 321 parking spaces.

The rental homes will range from 515 sq. ft. studios up to 1,054 sq. ft. 2 bedroom/2 bath units. Residents and guests will be impressed by the grand 2-story lobby entrance and 2-story fitness center. Other amenities will include: a community room, business meeting space with computer equipment & free wifi, satellite and cable television, a pet spa, bicycle kitchen and an indoor/outdoor sky deck with kitchen & fire pit overlooking the San Gabriel Mountains. In addition to the restaurants, retail and the 2 acre community park immediately adjacent to the building, the expansive podium deck boasts large open green space, sunshades, outdoor BBQ facilities, a link of spa jacuzzis and a fire place area with lounge seating.







### **The Gateway - Parcel 3** *El Monte, CA*

The 5.36-acre Parcel is controlled by Grapevine Advisors and is a future phase of the Gateway Master Plan, a transit oriented development. This mixed-use phase includes up to 200 apartment units in 5 stories of Modified Type III construction over ground floor retail and a 2 level subterranean Type I parking structure.

The market rate apartments will range from a mix of studios & 1 bdrms to 2 bdrms. The apartment building will include amenities ranging from an 8,000 sq. ft. leasing & clubhouse space, a fitness center and an inviting lobby integrated into the ground floor of the building. The ground floor retail will consist of roughly 50,000 sq. ft. of restaurant & retail shell space whose tenants may include a grocery store, drug store, and shops. The subterranean parking will be mechanically ventilated and includes up to 1,230 parking spaces for the various uses. Additionally, the 1.58 acre Heritage Park will be redistributed on-site and remain as open space.

Grapevine entered into its purchase option to acquire the parcel from the city in May 2014. As the Master Developer, Grapevine commenced demolition, mass grading, infrastructure and remediation of a former municipal landfill in June 2014.





### Parcel 3 - Option 1

RETAIL /RESTAURANT 40,570 sf  
APARTMENT (5 Levels above Retail) 200 Units

#### PARKING REQUIRED:

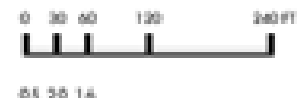
RETAIL (36K @ 1/200) 180 stalls  
RESTAURANT 4.57 @ 1/100 46 stalls  
APARTMENT(200 units @ 1.75/unit) 350 stalls

#### PARKING PROVIDED:

576 stalls  
SURFACE 162 stalls  
SUBTERRANEAN 1 439 stalls  
SUBTERRANEAN 2 439 stalls

**TOTAL PARKING PROVIDED:** 1042 stalls

PARKING REQUIRED: 576 stalls  
MTA PARKING: 397 stalls





## The Gateway - Parcel 4 *El Monte, CA*

Grapevine Advisors, a Grapevine Development company, acquired fee simple title of Parcel 4, formerly the City Yard, in May 2014 from El Monte after several years of master planning in collaboration with the city.

This 2.3 acre parcel has since been graded to a certified pad which included the environmental remediation of a contaminated landfill. The vertical construction of 208 residential market rate units above 25,000 SF of retail and dining space will commence April 2016. Parcel 4 is part of The Gateway, a 60-acre mixed-use transit oriented project adjacent to the El Monte Metro Station - the largest inter-modal bus transit station west of Chicago which serves over 35,000 commuters per day.

The residential unit mix includes studios, one and two bedroom units with Interior washer and dryers and a stainless steel appliance package. Grapevine has solicited a substantial amount of Interest from national credit and regional retailers for the ground floor. The complete value of Parcel 4 is estimated to be \$99 million at stabilization which will include a highly amenitized podium deck in addition to having pedestrian access to the station. Creative financing was critical since redevelopment was abolished during Grapevine's ENA, one of many setbacks that the city team and Grapevine resolved.

The capital stack includes \$4.9 Million city matching funds/ EB 5 for new infrastructure, \$14.7 Million State HCD funds for Infrastructure and market rate residential units and the balance is a consolidation of debt and Grapevine equity. The building is expected to be ready for occupancy by March 2019.







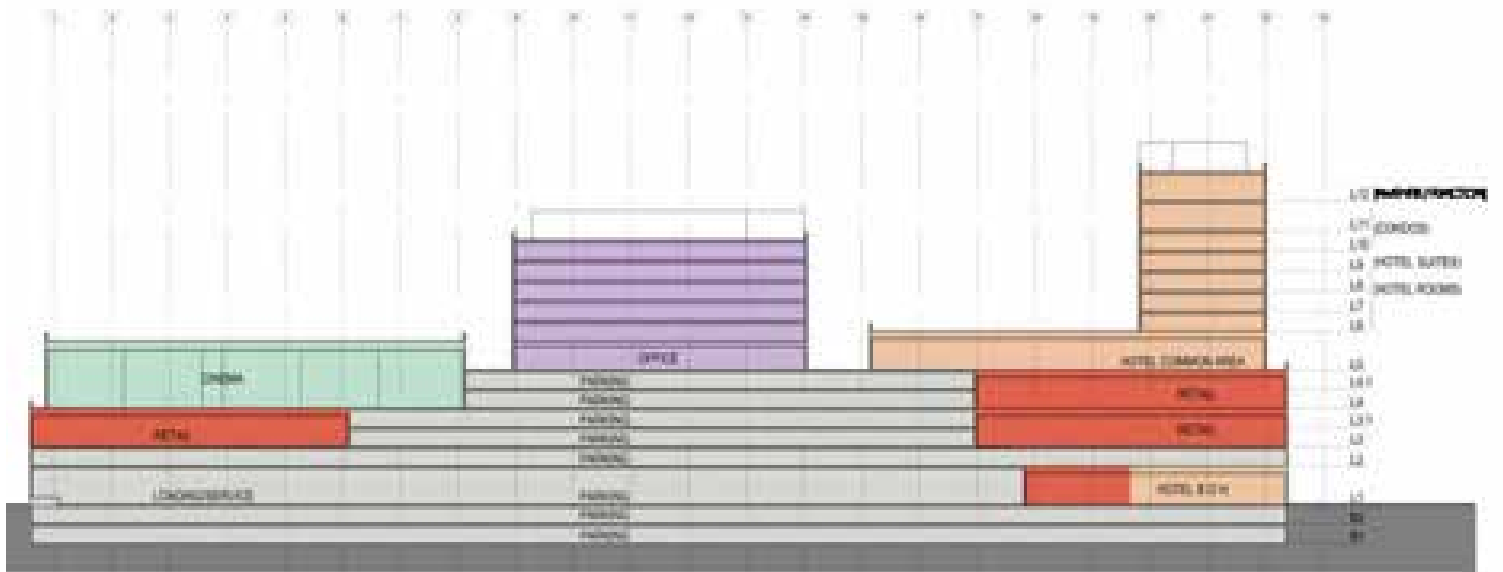




## The Gateway - Parcel 5 El Monte, CA

Parcel 5 is slated to be a mixed use vertically integrated urban entertainment venue that will offer movie theatre, retail, dining and spirits and a 200-room flag hotel that will tower 11 stories along interstate 10. The 12th story will offer 35 luxury condominiums with a room top pool bar overlooking the San Gabriel Mountain vista. Ample parking and adjacent access to multi model public transportation and open space will round out this desired lifestyle experience.





SECTION - EAST WEST



## SELECTED PROJECTS







**Van Buren Street  
& 91st Ave  
TOLLESON  
MIXED - USE  
DEVELOPMENT**



**CITY OF TOLLESON**

15501 Phoenix Blvd., Suite 100 • Phoenix, AZ 85044 • Phone: 602.995.4200 • Fax: 602.995.4201

May 12, 2018

Chapman Development  
15501 Van Buren Blvd.  
Chase Ridge B, Suite 400  
Phoenix, AZ 85042

**RE: Commitment Letter from the City of Tolleson, Arizona,  
Relating to Development of City Owned Property**

To: Chapman Development

As part of a public hearing on December 3, 2013, the City of Tolleson solicited proposals for development opportunities on parcels of City owned land located at Van Buren and Van Buren located in the general Phoenix, Arizona metropolitan area. After a review of proposals submitted, the City Council of the City of Tolleson on January 20, 2016 awarded Chapman Development the right to develop and operate the property on behalf of the City.

Chapman, acting as the City of Tolleson's agent, has the right to solicit proposals from prospective tenants or purchasers for the purpose of leasing, buying or developing the City owned property. The City of Tolleson is committed to working with Chapman Development to bring the City owned property back to life.

If you have any questions regarding this unique development opportunity, please feel free to contact Jason Ely, Chapman Development Director at 602.671.6598 regarding this matter.

Very truly yours,

*Roger Medrano, Jr.*  
Roger Medrano, Jr.  
City Manager



## PROJECT SUMMARY

<b>NE CORNER SITE</b>	<b>±5.04 ac</b>
GROcery	±40,000 sf
RETAIL/REST.	±30,000 sf
RESIDENTIAL (3-STORY)	±750 units
<b>PARKING REQUIRED Per CITY CODE</b>	
GROcery/RETAIL/RESIDENTIAL/3-STORY	±100 stalls
REST. GROUND FLOOR/1ST FLOOR/2ND FLOOR AREA	±100 stalls
RESIDENTIAL AVERAGE 1.75 PER UNIT	±100 stalls
<b>TOTAL REQUIRED</b>	<b>±275 stalls</b>
<b>PARKING PROVIDED</b>	
GROcery/RETAIL/RESIDENTIAL/3-STORY	±220 stalls
REST. GROUND FLOOR/1ST FLOOR	±100 stalls
RESIDENTIAL AVERAGE 1.75 PER UNIT	±100 stalls
<b>TOTAL PROVIDED</b>	<b>±420 stalls</b>
<b>SW CORNER</b>	<b>±2.03 ac</b>
OFFICE	±40,000 sf
RETAIL/RESTAURANT	±4,000 sf
<b>PARKING REQUIRED</b>	
OFFICE/RETAIL/REST.	±100 stalls
REST. GROUND FLOOR/1ST FLOOR	±20 stalls
<b>TOTAL REQUIRED</b>	<b>±120 stalls</b>
<b>PARKING PROVIDED</b>	
OFFICE/RETAIL/REST.	±100 stalls
REST. GROUND FLOOR/1ST FLOOR	±20 stalls
<b>TOTAL PROVIDED</b>	<b>±120 stalls</b>





## VINELAND COMMERCIAL PLAZA

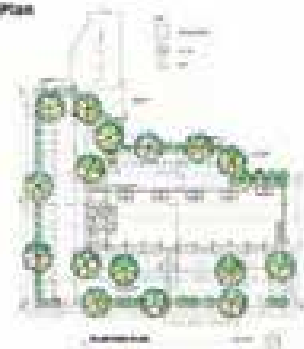
Sun Valley, CA

An urban infill commercial redevelopment project in partnership with the City of Los Angeles and HUD, owned by Valenzuela Properties, LLC, wherein Grapevine Development served in a full service fee development role to facilitate land assemblage of multiple parcels that Grapevine entitled.

Grapevine oversaw the design of this newly constructed 21,000 SF 2 Story commercial building that received its TCO in June 2015 and has been 82% leased by the Grapevine Team to health and fitness operators generating 100's of new jobs. The land was acquired in 2010 through a creative joint venture structure facilitated by Grapevine.

Grapevine secured a patient HUD loan from the City of LA Community Development Department in the amount of \$7.1 Million which was used to acquire the land, entitle, design and build the project which has an estimated value greater than \$10 Million.

Planting Plan







### Pioneer Elementary School Campus

Delano School District

Kern County, CA

2010 - 2013

In another successful and rewarding public-private partnership with the Delano School District and the State of California, Grapevine Advisors was selected through an RFP process as the Fee-Service Developer for the Delano School District. Grapevine was instrumental in securing the necessary bridge financing that was advanced to acquire the 25 acre parcel with private sector financing in the amount of \$10 million which included pre-development funds the Delano School District needed to design the campus until the State funded the take-out for the land acquisition, design and construction costs.

The final project cost managed by Grapevine was delivered under budget at \$54 million. This campus serves 1,400 Kern County students with a state of the art campus. It is also worthy to note that the design and development incorporated a number of green initiatives, including solar power to all 12 schools in the Delano School District.





#### BULLHEAD CITY, ARIZONA

As Partner/Vice President of Development and Leasing, from 1983 to 1989, Ms. Carras was responsible for new development opportunities, which included scoping site acquisition opportunities, market feasibility and financial analysis. Although the portfolio had a retail concentration, she was also responsible for mixed-use projects that included the development of residential subdivisions and industrial product. Ms. Carras negotiated business and economic terms for site acquisition/purchase options and leases; she managed public relations and the entitlement process; and interfaced routinely with a number of public officials on local, county, state and federal levels. Many of the projects were developed in rural-middle market areas. Given the rural nature of these sites, Carras pioneered and blazed new trails for significant infrastructure to support such large-scale projects impacting these rural communities in a myriad of favorable ways, such as jobs, new housing, retail goods and services.



Carras was successful in attracting some of the first investment and business growth opportunities to these emerging markets before anyone had heard of some of these towns – a very rewarding challenge.

She was influential and instrumental convincing national credit tenants to invest in these uncharted areas an established long-standing

Carras developed, entitled, leased and managed the construction of over 440,000 SF of retail in Bullhead City, AZ which included national and regional credit tenants such as, Kmart, Albertson's Supermarket, Bashas' Grocery and Walgreens, McDonald's, Winchell's Donuts, Block Buster Video, Hallmark Cards and Fashion Gal. Ms. Carras successfully managed complex land acquisition due to land assemblage and relocation of existing businesses, a 2 mile FEMA Flood Improvement to the Colorado River, and several miles of extensive State Highway Off-site improvements. Carras delivered this center with 100% occupancy prior to the completion of construction.

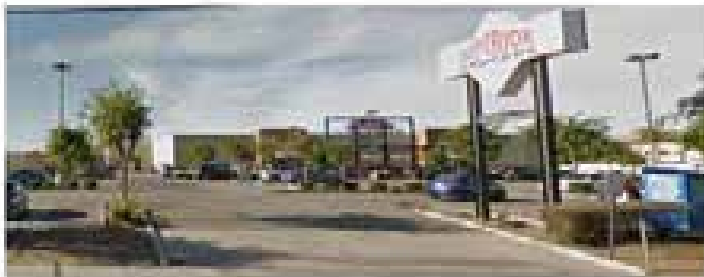


#### PHOENIX AND TUCSON, ARIZONA

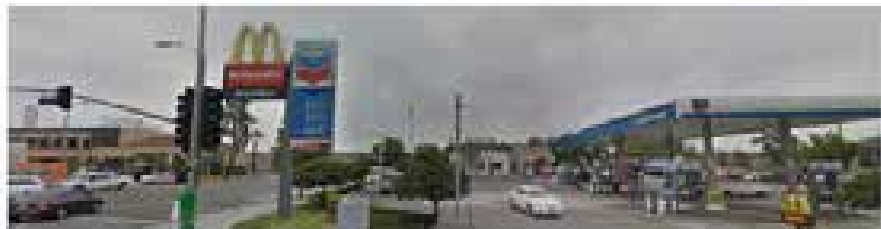
From early 1989 to late 1990, Carras served as Regional Director for an Orange County-based development company, managing all aspects of acquisition, development, construction, leasing and financing the Arizona division which developed, redeveloped, owned and operated 8 commercial properties totaling almost 1 Million SF, primarily located in urban infill locations, some in significantly economically blighted areas of Phoenix and Tucson. Carras managed the AZ portfolio, developing and maintaining operating budgets, cash flow projections, financial analysis, and negotiation of economic and business terms of leases and contracts; she managed all aspects of construction ground up, facade upgrades, and tenant improvements including selection of the contractor and cost estimating.



In the mid-1990's, James Acevedo served as Project Manager for a retail development company that focused on the redevelopment of 2-4 acre urban infill deals. The company purchased a bulk package of closed gas stations, so he was also involved in entitlements, construction management and remediation of these former gas stations. Within 3 years he successfully sourced and entitled a total of 21 Pharmacy-anchored centers which included construction of projects with national credit tenants such as, CVS, Walgreens and Rite-Aid, and other discount stores. He also facilitated the development of 12 Auto Zone sites and 3 discount 99 Cent Stores. As part of his management role, he was also responsible and successful for sourcing and obtaining grants or other public subsidies to redevelop these closed gas station sites.



In 2001, James Acevedo was instrumental in securing the first 50,000 square foot regional supermarket in Pacoima, a lower income Latino community in the San Fernando Valley after all other markets abandoned this community. This community had to drive miles for basic needs such as milk and diapers for their children until Superior Grocers committed to build the only grocery store for miles. Superior has successfully operated at this location for years to this day.



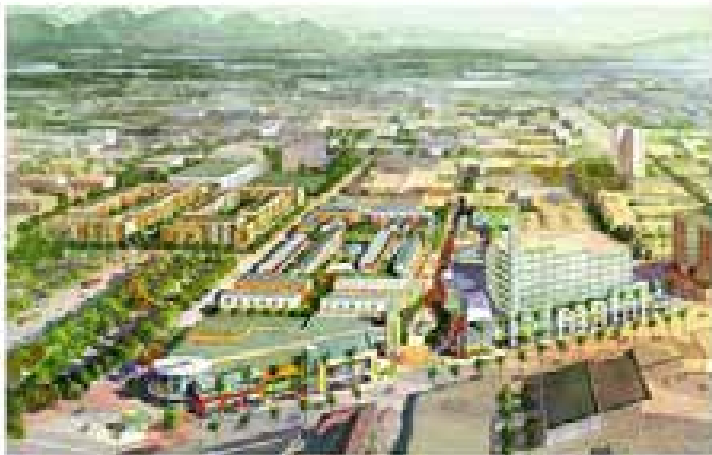
McDonald's – Chevron Co Brand

James Acevedo was responsible for the co-branding development of this Chevron and McDonald's infill development near USC.



### Nolte Loft Housing at USC

Carras conducted the Investment Feasibility Analysis, facilitated Site Acquisition negotiations, expedited Entitlements & Financing for these 22 Multifamily Student Units which included a Historic Renovation, Adaptive Reuse & New Construction on the USC Shuttle Line, Los Angeles, CA



### Mixed Use Transit Development - North Hollywood Commons

Carras, in her capacity as Asist. Deputy Mayor, managed the Development Team which included 2 City Council Offices, several government agencies, such as, METRO, LAUSD and CAL-Turns, to redevelop this CATALYTIC 28-acre mixed-use transit-oriented retail, housing, office, and first of its kind, urban-intel high school that involved her facilitation of instrumental \$18 million of public funding participation for this \$238 million project located within blocks of the Redline Metro Station, North Hollywood, Los Angeles, CA



### Status: Complete in 2006

Description: 278 lofts, 14 live/work units, and 60,000 SF of retail. Initially anchored by a super market, the retail includes a Panera Bread, Wells Fargo, Coffee Bean, Coldstone Creamery, and others

**CHESTERFIELD SQUARE: a 12-acre shopping center** anchored by Home Depot and Food-4-Less in South Los Angeles, a CRA Redevelopment Project Area. Other national credit tenants such as Starbucks, McDonalds, and Walgreens joined this catalytic project which was a major turning point for this market. For some of these tenants this was their first trial run in low-income underserved communities. Fortunately, after a lot of convincing and other incentives, these retailers boast above average sales which resulted in new stable permanent jobs for this neglected community.



During her tenure as Deputy Mayor of the City of LA, Carras evaluated, negotiated and approved on behalf of the Mayor's Office, the gap financing required to develop this catalytic project, involving complicated financial modeling to support the different funding sources to meet developer's returns, lender requirements, and city objectives. With her leadership and oversight of the Community Development Department staff, the City funded an \$8 million subsidy comprised of an EDA grant with a city CDBG match of funds, Section 108 and BICIF, most of which was being repaid through site-specific revenues. A very successful public-private partnership.



Status: Built and successfully leased to national credit tenants, some of which chose this site as their first entry into South Los Angeles.

## VERMONT/SLAUSON



**NORTH ELBURN**

**VERMONT SLAUSON** Economic Development Corporation, (VSEDC), a community based nonprofit Developer

As Deputy Mayor, Carras facilitated and expedited the development of this \$13.5 million retail site, assisting the developer with retail leasing, political strategy and public policy issues. As the public official responsible for underwriting such projects, Carras secured over \$2 million in public funding of this project. Carras provided underwriting analysis for Genesis LA to fill the remaining economic gap that was necessary to build the project after negotiating a variety of complex financial aspects resulting in successfully funding the project.



Carras also prepared and updated a public jobs benefit analysis report in order to support gap-financing requirements of the City of Los Angeles.

**Redevelopment of a 33-acre Brownfield's Site, entitled for 550,000 sq. ft. Industrial Business, Los Angeles, CA, also located in a Redevelopment Agency Earthquake Recovery Area and a State Enterprise Zone San Fernando Valley, Los Angeles County, CA.**



Branford Partners, LLC, through its Managing Partner, WRC Development, LLC, managed by Joanne Carras, was instrumental in securing entitlements, negotiating acquisition and a community outreach benefits package for job creation, remediating the former municipal landfill, funding the environmental remediation and selling this former City Yard and Municipal Landfill to Trammel Crow for the construction of the Regional Federal Express Operational Facility.

Acquisition, development and management of the 33-acre site required years constant collaboration with the City of Los Angeles in development efforts because of the city's liability for this former municipal landfill that had high concentrations of methane gas, among other hazards, in the heart of the San Fernando Valley.

Ms. Carras negotiated site acquisition with environmental indemnities and over \$10 million in HUD Block Grant loan with a matching \$750,000 Brownfield Grant which leverage greater returns for the private sector risk. She managed the due diligence of complicated environmental and severe liquefaction issues coordinating with State and City environmental regulatory bodies and environmental professionals.

Ms. Carras was responsible for the financial analysis and underwriting for private and public sector financial structuring and financial packaging for debt and investment.

Ms. Carras also effectively negotiated the Community Benefits Package and developed the community outreach strategy, political strategy, and generated the public policy analysis, public benefits and wage analysis for job creation, wages and public revenues.



Dates: January 2000 – August 2008

Status: Branford Partners acquired the site for \$100,000 but after Ms. Carras accomplished all of the entitlement and remediation, Branford sold the site for over \$18 million for Federal Express to build its Regional Headquarters operation which generated over 200 new jobs.

Ms. Carras began work on this project as Assistant Deputy Mayor, and continued working on the project periodically while serving Genesis LA. Eventually, in June 2003, Ms. Carras was engaged as a consultant to the project and a key member of the development team prior to becoming the managing principal in April 2004.







## SELECT PROJECT SUMMARIES

Project Name	Phase	Description	Land Uses	Start Date
<b>The Gateway 60-acre Phased Mixed Use TOD (El Monte, CA)</b>	Completed Infrastructure & Environmental Remediation	Planning, Design, and Construction of new public streets, installation of wet/dry utilities, street lights, PRW, landscaping and ADA connections to adjacent Metro Station. Prior to construction the scope of work included demolition of former City's public works facilities and extensive remediation of contaminated soils due to prior landfill uses.	Public & Private Infrastructure & Environmental Remediation	Construction start of 6/1/2014
<b>The Gateway 60-acre Phased Mixed Use TOD (El Monte, CA)</b>	Completed and 100% Leased	The Exchange is a 132 multifamily Affordable Housing units for rent LIHTC project developed by Jamboree Housing, a non profit organization	Multifamily Affordable Housing	Construction start of 4/2014

4/20/2016

Completion Date	Developer Role	Cost / Valuation	Financing Sources	Team Member Roles
10/19/2015	Master Developer - Fee Development Services to the City	\$32 Million	State HCD Infill Grant Funds - \$14.9M + City Match Funds - \$4.9M + Lo-Mod Bonds \$1.5M + Grapevine Equity \$9.2M + \$1.5M Grant to Affordable Housing Partner, Jamboree + 1.25 City Predevelopment Loan/Forgiven	<b>James Acevedo</b> - Master Developer and negotiated City Agreements, General Contractor. <b>Joanne Carras</b> - CFO primarily responsible for underwriting. Negotiating all City Development Agreements, Environmental Liability Issues. HCD & City Draws and disbursements to GC. <b>Miguel Vasquez</b> - Project Manager, Coordinated Affordable Housing & Insurance Issues
Certificate of Occupancy 9/17/15	Master Developer responsible for installation of infrastructure to the bldg and provided \$1.5M Cash Grant to Jamboree to qualify for Tax Credits	\$23,010,173 (hard building costs only) Total Project Costs \$34 Million	Union Bank Permanent Loan - \$4.4M First DOT + Union Bank Tax Credit Investor - \$23M + HOME Loan - \$2.5M City of El Monte Land Loan - \$4.5M as Seller Carry Back to Affordable Housing + Predevelopment Subsidy - \$1.25M Grapevine Grant to Affordable Housing \$1.5M	<b>James Acevedo</b> - Master Developer & Construction Management. <b>Joanne Carras</b> - primarily responsible for deal structure, economic analysis, feasibility, underwriting public and private investments, and contract negotiations. <b>Miguel Vasquez</b> - Project Manager, oversees design & construction, coordinates between public and private entities.

## SELECT PROJECT SUMMARIES

Project Name	Phase	Description	Land Uses	Start Date
<b>The Gateway 60-acre Phased Mixed Use TOD (El Monte, CA)</b>	Under Development Parcel 3	Proposed mixed use development of 46,000 sq ft Retail, 9,000 sq ft Restaurant and 200 units of market rate multifamily	Mixed Use Transit Development	Currently undergoing CEQA Amendment. Estimated start of construction is mid 2017.
<b>The Gateway 60-acre Phased Mixed Use TOD (El Monte, CA)</b>	Under Construction Parcel 2	212 Unit Market Rate Multifamily Housing	Mixed Use Transit Development	Currently in design phase - Estimated start of construction is September 2016.

4/20/2016

Completion Date	Developer Role	Cost / Valuation	Financing Sources	Team Member Roles
Construction is anticipated to take 24 months.	Owner / Developer	Valuation upon completion is \$105 Million	Construction / Perm loan	<b>James Acevedo</b> - Master Developer & Construction Management. <b>Joanne Carras</b> - primarily responsible for deal structure, economic analysis, feasibility, underwriting public and private investments, and contract negotiations. <b>Miguel Vasquez</b> - Project Manager, oversees design & construction, coordinates between public and private entities.
Estimated CofO is Jan 2018	Owner / Developer	Valuation upon completion is estimated at \$79M at stabilization	Construction / Perm loan	<b>James Acevedo</b> - Master Developer & Construction Management. <b>Joanne Carras</b> - primarily responsible for deal structure, economic analysis, feasibility, underwriting public and private investments, and contract negotiations. <b>Miguel Vasquez</b> - Project Manager, oversees design & construction, coordinates between public and private entities.

## SELECT PROJECT SUMMARIES

Project Name	Phase	Description	Land Uses	Start Date
<b>The Gateway 60-acre Phased Mixed Use TOD (El Monte, CA)</b>	Under Construction Parcel 4	208 Unit Market Rate Multifamily Housing and 25,000 sq ft Retail + a 4,000 SF Community Center	Mixed Use Transit Development	Currently in design phase - Estimated start of construction is June 2016.
<b>The Gateway 60-acre Phased Mixed Use TOD (El Monte, CA)</b>	Under Development Parcel 5	Proposed mixed use development of 100,000 sq ft of Retail/Restaurant, 35,000 sq ft Cinema, 210 key hotel, and 100,000 sq ft Office, as well as 1,700 parking spaces.	Mixed Use Transit Development	Currently undergoing Planning approval & CEQA Amendment. Estimated start of construction is early 2017.
<b>Neighborhood Partners, a 501C Not for Profit</b>	Completed	Renovation, Rehab and Ground up Construction of over 350 Affordable Housing Rental Units	Multi Family	

4/20/2016

Completion Date	Developer Role	Cost / Valuation	Financing Sources	Team Member Roles
Estimated Completion is May 2018	Owner / Developer	Valuation upon completion is estimated at \$94M at stabilization	Construction / Perm loan	<b>James Acevedo</b> - Master Developer & Construction Management. <b>Joanne Carras</b> - primarily responsible for deal structure, economic analysis, feasibility, underwriting public and private investments, and contract negotiations. <b>Miguel Vasquez</b> - Project Manager, oversees design & construction, coordinates between public and private entities.
Construction is anticipated to take 30 months.	Owner / Developer	Valuation upon completion is estimated \$315M +	Construction / Perm loan	<b>Joanne Carras</b> - negotiated complex multi-party public - private land acquisition, public (DOF & City) financing structure with private sector, managing programming, marketing and leasing efforts negotiating with several national business operators retail, dining and hospitality.
Completed	Fee Developer		Tax Credits and Other City of LA Subsidies	<b>James Acevedo</b> served as Chair of the Non-profit, and in that capacity he also served as Fee Developer & Construction Manager of all of these rental units in the San Fernando Valley of Los Angeles. He arranged for all of the public & private financing to either rehab or build these units from the ground up.

## SELECT PROJECT SUMMARIES

Project Name	Phase	Description	Land Uses	Start Date
<b>FDIC - Regional Legal Offices &amp; Legal Library in Downtown Los Angeles</b>	Completed	Developed RFP, Site Selection, Economic Analysis, Negotiated Leases, Prepared & Presented Board Recommendations for Design, Construction and Leasing of FDIC Regional Legal Offices	28,000 SF of New Regional FDIC Legal Offices & Law Library in the heart of Los Angeles Financial District	1994
<b>FDIC Regional Offices - Atlanta</b>	Completed	Developed RFP, Site Selection, Economic Analysis, Negotiated Leases, Prepared & Presented Board Recommendations for Design, Construction and Leasing of FDIC Regional Offices	330,000 SF of Regional Executive Offices for FDIC Employees including State of the Art Technology & Records Management Space	1993
<b>FDIC Headquarters Offices 1700 Pennsylvania Ave &amp; 1730 Pennsylvania Ave., Washington D.C.</b>	Completed	Developed RFP, Site Selection, Economic Analysis, Negotiated Leases, Prepared & Presented Board Recommendations for Design, Construction and Leasing of expansion of FDIC HQ Offices	220,000 SF Expansion of HQ Office Space for FDIC Management Offices	1993
<b>FDIC - Regional Offices Relocation - Chicago</b>	Completed	Developed RFP, Site Selection, Economic Analysis, Negotiated Leases, Prepared & Presented Board Recommendations for Design, Construction and Leasing of FDIC Regional Offices	350,000 SF of Regional Executive Offices for FDIC Employees including State of the Art Technology & Records Management Space	1994



4/20/2016

Completion Date	Developer Role	Cost / Valuation	Financing Sources	Team Member Roles
1996	Ms. Carras served as Project Manager & Senior Real Estate Executive during Ms. Carras Tenure with the FDIC	TI Cost = \$1.2 Million + Rent under the terms of the Lease (not including FFE)	FDIC Funded	<b>Joanne Carras</b> served as Project Manager for Site Selection, Negotiated Lease terms and oversaw Design & Construction of Tenant Improvements for this FDIC Legal office in the heart of downtown Los Angeles.
1997	Ms. Carras served as Project Manager & Senior Real Estate Executive during Ms. Carras Tenure with the FDIC	TI Cost = \$9.9 Million + Rent under the terms of the Lease (not including FFE)	FDIC Funded	<b>Joanne Carras</b> served as Project Manager for Site Selection, Negotiated Lease terms and oversaw Design & Construction of Tenant Improvements for this 330,000 SF office space in the iconic (former) IBM Tower in the heart of downtown Atlanta.
1999	Ms. Carras served as Project Manager & Senior Real Estate Executive during Ms. Carras Tenure with the FDIC	TI Cost = \$7.7 Million + Rent under the terms of the Lease (not including FFE)	FDIC Funded	<b>Joanne Carras</b> served as Project Manager for Site Selection, Negotiated Lease terms and oversaw Design & Construction of Tenant Improvements for this Office expansion in the CBD of Washington, D.C. across from the White House.
1998	Ms. Carras served as Project Manager & Senior Real Estate Executive during Ms. Carras Tenure with the FDIC	TI Cost = \$9.9 Million & Rent under the terms of the Lease (not including FFE)	FDIC Funded	<b>Joanne Carras</b> served as Project Manager for Site Selection, Negotiated Lease terms and oversaw Design & Construction of Tenant Improvements for this office relocation from the Merch to New Office Space on Monroe in the heart of Chicago's financial district.

## SELECT PROJECT SUMMARIES

Project Name	Phase	Description	Land Uses	Start Date
<b>FDIC/RTC Regional Offices - Irvine, CA</b>	Completed	Developed RFP, Site Selection, Economic Analysis, Negotiated Leases, Prepared & Presented Board Recommendations for Design, Construction and Leasing of FDIC Regional Offices	Regional Executive Offices for FDIC Employees including State of the Art Technology & Records Management Space	1993
<b>FDIC Regional Offices - New York, NY</b>	Completed	Developed RFP, Site Selection, Economic Analysis, Negotiated Leases, Prepared & Presented Board Recommendations for Design, Construction and Leasing of FDIC Regional Offices	280,000 SF of Regional Executive Offices for FDIC Employees including State of the Art Technology & Records Management Space	1993
<b>Village Green of Gilroy, (Gilroy, CA)</b>	Completed	A Senior Housing aged-restricted development in 3 phases; <ul style="list-style-type: none"> <li>• Phase I - 75 Unit LIHTC Affordable Senior Units</li> <li>• Phase II - 76 Single Family Cottages (Age Restricted)</li> <li>• Phase III - 162 bed Assisted Living &amp; Alzheimer facility</li> </ul>	PUD - Aged restricted senior housing development	Construction on Phase I commenced in 2001.

4/20/2016

Completion Date	Developer Role	Cost / Valuation	Financing Sources	Team Member Roles
1996	Ms. Carras served as Project Manager & Senior Real Estate Executive during Ms. Carras Tenure with the FDIC	TI Cost = \$9.6 Million & Rent under the terms of the Lease (not including FFE)	FDIC Funded	<b>Joanne Carras</b> served as Project Manager for Site Selection, Negotiated Lease terms and oversaw Design & Construction of Tenant Improvements for this Office Space
1997	Ms. Carras served as Project Manager & Senior Real Estate Executive during Ms. Carras Tenure with the FDIC	TI Cost = \$10.3 Million + Rent under the terms of the Lease (not including FFE)	FDIC Funded	<b>Joanne Carras</b> served as Project Manager for Site Selection, Negotiated Lease terms and oversaw Design & Construction of Tenant Improvements for this office & law library in the heart of the financial district in NY.
The final Phase III was placed into service in early 2007.	Developed by Coastal Rim Properties, Inc.	Phase I Apts - \$12,500,000. Phase II Cottages - \$23,000,000. Phase III Assisted/Alz Facility - \$38,000,000.	Phase I - financed by CA/Fed LIHTC Phase II - Construction Loan by Heritage Bank, San Jose. Phase III - Sale/Lease back with Health Care REIT, Toledo OH.	<b>Miguel Vasquez</b> - Project Manager. Upon final phase build out of the Assisted/Alz facility, Miguel served as the Responsible Managing Officer for Coastal Rim Properties' general contracting operations. Managed construction operations, contracts and executed quality control. Lead contact with the City/County depts., consultants, operator, lender and investors.

## SELECT PROJECT SUMMARIES

Project Name	Phase	Description	Land Uses	Start Date
<b>San Joaquin Villas</b> (Firebaugh, CA)	Completed	a Public/Private Partnership to develop 21 affordable homes for local farmworkers.	PUD - small lot subdivision.	Construction began 2010.
<b>Elkhorn Court</b> (San Mateo, CA)	Completed	a Mixed Use development including 197 market rate multifamily apts and 128,500 Sq Ft Class A Office Bldg.	Mixed Use - 2 unit condominium subdivision.	Construction on the 197 unit Type V over podium project began Aug. 2012. The office bldg start is still pending.

4/20/2016

Completion Date	Developer Role	Cost / Valuation	Financing Sources	Team Member Roles
2011	A joint venture btwn California Community Builders and Coastal Rim Properties, Inc.	\$4,550,000	A combination of \$770,000 AHP funds, City land loan, Construction loan from Bank of the West, and take out loans from USDA Rural Housing program	<b>Miguel Vasquez</b> - VP Development Services. Served as the Responsible Managing Officer for Coastal Rim Properties' general contracting operations. Managed all phases of horizontal and vertical construction development.
Completion of Apts Dec. 2014.	Land Development & Pre-development by Coastal Rim Properties Inc. Sold Apts to Essex REIT in 2012 for \$16,745,000.	Apts - \$58,000,000. Office is estimated at \$56,525,000 at completion.	Privately financed land development. Sold Apts to Essex REIT for \$85,000 per door in 2012.	<b>Miguel Vasquez</b> - VP Development Services. Responsible for ACQ due diligence, all phases of entitlement process & negotiations for disposition to Essex. Managed the A&E team throughout the construction drawings to bldg permit issuance. Responsibilities included feasibility & financial analysis, supervision of land planning, processing of entitlements & key contact for all City matters, consultant coordination, & mgmt of all legal matters.

## SELECT PROJECT SUMMARIES

Project Name	Phase	Description	Land Uses	Start Date
<b>Promenade Pointe</b> (Santa Ana, CA)	Completed	A Mixed Use development including 278 market rate multifamily apts, 13,000 Sq Ft retail, and 120 key hotel.	Mixed Use Development with a greater Specific Plan area.	Entitlements were secured in 2006. Bldg Permits were issued in Summer 2008 and construction commenced in Sept 2008.



4/20/2016

Completion Date	Developer Role	Cost / Valuation	Financing Sources	Team Member Roles
Construction was halted as the Great Recession unfolded and the project was tabled and eventually sold.	Land Development & Pre-development by Coastal Rim Properties Inc. A joint venture btwn Coastal Rim and Point of View Development for the vertical development.	Project valuation at completion was estimated at \$128,000,000.	Private funding for pre-development phase. 90/10 JV structure for vertical phase with a pre-dev land loan financed by Bank MidWest.	<b>Miguel Vasquez</b> - VP Development Services. Key participant on the project management team. Managed the entitlement process, consultant coordination, oversight of design development and served as the key contact with the City. Performed project feasibility and financial analysis.

## MULTI-FAMILY EXPERIENCE

James Acevedo, Sponsor Developer  
From April 1996 to May 2016

MULTI-FAMILY PROJECT NAME/LOCATION	NUMBER OF UNITS	REHAB or GROUND UP CONSTRUCTION	
The Exchange, an Affordable Housing Complex (Parcel 1 - Phase 1 of the Gateway Mixed-Use Transit Development) in El Monte, Los Angeles County, CA	132	Ground Up Construction	** As the Master Developer & Investor for this Affordable Housing Project 9% State Tax Credits, Secured the State Construction Management.
Parcel 4 of the Gateway Mixed-Use Transit Development, Market Rate Multifamily Units + 25,000 SF of Retail + 4,000 SF Community Room	208	Ground Up Construction	** Key Principal & Master Developer Member of Grapevine Advisory Board, securing entitlements, community outreach, underwriting the capital structure
Parcel 2 of the Gateway Mixed-Use Transit Development, Market Rate Multifamily Units	212	Ground Up Construction	** Key Principal & Master Developer Member of Grapevine Advisory Board, securing entitlements, community outreach, underwriting the capital structure
Harbour Community, 12157 San Fernando Road, an Affordable Housing Complex in the San Fernando Valley, Los Angeles County, CA	39	Rehab	Key Principal (President, Founding Partner) Construction Management.
Paz Villas, 14643 Blythe Street, an Affordable Housing Complex in Van Nuys, Los Angeles County, CA	14	Rehab	Key Principal (President, Founding Partner) Construction Management.
Willow Tree Village, 12001 Foothill Blvd., Sylmar an Affordable Housing Complex in Los Angeles County, CA	49	Ground Up Construction	Key Principal (President, Founding Partner) Construction Management.
Orozco Villas, 8920 Orion, an Affordable Housing Complex in the San Fernando Valley, Los Angeles County, CA	32	Rehab	Key Principal (President, Founding Partner) Construction Management.
Memory Park, 4 Affordable Housing Buildings in North Hills, Los Angeles County, CA	53	Rehab & Ground Up Construction	Key Principal (President, Founding Partner) Construction Management.
Vargas, 8852 Orion, North Hills, an Affordable Housing Complex in Los Angeles County, CA	10	Rehab	Key Principal (President, Founding Partner) Construction Management.
Garcia - Marquez Apartments, an Affordable Housing Complex in North Hills, Los Angeles County, CA	20	Ground Up Construction	Key Principal (President, Founding Partner) Construction Management.
<b>TOTAL UNITS</b>	<b>769</b>		

\*\* Note that when the State of California abolished redevelopment, the cities no longer had the typical resources to facilitate needed housing in forming true public-private partnerships that leveraged public assets to provide needed housing, retail and other services to underserved, and accomplish their redevelopment goals.

ACEVEDO ROLE	Capital Stack/Funding Sources	DATES: Completed (Placed into Operation) & Continued Management
tor Sponsor, Acevedo, selected the Non-Profit Partner, Provided the Underwriting & Equity Funding for the late Housing & Community Development (HCD) Grant, struction Management	Private Equity from Acevedo + HOME Funds from City + State Tax Credit Equity Investment	Building completed and 100% leased by 10/1/2015
loper/Owner (Managing Partner   CEO & Founding rs, LLC) managed the negotiations of acquisition, public-private partnership agreements, grant funding, y, Design Development & Construction Management	Private Equity, Private Debt, State Housing & Community Development (HCD) Grant	Secured Entitlements, Underwriting & Funding via Public-Private Partnership, Commenced Construction of Infrastructure & Site Work in June 2014 and completed certified pad ready for Vertical Construction by December 2015
loper/Owner (Managing Partner   CEO & Founding rs, LLC) managed the negotiations of acquisition, public-private partnership agreements, grant funding, y, Design Development & Construction Management		Secured Entitlements, Underwriting & Funding via Public-Private Partnership, Commenced Construction of Infrastructure & Site Work in June 2014 and currently a certified pad ready for Vertical Construction by March 2015
Member & Board of Directors), Acquisition, Financing, Oversight of Leasing & Property Management	TCAC + HCIDLA + HCD	7/30/1997 & 2/15/14
Member & Board of Directors), Acquisition, Financing, Oversight of Leasing & Property Management	LAHD + State Tax Credit Equity Investment	10/8/1998 & 2/15/14
Member & Board of Directors), Acquisition, Financing, Oversight of Leasing & Property Management	HUD Financing	12/21/2001 & 2/15/14
Member & Board of Directors), Acquisition, Financing, Oversight of Leasing & Property Management	TCAC + HCIDLA	7/30/1998 & 2/15/14
Member & Board of Directors), Acquisition, Financing, Oversight of Leasing & Property Management	Federal Tax Credit Equity	9/1/1998 & 2/15/14
Member & Board of Directors), Acquisition, Financing, Oversight of Leasing & Property Management	HCIDLA	4/15/1997 & 2/15/14
Member & Board of Directors), Acquisition, Financing, Oversight of Leasing & Property Management	HCIDLA	4/28/1997 & 2/15/14

& commercial developments so Grapevine Advisors, LLC, managed by James Acevedo, provided creative financing structures that resulted neglected, lower and moderate income communities. Grapevine has been showing cities how to re-structure transactions in order to

**SELECTED PROJECT HIGHLIGHTS**  
**JOANNE CARRAS**

**The Gateway – a 60-acre Master Planned Mixed-Use Transit Oriented Project, El Monte, CA**

**Ownership:** Grapevine Advisors, Gateway Two, Gateway Four and Gateway Five  
**Overview:** This cornerstone project is located along Interstate 10 and Santa Anita Ave in the San Gabriel Valley. Carras is a limited partner and provides fee development and project management services, including site acquisition of the assemblage of multiple parcels, entitlement expediting and public-private financing strategies. This project straddles the largest Metro multi-modal transit station west of Chicago is being phased and upon completion this project is valued in excess of \$1 Billion.  
**Dates:** January 2013 – Present  
**Status:** Under Design and Development and Construction

**The Brickyard, a future single family subdivision, Tolleson, AZ**  
**City Hall Redevelopment, City of Tolleson, AZ**  
**Mixed Use Retail, Tolleson, AZ**

**Overview:** Grapevine Development is master planning, financing and redeveloping several city-owned properties in the city of Tolleson and Ms. Carras is instrumental in all aspects of development, leasing and finance for these projects.  
**Dates:** November 2015 to Present  
**Status:** Design & Development

**Vineland Commercial, Los Angeles, CA**

**Ownership:** Valenzuela Properties, LLC  
**Overview:** Vineland is a redevelopment project in the San Fernando Valley where land was assembled, entitled, designed for the construction of a 21,000 SF 2-story commercial building. Carras has been instrumental in finalizing entitlements for permitting construction, city coordination and leasing the building.  
**Dates:** May 2013 to Present  
**Status:** Built and Leasing

**Prior to joining Grapevine Development exclusively, Ms. Carras was involved with the following:**

**Sunset and Highland – a Mixed-use Project, Hollywood Redevelopment – Los Angeles, CA**

**Owner/Client:** YDM-DaNur Properties  
**Overview:** This cornerstone project is located in the heart of Hollywood and in the Hollywood Redevelopment Project Area. Ms. Carras is providing the owners fee development and project management services, including site acquisition due to the assemblage of multiple parcels, entitlement expediting and financing strategies.  
**Dates:** January 2004 – December 2011  
**Status:** Under Design and Development

**Lankershim and Strathern – an urban infill Mixed-Use Project – Retail**

**Owners/Partners:** Lankershim Retail Group, LLC and LS Development, LLC  
**Overview:** This urban infill location involved acquisition of multiple parcels to arrive at approximately 4.7 acres of land for proposed development of approximately 45,000 SF of retail/commercial uses, and 100 units of work-force housing. Ms. Carras is a partner/fee developer and project manager, including entitlement expediting, leasing, design and financing strategies. This project was 100% pre-leased by Carras to national credit tenants.  
**Dates:** August 2008 – Present  
**Status:** Entitled, Under Design and Development

**Vermont Manchester Entertainment Village – an urban infill Mixed-Project – 220,000 SF of Office and 130,000 SF of Retail/Commercial**

**Owner/Client:** Seasony Commercial Development  
**Overview:** This urban infill project stretches along 3 city blocks in South Los Angeles – Community Redevelopment Area, Federal Empowerment Zone and State Enterprise Zone. At one time this was a thriving shopping mall that was torched during the L.A. Riots.  
**Dates:** May 2006 to March 2011

### SELECTED PROJECT HIGHLIGHTS JOANNE CARRAS

#### Development of Contaminated 10-acre parcel in the San Fernando Valley, California

**Owner/Client:** MWH Development and The Acevedo Group/De Colores Inc.  
**Overview:** Site acquisition and development of a 10-acre contaminated site to be developed into 125 single family homes. Carras provided advised on site acquisition strategy, project management of environmental issues and secured financing.  
**Dates:** March 2006 – March 2008  
**Status:** Built and Sold Out.

#### Site Acquisition and Investment Feasibility Analysis, University Loft Apartments, Los Angeles, California

**Client:** Karr Development, LLC  
**Services:** Investment Feasibility and Market Analysis/Political Strategy and Consulting  
 Prepared an investment feasibility analysis and conducted pre-development due diligence on behalf of client to secure financing for client to acquire and develop the apartment site. Prepared financial projections, development budget and assisted client with the selection of the development team. We assisted the client with political strategy and community outreach in order to take advantage of the density bonus. She also assisted her client Historic HPOZ benefits which was resulted in Historic Tax Credits.  
**Dates:** March 2003 – October 2006  
**Status:** Project Completed and 100% Leased

#### Redevelopment Mixed Use Retail and Residential Projects, Menlo Park, South Los Angeles, CA

**Partner/Client:** Canaan Housing and the Second Baptist Church and Balinda Karr Properties  
**Overview:** Fee Development and consulting on several urban infill projects, including developing and executing acquisition strategies, financing strategies for debt and equity, redevelopment strategy, development team coordination, political strategy and public outreach for several potential projects and underutilized, blighted properties.  
**Dates:** March 2004 – November 2006

#### Acquisition, Financing and Master Development of 1,462 acre-Master Planned Community, Park City area, Utah

**Partners:** Monarch Resort Communities, LLC  
**Overview:** Acquisition and Development, including entitlements, market feasibility, capital structures, and marketing of proposed project that includes 982 residential units, golf course and club house, spa, hospitality, and commercial development. Entitlements were successfully secured and land sold.  
**Dates:** January 2004 to October 2006

#### Development of 22-acre Residential Project, Sedona, Arizona

**Partners:** Monarch Resort Communities, LLC  
**Overview:** Acquisition and Development, including entitlements, and financing structures of a proposed residential community that we successfully entitled to include interval ownership, commercial and park space.  
**Dates:** January 2004 - September 2006  
**Status:** Entitlements were successfully achieved and the land was sold.

#### Theologos – Athens, Greece – 2,200 SF Custom Home

**Owner/Developer:** Joanne Carras and Businga Katenta  
**Overview:** Site selection and market analysis for acquisition and construction of custom home investment on the Mediterranean Sea.  
**Dates:** October 2004 – June 2008  
**Status:** Completed

**Redevelopment of a 24.7-acre Brownfield's Site – currently 550,000 sq. ft. Industrial site owned by Price Pfister/Black and Decker, to be converted into a 375,000 sq. ft. mixed-use Community Retail and Industrial Center, anchored by Lowe's Home Improvement, Picoima, CA, also located in a Redevelopment Agency Earthquake Recovery Area and a State Enterprise Zone**

**Clients:** Sutter Paxton Retail, LLC and Lowe's Home Improvement  
**Overview:** Fee Development Services/Project Management/Financial Consulting  
 Site acquisition and development, including due diligence of significant environmental issues, expediting and managing entitlement process, land use planning, consultant selection and oversight

### SELECTED PROJECT HIGHLIGHTS JOANNE CARRAS

market feasibility analysis, marketing, lease negotiations, financial analysis and underwriting for private and public sector funding, financial structuring and financial packaging for debt and investment opportunities. Carras also negotiated the national credit tenant leases for this proposed development.

Dates: July 2003 – January 2004

#### **Redevelopment of proposed Industrial Business Park, Inglewood, CA - over 180,000 SF of new industrial and retail space.**

Partners: Ardent Real Estate Investments and South LA Economic Alliance

Overview: Development Services/Political Strategy/Market Feasibility/Financial Analysis.

Prepared and submitted RFP proposals to the Inglewood Redevelopment Agency providing several development strategies, market feasibility analysis, financial projections, gap financing strategies, public policy and public benefits analysis. In addition, engaged to prepare an Economic Development Analysis for the City of Inglewood to determine the economic feasibility of redevelopment options and potential tax revenue streams to the city and the redevelopment agency focused on two city-owned parcels, to jump-start catalytic development opportunities for the proposed 35-acre Inglewood International Business Park. The 35-acre blighted urban infill site, did not meet the conditions of FAA's No Fly Zone funding, so the City needed to explore viable economic options to leverage the private sector investment with other public funding opportunities by recycling funds, and use of public infrastructure grants, which I analyzed and presented to city officials.

Dates: October 2002 to October 2003

#### **Investment Feasibility Analysis, Site Acquisition, Lease Negotiations, Apartment Development-Student Dormitory, University of Southern California Campus, Los Angeles, Ca**

Client: Valley Campus Ministries, a non-profit faith based organization

Services: Investment Feasibility/Lease Analysis and Lease Negotiations.

Prepared an Investment Feasibility Analysis to arrive at purchase price and acquisition terms, based on capital improvements, operating budget, zoning and code compliance, and other due diligence issues. Secured site control for client. In addition, negotiated and drafted commercial lease for client.

Dates: October 2002 – December 2003

Status: Successfully negotiated a long term lease with Option to Purchase for Client

#### **Vermont Slauson Center, a south Los Angeles mixed-use project recently completed with Gigante Supermarket serving as the anchor tenant of this 4.5 acre site with more than 57,000 of new retail and office space.**

Client: Vermont Slauson Economic Development Corporation, (VSEDC), a community based nonprofit Developer

Services: As Assistant Deputy Mayor, facilitated and expedited the development of this \$13.5 million retail site, assisting the developer with retail users, political strategy and public policy issues. As the public official responsible for funding such projects, she performed the underwriting and secured over \$2million in public funding of this project. At Genesis LA, she continued to facilitate the gap financing strategy for this project, provided underwriting analysis for Genesis LA to fill the remaining economic gap that resulted in the project being built. Negotiated a variety of complex financial aspects which resulted in successfully funding the project, including maximize the construction and permanent loans with private sector lenders given her in-depth market knowledge for similar South Los Angeles projects. Global Economic Strategies, owned and managed by Carras, prepared and updated a public benefit analysis report for client in order to support gap-financing requirements of the City of Los Angeles.

Dates: January 2000 – June 2003

Status: Project Completed/Center Opened: October 2003 and still thriving.

#### **GENESIS LA**

##### **Executive-In-Charge Real Estate Development and Urban Growth Programs**

July 2001 – June 2003

Genesis LA is a nonprofit Corporation that focuses on stimulating economic development in Los Angeles County by applying market-driven solutions through innovative private sector strategies to assist developers, businesses and cities with economic development goals promoting smart growth, provided needed services and job creation.



### SELECTED PROJECT HIGHLIGHTS JOANNE CARRAS

Ms. Carras was asked to direct the transition of this non-profit initiative at the request of the Mayor Riordan's Office, and she specifically managed the following areas:

- **Economic Development and Gap Financing** for numerous real estate projects in the City of Los Angeles in order to stimulate economic growth and promote quality job creation. These projects are located in either Redevelopment Project Areas or in areas of high unemployment and low-to-moderate income. Projects vary in size 4 acres to over 200 acres. Carras managed over 16 projects in different stages of development, including projects where Genesis LA will be providing its own funds for gap financing. Projects vary from mixed-use, retail, industrial, commercial, and include the potential for public recreational areas through private sector corporate sponsors. Most of the projects needed gap financing or involved innovative financial structures to attract traditional investment sources.
- **Investment Funds**, assist with the creation of innovative Investment Funds to fund projects in economically distressed areas. Funds include the Genesis LA Real Estate Fund (\$85 million) and Genesis-Fulcrum Growth Capital Fund (\$20 million). Funds under development include the Genesis Workforce Housing Fund. These funds are designed to be flexible and to take on more risk than traditional financing sources and they can act as equity or mezzanine debt.
- **Economic Analysis**, independent financial analysis and economic projections of real estate development projects, including market feasibility studies, creation of development budgets, financial projections, cost estimating, sources and uses financial models, development of funding models with assumptions for gap funding assistance to determine reasonableness of gap financing requests.
- **Public Benefits Analysis**, independent financial analysis and projections of public benefits for real estate development projects, including property tax increment and site-specific revenues, job wage analysis and other public benefits.
- **Grant Strategies**, consulting, research and processing of public and private grant applications for clients. Expertise in grant types includes: HUD (Section 108, BEDI, EDI), EDA, CDBG, BGIF, TIF, TNIs, Historical Tax Credits, Technical Assistance Grants, as well as, private sector grants from foundation sources.
- **Urban In-Reach Strategies** where through marketing and education, businesses are actively solicited and enticed to invest in urban core areas where investment has been lacking for years. In some cases we assist the business in relocation and expansion into these areas, in other cases, we develop marketing strategies to network and introduce businesses to developers and cities.
- **Advisory Consulting Services** included economic development consultation, oversight of the redevelopment process, negotiation of business and economic deal points, public policy issues, community outreach, bond financing strategies, financial resource networking to a variety of funding sources, financial modeling of complex deals.

**Workforce Housing Fund**, a \$100,000 million investment fund designed to fund housing development opportunities targeting low-to-moderate income families.

Client: Genesis LA Economic Growth Corporation  
 Services: Conducted market feasibility analysis and review of proposed housing projects to determine realistic investment thresholds to assist Genesis with the creation of a housing fund.  
 Dates: January 2002 – March 2003  
 Status: Fund created and invested with above average returns.

**Harbor Gateway/former Boeing 27 acre master planned industrial park redevelopment project**  
**Eller Media – Relocation and Sale of 4.5 acre industrial lot at Harbor Gateway**

Services: Beginning this project during her tenure as Assistant Deputy Mayor, Carras negotiated the land discount and grant pass-through option for Genesis LA the nonprofit. This was designed by Carras to account for the economic incentives needed to attract high wage jobs. She was successful in landing Eller Media as the ideal user to buy a 4.5 acre parcel given that they were condemned by LAUSD for a high school after 65 years of manufacturing at their former location. This saved over 225 high wage jobs plus substantial tax revenues, and it also net

### SELECTED PROJECT HIGHLIGHTS JOANNE CARRAS

the nonprofit Genesis, about \$2 million to support its mission. She expedited entitlements and permits for Eller Media.  
**Dates:** March 2001 - December 2000  
**Status:** Eller Media located its corporate headquarters at this site.

**9000 Sepulveda**, a proposed 76,000 square foot retail center to be anchored by Walgreen's Pharmacy on a 7.5-acre site in North Hills, CRA Earthquake Recovery Area.

**Client:** Primetor Development, Inc., Developer/Genesis LA

**Services:** Performed the underwriting due diligence to fund a Genesis gap-financing loan for this proposed retail center. With blighted conditions and an abandoned gas station site, Carras interfaced with the city and developer on retail development strategies. Due diligence included review of environmental issues, analyzing the project's development budget and financial projections for feasibility, and negotiating the business and economic terms for the gap-financing requirement to ensure the nonprofit's loan investment is secured with clear title and appropriate land value. In addition, Carras secured the Walgreen's as the anchor tenant on behalf of the developer. The project was built and valued at \$16.5 million at stabilization.

**FAME Renaissance Financial Plaza**, a proposed 54,000 square foot new high rise office facility to be developed on a brownfields site, a former gas station, in the historic West Adams Corridor area of South Los Angeles. Located in a CRA Redevelopment Project Area.

**Client:** FAME Renaissance, a Faith-based nonprofit Community Developer/Genesis LA

Served as the Development Manager/Project Manager and provided economic analysis for a variety of grant strategies and financial modeling for the gap financing requirements of this project. Provided oversight of the redevelopment agency process, site acquisition of assembling required parcels, financial analysis, and leasing strategies. Provided technical consulting and direction for the negotiation of business aspects of the Owner Participation Agreement (OPA), Redevelopment Loan, EDA grant, construction and permanent financing, and other funding options. Secured over \$3 million in grant funding sources for this \$8.5 million mixed use project.

City of Los Angeles, Mayor's Office

**Assistant Deputy Mayor/ Economic Development**

January 2000 – June 2001

As Assistant Deputy Mayor in charge of economic development for the City of Los Angeles, Carras was responsible for establishing the city's redevelopment goals to be realistically achievable and equitable among several council districts and oversight of the Redevelopment Agency's development goals and priorities as well. This required routine interface and oversight of the priorities of the Community Development Department, the Planning Department, Council Offices, in order to expedite the city's comprehensive economic development goals. Carras routinely interfaced with other public agencies. She served as the Chairman of the Block Grant Investment Task Force, as the Mayor's authorized representative to make recommendations on a public policy investment vehicle to fill economic gap needs for projects that met the city's economic development goals, such as, the Kodak Theatre in Hollywood, the GIM Plant in Van Nuys, Chesterfield Square in South Los Angeles, SCI-Arc University in Downtown Los Angeles, and the Home Depot-Santa Monica Conservancy project at Taylor Yards. My responsibilities included amending city ordinances, investment oversight, economic analysis and underwriting of the city's commitments to fund gaps for priority economic development projects. The economic development portfolio for which I had direct responsibility averaged in excess of \$1.5 billion in project costs annually, with subsidy requirements that averaged about 10% of the total portfolio at any given time. I successfully directed the completion of 12 real estate developments totaling \$780 million in private sector investment and over 12,000 jobs in less than two years. Negotiated the economic business points for all economic development projects, as well as, oversight and directed contractors hired by the city to provide requisite real estate services, including economic consultants, appraisers, and attorneys. Routinely presented public testimony and project presentations to Neighborhood Councils, Planning Commissions, Agency Boards, City Council Committees, and City Council.

During her tenure with the Riordan Administration, the Mayor's office acted as a "co-development partner" for economically challenged projects, a welcome investment partner given the contribution of public subsidy and expedited entitlements used to fill economic gaps to leverage higher returns that enticed private investment. In this regard, the City actively participated in all aspects of the development process in "partnership" with the developer, investors and businesses, including performing financial projections, marketing, entitlements, construction oversight, etc. Carras was responsible for implementing these public-private partnerships, including sourcing the funding and underwriting these complex capital structures for these catalytic public-private partnerships resulted in over a **\$1 billion of completed projects**, generating **over 12,000 jobs**, all of which were carefully selected to jump start more investment and redevelopment within a 3 year window of time.

## SELECTED PROJECT HIGHLIGHTS

### JOANNE CARRAS

**Genesis LA Real Estate Fund**, an \$85 million "first-of-its-kind" real estate investment fund targeted investment opportunities (debt or equity) in projects that have a job-creation component and which were located in low to moderate income areas of LA County. The Genesis Fund is managed by Shamrock Holdings, LLC, the Dorsey Family real estate investment group.

As Assistant Deputy Mayor of Economic Development, Ms. Carras was on the city team that developed the concept, and together with Shamrock Holdings, sought investors for this much needed investment fund. Within 3 years of its being capitalized, the Genesis Fund successfully invested the \$85 million in a number of commercial, industrial and mixed-used projects throughout LA County with returns far-exceeding investor expectations. Investors include Bank of America, Washington Mutual, Wells Fargo, Citibank, and Shamrock Holdings. More information is available at [www.genesisla.org](http://www.genesisla.org).

**North Hollywood Commons**, a 28-acre mixed-use project on the last stop of the Redline metro rail in North Hollywood. This project includes retail, housing, office, and an urban-design high school. Located in CRA Redevelopment Project Area.

Carras provided oversight and direction to expedite the successful development of this project that involved routine interface with numerous agencies, including LAUSD, CalTrans, MTA, the Redevelopment Agency, and 2 Council Districts.

The project costs exceed \$208 million with a subsidy of \$18 million in HUD 108 funds, EDI, EDA, and site-specific revenues, and tax increment. Oversight of phased financial pro-forma to verify gap needs, appropriate developer costs and investor returns. She managed the CRA process through business and economic negotiations with the developer which resulted in the Development Agreement.

**Status:** Project built, including the first of its kind urban high school.

**SCI-Arc University**, adaptive reuse of an abandoned Santa Fe rail and loading dock facility; 90,000 square feet converted to a university campus in the heart of Downtown LA's Arts District.

Carras expedited the development and construction of this adaptive reuse project, developed the land use plan and expedited the campus concept through the planning department, planning commission and city council, including land-use planning for ancillary development uses to support the university and its future growth. Included in the plan were lofts, retail and office areas. She facilitated negotiations for gap-financing on behalf of the university, pursuing public and private sector financing, including grants, bonds, and investment capital. The university was enticed to move to Downtown Los Angeles due to the aforementioned support which was catalytic to the revitalization of a depressed, abandoned industrial warehouse area of downtown Los Angeles.

**Taylor Yards Industrial Park**, a 40-acre industrial park to host approximately 650,000 square feet of new industrial buildings on San Fernando Road in Los Angeles.

Carras lead the development team, working side-by-side with Lennar (the developer), Union Pacific Railroad (the owner of the land), and the Council Office, to establish a development plan, expedite entitlements, pre-sold and pre-leased a number of the industrial buildings. Ms. Carras analyzed and prepared the financial projections, secured approval for the economic gap financing and negotiated several of the user leases. In the end, environmental activists raised public funds from the State to buy the site and preserve it as a park along the LA River.

**Pico Plaza**, a proposed 12-acre shopping center to include Home Depot and Costco in Mid-City Los Angeles, CRA Redevelopment Project Area.

Carras managed and expedited entitlements, analyzed, negotiated and approved the gap financing requests presented by development team, which involved complicated financial modeling to support the different funding sources, to meet reasonable developer's returns, lender requirements, and city objectives. The \$9 million subsidy was comprised of HUD Section 108 and a CRA tax increment bond issued to the development. The Section 108 Loan is slated to be repaid through site-specific revenues based on tax revenue projections. She

### SELECTED PROJECT HIGHLIGHTS JOANNE CARRAS

was instrumental in pursuing retail users and negotiating business terms. Negotiated the economic and business terms of the Development Agreements on behalf of the city, and presented the project in public hearings (e.g., planning commission, CRA Board, City Council, etc.) and community forums.

#### **Management and Oversight of Redevelopment Study to Foster Economic Development and Private Sector Investment, at La Cienega and Jefferson, Los Angeles, CA**

This site was plagued by the 1992 civil disturbance. The former Fedco Department Store, looted and burned during the notorious Rodney King Riots. The civil unrest created unresolved perception barriers challenging economic development in South LA. While serving as Assistant Deputy Mayor, City of Los Angeles, Ms. Carras oversaw and directed the Redevelopment Agency with its tight finding analysis. In addition, Mr. Carras led the LA Business Team with business attraction opportunities and based on her market feasibility analysis, the city developed a comprehensive re-development strategy for this area. Ms. Carras facilitated the retail development, which now includes a Target-McDonald's, while she also expedited the entitlements and adaptive reuse of existing buildings that were ultimately occupied by technology based firms. In addition, Ms. Carras created a variety of complex financial models to forecast potential investment, which under her leadership resulted in financial commitments and successful awards of a \$10 million Section 108 Loan, over \$6.6 million in grants from HUD, Los Angeles Bureau of Sanitation, and EDA. The economic development strategy successfully targeted desirable business industries, such as, entertainment, technology and retail with a corporate commitment to hire and provide on-the-job training for local residents.

#### **Sears Mixed Use Redevelopment Project, a 31-acre adaptive reuse of the historic Sears Tower, 1 million square feet of proposed retail, office and industrial uses planned at the intersection of Olympic and Soto in East LA.**

Carras coached the development team, working side-by-side with the developer, Sears Roebuck, and the Council Office, conducting development feasibility studies, negotiating a number of retail leases with retailer anchors such as, Kmart, Walgreen's, McDonald's, and expedited entitlements. She also analyzed and prepared financial projections and secured city approval of \$5 million of grants for the economic gap of this \$100 million project.

#### **Chesterfield Square, a 12-acre shopping center anchored by Home Depot and Food-4-Less in South Los Angeles, CRA Redevelopment Project Area**

Carras evaluated, negotiated and approved on behalf of the Mayor's Office, the gap financing required to develop the project, which involved complicated financial modeling to support the different funding sources to meet reasonable developer's returns, lender requirements, and city objectives. With her leadership and oversight of the Community Development Department staff, the City funded an \$8 million subsidy was comprised of an EDA grant with a city CDBG match of funds, Section 108 and BICIF, most of which was being repaid through site-specific revenues based on tax revenue projections.

**Status:** The first major retail development in South Los Angeles for 20 years following the LA Riots that is still successfully thriving.

#### **Federal Deposit Insurance Corporation (FDIC)**

##### **Corporate Real Estate**

##### **Acquisition Services Branch/Division of Administration**

September 1990 – March 2000

As Program Manager of the Acquisition Services Branch, Ms. Carras was responsible for site selection, lease negotiations, and asset management of FDIC's corporate real estate portfolio in excess of 4.5 million square feet nationwide. This involved drafting and managing the inception of RFP process for space, including financial analysis, negotiation of leases and real estate acquisitions. Carras negotiated office leases averaging 300,000 square feet per lease and industrial space averaging 50,000 square feet in several financial districts across the country, such as Chicago, Atlanta, Dallas, New York, Washington D.C., and Los Angeles. FDIC owned assets in San Francisco, Washington D.C. and Virginia, and some of the properties she managed included the FDIC's Virginia Square Mixed Use Facility, located on the Virginia Square Metro Station, it boasted over 400,000 square feet of Office, a 264-room Hotel, Conference Center, Restaurant and Banquet Facilities, a 300-car Parking Structure and over 300,000 SF of Industrial Warehouse Operations. Ms. Carras developed the FDIC's form lease and other form real estate documents to enhance the FDIC negotiating position in the real estate markets they pursued. During the banking and savings and loan crisis, she was responsible for consolidating facility operations as the FDICRTC downsized from 20,000 employees to 8,800.

## SELECTED PROJECT HIGHLIGHTS

### JOANNE CARRAS

employees nationwide. She negotiated lease terminations, buyouts and subleases nationwide to reduce overall space by more than 1 million square feet in one year, which also required a substantial amount of financial analysis. Ms. Carras was responsible for preparing real estate reports, corporate presentations and making presentations to the FDIC Board of Directors, which is comprised of the Heads of all of the United State Financial Regulatory Bodies. In addition, she managed the space planning staff and construction of tenant improvements for over 2 million square feet of office and industrial/warehouse space under her purview nationwide.

#### Resolution Trust Corporation **Senior Asset Manager**

During her tenure at the FDIC, Carras was assigned to work at the Western Regional Office of the RTC to develop sales strategy to dispose of real property and non-performing assets as quickly as possible, and for the most value possible. She coordinated the sale and asset management of a nationwide commercial real estate portfolio of primarily environmentally impaired properties with a book value of \$6 billion in less than two years during the height of the banking and savings and loan crisis when real estate values were in a slump. She also participated in auditing several financial institutions that went into receivership, as well as, auditing a number of asset management firms hired to manage RTC assets nationwide.

During her tenure at the RTC, Ms. Carras became the environmental specialist for non-performing real estate and real estate owned assets. This involved extensive training, including the pursuit of her Masters Degree in Environmental Technology. With responsibility of a project portfolio in excess of \$6 billion book value in the 1980's-1990's, which included the redevelopment of Superfund sites, Carras gained extensive experience in Brownfields development.

GVD Investments, an Orange County-based Real Estate Development Company primarily focused on retail redevelopment projects throughout Southern CA and Arizona.

#### **Regional Director, Arizona Operations** February 1989 - August 1990

As Regional Director for an Orange County-based developer, Jerry Ecker, I managed the Arizona division, which was comprised of 8 commercial properties, primarily located in urban infill locations, some in significantly economically blighted areas of Phoenix and Tucson. I managed the existing portfolio, which included the creation and maintenance of operating budgets, lease projections, financial analysis, and negotiation of economic and business terms of leases and property management contracts. I oversaw all aspects of construction of tenant improvements and new buildings, and existing space, including selection of the contractor and cost estimating. I negotiated and administered over 4 million square feet of retail, office and industrial properties while reducing operating costs in excess of 15 percent within the first year of taking over management of the portfolio. I also increased occupancy of the retail centers from 85% to 95% in less than two years during a declining real estate market in the late 1980's and early 1990. In addition, I explored other development opportunities in the Phoenix and Tucson Markets.

Home Depot Center, a 30-acre mixed use redevelopment project at the intersection of 32<sup>nd</sup> Street and Thomas, in Phoenix, Arizona.

As the Regional Director of GVD Investments, in charge of all Arizona operations, Ms. Carras managed and directed all aspects of this urban-infill redevelopment project, beginning with the city planning and permitting process, through oversight and management design and construction. The redevelopment effort included rehabilitation of the existing Home Depot, other existing tenants, such as Pro-n-Save, Home Town Buffet, and Payless Shoes, and the land assembly and new construction of a 65,000 SF Kroger/Fry's Supermarket and 20,000 of new retail office space. I developed the project budget, managed all financial transactions, including processing all construction draws. I also marketed and leased the new office and retail addition to the center and renegotiated the leases and revised Covenants, Easements and Restrictions with the existing and the new tenants due to the expansion of the project.

Arizona Mills-Outlet Mall, a 50-acre retail development at the juncture of 2 major Highways, Tempe, AZ

As the Regional Director of GVD Investments, in charge of all Arizona operations, Ms. Carras managed and directed all aspects of this redevelopment opportunity, beginning with the city planning and entitlement process, and coordination and negotiations with the Department of Transportation for highway off-ramps, off-site improvements and other significant infrastructure. The redevelopment effort included land assemblage and site

### SELECTED PROJECT HIGHLIGHTS JOANNE CARRAS

acquisition, developing and analyzing project pro-formas, financial projections and negotiating leases and pad sales. The project was sold.

#### SM Properties

**Partner, Vice President of Development and Leasing**

April 1983 – December 1988

As a Partner/Vice President of Development and Leasing for this Arizona-based development company, Ms. Carras was responsible for new development opportunities, which included scoping site acquisition opportunities, market feasibility and financial analysis of potential projects. Although the real estate portfolio had a retail concentration, she was also responsible for mixed-use projects that included the development of residential subdivisions and industrial product. Ms. Carras negotiated business and economic terms for site acquisition/purchase options and leases; she managed public relations, and presented projects to city officials, preparing all of the public hearings, and interfaced routinely with a number of public officials on local, county, state and federal levels as we marched through the entitlement process. Many of the projects were developed in rural-middle market areas, such as, Bullhead City, Arizona and Laughlin, Nevada and in most cases, given the rural nature of these sites, so similar to pioneers, they blazed the trails for significant infrastructure and off-site improvements to support such large-scale projects impacting these sleepy rural communities. A rewarding challenge, Carras was successful in attracting some of the first investment and business growth opportunities to these rural, emerging markets before anyone had heard of some of these communities which resulted in establishing long-standing relationships with national retail operations and other businesses that we placed into the projects.

**Bullhead Square**, a 28-acre big-box retail development in Bullhead City, Arizona, encompassing over 330,000 square feet anchored by Kmart, Albertson's Supermarket, and Walgreens Pharmacy, which included other national retail chains, such as, McDonald's, Winchell's Donuts, Block Buster Video, Hallmark Cards, and Fashion Gal.

Ms. Carras successfully managed and directed all aspects of this redevelopment which involved complex land acquisition due to land assemblage and relocation of existing businesses, a 2 mile FEMA Flood Improvement to the Colorado River, several miles of extensive State Highway Off-site improvements, in addition to the routine development phases that included numerous public hearings, community outreach, planning and zoning and other entitlements, marketing, construction and leasing. During the development of the project the anchor supermarket went bankrupt and Carras was instrumental by implementing a strategy to avoid protected bankruptcy proceeding which allowed the project to move forward on its development schedule. Carras delivered this center with 100% occupancy. Carras secured all of the financing for the project, acquisition and development loans, the construction loan and the permanent take financing.

**Bullhead Plaza**, a 14-acre retail development in Bullhead City, Arizona, anchored by Bashas' Super Markets, Flo-N-Save, Rite-Aid, and other national retail chains, such as, Hallmark and Pioneer Chicken. Ms. Carras successfully managed and directed all aspects of the development, construction and leasing of all of the pads at the center. Carras brought this project to 100% occupancy.

#### **Lakeside Apartments**, 220 Apartment Complex, Bullhead City, Arizona

As a Partner and Vice President of SM Centre Development, Ms. Carras secured the entitlements for this apartment project. Ms. Carras managed all of the financial aspects of the project and secured in a joint venture partner to build 220 apartments.

#### **Lakeside Manor**, 52 single family homes in Bullhead City, Arizona

After successfully subdividing 40 acres, Ms. Carras developed housing and supporting retail on the 40-acre site. In addition to developing, leasing and managing a 100,000 square foot neighborhood shopping center, anchored by national tenants, she developed the 52-single family home tract adjacent to the retail center. The homes were designed and built by SM Center Development, where she served as a partner and Vice President of Development and Leasing for almost 6 years. She secured financing for the project, oversaw construction of infrastructure and housing, and processed the construction draws. All of the homes were sold within 24 months from the commencement of initial construction, including the model homes due to the successful marketing plan developed by Ms. Carras.

#### **Green Valley Center**, a 22-acre retail center located in the golf-resort community of Green Valley, AZ.

Ms. Carras was responsible for site selection, secured the site and the entitlements, negotiated the Kmart lease, and secured the acquisition and development financing to acquire the site and begin the construction plans.



### SELECTED PROJECT HIGHLIGHTS JOANNE CARRAS

#### Restaurant Management & Operations Manager

1977 - 1983

Prior to her real estate development and finance career, Ms. Carras managed 4 different family owned restaurants in Chicago, Illinois and Phoenix, Arizona.

#### PUBLICATION CREDITS

"Development in Underserved Retail Markets," International Council of Shopping Centers (ICSC), Research Quarterly, v. 8, no. 4, Winter 2001-2002

As an active member of ICSC's Government Alliance Program, Joanne Carras co-authored and edited a white paper published in ICSC's international trade publication. The paper presented the challenges and recommendations for improving the process of retail development in underserved, urban markets. In addition, during her tenure as Assistant Deputy Mayor of Economic Development, she co-hosted several work group sessions with ICSC where national and regional retailers were invited to attend all hands-on meetings to define the obstacles to retail expansion. Over 70 national - regional retailers participated and successfully engaged in open dialog regarding economic development strategies, constraints, and opportunities. ICSC's Alliance Program is an effort dedicated to fostering relationships and strategic alliances between the public and private sector. These critical partnerships assure that growth and prosperity are sustained in our communities. In this effort, local and regional meetings and deal making sessions serve as the forum to introduce the intricacies of the shopping center industry to state and local governments and community-based organizations. In addition, these forums provide the public sector with the opportunity to share the complexities and issues that face local communities today. Ms. Carras has served ICSC for twenty years in a variety of capacities and remains a highly regarded retail industry expert.



# REFERENCES

## REFERENCES – BANKING &amp; FINANCE

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## REFERENCES – GOVERNMENT OFFICIALS

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Former Los Angeles City Councilmember, 6<sup>th</sup> District

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**Raul Bocanegra**

CA Assemblymember, 39<sup>th</sup> District

Former Planning Deputy; Former Los Angeles

City Councilmember Rita Walters, 9<sup>th</sup> District

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District Representative, 18<sup>th</sup> CA Senate District

Senator Robert Hertzberg

Former Neighborhood Partners, Board Member

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Relationship: James Acevedo

# State of California Secretary of State

## LETTER OFS OF STATUS

ENTITY NAME: GRAPEVINE DEVELOPMENT, LLC

FILE NUMBER: 20160710001  
 EXPIRATION DATE: 12/31/2016  
 TYPE: DOMESTIC LIMITED LIABILITY COMPANY  
 JURISDICTION: CALIFORNIA  
 STATUS: ACTIVE (GOOD STANDING)

I, ALEX PADILLA, Secretary of State of the State of California,  
 hereby certify:

The records of this office indicate the entity is authorized to  
 exercise all of its powers, rights and privileges in the State of  
 California.

No information is available from this office regarding the financial  
 condition, business activities or practices of the entity.



IN WITNESS WHEREOF, I execute this  
 certificate and affix the Great Seal  
 of the State of California this day of  
 October A. D. 2016.

*Alex Padilla*

ALEX PADILLA  
 Secretary of State

NP-25 (REV 01/2015)

NA-





**CITY OF EL MONTE**  
**CITY MANAGER'S OFFICE**

Jesus M. Gomez  
*City Manager*

Alex G. Hamilton  
*Assistant City Manager*

April 28, 2017

JD Unsolicited Proposals  
 Vendor | Contract Management  
 Los Angeles County Metropolitan Transportation Authority ("Metro")  
 One Gateway Plaza, 99-9-5  
 Los Angeles, CA 90012

Ladies and Gentlemen:

As authorized by the El Monte City Council on March 21, 2017, the City of El Monte ("City") is pleased to acknowledge its endorsement and support of the joint development proposal presented by Grapevine Development, LLC, and its related entities, ("Grapevine"), for the property owned and controlled by Metro adjacent to the El Monte Transit Station located within the City in the Gateway Transit Oriented Community, as delineated within the El Monte Gateway Specific Plan.

Grapevine and the City also own several adjacent parcels within the Gateway Specific Plan and have been engaged in the phased development of those lands. Therefore, as the largest stakeholders in this community, we are excited to support the submission by Grapevine and to invite Metro to join us in designing and building this catalytic joint development opportunity. While the Grapevine proposal is less dense than the adopted EIR under CEQA, it represents the full realization of the concept envisioned in the Gateway Specific Plan, a community based land use plan that was also endorsed by Metro. In fact, we believe our interests are aligned given that the Metro Board approved a feasibility study to explore the consolidation of the El Monte Metrolink Station to the Gateway site and El Monte was included in the Transit Oriented Communities Demonstration Program (TOC) launched to foster more sustainable environments among other benefits.

The City selected Grapevine to serve as the City's master developer of the El Monte Gateway because of their experience and understanding of the community. Grapevine has performed its obligations to the City with integrity at every step in the process. As a result, the City is looking forward to expanding its relationship with Grapevine and Metro. The Grapevine proposal also represents careful and thoughtful collaboration with the City and all other stakeholders to achieve a plan which has been sought by the City which thoroughly integrates on-site and off-site improvements into a regional transportation network that incorporates all aspects of a "Transit-Oriented Community".

Our City team has been successfully working hand in hand with Grapevine on the El Monte Gateway project for almost five (5) years and after thoughtful analysis we are excited to formally present the Grapevine proposal to Metro. The City team will remain available to facilitate and expedite this proposed mixed-use development.

Respectfully submitted,

JESUS M. GOMEZ  
 City Manager

11333 VALLEY BOULEVARD, EL MONTE, CALIFORNIA 91731-3293 / (626) 580-2001 / FAX (626) 453-3612  
 EMAIL: [citymanager@elmonteca.gov](mailto:citymanager@elmonteca.gov) WEBSITE: [www.elmonteca.gov](http://www.elmonteca.gov)



## CITY OF TOLLESON

9125 W. Van Buren + Tolleson, AZ 85120 • 480.914.2111 • fax 480.987.7679 • 100.431.916.3762

July 13, 2017

To: Warren J. May, Councilor

Grapevine Development is entering its history of redevelopment on a project considered to be the nucleus of the entire community as it resides at the precise location upon where Walter and Althea Tolleson made the brave decision to found their namesake city. James and Loretta Acevedo, founders of Grapevine, have summoned the same level of bravery to reinvigorate a total number of underment communities, like Tolleson, throughout the western United States. Where other developers have failed, Grapevine has amassed unimaginable resources to breathe new life into a significantly dilapidated area of Tolleson's CORE District (Commercial, Office, Retail, and Entertainment District) -- future home of the Tolleson City Hall.

Grapevine Development represents a balance between technical command of industry standard and a firm commitment to quality economic development in pursuit of equality through commerce (Acevedo, 2015). Grapevine didn't merely sell their development project to our municipality; they have invested themselves, wholeheartedly, in the cultural evolution of our community.

Mr. and Mrs. Acevedo, along with the entirety of Grapevine Development, have allowed the limits of the developer-client relationship to become true members of the Tolleson family. Therefore, I wholeheartedly recommend Grapevine Development to any organization interested only in the betterment of the human condition.

Thank you for the opportunity to expound on my admiration for such an inspirational organization. Should you have any questions, please do not hesitate to call me at (480) 914-2774.

Sincerely,

Reyes Medrano, Jr.  
City Manager  
[www.tollesonaz.org](http://www.tollesonaz.org)





1890 J Street  
Brea, California 92623

T 714 473 0800  
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info@kprs.com  
www.kprs.com

License # 47110361

December 14, 2015

Miguel Vasquez  
Grapevine Advisors, LLC  
15301 Ventura Blvd., Bldg 8, Ste 490  
Sherman Oaks, CA 91403

Dear Miguel,

On behalf of KPRS Construction Services, Inc., I would like to express our gratitude in working with Grapevine Advisors on several successful projects. KPRS and the Grapevine team have collaborated for the past four years, and we highly recommend their top notch professionalism and work ethic as ideal for any project. We are proud of the foundational relationship we have established, and look forward to working with Grapevine on many continued endeavors.

Sincerely,

Paul Kristedja  
Vice President, Construction

KPRS Construction Services, Inc.

Experience Innovation Dedication



November 30, 2004

Mr. Joaquin Carras  
Chief Executive Officer  
Global Economic Strategies, LLC  
30424 Capallero Drive  
Castro, CA 91384

Dear Joaquin:

On behalf of the Federal Home Loan Bank of San Francisco, I am writing to thank you for your participation in our recent faith-based conference, "Making Your Vision a Reality", October 17-19, 2004, in Hollywood. The conference enjoyed an excellent turnout. Almost 300 faith-based organizations, lenders, nonprofit developers, local housing officials, investors, and other affordable housing and economic development professionals attended. By all accounts the event was a success.

As a conference speaker you contributed depth, substance and passion that only a committed heart and years of experience can produce and you gave it generously. Your valuable contribution provided tools that conference attendees can use to achieve their affordable housing and economic development goals.

You helped to make the conference an extraordinary event and I can not thank you enough. It is my sincere hope that we will have opportunities to collaborate on projects in the future. Again, thank you.

Best regards,

Susan Broadman  
Senior Community Lending Plan Consultant

*I look forward to getting to know you  
and your work better. Thank you for  
your participation*

Federal Home Loan Bank of San Francisco

600 California Street, Suite 400  
San Francisco, CA 94108

Head Office Box 7449  
San Francisco, CA 94133

W12.876.0000  
www.fhlnet.org

RONALD A. SIMMS



COMMERCIAL DEVELOPMENT

August 23, 2000

Mr. Rocky Delgadillo  
13473 Ventura Blvd.  
Suite #360  
Sherman Oaks, CA 91423

Dear Rocky,

I'm writing to express my positive involvement with Joanne Halbert of your office.

As you know, I have spent more than two years attempting to develop the 11.66 parcel at the Santa Monica freeway at La Brea. During this time I have met scores of people who work for the City of Los Angeles. Many are noteworthy for their desire to help create the project. There is only one who is head and shoulders above the others. That is Joanne Halbert.

My motivation is to express a sincere compliment for Joanne's skill and knowledge of the issues. She really knows the numbers and is very skilled in how to deal with the facts. Joanne firmly and gently persuaded me to adjust my numbers downward while firmly persuading Federal Express to raise their numbers. The result is that we are very close to a deal on an approximately 110,000 square foot building. She has skillfully brought the parties together.

The major hurdle facing our project is our need for a second major tenant. We are waiting to hear from Kmart about their sales estimates and the rent they are prepared to pay. Joanne is in close contact with Kmart and is working hard to bring Kmart to the negotiating table. Joanne has been the driving force with Kmart. She has been productive with Kmart where our experienced CB broker has been ineffective. We are also talking with Wards and Kohls. However, we are the early stages of discussion with both companies. I am sure that if a deal can be crafted, Joanne is the single person on your staff that can make it happen.

Sincerely,

Ronald Simms

1801 CENTURY PARK EAST • SUITE 1800 • LOS ANGELES, CALIFORNIA 90067 • (310) 577-1336 • FAX (310) 556-0374



RAJA MILLER  
Executive Secretary

## Los Angeles / Orange Counties Building and Construction Trades Council

Affiliated with the Building & Construction Trades Dept., AFL-CIO

1420 Beverly Boulevard  
Los Angeles, CA 90026-3794  
Phone (213) 483-4222  
(213) 483-4791  
Fax (213) 483-4489

September 26, 2014

El Monte City Council  
City of El Monte - City Hall East  
11333 Valley Boulevard  
El Monte, CA 91731

Re: 3333 Santa Anita, El Monte - Former Chevrolet Dealership/Metro Parking Lot

Dear Mayor, Council Members and Members of Successor Redevelopment Agency:

The Los Angeles/Orange Counties Building & Construction Trades Council is pleased to have the opportunity to express its support of Grapevine Advisors, LLC ("Grapevine") in the development of the expanded Gateway Mixed Use Project located adjacent to the El Monte Metro Station.

The Building Trades Council believes that the expanded project will continue the catalytic economic development currently underway at the Gateway development, thus creating additional high wage jobs and generating new revenues for the City, County and the State.

Grapevine has committed to hiring union workers for the initial phases of the Gateway development and has expressed continuing that commitment to the future phases including the Metro Parking Lot redevelopment. In addition to the well-paying union jobs, there is also a Local Hire component included within the agreement with Grapevine. Grapevine's commitment to construct the project with union labor will offer high-wage construction jobs at a time when the construction industry is in the early stages of recovery. Grapevine has projected the Metro Parking Lot project will create thousands of union wage construction jobs over the course of the 3-to-5-year buildout. In addition to the union job creation, this transit-oriented development is going to provide over 3,600 new permanent jobs at the hotel, retail, restaurants and other services open for business.

The Trades Council is enthusiastic to endorse this exciting project. Grapevine has been working directly with our Washington, D.C. office and our regional office in Los Angeles to structure the capital investment by our AFL-CIO Investment Trust, our union members' pension fund trust. The expanded project will not only provide our members continuing work but also provide for their long-term financial security, while investing in the El Monte community. We strongly encourage the City Council to continue to support Grapevine in moving the project forward.

Thank you for your consideration and if you have any questions please feel free to contact me at (213) 483-4222.

Best Regards,

Raja Miller,  
Executive Secretary  
RAJag  
Cpms09121\_office

**HutchinsonShockeyErley&Co**

811 Wilshire Blvd, Suite 1818  
 Los Angeles, CA 90071  
 P 213.370.0800  
[www.hseerley.com](http://www.hseerley.com)



Dear Mr. Acevedo

We are pleased to be working with you again.

The purpose of this letter is to confirm your retention of HSE as investment bankers and/or underwriter on a preliminary basis to analyze potential bond financing structures and approaches in connection with a proposed issuance of bonds to finance public facilities.

Based on our initial understanding of the proposed projects HSE & Co. is confident of its ability to structure a financing to assist with the funding of the construction of the proposed facilities. Actual underwriting of the Bonds would be on a best efforts basis and would be subject to, among other things (a) the satisfactory completion of HSE & Co.'s customary due diligence review; (b) approval by HSE & Co. internal committees; (c) the receipt of any necessary governmental, contractual, regulatory, board of directors or security holders' consents or approvals in connection with the Project and the related financings; (d) the receipt of a fiscal consultant report for the Project containing projections regarding potential revenues that will be available to support the project / bond issue, in all respects satisfactory to HSE & Co..

We believe that we can successfully structure a financing that addresses the concerns and goals of all involved just as we did in working with you to secure \$10 million in funding for the Delano Union School District.

Although HSE continues to grow our business nationally and in California (most recently we were the co-senior manager for the \$1.3 billion CSU systemwide revenue bond refunding transaction) we take particular pride in working with our developer cliental to implement unique and innovative ways to finance public assets.

We look forward to working with you and your team again.

Sincerely

A handwritten signature in dark ink, appearing to read 'Russell Goings', with a long horizontal flourish extending to the right.

Russell Goings  
 Senior Vice President  
 Hutchinson Shockey Erley & Co.





# NEWSWORTHY MEDIA

# News Release

FOR IMMEDIATE RELEASE

February 14, 2017



Contact: Steve Lambert, The 20/20 Network  
(909) 841-7527/ [steve@the2020network.com](mailto:steve@the2020network.com)

## ***Future of transit-oriented development on display as ground is broken on major phase of El Monte Gateway, San Gabriel Valley, Los Angeles County***

**EL MONTE, Calif.** – One of the largest transit villages in the country is taking shape near the heart of Southern California's busiest commuter and commercial transportation corridor, transforming a 60-acre site into a national model for smart growth and regional planning.

Ground will be broken this week on the next phase of the long-awaited El Monte Gateway project, a state-of-the-art transit-oriented development (TOD) that connects housing and commercial retail space flanking one of the largest public transportation centers west of Chicago. On an average day, the El Monte Transit Station serves 22,000 Metro, Foothill Transit, El Monte Transit and Greyhound passengers traveling to work, school and for leisure.

The overall project is entitled for 1,850 residential units, a 200 key hotel, a movie theatre and approximately 1,000,000 sq. ft. of commercial retail/office and will incorporate acres of parks and other open space linking pedestrians, cyclists, and transit commuters. The development is located adjacent to the Interstate 10 Freeway with excellent visibility along one of the busiest stretches of highway in the U.S. and a vital connector to employment centers throughout the Southern California region.

"The Gateway project is transformational in so many ways – as an economic catalyst for the region and as a model for addressing the shortage of housing affordability and housing availability. It fosters mobility and solves quality of life challenges in under-served communities facing similar issues," said James Acevedo, Chief Executive Officer and Managing Partner for Grapevine Development LLC, the project's developer. "In my view, El Monte is a community with tremendous potential – a center of excellence. Its visionary leadership drove the realization of this mixed-use transit community that will change the dynamics of the region in a meaningful and positive way."

The Feb. 16 groundbreaking on Gateway Parcel 4 represents a significant milestone for the project. The new phase will feature - 25,000 square feet of retail shopping and dining, a community center, and 208 market-rate apartments within a four-story building over two levels of parking, ground floor retail and located a short walk from the El Monte Orange Line Metro Station. The structure itself is expected to qualify for LEED certification from the U.S. Green Building Council – representing the highest standards in the industry for energy and environmental efficiency.

All of this comes as recognition grows regarding the importance of transit-oriented development to the future of fast-paced, densely populated metropolitan areas such as Greater Los Angeles. The

Southern California Association of Governments (SCAG) has made TODs a key element of its Sustainability Planning Grant Program, which helps communities develop transportation and land-use strategies that reduce congestion, improve air quality, reduce the carbon footprint and accommodate rapid population growth.

In the case of the El Monte Gateway – the largest such project in Southern California – the connection between high-quality multifamily housing, retail space and transportation provides benefits and opportunities for the region as a whole, including:

- **Housing affordability and availability.** SCAG reports that average housing costs in Southern California have jumped 58 percent in the past 20 years – nearly three times the national average – as supplies have failed to keep up with demand. Units at El Monte Gateway will be priced to meet the region's workforce housing needs.
- **Congestion relief & transportation hub.** The Gateway's adjacency to the El Monte Station will promote greater use of public transportation along the 10 Freeway corridor. Greyhound service is available at the transit station and Downtown LA Union Station is 19 minutes door to door. From Union Station Amtrak provides rail service nationwide.
- **Job opportunities.** The variety of transit options will connect gateway residents to employment centers throughout the region in addition to the 1,000's of high wage construction jobs.
- **Education.** The MTA transit station transports students & faculty to Cal State LA in about 7 minutes and to USC Keck Medical Center in less than 12 minutes.

"We're honored to work with the City of El Monte and the California Department of Housing and Community Development (HCD) on this important public-private partnership that will have a lasting, positive impact on the community and region for decades to come," Acevedo said.

Project financing for the El Monte Gateway project is being provided by the State HCD, City of El Monte and the ROMSPEN Mortgage Investment Fund. Architectural design by SVA Architects.



#### GROUNDBREAKING CEREMONY – GATEWAY PARCEL 4

Thursday, February 16, 2017

9:30 a.m. Sign In | 10 a.m. Program Commencement

3535 Santa Anita Avenue, El Monte, CA 91731

PHOTO AND VIDEO OPPORTUNITIES

<http://www.sgvtribune.com/government-and-politics/2015/10/22/long-awaited-el-monte-affordable-housing-project-offers-132-units>

## Long-awaited El Monte affordable housing project offers 132 units

By Rebecca Kimitch, The San Gabriel Valley Tribune

sgvtribune.com



City and public officials attend the ribbon cutting ceremony for Exchange at Gateway, a 132-unit affordable housing apartment building in El Monte on Thursday October 22, 2015. The project is the first building to be completed at El Monte's Gateway project, a much-anticipated mixed-use development off Santa Anita Avenue. (Photo by Keith Durlinger/San Gabriel Valley Tribune)

There were a lot of smiles Thursday at a ribbon cutting ceremony for a new affordable housing project in El Monte, but few were bigger than those of David Lopez, 40, and his father William, 78.

"Look at it, it's beautiful," the younger Lopez said, pointing at the building behind him. "I can't believe we live here."

The Lopez family was one of the lucky applicants selected to live in the 132-unit building — the first building to be completed in the long-anticipated Gateway redevelopment project next to the El Monte Bus Station, off Santa Anita Avenue.

David has lived in El Monte his entire life, and his father has called the city home for 51 years. But they were on the verge of leaving their city, pushed out by rising rents, before they received the good news.

Now they'll pay \$792 a month for their two-bedroom apartment.

"This is our community, we want to continue contributing and being a part of our community," said William, an active member of the local Knights of Columbus.

### • PHOTOS: El Monte's new affordable housing project

Statements like that are music to the ears of Eugene Lee, a section chief in the California Department of Housing and Community Development.

Lee helped El Monte maintain a nearly \$14.8 million state grant for infrastructure to support the housing project.

"Infrastructure financing is about more than just itself. It's in support of housing, of people, of livability, of communities," he said.

The state funding came from a state bond passed by voters in 2006 to fund housing projects for needy families, seniors and military veterans.

"When you said yes, you were saying yes to this, not just some language on a ballot," Lee said.

Like cities across California, the affordable housing is much needed in El Monte.

### • VIDEO: Ribbon-cutting ceremony at the Exchange at Gateway

According to the real estate website Zillow, the median rent in El Monte as of August was \$2,125. It doesn't break down that median rent by home size. According to the city's general plan, in 2013, the median rent was \$935 for a one-bedroom apartment and \$1,700 for a three-bedroom apartment.

By comparison, rents in the new affordable building -- dubbed The Exchange at Gateway -- range from \$432-\$1,131, based on family size and income level.

#### Advertisement

All of the units have been leased and 1,000 people are on a waiting list for units that might open up in the future, according to Laura Archuleta, president of Jamboree Housing, which built the project.

Tenants were selected based-on family size, income and credit. All the tenants earn between 30 and 60 percent of the median income in the area.

The Exchange marked the first phase of the \$110 million El Monte Gateway project being built north of the bus station.

In the next five to six months, developer Grapevine Advisors will break ground on two other large buildings, one with about 196 residential units just north of The Exchange and another with 204 residential units and about 25,000 square feet of commercial space off Santa Anita Avenue, Grapevine president James Acevedo said. Construction of both will take about two years, he said.

All of the coming housing will be market-rate rentals.

Grapevine also recently acquired the property to the south of the bus station. The developer said he has already received interest from hotel and theater chains interested in opening facilities there.

"People have skipped over El Monte for a long time, I don't know why," Acevedo said. "Now there really is a boom."

The project is a [long-time coming](#). City planners have aspired to build a large-scale development on the property for more than a decade in tandem with the new bus station the Metropolitan Transportation Authority built on the site in 2012. But they have faced myriad challenges.

An original \$1 billion proposal was halted when managing members of the former developer, TV, LLC, were accused of [misusing public funds](#). They were never charged with a crime. Other potential developers came and went, until the city decided to oversee the project directly. Developers finally [broke ground in February 2014](#).

"I have to pinch myself to remind myself this is really happening," said city manager Jesus Gomez.

Reach the author at [Rebecca.Kimitch@sgvn.com](mailto:Rebecca.Kimitch@sgvn.com).

- [Full bio and more articles by Rebecca Kimitch](#)
- [Back to top](#)

## El Monte breaks ground on long-awaited housing, retail development

By Rebecca Kirscht, The San Gabriel Valley Tribune  
Thursday, February 27, 2014

sgvtribune.com

The San Gabriel Valley Tribune (<http://www.sgvtribune.com>)

### El Monte breaks ground on long-awaited housing, retail development

#### Nearly 500 homes will be built next to bus station



EL MONTE >> It took more than 10 years, \$15 million in state grant money, a line of attempted developers and several failed attempts, but the city finally broke ground Thursday on a \$110 million residential and retail development project next to the bus station.

"It really has been a long time getting here and it hasn't been easy, the challenges and the risks, the potholes have been deep... we lost a developer, we got sued by a developer, we were going back and forth," Mayor Andrew Quintero said during the ceremony. "Today is the culmination of a very long process."

El Monte Gateway, as the project is dubbed, will include stores and nearly 500 homes off Santa Anita Avenue, north of the 10 Freeway.

While Thursday's groundbreaking was ceremonial, residents will start seeing "a lot of activity" in the next few months, economic development director Damien Amula said.

Within a month, a fence will be placed around the perimeter of the project. And demolition will begin in the weeks following that.

The project consists of three buildings on approximately eight acres — a four-story building with 131 affordable apartments, a five-story building with about 145 market-rate apartments, and a larger five-story building featuring about 200 market-rate apartments built above 25,000 square feet of retail stores and restaurants.

City leaders said Gateway is about more than just its buildings.

"What this project represents is a symbol of what El Monte can be again, a beacon. It is the start of implementing a vision of what this council has set forth, bringing back the El Monte we all knew



El Monte breaks ground on long-awaited housing, retail development

2/27/14 9:58 PM

and loved," Arnula said.

Leaders pointed to other improvements already taking place in the area. The city is working to revitalize downtown El Monte, across Santa Anita Avenue from Gateway. And up the street, developers plan to bring large retailers to the corner of Santa Anita and Valley Boulevard.

Quintero said the council's goal is to increase city revenue by \$12 million in the coming years, bringing it back to the \$60 million in revenue it had before the recession.

"We are only going to do it with quality projects like these," he said.

City staff estimate the Gateway project will generate at least \$573,000 in annual tax revenue, and create 250 construction jobs and 150 permanent jobs.

A small group of protesters stood to the side of the Thursday's event holding hand-painted signs calling for housing for all. They said the project will displace homeless people who call Pioneer Park home.

"People live here already, they live under the bridge," El Monte resident Socorro Jacobi said. "And it is Tongva land anyway. It belongs to the people."

The protesters said the 130 affordable apartments aren't nearly enough to meet demand in El Monte.

The affordable units will be rented to families with an average household income of \$37,000.

"These will be families who are from El Monte, who are working in this community," said Laura Archuleta, president of Jamboree, the affordable housing developer.

The affordable building, which is expected to be completed by July 2015, will also include an after-school learning center and community space where community-building events will be held.

"We realized that once you build the units, you can have an even greater impact on the quality of life of the residents," Archuleta said.

City planners have aspired to build a large-scale housing and commercial development on the property for more than a decade in tandem with a new bus station the Metropolitan Transportation Authority planned for the site.

But when the bus station opened in 2012, city officials were still struggling to make the development a reality. The original \$1 billion proposal was halted when managing members of the former developer, TV, LLC, were accused of misusing public funds. They were never charged with a crime, however the U.S. Securities and Exchange Commission has opened an investigation into the failed project.

about 1/2 inch

Page 2 of 3

El Monte breaks ground on long-awaited housing, retail development

2/27/14 9:58 PM

Other potential developers came and went.

"El Monte deserves the best. But for better or worse, it has never quite happened. It's never quite had the right mix of council and staff and developer," Arrula said.

Then in 2012, the city found partners in Grapevine Advisors, LLC and Jamboree and scaled back the project's ambitions.

Council members and staff credited Grapevine CEO James Acevedo for keeping the project on track.

Acevedo said the process has been "difficult."

When he came on, the project included two other developers but they later dropped off, determining the project wasn't viable.

"It is financially viable," he said, adding that he wanted to help the community, which he knew as a child. "My whole life has been full of challenges, why wouldn't I take on another one? It really does help reinvent this community."

The project will cost an estimated \$110 million to \$120 million. While the majority is being funded through private investment, it is receiving millions in public funding through grants and loans.

The approximately \$30 million in infrastructure costs will be partially funded through a \$14.8 million state grant and \$4.9 million from the city to match to the grant. Grapevine is contributing \$9 million toward the infrastructure but El Monte is transferring the land for the market-rate buildings to the developer in exchange for its contribution. The city has also provided Grapevine a \$1.25 million pre-development loan.

Grapevine President Joanne Carras said the structure of the public-private partnership between El Monte and the developers can serve as a model for future development across the state.

"With the abolishment of redevelopment agencies, this is how it is going to be done," she said. "It is very complicated, but now that we have figured it out, we hope to take this structure to other cities. Everyone is taking a certain amount of risk, but with huge rewards."

URL: <http://www.sgvtribune.com/government-and-politics/20140227/el-monte-breaks-ground-on-long-awaited-housing-retail-development>

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Page 2 of 2

## DWELL CONFERENCE LOS ANGELES JUNE 2017

The Grapevine team and its State & City Partners shared how this public-private partnership collaboration funded a challenging, yet very successful Brown-field clean up to deliver over \$31 million in new infrastructure to support just over 550 multifamily units in 3 buildings with a variety of amenities including 25,000 SF of retail and dining.



The Magazine for the Retail Real Estate Industry

# SHOPPING CENTERS TODAY

May 2001  International Council of Shopping Centers [www.icsc.org](http://www.icsc.org)



Los Angeles City Hall

## Public/private partnership

New pacts  
spur retail  
development

- ★ Los Angeles rebuilds
- ★ Albuquerque gets kicks on Route 66
- ★ Mississippi mayor goes deal making
- ★ ICSC Alliance Program grows

## Cover Story

# Public/private partnership

## Genesis LA breathes new life into city

Few who saw the images in April 1992 can forget them: a populace outraged by a controversial jury verdict in the Rodney King beating case rampaging through Los Angeles streets. A Fedco department store located at La Cienega and Jefferson boulevards was virtually destroyed during the unrest. Afterward, developers and retailers alike stayed away, reluctant to invest in these low-income areas.

Today, the Fedco store has been replaced by a brand-new Target and McDonald's, part of a \$100 million mixed-use redevelopment that is the initial retail success of Genesis LA, a uniquely structured government-initiated program designed to bring jobs and new life to blighted areas of the city.

Various administrations and developers have tried to bring retail to depressed Los Angeles neighborhoods for years with varying degrees of success. But the 21 projects now being created by Genesis LA differ from most public/private partnerships in several ways. While other cities are redeveloping projects on only a few blocks, Genesis LA is attempting to reduce sprawl by building in infill areas throughout the city's 469.3 square miles. And unlike other public/private efforts, retail stores are not the main focus here — job creation is. But what really distinguishes Genesis LA is a three-part financing scheme that includes City Hall, a specially targeted private fund, and, unusually, contributions from a nonprofit organization dedicated to urban renewal.

If successful, this structure could become a model for other such efforts around the United States, its proponents say.

Genesis LA evolved from previous inner-city rehab projects such as Rebuild LA, which was created days after the riots. Mayor Richard J. Riordan, a former Rebuild LA board member whose business background led him to a different view of urban renewal, announced the current program in March 1999.

"Genesis LA fits into two policies: improving the quality of life in the inner city and improving jobs," Riordan told SCT during a recent interview.

Taking office in 1993 in the midst of the civic turmoil, Riordan saw what he called "a dire need for economic revitalization and quality jobs, particularly in our inner cities." Believing that public/private partnerships were the key, he

See GENESIS LA page 106

## Albuquerque fast-tracks \$250M redevelopment

It took more than 50 years of planning, but it will be only five years in the making. After 31 failed efforts to revitalize its downtown core, Albuquerque is in the midst of a \$250 million urban redevelopment effort that will create a sector where people will live, shop and play — in world-record time.

Redeveloped around Central Avenue, better known as historic Route 66, the 12-block district will sport a Century Theaters 14-screen multiplex, restaurants, a combination of chain and unique retail, and residences that should finally bring long-awaited life to Albuquerque. But in contrast to such projects as Genesis LA, which will take up to 10 years to redevelop blighted urban areas, Albuquerque's Historic District Improvement Corp. (HDIC) plan is on a much faster track.

"The first phase will be completed in mid-2002. At that point, my goal is that downtown Albuquerque will be a viable real estate market," said Christopher Leinberger, partner in Santa Fe, N.M.-based Arcadia Land Co., a major owner of the privately held HDIC. The overall, 500,000-square-foot public/private project will be completed in 2005.

The city's central core had deteriorated for decades following World War II, and over the years the city and developers had put together 31 previous plans to redevelop the area, abandoned at night by just about everyone but the homeless. After HDIC acquired the 12-block tract bounded by 1st Street, Lead Street, Copper Avenue and 7th Street in spring 1999, it immediately began developing a design that typifies new urbanism and reverses everything that had taken place in Albuquerque.

"New urbanism focuses the development of cities along value-generating lines. It completely rejects homogeneous tracts in favor of neighborhoods. It puts cars in their place," said project designer Stefanos Poulakides, partner at Los Angeles-based design firm Moshe & Poulakides, and a major proponent of new urbanism.

That, in fact, was key to the rebuild of downtown Albuquerque. More than 14,000 cars will be accommodated in city-built structures fronted by stores on the ground level and live/work space above.

"What we know about great urban places is that people only want to walk about 1,500 feet. But it has to be safe, have a lot of things of interest and have a lot of people. So within that 1,500 square feet from 4th Street and Central Avenue, we have to have a lot of stuff take place," Leinberger said.

See ALBUQUERQUE page 107

- ★ **Genesis LA retail projects**  
P. 106
- ★ **Albuquerque's financing plan a team effort**  
P. 107
- ★ **Q&A: a mayor turned deal maker**  
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- ★ **Alliance Program gains momentum**  
P. 110

Articles in this section by  
Editor-at-Large Debra Hazel.



# Cover Story

## Genesis LA

from page 5

tapped one-time entertainment lawyer Rockard Delgadillo, deputy mayor of economic development, to take the reins of a project that would bring jobs to blighted areas of the city.

It became clear to Delgadillo, a former Ronald LA staffer who had served on Riordan's Business Team, that many previous attempts at redevelopment had not had long-term benefits. "The flow we saw there was that it was over-subsidized — and they were [all] retail," Delgadillo said.

Manufacturing brings more jobs than retail, and keeps money earned by the projects in the community, he explained. While 11 of the 21 Genesis LA sites contain retail components, maximizing employment through office and industrial development became the organization's top priority.

"The pride of a community is linked to a job," said Joanne Garra Halbert, assistant deputy mayor and director of development for the Mayor's Office of Economic Development. "If they have jobs, they can buy things."

Genesis LA also may be benefiting from an overall interest in a return to city development, a process that has been picking up steam since the Carter Administration's 1978 establishment of the Urban Development Action Grant (UDAG) program. UDAG grants were instrumental in the construction of such retail projects as Harborcreek in Baltimore, Columbus (Ohio) City Center and Circle Centre in Indianapolis, noted Jeff Peake, president and CEO of the Council on Urban Economic Development, Washington, D.C.

"There has been an awakening on the public side that this can be done more systematically than in the past," Peake said.

Initially, Genesis LA found 15 sites around the city with a goal of creating 5,000 new jobs and generating \$250 million in private-sector investments before the end of Riordan's term this year. That goal was met in April 2002. As a result, the team added six new sites, representing 13,000 jobs and \$660 million in private capital.

It's really the financing that distinguishes Genesis LA from other efforts. Unlike most public/private initiatives, Genesis LA's partners all expect to make money.

## From blight to bright

One of the most successful examples of urban redevelopment in Los Angeles, and a model for Genesis LA, was the mid-1990s redevelopment of a shuttered General Motors (GM) assembly plant in Van Nuys. The street across from the plant was one of the most crime-ridden in the city.

"It was a brownfield. We had to tear down a pre-World War II building and create a deal," said Los Angeles' Deputy Mayor Rockard Delgadillo.

GM donated a portion of the property to the city, which built public streets to improve access to the site. A private sector investment of \$15 million helped create a mixed-use complex, including 340,000 square feet of retail anchored by The Home Depot, as well as office and industrial uses.

"The retail development subsidized the industrial development. GM received a tax benefit, and gave us a clean piece of land," Delgadillo said.

Perhaps best of all for the local residents, crime was reduced by 60%.

"It is now one of the safest streets in the city," he said.

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"We knew the only way to get investment in the inner city [was]. We knew they had to make a profit," Halbert said.

Sites are selected by Genesis LA, which then looks for developers willing to invest their time and some equity in the inner city. The city also has created a real estate investment fund of \$12 million, some of which comes from federal grants and loans, to put into the projects.

### Genesis LA's upcoming retail projects include:

**LaCadena and Jefferson:** Creative office space will be part of the retail redevelopment of a former Pacific Western site. Anchored will be Target and McDonald's.

**Chinatown Square:** The \$40 million project is being developed by Capital Vision Investors and Karel Properties in Western and Eastern avenues in South Central Los Angeles. It will feature 100,000 square feet of retail, including The Home Depot and Ralph's Food & Drug.

**Santa Anita:** The 75-year-old art deco building in East L.A. will undergo a multimillion-dollar renovation. Plans call for doubling the size of its store to 185,000 square feet (as was located), and add an additional 250,000 square feet of the current retail, including a Sears Roebuck.

**Pico Plaza:** The project, at Pico and San Vicente boulevards, will feature Genesis LA's first retail development. Plans call for 150,000 square feet of retail space, including a new, long-term retail store.

**Adams and La Brea:** The first phase of development, just off Interstate 10 on an 11.6-acre property, will hold facilities for Federal Express and a Super Kmart. Replacement housing for the residential buildings being torn down to clear the

land also is part of the project.

**Wilshire Terrace:** A former rail yard along the Los Angeles River at San Fernando Road is being developed in phases.

**South Harbor Plaza:** Not far from Chinatown Square at Martin Luther King Jr. Boulevard and Madison Avenue, the redevelopment of a five-story building is going on adjacent to Baldwin Hills City Hall. One of the project's anchors is a new City of Los Angeles' redevelopment.

**Watts Retail Center:** At 10th Street and Central Avenue, the 4-acre site is expected to hold a bank of America, restaurant and retail.

**Sanborn:** South 4th Street will anchor a retail center on a 4-acre site at Central and Sanborn Avenues.

**North Hollywood:** Directly across from the new North Hollywood Administration at Lancaster and Chandler boulevards, the project is expected to include office, a cinema, specialty retail and restaurants.

**Van Nuys/Garrett:** A retail center to be anchored by a supermarket and restaurant is proposed for a 4.5-acre site at these streets in South Los Angeles.

cost of last resort for urban redevelopment projects.

"Joanne goes after city funds. The nonprofit goes in when nothing else is left. Our money comes from million-dollar sponsors," including McDonald's (the first retailer to sign up), Washington Mutual, Bank of America, the Los Angeles Department of Water and Power and Knorr, said Deborah J. LaFranchi, president and CEO of Genesis LA Economic Growth Corp.

Actually, \$10 million sponsors is more like it.

"We ask our sponsor to make a commitment of \$10 million in Genesis LA sites. It could be stores for a retailer; if it's a telecommunications firm, it could be fiber optics. The second part is to donate \$1 million, which helps us to market sites and fund the gap fund," LaFranchi said. The donations are tax deductible for the sponsors.

The goal of the Economic Growth Corp. is to be quick and responsive, often giving Halbert and her team an answer in two days. Monies given by sponsors to projects, either as debt or equity, are expected to be repaid in five to six years.

"It then becomes a revolving fund," LaFranchi said.

Most of Genesis LA's 21 projects will be under construction by 2002, with the remainder a year or two behind, Halbert said. And their influence might eventually extend beyond its own projects.

"I don't know if there will be a direct impact on job growth, but I think Genesis LA is a great idea. It's terrific when a city gets involved," said David Malmuth, senior vice president of development of Trind Labs, San Diego, which is constructing the Hollywood & Highland development around Mann's Chinese Theatre.

Although not under the Genesis LA banner, the City of Los Angeles also has contributed to the Trind Labs development, via bonds and lending.

"The city owns the parking garage, worth \$60 million, and they own the Kodak Theatre. It's a \$90 million total investment," he said.

Redevelopment should continue beyond the life of the current administration. By law, Riordan is completing his second and final term this year. Delgadillo is running for city attorney. But the former entertainment attorney has ensured that Genesis LA will survive.

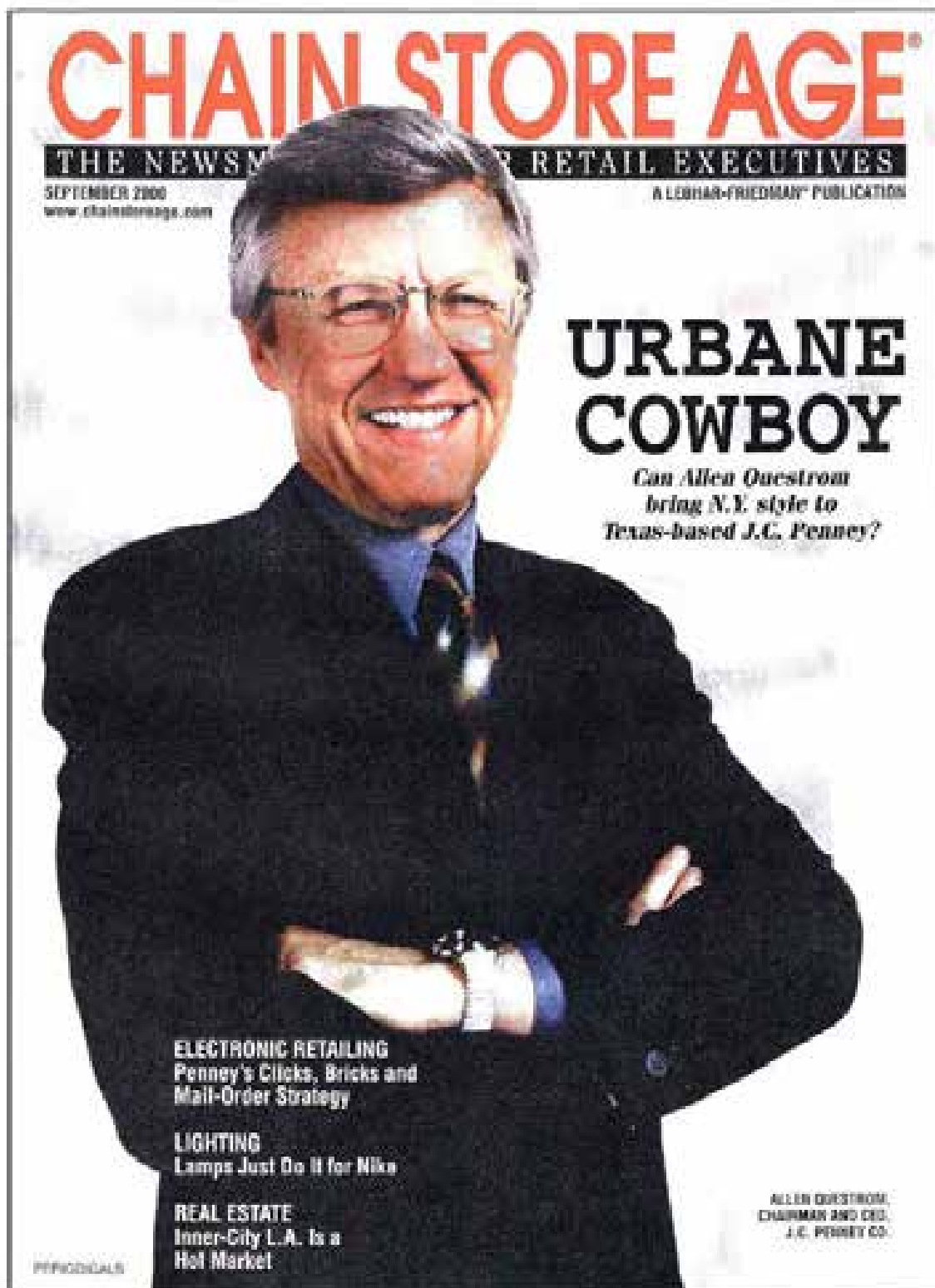
"One of the things that's magical about this is that the structure is complicated. It will have a life beyond any administration," Delgadillo said, adding that three of the six candidates running for mayor in January have already pledged support for Genesis LA.

Shamrock, too, is looking to expand its urban redevelopment efforts, even beyond Genesis LA. "It's been a positive effort," Gentilucci said. "Part of my goal is to do this again with Los Angeles, where we have a proven track record." Expanding to other cities also is possible.

The nonprofit also will continue, LaFranchi said. A second investment fund, the Genesis LA Growth Capital Fund, is in the works. As before, it will originate within the nonprofit, then be spun off. At press time, negotiations were under way with potential fund managers.

And Riordan told SCT that he has high hopes as well. "It is my hope that, five years from now, Genesis LA will be tackling its 100th site and will have brought even more quality jobs, private investment and goods and services to Angelenos in our underdeveloped communities," Riordan said.

In that respect, the entire Genesis LA program could expand across the country, Delgadillo said. "It's a big dream. I want poverty to be gone," he said. "I don't just want victory; I want to win the war. Is Genesis LA a model for the nation? Yes."





REAL ESTATE  
HOT MARKET

# Retail Rebounds in Inner-City L.A.

*Los Angeles inner-city residents no longer will have to go without basic retail services*

**T**he city that was tainted by more than its share of tumultuous discord in the '90s has made an economic development rebound. Target Corp. is scheduled to open a new 140,000-sq.-ft. store in October at an inner-city Los Angeles site that suffered from civil unrest and looting during the 1992 riots.

Sears is redeveloping an existing location that has served the community for more than 70 years. That store has defied public perception about inner-city Los Angeles, ranking as one of the chain's top 10 performing stores in the nation for four consecutive years as well as the

chain's No. 1 store in 1999 for customer service and satisfaction.

"Our inner city is the next frontier for economic development," states Los Angeles Mayor Richard Riordan. On July 17, Mayor Riordan announced that Genesis LA, the city's economic development initiative to revitalize defunct industrial and retail sites, had received funding of more than \$71 million and anticipates total funding to exceed \$100 million by the end of September. "With Genesis LA, we are creating hope and opportunity where little existed before," he continues.

According to the mayor's office, Los Angeles is the second most pop-

ulous city in the United States with more than 3.6 million people and a labor force of 1.76 million. Genesis LA specifically targets low- to moderate-income areas with high unemployment rates. The enemy of inner-city job creation in Los Angeles is the high cost of land development. Genesis LA aims to attack these high costs, bringing vacant, blighted and contaminated properties back to productive use.

"The inner city is in desperate need of basic retail services, such as grocery stores and drug stores," reports Rocky Delgadillo, deputy mayor of Los Angeles. "Real buying power exists in the inner city. In many cases, people have to drive several miles outside of their neighborhood just to buy a quart of milk while the suburbs offer retail services on almost every corner and throughout every commercial corridor."

Joanne Halbert, director of economic development for the City of Los Angeles, concurs with Delgadillo, emphasizing the irony of "a huge retail void" in an area where "the population density is the greatest and a substantial work force" is readily available.

The McDonald's Corp. understands the potential inside Los Angeles and has committed \$1 million to the Genesis LA project. "LA's inner city is a hot market for McDonald's and presents a viable opportunity for all aspects of retail," states Jim Carras, director of development of McDonald's. "Urban retail sites provide opportunities for new jobs and career development. The density of population [counters] the lower income levels of our urban customers, which results in very healthy buying power. McDonald's volume in inner-city Los Angeles exceeds our national average by more than 25%."

A former General Motors assembly plant that employed more than 3,000 people in Van Nuys, Calif.,

## The Book on Genesis

**G**enesis LA is focused on 21 sites, 11 of which are entirely retail projects or include a significant retail component.

**Chatsworth Gateway**—On an existing 10-acre site, a new 240,000-sq.-ft. center will include a Home Depot, Ralph's Supermarket, McDonald's and soft goods retail.

**Pico Plaza**—The Home Depot, Costco and McDonald's have committed to a 280,000-sq.-ft. two-story retail center.

**Santa Barbara Plaza**—A proposed 23-acre retail center adjacent to the Magic Johnson Theatres in the Crenshaw Baldwin Hills community.

**North Hollywood**—A 340,000-sq.-ft. center with a movie theater, fitness center, restaurants and boutique shops will join more than 1 million sq. ft. of garden office space.

**Vermont Slouson Retail Center**—More than 50,000 sq. ft. of grocery-anchored retail services.

**Watts Retail Center**—Retail and banking services.

**Seminar Retail**—Target Department Stores and McDonald's will open in October at a site that suffered from civil unrest and looting during the 1992 riots.

**Goodyear**—A neighborhood center anchored by grocer Food 4 Less adjoins a 200-acre industrial park.

**Taylor Yards**—Eleven acres along the San Fernando Road and LA River is devoted to entertainment, restaurant and retail development.

**Adams & La Brea**—New Federal Express offices will be served by more than 120,000 sq. ft. of discount retail and a McDonald's restaurant.

**Sears Redevelopment**—A vacant 1.3 million-sq.-ft. Sears distribution center and retail outlet will be redeveloped as a mixed-use project with office space, a new two-story Sears outlet and additional retail spaces.

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### REAL ESTATE HOT MARKET

suffered from many of the same obstacles facing inner-city retail. The site has become a successful center anchored by The Home Depot and is an excellent model of adaptive reuse. In addition, the retail project caused a "ripple-effect" encouraging development around the site and serving as the catalyst that reduced crime by 39% in one of the city's most notorious high-crime areas.

"Retail companies such as McDonald's understand the challenges and opportunities of urban in-fill development," said Debbie LaFranchi, president of Genesis LA Economic Growth Corp. "Genesis LA is devel-

***"In-fill development in the inner city is the next wave, and there is great demand for all types of retail: grocers, drug stores, service retail, discount marts, as well as upscale entertainment and lifestyle developments."***

*Rocky Delgadillo,  
deputy mayor,  
City of Los Angeles*

oping partnerships with a number of retail chains that want to position themselves as 'out-in-front' in regard to investing in the inner city."

Ken Lombard, president of Magic Johnson Development Corp., lauds the success of its Los Angeles projects.

"Our success in Los Angeles has encouraged us to move forward more aggressively than we planned with inner-city developments across the country," he says.

Claiming to be the "best retail partners in town," Halbert promises unequivocal support for inner-city development. "We constantly market sites to retail businesses and entice them with all of the city's economic incentives," she concludes. "We'll facilitate negotiations between developers and retailers, fill financial project gaps and expedite the entitlement process."

CHAIN STORE AGE, SEPTEMBER 2000



# **GRAPEVINE TEAM IN ACTION & COMMUNITY OUTREACH**















# ARCHITECTS ORANGE STATEMENT OF QUALIFICATIONS



*A R C H I T E C T S   O R A N G E*

## Company Profile

Founded in 1974, Architects Orange is a full service architectural and planning firm specializing in high quality Mixed Use, Masterplan, Residential, Retail, Commercial and Hospitality projects. With a talented team, skilled in a variety of project types, Architects Orange has naturally emerged as a national leader in architectural design. Architects Orange consists of design professionals led by Senior Partner Jack Selman and Partners Darrel Hebenstreit, Jim Dietze, Hugh Rose, RC Alley, Ed Cadavona, Rob Budetti and Ken Smith. The group views each project as a unique opportunity to apply proven expertise, generating creative solutions within budget, and delivering inspired and successful projects.

Architects Orange emphasizes the team approach – owner, architect, consultants and contractor – collaborating through all phases of the project. We are adept at leading multi disciplined high performance teams to provide solutions of design relevance, cost effectiveness and operational and organizational excellence. We strive to understand the specific location constraints and site features, and pursue intelligent solutions that maximize the opportunities and create high value for the client.

Architects Orange is organized around a Principal led system which ensures the highest quality expertise and continuity from beginning to end of each project. Principal commitment means your project will receive the resources and talent needed to meet all deadlines and deliverables every time. From our headquarters in Orange County, California, the Architects Orange team has served clients across the United States as well as around the globe.



**A R C H I T E C T S   O R A N G E**

**A R C H I T E C T S   O R A N G E**





## Robert Budetti, AIA, CDP

Partner

### Personal Description

Mr. Budetti has spent over 25 years managing large scale complex projects around the United States and in Middle East as well as managing major development programs for National clients. Rob has also been responsible for growing and developing dynamic teams of architects and consultants to successfully deliver projects that consistently exceed the client's expectations. Rob's enthusiastic approach to each project has earned him a reputation as a professional who quickly and effectively builds solid and lasting relationships with clients, government agencies, consultants and contractors. He is experienced with retail, mixed-use, commercial, office, and residential projects.

### Education

School of Architecture, California State Polytechnic University, Pomona, CA  
Bachelor of Architecture

California State Polytechnic University International Summer Program

### Registrations

NCARB Certified Architect

Licensed Architect in Alaska, Arizona, California, Colorado, Florida, Georgia, Idaho, Mississippi, Montana, New Mexico, Nevada, North Carolina, Oklahoma, Oregon, Pennsylvania, Texas, Utah, Washington

### Affiliations

ULI  
ICSC  
CDP

### Professional Experience

**Alhambra Place, Alhambra, CA** – A renovated mixed-use project with 134,000 SF of retail and restaurants anchored by a remodeled two-story building with grocery on the ground level and national retail tenants and two new retail buildings at the second level.

**The Village at La Floresta, Brea, CA** – A new mixed use retail center incorporating a new gourmet grocer, retailing and dining uses. The project focuses on a corner round plaza space with terraced restaurant dining and walkways around a central water feature. 210 multi-family units are provided.

**91st Avenue and Van Buren Mixed Use, Tolleson, Arizona** – A new mixed-use project on two 45,000 SF sites including 70,000 SF retail, 200 residential units and a new City Hall.

**Westfield Valley Fair Mall, San Jose, CA** – Renovation and expansion of a major regional mall including a dining terrace, luxury wing and general upgrades throughout the mall.

**Westfield North County, Escondido, CA** – Remodel of existing mall including entrances on levels 1, 2 and 3 to create a contemporary and inviting new facade. Dining court remodeled and public common spaces enhanced with amenities and architectural features.

**Ibn Battuta Mall, Dubai, UAE** – Themed mixed-use project includes 18,000,000 sf of retail, entertainment district, 2,764 hotel keys, 3,500 condominiums & 3,300,000 sf of office space.

**Great Mall Dubai, UAE** – A 3.5 million sf regional mall & home furnishing mall connected by an entertainment zone, over structured parking in a contemporary Islamic design.

**The River, Rancho Mirage, CA** – This project is a 250,000 sf retail / entertainment center on over 30 acres. Includes theatre, restaurants, and retail and office space.

**West Hollywood Gateway, CA** – 700,000 multi level retail & restaurant over 3 levels underground parking. Public plaza provides gathering spot & outdoor seating for restaurants.

**The Gateway, El Monte, CA** – A 65 acre TOD mixed-use development with 1,000,000 SF retail, entertainment and office space, a 200 room hotel and 1,850 multi-family units adjacent to a new transit building.

**Tustin Legacy, Tustin, CA** – 100,000 SF retail center inspired by the history of Tustin and the Marine Corps Air Station. The "Contemporary Barn" architectural style takes inspiration from the industrial aesthetics of the hangars to the agricultural farmlands that surrounded the site in the early 1900's.

**The Veranda Retail Center, Concord, CA** – New retail center on 30 acre site in Concord, California with approximately 347,000 SF of total building area.

**Westfield – UTC, San Diego, CA** – Addition & renovation of a 1.2 million sf regional mall including 3 new dept. stores, 350,000 sf two level lifestyle retail and five parking structures.

**Westfield Santa Anita Lifestyle Center, Arcadia, CA** – Renovation and expansion of mall with new 100,000 SF mixed-use lifestyle center with fountains and gardens over a 2-level garage.

**Nut Tree, Vacaville, CA** – 300,000 sf power and lifestyle center anchored by Best Buy, Old Navy with Boutique shops with office space above.

**Citrus Plaza, San Bernardino, CA** – 500,000 sf power center anchored by Target and Koh's, with exterior food court, and associated pad buildings.

**Sierra Crossing, Bakersfield, CA** – A 203-acre mixed-use development includes main street retail center, power center, class A office district and 4-star hotel and conference center.

**The Orchard at Saddleback, Lake Forest, CA** – 270,000 sf lifestyle retail center anchored by mini majors, grocery, and restaurants.

ARCHITECTS ORANGE







**Kenneth J. Smith, AIA**  
Partner

**Personal Description**

Ken has over 30 years of national and international experience including numerous award winning retail and mixed-use projects. From master planning to building design, he brings a dynamic approach to the design process that has fostered long relationships with Clients and his colleagues alike. He has a reputation for innovation and of bringing together talented design teams that have set trends in mixed-use, retail and entertainment design.

**Education**

University of Southern California  
Bachelor of Architecture

**Registrations**

Licensed Architect in California

**Affiliations**

ICSC  
ULI  
USC Architectural Guild  
Tournament of Roses Association  
Friends of Gamble House

**Professional Experience**

**Alhambra Place, Alhambra, CA** – A renovated mixed-use project with 134,000 SF of retail and restaurants anchored by a remodeled two-story building with grocery on the ground level and national retail tenants and two new retail buildings at the second level.

**The Village at La Floresta, Brea, CA** – A new retail center incorporating a new gourmet grocer, retailing and dining uses. The project focuses on a corner round plaza space with terraced restaurant dining and walkways around a central water feature.

**The Point, El Segundo, CA** – A new 119,000 SF, 1 & 2 story specialty retail / mixed use center in a contemporary coastal architectural style. The project provides a shopping, dining and lifestyle destination for the South Bay beach communities.

**The Village at Bella Terra, Huntington Beach, CA** – This new 4-story, wrap style, mixed-use project is located on the 2.8 acre Bella Terra retail site and provides 467 dwelling units and 19,000 SF of ground floor retail. An above-grade open parking structure is provided along with an open air plaza and community park.

**Westfield – University Towne Center, La Jolla, CA** – Renovation and expansion of an open-air regional mall including retenanting of a department store into a health club, two national retailers and a stadium-seating cinema complex. Renovated food court with new dining terrace.

**West Covina Mall, West Covina, CA** – Expansion and renovation of existing mall with two story addition to include Nordstrom Rack and gold's Gym, restaurant and misc. shops.

**Las Colinas Live** – The project creates a New Orleans style streetscape with nightclubs and live music creating a festive environment with concert & open-air horsemanship arenas, hotel and retail.

**Ibn Battuta Mall, Dubai, UAE** - Themed mixed-use project includes 18,000,000 sf of retail, entertainment district, 2,764 hotel keys, 3,500 condominiums & 3,300,000 sf of office space.

**Coliseum City Mixed Use Project, Los Angeles, CA** – Part of the USC revitalization, this 1.4 million SF project is located across from The Coliseum and new soccer stadium providing a vibrant retail street environment anchored with two hotels and university housing over structured parking.

**Tustin Village, Tustin, CA** – Inspired by the history of Tustin and the Marine Corps Air Station this project's "Contemporary Barn" architectural style takes inspiration from the industrial aesthetics of the hangars to the agricultural farmlands that surrounded the site in the early 1900's.

**The Promenade at Downey, Downey, CA** – A large themed entertainment center with a cinema, health club, shopping and dining incorporated with historical landmark buildings from the time when NASA's Space Program occupied the site.

**LA Fitness, Various Locations** - As one of the premier health fitness clubs in the nation, LA Fitness has locations in acquired properties and ground-up locations. Scope of work has been involved in both location types from entitlement surfaces through full service.

**Westfield North County, Escondido, CA** – Remodel of existing mall including entrances on levels 1, 2 and 3 to create a contemporary and inviting new facade. Dining court remodeled and public common spaces enhanced with amenities and architectural features.

**Fashion Outlet of Las Vegas, Primm, NV** - 800,000 sf outlet shopping development attached to the Primadonna Casino with super graphic design elements and contemporary detailing

**Fox Entertainment, Los Angeles, CA** – 2.5 million sf mixed use entertainment project with hotel, office, and retail across from the Staples center Arena in downtown Los Angeles.

**West Covina Heights, West Covina, CA** – This 400,000 sf power center is anchored by The Home Depot and Target along with other national name brand retailers, shops and restaurants.

ARCHITECTS ORANGE





**Samuel P. Saludo**  
Principal

#### Personal Description

Sammy has over 30 years of design experience on projects in the United States, the Middle East and Asia. In his current capacity in Architects Orange's office, he brings to Clients and projects extensive experience in Masterplanning Retail, Residential, Lifestyle, Resorts, Mixed-Use and other Commercial developments. Sammy's involvement in projects starts from conceptual design thru design development. He also coordinates with Consultants and production architect to make sure the design intent is carried thru. Working closely with the Client, Sammy is able to develop design in the most efficient and timely manner. He is committed to provide his Clients the design excellence that makes projects successful.

#### Education

University of Santo Tomas - Manila  
Bachelor of Architecture

#### Registrations

Licensed Architect in the  
Philippines

#### Affiliations

AAIA  
ULI  
ICSC  
UAP CAL

#### Professional Experience

**Alhambra Place, Alhambra, CA** - New mixed-use project includes about 134,000 sf of retail and restaurants anchored by a two-story building with grocery at the ground level and national retail tenants at the second level.

**The Village at La Floresta, Brea, CA** - A new mixed-use development in the City of Brea with more than 82,000 sf of retail tenants anchored by a grocery, restaurants and specialty retail tenants. The main plaza area at the intersection of Valencia Ave. and Imperial Hwy. serves as the focal point of the development with outdoor seating areas for the restaurants, as well as, nicely appointed soft seating areas with trellises and lush landscaping.

**The Orchard at Saddleback, Lake Forest, CA** - 270,000 sf lifestyle retail center anchored by mini majors, grocery, and restaurants with main street style retail environment.

**West Covina Mall, West Covina, CA** - Expansion and renovation of existing mall with two story addition to include Nordstrom Rack and gold's Gym, restaurant and misc. shops.

**Ibn Battuta Mall, Dubai, UAE** - Themed mixed-use project includes 18,000,000 sf of retail, entertainment district, 2,764 hotel keys, 3,500 condominiums & 3,300,000 sf of office space.

**Great Mall, Dubai, UAE** - A 3.5 million sf regional mall & home furnishing mall connected by an entertainment zone, over structured parking in a contemporary Islamic design.

**Dragon Mart, Dubai, UAE** - Extensive renovation of a 1.7 million sf Chinese mart, including new foot court, new plan organization, signage & way finding, and site work.

**Westfield Santa Anita, Arcadia, CA** - 100,000 sf lifestyle retail expansion to existing mall

**Citrus Plaza, San Bernardino, CA** - 500,000 sf power center anchored by Target and Kohl's with exterior food court and associated pad buildings.

**Mountain Grove at Citrus Plaza, Redlands, CA**  
This is a mixed-use promotional/lifestyle center located at the northwest quadrant of Interstate 10 and Interstate 210 with 630,000 sf of total GLA.

**The Marketplace East at Grand Crossing, City of Industry, CA** - Kohl's anchored 204,600 sf promotional retail/restaurant power center on 18.6 acres located at Grand Ave & Valley Blvd.

**Edinger Plaza, Huntington Beach, CA** - Expansion and repositioning of retail center to accommodate Nordstrom Rack, Dick's Sporting Goods and Michael's in modern design style.

**Tesoro Village, Valencia, CA** - Features Spanish Mission Architecture with pedestrian-scale amenities, community gathering area with seating and large ornate outdoor fireplace.

**Nut Tree, Vacaville, CA** - 300,000 sf power and lifestyle center anchored by Best Buy, Old Navy with Boutique shops with office space above.

**Westfield - University Town Center, San Diego, CA** - Addition & renovation of 1.2 million sf mall including 3 new dept. stores, 350,000 sf two level lifestyle retail, & five parking structures.

**Sierra Crossing, Bakersfield, CA** - A 203-acre master planning project with retail, hotel and office.

**West Covina Mall, West Covina, CA** - Expansion and renovation of existing mall with two story addition to include Nordstrom Rack and gold's Gym, restaurant and misc. shops.

**El Monte Transit Village, CA** - A TOD mixed-use development with retail, entertainment, office, hotel and multi-family residential

**Alba Village, Medford, OR** - Lifestyle retail is part of a 200-acre master planned development

ARCHITECTS ORANGE







**Glenn Man**  
Senior Designer

**Personal Description**

Mr. Man has spent over 15 years designing large-scale, complex projects around the United States and in the Middle East and Asia. Glenn has also been responsible for master planning, concept design and project coordination for major international projects. He is experienced with retail, mixed-use, commercial, office, and residential projects.

**Education**

Harvard University, Graduate School of Design, Cambridge, MA  
Master of Architecture in Urban Design

University of Waterloo, School of Architecture, Waterloo, ON, Canada  
Bachelor of Architecture

**Registrations**

LEED ND

**Affiliations**

ULI

**Professional Experience**

**El Monte Transit Village, El Monte, CA** – Located next to a major transit system at the northwest corner of Interstate 10 & Santa Anita Avenue, this master planned development has a mix of uses that includes 46,500 SM of retail & entertainment, 46,500 SM of commercial & office, a 250-key hotel and 1,850 residential units.

**Promenade 2035, Woodland Hills, CA** – A 1.5 million SF development in the San Fernando Valley. Project is comprised of a 15,000 seat stadium, 350 residential units, 300 key boutique hotel & a 27-story office tower.

**Monterey Peninsula Masterplan, Monterey, Mexico** – Secured residential development with 500,000 SF lifestyle center with community green space and amenities.

**Marina Marketplace, Marina Del Rey, CA** – Strip Mall redevelopment with residential and retail remodel.

**O'Hare International Airport Control Tower Chicago IL** – Air control tower for the north runway.

**Yongsan IBD, Seoul, South Korea** – 3.3 million SM masterplan development in central Seoul with an International Business District consisting of commercial office and residential towers and a 1.5 million SF retail center.

**Entertainment District Masterplan, Dubai, UAE** – 28 million SM master plan, 250,000 resident population, 17 million SM GFA. Project components include Universal Theme Park, Resort Hotels, Water Park, RDE, Town Center, Central Park, High Speed Rail, Subway Lines, and FIFA Football Stadium.

**Gemdale Corporate HQ, Shenzhen, China** – Partnered with Foster & Partners on a corporate headquarters campus. Project components include 250m high Icon tower, low rise office towers and 30,000 SM of retail.

**Mall of the World, Dubai, UAE** – 7 million SF shopping mall, 10,000 hotel rooms, healthcare district, theatre quarter, Couture Boulevard.

**Downtown Vision Plan, Baldwin Park, CA**  
Downtown revitalization development consisting of a 450,000 SF retail center and 3,500 residential units.

**Dubai Festival City, Dubai, UAE** – 2 million SF mall with 5 star hotel resort.

**Aerospace Corporation Office Tower, El Segundo CA** – 4-story Class A office tower. 125,000 sf.

ARCHITECTS ORANGE





## Bruce Greenfield

Principal

### Personal Description

Mr. Greenfield draws upon 30 years of dynamic architectural experience in large scale hospitality and mixed use projects around the globe. Bruce has a strong record of successful leadership and goal achievement. He thoughtfully balances design and technical solutions with budget and schedule to create well thought out projects that consistently exceed stakeholder expectations. Bruce is adept at leading the consultants to cost effective yet highly creative solutions. His attention to detail and ability to succinctly define, document and communicate the project make him a valued addition to your project team.

### Education

University of Arizona, Tucson  
Bachelor of Architecture

Architectural Management Institute,  
San Francisco

Certificate in Practice Management

Philip Crosby Quality College  
Certificate of Accomplishment

Certificate course in Priority  
Management Techniques

### Registrations

NCARB Certified Architect

Licensed Architect in California

### Affiliations

AIA  
ULI  
ICSC  
ARDA  
ICBO

### Professional Experience

**Inn at the Mission, an Autograph Collection Hotel, San Juan Capistrano, CA** – 124 key four star boutique hotel directly across from the historic Mission. Project includes ballroom, board rooms, and outdoor event space for 300 guests. A full service spa, signature restaurant and below grade parking are provided. Project carefully ties to the historic mission, while mixing contemporary and historic elements and handcrafted artisanal design touches.

**Marriott Warner Center, Los Angeles, CA** – Renovations to lobby area and pool area / fitness center for this full service hotel property included adding a Starbucks facility.

**St. Regis Residences & Spa Tower, Houston, TX** – New 17 story tower over parking with 47 St. Regis Residences, 15,000 sf spa, new pool deck and new Porte Cochere and lobby.

**Hilton Turtle Bay Resort, North Shore Oahu** – 120 key family resort located between the beach and the golf course in a tsunami zone at Turtle Bay, Oahu.

**Hyatt Regency Aventura, La Jolla, CA** – Major hotel renovation including all 417 guest rooms, suites, corridors and meeting rooms in 17 story structure.

**Marriott Newport Coast Villas Resort, Newport Beach, CA** – A 70-acre, 700 villa ocean view resort and spa inspired by a Tuscan hillside village with a beautiful town center and piazza.

**Marriott Autograph Hotel, Jackson Hole Wyoming** – New 160 key boutique hotel near the town square and elk preserve. 4 stories over parking with retail, restaurant and spa facilities.

**Fantasy Springs Casino, Indio, CA** – Casino Expansion and new 300 key four star hotel, entertainment district, 5,000 seat arena, pro bowling center, timeshare resort & golf course.

**Mountain Villas Resort, San Diego, CA** – prototype guest room design, and 3 new resort neighborhoods and downtown district totaling over 500 units in existing golf centered resort.

**Loews Santa Monica Beach Hotel, Santa Monica, CA** – Renovation of 317 guest rooms, suites and corridors at this four star ocean view property. Brand new room a corridor designs include new lighting, complete redo of guest bathrooms, new finishes, furniture and built ins throughout, as well as new code compliant accessible rooms.

**Hilton Paris Las Vegas, Las Vegas, NV** – Record Architect for Parisian themed 33-story hotel tower over casino podium including 2,916 keys, 28 room types and luxurious 5 bay presidential suite.

**W Hotel, Huntington Beach, CA** – Three towers over parking with 132 standard hotel rooms, 28 Wow/Super Wow suites, 15 fractional units, ballrooms, restaurants and full service spa.

**Hilton Grand Vacations Club, Las Vegas, NV** – 2,717 keys in 4 high-rise towers, includes full service spa, restaurants, 3 pool amenity decks, conference center, retail & structured parking.

**Hilton Grand Vacations Club, Waikoloa Beach, HI** – 10-acre, ocean view resort with 120 villas in 8 buildings along the King's Golf Course. With pool amenity deck, lounge, and club house.

**Hyatt Place Hotel & Condominium Tower, Virginia Beach, VA** – 20-story beach front condominium & hotel tower with restaurants, full service spa, and ocean view rooftop pool decks.

**Marriott Shadow Ridge Resort & Golf Club, Palm Desert, CA** – A 315-acre, 990 villa resort with Nick Faldo Golf Course & Training Academy, clubhouse, tennis center, kids club, & pool decks.

**Marriott Autograph Hotel, Mammoth, CA** – New 150 key boutique hotel with restaurants, spa and conference center over below grade parking, adjacent to village ski lift.

**Sheraton Wild Horse Pass Expansion, Phoenix, AZ** – A 40,000 SF expansion including a new 15,000 SF ballroom, new meeting rooms Kitchen Expansion and pre-function areas.

ARCHITECTS ORANGE





**RC Alley**  
Partner

**Education**

Texas Tech University  
Bachelor of Architecture

**Registrations**

NCARB Certified Architect

Licensed Architect in Arizona,  
California, Colorado, Florida, Illinois,  
Nevada, Utah

**Affiliations**

ULI

**Personal Description**

RC Alley has over 30 years of experience in the field of Architecture with the last 20 at Architects Orange. He is experienced in high-density multifamily residential, mixed-use, retail, and commercial projects. As the Lead Partner of the Multifamily and Mixed-Use practice at Architects Orange, RC is responsible for all project aspects from concept through construction. Mr. Alley's hands-on approach produces a fine balance between the design and technical aspects of projects.

**Professional Experience**

**The Heritage, Santa Ana, CA** – An 18-acre mixed use, apartment and retail master plan with 4 sites. Three of the sites are wrap style with 5-story type III construction. The fourth site is phased with an existing office building and DATA center to remain. A second phase to replace it with a podium residential project.

**Malden Station, Fullerton, CA** – 200 dwelling units and 5,100 SF of commercial space. The project occupies a complete city block with frontage on a commercial street and existing railroad tracks to the rear.

**Ascent Apartments, San Jose, CA** – Located in the Silicon Valley this 650 unit project is on a 10.8 acre lot and features a leasing center, clubroom, fitness, courtyards, playground, pool and spa.

**Triana Warner Center, CA** – Part of a large master planned site. A mixed-use component with variety of units, townhouses, flats, and upscale restaurants. 360 units, 15,000 sf of retail.

**Corona North Main, CA** – California Coastal style. 14 acres, 4-story, high-density tuck under buildings. 214 units over ground floor retail.

**The Avenue, Denver, CO** – Mixed-use 20.73 acre site. 8.4 acres of multifamily, 7.3 acres of commercial, and 4.95 acres for office use. 209 dwelling units within 13 tuck under buildings.

**University House, Fullerton, CA** – Mixed-use 6.8 acre project serving Cal State Fullerton. 363 student units above 30,000 sf retail. 11,000 sf recreational facility. Above grade parking

**Alexan Pacific Grove, Orange, CA** – In the 'Uptown' redevelopment district, this urban infill high-density project provides 278 dwelling units, resort-style recreation area, and 5,000 sf of retail.

**Waterford Place, Dublin, CA** – Northern California upscale mixed-use residential over retail. High suburban density rental of 47 units per acre. 525 units total.

**Five Lagunas, Laguna Hills, CA** – Next to the Laguna Hills mall this project is a high density, mixed use project consisting of three five-story wrap style residential and mixed use buildings. The project will provide 988 units and 79,500 SF of added commercial space.

**A Town Apartments, Anaheim, CA** – The first project to be designed in the A Town master plan area of the Platinum Triangle. A 5-story, type III wrap project with 400 units; some contain loft mezzanines.

**Gateway, Orange, CA** – 884 unit complex. Two above ground wrapped parking structures and one podium building.

**Carillon Apartment Homes, Woodland Hills, CA** – 5.45 acres. 4-story buildings. 264 units clustered around 1 parking structure. Includes leasing, pool, recreation, & fitness facilities.

**River Terrace Apartments, Santa Clara, CA** – Spanish style wrap design. 40 dwelling units per acre with efficient tenant parking provided in two 4-story parking structures.

**Pinnacle at Sierra Madre Villas, Pasadena, CA** Located adjacent to a historic pharmaceutical facility. It features beautifully restored buildings, garden court, recreation, and office facility.

**Meridian Place Apartments, Northridge, CA** – 200 units. 4-story stories over one level of at grade parking and one level of subterranean parking. Ground level retail, office, & fitness area.

**Jacaranda Active Seniors Community, Fullerton, CA** – 4 linear buildings housing 131 seniors units. Resort type amenities and pathways promote social interaction/networking.

**Homecoming @ Terra Vista, Rancho Cucamonga, CA** – Master planned community. 241 villas, townhomes, & apartments. Resort style. Direct garage access for all units.

ARCHITECTS ORANGE







## Ed Cadavona

Partner

### Personal Description

Mr. Cadavona is a Partner and the lead designer for all residential and mixed-use projects. He has extensive knowledge of a variety of residential product types and has developed innovative solutions for podium, wrap, walk-up and townhouse projects as well as senior apartments and student housing. His involvement in projects starts from site planning to building design. Mr. Cadavona has over 30 years of experience in the design of residential, mixed-use, and hospitality projects, and has garnered several award-winning projects in California and Hawaii.

### Professional Experience

#### Education

University of Hawaii  
Bachelor of Architecture

#### Registrations

NCARB Certified Architect

Licensed Architect in California and Hawaii

#### Affiliations

AIA  
ULI

**Elan Apartments, Huntington Beach, CA** – A new 4 and 5-story mixed use project located at Beach Blvd. & Ellis. The project provides 274 units over a partial raised podium and a subterranean level parking structure along with 8,500 SF of ground floor retail.

**The Artisan at North Main Phase I, Corona, CA** Phase I of a mixed use development on two parcels designed to create a commercial "Main Street" in the final phase. The project provides 200 units and 34,400 SF of commercial space.

**The Village at Bella Terra, Huntington Beach, CA** – The Village is a new 4-story, wrap style, mixed-use project located on the 7 acres Bella Terra mall site. 467 units and 19,000 SF ground floor retail around an above-grade parking structure.

**Brookhurst Triangle, Garden Grove, CA** – Mixed-use 25,000 sf of new retail shop and restaurants with 5 buildings, 709 residential units. Wrap and Podium designs.

**Renaissance, Orange, CA** – Located in the "uptown" redevelopment area of Orange. 10 acre site. 3 and 4-story multifamily project provides 460 dwelling units.

**Main Street Village, Irvine, CA** - 481 units within 4-story buildings. Orange County's first ready to rent certifiably green complex.

**Alexan Fontaine, Marina Del Rey, CA** - A waterfront, wrap design consisting of two 4-story courtyard buildings around a 5-level parking structure. 426 units total.

**Avenue One, Irvine, CA** - 341 luxury condominium units wrapped around two integrated parking structures.

**Archstone Gateway, Orange, CA** - 884 unit complex. Two above ground wrapped parking structures and one podium portion.

**Urbana Apartments, San Diego, CA** – A modern 6-story structure on a one-half acre site providing 96 units and 1,138 SF of commercial area below. Located in downtown San Diego the project is walking distances from Petco Park Ballpark and the Gaslamp District.

**The Artisan at North Main Phase II, Corona, CA** Phase II of a mixed use development along the main front street with the residential and retail along the back and side. Together these form a mixed use "Main Street" with a central common court and auto turn circle.

**Ascent Apartments, San Jose, CA** – Located in the Silicon Valley this 650 unit project is on a 10.8 acre lot and features a leasing center, clubroom, fitness, courtyards, playground, pool and spa.

**Waterford Place, Dublin, CA** – Northern California mixed-use upscale residential over retail. High suburban density rental of 47 units per acre with 525 units total.

**University House, Fullerton, CA** – Mixed-use 6.8 acre project serving Cal State Fullerton. 363 student units above 30,000 sf retail. 11,000 sf recreational facility. Above grade parking.

**Long Beach City Place, Long Beach, CA** - A mixed-used urban infill on a 4-acre parcel. Provides 221 dwelling units over 70,000 sf of retail.

**Corona South Main, Riverside, CA** – Downtown revitalization project. 4-story residential buildings. 370 apartments and 100 condominiums. Parking structures over retail, restaurants, & offices.

**The Avenue, Denver, CO** – 20.73 acres of multi-family, commercial, and office. 209 dwelling units within 13 tuck-under buildings. Plus 3 buildings of retail with 2-stories of dwelling units above each.

**The Westin Princeville Ocean Resort Villas, Kauai, HI** – Along a lush cliff, 2 and 3-story wood-framed villas oriented towards natural views. Modern plantation style & surface parking.

ARCHITECTS ORANGE





**David J. Gilmour, AICP**  
Senior Planner

**Personal Description**

As Senior Planner at Architects Orange, Mr. Gilmour assists in the marketing, administration and planning design for infill and master planning projects for the firm. He has headed up the planning department of his own firm at NewmanGarrisonGilmour + Partners (formerly the Newport Beach office of Kaufman Meeks + Partners) as well as directed the planning efforts of other nationally and internationally known Orange County architectural and planning firms. He has also worked for the City and the County of Beaufort, South Carolina and the City of Philadelphia, Pennsylvania. David has designed over 1,750 neighborhood/infill site plans and 25 large-scale community plans with 105 having been built over his 38 years of practice.

**Education**

University of Pennsylvania  
Master of City Planning

California Polytechnic State University,  
San Luis Obispo  
Bachelor of Science in City & Regional Planning

**Registrations**

American Institute of Certified Planners (since 1980)

**Affiliations**

American Planning Association

**Past Affiliations**

Urban Land Institute  
California Redevelopment Association  
Orange County Green Building Council

**Professional Experience**

**Master Plans**

**San Elijo Hills, San Marcos, CA** – 2,000 acre master planned community with retail, schools, and parks. Detached & attached single family homes with panoramic ocean views. The project also included assisting on the preparations of the specific plan document, including development standards and design guidelines.

**Westhaven, Ontario, CA** – 266 acres, 1,037 homes, 100,000 sf of commercial, an elementary school, park, and several large open space/greenbelts. The major constraint for the master plan was to work with several different property owners.

**Potrero Valley Ranch, Valencia, CA** – 1,036 acre master planned community, 6,600 units within an enclosed valley of land made up of 3 distinct villages. Golf course & clubhouse facility.

**Windwillow Homes, Township, PA** – 710 acre master plan. Golf course, community center, & 1,800 units in 23 neighborhoods. 26 acres of commercial use.

**Mission Grove Plaza & Business Park, Riverside, CA** – Master plan for a 335 acre commercial, manufacturing, and industrial park. Project consisted of master site planning and design guidelines.

**Three Rings Ranch, Beaumont, CA** – An overall master plan and specific plan for a 176 acre new community consisting of single family homes a multifamily neighborhood.

**Hampton Beach, Virginia Beach, VA** – 119 acre seaside resort master plan consisting of 14 luxury residential neighborhoods, a hotel, and visitor mixed-use commercial village.

**Hydrii Master Plan, Houston TX** – Master plan for 93 acres consisting of commercial apartments, hotels, offices, restaurant pads, and six industrial building sites.

**Sector 99, Gurgaon, India** – 106 acre community master plan, 6 distinct gated neighborhoods, & a central open space feature that connects a main recreation & commercial area.

**Neighborhood Plans**

**Watermarks, Irvine, CA** – Overall concept site/building plan for a 355 unit, 4-story wrap product. Open courtyards to capture the adjacent open space views & long distance views of Saddleback mountains. Created 2 similar buildings for ease of phasing and to reduce construction costs.

**Homecoming at the Preserve, Chino, CA** – Master planning for a 52 acre, 796 unit apartment project community of stacked flats and town homes. Project consists of 11 neighborhoods and a significant major leasing and active recreation area connected by pedestrian paseos.

**Stadium Lofts, Anaheim, CA** – Conceptual site layout for a vertically mixed-use project consisting of 390 units and approximately 15,000 sf of restaurant and commercial use.

**Puerto Del Sol, Los Angeles, CA** – Overall conceptual building plan for a 3 acre infill site vertical mixed-use neighborhood adjacent to the Lincoln Heights Gold Line Metro Station.

**Provence, Valencia, CA** – Site planning for 360 family oriented apartments with a pre-school pad adjacent to the neighborhood. Creation of a pedestrian paseo uninterrupted by cars was a major design feature.

**Amerige Pointe, Fullerton, CA** – Site planning for a 13 acre mixed-use project in the Amerige Heights Master Plan. Apartments, work/live, and commercial uses included.

**Hidden Valley, Simi Valley, CA** – 325 affordable units on four odd shaped parcels adjacent to the metro station in Simi Valley. Product was very cost effective to construct.

**Tierra Vista, Oxnard, CA** – Site planning for a neo traditional apartment project encompassing 404 units that caters to a new hospital complex nearby.

**Riverbend, Oakland, NJ** – Rugged hillside master plan. 394 homes on 300 acres. 200 acres of permanent open space including a pond and community recreation area.

ARCHITECTS ORANGE





## Diego Alessi, ASLA

Landscape Studio Director

### Personal Description

Diego Alessi has over 20 years of experience in Landscape Architecture and has spent a majority of those years focused on Hospitality Resort Development, Retail/Mixed use, and High Density Residential projects in both International and Domestic Markets. His broad project experience also includes Rooftop Venues, Night Clubs, Restaurants, Urban Spaces, Parks and Recreation, Master Planned Communities and Golf Course Design. As Landscape Studio Director Mr. Alessi is responsible for all aspects of the design process, including business development and is extremely active in the daily development of projects. His approach to design is collaborative, flexible and hands on constantly working to provide progressive and dynamic solutions. His ability to author a story through Landscape and execute it to the completion of the project strengthens Architects Orange's ability to deliver a comprehensive and well thought out vision for our clients.

### Education

California State Polytechnic University, Pomona  
Bachelors of Science, Landscape Architecture  
Santa Chiara Study Center – Castiglion Fiorentino, Italy  
Semester Abroad

### Registrations

LARE Certified Landscape Architect  
Licensed Landscape Architect, California #4201

### Affiliations

ASLA, American Society of Landscape Architects  
ULI, Urban Land Institute

### Languages:

Spanish, Remedial Italian

### Professional Experience – Retail / Commercial

Station Park, Farmington, UT

Stations Casinos Corporate Office, Las Vegas, NV

Americana at Brand, Glendale CA

The Village at Totem Lake, Kirkland, WA

Nyberg Rivers, Tualatin, OR

UFC Corporate Office, Las Vegas, NV

Summit Corporate Park, Aliso Viejo, CA

The Village at Meridian, Meridian, ID

The District at Green Valley Ranch, Henderson, NV

Bridgeport Village, Portland, OR

The Trails at Silverdale, Silverdale, WA

Medimpact Corporate Campus, San Diego, CA

Plaza 183, Cerritos CA

Las Vegas Performing Arts Center, Las Vegas, NV

### Professional Experience – Hospitality

Margaritaville Resort Hotel, Hollywood, FL

Golden Nugget Hotel and Casino, Lake Charles, LA

Ritz Carlton Hotel, Lake Las Vegas, NV

Pechanga Resort and Casino Expansion, Temecula, CA

Dream Hotel, Hollywood, CA

Golden Nugget Hotel and Casino, Las Vegas, NV

Redrock Resort and Casino, Las Vegas, NV

Hilton Bayfront Hotel, San Diego, CA

Blue Diamond Timeshare Resort, Las Vegas, CA

### Professional Experience – High Density Residential

Circa 37 Apartments, San Diego, CA

The Marke Apartments, Santa Ana, CA

Ten50 Condominiums, Los Angeles, CA

Westpark Apartments, San Diego, CA

1901 First St. Apartments, Santa Ana, CA

### Professional Experience – Master Planned Communities

Painted Trails, Mission Viejo, CA

Mont Calabasas, Calabasas, CA

Colo de Caza, Trabuco Canyon, CA

Armstrong Ranch, Santa Ana, CA

Pacific Highlands Ranch, CA

Nevada Trails, Las Vegas, NV

### Professional Experience – International

Korufiorya Mixed Use, Istanbul, Turkey

Blue Mountain Mixed Use, Dalian, China

Fifth County High Density Residential, Dalian, China

Niagara Falls Casino and Boardwalk, Niagara, Canada

\* All Projects Completed by Diego Alessi while acting as Principal at Lifescapes, International.

ARCHITECTS ORANGE







*Urbana Apartments*  
San Diego, CA

*Mixed Use In-Fill*



The Urbana project is a six story, 92,000 SF multifamily structure in the heart of downtown. The project provides a total of 96 apartments with a variety of plan types and all with private outdoor balconies and commercial retail below. Urbana is located on the border of the East Village and Ballpark districts in downtown San Diego within easy walking distance to the Petco Park Ballpark, Gaslamp District and Convention Center. The building design is a modern expression that fits well with the local context of repurposed industrial buildings and new adjacent developments. Since its opening this boutique midrise has garnered numerous awards and has become a coveted, exclusive location for urban professionals, entrepreneurs and visionaries.

ARCHITECTS ORANGE







*El Monte Transit Village  
El Monte, CA*

*Mixed-Use Transit Oriented  
Development*

The development is located next to a major transit system for buses and metro rail at the northwest corner of Interstate 10 and Santa Anita Avenue in the City of El Monte. The masterplanned development has a mix of uses that include a 5-story residential building over parking and 25,000 SF of truck under ground floor retail and a 4-star boutique hotel.

ARCHITECTS ORANGE





*Ascent Apartments*  
San Jose, CA

*Urban Community  
Apartments*



Located in the Silicon Valley this 650 unit residential apartment complex is located on an 10.8 acre lot formerly part of the landmark Hitachi campus where electric power infrastructure and information technologies were pioneered. Keeping true to the history of innovation on this site, the design provides a drive-through parking structure transformed into an opulent porte-cochere and vehicular lobby and two residential buildings that reinterpret the mid-century industrial buildings on the Hitachi campus. The unparalleled amenities of the project emphasize entertainment with outdoor kitchens, salt water pool and bark park.

ARCHITECTS ORANGE







*Elan Apartments  
Huntington Beach, CA*

*Coastal Convenience*

A new 4 and 5-story mixed-use project located on the southeast corner of Beach Blvd. and Ellis Ave. in the City of Huntington Beach, CA. The project consists of approximately 8,500 SF of ground floor retail and 274 units over a partial raised podium and one full subterranean level parking level.



ARCHITECTS ORANGE





*The Point Retail Center*  
El Segundo, CA

*Specialty Center*

Poised on a hill top this project is located at the southern entry to El Segundo north of Manhattan Beach. Dynamic contemporary coastal architecture highlights this 98,000 SF, one and two-story, specialty retail / mixed use center.



ARCHITECTS ORANGE







*Westfield University  
Towne Center  
La Jolla, CA*

*Mall Renovation in a  
Contemporary Fashion*



Working with the Westfield design team this open-air regional mall includes the retenanting of an existing department store into a health club, two national retailers and a signature stadium-seating cinema complex. The existing food court building was renovated and repositioned with new tenants and dining terraces. Common area improvements include full facade remodels and renovation of key outdoor courtyards and promenades. The new look provides a "resort casual" environment with contemporary design elements and dynamic landscaped courts promoting a relaxed yet vibrant shopping experience.

ARCHITECTS ORANGE





*Marriott AC Hotel  
Broadway & Long Beach, Long Beach, CA*



Located at the southwest corner of Long Beach Boulevard and East Broadway this new, ground up, AC Hotel by Marriott will be a mixed-use project containing activated ground floor retail with hotel lobby guest arrival & drop-off areas, upper level guestrooms, and supporting back of house operations. Parking will be subterranean at/ or above grade. The hotel program targets 160-180 guestrooms and will be a customized AC Hotel by Marriott. The building structure is anticipated to be concrete construction for ground and subterranean levels with 5-6 stories of guestrooms above.

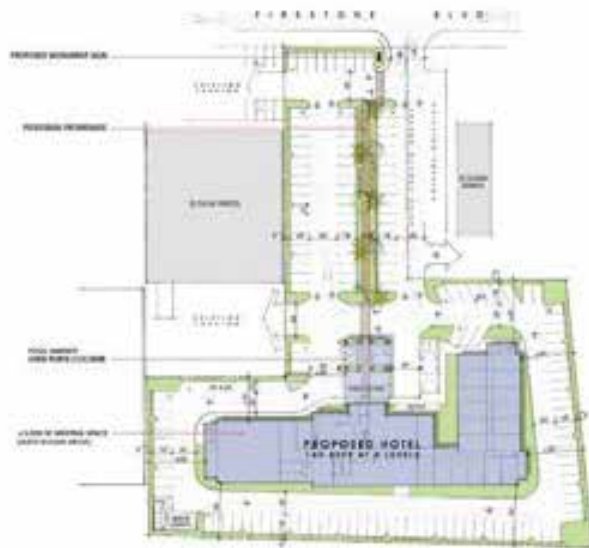
ARCHITECTS ORANGE







*Spring Hill Suites by Marriott  
Downey, CA*



This project is a new, ground up, Springhill Suites by Marriott (SSM) located on Firestone Blvd. in the City of Downey. The site area is 112,285 SF on 2.5 acres. The new hotel program consists of a non-prototypical Spring Hill Suites by Marriott with 140 guest rooms. The building will be 4 stories of wood construction and will provide a fitness center, first floor bar and lounge and 3,000 SF of meeting space with a pre-function area. There will also be a "roof top" pool, spa, and bar on top of the Porte-Cochere roof.



## ARCHITECTS ORANGE GOVERNMENT REFERENCES

### Contact / Reference

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#### AO Contact – Richard Clarke

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