

# Rehabilitation and Adaptive Reuse of Hangar One and Management of Moffett Federal Airfield

In response to May 28, 2013 Request for Proposals, NASA Ames Research Center, Mountain View, CA  
Prepared by Orton Development, Inc., November 20, 2013



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## Executive Summary

### Current situation

Moffett Field sits at a crossroads. Hangar One's aging has been removed and the existing structure is deteriorating, and both the airfield and golf course are losing money. Saving Hangar One's historic structure requires swift action, and making the other site amenities profitable requires investment, efficient management, and plans for additional uses.

### Location

MFA is in an excellent location in Silicon Valley, its freeway-served, bay-front location and proximity to world-class universities, research, and industry make it attractive for a wide variety of uses, and market demand should support the significant costs that rehab, abatement, and historic preservation will incur.

### Team

Our proposed team is experienced tackling major rehabilitation projects with opportunities constraints very similar to the ones at MFA, including the challenges presented by Hangars One, Two, and Three. Our award winning, hands-on team is accustomed to working through the types of construction, seismic retrofit, environmental abatement, and regulatory issues that this project faces, and has a track record of making difficult projects like this one economically viable.

### New Uses

We propose rehabbing Hangars One, Two, and Three to create a combination of office, research and development, lab, and other ancillary space that fosters collaboration and innovation in fields related to science and consistent with the Air and Space Act. Users would include private industry, universities, and government, with additional areas designated for public space and historic interpretation. Ultimately, the goal is to create an intersection of science, research, and business.

### Environmental

ODI is willing to manage remaining and ongoing environmental remediation directly with the Navy. ODI will also integrate known environmental concerns it into our design.

### Master Plan

We plan to integrate the new uses into the existing site to build a new, purposeful community, with improved access to the area, and improved security for everyone. The redevelopment of the site will not interfere with the operations of MFA.

Under our proposal, the airfield will be a privately managed, first-class FBO, with controlled costs and maximized revenue serving both public and private users.

Hangar One would become a multi-tenant science-oriented office and lab space, with areas for public access and historic interpretation. The multi-floor design, inspired by biomimicry, combines the latest thinking in materials science and structural engineering to save and re-skin Hangar One and to return it to use as an iconic and practical structure. All work will be consistent with the Secretary's Standards for Historic Preservation, and will ultimately preserve Hangar One as a landmark, abate or encapsulate contaminants, and return Hangar One to future use. A similar plan is designated for Hangars Two and Three.

The golf course would become a sports, health and fitness, and recreational area that continues to serve MFA as and the local community, while also generating project revenue.

Ultimately, the Site will become a center of cutting-edge science, great business, and innovation, full of companies and institutions that provide resources for the whole of Silicon Valley. ODI's plan achieves historic preservation, allows for public access, and integrates portions of the site back into the larger community, while still providing excellent security for the airfield and new tenants. Most importantly, the plan is realistic and consistent with the Master Plan, and it creates a site that is a reliable, synergistic, and secure neighbor for NASA.

**Offeror Identification**



**Orton Development, Inc.**  
1475 Powell Street, Suite 101  
Emeryville, CA 94608  
510.428.0800 office  
510.428.0802 fax  
[www.ortondevelopment.com](http://www.ortondevelopment.com)

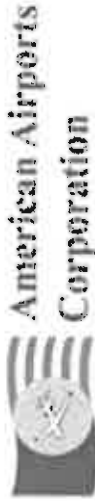
**Person authorized to bind Offeror:**

**J.R. (Eddie) Orton III**  
President  
Orton Development, Inc.  
(b) (4)

**Contacts:**

**James Madsen**  
Vice President  
Orton Development, Inc.  
(b) (4)

**Nicholas Orton**  
Business Development  
Orton Development, Inc.



**Project Partner: American Airports Corporation  
(and Southern California Golf LLC)**

2425 Olympic Boulevard, Suite 650 East  
Santa Monica, California 90404  
310.752.0555 office, 310.752.0570 fax  
[www.americanairports.com](http://www.americanairports.com)

**David Price**  
Chairman & CEO  
(b) (4)

**Contacts:**

**Edward Sause**  
President, AAC  
(b) (4)

**Robert Trimborn**  
Director of Business Development, AAC  
(b) (4)

**Section 1: Development Team, Key Personnel,  
Experience and Past Performance**

**Part A: Development Team and Key Personnel Experience**

**1. Development Team Entities.**

**Offeror**

- \* Orton Development, Inc.
- \* J.R. (Eddie) Orton
- \* James Madsen
- \* Nicholas Orton

Principal in Charge

Project Manager

**Architect/Engineer**

- \* Marcy Wong Donn Logan Architects
- \* Marcy Wong
- \* Mark Hulbert, Preservation Architecture

Lead Designer

Historic Preservation

**General Contractor**

- \* Orton Development, Inc.
- TBD upon PSL

**Airfield Operator**

- American Airports Corporation
- Robert Trimborn

Airfield Manager

**Golf Course Operator**

- \* Orton Development, Inc.
- Southern California Golf LLC

Golf Course Manager \* Mac Niven

Ed Sause, Craig McDonald

**Consultants**

Aviation: David Price, President and CEO, AAC; U.S. Navy Pilot

Financial: \*David Teece, Berkeley Research Group LLC

Structural Engineering: \*Michael Gemmill, Senior Vice President NYA

**\* Indicates long-standing prior relationship on multiple projects.**



**a) Offeror**

**Orton Development, Inc.**

*Orton Development, Inc. (ODI) or a new single-purpose affiliated entity is prepared to execute the Lease Agreement (LA) and would be contractually responsible for the obligations under the LA, should ODI be selected as the PSL for the redevelopment of Hangar One and management of MFA.*

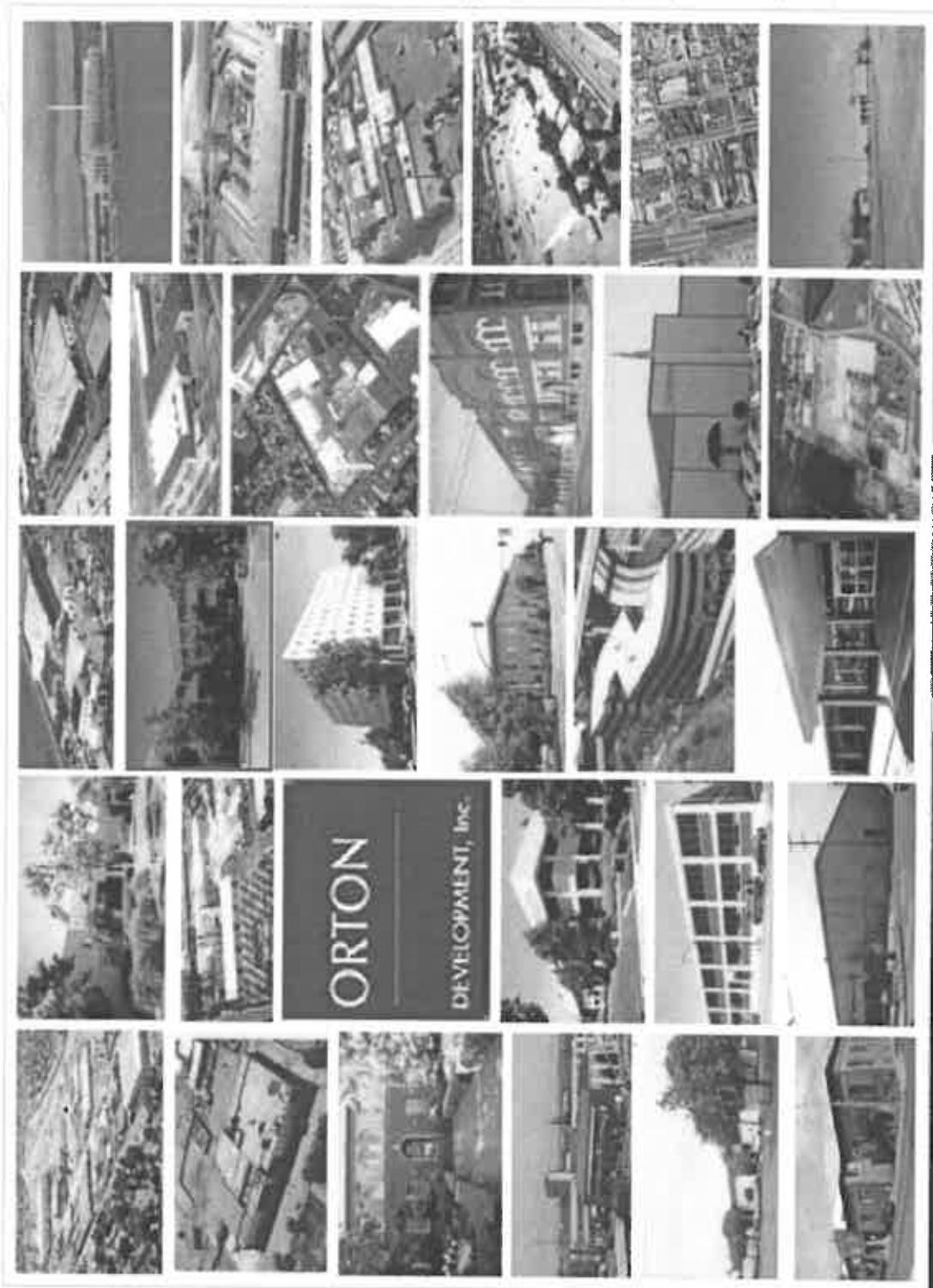
ODI specializes in large-scale rehabilitation and redevelopment projects. **Since 1984, ODI has redeveloped over twenty million square feet, spanning approximately eighty projects** including office, industrial, research and development, loft, and warehouse space. ODI has offices in San Francisco, Emeryville, Richmond, Newport Beach, CA, Indianapolis, IN, and Charlotte, NC.

ODI creates value with world-class design to counter constraints such as vacancy, urban blight, environmental damage, structural challenges, and functional obsolescence, with a specialty in repositioning historic properties. ODI projects attract premier tenants with deftly designed, highly efficient workplaces that result in great productivity at competitive rents.

NOVA Abatement & Construction Services, a subsidiary of ODI, does environmental abatement and cleanup for ODI brownfield projects.

Re-siding and rehabilitating Hangar One, within the existing environmental constraints, and in accordance with the secretary's Standards, CARP, prevailing regulations and preferred uses, is a unique challenge that our experienced team is prepared to undertake.





**ODI Core Team and Roles**

**Eddie Orton**

Finance, Legal, Design/Construction, Regulatory, Acquisitions

**Nick Orton**

Finance, Legal, Design/Construction, Regulatory, Acquisitions

**Joey Orton**

Finance, Legal, Design/Construction, Regulatory, Acquisitions

**James Madsen**

Acquisitions/Negotiations, Finance, Design/Construction, Marketing

**Steve Schwartz**

Environmentals, Abatement, Construction Management

**Ivonne Inurritegui-Folster**

Management, Leasing

**Michelle Heredia**

Administrative, Bookkeeping

**Maria Holmes**

Regulatory, Legal, Administrative

**Rebecca Hobbs**

Development, Design/Construction, Permitting/Zoning

**Will Johnson**

Acquisitions, Business Development, Design/Construction, Leasing

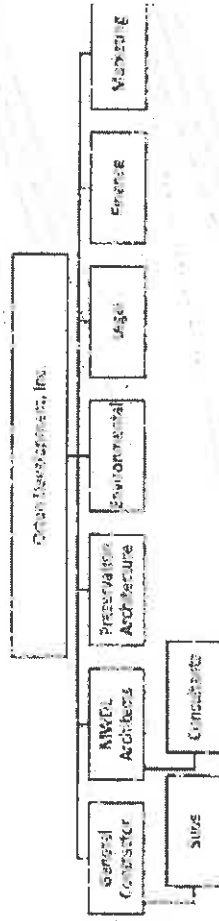
**Cameron Niven**

Development, Design/Construction, Permitting/Zoning

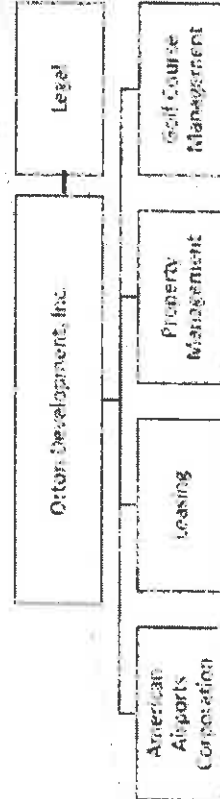
ODI team bios are available online at [www.ortondevelopment.com](http://www.ortondevelopment.com). ODI also works with a core group of local professional and service companies, many of which have been our trusted partners for more than 20 years.

**Organizational Charts**

**Hangar One Development Project**



**Hangar One and MFA Management / Operations**





**b) Architect/Engineer (A/E):**

*Marcy Wong Donn Logan Architects (MWDL) would be contractually responsible for the design to re-side and rehabilitate Hangar One and for the production of schematic, design development, and construction drawings, should ODI be selected as the PSJ under this RFP.*



Formed in 1999 by Donn Logan and Marcy Wong, Berkeley-based Marcy Wong Donn Logan Architects designs a wide range of educational, retail, civic, cultural, community, industrial, and institutional projects. Their body of work for private, institutional, as well as government entities – including US Coast Guard, National Park Service, Water Emergency Transit Authority, Stanford, the University of California, and ODI – has led to a substantial profile in projects such as office, retail, industrial, visitor and community centers, ferry terminals, and performing and fine arts facilities. Among those are both new ground-up structures and historic building projects (including the landmark Ford Assembly Building in Richmond, CA, completed together with ODI – a vibrant complex of industrial and office work places, restaurants and public venues). The overarching principles throughout the firm's gamut of projects involve integrating visual design excellence and outstanding planning with sustainability that embraces innovation and meaningfully unifies architectural expression. Moreover, the variety of contexts, programmatic needs and clients, underscores the emphasis on response to the specific qualities of site and locale in terms of climate, local building materials and cultural appropriateness. As such, the firm's mission is architectural design solutions that must have longevity, not only in the physical sense, but in that of cultural and aesthetic durability. This approach has been validated by professional recognition in the form of local, state and national design awards from organizations such as the American Institute Of Architects, National Trust for Historic Preservation, California Preservation Foundation, and publications in major print and electronic media.

c) **General Contractor**

**Orton Development, Inc.**



Orton Development, Inc. will have ultimate responsibility for performing the construction work for the re-siding and rehabilitation of Hangar One and the other construction projects delineated in this proposal. Currently, the status of the Hangar One project is too preliminary to select a General Contractor. Upon successful submittal and selection of ODI as the PSL, and after schematics have been approved, we plan to engage in a competitive bid process with qualified contractors. We will appoint and manage a well-respected general contractor in accordance with the requirements of the project, including required experience, to ensure re-siding and rehabilitation of Hangar One and any environmental remediation strictly adhere to the Secretary's Standards, the CARP, and all other applicable regulations.

d) **Airfield Operator (required for MFA option):**

*American Airports Corporation (AAC) or a new single-purpose entity affiliated with AAC and ODI, is the entity that will be responsible for the operation, management and maintenance of MFA, should ODI be selected as the PSL under this RFP.*



Headquartered in Santa Monica, California, AAC is one of the largest general aviation airport management companies in the United States. AAC also develops and owns individual aviation and FBO facilities. AAC manages a combined network of 5 airports and 1 FBO, with over 430,000 airport operations per year, and manages over 1,500 tenants at airports ranging from Primary Reliever to uncontrolled fields. Since December 2000, AAC has successfully operated and managed all of the Los Angeles County-owned Airports on behalf of the County of Los Angeles, California. The most recent addition to its operation is at Clinton National Airport, where they just completed over (b) (4) n new capital improvements, which added 14 new employees and created additional jobs in the area as a result of this new development.

With annual revenues in excess of (b) (4) and an experienced airport management team, AAC is well-qualified to provide comprehensive management, operations, development, and maintenance services. Because it is a medium-sized, American-owned and headquartered company, allow all key personnel in the firm are familiar with and closely involved in the development decisions of each project and responsive to customer needs.

American Airports Corporation provides high-quality management and operations assistance (including security & safety), marketing, business development and land development services to airports in the Continental United States.

The professionals associated with AAC are experts in working with airport operators in developing creative and innovative public/private partnerships for the management, operation and development of airports and FBOs.

American Airports Corporation recognizes that each airport presents unique challenges as well as exceptional opportunities. It requires experience, creativity and innovation to structure an appropriate plan for each airport. AAC stands by to fully engage with ODI to manage and operate MFA upon successful PSL bid.

Since taking over the management and operations of the Los Angeles County Airport System in 2000, American Airports Corporation has shown a history of steady revenue growth and a reduction in operating expenses (b) (4)

At a time where many U.S. airports are facing closure or are having difficulty maintaining the airport's infrastructure, an experienced, efficient, financially stable, professional general aviation airport management company such as AAC can ensure that airports and FBOs are safe, well maintained and well-funded profitable enterprises.

e) **Golf Course Operator (required for MFA option):**

**Orton Development, Inc.**

*Orton Development, Inc. (ODI) proposes to retain the Moffett Golf Course (and not to contract with the NASA Ames Exchange) ODI would operate, manage, and maintain the Golf Course, either through Southern California Golf LLC (SCG), or through a newly established ODI entity under the advisory of Mac Niven (see page 23 for bio) or SCG, in accordance with the PEIS and the other limitations and restrictions applicable to Moffett Golf.*

Southern California Golf LLC's executive team has combined more than 75 years experience in the golf industry, under the leadership of Mr. David Price, who was the Chairman and Founder of American Golf Corporation, which became the largest golf course management company in the world with a portfolio of more than 300 properties at its peak. While operating American Golf Corporation, Mr. Price and his executive team were directly involved with the acquisition, development, construction, and renovation of dozens of golf courses nationwide in the municipal, public and private sector and ranging from small Par 3 and Executive courses to full Championship Length golf courses.

We envision Moffett Golf Course as a sports, health & fitness, and recreational area that serves MFA as well as the local community. With a golf course designed for all types of players, a commitment to exceptional service, a thriving snack bar operation, a variety of programming events, all while addressing the MFA security and operations in accordance with PEIS and other applicable limitations, Moffett Golf can quickly become a much-improved amenity for the local community.



## 2. Key Personnel

### a) Principal in Charge for the Offeror (PIC)

J.R. (Eddie) Orton, President, Orton Development, Inc.

*Eddie Orton, President, Orton Development, Inc., as the Principal in Charge will be the person responsible for the negotiation, execution, and administration of the LA. Mr. Orton has the ability to make legal commitments on behalf of the Offeror, and will be responsible for coordinating all aspects of the project team.*

With more than 30 years as a commercial real estate developer, focused on historic, environmentally, seismically or obsolescence-challenged properties, Eddie Orton has been personally responsible for the redevelopment and repositioning of close to 80 projects in several states. He is available to commit to Hangar One at least 40 percent of a typical workweek during the initial term of the LA.

Eddie Orton earned his law degree at the University of California in Berkeley as a member of the Law Review. After serving briefly as a law clerk in the United States Court of Appeals in San Francisco, Eddie Orton joined the family business as West Coast Manager and Trader for RSM Company, a domestic and international textile trading company based in North Carolina. For five years he was responsible for trade in Mexico, Italy, Peru and Japan. Under his management, the Oakland office produced an annual turnover of approximately \$10 million. As owner of RSM, Eddie Orton now serves as vice-chairman of the board.

In 1984, Mr. Orton began his real estate investments, specializing in mixed-use industrial rehabilitation development in the San Francisco Bay Area. His real estate partnerships have owned and developed approximately 20 million square feet of property.



**Principal in Charge / Project Manager**

**James Madsen, Vice President, Orton Development, Inc.**

*James Madsen combines the roles of assisting Eddie Orton as PIC and Nick Orton as PIM for the redevelopment of Hangar One and will be a key contact throughout the project.*

James Madsen joined ODI in 2007 and has since acquired and developed more than one million square feet of office and industrial property in California, Nevada, and Oregon. He is currently working on new acquisitions and business development, including the redevelopment of approximately 530,000 square feet of historic buildings at Pier 70 in San Francisco, a public-private partnership with the Port of San Francisco (see page 46 ).



At Pier 70, Mr. Madsen manages day-to-day operations, design, construction, legal, political, financial, historic preservation, and leasing activities, and structural, environmental, zoning, permitting, and security matters at the site. He spearheads the relationship with the Port of San Francisco, local and state officials, community leaders, contractors, brokers, potential tenants, and the various other entities involved in the project. The project is scheduled for completion and tenancy in 2017.

Previously, Mr. Madsen worked closely with Mr. Orton during the final redevelopment and leasing phase of Ford Point in Richmond and subsequently led the acquisition and redevelopment of Flint Ink in Berkeley, CA (see pages 42). Since then, Mr. Madsen has acquired and redeveloped properties in Oakland, San Jose, Incline Village, Rancho Cordova, Sacramento, and Portland, Oregon.

This multi-disciplinary experience provides strong background for Mr. Madsen's role as associate PIC for Hangar One.

Mr. Madsen graduated from Stanford University with a B.A. in political science and honors in international security studies. Before joining ODI, Mr. Madsen completed a volunteership at the National Economic Council at the White House and an internship at the Bureau of Political Military Affairs at the State Department.



b) **The Project Manager (PM):**

**Nicholas (Nick) Orton, Project Manager, Orton Development, Inc.**

*Nick Orton, as the Project Manager for Hangar One, will be responsible for the management of the overall project delivery and coordination of all team members. He would be the Government's primary contact through the initial term of the LA, including completion of milestones and other performance benchmarks.*



While Nick Orton does not yet have 10 years of experience, he has managed the redevelopment and repositioning of several complex commercial projects, and over the last three years has been personally responsible for the overall project delivery of more than two million square feet of industrial, office, and other commercial space. This includes serving as project manager for the Rosie the Riveter Museum and Visitor Center, a Similar Project built for and operated by the National Park Service. Nick Orton stands by to commit at least 70 percent of a typical workweek between lease execution and construction completion.

A summary of Nick's recent projects is below:

- Rosie the Riveter Visitor Education Center, Richmond, CA 01/2011 – 05/2012

12,000 SF museum. Managed the Rosie the Riveter/World War II Home Front Visitor Education Center rehab for the National Park Service. Reconstruction has won multiple awards (see page 41).

• 1440 Broadway, Oakland, CA 01/2011 – 06/2011

80,000 SF office/retail. Oversaw fire system upgrades; façade and lobby restoration; built micro T-shirt factory and boutique; brought office building from 55% to 80% leased (building currently 94% leased).

• 650 North King Road, San Jose, CA 09/2011 – 10/2011

120,000 SF industrial/office. Conducted due diligence and closed purchase contract in one week; evicted problematic tenant/former owner and completed the Master Plan.

• Re-Aita LLC

12/2011 – Present

Purchased approximately twenty loans with cumulative face value of approx. \$(b)(4)MM. Foreclosed properties and restructured the loans.

• 2800 Madera, Oakland, CA 03/2012 – 07/2013

5,000 SF residential condo. Foreclosed prior developer and completed construction on four units, installed new finishes for kitchen, floors, bathrooms, yard, etc, all units currently leased for long term hold.

• Amber Glen Hillsboro, OR 04/2012 – 07/2012

72,500 SF office. Conducted due diligence and purchased via auction, sold to job-creating owner-user at the request of local municipality for significant profit.

• Five South, Wilsonville, OR

03/2012 – Present

123,000 SF office. Conducted due diligence; negotiated lease for entire building area with NYSE company; installed new roof, HVAC system, lighting, finishes as part of (b) (4) build-out; negotiated multiple lease amendments to account for tenant cost overruns; project substantially complete 08/13 and tenant is in and operating.

• Western Select Properties,  
Indianapolis, IN 06/2012 – Present

1,500,000 SF industrial/office. Purchased note on 1.5MM SF industrial complex via auction, foreclosed with cooperation of borrower; secured environmental indemnity working with the Indiana Dept. of Environmental Management and prior owners, negotiated settlement with major tenant who illegally vacated premises; executed 20,000 SF office lease for remaining office vacancy; executed 700,000 SF warehouse lease, effectively doubling gross revenues.

• Commerce Park, Indianapolis, IN Closed 11/4/2013

138,000 SF industrial/office. Purchased well-located, 67% leased office park; established positive relationship with current tenants; working to acquire new tenants and make minor building improvements.

• 40 Liberdade, Lisbon, Portugal  
Close scheduled  
11/28/2013

33,000 SF retail. Conducted due diligence on a 10-story 1980s office building located at Lisbon's prime retail destination, started preliminary planning to convert bottom three floors into retail.

c) **The Lead Designer (LD):**

**Marcy Wong, Partner, Marcy Wong Donn Logan Architects**



ODI's long-term partner, Marcy Wong, of Marcy Wong Donn Logan Architects, is the individual with the primary responsibility for designing the re-siding and rehabilitation of Hangar One, and translating the design concepts into schematic, design development, and construction drawings. Marcy Wong would be responsible for architectural management during the design and construction phase of the Hangar One project, would coordinate the engineering aspects into the design, and lead construction progress meetings.

Marcy Wong received her B.A. in Art History from Columbia University, Barnard College in New York City. She obtained her graduate (M.Arch.) degree in architecture from the Columbia University Graduate School of Architecture, where she was awarded the William Kinney Travelling Fellowship, and her graduate degree in Structural Engineering from Stanford University. Following Stanford, she practiced in both fields of architecture and engineering in San Francisco, CA, Honolulu, HI, and Hartford, CT. For ten years, Ms. Wong served on the architecture faculty at UC Berkeley, during which time she founded her solo practice, and with the advent of the new century, she and Donn Logan formed the current partnership in Berkeley, CA. The firm's work covers a diverse array of building types, a large proportion of which is for cultural and arts facilities. Ms. Wong's projects have received awards from the national American Institute of Architects, the California Council AIA, the San Francisco AIA, the East Bay AIA, Interiors Magazine, the National Trust for Historic Preservation, and the United States Institute of Theatre Technology.

d) *Historic Preservation Architect/Consultant (PA):*

**Mark Hulbert, Preservation Architecture**

Our long-term historic preservation partner, Mark Hulbert of Berkeley-based Preservation Architecture, is the individual who would be our historic consultant for all decisions affecting the historic restoration of Hangar One. Mark Hulbert would review all submissions in their entirety for impacts on restoration and rehabilitation zones and would ensure the historic preservation feedback is included by Lead Designer Marcy Wong into all submissions. He would certify in writing that the final submission meets the Secretary's Standards or explain variances, if any.

With thirty years of professional experience – including, since 2002, as an independent historical architect and cultural resources consultant – Mark Hulbert has successfully served clients and colleagues as an author, design consultant, preservation planner, and architect. He brings broad expertise in architectural, historical, and cultural resource evaluation and interpretation, and always endeavors to do so with fairness and balance. Additionally, he has extensive technical rehabilitation and restoration experience, with a specific expertise on large and complex properties and projects.

Mark's work is deeply influenced by a life-long interest in urbanism and architecture, as well as by the graphic and performing arts. His professional qualifications exceed the Secretary of the Interior's Professional Qualifications Standards in the fields of Historic Architecture and Architecture; he is listed by the State of California Historical Resources Information System (CHRIS) as a qualified historical architect and historic preservation consultant; holds a Certificate in Architectural Conservation from UNESCO's International Centre for the Conservation and Restoration of Cultural Property (ICCROM) in Rome, Italy, and has been a registered California Architect since 1989.

e) **Airfield Manager (required for MFA option):**

**Robert Trimborn, Director of business Development,  
American Airports Corporation**



*ODI has partnered with Robert Trimborn, Director of business Development, American Airports Corporation, to be responsible for overseeing the operation, management, and maintenance of MFA.*

Robert Trimborn has over 30 years of experience in managing and directing general aviation reliever airports. Mr. Trimborn is responsible for the development of innovative public-private partnerships related to the development, management, and operation of airports and FBO's, including aviation and non-aviation facilities. He spent the last seventeen years at the City of Santa Monica as their Airport Director, where he managed one of the busiest and most high-profile general aviation airports in the nation.

*f) Golf Course Manager (required for MFA option):*

ODI's long-term due diligence expert on numerous golf-related projects, **Mac Niven**, stands by to join the ODI team upon a successful bid as the Golf Course Manager for Moffett Golf. With more than 30 years of experience as a General Manager for private and municipal golf courses, Mr. Niven brings an unparalleled level of expertise to the team and would be responsible for overseeing the operation, management, and maintenance of the Golf Course at Moffett Field, including its potential repositioning. Mr. Niven's qualifications are as follows:

- General Manager of private clubs since 1989
- Responsible for multiple clubhouses, golf courses, pools, tennis courts, a wide variety of amenities and social activities
- Managed guarded and gated communities with combined club and HOA responsibilities
- Served as club Architectural Review Chairman; holds Real Estate Sales License
- Staffs exceeding 180
- Budgets in excess of \$12M
- Strong Budgetary and Operational skills
- Executed several multimillion dollar renovation projects – facilities and course
- Publications - Articles in BoardRoom Magazine, USGA Green Section Record, Premier Club Services.

**Edward R. Sause  
President, AAC**

Edward R. Sause has over 30 years of experience in finance and administration, and has served in a broad spectrum of industries including aviation, leisure, entertainment, and food & beverage. Mr. Sause currently serves as the President for American Airports Corporation and is responsible for acquiring properties, raising the necessary capital to leverage opportunities, and direct strategic financial development.

Mr. Sause served as Vice Chairman and Chief Financial Officer of American Golf Corporation, and Chief Financial Officer of National Golf Properties, and was responsible for all financial and administrative matters, including budgeting, forecasting, MIS, treasury, tax, legal, purchasing, and Internet development. A Certified Public Accountant (CPA), Mr. Sause also served as an Audit Manager for Price Waterhouse, as well as Vice President and Controller for Columbia Pictures Television, Columbia Pictures' Motion Picture Division, Columbia Pictures International, and for the Entertainment Business Sector of The Coca-Cola Company. Mr. Sause is a trustee of the Museum of Flying.

[REDACTED]

**Craig A. McDonald**  
**Director of Golf Operations, AAC**

Mr. McDonald is presently the Director of Golf Course Operations for Southern California Golf LLC. Upon successful bid, he will be primarily responsible for the day-to-day management of Moffett Golf and will have direct oversight of the golf course properties and management. Mr. McDonald was formerly the Director of Revenue Generation for American Golf Corporation. He was responsible for revenue and service integration program development and implementation for more than 150 golf properties from Texas to Hawaii.

Prior to his position with the American Golf Corporation Corporate Operations Team, he served a number of years in the capacity of Golf Course General Manager at various American Golf Corporation properties including Lakewood Country Club, Knollwood Country Club, and Simi Hills Golf Course. Mr. McDonald is a graduate of Southern Methodist University.

[Redacted]



**g) Project Consultants:**

**David G. Price  
Chairman and Chief Executive Officer  
American Airports Corporation**

For over thirty years, David G. Price and his companies have worked to develop innovative public/private partnerships for the management of publicly owned assets. Under these relationships, Mr. Price has efficiently and successfully managed numerous municipal and privately held assets. Mr. Price is the owner/developer of the highly successful Supermarine FBO and the Museum of Flying at the Santa Monica Municipal Airport, CA, and has a broad range of experience in the development of airport properties.

Mr. Price was the founder and Chairman of American Golf Corporation and National Golf Properties, which he sold in early 2003. American Golf managed/leased more than 350 golf courses, many of which were municipal and third-party leases. Mr. Price served as a jet fighter pilot in the U.S. Navy in the 1950's. He earned his BA in economics at USC and a law degree at UCLA.

[Redacted]

**David J. Teece**  
**Chairman and Principal Executive Officer**  
**Berkeley Research Group, LLC**

Berkeley Research Group, LLC was co-founded and is led by Dr. David J. Teece, a renowned economist and an authority on matters of industrial organization, technological change, and innovation, particularly as it relates to antitrust and competition policy and intellectual property. He is the Thomas W. Tusher Professor in Global Business and director of the Institute for Business Innovation at the Haas School of Business at the University of California, Berkeley, and a member of the board of overseers for the faculty of arts and sciences at the University of Pennsylvania. Dr. Teece has a Ph.D. in economics from the University of Pennsylvania and has held teaching and research positions at Stanford University and Oxford University. He has received four honorary doctorates.

**Michael Gemmill, S.E.**  
**Senior Vice President**  
**Nabih Youssef Associates, Structural Engineers**

Nabih Youssef Associates (NYA), founded in 1989, is an internationally recognized structural engineering firm providing specialized structural and earthquake engineering consulting for new and existing buildings. Their design practice is geared towards high-profile, architecturally intensive projects, including commercial, institutional and public facilities.

NYA is a leader in implementing state-of-the-art technologies, such as Base Isolation and Passive Energy Dissipation Systems. Its significant contribution to the development of earthquake engineering codes and standards and performance-based engineering has given NYA the ability to provide clients with elegant, cost-effective structural systems and successful projects from inception to completion.

NYA has the good fortune to collaborate with a wide variety of design architects and educators from around the world. This enables them to integrate art, science, and new technology into the completion of projects, thereby achieving design excellence.

650 California Street, 8th Floor, San Francisco, California 94108  
(b) (4)

[REDACTED]

[REDACTED]

**Part B:  
Development Team's and  
Key Personnel Past Performance**

The following references have been requested for submission by the individuals below, and our team has received confirmations from these referees that the Past Performance forms have been sent to GSA via e-mail.

Additional references may be provided upon further request.

JR (Eddie) Orton, Orton Development, Inc.

*Ford Point, Richmond, CA*

**Bill Lindsay**

City Manager, City of Richmond  
(b) (4)

**Topher Gaylord**

President and VP of Product  
Mountain Hardware  
(b) (4)

[REDACTED]

Nicholas Orton, Orton Development, Inc.

*Rosie the Riveter/WWII Home Front National Historical Park*

Tom Leatherman

Superintendent

John Muir NHS

Eugene O'Neill NHS

Port Chicago Naval Magazine National Memorial

*Rosie the Riveter/WWII Home Front National Historical Park*  
(b) (4)

*Western Select Properties*

Todd Vannatta

Senior Vice President, Principal

Cassidy Turley  
(b) (4)

James Madsen, Orton Development, Inc.

*Multiple Projects*

Kyle Timmins

Vice President – Western Market

Comerica Bank

(b) (4)

*Flint Ink, Berkeley, CA*

Michael Caplan

Economic Development Manager

City of Berkeley

(b) (4)

Marcy Wong, Marcy Wong Donn Logan Architects

*Rosie the Riveter Visitor Education Center*

Carey Feierabend

Project Management

National Park Service - Golden Gate National Recreation Area  
(b) (4)

*MLK Jr. Community Center and Park*

Alan Wolken

Director of Engineering

City of Richmond  
(b) (4)

*South San Francisco Community Center*

Sharon Ranals

Director of Parks and Recreation

City of South San Francisco  
(b) (4)

Mark Hulbert, Preservation Architecture

*Ford Assembly Building, Richmond*

Timothy J. Brandt

AIA, LEED AP, Senior Restoration Architect

CA State Office of Historic Preservation  
(b) (4)

*Highland Hospital*

Ann Ludwig

Project Manager

County of Alameda General Services Administration  
(b) (4)

*Clark Kerr Campus*

Kate Bolton

Project Manager

UC Berkeley Capital Projects  
(b) (4)

**Robert Trimborn**  
American Airports Corporation

**Richard L. Smith**  
Chief, Aviation Division  
Los Angeles County - Department of Public Works  
(b) (4)

**Pam Holloway-Dobson**  
Sr. Vice President/Sr. Client Manager  
California Coasts Commercial Banking  
Bank of America, N.A.  
(b) (4)

**Mark Stormberg**  
President, Tectonic Management Group, Inc.  
(b) (4)

**Ed Sause,**  
American Airports Corporation / Southern California Golf

**Michael Strouse**  
LAWA - Commercial Development  
(b) (4)

**RJ Cardin**  
Director  
Maricopa County Parks and Recreation Dept.  
(b) (4)

**James J. Keegan**  
Managing Principal  
Golf Convergence  
(b) (4)

**Mac Niven, Golf Course Manager**

**Jack Shoger**  
**Golf Professional**  
**Abbey Springs Golf Course**  
**(b) (4)**

**Mike Souza**  
**Superintendent**  
**Richmond Country Club**  
**(b) (4)**

[REDACTED]



**Similar Projects**

**1. Ford Point, Richmond, CA**

*Key Personnel, who have worked together on this project:*

- Eddie Orton, Developer*
- James Madsen, Project Manager*
- Marcy Wong, Architect*
- Mark Hulbert, Historic Preservation*

*Project highlights relevant to Hangar One redevelopment:*  
*Historic preservation, seismic upgrade, unique adaptive reuse, environmental issues, large footprint.*

Orton Development, Inc. was awarded the 2011 American Institute of Architects (AIA) National Honor Award for Architecture for its work rehabilitating Ford Point with Marcy Wong Donn Logan Architects, as well as the 2009 California Preservation Foundation Preservation Design Award for Sustainability and the 2008 National Trust for Historic Preservation Honor Award, among others.

Built by renowned 20th century industrial architect Albert Kahn, the Ford Assembly Plant produced Ford Model A automobiles in the 1930s and tanks and jeeps during World War II. The building had been underused since the 1950s and after getting badly damaged by the 1989 Loma-Prieta earthquake, it was abandoned and condemned. Interiors were flooded and vandalized.

The award-winning renovations were completed between 2005-



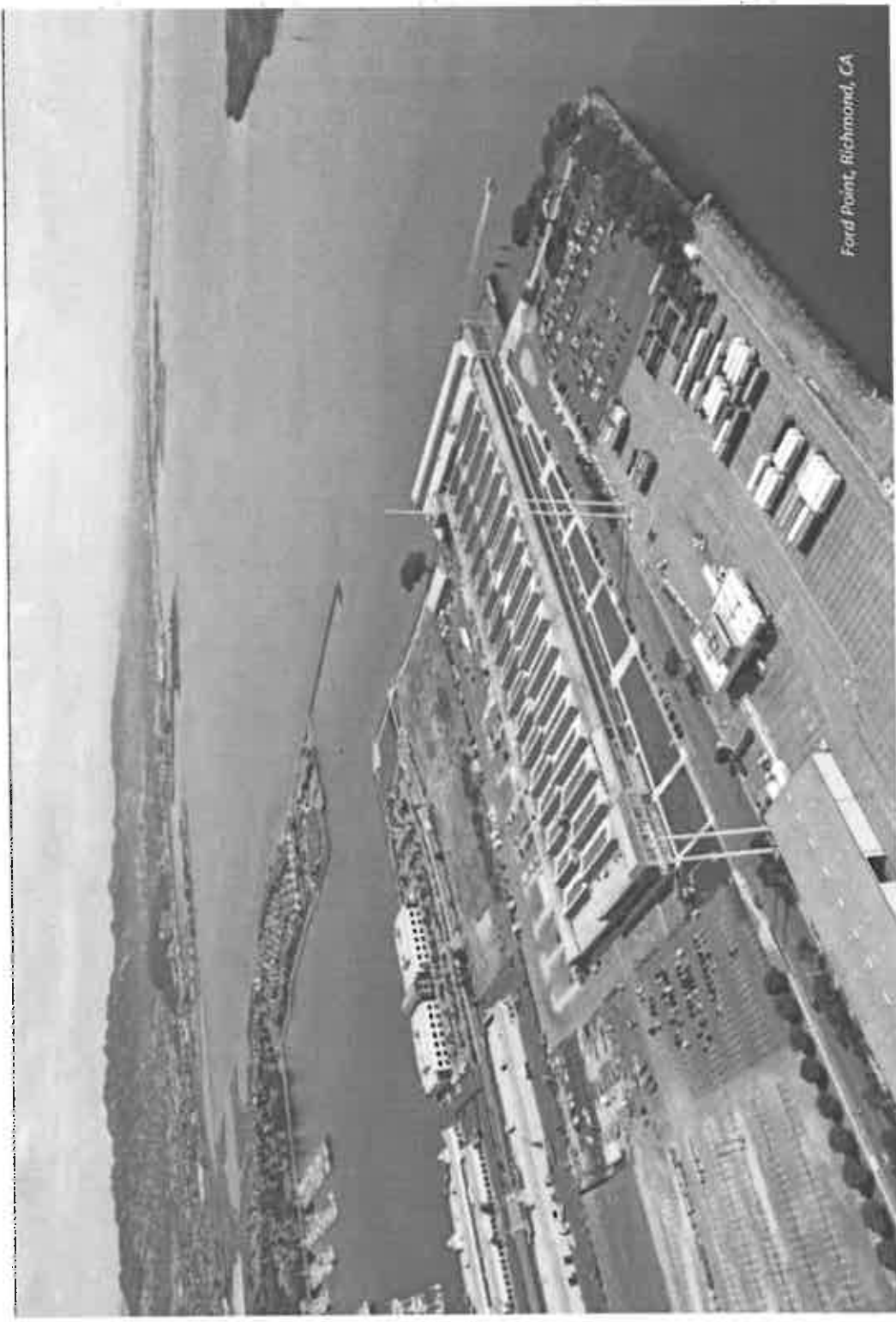
Photos: Ford Point, Richmond, CA – Before and After

2008 and the building was renamed Ford Point. The 525,000 square foot facility now offers flexible space to tenants like SunPower Corporation, Mountain Hardwear/Columbia Sportswear, Title Nine Sports, Best-Line Fabrics and Ekso Bionics. The original south-facing design fills offices with natural light, and supports a one-megawatt rooftop solar power plant.

Frontage on the San Francisco Bay provides stunning views and offers a variety of maritime uses. The site includes the 45,000 square foot, 5,000-person venue known as the Craneway Pavilion and the 140-seat Assemble Restaurant.

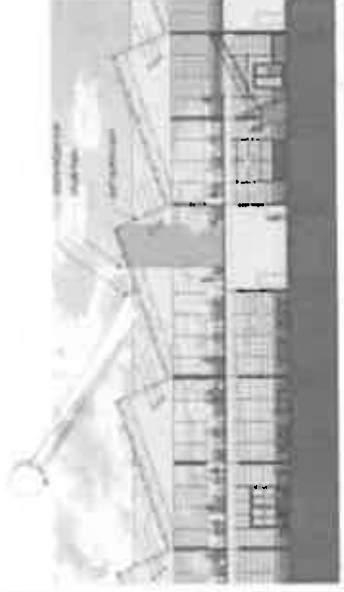
The National Park Service's Rosie the Riveter/World War II Home Front Visitor Education Center opened at the former Oil House of the Ford Assembly Building in 2012. Most recently, for the leadership of architect Marcy Wong, the project was awarded the **AIA Historic Preservation Merit Award**, and the **United States Institute for Theater Technology Merit Award in 2013**. Much like Hangar One will be, Ford Point was a massive undertaking, requiring significant seismic and environmental work on top of entirely new building systems to restore an iconic historic structure, and involved several government agencies at the city, state, and federal level.

[Redacted]



Ford Point, Richmond, CA

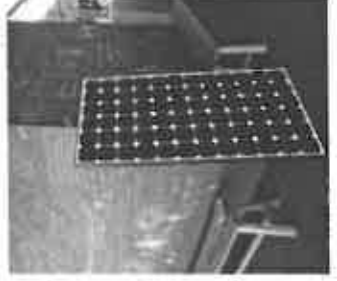


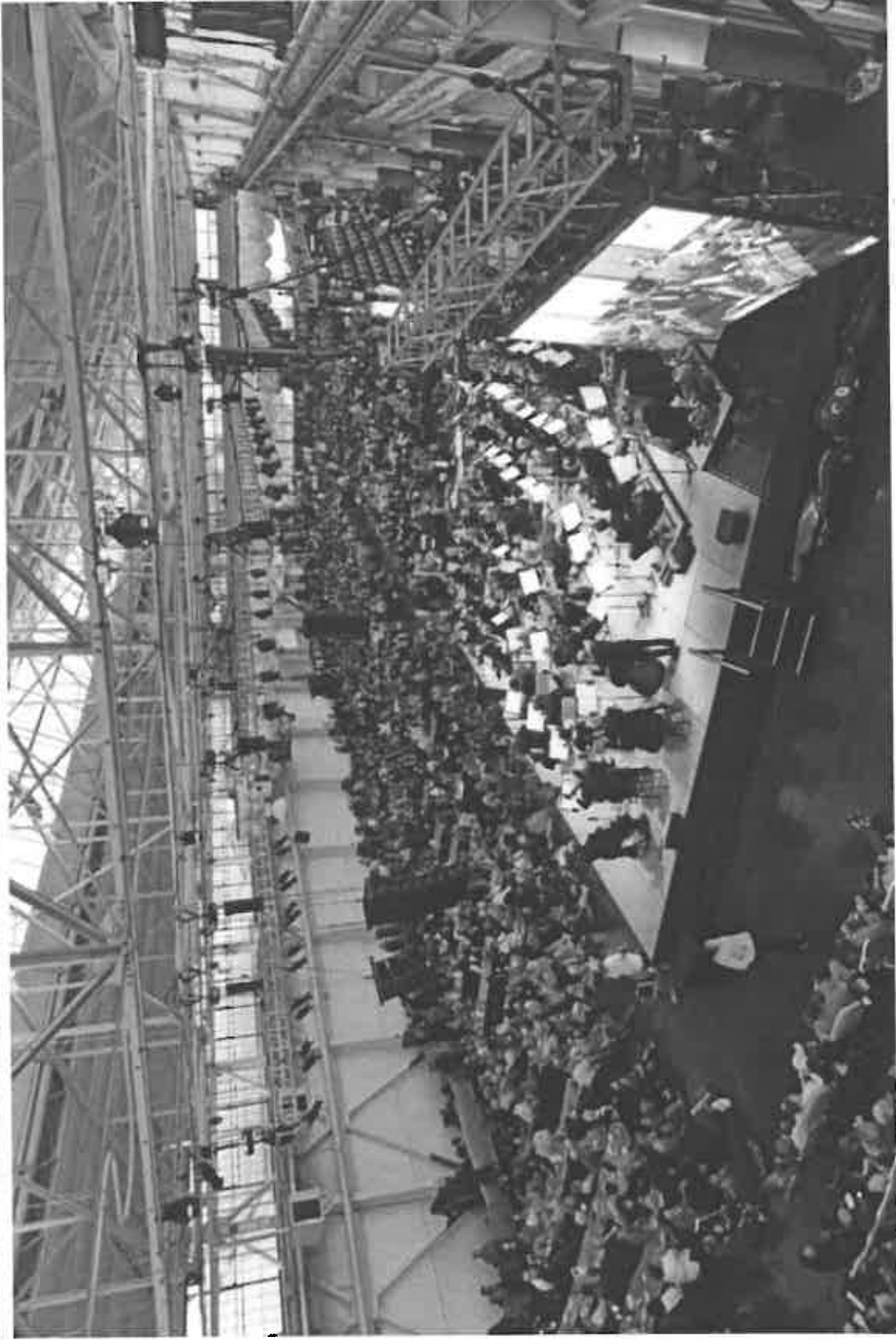


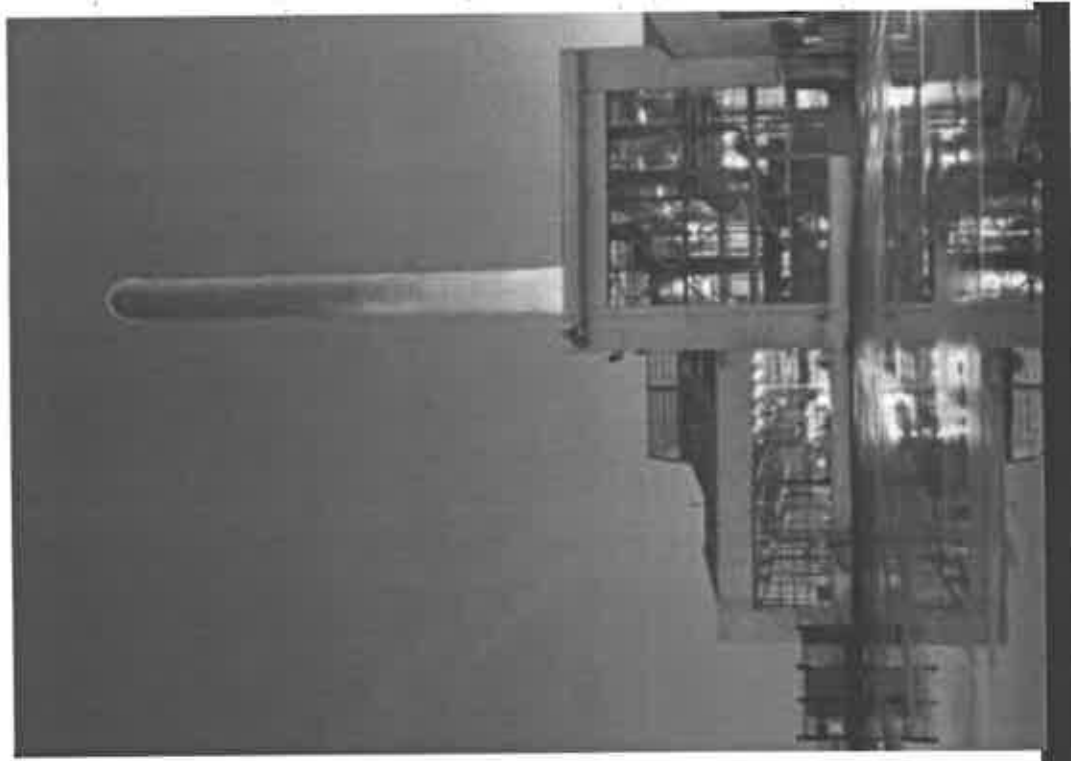
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A summary of the awards received for the Ford Point redevelopment is below:

2013	<p><b>Ford Assembly Building</b> State of California Governor's Historic Preservation Award</p> <p><b>Rosie the Riveter Visitor Center</b> US Institute of Theatre Technology USIT Architecture Merit Award</p> <p><b>Rosie the Riveter Visitor Center</b> California Preservation Foundation Preservation Design Award</p> <p><b>Rosie the Riveter Visitor Center</b> AIA San Francisco Chapter Historic Preservation Merit Award</p>	<p><b>Ford Assembly Building</b> Savings By Design / California Council AIA Energy Efficiency Integration Award of Merit</p> <p><b>Ford Assembly Building</b> Boston Society of Architects Sustainability Award</p> <p><b>Ford Assembly Building</b> <b>The Waterfront Center</b> Excellence on the Waterfront Awards Honor Award</p>	<p><b>Ford Assembly Building</b> AIA East Bay Chapter Citation Award</p> <p><b>SunPower Stair</b> <b>Ford Assembly Building</b> Chicago Athenaeum Good Design Award</p> <p><b>SunPower Stair</b> The German Prize Nomination German Ministry of Technology "Special Recognition" Institutional Award</p>
2010	<p><b>Ford Assembly Building</b> California Council American Institute of Architects Honor Award</p> <p><b>Ford Assembly Building</b> AIA San Francisco Chapter Merit Design Award</p>	<p><b>Ford Assembly Building</b> National Trust For Historic Preservation Honor Award</p> <p><b>SunPower Stair</b> Structural Engineers of Northern California Award of Excellence</p>	2008
2011	<p><b>Ford Assembly Building</b> American Institute of Architects National Institute Honor Award</p> <p>Marcy Wong Dom Logan Architects TreeHugger.com Design &amp; Architecture Best of Green Firm Award</p>	<p><b>Ford Assembly Building</b> California Preservation Foundation Preservation Design Award For Sustainability</p>	2009



## Flint, Ink – Berkeley, CA

*Key Personnel, who have worked together on this project:*

*Eddie Orton, Developer*

*James Madsen, Project Manager*

*Marcy Wong, Architect*

*Project highlights relevant to Hangar One redevelopment:*

*(b) (4) redevelopment of historically registered buildings,*

*serious contamination issues that have since received NFA letter.*

*AAA location home to class A R&D industrial tenants, among others.*

This former home of Flint / Cal Ink was acquired in September 2009 from the Flint Group. The property consists of 133,070 square feet on 4.78 acres in West Berkeley, three blocks from Interstates 80/580.

Encompassing one-and-a-half blocks, the project was the largest undeveloped manufacturing parcel in Berkeley and features frontage on major Berkeley thoroughfares Gilman and Fourth and direct railroad access. Four clusters of buildings feature office and manufacturing space ranging from 1,200 to 36,000 square feet, with wood, concrete, metal, and brick construction, clerestories, roll-up doors and loading docks. The project is completed and largely leased, with tenants including a boutique winery, a high-end tent manufacturer, an electric bicycle company, and a photovoltaic testing lab, among others.







Rosie the Riveter/WWII Home Front NHP

*Key Personnel, who have worked together on this project:*

*Eddie Orton, Developer*

*Nicholas Orton, Project Manager*

*Marcy Wong, Architect*

*Mark Hulbert, Historic Preservation*

*Project highlights relevant to Hangar One redevelopment:*

*Historic preservation, seismic, unique adaptive reuse, environmental.*

Historic Preservation

Rosie the Riveter Visitor Center is the final chapter of the transformation of Henry Ford's 1931 car factory on the San Francisco Bay waterfront. During World War II, to mobilize all the industrial might of the United States, President Roosevelt banned the production of civilian automobiles, and the Ford Plant then switched to producing jeeps, tanks, and armored cars. These and other military vehicles were assembled by the famed "Rosie the Riveters", women of all races who assumed critically important jobs in trades that had previously been limited to white men. The new Rosie the Riveter Visitor Center – a history museum commissioned by the National Park Service - commemorates these women whose legacy is a sweeping and lasting impact on American society's attitudes towards women and racial minorities in the work-place.

Aiming to maintain the building's original historic character and materials, the architects took a preservation approach, refurbishing the existing structure while making the interventions necessary to insert the Visitor Center's program. The original painted steel windows were refurbished when possible, also left intact but repaired when needed, were the elegant steel roof trusses, the original roof, concrete slab and

columns, and the age-patina'd brick walls. The existing concrete floors were polished, keeping them historically authentic and obviating the need to add more material to the building.

#### Unique Adaptive Reuse and Seismic Upgrading

The new Visitor Center springs from the adaptive reuse of the auto factory's Oil House. Handsome, simple, and unpretentious as industrial buildings of that era tend to be, the existing gable roofed structure has a central hall with lofty spaces to either side that were naturally conducive to a new life as exhibit spaces for a history museum. The northern room has a raised concrete slab floor with a full height basement below, supported by an integral concrete column grid. The central hall and the corresponding space below it originally contained pumping equipment, which the flanking rooms on both levels held large oil storage tanks.

Aiming to maintain the building's original character and materials, the architect's design seismically upgrades the existing structure with exposed steel structure in contrast to the historic, unreinforced brick masonry walls. Interventions necessary to introduce the Visitor Center's program include major openings cut into brick walls between the rooms to create a single space that would hold the main entry, information desk, museum store and exhibits. The northern room is improved with acoustical material, historic lighting using original factory pendant fixtures with LED lamps, and polishing of the existing concrete floor, to create commodious and flexible exhibit spaces. Working with the existing column grid, the lower level is dramatically converted from a dark, dank, oppressive basement into additional exhibit area, a film theater, classroom, library/break room, and a wide hallway opening onto restrooms and a central stair and elevator. Recycled wood planks wrap around the exterior of the theater volume, and are carried to the theatre as well. Glass walls make the classroom and library visible from

the hallway along the theatre. Expanded metal mesh panels line the walls in the lower level hallway – doubling as an exhibit wall – and the theater; the material also is used for stair guard rails, echoing the building's industrial origins.

The original painted steel windows are preserved and refurbished as are the steel roof trusses, the original roof, the board-formed concrete slab and columns, and the articulated brick walls. The existing concrete floors are polished and original green industrial lighting pendants accommodate LED light bulbs creating high-quality light conditions for the exhibits while maintaining a low profile. Bespoke bent-wood benches in the theater are bright red for "Rosie". The Visitor Center's landscape design includes a "Victory Garden" with plant species that were common in the World War II gardens.

#### Environmental Issues

The main factory facility was originally energy independent, producing steam-driven electricity onsite in the complex's Boiler House. The Oil House, near the Boiler House and adjacent to a dedicated rail line, received rail-shipped oil for storage in the Oil House before being pumped through an underground tunnel to the boilers next door. Today, the Ford Assembly Building draws nearly 100% of its energy from a 1 megawatt high-efficiency roof-top solar photovoltaic system providing abundant clean energy to, ironically, the former Oil House and the new Rosie the Riveter Visitor Center. Original green industrial lighting pendants were adapted to accommodate LED light bulbs saving energy and reducing bulb replacement labor. Working around existing columns, the architects subdivided the former oil tank storage basement into a theater, classrooms, a library/break room, and exhibit gallery.



[Redacted]

[Redacted]

**20<sup>th</sup> Street Historic Buildings at Pier 70, San Francisco**

*Key Personnel, who are presently working together on this project:*

*Eddie Orton, Developer*

*James Madsen, Project Manager*

*Nicholas Orton, Business Development*

*Marcy Wong, Architect*

*Mark Hulbert, Historic Preservation*

*Michael Gimmel, Structural Engineering*

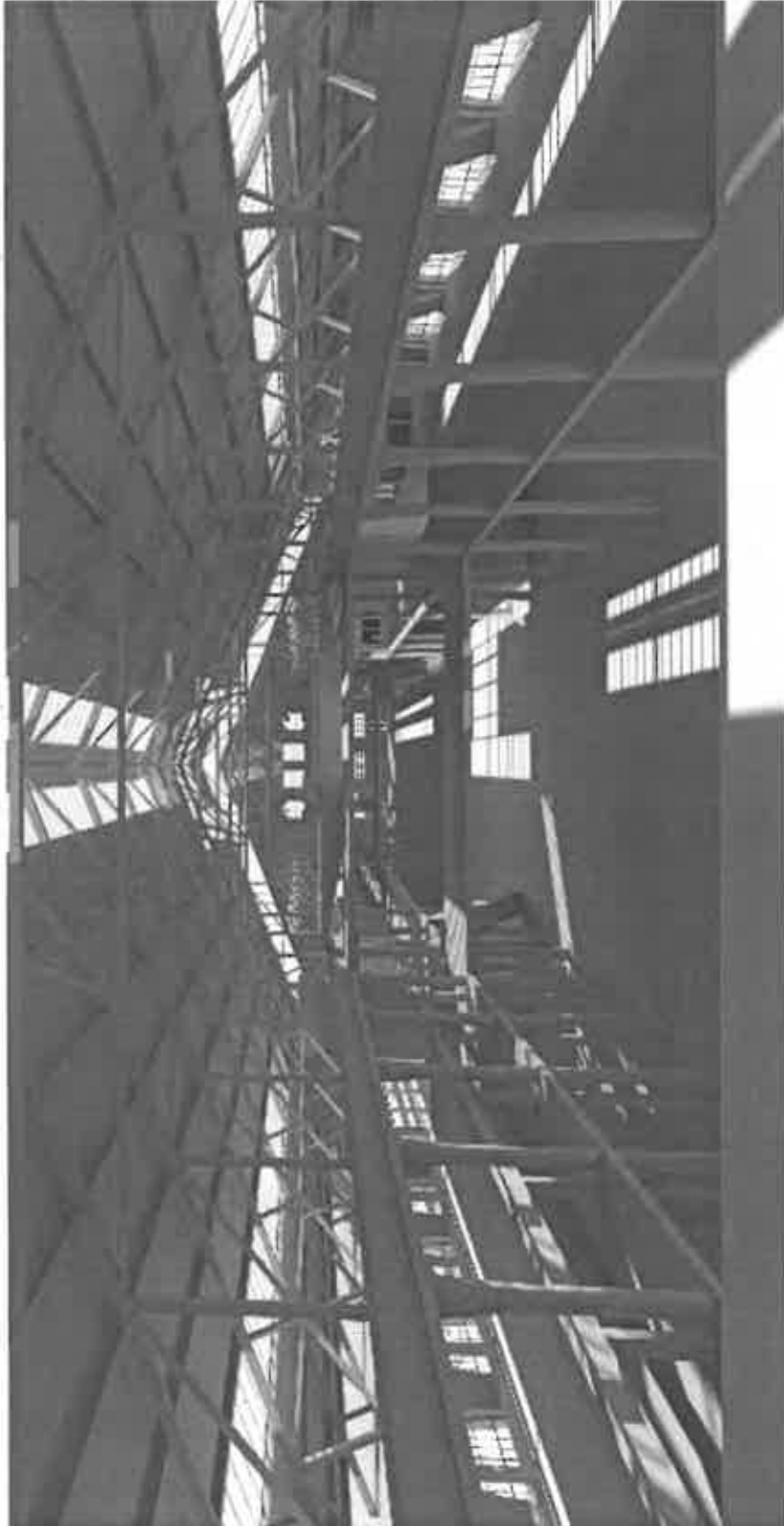
*Project highlights relevant to Hangar One redevelopment:  
Historic preservation, seismic, unique adaptive reuse, environmental,  
multiple overseer agencies and policies, subject to third party Master  
Plan.*

The 20<sup>th</sup> Street Historic Buildings at Pier 70 include office and industrial historically-significant structures built between 1885 and 1941, totaling approximately 300,000 square feet on seven acres.

In February of 2011, the Port of San Francisco issued a Request for Interest (RFI) in the 20<sup>th</sup> Street Historic Buildings at Pier 70. ODI responded to the RFI, and was among the ten respondents invited to proceed and submit responses to an RFP, issued later that year. In February 2012, the Port awarded the opportunity to ODI. Since then, an Access Agreement has been put in place, redevelopment concepts have been further developed and approved by the Port Commission, and the San Francisco Board of supervisors has approved Business Terms.

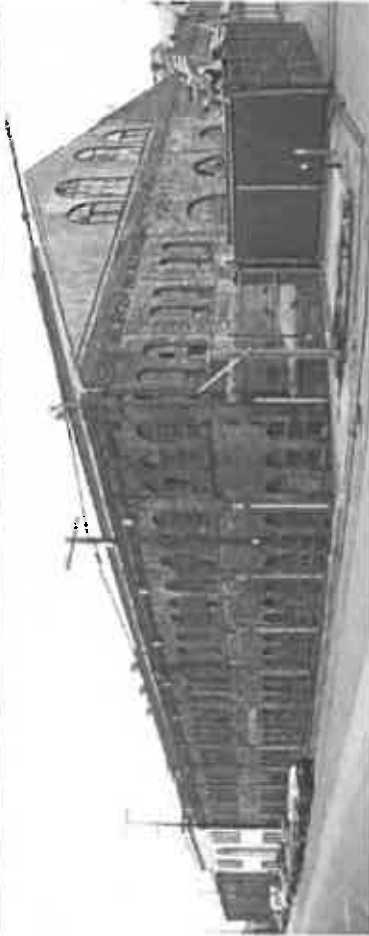
The historic buildings at Pier 70 pose multiple challenges, most notably, urgent need of repair. Ninety percent of utilities have been stolen, and heavy weatherization and vandalism plague the site. Buildings are not ADA compliant and lack fire protection. Multiple construction types result in high construction costs. Many regulatory agencies are involved. That said, ODI has seized an incredible opportunity to revive and return to productive use these historic structures, a challenge on par with the redevelopment of Hangar One and MFA despite the smaller footprint.

With further approvals including environmental, seismic, and financing on track for 2014, construction on the historic buildings at Pier 70 is expected to commence in the summer of 2014, with first tenancy in 2015, and rehab completion projected by 2017.



[REDACTED]







Other recent ODI projects include the redevelopment of the historic Christian-Moerlein bottling plant at 1910-1916 Elm Street in Cincinnati, Ohio's Brewery District; the former Frito-Lay manufacturing plant located at 650 N. King Road in San Jose; the conversion of the former corporate headquarters of Hollywood Video into a class-A, high-tech call center serving three Fortune-500 companies in Wilsonville, OR; the renovation of a 1.6 million square foot industrial complex in Indianapolis wherein ODI brought the facility from 45% to 90% leased; and several others listed in Appendix D.

[REDACTED]

Similar Projects Continued – Marcy Wong Donn Logan Architects



*South San Francisco Recreation Center*

Project highlights in context of Hangar One: Skillful building siting in a complex context of existing surrounding activities.

### Existing Context and Surrounding Activities

The Orange Park Recreation Center, in South San Francisco's largest public park, adds new multipurpose community space to this already important recreational venue. The 21 acre park context consists of surrounding activities: two play areas, picnic areas, baseball diamonds, basketball courts, tennis courts, bocce ball, soccer fields, a community building, and a swimming pool which is rented for private parties and is open at various times for play, laps, and open for kids at special hours.

The spacious, 6,400 SF rec center is dominated by an airy, light-filled multipurpose room designed to host a variety of cultural, celebratory and recreational events. The building's design takes advantage of this large space to create a permeable connection to the surrounding park, with three walls of windows that open onto porch-like patios sheltered by the building's deep roof overhangs. These become occupiable spaces in their own right, providing a shady place for visitors to enjoy the activity of the surrounding park. A secondary mass in basalt stone contains an entrance lobby, kitchen, bathrooms, and storage space, and contrasts with the red and yellow cedar of the activity space to complete the building's architectural expression. The prominent use of cedar siding and Douglas-fir wood grilles help make the Activity Pavilion a dynamic and inviting community environment, while exposed glu-lam trusses span the 60' room and cantilever beyond the building footprint, accentuating its horizontality. The trusses' top chords extend even further over the surrounding patios to support aluminum-slat sunshades. The building's striking wood and stone aesthetic and its gesture of openness to the surrounding landscape achieved the City's desire to create a visual focal point for the park and an icon for the

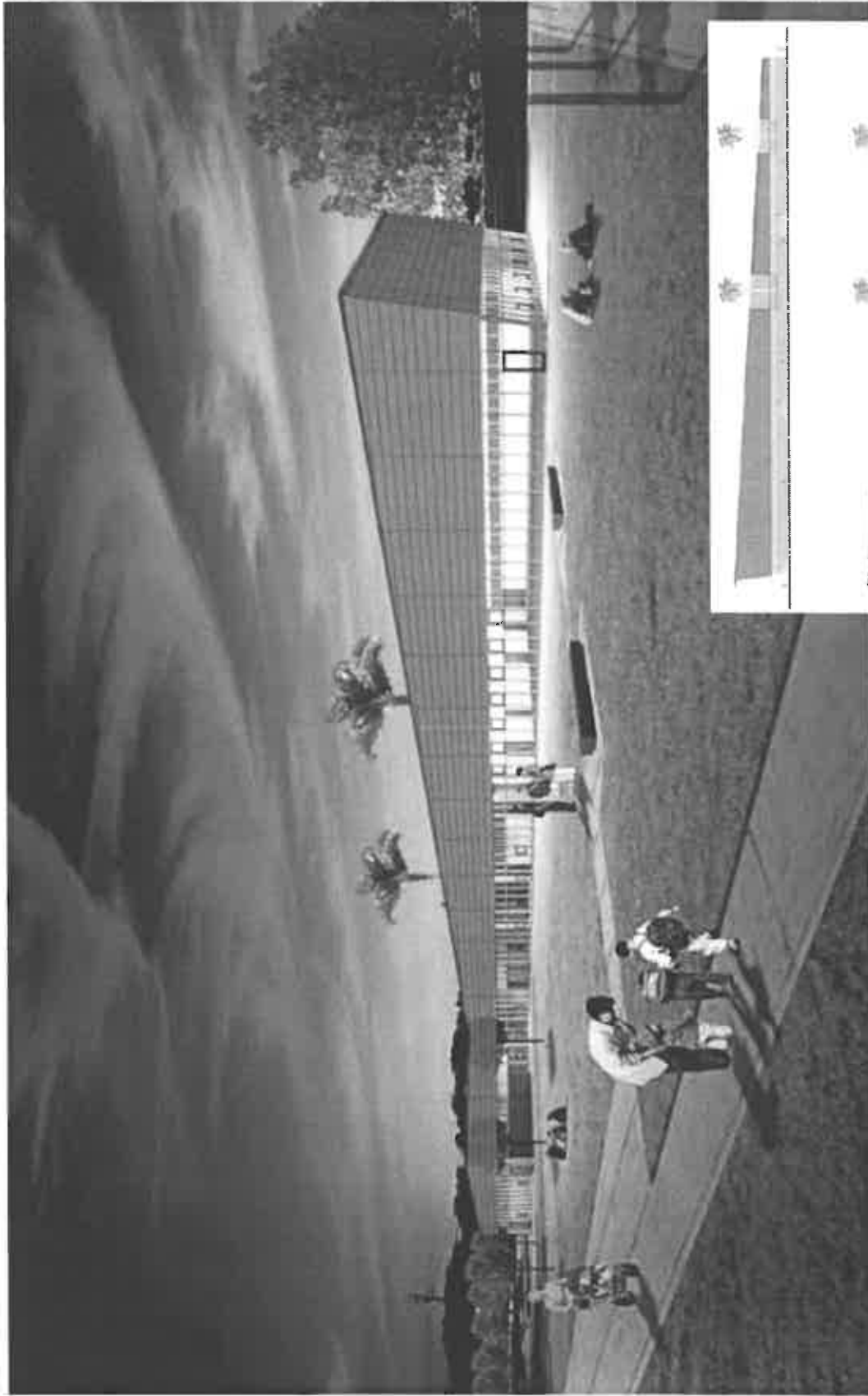
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### Building Siting and Sustainable Design

The designers also wanted the environmental and material features of the project to contribute to its architectural expression. The building is oriented for optimal sun exposure, and the deep overhangs and sunshades maintain views while minimizing heat gain. A reflective coating on the roof further reduces the load on the building's four high-efficiency AC units, and a modular vent system allows extensive customization to match center program needs. Fabric duct "socks" replace traditional galvanized steel HVAC-work, providing unobtrusive, draft-free airflow throughout the airy pavilion.

Low-emitting materials – low VOC paints, adhesives and sealants, and formaldehyde-free plywood and fiberboard – were carefully selected to minimize indoor air contaminants, while the structure's polished concrete slab saves material by serving as a low-maintenance and VOC-free floor surface. Recycled materials were used whenever possible, including high-percentage fly ash concrete, recycled glass countertops and recycled aluminum for hardware components. The building is sited to preserve an existing Magnolia grove in the park, and bioswales were installed to treat runoff from the patios and ball courts.

In addition to the simple goal of reducing the building's impact on the land, these innovations helped to reduce its electric bill, too: the Orange Park Community Center performs 15% better than California's already stringent energy efficiency code. This adds up to thousands of dollars in annual savings for the city.



*MLK Jr. Community Center and Park Project highlights in context of Hangar One: Existing conditions, evaluation, site development*

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### Existing Conditions Evaluation

The Martin-Luther King, Jr. Community Center and Park (MLK) are located on a 12.87-acre parcel in the Iron Triangle area of Richmond, CA. The facilities at MLK had been constructed in the 1970's, on the site of the World War II USO. The complex required significant upgrades or replacement – for both a community center building and outdoor facilities – to improve safety and accessibility, optimize program space, link effectively to the adjacent elementary school and charter school, and adequately serve young children, youth, adults and seniors. Our existing conditions evaluation of the original 25,000 square foot Community Center, determined it to be totally non-compliant with ADA and State of California standards. Moreover, the building had suffered serious water damage from decades of leaks that compromised the structural system. Electrical and mechanical systems had outlived their lifetimes; and were in need of complete replacement. The evaluation concluded that the old Community Center should be replaced.

### Site Development

Our masterplan proposes major improvements to the park as well as a new MLK-Jr. Community Center. The planned relationship among the community center and its neighbors (an elementary school and housing) will foster use of the community center by the school children and by housing residents, many of whom are anticipated to be seniors. Realization of the masterplan, of which the MLK Community Center is the crux, will bring pride and hope to the community by highlighting the historical significance of the site during World War II and by providing opportunities for safe, enjoyable recreation for children, youth and

Park will be a catalyst that will transform one of the most challenged urban environments in the state of California into a healthy, safe, sustainable and beautiful neighborhood. Development of the athletic and other park amenities, is completed. This phase comprised a new soccer field and running track along with associated open spaces, landscaping and a perimeter fence. The ongoing project phase is the community center itself, including a building, open spaces, and parking, on a 3.5 acre parcel between the park and neighboring school. The program for the new community center includes a gymnasium, locker room, fitness center, art room, teen center, computer classroom, and a multi-purpose meeting and performance space. The related outdoor spaces include the "Village Green" – a quad of verdant lawn for free play and large group assembly; the "Plaza" bordered by the community center along with the neighboring Nystrom School, and a parking area for 50 cars.

### Community Outreach

To develop the plan for MLK, the design team conducted extensive surveys, focus groups, and key informant interviews with youth, parents, school staff, community residents, MLK users and MLK staff. Input was received from 278 community residents, 223 school parents, 15 teens currently participating in MLK programs, 47 students from Kennedy High School, 22 teachers, and all 163 3<sup>rd</sup> grade students at the adjacent elementary school. A consistent theme emerged from this input regarding personal and family safety. The neighborhood is one of the most challenging urban environments in California. Richmond was recently named the 7<sup>th</sup> most dangerous city in the United States and within Richmond, the Nystrom neighborhood is one of the most dangerous. Youth and children did not feel safe at MLK, especially after

~~dark. Parents and community residents reported that they were not using MLK because of drug dealing, violence and other crimes at or near MLK. MLK staff reported having to curtail programs because of a lack of security at the facility due to facility lay out. Youth also spoke about their inability to do homework or study at home – often because their home was too crowded or noisy – and that they had no study space or computer access. For most youth, staying late at school was not an option, because they would have to use public transportation to return home across gang turf. A formal community input dinner was held for the community on November 6, 2003, and a follow up meeting was held on November 17, 2003, to review preliminary drawings based on the survey and focus group results. From November 18<sup>th</sup> to 25<sup>th</sup> 2004, youth from the Ma'at Youth Academy conducted additional interviews with 30 community residents. Finally, in the spring of 2008, youth from Kennedy High School conducted a youth assessment of the Martin Luther King, Jr. Community Center and park.~~

#### Incorporating Community Input

~~The design for the new MLK Community Center and Park incorporates the received community input in the following aspects:~~

- ~~• **Safety:** Safety is listed as the first barrier to increased MLK use by all groups:~~
- ~~• **Sports and Arts:** 78% of respondents want improved play structures, sports fields, courts, and performing arts venues.~~
- ~~• **Teen Space:** 29% of community residents, 66% of teens and 100% of teachers requested space dedicated for teens~~

- ~~• **Computers and Learning/Job Search Lab:** Computers and learning labs were among the top priorities for all groups.~~
- ~~• **Construction Related Employment Opportunities:** Youth and community residents would be recruited and trained to work on construction related tasks at MLK through three pre-apprenticeship training programs.~~
- ~~• **Environmental Considerations:** The community expressed a desire for a community center that has a welcoming image – daylight and windows, rather than the dark and blank-walled fortress-like character of the old center.~~
- ~~• **Other Items:** New restrooms and other spaces in the park and Center will be fully ADA compliant.~~

Similar Projects Continued – Mark Hulbert

Highland Hospital, Alameda County. Highland Hospital is a large collection of historic hospital buildings (Henry H. Meyers, 1926) and landscapes (Howard Gilkey, 1926). Alterations and additions to the complex are replacing a range of critical and non-historic buildings, along with portions of the historic hospital wings. Preservation consultation efforts assisted the environmental review process by delineating historic resources and their treatments, plus assisting with the identification of mitigations. Project specific historic landscape and historic architectural consultation is ongoing (projected completion date: 2015), including implementation of historic resource mitigation measures, plus design consultation with respect to proposed building additions to the historic campus in order to meet the *Standards for Rehabilitation* (b) (4) Contact: Ann Ludwig, Project Manager, County of Alameda General Services Administrator (b) (4)

Ford Assembly Building, Richmond (Albert Kahn, 1929): Adaptive Reuse of the 1929 Ford Plant (Albert Kahn, architect), an 8 acre historic site and 525,000 square foot historic building located in Richmond's Rosie the Riveter National Historic Park, was recently completed (2012). Preservation services provided administration of the Federal historic preservation tax credit, along with associated rehabilitation consultation from planning through construction. An important component of the project is the integration of high performance green building technologies into the historic structures and site, which required sensitivity as well as cooperation amongst the team and State and Federal review agencies. (b) (4) Contact: Marcy Wong, Principal, Marcy Wong Donn Logan Architects (b) (4)

Clark Kerr Campus, University of California, Berkeley (Alfred Eichler, 1930-1950): The property, the former California School for the Deaf and Blind, is a National Register listed historic district. The project site comprises thirty acres of historic landscapes intermixed with twelve historic buildings. The recently completed project (2011) comprehensively upgraded the infrastructure and accessibility of the CKC site and its buildings, while systematically rehabilitating historic landscapes and buildings. Preservation efforts included the preparation of historic landscape and building reports for the entire campus. Preservation consultation was also provided to the University and their project teams as the multiple landscapes and structures underwent rehabilitation. (b) (4) Contact: Kate Bolton, Project Manager, UC Berkeley Capital Projects (b) (4)



**CLARK KERR CAMPUS BUILDINGS AND LANDSCAPE, UC BERKELEY**

[Redacted]

[Redacted]



**Similar Projects – Robert Trimborn**

**Brackett Field Airport (KPOC) - La Verne, CA**

Brackett Field is a controlled 258-acre general aviation airport, which is located within the city limits of La Verne, and is 25 miles east of downtown Los Angeles.

The airport has 300 based aircraft and experiences over 114,000 annual operations. It is home to a state-of-the-art FAA air traffic control tower; three FBO operators; helicopter maintenance; aircraft maintenance; instrument sales and repairs; and Mount San Antonio College Aviation Department, its Power Plant School, and A&P Airframe.

Brackett Airport has two paved runways. Runway 8R/26L, the primary runway, is 4,839-foot long, 75 feet wide, with medium-intensity runway lighting (MIRL). The secondary runway, runway 8L/26R, is 3,661 feet long, 75 feet wide. The airport has one precision approach (ILS RW 26L), and each end of runway 8R/26L is equipped with precision approach path indicators (PAPI).

A new high-speed-taxiway exit has just been completed and Brackett also has a new AWOS.

**El Monte Airport (KEMT) - El Monte, CA**

This controlled 103-acre general aviation airport is located within the city limits of El Monte, California, and 15 miles east of downtown Los Angeles.

El Monte Airport has 300 based aircraft and experiences over 97,000 annual operations. It is home to a state-of-the-art FAA air traffic control tower, three FBO/flight schools, several air-craft maintenance facilities, flying clubs, and several local law enforcement helicopter operations. The airport is often the backdrop for the nearby motion picture industry. The well-known TV show, "America's Most Wanted", has filmed on the premises.

El Monte Airport has one paved runway. Runway 1/19 is 3,995 feet long, 75 feet wide, and is equipped with medium-intensity runway lighting (MIRL). Each end of the runway is equipped with precision approach path indicators (PAPI) and runway end indicator lights (REIL).

The airport itself has undergone some significant upgrades such as comprehensive runway lighting and signage improvements, and AOA perimeter fencing on the west side of the airfield. The construction of a 7,650 square foot Administrative Building was completed in August 2001, and serves airport patrons and the community with a restaurant, a pilot's lounge, gift shop, airport management offices, and a multi-purpose meeting area. Completed projects include a slurry seal for the runway, taxiway and ramp areas, and a new AWOS; and projects underway include a new security access system and perimeter fencing on the remainder of the airfield.

**FBO - Supermarine of Little Rock - Clinton National Airport, AR**

Size: 10,000 SF Executive Terminal  
95,000 SF Hangar and Office Space  
Additional 170,000 SF planned  
(b) (4)

Annual gallons sold: 1,400,000

Under the Supermarine brand, AAC operates and has developed a new full-service FBO on 25 acres at Little Rock National Airport. The project consists of a new executive terminal, community and corporate hangars, office, maintenance shop, upgraded and expanded ramps, parking, and a new fuel farm.

**Section 2: Offeror's Concept**

**DESIGN PHILOSOPHY AND APPROACH**

*What makes ODI different?*

1. **We have extensive experience.** ODI has been doing rehab and adaptive reuse for thirty years, spanning approximately ninety projects totaling over twenty million square feet. Those projects have included historic preservation, public-private partnerships, and both above and belowground environmental abatement. The team represented in this RFP has worked together extensively, and has a proven track record.

2. **We contribute our own equity and plan for long-term holds.** Although few developers are willing to take on risk and responsibility in the same way, we believe that the long-term interests of a project are best served when a developer has skin in the game. We are willing to put our money behind our ideas, and are able to invest in a project's best long-term interests. Self-funding also avoids bureaucratic delays and costly, inefficient "design by committee". We believe that this approach, coupled with the competitive auction process, will allow the government to realize the best deal possible while also minimizing its risk.

3. **Principals are actively involved in every stage of the deal.** From Eddie Orton down, the people that are writing the RFP are the people that will be doing the project. We're streamlined, nimble, and extremely accessible.

*How do we approach projects?*

1. **Understand our partner's goals.** Know what NASA's primary objectives are, and structure a deal that achieves them.
2. **Understand constraints.** We know there are multiple constraints (including the Master Plan, Air and Space Act, security concerns, airfield FBO requirements, etc.), and we know that there are many other constraints that have not been outlined in the RFP. A full understanding of constraints requires stakeholder interviews, including NASA, the Navy, Mountain View, Sunnyvale, local businesses and residents, and countless other affected parties. ODI's designs attempt to accommodate as many stakeholder goals as possible.
3. **Align incentives.** Create a deal that rewards the developer and the government when project goals are achieved.
4. **Fight complexity.** The only way to make such a complicated project viable is to champion simplicity at every level: regulatory, legal, design, and construction.
5. **Use good design.** Good design is timeless, controls construction costs, and is flexible enough to accommodate unforeseen market conditions. It provides companies with the infrastructure and efficiencies they need to succeed, and it provides the public with beautiful, transformative, and cost-effective space.
6. **Acknowledge that change happens.** Create a deal with enough

that change is inevitable and make achievable commitments based on that knowledge and experience.

*What is ODI's vision for the redevelopment of Hangar One and MFA management?*

**Current Conditions:**

1. Hangar One: a building without an envelope
  - a. Continued deterioration of the historic resource
  - b. Ongoing environmental concerns
  - c. Danger of nesting and bird strike
  - d. No public access
2. Money-losing golf course
  - a. Good amenity, bad condition
3. Money-losing airfield
  - a. Additional efficiencies possible
  - b. Underused runways
  - c. Over-allocation of land

**Values:**

1. A state-of-the-art mixed-use development that balances public space and security.
2. A diverse community of public, private, and educational tenants with a balance of uses including science, education, office, and public space
3. An advancement of the Air and Space Act
4. Timeless, world-class design
5. A celebration of the past and present and a central part of Silicon Valley's future
6. A profitable project for NASA and ODI
7. Resolution and management of ongoing environmental issues

**Constraints:**

1. Historic: where applicable, all work will comply with the Secretary of the Interior's Standards for Historic Preservation
2. Air and Space Act: uses will be compatible with and will advance NASA's mission as set forth in the Air and Space Act
3. Security: design will balance public access with NASA and future tenants' security requirements.
4. Community noise concerns (MFA): balance the airfield's costs and revenue requirements with known community noise concerns.
5. Economic realities: Silicon Valley is notoriously boom and bust. We are in a boom. With unknown project timing, we have to underwrite to a bust.
6. Timing: with multiple regulatory agencies and jurisdictions,

timetable and that certain timing uncertainties are inevitable and outside of ODI's control. For areas within ODI's control, set achievable timetables and strive to exceed them.

**Master plan:**

The project will comply with the master plan. This is a unique opportunity to reincorporate Moffett Field into the surrounding community, bridging Sunnyvale, Mountain View, and NASA Ames. New physical connections would include:

1. Greater roadways and public access, balanced with security concerns
2. A mix of rented space, designed to encourage collaboration between NASA, non-profit organizations, and private industry
3. An airfield serving the government and the community
4. An improved golf course enjoyed by tenants, NASA, and the public
5. The existing structures have been—and remain—architectural centerpieces. Especially, Hangar One.

## Business Plan

*Hangar One: World-class, transformative space that joins the best of the past and present.*

Hangar One is a magnificent, endangered structure. Over the six years we have followed this project, it has gone from fragile to worse. Concerns for the future continue. A timely rehab is essential and is a central part of ODI's business model.

When the rehab of Hangar One is complete, the space will be iconic, soaring, and historic, a balance of awe-inducing grandeur and human-scaled space.

The interior space will be multi-floored, collaborative, and home to public and private amenities. It will draw on the area's world-class sources of innovation, including NASA, Silicon Valley, and area universities, and will be designed to maximize collaboration and chance encounters, while also providing tenants with state of the art premises and top-notch security. Soaring atriums will punctuate the space, capturing the immensity of the building. Shared amenities, such as child-care, on-site nurses, and athletic facilities, will create what ODI calls "The New American Workplace" —a way of fostering a healthier, more efficient campus.

The multi-floor design, which incorporates aspects of biomimicry, will celebrate the history of Hangar One and Moffett, with historic interpretation throughout. The historic values of the past: quality of work, original architecture, American achievement, and good jobs will meet with the values of American innovation and entrepreneurship technology, education, and research, new ideas in

design, and a new generation of high-quality jobs. A museum could also be incorporated into the design.

Seismic considerations are a major point of emphasis in our design, and the final interior structure will both support the existing structure and accommodate new labs and offices. The design will also address remaining environmental concerns, above and below ground. The fit and finish of the core and shell will be multi-generational, industrial-grade quality. As with all ODI rehabs, the only way to make Hangar One economically feasible is to find solutions where every dollar spent helps accomplish multiple objectives rather than only one.

Re-skinning Hangar One will be done in a way that is a truthful homage to the original architecture, and the new skin will serve multiple purposes, including: historic preservation, weatherization, encapsulation, ventilation, structural, and a new source of natural lighting. ODI is looking into employing new materials in innovative ways, including ETFE, thin-film solar, and coated fabrics.

All work will meet the Secretary of Interior's Standards for Historic Preservation.

We understand NASA's sense of urgency, and will undertake work on Hangar One during the first phase of development. We will coordinate the rehab so that it doesn't disrupt airport operations or infrastructure.

MFA: use a privately held, for-profit operator with a proven track record.

ODI proposes partnering with AAC, a privately held, for-profit operator, to operate MFA as a first-class FBO. In order to create a viable enterprise, MFA will have to increase daily flights and maximize its capacity subject to constraints (e.g. noise restrictions), sell fuel, increase the efficiency of management and contracts, develop excess land, and build and lease new hangar facilities to private parties.

A number of unknowns surrounding MFA will also need to be addressed, including the terms and conditions of existing third party contracts.

#### Golf Course

Currently, the golf course is in bad shape and losing money. ODI proposes restoring the course and managing it so that it is well maintained and profitable. The course would remain accessible to the public. ODI has the capacity to self-manage the golf course, or to partner with AAC to provide third-party management.

#### Other Buildings and Excess Land

Other buildings and excess land have the potential to be additional sources of revenue to subsidize the more challenging portions of the project. All additional development would be consistent with the Master Plan and Secretary's Standards (as applicable). ODI would designate some of this land as parking for the project.

**Proposed Deal Structure**

1. **ODI enters into a long-term master lease with NASA.** Variable lease terms for different parts of MFA are possible at MFA's option, however ODI's preference is the longest lease term possible.
2. **ODI does the rehab and land development and provides ongoing management oversight of those assets.**
3. **ODI oversees management and operations of MFA and the golf course, using third-party partners where appropriate.**
4. **ODI secures the capital stack (debt and equity) and provides the designs, management and experience to get the job done.** NASA contributes the buildings and the land for the lease term. To the extent NASA elects, ODI takes care of remaining environmental issues directly with the Navy. ODI and NASA cooperate on various finance mechanisms (eg, an infrastructure finance district or community benefit district) for new infrastructure, as required.

**Rent**

**Option 1:**

ODI pays NASA a minimum rent once construction is complete.

- a. Traditional deal structure
- b. Consistent but lower return to NASA
- c. Total amount based on the existing site assets

**Option 2:**

ODI and NASA jointly participate in income after debt and equity are repaid.

- d. Aligned incentives
- e. Shared risk, shared reward; greater government payout over time
- f. Government participates in the upside of new development

**Option 3:**

ODI is willing to consider additional deal structures proposed by the GSA/NASA.

**Marketing Plan**

**MARKET CONDITIONS**

Silicon Valley is notoriously cyclical. This is an up-cycle, but by the time development happens we could be in a down-cycle. We have to underwrite for the reasonable worst-case scenario: at ODI, we say that if you take care of the downside, the upside will take care of itself.

We don't want to put NASA in a position where we're re-trading the deal because the market has turned: we have to anticipate that eventuality.

We have been through numerous cycles as a company, and we understand the importance of counter-cyclical underwriting.

Major periods of ODI acquisitions have included the S&L crisis, the dot-com bust, and the Great Recession. In contrast, ODI felt that the market was overvalued and made very few acquisitions between 2003 and 2007.

Among the advantages of being self-financed: you can create great opportunities in bad economies, and you are more sensitive to over-pricing in good economies. The profit-sharing option allows NASA to profit from the developer's know-how and to have a piece of this upside, while also limiting NASA's downside. In the worst case: you have a bunch of buildings that are in better shape than before.

Fundamentally, there is value in the location. We are locals and great believers in Silicon Valley, Mountain View, Stanford,



~~Berkeley, and NASA, plus the future of American research, development, technology, and industry. This is where new economies are invented; this is the mix of creativity and know-how that pulls economies out of recession and creates new jobs throughout America. We believe that Silicon Valley will continue to lead.~~

~~MARKETING PLAN:~~

- ~~1. Create world-class, efficient, flexible space and make it available at highly competitive rents~~
- ~~2. Target enough high-credit tenants early on to ensure project viability~~
- ~~3. Understand that tenants are going to want long lease terms in exchange for investing a lot into their spaces~~
- ~~4. Leverage extensive relationships in the brokerage community and in private industry~~
- ~~5. Target markets: science, technology, air and space plan, universities, labs, NGO's, with an emphasis on basic science. ODI has been in contact with a world-class university that's interested in the project as a satellite campus.~~
- ~~6. Per the attached comps, we estimate rents for large floor-plate Office/R&D tenants conservatively at \$3.00/SF/month NNN~~

7. Examples of recent marketing successes:

At Ford Point, we recently renewed a lease with Mountain Hardware, a division of Columbia Sportswear, who are expanding their space. We are also close to executing a ten-year renewal with Sunpower Corp, a subsidiary of Total S.A., one of the largest energy companies in the world. Other major recent leases include: Stream Global Services, who opened a 123,000, class-A call center serving three Fortune 500 American companies; a 10-year, 700,000 SF warehouse lease in Indianapolis, IN; and a 96,000 SF back office lease with the California Department of Corrections.

8. Marketing budget: to be determined but adequate for full market exposure and consistent with marketing efforts on past projects
9. Potential rebranding concepts of the MFA: ODI proposes MFA be branded as a science and technology-based center for collaboration between private industry, universities, and NASA

## Development Phasing Plan

## Development Stages

1. Refine and develop design: subject to regulatory timetables. If no regulatory delay, 12-24 months.
2. Entitlement: 24-36 months.
3. Infrastructure work: 18-36 months
4. Core and shell work: concurrent with infrastructure work. 24-36 months.
5. Tenant improvements: subject to market conditions and tenant requirements, 12-24 months.

Timetables can be compressed if certain market and regulatory conditions are met.

## General Phasing:

### Phase One:

Maintain MFA operations, bring in site infrastructure, re-skin and rehab Hangar One.

### Phase Two:

Rehab other existing buildings including Hangars Two and Three; fix golf course.

### Phase Three:

Redevelop excess land.

Secure financing concurrent with a negotiated deal with NASA.

Typically indicative financing is available when the deal is negotiated, but is subject to the market conditions during the leasing period, as financing is supported by lease income. For a project this size, ODI anticipates financing development stages on a rolling basis.

Occupancy:

Subject to market conditions, lease up is expected to be 18-36 months.

Development contingencies:

Subject to customary due diligence of any materials not yet made available. ODI has a strong track record of fast due diligence and reliable closings.

Scope:

ODI has proposed redeveloping the entire offering. ODI is open to redeveloping less than the entire offering.

Hangar One:

Hangar One will be in the first phase of development and will be re-sited within the first two years of the construction period.

## MFA Management and Operating Plan

### MFA

American Airports Corporations (AAC) proposes to operate, manage and maintain MFA including, but not limited to the below functions, consistent with their extensive experience with similar Airfields in California.

For the past 13 years AAC has operated five airports under a lease contract with the County of Los Angeles. Gross annual revenues from these airports are over (b) (4) and AAC makes guaranteed lease payments to the County. Over 1,500 tenants are serviced by 80 employees based at these airports.

The Management Plan of MFA is as follows:

- Manage and operate MFA for the use and benefit of NASA, GSA and the general public seven days a week, 24 hours a day, in a safe and efficient manner and maintain it in a clean, orderly, safe, and operational condition in conformity with all applicable Federal, State, and Local laws, rules and regulations.

- Operate, maintain, repair, and inspect all airport grounds, facilities, buildings, runways, taxiways, and provide all services as are customary and usual to such operations, including inspections of aircraft storage hangars (if applicable) and daily inspection of airport grounds.

- Maintain written logs of all complaints received, i.e., those concerning employee appearance, attitude, service, lack of facility maintenance, or

~~anything in connection with airport operations, maintenance, or fuel facility operation.~~

~~-Provide for the operation, maintenance, regulatory compliance, and repair of the aircraft fueling facilities and equipment, maintaining responsibility for product quality control and provide continuous service 24 hours, 7 days a week.~~

~~-Provide for the operation, maintenance, and repair of Crash Fire Rescue vehicles, including having personnel trained for emergency response 7 days a week and 24 hours a day.~~

~~-Administer and monitor existing and future agreements and leases with commercial and non-commercial tenants (i.e., concessionaires, aviation service providers, etc.)~~

~~-Develop plans for capital infrastructure, facility improvements, and special projects.~~

~~-Prepare and negotiate new lease agreements.~~

~~-Collect all fees and payments due, using uniform procedures to provide accountability, control, and security of funds.~~

~~-Prepare reports and statistical data such as monthly financial and operational reports.~~

~~PRE I t i b d t~~

-Attend monthly meetings of the aviation commission and with various groups, organizations, and governmental agencies, including airport associations, airport users, safety, planning, and community meetings.

-Ensure a positive image for MFA by being responsive to community complaints and inquiries and organizing annual airport open houses or other events, which foster good community relations.

-Provide information for officials to answer inquiries by the news media, such as aircraft accidents, airspace problems, construction projects, damaged infrastructure, disaster-related concerns, etc.

#### THE GOLF COURSE

The golf course becomes a sports, health and fitness, and recreational area that serves MFA as well as the local community.

1. What the golf course is:

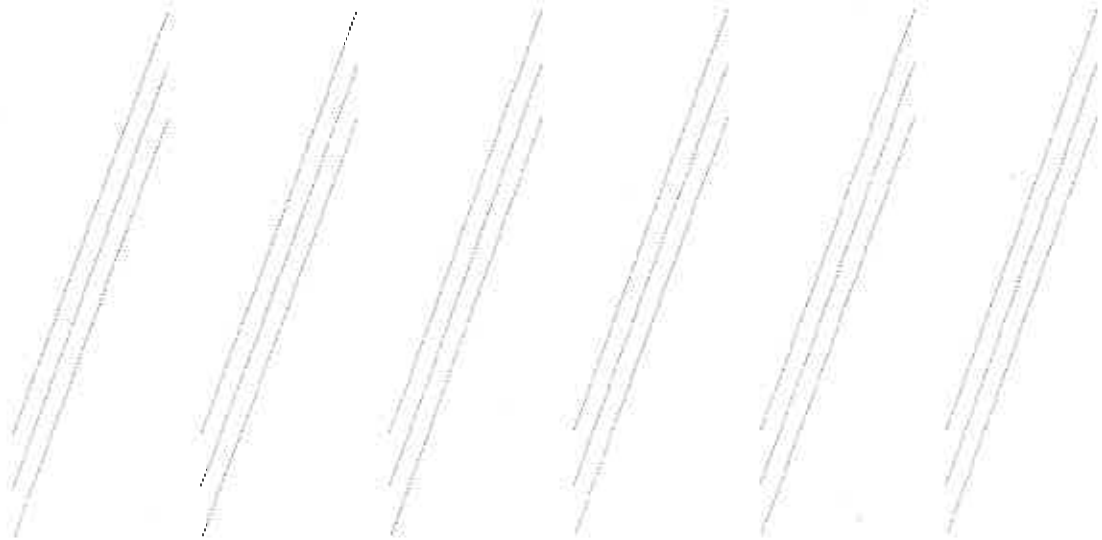
- a. In bad shape
- b. Money-losing
- c. Well-loved

2. What the golf course would become:

- a. Well-maintained, and as necessary, redesigned
- b. Profitable
- c. Still accessible to the public
- d. Still well-loved

**OTHER BUILDINGS AND EXCESS LAND**

1. Additional sources of revenue to subsidize the more challenging portions of the project
2. All development consistent with the Master Plan and Secretary's Standards (as applicable)
3. Excess land redeveloped
4. Other buildings sensitively rehabilitated, eg Hangars Two and Three
5. Designate public open space and amenities
6. Provide parking for the project, NASA, and neighbors.



**Security Plan**

A comprehensive security plan is subject to master plans and needs to integrate with the overall security of NASA Ames research center, as well as comply with the TSA, Customs and Border Patrol and

American Airports Corporation has extensive experience in developing and implementing security plans, which would be applied to proper planning of the site security and perimeter upon a successful bid and approved master plans.

[Redacted]

**Environmental Requirements**

**ENVIRONMENTAL REQUIREMENTS AND OTHER CONSTRAINTS**

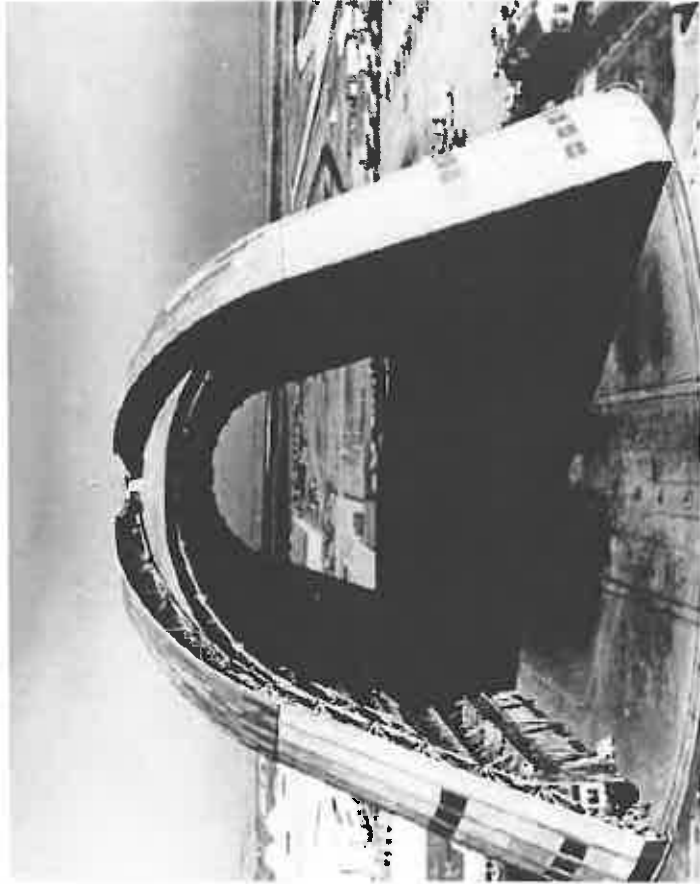
1. ODI is willing to manage negotiations with the Navy
  - a. ODI has an unparalleled enviro track record and can solve the remediation through its design
  - b. ODI also has a track record of inheriting incomplete remediation efforts from other entities and bringing the project to completion.
2. Understanding and acceptance of the Transportation Demand Management Plan: understood and accepted.
3. Understanding and acceptance of a Silver LEED certification requirement: understood and accepted
  - a. ODI intends to pursue additional sustainability measures, including in Hangars 2 and 3
    - i. ODI will utilize its resources and know-how to identify and implement sustainable solutions that are truly efficient and sustainable, not "just green-washed" for LEED certification
    - ii. ODI will use technology from Silicon Valley and NASA to accomplish the goal



4. Understanding and acceptance of the Burrowing Owl Habitat Management Plan: understood and accepted
5. Understanding the PEIS regarding requirements to mitigate the adverse effects of existing hazardous materials at NASA Ames Research Center and how the same will be handled during construction activities
  - a. Understood and accepted
  - b. RMP or similar to govern construction activities
    - i. Develop designs and methods to minimize environmental disturbance—e.g. minimize soil disturbance
6. Understanding of the NHPA and issues associated with Shenandoah Plaza Historic District and its contributing facilities (including Hangars One, Two, and Three): understood and accepted
7. Understanding and acceptance of the noise limits as set forth in the PEIS: understood and accepted
8. Understanding and acceptance of the remaining hazardous materials encapsulated on the steel frame of Hangar One
  - a. To the extent materials have been made available, we understand
  - b. To the extent investigations and negotiations are ongoing, we agree to assist and advise.

## Facility and Site Design

Facility and site design will comply with the Master Plan but is subject to approved schematic plans, which at this stage is premature. As noted, we have the capacity, team, and resources to redevelop MFA and manage the site in accordance with the applicable standards and regulation. Any plans that would be produced at this stage lack depth and sufficient detail for a reliable proposal, and we don't do unreliable work. However, in the redevelopment of MFA we plan to integrate the overall security, aesthetics, practicality, design standards, etc. to conform to the PEIS, the rest of NASA Ames, the Master Plan, and the Government's Vision and Goals.



**Landside Elements:** Hangar One will be an adaptive reuse as multi-tenant mixed-use project with office and research and development components.

**Building Footprints with General Interior Layouts - Existing:** New structures will be detailed as part of a set of schematic plans if ODI is selected to redevelop the site. General interior layouts are tenant driven but will conform to the project goals.

**Overall Building Section — See Photo:** Existing building structural section will be determined at the time of the final design; typical section remains as-is with minor modifications — see original drawings.

**Building Elevations — See photo:** The Hangar will look like it did originally, with a final technical outer skin that meets the Secretary of Interior Standards for historic rehabilitation. Final details to be determined in consultation with NASA, SHPO, and NPS.

Building Perspective – see adjacent historic photo.

Parking and Circulation Plans and Analysis, including projected traffic count - See Site plan. For ODI, parking and circulation is part of an overall transportation management plan. Parking count will depend on final number of square feet approved and leasable. Parking is projected at up to three spaces per 1000 square feet of construction, so a minimum of 300 spaces to a maximum of 4000 spaces. The project can accommodate a lot of parking, however circulation and path of travel create a challenge. Circulation and how it is handled requires cooperation, analysis and input by multiple entities and is a major design issue that will require further consultation. A final transportation plan will also accommodate alternative forms of transportation, including bicycles and pedestrian access.

Utility requirements, e.g. electricity, water, gas, telecommunications industry standard electricity, water, and gas. ODI will seek the fastest telecommunications options possible.

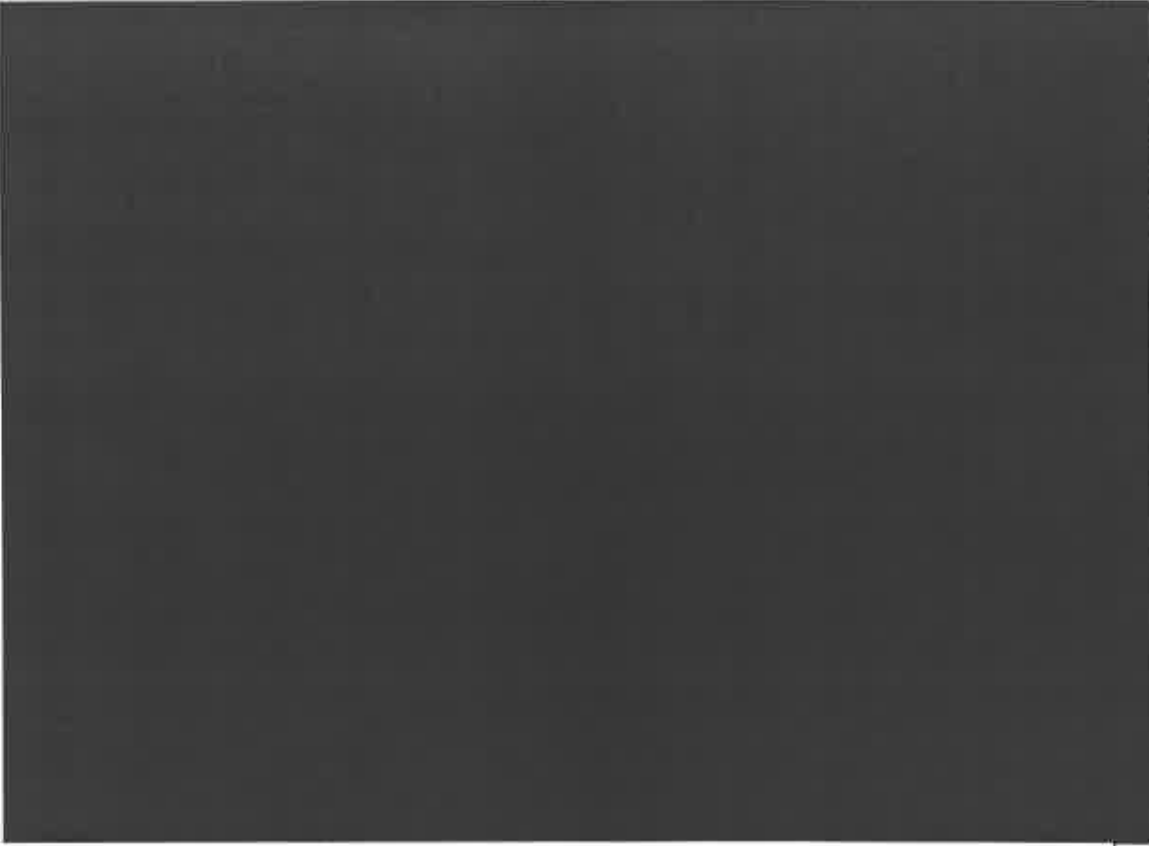
Electricity: The current power substation appears to provide adequate electricity. Further inspection is required.

Water: Current water supply appears adequate. Further inspection is required.

Gas: Natural gas supply will depend on tenancy. Further inspection is required.

Telecommunications: Require two fiber providers. Further inspection is required. Project infrastructure and security will be coordinated.





Location of fuel farm and fueling operations - See site plan., subject to change over the course of negotiations with NASA.

Location of aircraft servicing facilities - See Site plan, subject to change over the course of negotiations with NASA.

Total project square feet by business segment, and by function:

Office, Research & Development: 400,000 - 4,000,000 subject to final design  
Parking: 300 - 4000 spaces, subject to final design

Retail: Support retail only, 5-40,000 square feet, not including restaurants and food service.

The key question to the correct Master Plan and building design, subject to final design, is access vs. security.

Public space: to be designated as part of the final design.

Non-MFA related space will be designed in a way so that MFA operations are not materially impacted. Balancing access and security will be a critical part of the final schematic plans.

#### Golf Course Area

The golf course will be redesigned into a broader health and fitness community asset, with an open space portion that gives access to the public without security. This part of the project will integrate seamlessly into the greater Mountain View and Silicon Valley community. A secure entrance is available for MFA personnel from the north.



**Hangar One**

Hangar One requires both an external and internal security for perimeters, tenant premises, and incoming/outgoing data. Since the design encourages both maximum intersection between different sectors in order to foster creativity, yet demands maximum internal security to protect national security, IP, and know-how, these systems are highly technical, graduated, and are integrated into the overall design from the start.

The airfield requires it's its own access security plan to address the various components of the airfield environment. Clearly, this airfield is a potential target and requires compliance with TSA and Homeland Security protection level criteria. A patron or pilot arrives must pass the Hangar One lobby security first. Then, there is a second level of security to enter the waiting area for patrons and providers to the airport. Finally, the airport user has to penetrate a third level of security to get to the airfield itself.

ODI will work with NASA to develop an appropriate airside security access plan that will prevent unauthorized access through the use of sophisticated high-security gates and state-of-the-art access systems.

[Redacted]



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### Section 3: Offeror's Financial Capacity and Capability

Traditionally, principals of ODI have provided the lion share of equity in deals. ODI also has several experienced real estate investors available as necessary for additional equity. Typically, ODI self-finances its acquisitions and uses lowest cost third party debt financing for construction and permanent finance. We anticipate that debt financing for Hangar One may include bank loans, bond finance, and historic and other possible tax credits.

Composition of ODI's current real estate portfolio as of the RFP date is included as Appendix D.

ODI's recent history in obtaining financing is included at attachment Appendix E.

Confidential financial statements of ODI's primary principal are included. Similarly strong financial partners may join the team once the final capital requirements are determined.

Debarments, suspensions, bankruptcy or loan defaults on real estate development projects and/or government contracts: None.

ODI and its affiliates are the sources of equity. Comerica Bank is the probable lender. Tax credits, if any, will likely be negotiated through Bank of America.

ODI's materially-significant current project includes the approximately \$70 million, 330,000 square foot redevelopment of the 20<sup>th</sup> Street Historic Buildings at Pier 70 in San Francisco, breaking ground summer of 2014, scheduled for first tenancy in 2015, and completion by 2017.

[REDACTED]

Bank references for ODI:

**Kyle Timmins**

Vice President – Western Market, Comerica Bank  
(b) (4)

**Claudia B. Robinson**

Tax Credits Investments Group, Bank of America  
(b) (4)

**Leigh Ann Smith**

Senior Vice President, Historic and New Market Tax Credit Equity  
Originations, Bank of America  
(b) (4)

**John Zygowicz**

Senior Vice President, US Bank  
(b) (4)



**Section 4: Offeror's Rent, Economic Proposal and Supporting Documentation**

Our attached Pro forma analyses present four scenarios for redevelopment. The first scenario assumes the redevelopment will include only the existing 1.14 million square feet in Hangars One, Two, and Three. The second, third and fourth scenarios assume total final square footages of two million, three million and four million square feet respectively. Please see the "Development Summary" sheet for a summary of all scenarios. All assumptions regarding development costs, revenues, operating costs, and financing terms are listed in the "Assumptions" sheet and reflected in the "Budget", "Financing" and "Cash Flow" sheets for each scenario. Rental rate assumptions are based on current market comparisons. Assumed net operating income for the Airfield and Golf Course are shown in the "Assumptions" sheets and reflected in the "Cash Flow" sheets.

**A. Pro-forma analyses**

**B. Financing Plan**

**C. Financial/Equity Partner Identification**

**D. Proposed Leased Premises, Rent and Lease Term**

Orton Development, Inc. is not seeking equity partnership at this time.

The Pro Forma analyses outline the project's Financing Plan through the pre-development and development stages and including stabilized operation. Sources of capital include Orton Development (ODI) equity, bank loans and Historic Tax Credit (HTC) Equity, which are summarized in the 'Development Summary' sheet. Financing mechanisms and assumptions are detailed in the 'Financing' sheets for each scenario. The sources and uses of funds are shown in the 'Cash Flow' sheets and summarized in the 'Development Summary' sheet. The 'Cash Flow' and 'Financing' sheets also show a bridge loan against future tax credit equity, which provides even levels of capital during construction.

**Appendix A – ODI Projects – Before-and-After Photos**

**Appendix B – Proforma – Hangar One and MFA – Confidential**  
(b) (4)

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**- Confidential**

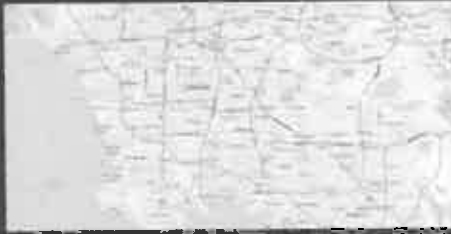
**Enclosures:**

**Confidential**

(b) (4)

**Cashier's Check - \$500,000 Bid Deposit payable to U.S. GSA**

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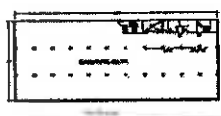
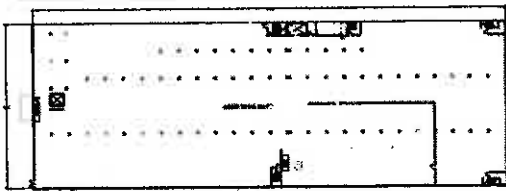
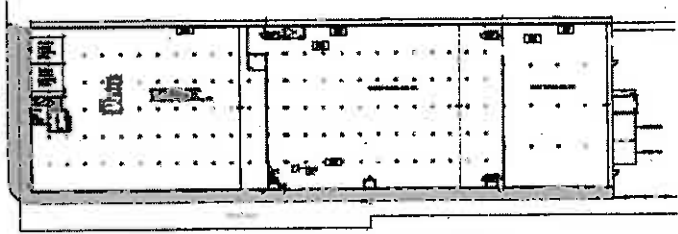
**Ardmore Place Specifications**

Ardmore Lot Size:	± 154,137 SF or ± 3.54 acres
Greenline Lot Size:	± 25,284 SF or ± .57 acres
Building Gross Floor Area:	± 156,840 SF
Building Footprint Area:	± 76,755 SF
Potential Parking:	On-site 136 stalls Off-site 241 stalls Total 377 stalls
Construction:	Type V Concrete/Wood
Minimum Clear Height:	12 feet to 17 feet
Power:	1,400 Amps/277-480 Volts
Existing Loading:	2 Dock High 5 Ground Level
Freight/Passenger Elevators:	2, including service to Penthouse



**ARDMORE PLACE  
SOUTH GATE, CA**

**ORTON**  
Development, Inc.  
1475 Powell Street  
Suite 101  
Emeryville, CA 94608  
510.428.8800 office  
510.428.0903 fax  
www.ortondevelopment.com



- Ardmore Place Permitted Uses**
- Light Manufacturing
  - Warehouse
  - Wholesale Trade
  - Industrial Manufacturing
  - Office
  - Showrooms
  - R & D
  - Packaging
  - Fabrication
  - Processing
  - Distribution
  - Assembly
  - Classroom





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Suite 101  
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CRANEWAY PAVILION  
FORD POINT, RICHMOND, CA





THE NEW AMERICAN WORKPLACE  
FORD POINT, RICHMOND, CA

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Richmond Assembly Plant



FORD POINT  
RICHMOND, CA

ORTON

DEVELOPMENT, INC.

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FORMER FLINT INK  
BERKELEY, CA





1440 BROADWAY  
OAKLAND, CA

ORTON

DEVELOPMENT, INC.

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1475 Powell Street  
Suite 101  
Emeryville, CA 94608  
510.421.0800 office  
510.428.0522 fax  
[www.ortondevelopment.com](http://www.ortondevelopment.com)

Orton Development, Inc. (ODI) specializes in large-scale rehabilitation and redevelopment projects.

Over the last thirty years, ODI has redeveloped over sixteen million square feet, spanning approximately sixty projects including office, industrial, research and development, loft, and warehouse space. Portfolio is available at [www.ortondevelopment.com](http://www.ortondevelopment.com)

ODI creates value with world-class design to counter vacancy, urban blight, environmental damage, structural challenges, and functional obsolescence, with a specialty in repositioning historic properties. ODI projects attract premier tenants with deftly designed, highly efficient workplaces that result in great productivity at competitive rents.

ODI is a privately-held service company to approximately thirty separate investment vehicles. ODI manages the development of new projects — including zoning, environmental, design, construction, and marketing. ODI creates and relies on long-term relationships and its sterling reputation in the industry to negotiate good deals and receive great service from local providers.

ODI believes in old-fashioned values and integrity, it offers a small core team — the people you see are the people you get — of dedicated, hands-on makers, with a combined experience at ODI nearing 100 years. At the same time, ODI typically creates a lot of local jobs because it works with local companies — primarily on construction, property management, and leasing.





**ORTON**

DEVELOPMENT, INC.

Orton Development, Inc.  
 3475 Powell Street  
 Suite 101  
 Emeryville, CA 94602  
 510.426.0800 office  
 510.426.0902 fax  
[www.ortondevelopment.com](http://www.ortondevelopment.com)

1910 ELM  
 CINCINNATI, OH



Projected Coordinates of  
 1910 Elm Street  
 Cincinnati, Ohio 45202  
**A-15**





**MV | SC | SNY Office/R&D Lease Transactions 100K SF+  
1/1/12 - 10/10/13**

Property Information

Lease Comp Information

Additional Information

(b) (4)

We obtained the information above from sources we believe to be reliable. However, we have not verified its accuracy and make no guarantee, warranty or representation about it. It is a limited subject to the possibility of error, omission, change of price, rental or other conditions, prior sale, lease or financing, or withdrawal without notice. It is include projections, opinions, assumptions or abstracts for example only, and they may not represent current or future performance of the property. You and your tax and legal advisors should conduct your own investigation of the property and transaction.

**MV | SC | SNY Office/R&D Lease Transactions 100K SF+**  
**1/1/12 - 10/10/13**

Property Information

Lease Comp Information

Additional Information

(b) (4)

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**MV | SC | SNY Office/R&D Lease Transactions 100K SF+  
1/1/12 - 10/10/13**

Property Information

Lease Comp Information

Additional Information

(b) (4)

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**MV | SC | SNY Office/R&D Lease Transactions 100K SF+  
1/1/12 - 10/10/13**

Property Information

Lease Comp Information

Additional Information

(b) (4)

**MV | SC | SNY Office/R&D Lease Transactions 100K SF+  
1/1/12 - 10/10/13**

Property Information

Lease Details Information

Additional Information

(b) (4)

**MV | SC | SNY Office/R&D Lease Transactions 100K SF+  
1/1/12 - 10/10/13**

Property Information

Lease Comp Information

Additional Information

(b) (4)

**Appendix D – ODI Real Estate Portfolio**

**Confidential**

(b) (4)

Address	Building Name	Occupancy	Sq Ft	Number of Stories	Year Built	Building Value 2012
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**Appendix E – ODI History in Obtaining Financing**

**Confidential**

(b) (4)

<b>Project</b>	<b>Year</b>	<b>Square</b>	<b>Cash*</b>	<b>Construction</b>	<b>Take out</b>
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