



GARVER ARTS FACILITY

Proposal For
THE GARVER FEED MILL
Re-Use and Rehabilitation

Submitted by
COMMON WEALTH DEVELOPMENT, INC.
September 14, 2007

TABLE OF CONTENTS

A. Transmittal / Acknowledgement Letter	2
B. Garver Feed Mill Re-Use Conceptual Plan / Design	3
C. Development Team Information	23
D. Management Team	67
E. Project Management Plan	70
F. Development Costs	71
G. Financial Plan	77
H. Schedule	81
I. Special Conditions	82
J. Checklist	83
K. Support Letters	84

A. TRANSMITTAL / ACKNOWLEDGEMENT LETTER



COMMON WEALTH DEVELOPMENT, INC
1501 Williamson St.
Madison, WI 53703
(608) 256-3527
Fax (608) 256-4490
www.cwd.org

Affordable Housing Programs
Common Wealth Gallery
EarnSave
Madison Enterprise Center
Main Street Industries
Williamson-Marquette Gazette
Willy Street Fair
Yahara River View Apartments
Youth-Business Mentoring Program



A Seed Called Community

Transmittal Acknowledgement Letter 9/12/2007

Developers shall incorporate into each copy of their proposal the following letter on their letterhead stationary, with the executed Disclosure and Disclaimer attached.

Subject: City of Madison Garver Feed Mill Re-Use Request for Proposals

The undersigned has read the City of Madison's Request for Proposals for the re-use and rehabilitation of the Garver Feed Mill. On behalf of our development team, we agree to and accept the terms, specific limitations, and conditions expressed herein. **WE HAVE READ, RELY UPON ACKNOWLEDGE, AND ACCEPT THE CITY OF MADISON'S DISCLOSURE AND DISCLAIMER, AS PROVIDED ON IN THIS RFP, HERETO FULLY EXECUTED AND FULLY INCORPORATED INTO THIS LETTER.**

Also attached herewith is a checklist of the submission requirements of the City of Madison Request for Proposals for the re-use and rehabilitation of the Garver Feed Mill.

Sincerely,



Digitally signed by Marianne Morton
DN: cn=Marianne Morton, o=US, ou=Common Wealth Development, email=mmorton@cwd.org
Location: Madison, WI
Date: 2007.09.11 17:54:00 -0500

(SIGNATURE)

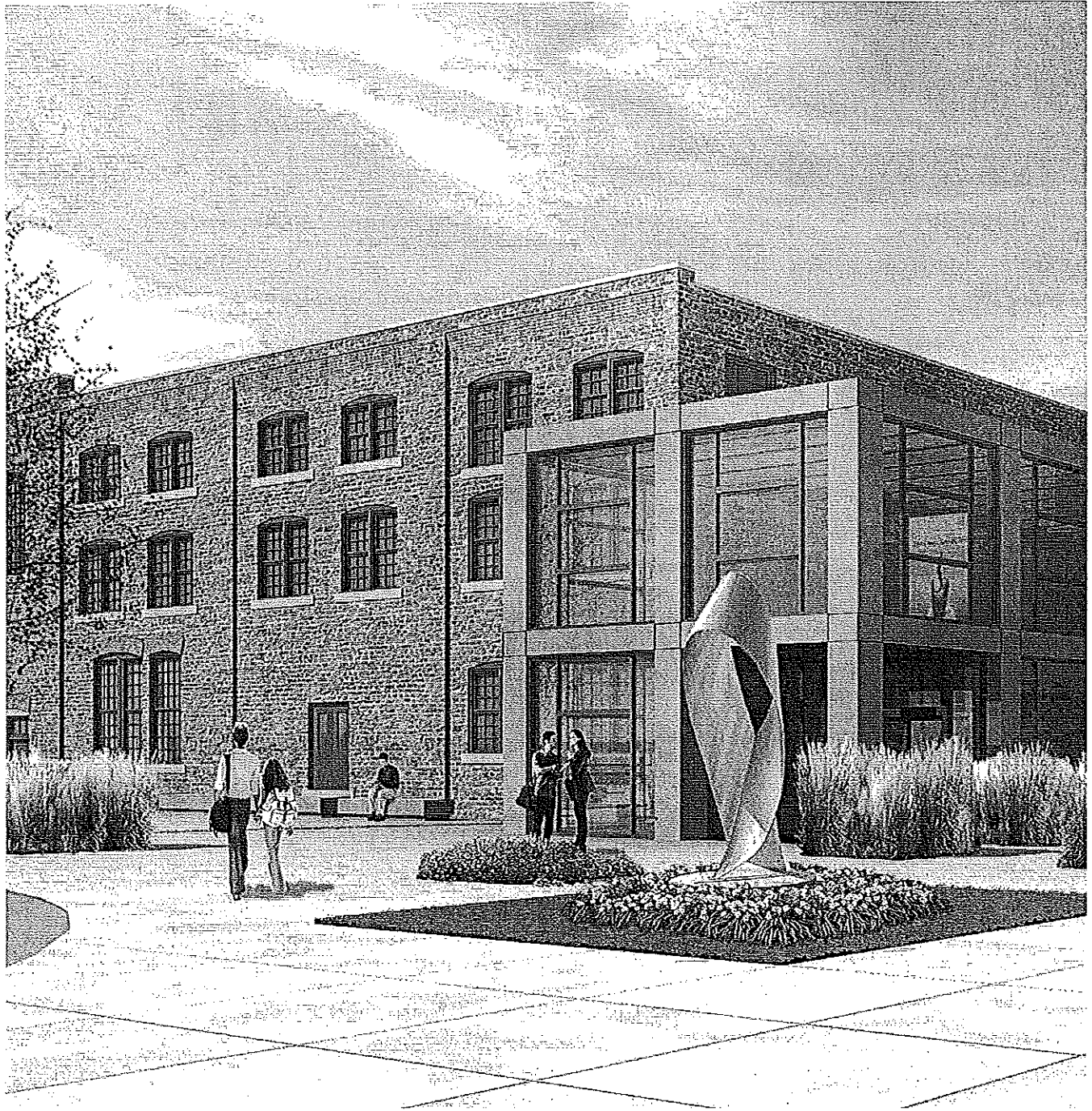
Marianne Morton, Executive Director
(NAME AND TITLE)

Common Wealth Development, Inc
(ORGANIZATION)

Common Wealth Development, Inc
(DEVELOPER NAME)

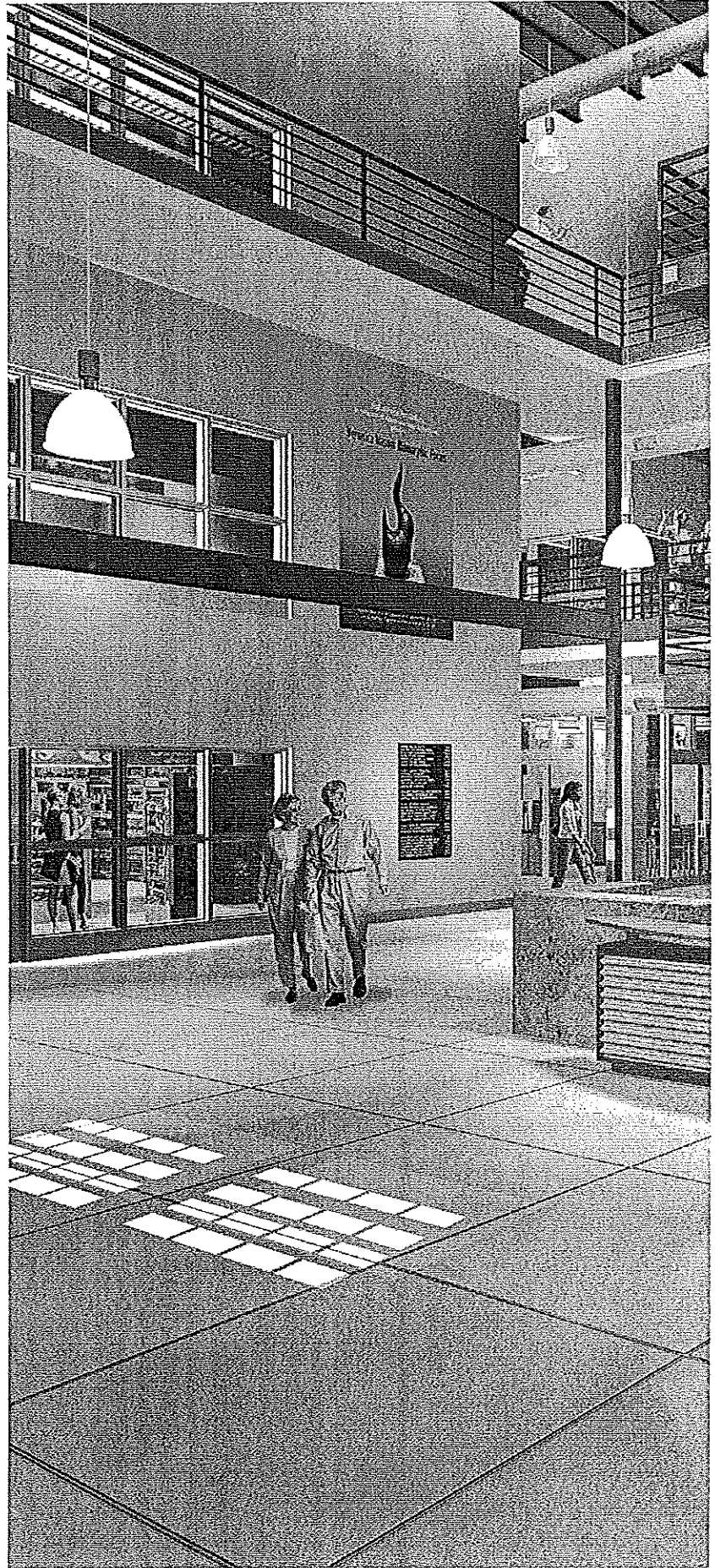
B. GARVER FEED MILL RE-USE CONCEPTUAL PLAN / DESIGN

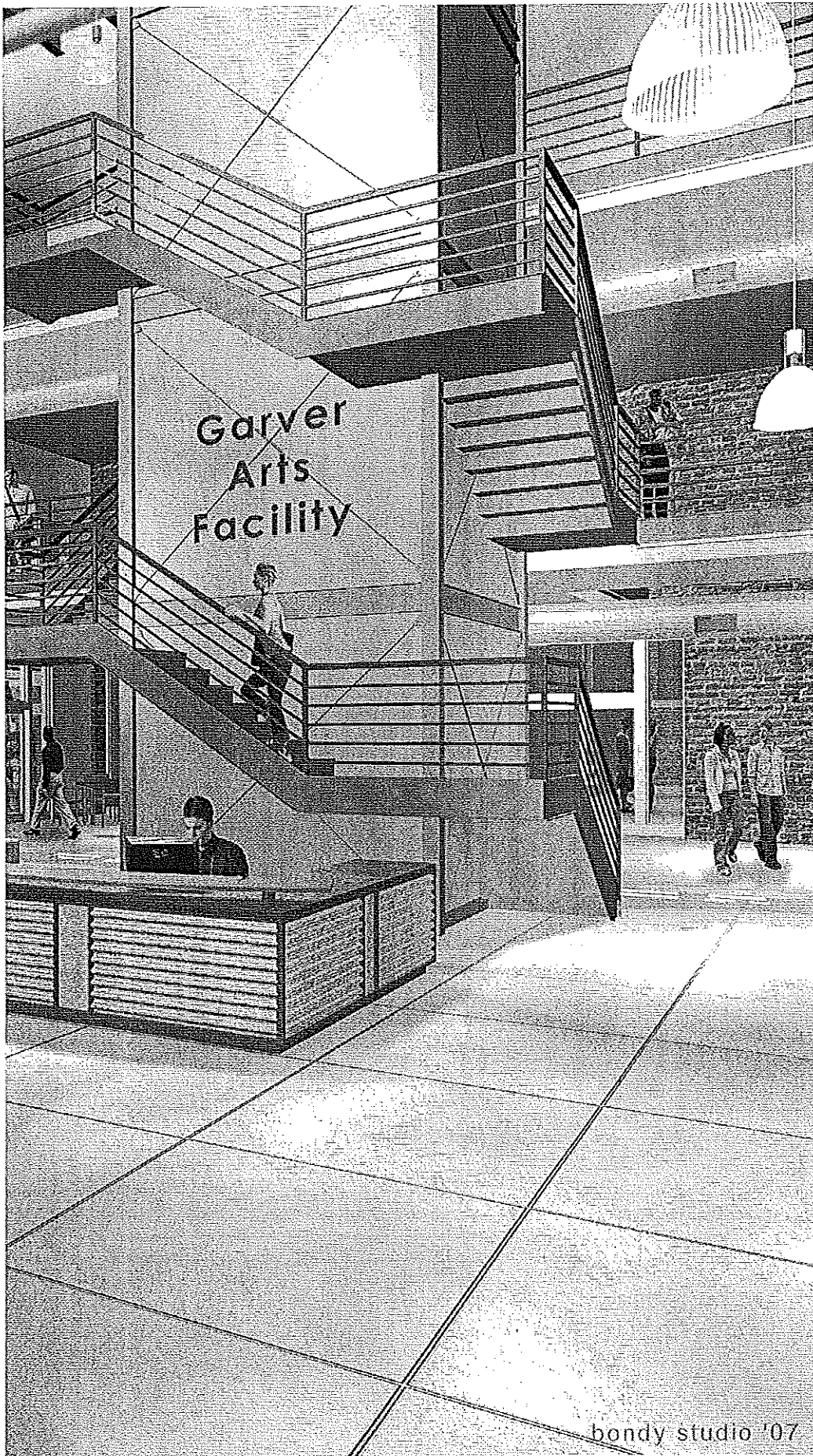
EXTERIOR





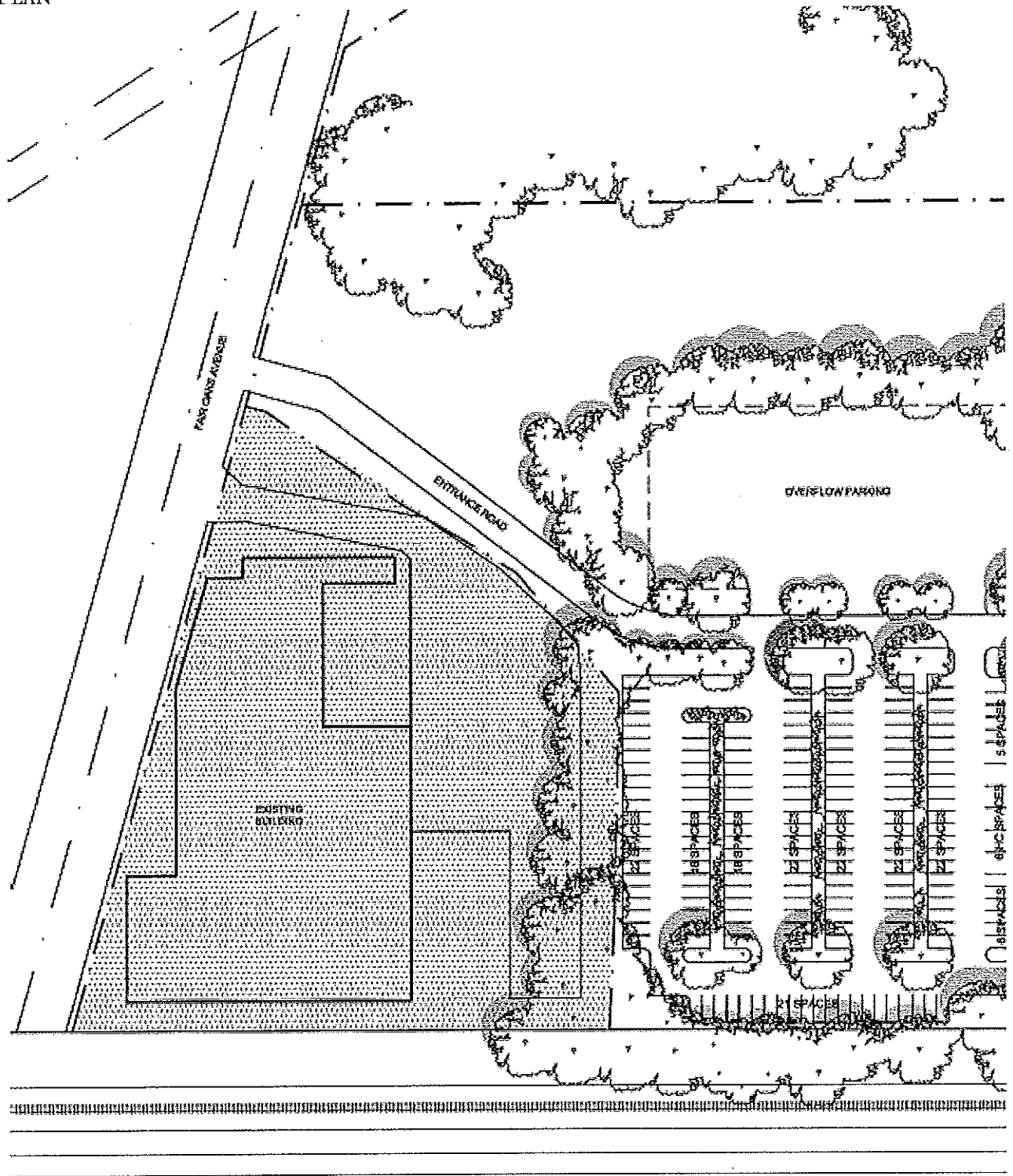
GARVER ARTS FACILITY LOBBY

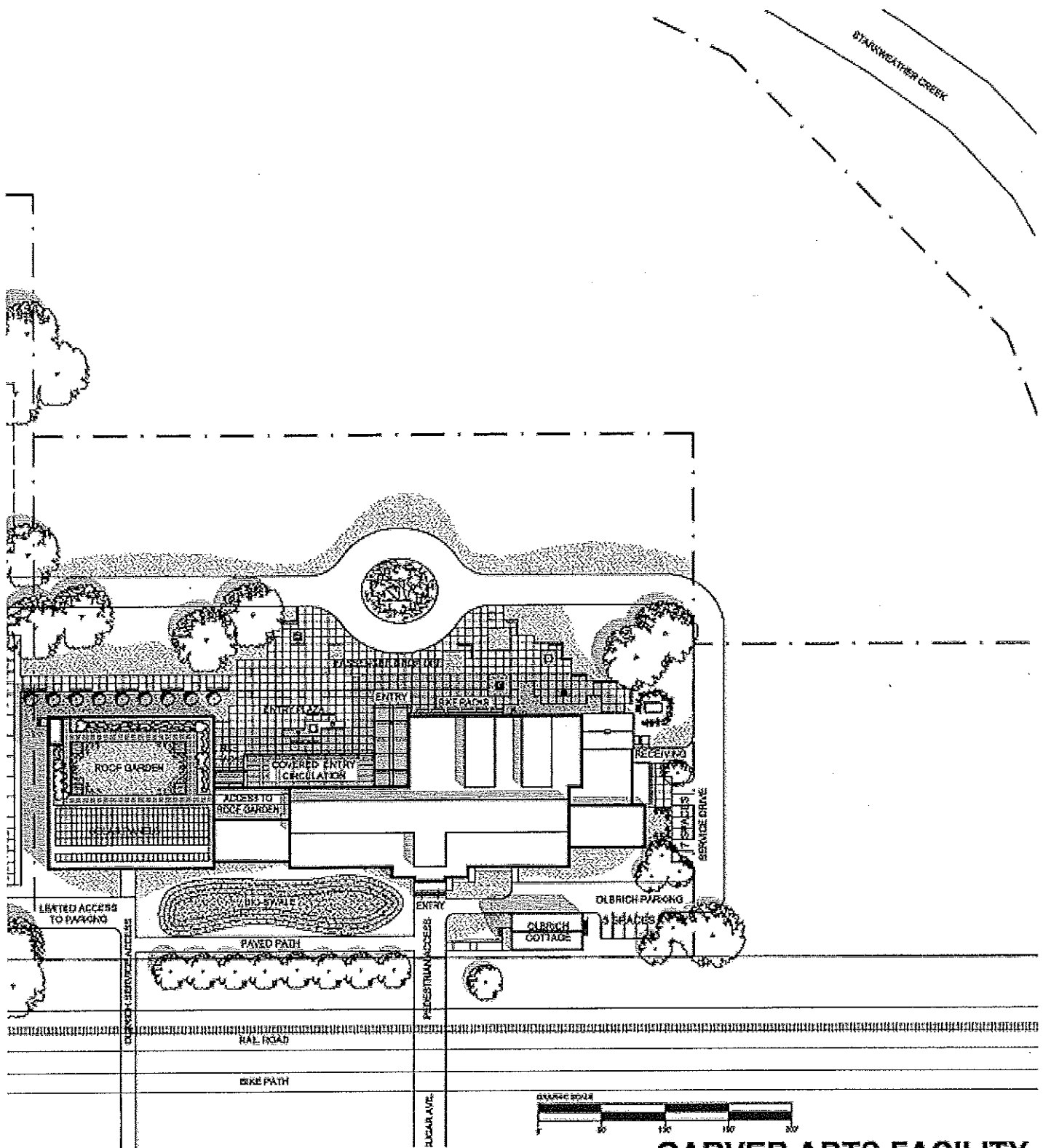




bondy studio '07

SITE PLAN



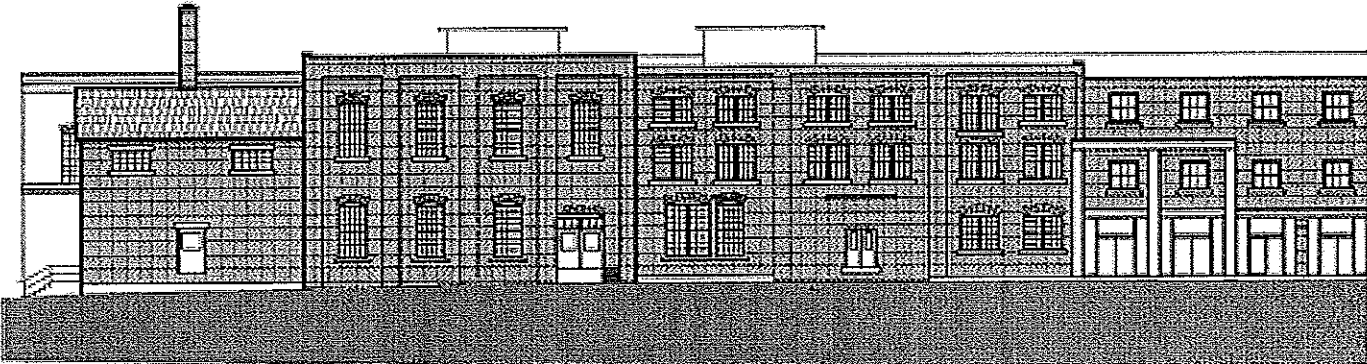


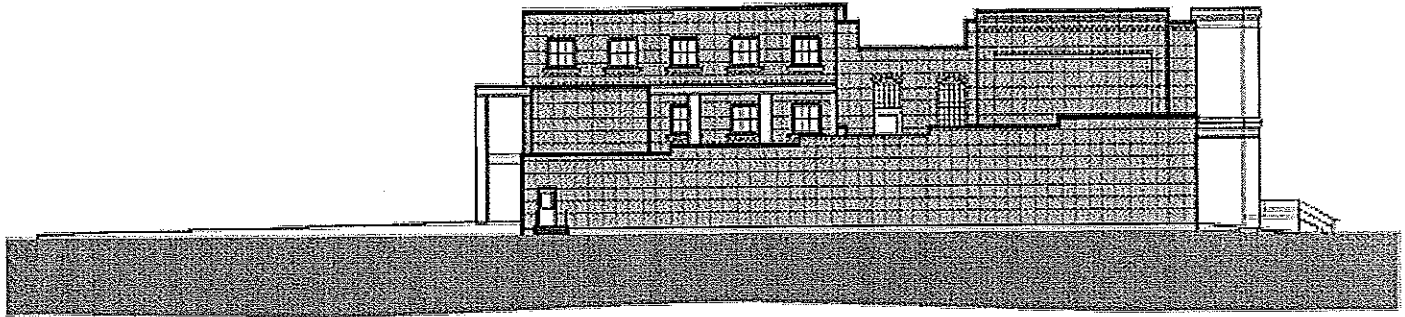
SITE PLAN
SCALE: N.T.S.



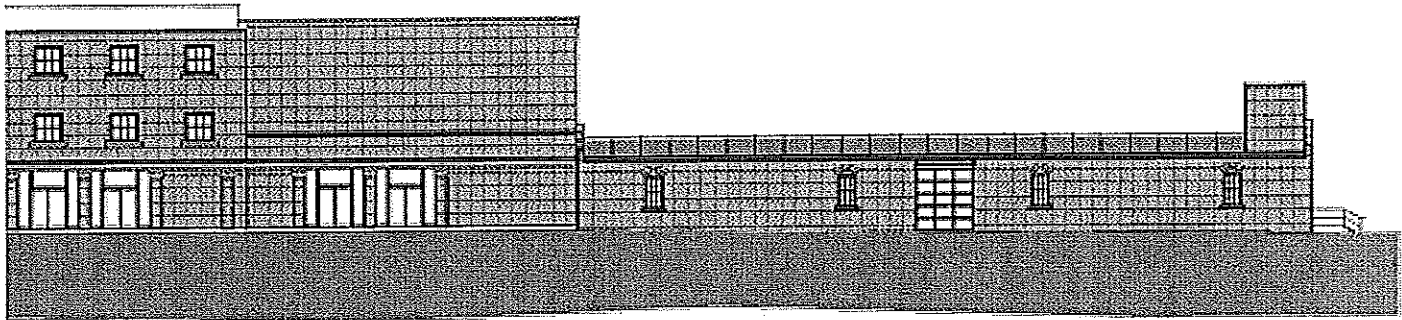
GARVER ARTS FACILITY
COMMON WEALTH DEVELOPMENT, INC.
HPZS - ARCHITECTS / ENGINEERS
9/14/07

WEST AND NORTH ELEVATIONS





WEST ELEVATION
SCALE: N.T.S.

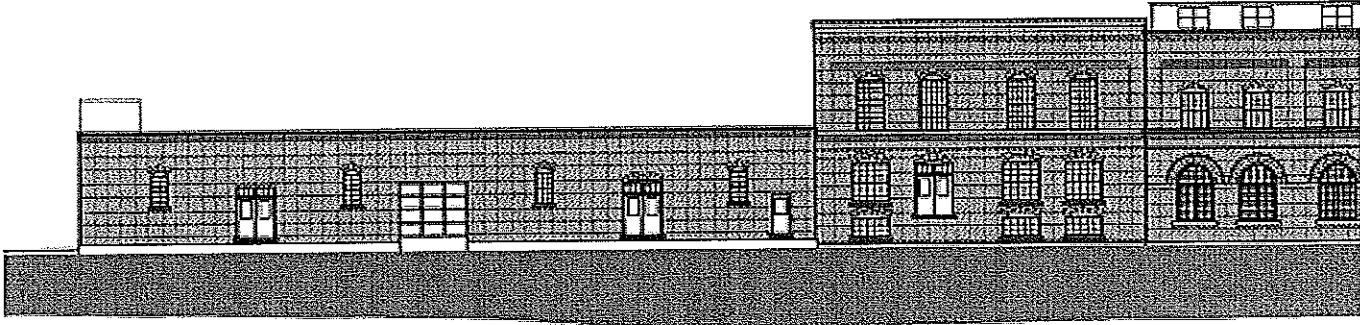


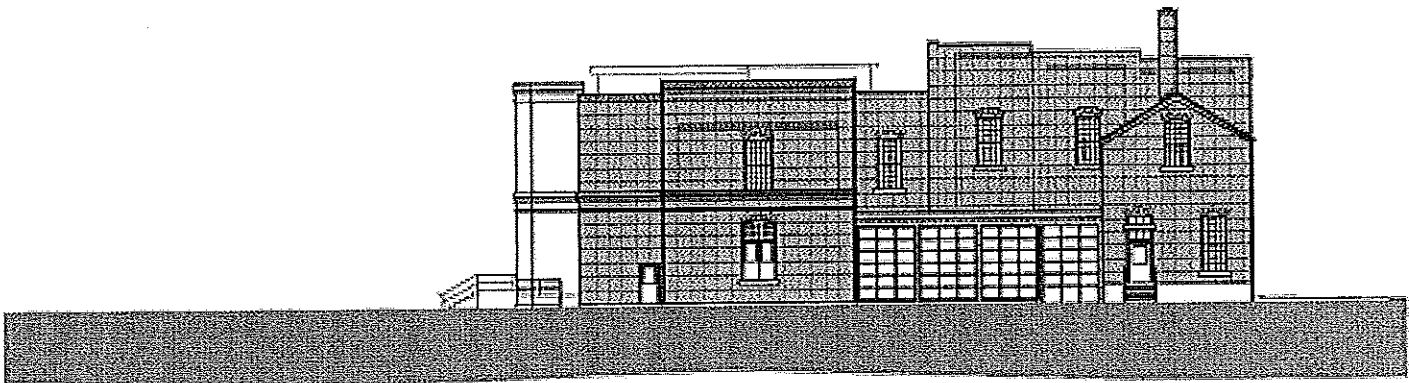
NORTH ELEVATION
SCALE: N.T.S.



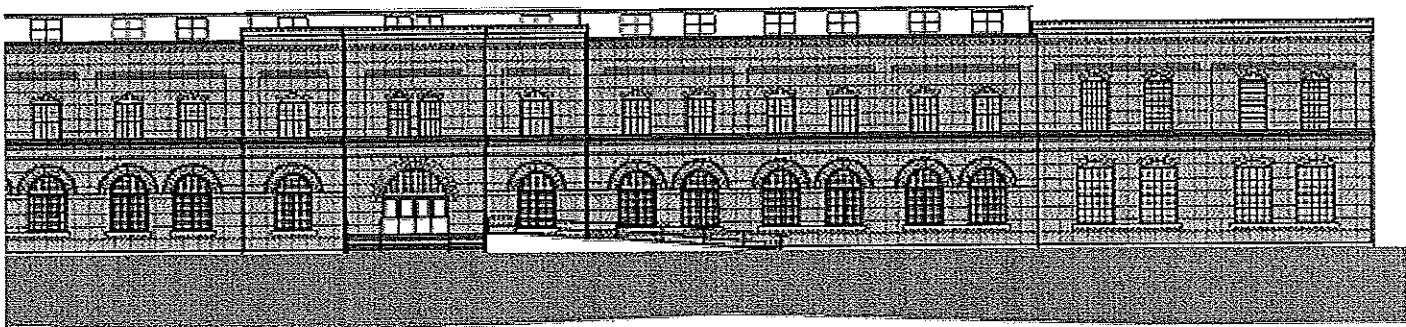
GARVER ARTS FACILITY
COMMON WEALTH DEVELOPMENT, INC.
HPZS - ARCHITECTS / ENGINEERS
9/14/07

EAST AND SOUTH ELEVATIONS





EAST ELEVATION
SCALE: N.T.S.

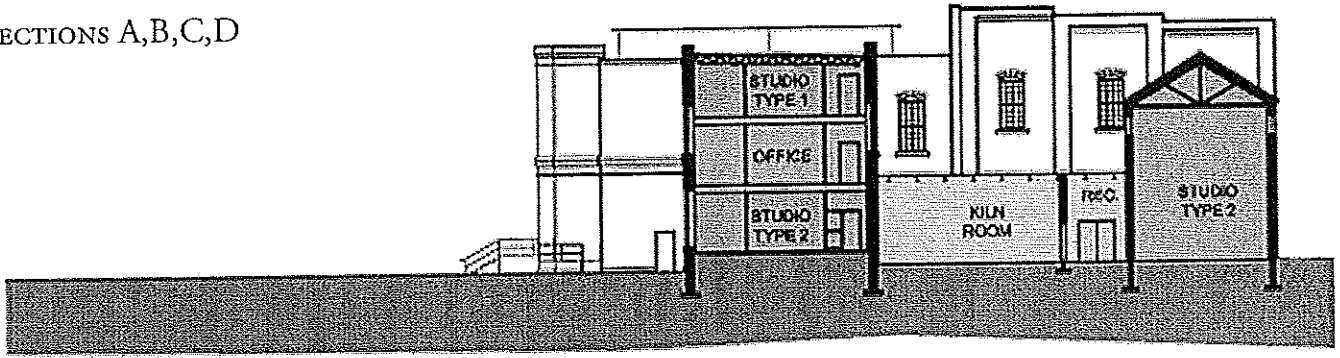


SOUTH ELEVATION
SCALE: N.T.S.

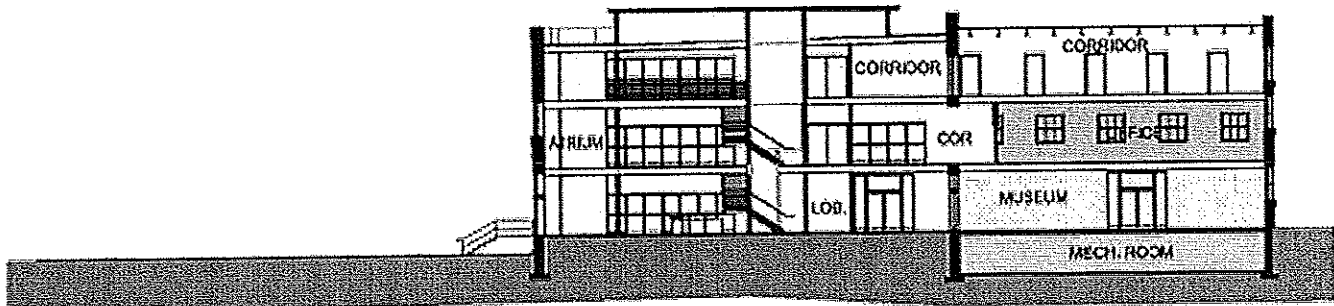


GARVER ARTS FACILITY
COMMON WEALTH DEVELOPMENT, INC.
HPZS - ARCHITECTS / ENGINEERS
9/14/07

SECTIONS A,B,C,D



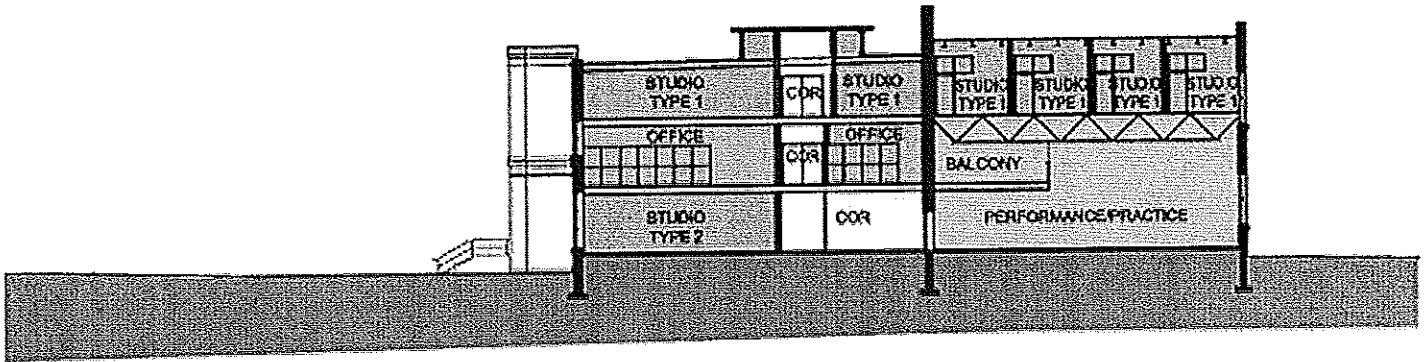
SECTION A-A
SCALE: N.T.S.



SECTION C-C
SCALE: N.T.S.

LEGEND

- CIRCULATION
- COMMON AREA
- ASSEMBLY
- MUSEUM
- RETAIL
- STUDIO
- OFFICE
- FACILITIES/UTILITIES
- OLBRICH



SECTION B1-B1
SCALE: N.T.S.

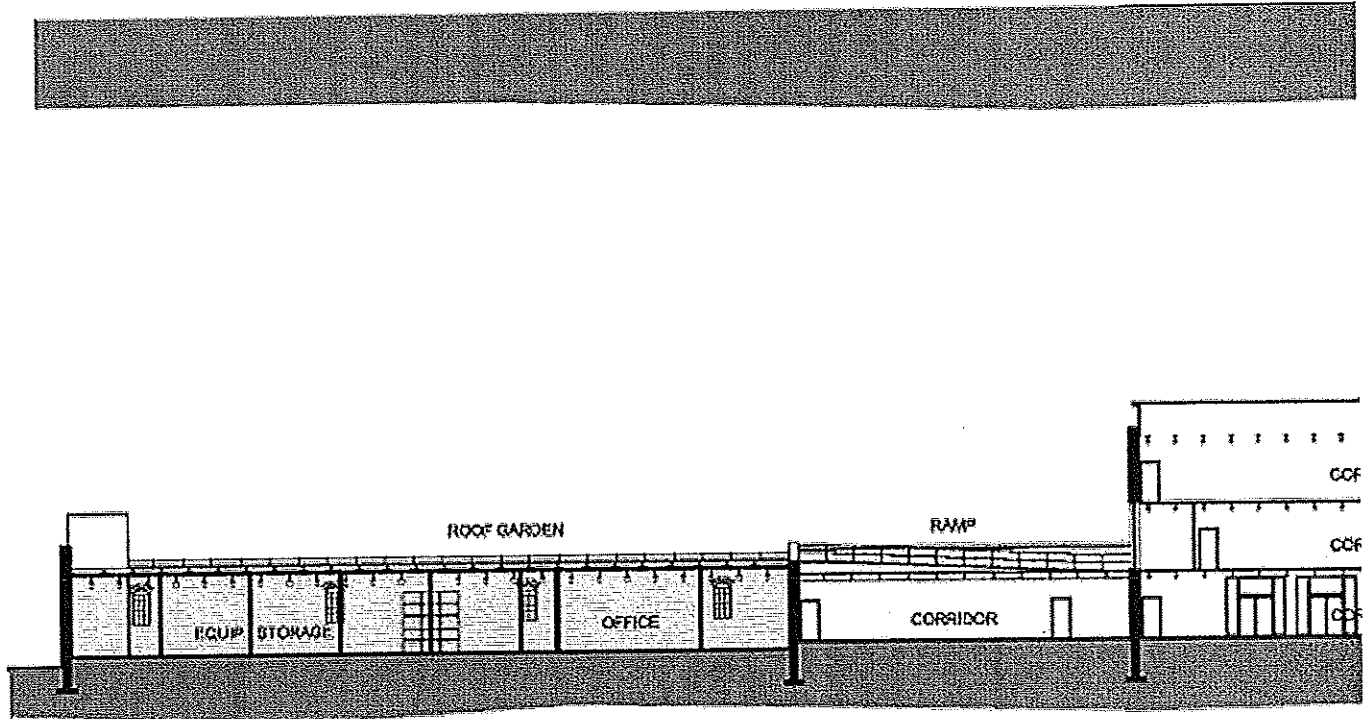


SECTION D1-D1
SCALE: N.T.S.












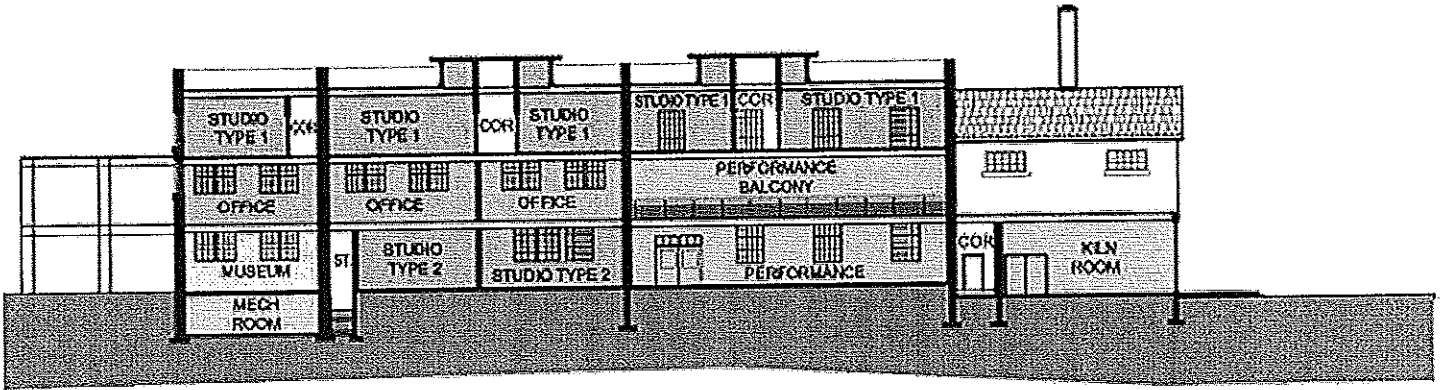
GARVER ARTS FACILITY
COMMON WEALTH DEVELOPMENT, INC.
HPZS - ARCHITECTS / ENGINEERS
9/14/07

SECTIONS G, H

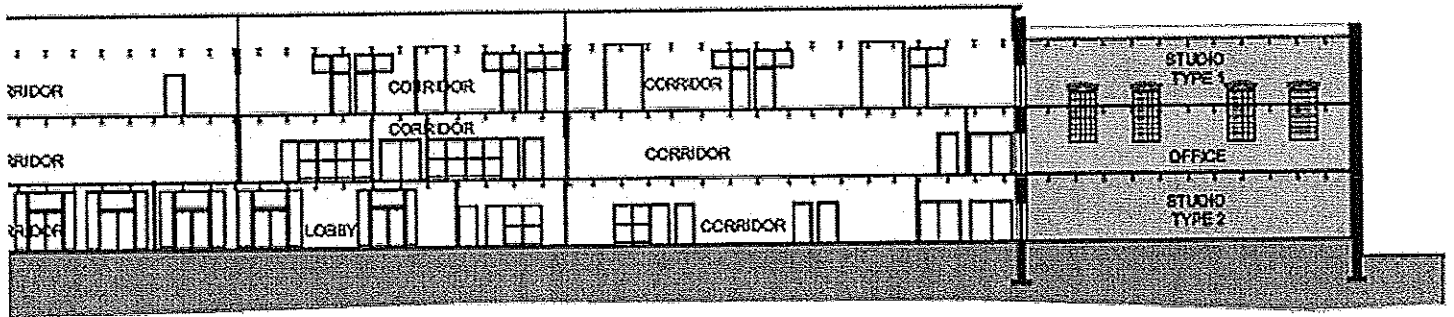


LEGEND

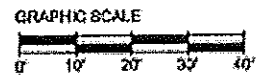
-  CIRCULATION
-  COMMON AREA
-  ASSEMBLY
-  MUSEUM
-  RETAIL
-  STUDIO
-  OFFICE
-  FACILITIES/UTILITIES
-  OLBRICH



SECTION H-H
SCALE: N.T.S.

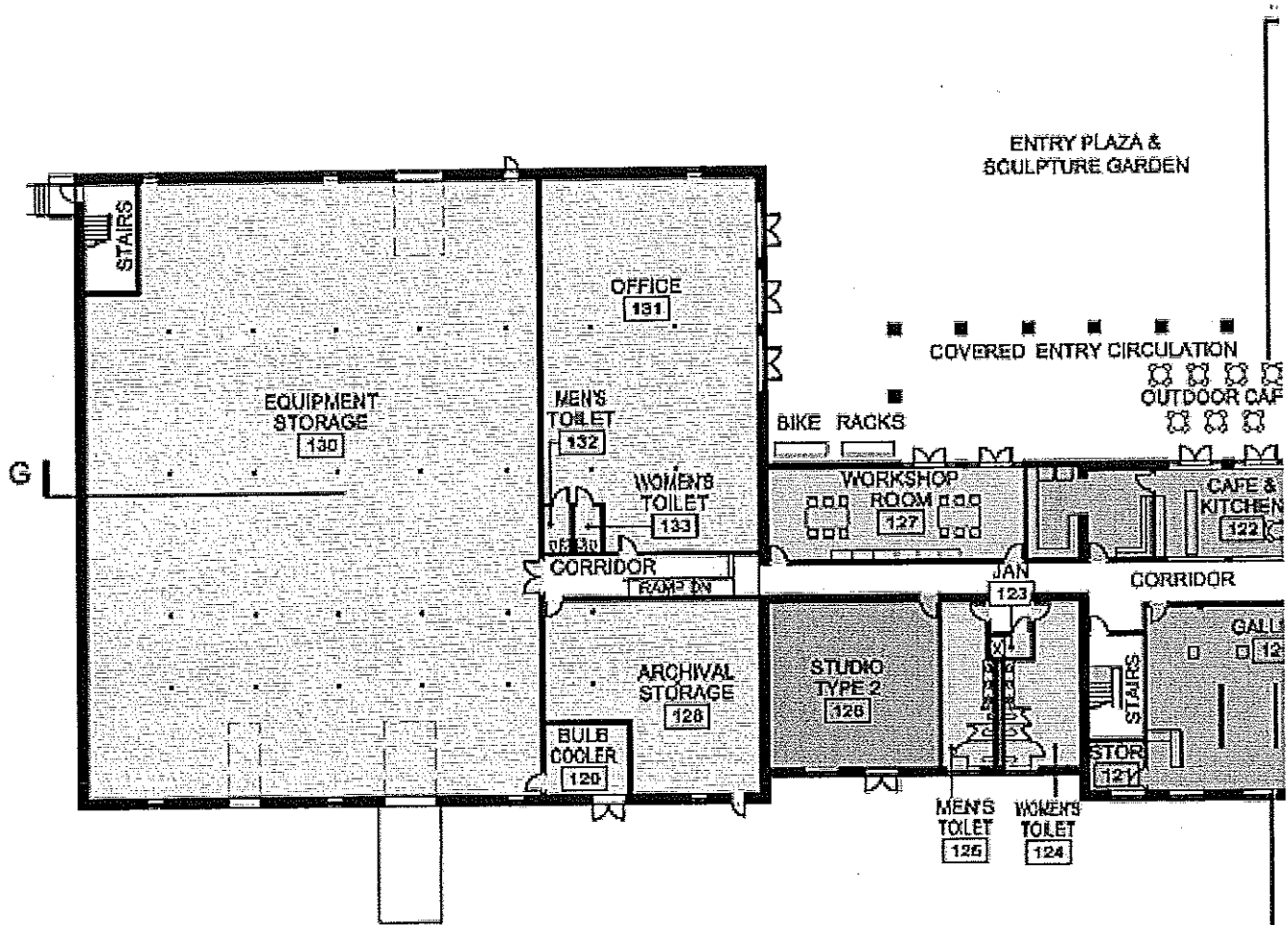


SECTION G-G
SCALE: N.T.S.












GARVER ARTS FACILITY
COMMON WEALTH DEVELOPMENT, INC.
HPZS - ARCHITECTS / ENGINEERS
9/14/07

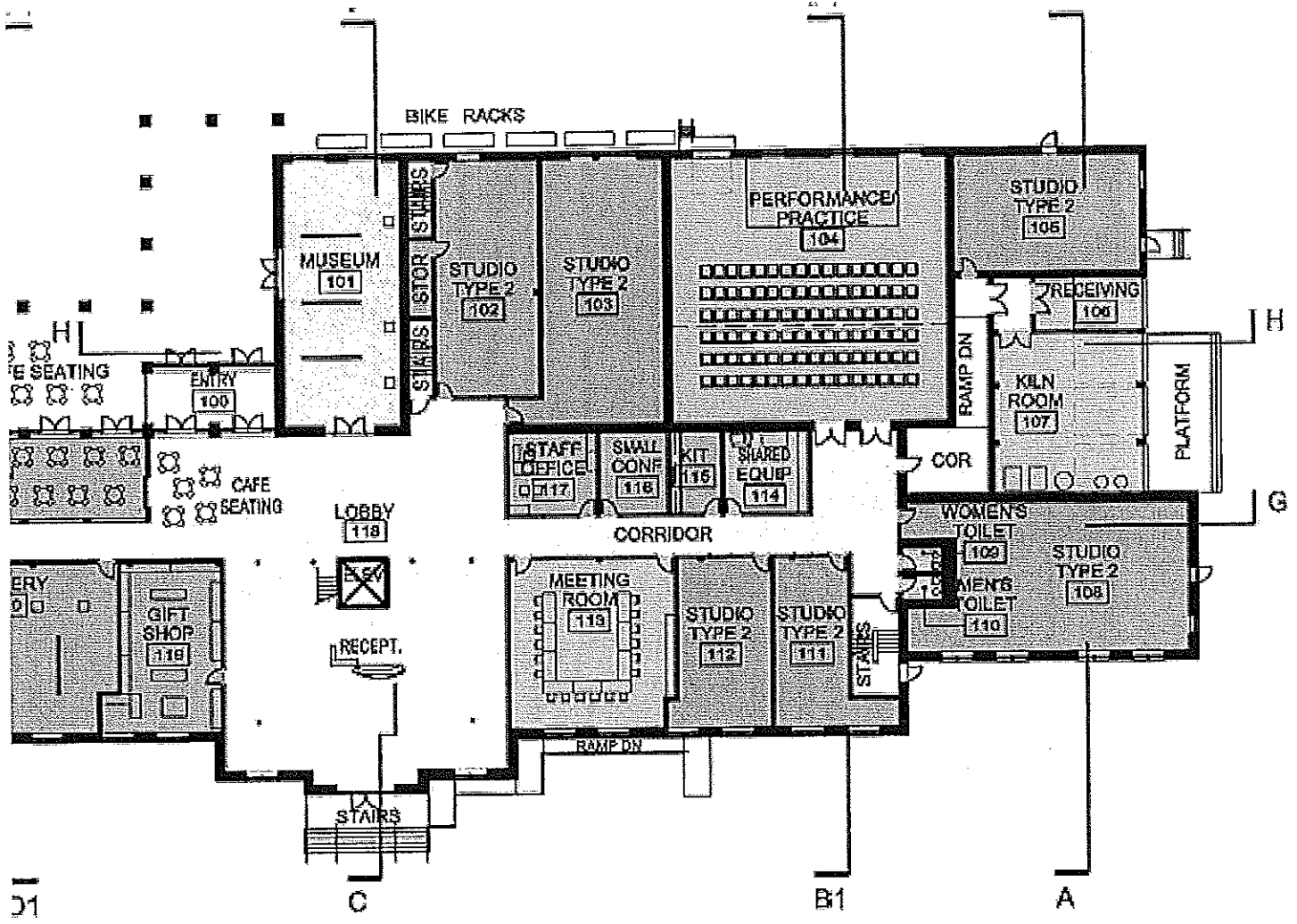
FIRST FLOOR PLAN



LEGEND

-  CIRCULATION
-  COMMON AREA
-  ASSEMBLY
-  MUSEUM
-  RETAIL
-  STUDIO
-  OFFICE
-  FACILITIES/UTILITIES
-  OLBRICH

FIRE
E

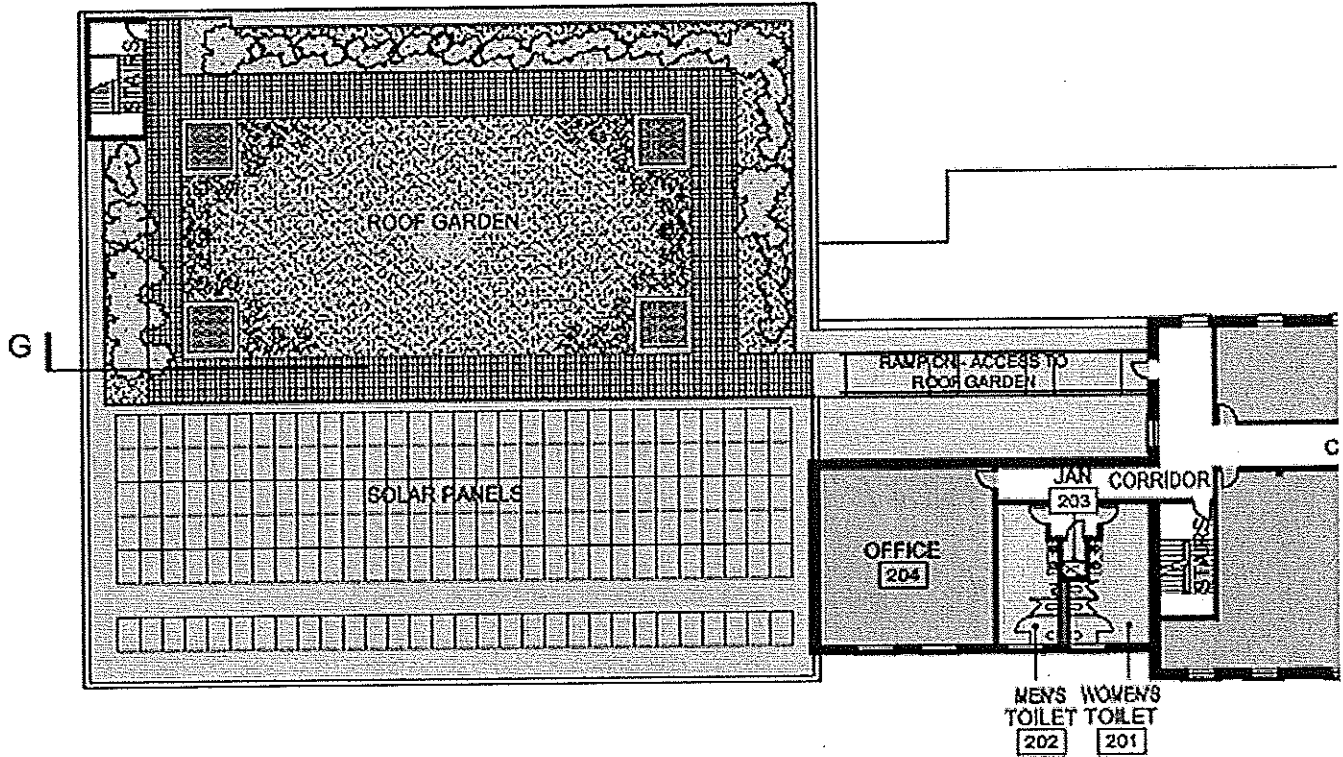


1ST FLOOR PLAN
 SCALE: N.T.S.












GARVER ARTS FACILITY
 COMMON WEALTH DEVELOPMENT, INC.
 HPZS - ARCHITECTS / ENGINEERS
 9/14/07

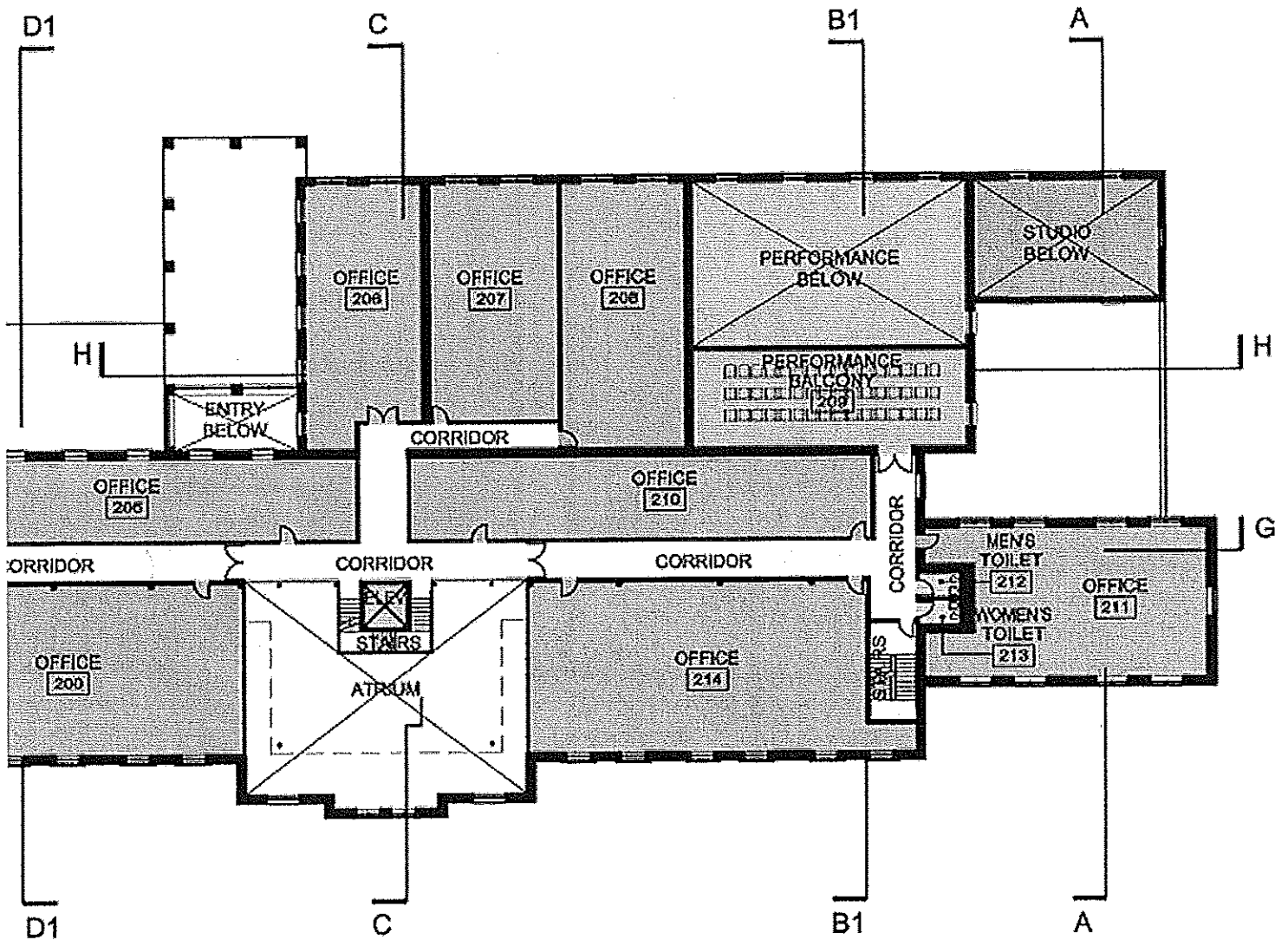
SECOND FLOOR PLAN



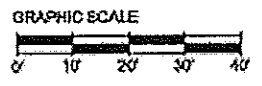
LEGEND

-  CIRCULATION
-  COMMON AREA
-  ASSEMBLY
-  MUSEUM
-  RETAIL
-  STUDIO
-  OFFICE
-  FACILITIES/UTILITIES
-  OLBRICH

SECONI
SC/

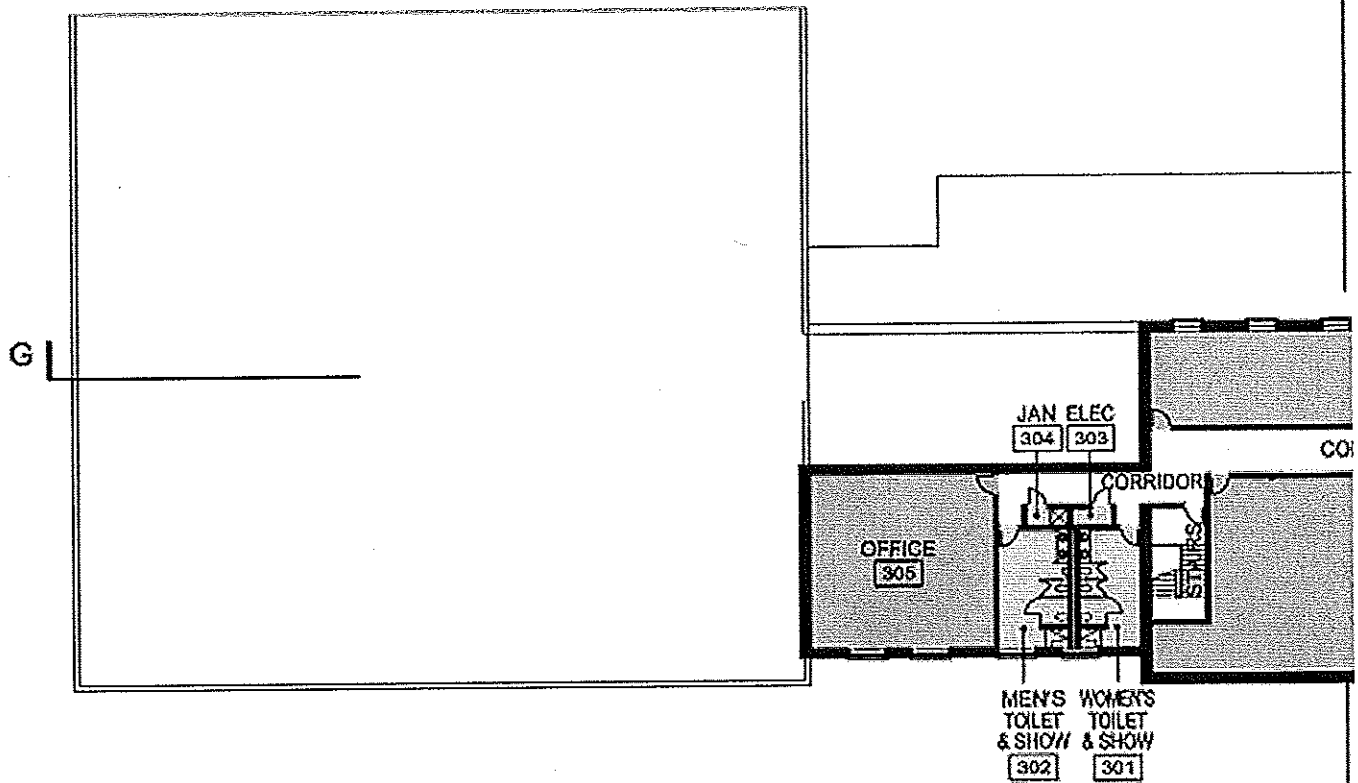


2ND FLOOR PLAN
 SCALE: N.T.S.












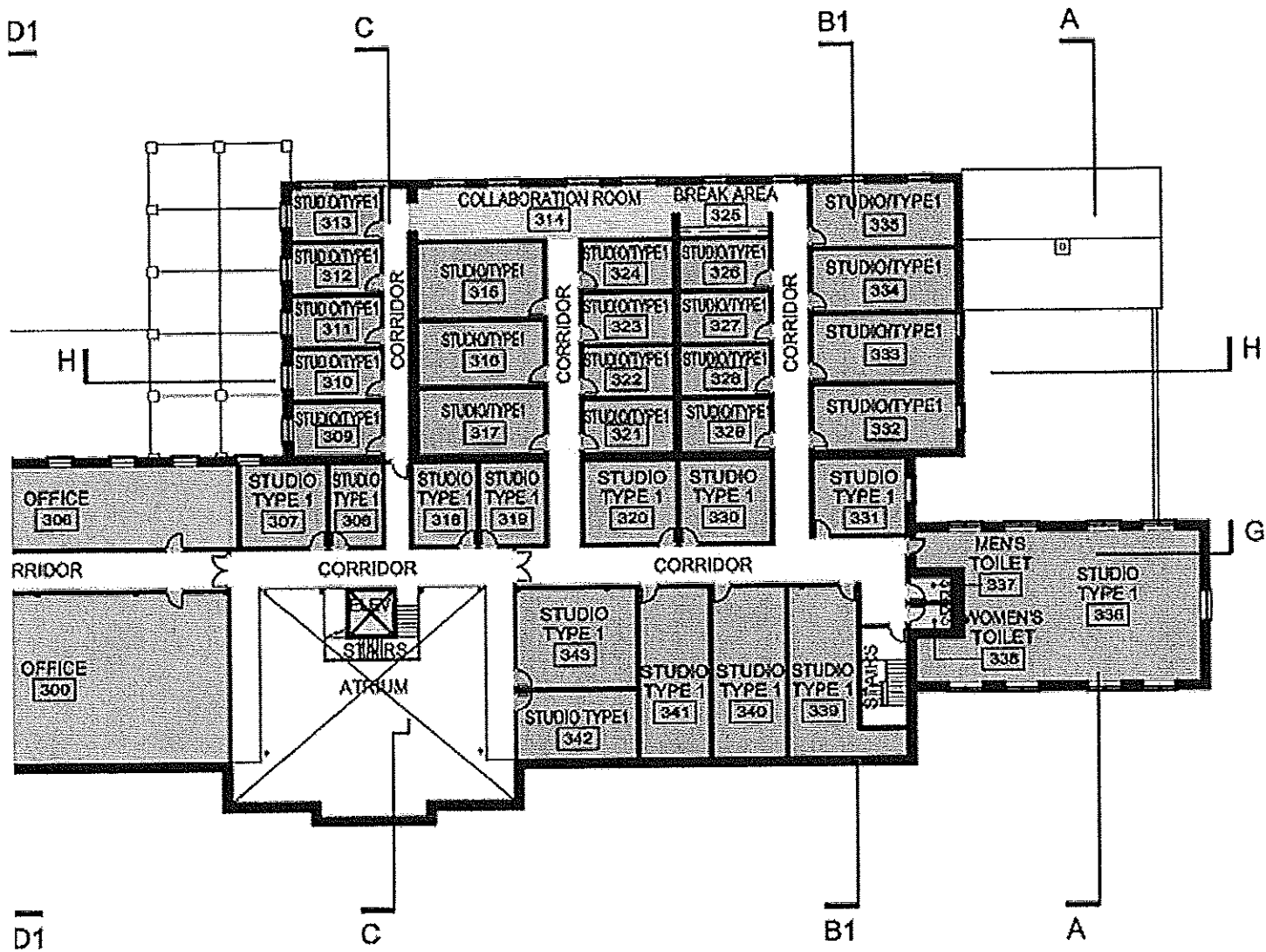
GARVER ARTS FACILITY
 COMMON WEALTH DEVELOPMENT, INC.
 HPZS - ARCHITECTS / ENGINEERS
 9/14/07

THIRD FLOOR PLAN



LEGEND

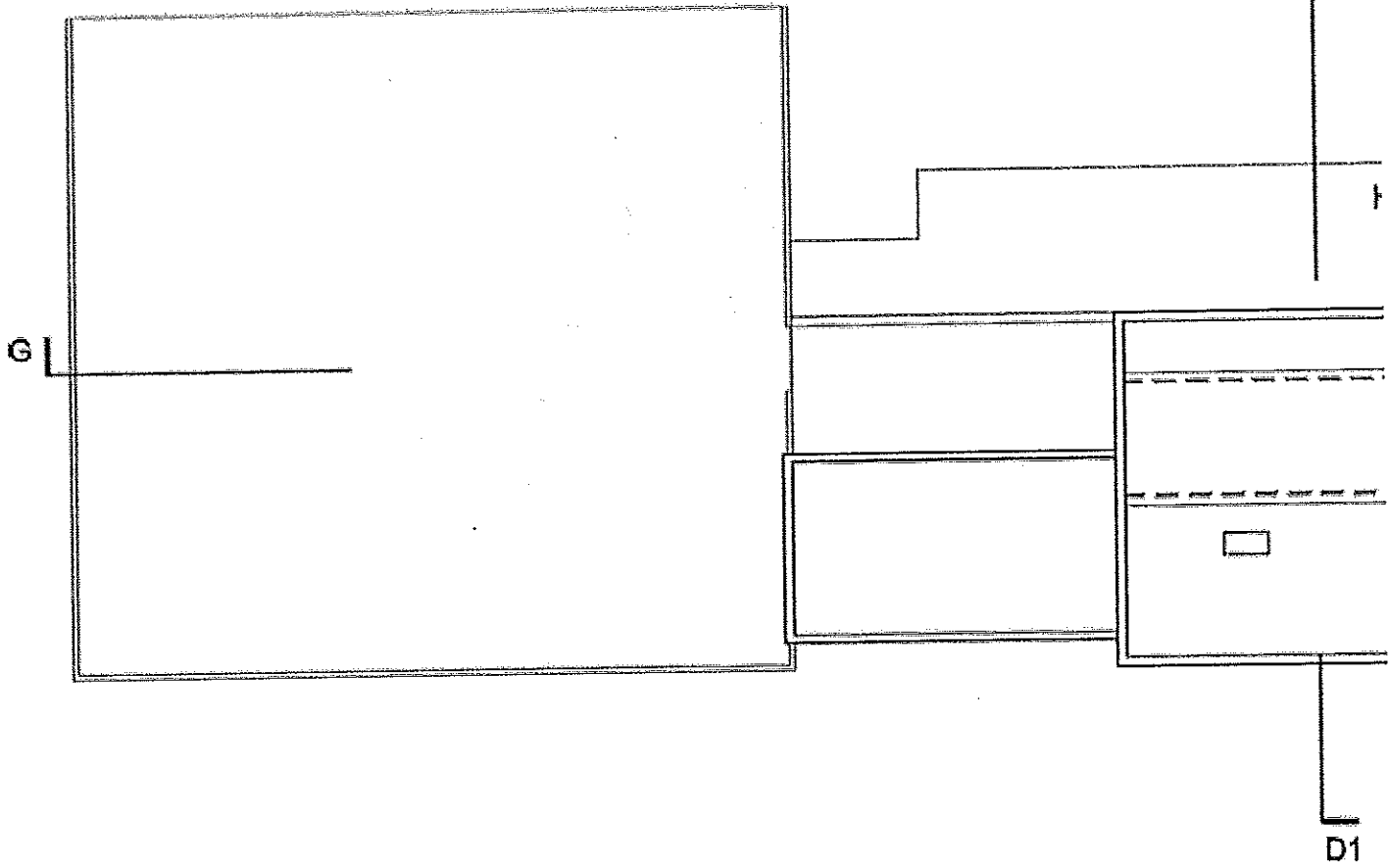
-  CIRCULATION
-  COMMON AREA
-  ASSEMBLY
-  MUSEUM
-  RETAIL
-  STUDIO
-  OFFICE
-  FACILITIES/UTILITIES
-  OLBRICH

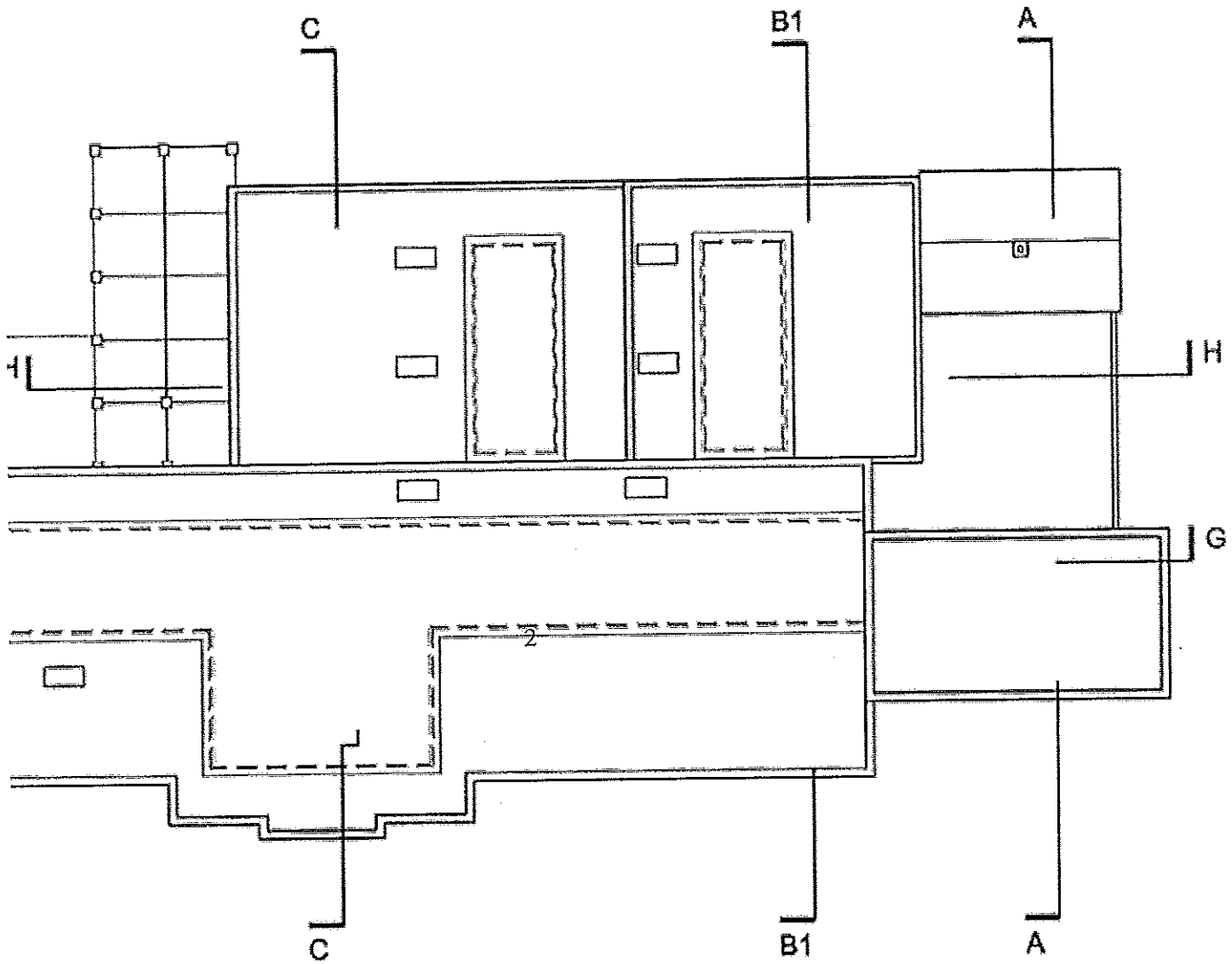


THIRD FLOOR PLAN
 SCALE: N.T.S. 

GARVER ARTS FACILITY
 COMMON WEALTH DEVELOPMENT, INC.
 HPZS - ARCHITECTS / ENGINEERS
 9/14/07

ROOF PLAN





ROOF PLAN
SCALE: N.T.S.



GARVER ARTS FACILITY
COMMON WEALTH DEVELOPMENT, INC.
HPZS - ARCHITECTS / ENGINEERS
9/14/07

PUBLIC USE

Common Wealth's Garver Arts Facility proposal for the Garver Feed Mill building is a community and economic development project that will become one of Madison's signature cultural attractions. It will be an important step in building a vibrant arts culture, a crucial factor in attracting and retaining an educated and creative workforce. The Garver Arts Facility will create the missing link in Madison's arts community by providing needed affordable studio space and fostering artist development. The facility will create a year-round tourist destination and spur economic development in the surrounding area. The Garver Arts Facility will bring visitors and dollars into Madison and the surrounding neighborhood spurring new business development and job creation.

Garver Arts Facility visitors will be able to observe artists at work in their studios, view a gallery show or enroll in an art class. Special events such as gallery talks, art demonstrations, open studio nights and artist-in-residence workshops will offer additional ways for the public to interact and learn from this vibrant artist community.

The Garver Arts Facility will be a public facility that will welcome all Madison area residents and visitors seeking a unique cultural, educational and recreational experience. The building design devotes significant space to public uses including: a 3-story atrium, indoor/outdoor café, gallery, gift shop, performance space, museum, workshop room, meeting room, entry plaza sculpture garden and roof garden. Interior common areas total 11,418 square feet and the roof garden is 7,700 square feet.

The three story atrium will be the dramatic and light filled heart of the facility, accessed from either the north or south entrances. Visitors approaching the north entrance will walk through an entry plaza and sculpture garden. The first floor visitor information desk will be located in the center of the atrium. Primary access to the 2nd and 3rd floors will be the elevator and central staircase around the elevator.

The café will have indoor seating capacity of 50-60 and outdoor covered seasonal seating of 25. The café menu will include: soups, salads, sandwiches, desserts and beverages including espresso drinks and will serve Olbrich Botanical Gardens and Garver Arts Facility visitors and facility tenants. Produce for the café will be supplied in part by an on-site Chef's Garden project detailed later in this proposal.

The gallery will feature primarily local artists with a focus on new and emerging artists, group shows and experimental work and will create opportunities for interaction between artists and the public.

The gift shop will sell original art and art related supplies and gifts. Garver Arts Facility artists may choose to form a cooperative that would operate the gift shop.

The performance/practice space is designed to accommodate a range of performance and movement uses from aerial dance to yoga classes to musical events. It can be used both as a practice and a public performance space.

The museum could celebrate the rich history the Garver Feed Mill building through displays of photographs and artifacts as well as showcase the Starkweather Creek water shed.

The workshop and meeting rooms will house a variety of educational programming both for Garver Arts Facility artists and the general public. The workshop room is designed to accommodate art classes. Both rooms will be available for rental.

The 2nd floor rooftop garden will showcase a range of rooftop garden plantings. It will be open during regular business hours to the public and will be available for special event rental.

The Garver Arts Facility will create and support a community of working artists. Studio amenities, services and pricing are based in large part on market research conducted in 2005. Common Wealth Development hired Next Generation Consulting (NGC) to conduct market research among Madison area artists to determine the viability of an arts incubator in Madison. NGC's research included focus groups and a web survey and a total of 109 artists from diverse mediums.

Taken together, the focus groups and web survey provided some unique insights into Madison area artists' preferences for an arts incubator. Key findings include:

- 1. There is demand for an arts incubator on Madison's east side.**
- 2. Artists crave connection.**
- 3. Artists need business coaching and technical assistance.**

The Garver Arts Facility will have 40 art studios totaling 21,611 square feet and ranging in size from 190 - 1,600 square feet. Additional studio space includes a 2,900 square foot 2-story performance/practice space with a 1,100 square foot observation balcony and a 1,008 square foot kiln room.

Seven of the art studios (Type 2) are designed to accommodate 3D art media that includes: blacksmithing/metalworking, glass blowing, glass working, woodworking/woodcarving, sculpture and ceramics. These are larger studios that are located on the 1st floor. A shared kiln room is located at the east end of the 1st floor and is designed to handle special ventilation requirements.

Thirty-three of the art studios (Type 1) are designed for 2D art media that includes: fiber, painting, drawing, writing, digital photography, digital media and printmaking. These studios are generally smaller and located on the 3rd floor and have either skylights or exterior windows.

All artists will have access to a collaboration room for joint projects and a break room located on the 3rd floor. A receiving dock on the first floor will accommodate freight deliveries for the building and a freight elevator will serve all three floors.

The Garver Arts Facility will support the success of artists by providing affordable, well designed studios, business assistance, shared equipment, gallery space, conference and workshop rooms. The Garver Arts Facility will incorporate the best practices of business incubation and tailor them to meet the needs of art businesses. The facility will offer artists a unique opportunity to promote and sell their work in an exciting public space.

The Garver Arts Facility will also include 18,585 square feet of market rate space located on the 2nd and 3rd floors. Rental income from these spaces will help subsidize the affordable art studio rents. Market rate space could be a combination of *Arbor Lofts at the Gardens*, a small environmental inn, and office businesses. (Please see letter of interest at the end of this section)

Arbor Lofts at the Gardens, proposed by John and Cathie Imes, who own and operate Arbor House, would occupy approximately 9,000 of the 2nd floor. Arbor Lofts would offer 16 guest suites and common areas that will showcase sustainable design and operation.

Office tenant businesses will support Garver Arts Facility artists in a variety of ways including: offering workshops in their areas of expertise, offering discounted services, hiring artists for design work or purchasing artist work for their offices. We anticipate that businesses such as web developers, consulting firms and advertising firms would be good fits for the Garver Arts Facility,

The Garver Arts Facility renovation of the Garver Feed Mill building will preserve to the greatest extent possible the look and architectural style of the existing building. The architectural design firm, HPZS, has extensive historic building renovation expertise and experience.

The Garver Arts Facility is dedicated to creating an inclusive and fully accessible space. This will be accomplished through ADA building design features as well as developing community partnerships. Artworking, an initiative designed to support artists with cognitive disabilities that wish to seek a vocation in the field of visual and creative arts, has expressed interest in locating all or part of their operation in the Garver Arts Facility. (See letter of support in Section K) Artworking would make a major contribution to the diversity of the facility by providing natural opportunities for professional artists, both with and without disabilities to form relationships and exchange ideas and perspectives. VSA arts of Wisconsin, Inc. has also expressed interest in leasing space to host their annual Call for Art exhibit and conduct educational workshops for Madison students with and without disabilities. (See letter of support in Section K)

The Garver Arts Facility will offer teen programming such as Project Create, a summer teen art project offered by Common Wealth Development. Project Create gives youth the opportunity to learn art techniques, meet local artists, discover their own talents, and work on a cooperative project. By being housed at the Garver Arts Facility, Project Create will be able to expand the program and give it greater visibility. Participants will experience being a part of a community of artists, have the opportunity to meet successful working artists, and contribute to a show in a high visibility gallery. Common Wealth's Youth Business Mentoring Program will also work to place students in jobs with studio artists and include the Garver Arts Facility in their career tours.

The Garver Arts Facility will work with groups such as Cycropia Aerial Dance, The Madison Contact Improv Jam, the Wisconsin Youth Company, dance companies and theater groups to provide practice and performance rental space.

Partnerships will be formed with neighborhood centers, the Madison School Metropolitan School District, MATC, UW-Madison and existing artist organizations to design programming to serve a wide variety of groups.

NEIGHBORHOOD

It is our goal that the Garver Arts Facility will be a community asset. The Garver Arts Facility is designed to minimize impact on the North Plat. To that end, proposed vehicular access from Fair Oaks Avenue follows the Kessenich's property line. The Garver Arts Facility will be a good neighbor and limit the number of special events.

ENVIRONMENTAL

The renovation of the Garver Feed Mill building is in itself a significant "recycling" project. The building, which has been deteriorating for many years, will be given new life as the Garver Arts Facility. The Garver Arts Facility will incorporate cost effective sustainable design and construction along with artistic features to create a beautiful, healthy and comfortable mixed-use building for its tenants and the community. The sustainable design approach to the Garver project is heavily based on the building reuse and the use of sustainable, recyclable products throughout. Common Wealth is committed to exploring a wide variety of green building options and pursuing funding for as many options as possible. We will also explore LEED certification for the project.

Storm water management will be addressed using a variety of systems with the goal of on-site water recycling that will put the water back into the aquifer after natural filtering and eliminate the use of storm sewers. The porous parking lot (which is a large French drain) will function as a retention pond as will the bio-swale. The parking lot is connected to a bio-swale to filter the hydro-carbon run-off from the parking lot. Overflow parking will be a seeded grass area.

We will also explore installing cisterns for rain water from the roof drains, which can then be used for irrigation. A 7,700 sq.ft. green roof will serve both as a roof garden space, provide insulation, reduce water run-off and help reduce the "urban heat island" effect.

We will explore installing a geothermal system for heating and cooling the building as well as solar panels to provide hot water and possible expansion of the array to include photo-voltaic solar panels which will supplement the electrical use and allow for excess power to be sold back to the power company.

The project incorporates generous amounts of day lighting into the interior zones by the use of roof monitors which are traditional building elements to light and ventilate interiors and is very "green." Day lighting from the monitors provides soft light and a very pleasant environment free from glare and intense sunlight and reduces the use of artificial lighting, which saves electrical and air conditioning energy. In addition, the monitors are equipped to naturally ventilate the building during temperate weather and recover the heat in the winter

We will work with the Habit for Humanity Restore to source recycled commercial building materials such as door, ceiling tiles and bathroom stall dividers. (Please see letter of support in Section K) We will develop and implement a green lease addendum for all tenants that will promote green business practices.

OLBRICH GARDENS COMPATIBILITY

Site design supports multi-modal access to the Garver Building. Visitors who arrive by car to either the Olbrich Botanical Gardens or the Garver Arts Facility will be able to access both facilities by taking the pedestrian access path or an electric cart tram that will have regular stops throughout the gardens and at the Garver Arts Facility. The Garver Arts Facility is located right off a popular bike path and both covered and uncovered bike racks will be installed for visitors and building occupants. Showers on the third floor will serve bikers who commute to the building.

The proposed parking plan is an effort to provide adequate but not excessive parking for the facility. Under sized parking could potentially negatively impact OBG visitors as well as spill out parking into the neighborhood. Since there is no exact City parking standard for this facility, the number of parking spaces is modeled after a business use building. The current parking plan includes: 5 spaces for the Olbrich staff at the Cottage, 7 spaces adjacent to the receiving dock on the east end of the building, 184 spaces in the main lot that includes 5 handicapped spaces and an overflow seeded grass parking area with capacity for up to 76 additional spaces. The Garver Arts Facility will work with Olbrich to share parking whenever possible for special events. We are committed to working with all stakeholders to arrive at a final parking plan.

Olbrich's required space needs are accommodated in the 14,633 square foot one-story structure located at the west end of the building and include: equipment storage area, bulb cooler, archival storage, office space and a men's and women's toilet. In addition, Olbrich will have access to both the workshop and meeting rooms when they are not in use.

We intend to explore a variety of collaborations with Olbrich including: landscape design, roof-top garden design and joint programming. We have had preliminary discussions with Roberta Sladky about developing a Chef's Garden that could create an educational and work experience program for disadvantaged teens. This program could be funded in part by sales of produce to the café.

We propose that the Garver building be owned by a single asset LLC with Common Wealth as the managing partner. This LLC would utilize historic and New Market Tax Credits. The City of Madison would sell the building to Common Wealth for a nominal amount and retain ownership of the land under the building that it would lease to Common Wealth for 99 years at a nominal amount.

ACCESS

Public motor vehicle traffic will access the Garver Structure only from a roadway off Fair Oaks Avenue that will hug the adjacent Kessenich's property line. Olbrich vehicular access could be separated from pedestrian and bike access to Garver by constructing a separate vehicle lane that will cross the bike path and railroad line to create a safer Sugar Avenue connection to Olbrich Botanical Gardens.

12 September 2007

Marianne Morton
Executive Director
Common Wealth Development
1501 Williamson Street
Madison, WI 53703

Dear Marianne:

It has been a pleasure meeting with you and the development team and exploring possibilities for the proposed redevelopment of the Garver Feed Mill. As you know, we were pleased to hear that our proposed "*Arbor Lofts at the Gardens*" landmark environmental inn concept is the preferred use for a portion of the 2nd floor space in your proposed redevelopment.

The following is an outline of basic business points and preliminary ideas that you can use for attachment or incorporation into your proposal:

1. **Company:** Arbor House, Ltd., an S-corporation.

2. **Business Summary:** Arbor House is an established niche company created in response to an unmet need in the lodging marketplace. First and foremost, Arbor House is an inn which provides an outstanding combination of amenities and services most sought after and appreciated by guests. Secondly, it has a competitive edge that addresses the fastest primary consumer trend in U.S. history. Environmental Consumerism reports "In the next century, we can expect radical restructuring of our buildings and gardens incorporating environmental technologies."

Arbor House (A Historic and Natural Place to Stay) showcases resource efficient design and construction, energy and water use, green infrastructure, and inn operations, while providing opportunities for recreation and learning more about urban ecology.

- As a niche company, *Arbor House* carves out a slice of the Madison hospitality market and provides service in a structural setting that reflects our strengths:

A savvy, experienced management team

- A clear vision of our core concept, its positioning, and experience exceeding guest expectations
- A unique point of difference in the Madison market and a rare point of difference in the world
- Technical expertise and demonstrated leadership on environmental technology, practices and design
- Marketing expertise to coordinate the guest experience and work with community stakeholders and local/national media

3. **Contact Information and Bio:** Cathie Imes, President/Founder and John Imes, Sec-retary/Co-Founder:

Arbor House, Ltd.
3402 Monroe Street
Madison, Wisconsin 53711
Website: www.arbor-house.com

Phone: (608) 280-0360 (days)
(608) 712-7898 (cell)
Fax: (608) 280-0361
Email: jimes@chorus.net

Cathie Imes, is the President/Founder of Arbor House, Ltd. Cathie has been innkeeper for Arbor House for over thirteen years and has an MBA and eight years marketing experience as an advertising executive. Cathie will manage marketing, promotion, communications, procurement, and employee training for the project.

John Imes, is Secretary and Co-founder of Arbor House, Ltd. John is Executive Director and spokesperson for the Wisconsin Environmental Initiative, a non-profit educational organization he co-founded, with program initiatives in sustainable tourism, green building, business and the environment and environmental policy. John also served as Environment Manager for Quad/Graphics for 11 years, and is a former executive with Hyatt Hotels. John will be the main contact for the project and will be available as needed for project implementation to ensure a quick occupancy and business start-up.

4. **Use:** Arbor Lofts at the Gardens will be a 14-16 room landmark environmental inn that provides the art of hospitality while showcasing eco-efficient design, technology and mindset, and show that sustainable tourism can be beautiful, comfortable and even elegant.

5. **Premises:** We anticipate needing approximately 9,000 square feet.

6. **Commencement:** We would like to move into the space by 2010

7. **Our plan for *Arbor Lofts at the Gardens*:**

- Invest up to \$600,000 for the build-out, fixtures, finishes and equipment to create a high quality landmark environmental inn using rigorous standards of sustainable design;
- Be financially successful with over \$700,000 in annual revenues expected by year five based upon 72% occupancy for 16 guest rooms;
- Pay market rents during the lease period and contribute to the long term viability of the project;
- Provide much needed high quality guest accommodations for visitors which are suitable for diverse income levels with room rates ranging from \$95 - \$250 per night.
- Provide public areas and some guest rooms which are fully accessible;
- Offer an expanded level of amenities and features with emphasis on regional offerings integrated with historical and cultural perspectives;
- Implement progressive traffic demand, employee diversity, procurement and public outreach programs;

- Educate by showcasing a living/working model of sustainable development and provide the public with valuable resources and information;
 - Provide an operating model of sustainable development within the context of historic preservation and the world class Olbrich Botanical Gardens.
8. **Space Requirement:** Tenant will require:
- 14-16 guest suites w/private bath plus balcony if available
 - 2 of the rooms accessible and ADA compliant
 - At least 2 of the rooms as two room suites or for extended stays
 - Laundry and storage areas
 - Common areas
 - Reception and office area
 - Exercise area and common sauna
 - Resource library and transition to attractive conservatory space or green roof
 - Common restroom for guests and staff
 - Outside seating area and bike storage
9. **Parking:** Provide one parking space per guest room for a total of 14-16 spaces, plus additional spaces for the innkeeper and staff.
10. **Quality & Compatibility of Design:** Arbor Lofts at the Gardens will showcase eco-efficient design, technology and mindset, and show that historic preservation and sustainable tourism go hand-in-hand...

A soothing, relaxing, peaceful atmosphere for guests....

Distinctive architectural features and interior design
 High quality tubs and bath fixtures
 Organic or natural unbleached cotton mattresses, linens, towels, robes and fabrics made by local suppliers
 Natural, non-toxic and biodegradable soaps, shampoos, bath products and cleaners
 Distinctive use of lighting, sustainably harvested woods, glass, tile and high quality furnishings and local artwork

A healthy indoor climate...

Use of non-toxic building products and finishes
 Abundant indoor plants and high efficiency air filtration
 Landscaping which emphasizes water features, native plants, green roofs, porous pavement, rain gardens, and/or ecologically productive herb gardens which avoid pesticide use, and are compatible with the surroundings

Arbor House means business....

Use of fax, wireless DSL, in-room flat-screen TV and hotel style phone system
 Urban retreat with on-site meeting space for strategic planning and other executive level meetings
 Café available on site and/or complete breakfast when guests want it
 Resource Center which includes books, periodicals, interactive software and activities for guests and visitors
 Bikes and canoes or kayaks

11. Environmental Stewardship and Sustainability: Arbor House will showcase a living/working model of sustainable development and provide the public with valuable environmental resources and historical information:

- Arbor House will provide the public an opportunity to better see, touch, and understand the use of environmentally preferable materials, products and methods within a building or renovation context.
- Arbor House will extend its environmental reach by informing others through published articles, local media, association recognition, and the Internet, as well as on-site with a Resource Center.
- Guests will be provided with an in-room resource guide that recommends ways to reduce environmental impacts during their stay.
- Arbor House will offer interpretive displays on the environmental and cultural aspects of the area to further public understanding of these significant resources.
- Arbor House will provide guided information tours to interested citizens, neighborhood groups, governmental leaders, environmental professionals, architects, builders, planners and others interested in sustainably oriented design and operation.
- The owners of Arbor House bring a national network and experience in sustainable development which can be used to help bring leaders for symposia, guest lectures and special events.
- Arbor House guests and staff will be encouraged to participate in urban ecology activities such as creek restoration, clean up and garden plantings. For example, Arbor House has paid staff for volunteer time to help restore a prairie and Oak Savannah near its Monroe Street operations.

In sum, Arbor Lofts at the Gardens will be a prototype of what can be achieved when ecology and economy work in tandem, pioneering a real estate, hospitality and business concept for the ultimate in sustainable tourism.

John Imes will negotiate on behalf of Arbor House, Ltd. and bind the company regarding the project. If you have any questions about the project, please contact John at (608) 280-0360 (days) or his cell phone at (608) 712-7898 or via email: jimes@chorus.net. We look forward to working with you to create an landmark environmental inn and model sustainable development at the Garver Feed Mill.

Very truly yours,

John R. Imes
Co-owner Arbor House, Ltd.

C. DEVELOPMENT TEAM INFORMATION

Garver Development Team Members

Developer – Common Wealth Development, Inc. (CWD)
Architect – Hasbrouck Peterson Zimoch Sirirattumrong (HPZS)
Contractor – Vogel Bros. Building Co.
Sustainable Development Consultant – 360GREEN
Legal Counsel – Foley and Lardner
CPA Firm – Suby Von Haden & Associates (SVA)

CONTACT INFORMATION

Marianne Morton 256-3527 ext. 12 marianne@cwd.org
Common Wealth Development Inc.
1501 Williamson St.
Madison, WI 53703

Peter J. Szotkowski 235-2523 pszotkowski@vogelbldg.com
Vogel Bros. Building Co.
2701 Packers Ave.
Madison, WI 53704

Glen E. Weyenberg, CPA 826-2005 weyenbergg@sva.com
Suby, Von Haden & Associates
1221 John Q. Hammons Dr.
Madison, WI 53717

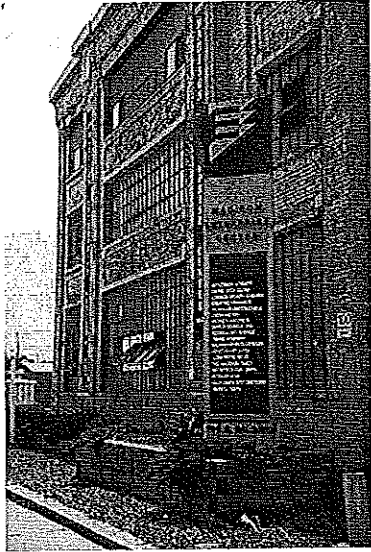
Joshua L. Arnold, JD., M.B.A. 503-756-0410 josh@360green.biz
360GREEN
317 N. Hillside Terrace
Madison, WI 53705
503-756-0410

Henry Zimoch 312-553-9600 ext. 116 hzimoch@hpzs.com
HPZS
104 S. Michigan Ave.
Suite 250
Chicago, IL 60603

Tim Radelet 257-5035 tradelet@foleylaw.com
Foley & Lardner
150 E. Gilman
Madison, WI 53703

COMMON WEALTH DEVELOPMENT

Common Wealth Development is a non-profit, 501c(3) community development corporation that has developed and managed numerous innovative economic, community and housing development projects during its 28-year history, primarily in the Williamson-Marquette neighborhood in Madison, Wisconsin. All of Common Wealth Development's projects have a track record of creative leveraging of private and public sector dollars and providing long-term benefits to community residents. We have successfully developed three incubator facilities as well as a 60-unit mixed income energy efficient housing development.



Common Wealth Development currently oversees an asset base of over \$12,000,000, which includes both housing and economic development entities and has a sterling track record of meeting all of its financial obligations in its 28 years of existence. Our 2006 operating budget was \$1.3 million and we have a staff of fourteen.

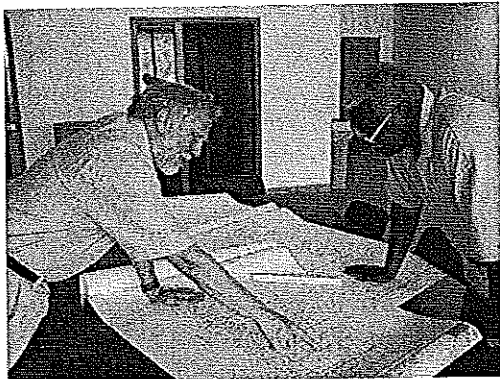
Common Wealth's core projects include owning and managing 104 units of affordable housing, managing an affordable home ownership program, running a youth pre-employment skills, job placement, mentoring program, and a teen financial literacy and savings program and managing two highly successful business incubators, the Madison Enterprise Center and Main Street Industries. Both facilities are financially self sufficient, fully occupied and have solid job creation records.

The Madison Enterprise Center (MEC), a light industrial incubator for start-up and expanding small businesses, opened its doors in 1987. The project was funded with \$500,000 in grants from the Mayor's Neighborhood Initiative, the Federal Office of Community Services, Community Development Block Grant, and HUD Neighborhood Demonstration Program. The 90-year-old facility was renovated floor by floor into light industrial spaces. The MEC is a partnership between Madison Gas and Electric (MG&E) which owns the building, and Common Wealth Development, which manages the incubator program. MG&E generously leases the facility to Common Wealth for a nominal amount. Seventy-eight businesses have passed through the MEC, spending an average of three years in this unique entrepreneurial environment. MEC businesses have enjoyed an impressive 75% survival rate and the majority of MEC "graduates" have remained in the Madison area. MEC businesses have created 300 new jobs during their stay in the incubator. In 2006, the 17 Madison Enterprise Center businesses generated over \$4.7 million dollars in sales, created 14 new jobs and employed a total of 50 people.

Main Street Industries (MSI), a second-stage incubator, opened in February of 1996. The \$2.2 million project turned an abandoned Greyhound Bus terminal into an attractive 50,000 square foot light industrial facility. The financing package included grants and loans from the following: City of Madison Community Development Block Grant, Associated Bank, Office of Community Services, U.S. Department of Health and Human Services, Madison Community Foundation, Capital Revolving Loan Fund, the Common Wealth Development Trust and the Eyjue Foundation. The project was initiated, in part, to provide suitable permanent space in the neighborhood for MEC



“graduating” businesses. Six MEC businesses relocated in the facility when it opened its doors. To date, MSI businesses have created 193 new jobs and 84% of those positions have been moderate-income jobs paying more than \$13.00 per hour in 2006. In addition, 103 low-to-moderate income individuals, 21 minorities, 52 female heads-of-households and 6 handicapped individuals have been hired by MSI businesses. Main Street Industries has served a total of 26 companies and currently houses 12 businesses. Six of the businesses are women-owned and two are minority-owned.



From 1999-2005, Common Wealth Development partnered with Genesis Development Corporation, one of the largest black operated community development corporations in Wisconsin.

A joint-agency team developed Genesis Enterprise Center (GEC), a 70,000 square foot mixed-use incubator facility located in an economically distressed south side neighborhood. Common Wealth Development provided consulting services at every stage of the \$3.5 million project including: researching and writing a feasibility study and business plan, identifying, negotiating and closing on a building site, managing facility

renovation including architect and general contractor selection and supervision, grant writing and reporting, putting together a financing package, developing and executing a marketing plan, recruiting and providing business support to tenants and managing all aspects of the day to day operations of the incubator.

HOUSING PROGRAMS:

Affordable Housing Program: The goal of Common Wealth Development’s Affordable Housing Program is to create home ownership opportunities for low and moderate-income individuals in the Madison community. In the last ten years Common Wealth has invested over \$1 million in a first-time home buyers program, offering home ownership opportunities to 20+ families in our neighborhood.

Lease-Purchase Program: The goal of the Lease-Purchase Program is to create home ownership opportunities for low and moderate-income individuals and maintain long term housing affordability through a shared appreciation model.

Affordable Rental Program: Common Wealth owns and manages over 100 units of affordable housing for low and moderate-income individuals and families. 17 of the units are handicapped accessible.

HOUSING DEVELOPMENT EXPERIENCE:

Ridgeside Cooperative 1979-1982

Acquisition-Rehab of 4 buildings at 839-843 Williamson Street into a nine unit limited equity cooperative. Co-developed with Madison Development Corporation (MDC) and the Madison Mutual Housing Association (MMHA).

Willard Knight Mansion 1983

Historic renovation of a six unit residential apartment building at 1410 Williamson Street. Co-developed with the MMHA.

Four Lakes Tavern Limited Partnership 1983

Acquisition-Rehab of the old Four Lakes Tavern into office space for a computer software company and 3 units of Section 8 Mod Rehab apartments.

Vaughn Commons 1986-1988

Acquisition-Rehab of 4 buildings at 1108-1120 Williamson Street into an eight units of housing for victims of domestic violence. One of the first Low Income Housing Tax Credit projects in Wisconsin. Secured Section 8 Mod Rehab rent subsidy.

Falconer Cooperative 1988-1990

New Construction project at 1001&1007 Williamson Street into an eight units of barrier free housing. Utilized Low Income Housing Tax Credits. Heartland Properties invested in the Falconer Coop. The Falconer Coop has been used as a successful model for urban infill development.

811 Williamson 1991

Acquisition-Rehab of a historic building into a mixed-use commercial and residential project.

412 South Dickinson Street 1992

Acquisition-Rehab of a 2-unit property for Lease-Purchase first time homebuyers program.

1507 Williamson Street 1993

Acquisition-Rehab of a distressed, fire damaged 2-unit property for Lease-Purchase program. First floor is a barrier free unit. Co-developed with Operation Fresh Start.

1335½ & 1337 Williamson 1994

Acquisition-Rehab of a two single family homes for Lease-Purchase first time homebuyers program.

1343 Williamson 1995

Acquisition-Rehab of a mixed use building into 3 units of housing and a commercial space.

11 building, 31 Unit acquisition 1996

Acquisition-Rehab of a 31-unit scattered site development from the MMHA. Part of a 60-unit bailout-preservation project to preserve affordable housing. Madison Development Corporation acquired the other 29 units of this development. 17 units are rental and 14 units are Lease-Purchase.

Rental Buildings

1410 Williamson
 1420 Williamson
 1306-08 Jenifer
 1344 Spaight

Lease-Purchase

303,305,309 & 414 South Dickinson
 1430 & 1432 Williamson
 609 South Baldwin

1406 Williamson 1999

Acquisition-Rehab of a mixed-use building into 2 units of housing and a commercial space.

732 & 1131 Jenifer Street 2000

Acquisition-Rehab of two 2-unit properties for Lease-Purchase program.

Yahara River View Apartments, 2003 (See detailed project description below)**802-808 Williamson Street, 2006**

Purchase of 6 condominiums as part of a public/private partnership between Common Wealth Development and Developer, Scott Lewis. This partnership created affordable homeownership opportunities for first time home-buyers through the City of Madison's Inclusionary Zoning Program.

YAHARA RIVER VIEW APARTMENTS

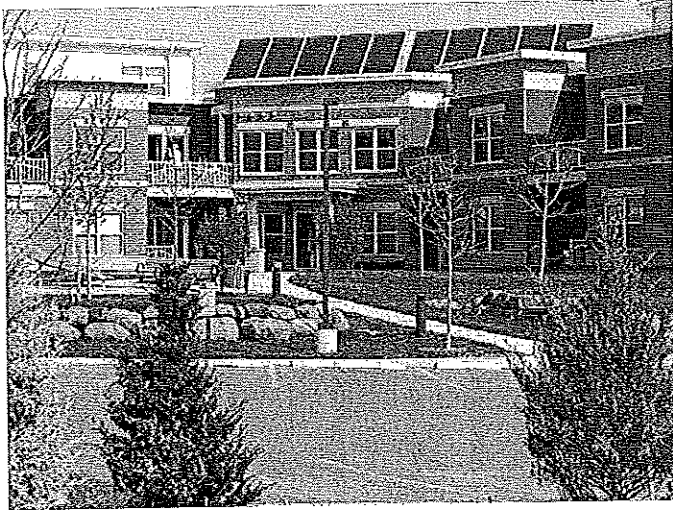
Yahara River View Apartments (YRVA) was developed in 2003 on a two acre former industrial site situated on the Yahara River on Madison's near east side. YRVA is a 60-unit apartment development with 51 (85%) income restricted units, 9 (15%) market-rate units and 12 (20%) of the units are barrier free. YRVA has maintained a 98% or better occupancy since opening.

Common Wealth partnered with Madison Gas & Electric and Focus on Energy to realize the goal of making YRVA affordable for residents by maximizing its energy efficiency. A 60 building study conducted by MG&E in 2006 ranked YRVA as the most energy efficient multi-unit building with average heat cost of \$12 per unit per month.



YRVA green building features include:

- R-50 Insulation
- Energy Star appliances
- High efficiency lighting
- Radiant floor heating
- Solar panels (solar thermal system) that supplements the high efficiency gas water heating system
- Super high (94%) efficiency “Munchkin” boilers that monitor the demand for heat and hot water and use the number of boilers and control firing rates as needed.



YRVA was a \$7,423,859 development project and Common Wealth worked with 9 partners to finance the development. Sources of funds included an equity investment for Low Income Housing Tax Credits, a conventional construction loan from DMB Community Bank, a first mortgage from WHEDA, federal HOME funds administered by the City of Madison CDBG office, a bridge loan from The Dane Fund, grants from the Madison Community Foundation, the Federal Home Loan Bank, Madison Gas & Electric and Wisconsin Focus on Energy.

Common Wealth Development received the 1997 Partners in Economic Development Award from the City of Madison and the Wisconsin Business Incubation Association recognized Marianne Morton as a Founder in the Incubation Industry in 2002. Common Wealth received the “Best Practice in Expanding Income Opportunities for Lower Income Individuals Award” from the City of Madison Community Development Block Grant program at their 30th Anniversary Celebration in 2005.

Common Wealth Development’s Economic Development Team has extensive economic development and project management experience. The team includes:

- Marianne Morton, Executive Director
- Sarah Hole, Incubator Facility Director & Arts Incubator Project Manager
- Paul Jasenski, Housing and Project Development
- Ted Parker, Financial Manager

Areas of expertise include:

- Business incubator development and management
- Feasibility and business plan development
- Grant writing
- Construction management

REFERENCES

Doug Thurlow
Wisconsin Department of Commerce – Community Based Economic Development Program
201 W. Washington Ave.
Madison, WI 53703
266-7942
dthurlow@commerce.state.wi

Hickory Hurie
City of Madison Community Development Block Grant Program
215 Martin Luther King Jr. Blvd
Madison, WI 53703
261-9240
hhurie@cityofmadison.com

Brad Schroeder
President & CEO
DMB Community Bank
P.O Box 419
DeForest, WI 53532
846-3711

Tony Larson, Senior Vice-President
First Business Bank of Madison
401 Charmony Drive
Madison, WI 53719
232-5913

Todd Geltmeyer, Vice-President
Capitol Bank
710 N. High Point Rd.
Madison, WI 53717
836-4302

Jim Bradley, President
Home Savings Bank
2 S. Carroll St.
Madison, WI 53703
282-6000

HASBROUCK PETERSON ZIMOCH SIRIRATTUMRONG

Firm Information

Hasbrouck Peterson Zimoch Sirirattumrong
104 South Michigan Avenue, Suite 250
Chicago, Illinois 60603

Telephone: 312.553.9600 Facsimile: 312.553.9650 Website: www.hpzs.com
Contact Person: Henry Zimoch, Ext. 116 E-Mail: hzimoch@hpzs.com

References

John Carlson	The Chicago Temple	312-236-5050
August Chidichimo	Chicago Housing Authority	312-913-7350
Richard Klarich	Museum of Science and Industry	773-947-6001

Experience/Qualifications

HPZS has prepared numerous Historic Structure Reports, and has been involved in a variety of adaptive reuse projects, and the feasibility studies that preceded many of them. Those projects have ranged from a feasibility study for the adaptive reuse of a school building in DeKalb, Illinois to the transformation of the Dearborn Street Train Station in Chicago, which now houses offices and shops. Other projects include the residential adaptive reuse of a number of industrial loft buildings in Chicago's Printers Row neighborhood; the feasibility study of the adaptive reuse of the Frank Lloyd Wright designed Yesteryear Inn in Kankakee, Illinois; The Sanctuary, the residential adaptive reuse of a religious complex in Chicago, Illinois; the feasibility study for an alternate use for St. Pauls United Church of Christ in Elgin, Illinois; the feasibility study of the adaptive reuse of a turn-of-the-century commercial building in Rockford, Illinois; and the adaptive reuse of train station buildings in Moline, Illinois and LaPorte, Indiana. We are also currently involved with the University of Illinois at Chicago in adaptively reusing over twenty-four buildings in Chicago's former Maxwell Street Market area.

HPZS is also experienced in working on various forms of commercial, educational and institutional facilities. Office facility experience includes work on both new and rehabilitated office buildings. HPZS's experience with educational buildings includes work on projects ranging from pre-school facilities through grade and secondary schools, to college and university buildings.

The following pages contain a few examples of related work undertaken by HPZS.

HPZS

HASBROUCK PETERSON ZIMOGH SIRIRATTUMRONG

Dearborn Station Chicago, Illinois

Owner:	Dearborn Street Associates 47 West Polk Street Chicago, Illinois Attn: Marvin Lazar
Partner-in-Charge:	Wilbert R. Hasbrouck, FAIA
Project Manager:	James M. Peterson, AIA
Project Cost:	\$5,700,000
Completion Date:	1986

The Dearborn Street Station was designed by Cyrus Eidlitz in 1883 and completed in 1886. It is a Chicago Landmark structure, listed on the National Register of Historic Places, and is the only surviving nineteenth-century railroad station in Chicago. Abandoned since 1976, the station occupied an important site in the redeveloping Printers' Row area, and was in serious danger of collapse when it was acquired by its present owners. The scope of this project involved restoration and adaptive reuse of the existing building and construction of an additional 60,000 sq. ft., designed to create a combined office retail building of 130,000 square feet.

An extensive study of the building's history and existing conditions was undertaken prior to development of an adaptive reuse design for the building. After review by the governing authorities for landmarks, complete construction documents were prepared, including those for the new addition, which is nearly equal in square footage to the surviving historic building.

HPZS design responsibilities included extensive exterior masonry and metal cleaning and repair, rehabilitation and restoration of significant spaces in the existing structure, and coordination of mechanical, plumbing, electrical, and fire protection systems for the entire project. Specific elements included were roofing, window replacement, clock restoration, and extensive millwork design such as entrances, windows, doors, and interior trim.

HPZS construction administration responsibilities were extended to cover both the existing building and the addition. Liaison with the Illinois Historic Preservation Agency was maintained to ensure certification under the Tax Act of 1981. The project received an Excellence in Historic Preservation Award from the Chicago Bar Association in 1988.

HPZS

HASBROUCK PETERSON ZIMOCH SIRIRATTUMRONG

Dana Thomas House Springfield, Illinois

Owner: Illinois Capital Development Board
Wm. G. Stratton Building
Springfield, Illinois
James Riemer, Project Manager
(217) 782-1523

Partner-In-Charge/Project Manager: Wilbert R. Hasbrouck, FAIA
Project Cost: \$4,000,000
Completion Date: Phase I: Winter 1984
Phase IIa: 1988; Phase IIb & IIc: 1990

The Dana Thomas House was designed by Frank Lloyd Wright and constructed in 1905 for Susan Lawrence Dana, a leading figure in Springfield society. In 1983, it was acquired by the State of Illinois. The house is one of the largest, most elaborate, and complete of Wright's houses. Although the house was occupied by the Thomas Publishing Company in the 1950's and 1960's, most of the original Wright furniture, art glass doors and windows, and lamps were preserved.

Phase I of the project was a three-part study for restoration and rehabilitation of the house and its adjacent coach house. The work completed by HPZS included an Historic Structures Report, a program for interpretation and use of the house, and the design of a Restoration Program for the restoration, preservation and maintenance of the house. The on-site coach house was adapted as a visitors' center, with an auditorium, bookshop, exhibit space, and restroom facilities. The three-part study addressed all aspects of the house and coach house in detail, including mechanical, electrical, and structural systems, furniture and decorative arts, and landscaping. HABS drawings, and a complete historical and architectural evaluation of the property were also included as part of the Study.

Phase II of the project was the Construction Documents Phase. This phase of work involved the testing of materials, selection of finishes, and the development of complete construction drawings and specifications for the execution of the Restoration Design. It also included bidding and negotiations, and observation during the construction period. Because of budget limitations, the State of Illinois divided Phase II into three different construction contracts. The first contract was completed in August of 1988 and involved the installation of the mechanical/ electrical systems, and security devices. The second portion of the work began in June of 1989, and the third started in November of 1989. These last two phases proceeded simultaneously, restoring the house to its original appearance as determined by the Architect's Phase I study. The project was completed in September of 1990. This project, which received wide recognition and architectural awards, also received an award from the State of Illinois Capital Development Board as its best managed project that year.

HENRY G. ZIMOGH, AIA
PRINCIPAL

EDUCATION: Bachelor of Architecture, 1975
Illinois Institute of Technology, Chicago, Illinois

REGISTRATION: Registered Architect - Illinois, 1979
NCARB, 1980

MEMBERSHIP: American Institute of Architects
The National Trust for Historic Preservation

Mr. Zimoch is a Principal Architect of Hasbrouck Peterson Zimoch Sirirattumrong. His experience includes all aspects of architectural practice, including client program assistance, building investigation, schematic design, preparation of working drawings and presentation drawings, project coordination, construction administration, and code analysis and research.

Since joining HPZS in early 1991, Mr. Zimoch has had primary responsibilities for document production and quality control for the firm as a whole. In addition to his firm-wide responsibilities, Mr. Zimoch also regularly serves as principal-in-charge, project manager or project architect on various projects. Mr. Zimoch's work has also included the analysis of historic significance and restoration of significant properties, as well as report preparation, planning, building investigation and project feasibility.

RECENT REPRESENTATIVE WORK

Chicago Housing Authority Senior Housing, Chicago, Illinois
The Burnham Center, Chicago, Illinois
Private Hyde Park Residence, Chicago, Illinois
The Barclay Condominiums, Chicago, Illinois
IIT HABS Recordation, Chicago, Illinois
Metamora Courthouse, Metamora, Illinois
St. Edmund Church, Oak Park, Illinois
Soldier Field, Chicago, Illinois
St. John Lutheran Church, Forest Park, Illinois
Washington Park Refectory, Chicago, Illinois
Adams Street Bridge, Chicago, Illinois
Ayes Building, Indianapolis, Indiana
John Christian House, South Lafayette, Indiana
Seneca Grain Elevator, Illinois-Michigan Canal State Park
1440 North Lake Shore Drive, Chicago, Illinois
Discalced Carmelite Friars, Chicago, Illinois
Edison Credit Union, Chicago, Illinois
Oran Residence, Chicago, Illinois
Gidwitz Residence, Chicago, Illinois

JOSEPH C. BARDUSK, AIA
SENIOR ASSOCIATE

EDUCATION: Bachelor of Architecture, 1972
University of Illinois, Chicago

REGISTRATION: Registered Architect- Illinois

AFFILIATIONS: American Institute of Architects
Adjunct Professor, University of Illinois, Chicago
PHD Program Advisor, Illinois Institute of Technology, Chicago
Member, Architectural Review Committee, Galena Territory Association
Board Member, Skybridge Condominium Association
Natural Area Guardians, Jo Daviess, County, Illinois
Natural Land Institute, Jo Daviess County, Illinois

Mr. Bardusk is a Senior Associate of Hasbrouck Peterson Zimoch Sirirattumrong. Current responsibilities include architectural design; building and material failure analysis; feasibility and planning studies; and project management.

Mr. Bardusk has provided Architectural, Interior Design and Environmental Services to private, corporate, governmental and institutional clients. Experience includes projects ranging from single-family residences, high-rise, multi-family residential buildings, commercial developments, shopping centers, office interiors, schools, religious buildings, and building restoration. Project experience has included work throughout the Chicago area, and the United States and Canada.

REPRESENTATIVE WORK

City Front Center Residential Development, Chicago, Illinois
Hyatt Regency Hotel, Denver Tech Center, Denver, Colorado
Hyatt Regency Resort Hotel, Megan's Bay, St. Thomas, US Virgin Islands
Consolidated Papers Headquarters, Wisconsin Rapids, Wisconsin
The Touraine Condominium, Philadelphia, Pennsylvania
Park City West Condominium, Philadelphia, Pennsylvania
L. M. Berry & Company, Brookfield, Wisconsin
Women's Center and Retreat, Pouch Cove, Newfoundland, Canada
Twin Tower Apartments, Chicago, Illinois
Elm Street Plaza Apartments, Chicago, Illinois
Mail Handling Facility, Warren, Michigan
First Korean Methodist Church, Wheeling, Illinois
Bloom Township High School, Chicago Heights, Illinois
Humana Health Services Offices, Chicago, Illinois
1112 S. Wabash Office Building, Chicago, Illinois
Chicago Public Schools MCR, Chicago, Illinois

SHEILA SCHAEFER
ARCHITECT

EDUCATION: Master of Architecture - Design, University of Illinois, Champaign/Urbana
Bachelor of Science in Architectural Studies, University of Illinois,
 Champaign-Urbana
Harrington Institute of Interior Design, Professional Degree
Continuing Education in Fine Arts – Ceramic Sculpture

Ms. Schaefer has been practicing architecture for 14 years. Since joining HPZS in 1994, Ms. Schaefer, who serves as the firm's Interior Design Professional, has had space planning and project management responsibilities on selected projects and has been a member of the project design, construction document and construction administration teams on numerous projects.

Ms. Schaefer has designed and supervised construction of building additions and remodeling projects. She also selects interior finishes for residential and commercial clients. She has produced and supervised construction documents for many interior remodeling projects, and projects involving new additions.

REPRESENTATIVE WORK

Vehe Farm Redevelopment, Deer Park, Illinois
Chicago Temple Building, Chicago, Illinois
Renchof/Zollo Residence, Chicago, Illinois
Montgomery Residence, Chicago, Illinois
Lincoln Park Pottery Studio, Chicago, Illinois
999 North Lake Shore Drive, Chicago, Illinois
NRCA Headquarters, Arlington Heights, Illinois
Schaefer/McMahon Residence, Highland Park, Illinois
Cohen Residence, Chicago, Illinois
Resurrection Lutheran Church, Chicago, Illinois
Al-Azhar Islamic Foundation Mosque, Barrington Hills, Illinois
Union League Club, Chicago, Illinois
St. Columban Theologate Residence, Chicago, Illinois
Redemptorist Ministry, Chicago, Illinois
Prairie Avenue Bookshop, Chicago, Illinois
Eaglemark Financial Services, Chicago, Illinois
Edison Credit Union, Chicago, Illinois
Lake Geneva Development, Lake Geneva, Wisconsin
Leaning Tower YMCA, Niles, Illinois
Chicago Public Schools, Chicago, Illinois

SALLY GUREGIAN
SENIOR ASSOCIATE

EDUCATION: Bachelor of Science, 1977
Master of Architecture, 1980
Concentration in Historic Preservation and Conservation
The University of Michigan, Ann Arbor, MI

REGISTRATION: Registered Architect, Illinois

MEMBERSHIP: The National Trust for Historic Preservation
Landmarks Preservation Council of Illinois

Since joining HPZS in 1988, Ms. Guregian has performed a wide variety of architectural tasks. She has developed architectural and historical research, written many of the construction specifications for HPZS projects, and is the primary source of information regarding fire, life safety, accessibility and building codes. In addition, she has prepared numerous inspection reports, feasibility studies, historic structures reports, and historic preservation documentation.

Ms. Guregian also serves as Project Manager on selective projects, performing tasks from programming and design through construction observation.

REPRESENTATIVE WORK

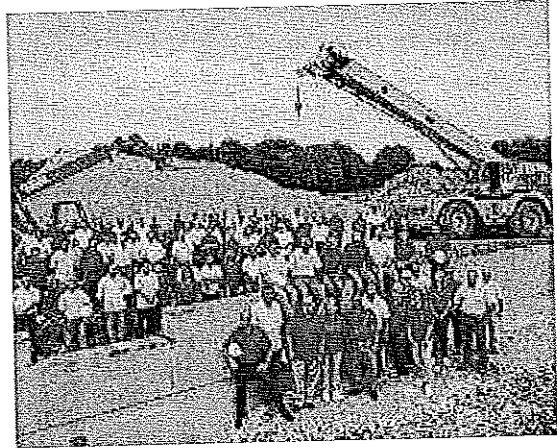
Joliet YMCA, Joliet, Illinois
Chicago Temple Building, Chicago, Illinois
Illinois Institute of Technology, Chicago, Illinois
Fort Massac State Park, Metropolis, Illinois
2004 Preservation Lecture Series for the Schaumburg Historical Commission
Northern Illinois University, DeKalb, Illinois
Vista Homes, Chicago, Illinois
Ewing Manor, Bloomington, Illinois
The Palmer House, Chicago, Illinois
US Coast Guard Atlantic Strike Team Facility, Fort Dix, New Jersey
Metamora Courthouse, Metamora, Illinois
Great Lakes Naval Training Center, Great Lakes, Illinois
Union League Club of Chicago, Chicago, Illinois
Chicago Public Schools (twelve separate buildings), Chicago, Illinois
Donohue Building, Chicago, Illinois
Garfield Park Administration Building, Chicago, Illinois
Museum of Science and Industry, Chicago, Illinois
Franklin Building, Chicago, Illinois
South Shore Villa, Chicago, Illinois
Northwestern University Athletic and Aquatic Center, Evanston, Illinois

Vogel Bros. Building Co.

Company Background

Our company's history has shaped the values that help us deliver your project and determine its success. Our philosophy is rooted in a tradition of pride in excellence, quality and service for over four generations.

We continue to grow and serve clients with the same principles and values held by George Vogel when he settled in Madison, Wisconsin in 1875 and started a wagon and cabinet making shop.



When wagons became obsolete, the small business evolved into home construction. Sons George Jr. and Henry joined their father in business and built some of Madison's landmark properties. The Vogel Family became known for their honesty, integrity, and quality workmanship.

Vogel Bros. Building Co. incorporated in 1928 and in 1980, we expanded our operations to Lakeland, Florida. We have become a multi-million dollar construction company, recognizing that quality products, reliability, teamwork and our relationships – are more important than rapid growth. As we keep pace with the rapidly changing construction industry, one thing remains the same – the Vogel philosophy, “we build with values, solutions and accountability.”

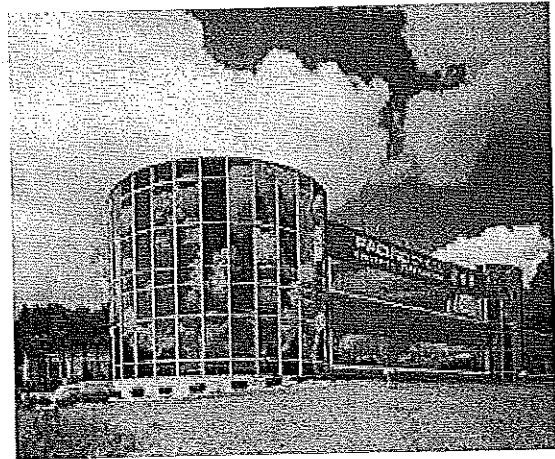
Community Service

Vogel Bros. believes in giving back to the community, actively supporting United Way, Habitat for Humanity, Atwood Community Center and numerous area charities and community events. For the last fifteen years, Vogel Bros. has partnered with Shopko and Madison Urban Ministry to provide Dane County area school children, at 135 area schools, with school supplies. The program, School Supplies for Kids, distributed over \$50,000 worth of supplies to nearly 12,000 children in 2007.

VOGEL
BROS. BUILDING CO.
*We build with values,
reliability and accountability*

Relevant Experience

Since Vogel Bros.' incorporation, we have constructed hundreds of projects including office buildings, laboratories, clinics, hospitals, research and development facilities, schools, apartments, condominiums, retail space, churches, wastewater plants, power plants, and other industrial facilities. Vogel Bros. has extensive experience in the construction and remodel of office space having constructed over 774,880 sq.ft. of office space and remodels.



Many projects are located in UW Research Park and include Mentor Biologics, UW Medical School, Tetronics, MG&E Innovation Centers I and II, Novagen, Affiliated Engineers, and Flad and Associates. Our experience also includes several remodels for the Olin Center, Park Bank, Legislative Audit Bureau, Wisconsin Counties Association, State Medical Society, and Pacific Cycle World Headquarters. Vogel Bros. has constructed all of the office buildings located on the WPS Campus in Monona. Our firm was a 2003 recipient of the Associated General Contractors of Wisconsin's "Build Wisconsin Award" for the construction and master planning of the new WPS Corporate Center.

Vogel Bros. has extensive experience relating to community redevelopment and historic restoration. The Oakwood Village, Atwood Community Center Development, and Luther Memorial Church project are excellent examples of Vogel Bros. commitment to the Owner's development process and dedication to preserving the historic fabric of the historic structures we help restore.

Oakwood Village Projects. Vogel Bros. has enjoyed a long-standing working relationship with Oakwood Village in Madison, Wisconsin, dating back to 1948. Our recent experience working with Oakwood has included the development of four major projects, totaling over \$42,000,000. We were involved in the successful completion of both Phase I and Phase II of Oakwood Village East Campus, completion of the Heritage Oaks project on the West Campus and presently construction Phase III on the Oakwood Village East Campus. The projects began in 1998 with the construction of 206 independent living homes, 20 assisted living facilities for memory care individuals, community center featuring a beauty/barber shop, library, activity rooms, wellness center and chapel. In October of 2006 we completed the Heritage Oaks project, a 347,835 sf addition and renovation project housing adding 124 units of independent living to the Oakwood Village West Campus. Vogel Bros. is

VOGEL
BROS. INC. A DIVISION OF VOGEL BROS. CORP.
*We build with values.
integrity and accountability*

currently constructing Oakwood Village East Campus Phase III which includes of the 33,700 sf Skilled Nursing facility to complement the services offered at the East Campus.

The relevance of the Oakwood Village projects is that these projects were all completed in a very collaborative effort of the marketing, sales, financial, design and construction team members. Construction budgets and schedules were established very early in the project development process. These budgets and schedules were used to set the market rates for the facilities and provided the basis for the marketing and sales efforts. The results were that the independent living units were 100% pre-sold prior to the beginning of construction, the project Guaranteed Maximum Price was not exceeded and the Unit Owners moved in on the dates established prior to beginning construction.

The Goodman Atwood Community Center project is another great example of the long-term relationship Vogel Bros has developed with our clients. Vogel Bros. association with Atwood Community center dates back over 50 years. The \$12,000,000 project currently under construction includes the renovation and restoration of the Kupfer Iron Works historic structure and the addition of a new gymnasium. The project also will incorporate many sustainable, "**Green**" features. Items under consideration are a green roof for the new gymnasium, a grey water system to capture and use rainwater, rain gardens to help control the storm water and a solar hot water system. The project also includes major restoration work for the historic Kufer Iron Works exterior masonry facades.

The Atwood Community Center project, like many of our community development projects, has a mix of funding sources including private donations, financial commitment from the City of Madison and Historic Tax credits and grants. Vogel Bros. has worked with the Atwood Community Center to secure these forms of financial support and adjust the procurement and delivery of the project to meet the grant, tax credit and City of Madison requirements.

Luther Memorial Church. Vogel Bros. has a 15 year relationship with the Luther Memorial Church, providing construction and historic renovation/restoration work to help modernize, and stabilize this historic downtown Madison landmark. Vogel Bros. is currently in the process of stabilizing several exterior masonry elements. The restoration and stabilization work requires expert knowledge of shoring, scaffolding and masonry restoration techniques. The work is very labor intensive and must be performed technically correct, but also done with the eye of an artist to be able to make the restoration work blend with the existing historic fabric. Vogel Bros. field supervisory staff and specialty subcontractors work closely with the historic restoration architect to ensure that the end result is economical and historically accurate.

Sustainable Building/LEED Experience

Our firm is committed to implementing green building practices wherever possible. We work with our clients to incorporate sustainable technology and techniques for the construction of healthy buildings, energy efficient mechanical systems and construction site and storm-water management concepts.

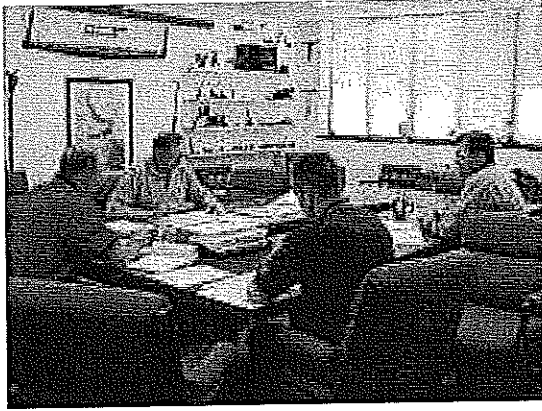
We offer experience in the construction of LEED Certified Buildings having constructed Affiliated Engineers in Madison, with a Silver Level of certification. AEI was the first LEED Certified Building in the State of Wisconsin.

In addition, we have completed a LEED certified building for the Wisconsin Energy Conservation Corporation (WECC), located in the UW Research Park. The project will obtain a Gold level of certification, and incorporates many leading edge sustainable components, such as on-site photovoltaic electrical generation, solar hot water and pervious concrete pavement. The construction recycling program, managed and implemented by Vogel Bros. recycled 95% of the construction waste diverting 230 of the 244 tons of waste to recycling.



Project Approach

We provide the majority of our services through a team approach. This approach helps to keep your project on schedule and on budget and brings together all required areas of expertise during the critical design phase of your project. Vogel Bros. utilizes a fourteen-step Management Plan to guide your project, assuring that your new building will fulfill your vision. Our project delivery expertise, planning capabilities, management plan and superior cost accounting program will make sure that your budget and schedule requirements are met. Our commitment to customer satisfaction, quality workmanship, and in-depth construction experience makes us an excellent choice for all your project planning and building needs.



Vogel Bros. will assign one of our Principals to your project, assuring you access to the highest level of management within our company. Our staff provides a depth of knowledge, experience and expertise in the construction of office buildings. Our seven Project Managers have a wide range of experience representing degrees in Construction Management, Architecture and Civil Engineering.

We employ 17 Project Superintendents and have selected the best possible team of individuals to staff your building project.

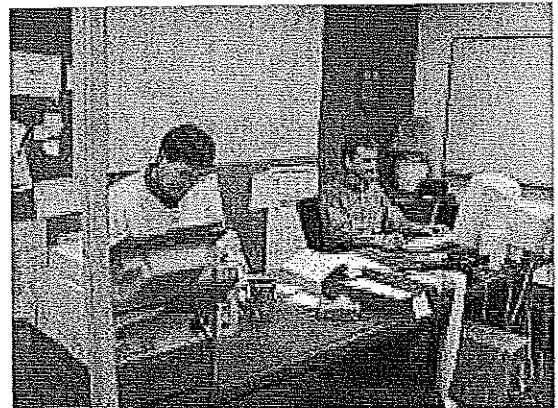
Services and Project Management

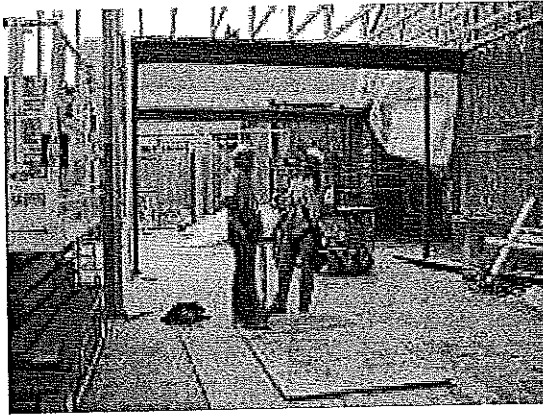
The majority of work performed by Vogel Bros. is on a negotiated or design-build basis, beginning at the conceptual planning stage of a project. Our experience enables us to assist you in meeting the goals and standards you have set for your project. We have established a strong working relationship with our architectural partners, vendors, and regulatory agencies, enabling us to make your building experience as smooth a process as possible.

Vogel Bros. Building Co. provides a complete range of project services from pre-planning to warranty management and maintenance:

Pre-construction Services

- Management Plan including development of project goals/mission
- Team integration and facilitation
- Development of project specific quality control/quality assurance
- Project scheduling
- Cost control during design
- Value management
- Constructability review
- Long/Lead items direct purchase
- Bid management
- Guaranteed Maximum Price
- Pre-construction planning





Construction Services

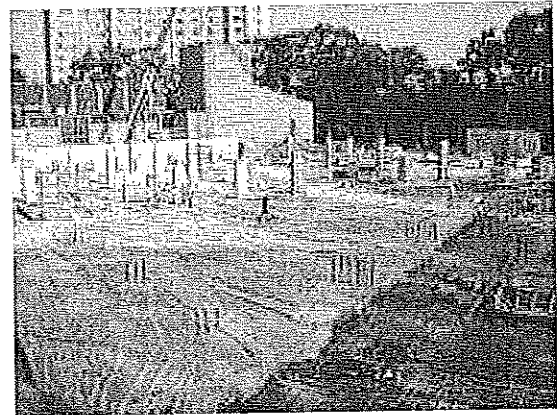
- Schedule development and management
- Monthly Project reports
- Cost Control Accounting
- Change Management
- Full-time project supervision
- Enhanced Safety Program
- Regulatory /validation review
- Commissioning process
- Project Closeout

Post-Construction Services

- Warranty Management
- Post Construction Interview with Owner
- Maintenance and small project follow-up

Site Development and Occupied Facilities

Vogel Bros. routinely works with our clients and their project teams in the development and master planning of their projects. Specific examples include working with the Oakwood Village team to develop master plans for both their East and West campus sites. Vogel Bros. was the 2003 winner of AGC's Build Wisconsin Award for the master planning of the entire WPS campus and construction of their corporate headquarters.



The majority of our experience in site planning and construction involves working in and around occupied facilities such as Oakwood Village West, WPS campus and numerous school and church projects.

VOGEL
BROS. CONSTRUCTION CO.

*We build with values,
solutions and accountability*

Residential

Oakwood Village West - Heritage Oaks
6205 Mineral Point Road
Madison, WI 53705

Owner

Oakwood Village
6201 Mineral Point Road
Madison, WI 53705

Architect

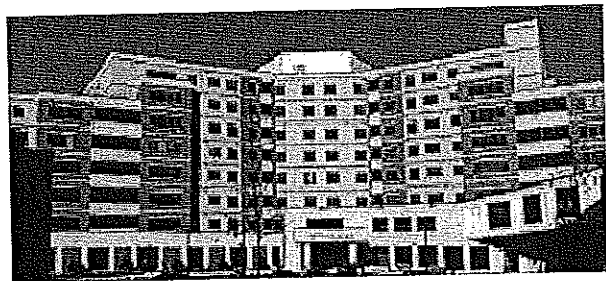
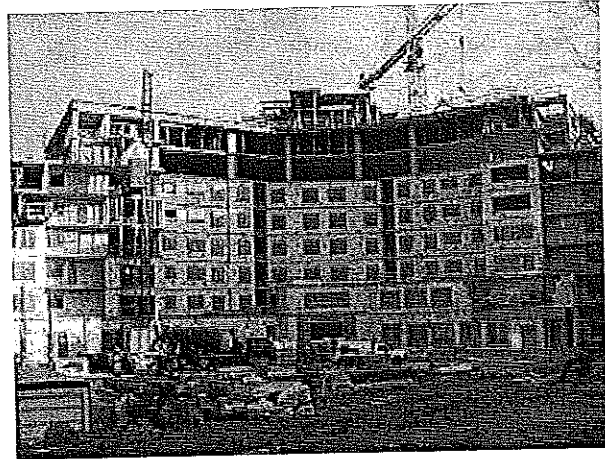
Angus Young Architects
555 S. River Street
Janesville, WI 53548

Type: Design Build
Size: 347,835 sq. ft.
Scheduled Completion: October, 2006

Features

Heritage Oaks is a new 10 story senior residential housing facility. The building connects to the rest of the campus with a new 7,880 s.f. four-story elevator addition to Tabor Oaks, a 1,480 s.f. single story connector to the Village Inn, and a 9,942 s.f. addition and skywalk to Hebron Hall.

Heritage Oaks includes two levels of heated, underground parking, along with 124 independent living units.



VOGEL
IRON, BUILDING CO.
*We build with values,
solutions and accountability*

Office

Wisconsin Energy Conservation Corporation
New Construction - LEED Certified Gold
431 Charmany Drive
Madison, WI 53719

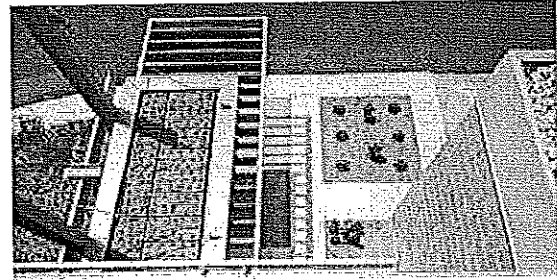
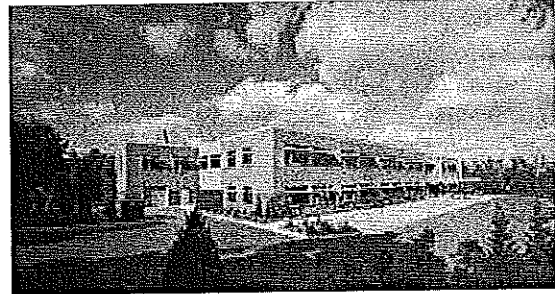
Owner

Wisconsin Energy Conservation Corporation
431 Charmany Drive
Madison, WI 53719

Architect

Eppstein Uhen Architects
222 West Washington Avenue, Suite 650
Madison, WI 53703

Type: Design Build
Size: 34,000 sq.ft.
Construction Cost: \$4,700,000
Completed: March, 2007



Features

- *Green Building - LEED Certified Gold*
- Minimal site disturbance
- Optimal daylight - 75% + workspace
- Water efficient landscaping and plumbing fixtures
- Energy efficient mechanical systems with commissioning for long-term system performance
- 95% of the construction waste was recycled
- 14% of the electrical energy produced on-site



VOGEL
BUILDING CORP.

*We build with values,
solutions and accountability*

Religious

**Luther Memorial Church - Apse
Transept, Columbarium Remodels**
1201 University Avenue
Madison, WI 53705

Owner

Luther Memorial Church
1021 University Avenue
Madison, WI 53705

Architect

Kubala Washatko Architects
W61N617 Mequon Avenue
Cedarburg, WI 53012

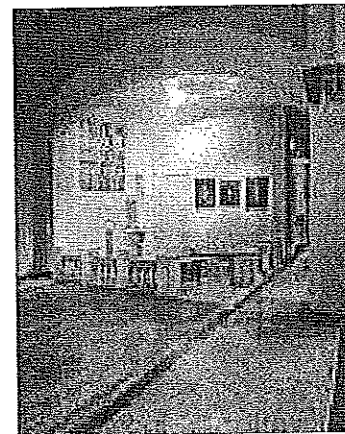
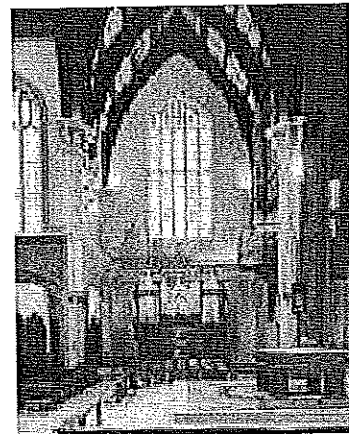
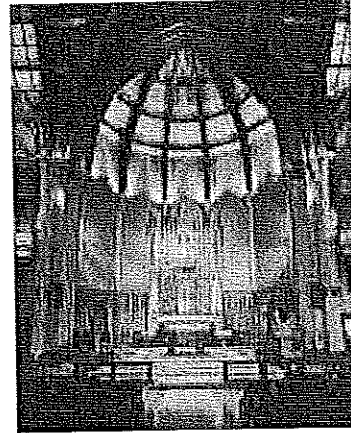
Type: Negotiated General Construction
Apse
Construction Cost: \$100,800
Completion: July, 2000 - 3 months

Transept, Columbarium
Size: 2,130 sq.ft.
Construction Cost: \$844,100
Completion: September, 1997 - 5 Months

Features

- Remodeling of ceiling, walls and floor finishes for apse and transepts in main sanctuary of the church, originally built in the 1920's.
- 80 foot ceilings featured ornamental plaster and involved marble and stone work for new columbarium.

Over the last ten years, Vogel Bros. has had the opportunity to serve the construction needs of Luther Memorial on five separate occasions. Additional projects include a 15,650 sq.ft. remodel of the lower level and a remodel of the narthex of the church.



VOGEL
BROS. BUILDING CO.
*We build with values,
solution and accountability*

References

- **Wisconsin Energy Conservation Corporation (WECC)**
Madison, Wisconsin
Office Building
Project Description: New Construction – LEED Certified
Contact: Ms. Janet Brandt
431 Charmany Drive, Madison, WI 53719
(608) 249-9322 x460

- **Oakwood Lutheran Homes Association, Inc.**
Madison, Wisconsin
Oakwood Village West and East Campus
Project Description: New Construction
Contact: Mr. John Noreika
6165 Mineral Point Road, Madison, WI 53705
(608) 230-4252

- **Wisconsin Physician's Service (WPS)**
Madison, Wisconsin
Campus Buildings
Project Description: New Construction/Remodel
Contact: Mr. William Bathke
1717 West Broadway, Madison, WI 53713
(608) 221-4711

- **University of Wisconsin Research Park Innovation Center**
Madison, Wisconsin
Research and Development Incubator Building
Project Description: New Construction
Contact: Mr. Greg Hyer
510 Charmany Drive, Madison, WI 53719
Madison, WI 53719
(608) 441-8020

360GREEN

Mission

360GREEN is dedicated to making the business case for sustainable development and business practices that result in the creation and rehabilitation of healthy places for people to live, work and play. Josh Arnold, principal, founded 360GREEN in 2007.

Josh Arnold has over 13 years of experience in sustainable development. Josh is on the board of directors of the Wisconsin Green Building Alliance and on the board of directors of Sustain Dane. Josh moved to Madison, Wisconsin with his family from Portland, Oregon. While in Portland, Josh worked for the City of Portland's Office of Sustainable Development—one of the nation's leading authorities in high performance green building practice.

Josh's professional training includes a Juris Doctorate (J.D.) from the Northwestern School of Law of Lewis & Clark College in Portland, Oregon with a concentration in Environmental and Natural Resources Law. Josh graduated from Portland State University in Portland, Oregon where he obtained his Master of Business Administration (M.B.A.) and from Tufts University in Boston, Massachusetts (B.A.) where he began his work in environmental science and sustainable development. Josh is an Accredited Professional of the U.S. Green Building Council's Leadership in Energy and Environmental Design (LEED) Green Building Rating System®.

Sustainable Development: High Performance Green Building Consulting

Mr. Arnold's experience includes providing energy efficiency and high performance green building consulting on commercial, residential and mixed-use buildings throughout the country. Josh has consulted on over 200 new construction and existing building projects with total construction budgets worth well over \$3 billion.

Mr. Arnold's experience includes:

- Identifying sources of financing,
- Addressing energy efficiency and sustainability in the pro forma,
- Providing design input in conceptual and schematic design phases,
- Providing third party review of design development drawings,
- Developing strategies to successfully manage and operate buildings.

Relevant Project Examples and References

The city of Madison has Josh Arnold's express permission to contact the three individuals listed regarding his involvement with the named projects below:

Atwood Community Center, Madison, Wisconsin

Website: <http://www.goodmancenter.org>

Adaptive reuse of former industrial facility to community center. Organized and facilitated eco-charrette for project team during a Wisconsin Green Building Alliance Sustainability and Energy Efficiency (SE2) conference in October 2006. Provided on-going energy efficiency, renewable energy and green building advice to Goodman Atwood Community Center.

Contact:

Becky Steinhoff, Executive Director

Goodman Atwood Community Center

2425 Atwood Avenue

Madison, WI 53704

Phone: 608-241-1574 x10

Email: becky@atwoodcc.org

Historic Gund Brewery, LaCrosse, Wisconsin

Website: <http://www.gormanusa.com/portfolio/gund2.htm>

An adaptive reuse of the former Gund Brewery by Gorman and Company into workforce housing for local area employer in LaCrosse. Provided technical resources including design review, energy efficiency and renewable energy consulting. Obtained financial resources through Focus on Energy to promote energy efficiency and high performance green building measures.

Contact:

Chris Laurent, Wisconsin Market President

Gorman & Company

1244 S. Park Street

Madison, Wisconsin 53715

Phone: 608-257-8778

Email: claurent@gormanusa.com

Ecotrust Building (Jean Vollum Natural Capital Center) Portland, Oregon

Website: <http://www.ecotrust.org/ncc/index.html>

Worked in the Ecotrust building while employed with the City of Portland's Office of Sustainable Development. Ecotrust is an adaptive reuse of a former warehouse into a vibrant community of environmental organizations, retail and food service. I have detailed information about the operations and management of this successful venture and ongoing relationships with the management and development team.

Contact:

Michael Armstrong, Operations Manager

City of Portland's Office of Sustainable Development

721 NW Ninth Avenue, Suite 350

Portland, Oregon 97209

Phone: 503-823-7222

Email: marmstrong@ci.portland.or.us

Additional relevant projects and organizations with which Mr. Arnold has a working knowledge and or working relationships:

Artspace, Minneapolis, Minnesota

A nonprofit developer of artist spaces around the country.

<http://www.artspaceusa.org/>

Schlitz Audubon Nature Center, Milwaukee, WI

Dorothy K. Vallier Environmental Learning Center received a LEED Gold certification from the U.S. Green Building Council.

<http://www.schlitzauduboncenter.com/>

Aldo Leopold Nature Center, Monona, WI

Monona Educational Facility showcases renewable energy systems, building techniques, and natural and recycled materials.

<http://www.naturenet.com/alnc/>

Urban Ecology Center, Milwaukee, WI

The Library of Sustainability is a multi-function library of sustainable materials and systems information housed at the Urban Ecology Center and the first comprehensive resource center of its type in Wisconsin!

<http://www.urbanecologycenter.org/>



ATTORNEYS AT LAW
VEREX PLAZA
150 EAST GILMAN STREET
MADISON, WI 53703-1481
POST OFFICE BOX 1497
MADISON, WI 53701-1497
608.257.5035 TEL
608.258.4258 FAX
www.foley.com

September 7, 2007

WRITER'S DIRECT LINE
608.258.4219
tradelet@foley.com EMAIL

CLIENT/MATTER NUMBER
999700-0409

Sarah Hole
Common Wealth Development, Inc.
1501 Williamson Street
Madison, Wisconsin 53703

Re: Garver Redevelopment Project

Dear Sarah:

Thank you for selecting Foley & Lardner LLP to be a part of Common Wealth Development, Inc.'s team working on the development and financing of the Garver Feed Mill property. You have asked for some information to include in Common Wealth's response to the Request for Proposals that was issued in connection with the project.

Accompanying this letter please find some information about Foley & Lardner LLP, with specific information about our real estate practice and the specific attorneys who may be working on this transaction. Our law firm was first organized over 160 years ago, and we have practiced law continuously since then as a firm. We are now among the twelve largest law firms in the United States, with offices located coast to coast and abroad.

Our law firm is managed by a Management Committee, consisting of twelve partners. The Management Committee is self-selecting, and each member serves a ten year term. The committee acts much like a board of directors for a corporation. It is responsible for the overall administration and operation of the law firm. The law firm has been administered through a Management Committee since the 1970s. We have found that this system provides continuity and consistency throughout all of our offices.

Our law firm has been involved in substantial real estate acquisition, development, redevelopment and financing projects for its entire history. Through our Madison and Milwaukee offices, we have been involved in many substantial real estate projects throughout Wisconsin.

In Madison, we are currently providing legal services to the Goodman/Atwood Community Center in connection with its rehabilitation of the historic Kupfer Ironworks building. That project is quite similar to the Garver property in many ways. In addition over the years we have been involved in other projects in Madison that are similar in various way to the Garver property, such as the Overture Center, Monona Terrace Convention Center, Genesis, Access

BOSTON
BRUSSELS
CHICAGO
DETROIT
JACKSONVILLE

LOS ANGELES
MADISON
MILWAUKEE
NEW YORK
ORLANDO

SACRAMENTO
SAN DIEGO
SAN DIEGO/DEL MAR
SAN FRANCISCO
SILICON VALLEY

TALLAHASSEE
TAMPA
TOKYO
WASHINGTON, D.C.

MADI_973196.1



FOLEY & LARDNER LLP

Sarah Hole
September 7, 2007
Page 2

Community Health Center, The Villager Mall, Madison Mark on King Street, the Hilton Hotel, Block 89 and The Fluno Center.

The following are references that we hereby give specific permission to be contacted:

Rebecca Steinhoff
Executive Director
Goodman/Atwood Community Center, Inc.
2425 Atwood Avenue
Madison, Wisconsin 53704
Telephone: (608) 241-1574, Ext. 10
Facsimile: (608) 241-1518
Email: becky@atwoodcc.org

Richard B. Arneson
Vice President
Stone House Development, Inc.
321 E. Main Street
Madison, Wisconsin 53703
Telephone: (608) 251-6000
Facsimile: (608) 251-6077
Email: rarnesen@stonehousedevelopment.com

George Austin
Overture Foundation
1 South Pinckney Street
Suite 816
Madison, Wisconsin 53703
Telephone: (608) 294-9000
Facsimile: (608) 294-9076
Email: gaustin@overturefoundation.com

Thank you for the opportunity to provide you with this information. We look forward to the opportunity to work with you on the Garver project.

Very truly yours,

Timothy J. Radelet



FOLEY
FOLEY & LARDNER LLP

AN OVERVIEW OF FOLEY & LARDNER LLP

Prepared for
Common Wealth Development, Inc.

September 2007

FOLEY
FOLEY & LARDNER LLP

©2007 Foley & Lardner LLP • Attorney Advertising • Prior results do not guarantee a similar outcome • 321 North Clark Street, Chicago, IL 60610 4764 • 312 822 4500



TABLE OF CONTENTS

FIRM OVERVIEW 1
MADISON 6
REAL ESTATE..... 10
TIMOTHY J. RADELET..... 12



FIRM OVERVIEW

Foley has built a reputation on being mindful of our clients' corporate strategies and goals, and leveraging the talents of our attorneys to provide client-focused teams to strategically address their business issues. We have emerged as a highly regarded provider of comprehensive legal services recognized for our integrity, insight, and innovative legal solutions.

With offices located throughout the United States, Brussels, and Tokyo, our attorneys have the ability and the technological resources to serve our clients anytime and anywhere the need arises — and do so in the most efficient and cost-effective manner.



Foley Offices:

Boston	Milwaukee	Silicon Valley
Brussels	New York	Tallahassee
Chicago	Orlando	Tampa
Detroit	Sacramento	Tokyo
Jacksonville	San Diego	Washington DC
Los Angeles	San Diego/Del Mar	
Madison	San Francisco	

Integrity for More Than 160 Years

Integrity and the highest ethical standards are at the heart of how we do business at Foley. We embrace excellence in every aspect — from serving our clients and selecting and nurturing our employees, to serving our communities.

Our clients know we are uncompromising in our efforts to protect their interests, and our attorneys consistently display the strongest personal integrity and exercise the highest

- Top five firm peer-review rated by *Marion's Hubbell*
- Top 25 go-to law firm for *Fortune 250* companies by *The National Law Journal* (2005)
- One of four firms named *BTI Market Trailblazer* (2005)
- *BTI Client Service A-Team Top 33* (2003 - 2007)
- Ranked among the *BTI "Power Elite"* (2005 - 2007)
- *BTI Top 50 Client Service A+ Star Team* (2002, 2003, and 2005)
- Fourteen attorneys named to the *American College of Trial Lawyers*
- Nationally ranked sports law practice by *Chambers USA* (2006)
- Recognized for excellence by *Chambers USA* regionally in 17 practice areas (2006)
- Ranked as #1 Underwriters Counsel in Health Care Finance Transactions by number of issues and by overall dollar volume (*Thomson Financial Research Services 2005*)
- Top 10 go-to firm for IP counsel for *Fortune 250* global corporations (*IP Law & Business 2003 - 2006*)
- Top 10 Law Practice for Intellectual Property (*Vault's 2006 Guide to the Top 100 Law Firms*)
- Top 100 Law Firm for Diversity (*Multicultural Law magazine 2005 and 2007*)
- Top 25 Law Firm for Disabled and Gay/Lesbian Attorneys (*Multicultural Law magazine 2006*)
- Top 200 ranking — and only law firm — on *InformationWeek 500* list for innovative, client-focused technology (2006)
- *CIO* magazine's CIO-100 (2001, 2002, and 2004 - 2007)
- *CIO* magazine's 2005 Enterprise Value Award
- The *BTI Country Group* (Foley, Miami)



FOLEY & LARDNER LLP



ethical standards in doing so. As a result, our people and our practices are often recognized for professional excellence — Foley received a top five peer-review rating from Martindale-Hubbell® and we were recognized in the areas of Corporate/Mergers & Acquisitions, Intellectual Property (IP), General Commercial Litigation, Real Estate, and Sports by *Chambers USA: America's Leading Business Lawyers* in 2006. In addition, many of our attorneys hold significant leadership positions, from state bar association presidents and American Bar Association (ABA) national committee chairs, to fellowships in prestigious professional associations.

We invest the same level of effort in creating a positive work environment for our employees. We foster diversity, professional development, and personal satisfaction — all of which are requisite for our continued growth and our ability to bring innovative solutions to our clients.

Finally, we are committed to being involved partners in the communities in which we live and work. Our commitment to community service grows out of a strong belief that we have an ethical responsibility as attorneys, and a moral obligation as human beings, to give back to our communities. Whether providing pro bono services to a legal aid society or dedicating time to a local charity, we approach community service with the same level of integrity and insightful, innovative thinking as we do our client service. To underscore the importance of community service, we recognize employees throughout the firm with the annual Lynford Lardner Community Service Award.

Insight to Meet Your Challenges and Goals

We strive to understand how each client's unique business operates — its specific challenges and opportunities — and deliver sophisticated legal insight that can help achieve its business goals.

Business Law

Our Business Law Department is organized and staffed to provide comprehensive legal advice and business counseling. From corporate legal services such as mergers and acquisitions, finance and securities, to tax and individual planning, real estate, and general commercial transactions and business counseling, our nearly 400 Business Law attorneys are highly skilled in addressing the most sophisticated and complicated business and legal issues confronting our clients. Our clients range from investment banks and *Fortune* 100 companies to entrepreneurs and emerging growth companies as well as the small- and middle-market companies in between. We are well-positioned to represent domestic and international companies all over the world and assist foreign companies with their U.S. legal and business needs.

Business Law Practices

- Commercial Transactions & Business Counseling
- Estates & Trusts
- Finance & Financial Institutions
- Private Equity & Venture Capital
- Real Estate
- Tax & Employee Benefits
- Transactional & Securities

FOLEY

FOLEY & LARDNER LLP



Litigation

At Foley, we understand the business side of the challenges and risks posed by potential and actual lawsuits, and have the skills and experience to win cases. Our trial attorneys represent corporations in nearly every industry and handle some of the largest and most complex commercial lawsuits and arbitrations for major domestic and international clients. Our litigators provide complete state and federal trial and appellate representation, arbitration, mediation, and alternative dispute resolution services (ADR). We also counsel and represent clients in administrative adjudications and in regulatory investigations and hearings. Our trial lawyers have proven experience with hundreds of cases tried to verdict or arbitration award in nearly every state in the United States. With approximately 400 practicing litigators, Foley has one of the largest and most comprehensive litigation departments in the country. Our litigators have a strong presence in all of the firm's offices to ensure that our clients have the most capable, experienced legal staff to help them reach prompt, efficient dispute settlements.

Litigation Practices

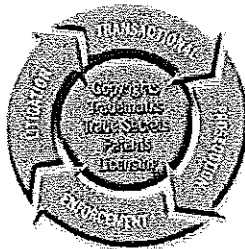
- Business Reorganizations
- General Commercial Litigation
- Labor & Employment
- Securities Litigation, Enforcement & Regulation
- White Collar Defense & Corporate Compliance

Intellectual Property

In surveys by *IP Law & Business*, Foley consistently ranks among the top 10 patent litigation defense firms in the United States¹, as the number one go-to firm for IP matters for the *Fortune* Global 100², and among the top go-to firms for IP counsel in the United States³. With more than 185 IP lawyers, we deliver an innovative life cycle of IP services to obtain, protect, and add value to our clients' IP. We secure high-quality patents, trademarks, and copyrights; provide product clearance opinions; conduct licensing programs; and handle the IP due diligence for corporate transactions. And when and if our clients must litigate to enforce or defend their IP rights, they can call upon our experienced IP trial lawyers who have handled hundreds of patent and IP litigation matters. Our IP trial lawyers are experienced at providing effective and efficient IP litigation tactics and

Intellectual Property Practices

- Biotechnology & Pharmaceutical
- Chemical & Pharmaceutical
- Electronics
- IP Litigation
- Mechanical & Electromechanical Technologies
- Trademark, Copyright & Advertising



¹ *IP Law & Business* (2002 - 2005)
² *IP Law & Business* "Global Guardians" Survey (2003)
³ *IP Law & Business* "Who Protects IP America" Survey (2003 - 2006)



management strategies that win cases and accomplish our clients' business objectives within agreed-upon budgets.

We also assist our clients in optimizing their information technology (IT) assets. Our team includes attorneys devoted to structuring IT and business process outsourcing relationships; enterprise software licensing, development, and implementation transactions; and counseling on data privacy and security issues.

Comprehensive, Tailored Solutions Specific to the Demands of Your Industry

At Foley, we know legal skill is only part of the equation. It is combining skill with business insight and real-world industry experience that truly brings value to our clients. Blending this hands-on industry experience with sophisticated legal skills has resulted in Foley's unique, integrated industry-focused approach. Our industry teams represent a range of service offerings, enabling us to take a comprehensive view of our clients' industries and bring together the right practitioners and competencies to address their needs.

Other Services

From comprehensive public affairs services to technology acquisition and implementation transaction resources, we are dedicated to helping our clients address every aspect of their legal and related business needs efficiently and effectively.

Industry Teams

- Automotive
- Emerging Technologies
- Energy
- Entertainment & Media
- Food
- Golf & Resort Services
- Health Care
- Insurance
- Life Sciences
- Nanotechnology
- Sports

Other Services

- Arbitrage Rebate Company
- KnowledgeGate™
- FOLEY:ClientSuite
- Litigation Support Services

Innovation to Enhance Client Service

In our legal practices, we are on the cutting edge of the technological changes transforming the global economy and our profession. We are exceedingly proud of our commitment to innovation and technology, which has earned the firm accolades from industry experts.

In 2006, Foley was the only law firm named to the *InformationWeek* 500 list for innovative client-focused technology, recognized for our ability to provide world-class collaboration tools and unique IT applications that allow our clients to better manage their legal departments. Also in 2006, Foley was one of four law firms named as BTI Market Trailblazers for national leadership in innovative client services. In 2005, the firm's Chief Information Officer was honored with the Legal IT Director of the Year Award from *Law Technology News*, specifically honoring the best



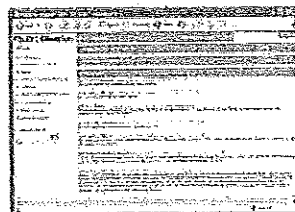
technology use in the legal profession. In 2001, 2002, and 2004 – 2007, *CIO* magazine recognized our firm as one of its CIO-100 — global companies demonstrating technological innovation in improving products, services, and relationships with clients. *CIO* magazine also honored our firm with its Enterprise Value Award in the management services industry category — we are the only law firm to ever have won this prestigious award. In October 2004, Foley was awarded a Legal IT Award for our cutting-edge litigation support technology. The Legal IT Award is given annually by *Legal IT* magazine, the leading legal IT publication in the United Kingdom, Europe, Australia, and New Zealand. As well, Foley was named to the BTI 2003 Tech-Savvy Team for providing “technological prowess” in serving our clients.

FOLEY:ClientSuite

Technology-based collaboration and information sharing has enabled our attorneys to work with clients in an anytime/anywhere environment, improving response times and the overall quality of attorney work product.

We provide clients with a dedicated FOLEY:ClientSuite extranet to track and manage matters and act as a repository for case files and other information.

FOLEY:ClientSuite represents the next generation in client collaboration. Built using industry leading technologies, FOLEY:ClientSuite allows our clients instant access to information on any legal matter they have with Foley through a secured extranet Web site and adapts in real-time to the types of cases they are viewing.



For More Information

To learn more about Foley, please visit us at Foley.com.



MADISON

In the course of its initial expansion in the mid-1970s, Foley & Lardner LLP sought to establish a presence in Wisconsin's capital. Today, with strong ties to state government, our firm is heavily involved with and connected to Wisconsin government and local affairs.

While our Madison office has developed strong practices in areas such as tax and individual planning, and regulatory law, our core practice areas remain litigation and business law. The office has also developed a well-regarded practice in intellectual property (IP) services and IP litigation.

We also provide clients with legal expertise and experience in specialized areas, including labor and employment, franchise, family law, telecommunications, private equity, environmental, and public affairs.

Madison is home to the U.S. District Court for the Western District of Wisconsin, a favored venue for patent and other intellectual property litigation. The speed of the court's docket and the fact that legal fees and related trial expenses are lower in Madison makes this federal district court a nationally preferred venue.

Business Law

Since the Madison office opening in 1976, business advice and ideas have been the mainstays of our service. Today, we provide comprehensive legal advice and counseling on the most sophisticated and complicated business issues. Supported by a solid network of colleagues internationally, our Business Law attorneys understand, interpret, and deal with the industry trends that concern our clients. And with a history of practical experience assisting clients in such industries as manufacturing, energy, and financial services, we serve clients from start-up through venture capital financing to an initial public offering or sale of the business.

Family Law

Our nationally recognized Family Law attorneys understand the complicated legal issues involved in family relationships, in both personal and business settings. We counsel clients in all major areas of family law, including resolving divorce and matrimonial disputes, settling child custody issues, managing business-related issues, assisting with estate planning needs, and overseeing real estate transactions.



Intellectual Property

The Madison office has its own integrated, multidisciplinary Intellectual Property Department in life sciences, electronics, and other fields. The result is comprehensive IP solutions for your business. Our attorneys have the knowledge and experience, in biotechnology; in preparing patent and trademark applications; in negotiating domestic and international licenses and other transfers of technology and trademarks; and in conducting litigation related to patents, trademarks, and copyrights. We represent a range of clients from small start-up companies to large international and multinational corporations.

Labor & Employment

The Madison office has lawyers with substantial expertise in traditional labor law (e.g., U.S. National Labor Relations Board (NLRB), arbitrations, union organizing), employment law, employment law litigation, immigration law, and related areas like employee trade secrets and noncompete issues. They know and understand the business issues related to human resource and employee relations problems, and they are very effective litigators when that service is needed. These lawyers also have real expertise in training, counseling, and prevention approaches.

Litigation

Our Litigation attorneys know how and when to litigate. They also understand that clients prefer to avoid litigation when possible but, when that is not possible, we have the skill, experience, and tenacity to win in court or arbitration. We focus on understanding that litigation is a problem requiring a solution, one of which may be court. Many of our litigators have substantial experience in both trial-level and appellate litigation. We also have a group of Litigation attorneys who make up our Appellate Practice, specializing in appellate advocacy and counseling.

While our Madison Litigation attorneys represent clients in civil matters of all magnitude and subject matter, our Litigation team is uniquely qualified to oversee large, complex cases in areas such as intellectual property litigation (e.g., trademarks, infringement, trade secret, and noncompete claims), accountant liability, antitrust, securities, construction disputes and arbitration, product liability, labor and employment law, class actions, tax and probate matters, family law, bankruptcy, real estate, and commercial contracts.



Private Equity & Venture Capital

As experienced deal makers, we know how to structure a creative and appropriate deal for both investors and emerging companies. The Madison office has decades of experience in representing entrepreneurs, start-ups, and professional investors.

We are known nationally as a new-business resource, having worked hand-in-hand with a large group of young companies to provide the counseling needed to deal successfully with the legal and professional issues inherent in a business start up.

Public Affairs

Our Public Affairs Practice provides a full spectrum of services, from key issue research and policy creation to managing all aspects of public interaction. Practice members bring clients decades of experience in the trenches of public affairs and a capacity to manage the most complex and sensitive public matters. Chief members of the group, including the director and lobbyists, are based in our Madison office.

Real Estate

Representing clients throughout the United States and abroad, our Real Estate Practice successfully guides projects through the development process from acquisition and land use planning to financing, construction, management, and leasing and disposition of existing properties. Our Madison attorneys' experience encompasses every aspect of real estate from the structuring and implementation of complex acquisitions, developments, and financings to advice to individual commercial and residential property owners.

Regulatory

Telecommunications

The telecommunications industry continues to change. Our Madison attorneys have been involved in these changes — routinely working with clients on the negotiation and drafting of contracts and providing operational and supervisory counsel, strategic planning, and development guidance that supports their business goals.

Environmental

Our Environmental lawyers offer creative, cost-effective solutions specific to our clients' needs. They provide a full range of environmental services, including litigation, transactional due diligence, consulting, and compliance services.



Energy

The Madison office participates in the firm's broad, diversified Energy Industry Team, delivering comprehensive solutions and the leading-edge tools required to serve regulated and unregulated industry participants. Among our accomplishments, Foley has undertaken nearly 30 energy company public financings involving debentures, mortgage bonds, preferred stock and common stock, and has been involved in several mergers of publicly traded participants.

Tax & Employee Benefits

Since 1976, the Madison office has helped businesses and nonprofit organizations, families, and individuals succeed and prosper through knowledgeable and tax-advantageous counseling, transactions, and planning. Our attorneys are skilled in tax law, executive and corporate compensation and benefits planning, estate planning and trust administration, and resolution of valuation and other disputes with state and federal tax authorities.

Our Tax attorneys also are experienced litigators with extensive expertise in insurance, estates and trusts, valuation methodologies, exempt organizations, family law, employee benefits, executive compensation, accounting, corporate compliance, and white collar crime.

Leadership Beyond the Law

Our leadership extends to the community as well. Foley attorneys and staff are deeply committed philanthropists, consistently devoting their time, efforts, and finances.

The Madison office stands proudly as the originator of the Foley Fund. We are the first local organization to establish such a "passthrough fund." The Foley Fund offers an alternative method for the firm and individuals to make donations to local charities. Recognizing and supporting the need to give back to the community, the Madison office encourages individual volunteer involvement and financial contributions to nonprofit organizations.

National Service and Local Accountability

With national service capability and a strong commitment to client diversity, our Madison attorneys focus on individual needs, anticipating business challenges, offering guidance, and dispensing aggressive and responsive solutions. And we must be doing it right, since *Corporate Report Wisconsin* magazine's Best of Wisconsin Business Awards named Foley the state's Best Law Firm for the last three years (2005 - 2007). We welcome the opportunity to put our philosophy to work for you.



REAL ESTATE

When Foley & Lardner LLP entered the real estate business in 1842, this country's landscape scarcely resembled our booming, expansive nation of today. As communities have formed and spread from coast to coast, Foley has been helping businesses and entrepreneurs alike find and develop property to support our nation's continued growth and prosperity.

Today, Foley remains an innovative leader in the ever-changing and always challenging real estate market. Whether buying, developing, and selling real estate is your primary business, or you encounter transactions from time to time that require in-depth knowledge of the real estate market, having an experienced partner who can navigate the complexities of real estate deals is vital to your success — and sometimes, to your survival.

With offices located strategically across the United States, Foley provides a broad range of experience in the representation of both institutional and entrepreneurial clients for their real estate and real estate finance legal needs. We provide legal services to a range of clients that spans the country and the industry, including:

- Corporate Services
- Commercial Development
- Residential, Condominium, and Resort
- Retail, Sports, Entertainment, and Mixed-Use Development
- Syndicated and Securities-Related Transactions
- Health Care and Senior Living
- Financial Institutions
- Land Use and Entitlements

In addition, we are especially well-known for our comprehensive approach to serving the golf, resort, and hospitality industry through our Golf & Resort Industry Team, for our great leadership role in the tenant-in-common (TIC) market, and for the assistance we provide in the complex area of Brownfield development. As part of a truly full-service firm, our Real Estate Practice has a wealth of experience at its fingertips — attorneys who represent clients on a wide variety of legal matters, including Tax, Creditors' Rights, Securities, Environmental, Construction, and Litigation. Our unique insight and broad experience combine to give our clients a proactive partner who can strategize the big picture as well as handle the fine print, just as we have been doing for over 165 years.



Whatever Your Real Estate Needs, We Support Your Continued Prosperity

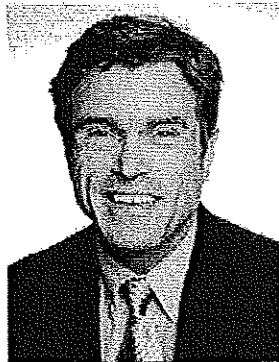
Real estate is precarious by nature. With Foley, whether real estate is a one-time transaction or the core of their business, our clients rely on the comprehensive, innovative, and insightful counsel provided by our skilled, knowledgeable Real Estate attorneys. Decade after decade, Foley has grown and changed with the landscape of this nation and the companies — small and large — that continue to build and nurture its prosperity.

For More Information

For more information on Foley's Real Estate Practice and its capabilities, contact your Foley attorney or visit us online at Foley.com/realestate.



TIMOTHY J. RADELET



PARTNER

TRADELET@FOLEY.COM

150 EAST GILMAN STREET
MADISON, WI 53703
608.258.4219

Law Offices of
Martindale-Hubbell
Peer Review Rated
For Ethical Standards and Legal Ability

Timothy J. Radelet is a partner with Foley & Lardner LLP and a member of the firm's Real Estate and Transactional & Securities Practices. He represents and counsels clients in the general areas of business and real estate (with emphasis in multifamily housing development), government financing programs, commercial securities, and related issues of partnership and corporate law.

Prior to joining Foley & Lardner LLP in 1984, Mr. Radelet served as staff counsel and then general counsel with the Wisconsin Housing and Economic Development Authority and its predecessor, the Wisconsin Housing Finance Authority. He is licensed to practice law in both Wisconsin and Illinois.

Mr. Radelet is a member of the American, Wisconsin, Illinois, and Dane County Bar Associations and serves as state membership chair of the American Bar Association Forum on Affordable Housing and Community Development Law.

Mr. Radelet received his J.D. from the University of Wisconsin - Madison in 1980. He graduated with a B.L.A. from Michigan State University in 1975.

 **FOLEY**
FOLEY & LARDNER LLP

SUBY VON HADEN & ASSOCIATES

Suby, Von Haden & Associates, S.C., Certified Public Accountants, will assist Common Wealth Development in structuring the development to utilize historic rehabilitation and new markets tax credits. SVA also will provide information needed to evaluate the financial feasibility of redeveloping the Garver Feed Mill. Suby, Von Haden & Associates, a Madison firm founded in 1974, is a service corporation with 39 principals, including four who exclusively work in the real estate industry. Two of those principals, Glen Weyenberg, CPA, and Mike Kendhammer, CPA, will represent SVA. Both Glen and Mike have extensive experience working with historic rehabilitation and new markets tax credits, which will help finance this development. Please see the following profiles.

Glen E. Weyenberg, CPA

"Understanding the complexities of tax laws as they affect businesses and real estate is the key to properly structuring your transaction. You need to examine all the fundamental and critical issues affecting your development."

Experience

Glen is a Principal and a member of the firm's Real Estate Consulting Group. He consults with developers and property managers who develop, manage, and own a variety of real estate properties to help them manage their operations more effectively. Glen also advises on tenant compliance issues, develops forecasting models used to assist with properly structuring a development, and manages many financial and compliance audits. He works with clients with reporting requirements to state and federal government agencies, including the Wisconsin Housing and Economic Development Authority (WHEDA) and the United States Department of Housing and Urban Development (HUD). Glen is responsible for developing forecasting models for real estate properties. He works on projections that show the anticipated effects of a real estate proposed structure and rates of return on investments.

Education

Glen graduated from the University of Wisconsin – Oshkosh in 1986 and has achieved his Certified Public Accountant certification. Glen is Yellow Book qualified to prepare audits of entities that have received federal subsidies. He is also a designated Housing Credit Certification Professional (HCCP) as a result of successfully completing the accreditation exam sponsored by the National Association of Home Builders (NAHB) and the National Affordable Housing Management Association (NAHMA).

Professional Affiliations

Glen is a member of the Wisconsin Institute of Certified Public Accountants, the American Institute of Certified Public Accountants, and various real estate related organizations.

Michael R. Kendhammer, CPA

"Assisting a developer in a real estate transaction involves much more than just examining the tax aspects of the proposed project. The most important factor in any real estate transaction is that it must be economically feasible for all parties involved. The developer, investor, potential tenants, and lenders all have a vested interest in the economics of the project. To ensure success, your plan must identify the economic benefits for all parties involved today and in the future."

Experience

Mike is a Principal and a member of the Real Estate Consulting Group at Suby, Von Ha-den & Associates, S.C. Mike consults with developers, investors, contractors, and property managers on proposed developments and property management issues. He advises on income tax, deal structuring, and financial statement audit issues. Mike's experience also includes working with entities receiving certified historic structure (CHS), low-income housing tax credits, and new markets tax credits. With experience in working with an array of real estate clients, Mike analyzes expense assumptions, debt-to-equity ratios, and selling price assumptions. This helps clients forecast future project revenues and determine the ultimate project feasibility. In working with this analysis, Mike also helps draft the forecasted financial statements that clients use in developing their offering documents for investors. Mike also frequently speaks to large groups on real estate tax and syndication issues. Mike has presented at the WICPA Annual Tax Conference, WHEDA Developer Conferences, and to real estate classes at the University of Wisconsin – Madison. Mike is also a member of the WHEDA Low-Income Housing Tax Credit Advisory Committee.

Education

Mike received his Bachelor of Business Administration degree in Accounting in 1985 and his Masters of Accountancy degree in 1988 from the University of Wisconsin – Madison. He received his Certified Public Accountant certification in 1991.

Professional Affiliations

Mike is a member of the American Institute of Certified Public Accountants and the Wisconsin Institute of Certified Public Accountants.

SVA has assisted developers, including many nonprofit organizations, in structuring their rehabilitation developments to maximize the federal and state historic tax credits. The firm also has extensive experience with new markets tax credits and has been working with these credits since the inception of that program. SVA was instrumental team member in the rehabilitation of the Kupfer Center in Madison and the Hotel Wisconsin and 222 E. Erie St. projects in Milwaukee. SVA is committed to giving second life to historic buildings and preserving the architectural heritage of Wisconsin.

For more information about SVA, please contact the following references:

Becky Steinhoff
Kupfer Center, LLC
c/o Atwood Community Center
2425 Atwood Ave.
Madison, WI 53701
(608) 241-1574 ext. 10

Gary Gorman
Gorman & Company, Inc.
1244 S. Park St.
Madison, WI 53715
(608) 257-8778

John Faust
Horizon Development Group, LLC
1031 N. Edge Trail
Verona, WI 53593
(608) 848-4500

D. MANAGEMENT TEAM

All Garver Arts Facility staff will be Common Wealth employees and will be hired when the facility opens. Since this is at least several years in the future, it is not possible to list who these individuals will be. Common Wealth Development's Management Team, Executive Director Marianne Morton and Financial Manager Ted Parker, will oversee the Garver Arts Facility Director. Ted Parker has worked at Common Wealth for 19 years and Marianne Morton for 26 years. They currently directly supervise five program area managers. (Please see resumes on at the end of this section.)

The Garver Arts Facility will be a public facility that will require sufficient staff to manage and maintain the facility, market and manage rental and special events, develop and manage programming including the gallery and classes, recruit and coordinate volunteers, provide technical and business assistance to artists and advocate for the arts. Volunteers will be recruited to assist with special events and staff a reception desk.

Arts Incubator Staff

Facility Director – fulltime

Function: The Facility Director is responsible for the overall efficient and effective operations of the Garver Arts Facility. The Facility Director is responsible for the oversight of staff, fundraising, representing the Garver Arts Facility in the greater community, designing and implementing an arts incubator program and advocating on the Garver Arts Facility's behalf on art issues.

Marketing/Special Events Manager – fulltime

Function: The Marketing/Special Events Manager is responsible for all aspects of marketing the facility to the greater Madison area. Responsibilities include: planning and managing building wide special events such as open-studio nights, promoting the Garver Arts Facility, managing event rentals and developing educational programming.

Office Assistant – 20 hrs./wk.

Function: The office assistant is responsible for managing the day-to-day operations of the office, providing administrative support to other staff and recruiting and coordinating volunteers.

Maintenance Staff – 30 hrs./wk.

Function: The maintenance staff is responsible for facility day-to-day maintenance and preventative maintenance, supporting special and rental events and gallery shows.

Resume

THEODORE C. PARKER

1988 – Present Financial Manager – Common Wealth Development, Inc.

Relevant Experience: In his tenure at Common Wealth Mr. Parker has created proformas, budgets, grant applications and reports, and overseen audits in a timely manner for over \$6 million of economic development projects and over \$10 million of affordable housing projects in the city of Madison, in addition to handling the overall financial management of the organization. Mr. Parker also serves on the Management Team of Common Wealth.

Education: Master of Arts, Literature, 1974
Eastern Michigan University

Bachelor of Arts, English, 1971
University of Michigan, Flint Branch

Previous Employment

1985-1988 Financial Manager and Expansion Coordinator
Williamson Street Grocery Cooperative, Madison, WI

1984-1985 Financial Manager
Bountiful Beanplant (Soyfoods Manufacturer), Madison, WI

1977-1984 Accounts Receivable Bookkeeper, Warehouse Worker
North Farm Cooperative, Madison, WI

MARIANNE MORTON

Professional Experience

1981 – Present Executive Director – Common Wealth Development, Inc.

Responsible for planning, implementation and overall management of the corporation.

Responsibilities:

- Supervise Common Wealth's program staff
- Develop and monitor organizational budget in collaboration with Common Wealth's financial manager
- Grant writing and fund development
- Program and organizational planning
- Public relations

Accomplishments:

- Development of Common Wealth's small business incubators - the Madison Enterprise Center and Main Street Industries
- Construction and management of 110 units of quality affordable housing for lower-income households
- Successful operation of Common Wealth's Youth Employment Training and Mentoring Program, serving 120 at-risk teenagers on an annual basis

Current Affiliations/Committees

- Mayor's Community Advisory Committee
2004-present
- Wisconsin Collaborative for Affordable Housing Conference Planning Committee
1999-present
- East Washington BUILD Committee
- CDA Long-Range Planning Committee
- Wisconsin Low Income Energy Assistance Program Committee, 1997-99

Education

Bachelor of Arts Degree

University of California-Berkeley

1976

E. PROJECT MANAGEMENT PLAN

Common Wealth's Economic Development Team will lead the Development Team. Sarah Hole, the Arts Incubator Project Manager, will provide overall project management, Ted Parker will provide financial oversight and expertise, Paul Jasenski will coordinate construction management and Marianne Morton will coordinate fundraising and project strategy. As detailed previously, Common Wealth has successfully developed 3 business incubators and a 60-unit housing complex and has the expertise to manage a project through all development stages. This includes coordinating and scheduling City agency reviews/approvals as well as public meetings.

Henry Zimoch and his team from Hasbrouck Peterson Zimoch Sirirattumrong (HPZS) will provide architectural design, structural engineering, mechanical engineering, electrical engineering and civil engineering services. As detailed previously, HPZS has extensive historic renovation experience.

Glen E. Weyenberg, Mike Kendhammer and Suby, Von Haden & Associates(SVA) will provide accounting expertise. Both Glen and Mike have extensive experience working with historic rehabilitation and New Market Tax Credits, which will help finance this development.

Joshua L. Arnold of 360GREEN will provide green building consulting services including: identifying sources of financing, providing design input and third party review and developing strategies to successfully manage and operate buildings. As previously detailed Josh has consulted on a number of high profile green building projects both locally and nationally.

Peter J. Szotkowski and his Vogel Bros. Building Co. team will be the project contractor and manage all sub-contractors. As previously detailed, Vogel Bros has extensive construction and sustainable building expertise.

F. Development Costs

Please see the following documents:

- Vogel Letter
- Vogel Construction Budget
- Garver Arts Facility Sources & Uses

Initial rehabilitation costs are:

- Exterior masonry tuck pointing - \$821,579
- Roof removal (roofing material, not structure) - \$95,270
- New roofing (roofing material, not structure) - \$270,012

Construction costs assume a white box build-out.

Garver Arts Facility
Common Wealth Development

Financing plan for next phase of project:

Budget of \$250,000 to cover architectural, legal, accounting, fundraising consultant and Common Wealth Development staff time will be financed by Common Wealth revenue and a low interest loan from Forward Community Investments. (Please see letter from Salli Martyniak, President, Forward Community Investments in Section K.)

*We build with values,
solutions and accountability*

September 12, 2007

Mr. Mark A. Olinger
Director
Department of City Planning and Community Development
City of Madison
P.O. Box 2985
Madison, WI 53701-2985

RE: Garver Feed Mill Re-Use and Rehabilitation Proposal
Vogel Bros. Building Co.
Commitment and Bonding Capacity

Dear Mr. Olinger:

Vogel Bros. Building Co. is pleased to provide this letter of commitment to you for the Garver Feed Mill Re-Use and Rehabilitation Proposal submitted by Common Wealth Development, Inc. (CWD). We are excited about the opportunity to work with CWD, the City of Madison, Olbrich Botanical Gardens (OBG) and the Schenk-Atwood-Starkweather-Yahara (SASY) Neighborhood association to redevelop the Garver Feed Mill structure and the North Plat site. Vogel Bros. has strong ties to the Madison East Side neighborhoods and has been involved with the Atwood Community Center for more than 50 years. We are currently working with the Goodman Atwood Community Center to redevelop the historic Kupfur Iron Works site.

Vogel Bros. Building Co. is committed to provide the resources, staff and management plan to assist CWD and the whole redevelopment team to work collaboratively with City Planning and Community Development, OBG, and SASY association to develop the best re-use plan for the Garver Feed Mill/North Plat site. Our commitment begins with this proposal and will extend well beyond the construction phase of the project.

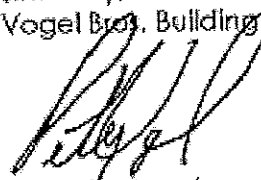
Vogel Bros. Building Co. was established in 1928 and is a corporation formed in the State of Wisconsin. We employ an average of approximately 120 office staff and field personnel in our Madison office. Our current workload places us in an excellent position to devote the required resources to successfully complete the planning and construction phases of the Garver Feed Mill re-use and Rehabilitation project. Please refer to our company information provided in this proposal for additional information.

Mr. Mark A. Olinger
September 12, 2007
Page 2 of 2

Vogel Bros. Building Co. has the capacity to bond in excess of \$120 million in contracts at any time and has an unsecured line of credit in the low seven figures.

We appreciate the opportunity to be part of the Common Wealth Development, Inc. team for this exciting landmark project with the City of Madison. If you have any questions regarding Vogel Bros. Building Co. information or bonding capacity, please feel free to contact me anytime on my mobile phone at (608) 575-2853, or the office (608) 241-5454.

Sincerely,
Vogel Bros. Building Co.

A handwritten signature in black ink, appearing to read "Peter C. Vogel", written over the typed name below.

Peter C. Vogel
President

PCV/pjs

*We build with values,
 solutions and accountability*

Recap - With Taxes and Insurance, Indirect Costs are Spread

Project Size: 106121 sqft

Cost Code	Description	Quantity	UM	Total Cost	\$/sqft
1 Preferred Options					
00 Base Bid					
01000	GENERAL CONDITIONS	106,124	SQFT	1,048,063	9.876
02000	DEMOLITION / SITEWORK	106,124	SQFT	2,652,488	24.994
03000	CONCRETE	106,124	SQFT	620,505	5.847
04000	MASONRY	106,124	SQFT	1,841,184	17.349
05000	STEEL	106,124	SQFT	2,023,193	19.064
06000	CARPENTRY	106,124	SQFT	81,053	0.764
07000	THERMAL & MOISTURE PROTECTION	106,124	SQFT	285,954	2.695
08000	DOORS & WINDOWS	106,124	SQFT	830,451	7.825
09000	FINISHES	106,124	SQFT	966,597	9.108
10000	SPECIALTIES	106,124	SQFT	43,049	0.406
14000	CONVEYING SYSTEMS	106,124	SQFT	63,542	0.599
15400	PLUMBING	106,124	SQFT	824,977	7.774
15500	FIRE PROTECTION	106,124	SQFT	279,057	2.630
15700	HVAC	106,124	SQFT	1,628,904	15.349
16000	ELECTRICAL	106,124	SQFT	1,263,435	11.905
17000	CONTINGENCY	106,124	SQFT	1,059,040	9.979
** Total 00 Base Bid				15,511,492	146.164
01 Conc Curb at Islands and Building Perim Only					
02000	DEMOLITION / SITEWORK	106,124	SQFT	-50,516	-0.476
** Total 01 Conc Curb at Islands and Building				-50,516	-0.476
02 Regular Paving in lieu of Pervious Paving					
02000	DEMOLITION / SITEWORK	106,124	SQFT	-374,290	-3.527
** Total 02 Regular Paving in lieu of Pervious				-374,290	-3.527
03 Sidewalk versus Brick Pavers at New Entry					
02000	DEMOLITION / SITEWORK	106,124	SQFT	-182,887	-1.723
** Total 03 Sidewalk versus Brick Pavers at N				-182,887	-1.723
05 Int Drywall Finish in lieu of Cleaning Brick					
04000	MASONRY	106,124	SQFT	-845,742	-7.969
09000	FINISHES	106,124	SQFT	293,536	2.766
** Total 05 Int Drywall Finish in lieu of Cle				-552,206	-5.203
06 Grass (Seed Only) at Overflow Parking					
02000	DEMOLITION / SITEWORK	106,124	SQFT	-31,654	-0.298
** Total 06 Grass (Seed Only) at Overflow Par				-31,654	-0.298
07 Eliminate Entry 100, Provide Steel Element					
04000	MASONRY	106,124	SQFT	-25,620	-0.241
05000	STEEL	106,124	SQFT	-5,609	-0.053
07000	THERMAL & MOISTURE PROTECTION	106,124	SQFT	-11,808	-0.111
08000	DOORS & WINDOWS	106,124	SQFT	-92,878	-0.875
** Total 07 Eliminate Entry 100, Provide Stee				-135,916	-1.281
08 Reduce Monitors to 30%, Reduce Int Glass 20%					
08000	DOORS & WINDOWS	106,124	SQFT	-59,094	-0.557
09000	FINISHES	106,124	SQFT	15,420	0.145
** Total 08 Reduce Monitors to 30%, Reduce In				-43,675	-0.412
09 Omit Ceramic Wall Tile					
09000	FINISHES	106,124	SQFT	-74,192	-0.699
** Total 09 Omit Ceramic Wall Tile				-74,192	-0.699
11 Electric Reheat VAV in lieu of Hot Water					
15700	HVAC	106,124	SQFT	-309,643	-2.918
16000	ELECTRICAL	106,124	SQFT	63,542	0.599
** Total 11 Electric Reheat VAV in lieu of Ho				-246,101	-2.319
13 Omit Exterior Trellis					
03000	CONCRETE	106,124	SQFT	-5,348	-0.050



Garver Feed Mill Conceptual Budget (2007 Dollars)

We build with values,
solutions and accountability

Recap - With Taxes and Insurance, Indirect Costs are Spread

Project Size: 106124 sqft

Cost Code Description	Quantity	UM	Total Cost	\$/sqft
05000 STEEL	106,124	SQFT	-46,526	-0.438
06000 CARPENTRY	106,124	SQFT	-23,376	-0.220
** Total 13 Omit Exterior Trellis			-75,250	-0.709
14 Reduce Interior Wall Height of Studio 1 Units to 8 FT				
09000 FINISHES	106,124	SQFT	-32,403	-0.305
** Total 14 Reduce Interior Wall Height of St			-32,403	-0.305
* Total 1 Preferred Options			13,712,402	129.211
O Optional Alternates				
04 Roof Garden w/o Structure Upgrade				
02000 DEMOLITION / SITEWORK	106,124	SQFT	-188,447	-1.776
04000 MASONRY	106,124	SQFT	-18,300	-0.172
05000 STEEL	106,124	SQFT	-56,234	-0.530
09000 FINISHES	106,124	SQFT	-3,440	-0.032
** Total 04 Roof Garden w/o Structure Upgrade			-266,421	-2.510
10 Structure Upgrade in 130x130 Building				
03000 CONCRETE	106,124	SQFT	-80,026	-0.754
05000 STEEL	106,124	SQFT	-309,095	-2.913
** Total 10 Structure Upgrade in 130x130 Buil			-389,120	-3.667
* Total O Optional Alternates			-655,542	-6.177
Total Estimate			13,056,861	123.034

Capital Budget
11-Sep-07

Common Wealth Development
Garver Arts Facility

Uses of Funds:	Cost
Acquisition	\$ 1.00
Rehab & Construction Costs, Building & Site	13,712,402
Architect	411,372
FF&E	100,000
Engineering	20,000
Survey	10,000
Construction Insurance	10,000
Construction Interest	75,000
Real Estate Taxes	40,000
Environmental Assessment	12,500
Appraisal	5,000
Financing Fee	23,750
City Park fees	waived
Legal	50,000
Accounting	25,000
Title Insurance	5,000
Misc. Closing Costs	5,000
Holding Costs	32,075
Development Fee	1,055,855
Marketing	50,000
Rent up Reserve	420,000
Uses of Funds:	\$16,062,955

Sources of Funds:

1st MORTGAGE & NEW MARKET TAX CREDITS	\$4,750,000
HISTORIC TAX CREDIT EQUITY	\$3,530,248
PUBLIC GRANTS (NATIONAL, STATE & LOCAL)	\$3,300,000
WISCONSIN FOCUS ON ENERGY	\$250,000
COMMON WEALTH DEVELOPMENT - DEFERRED DEVELOPMENT FEE	\$532,708
PRIVATE GRANTS & FUNDRAISING (FOUNDATIONS, INDIVIDUALS & CORPORATIONS)	\$3,700,000
	\$16,062,955

G. FINANCIAL PLAN

We propose that the Garver building be owned by a single asset LLC with Common Wealth as the managing partner. This LLC would utilize historic and New Market Tax Credits. The City of Madison would sell the building to Common Wealth for a nominal amount and retain ownership of the land under the building that it would lease to Common Wealth for 99 years at a nominal amount.

Banking References

Brad Schroeder
President & CEO
DMB Community Bank
P.O Box 419
DeForest, WI 53532
846-3711

Tony Larson, Senior Vice-President
First Business Bank of Madison
401 Charmony Drive
Madison, WI 53719
232-5913

Todd Geltmeyer, Vice-President
Capitol Bank
710 N. High Point Rd.
Madison, WI 53717
836-4302

Jim Bradley, President
Home Savings Bank
2 S. Carroll St.
Madison, WI 53703
282-6000

RENT ROLL

LOCATION	area in sf		RENT/SF	Annual Rent
TYPE 1 ART STUDIOS	13,214	20%	\$ 10.00	\$ 132,140
TYPE 2 ART STUDIOS	8,397	13%	\$ 10.00	\$ 83,970
MARKET RATE OFFICE	18,585	28%	\$ 20.00	\$ 371,700

COMMON/SPECIAL:

PERFORMANCE/PRACTICE	3,084		\$ 12.00	\$ 37,008
KILN ROOM	1,008		\$ 10.00	\$ 10,080
MEETING ROOM & WORKSHOP ROOM	1,176 848			\$ 16,000
GIFT SHOP	748		\$ 10.00	\$ 7,480
GALLERY	1,623		\$ 5.00	\$ 8,115
CAFÉ & KITCHEN	1,414		\$ 10.00	\$ 14,140
CAFÉ & KITCHEN 3% GROSS				\$ 9,000
SPECIAL EVENTS/ATRIUM	2,000		\$ 18.00	\$ 36,000
	11,901	18%	\$ 11.58 ave	\$ 137,823

Olbrich Botanical Gardens

BULB COOLER	225		\$ 8.00	\$ 1,800
ARCHIVAL STORAGE	1,300		\$ 8.00	\$ 10,400
STORAGE EQUIPMENT	10,000		\$ 8.00	\$ 80,000
OFFICE	3,000		\$ 15.00	\$ 45,000
TOILET	108		\$ 15.00	\$ 1,620
OBG TOTAL	14,633	22%	\$ 9.49 ave	\$ 138,820

Building net leaseable area \$ 66,730 100%

GROSS POTENTIAL INCOME \$ 12.95 ave \$ 864,453

GARVER ARTS FACILITY: INCOME & OPERATING EXPENSE PROJECTION:	
---	--

Gross Potential Income		864,453
less vacancy loss	10%	<u>(86,445)</u>
		778,008
+ Utility Reimbursements		<u>68,333</u>
Effective Gross Income		846,341

OPERATING EXPENSES:

Administrative		
Office Expenses	8,400	
Telephone	4,800	
Fire protection Call Out Monitoring	300	
Marketing/Advertising	<u>5,000</u>	
Total Administrative		18,500
Employee Costs		
Facility Director	50,000	
Marketing/Events Manager	42,000	
Office Assistant	15,600	
Maintenance Staff	26,520	
Health Insurance	20,353	
Payroll Taxes	<u>18,091</u>	
Total Employee Costs		172,564
Building & Grounds Maintenance		
Building Maintenance Materials	7,500	
Fire Protection	1,000	
Elevator Maintenance	5,000	
Janitorial	20,800	
Lawn Care	4,000	
Snow Removal	5,000	
Waste removal	<u>6,000</u>	
		49,300
Utilities:		
Water & Sewer	5,000	
Natural Gas - heat & hot water	44,238	
Electric- A/C	46,000	
Electric-Common Areas lighting	<u>18,000</u>	
Sub-total Utilities		113,238
Other:		
Accounting		5,000
Legal		5,000
Insurance		7,000
Real Estate Taxes		105,000
Replacement Reserve		<u>31,120</u>
Total Operating Expenses		\$508,723
Net Operating Income (NOI)		\$339,618
Funds Available For Debt Service		<u>\$283,015</u>
Cash Flow		\$56,603

**7 YEAR CASH FLOW
& REFINANCE**

**Common Wealth Development
Garver Arts Facility**

11-Sep-07

	Year							
	1	2	3	4	5	6	7	8
Vacancy rate	50%	30%	20%	10%	10%	10%	10%	10%
Gross Potential Income	864,453	890,387	917,098	944,611	972,949	1,002,138	1,032,202	1,063,168
less vacancy loss	(432,227)	(267,116)	(183,420)	(94,461)	(97,295)	(100,214)	(103,220)	(106,317)
+ Reimbursable	68,333	70,383	72,495	74,670	76,910	79,217	81,593	84,041
EGI	500,560	693,654	806,173	924,820	952,564	981,141	1,010,575	1,040,893
Operating expenses	506,723	521,924	537,582	553,709	570,321	587,430	605,053	623,205
Net operating Income	(6,163)	171,730	268,591	371,110	382,243	393,711	405,522	417,888
less debt service	95,000	95,000	95,000	95,000	95,000	95,000	95,000	95,000
Cash Flow	(101,163)	76,730	173,591	276,110	287,243	298,711	310,522	69,615
Reserve Balance	318,837	411,509	585,100	861,210	1,148,453	1,447,164	1,757,686	1,845,571
+ Interest Income	15,942	20,575	29,255	43,061	57,423	72,358	87,884	(1,350,000)
Ending Balance	334,779	432,084	614,355	904,271	1,205,876	1,519,522	1,845,571	495,571
Mortgage Amount	\$ 4,750,000						4,750,000	
less reserve pay down		2.0%					1,350,000	
Refinanced debt at year EOY Year 7							Pay down amount	3,400,000

Notes:

Income & Expenses increase at 3% per year.
1st Mortgage is 2% interest only for 7 years, amortizes in year 8.
Reserve Balance is used to pay down mortgage balance at end of year 7.

Interest Rate	7.00%
Amortization Period	20
Mortgage Constant	0.093036
Supportable Debt year 8	3,741,279

H. SCHEDULE

Act ID	Description	Orig Dur	Early Start	Early Finish	2007	2008	2009	2010
00100.00	PROPOSAL REVIEW	67d	14 SEP 07	18 DEC 07	PROPOSAL REVIEW			
00100.10	Submit Developer Proposals	1d	14 SEP 07	14 SEP 07	Submit Developer Proposals			
00100.20	Proposal Review	60d	17 SEP 07	26 NOV 07	Proposal Review			
00100.30	Recommendation to City Council	1d	18 DEC 07	18 DEC 07	Recommendation to City Council			
00200.00	DEVELOPER AGREEMENT	57d	07 JAN 08	25 MAR 08	DEVELOPER AGREEMENT			
00200.10	Negotiate Developer's Agreement	60d	07 JAN 08	21 MAR 08	Negotiate Developer's Agreement			
00200.20	City Council Approval	1d	25 MAR 08	25 MAR 08	City Council Approval			
00300.00	CONCEPT DESIGN	64d	26 MAR 08	23 JUN 08	CONCEPT DESIGN			
00300.10	City Planning Meetings	60d	26 MAR 08	17 JUN 08	City Planning Meetings			
00300.20	Landmark Commission Meetings	60d	26 MAR 08	17 JUN 08	Landmark Commission Meetings			
00300.30	Urban Design Meetings	40d	26 MAR 08	20 MAY 08	Urban Design Meetings			
00300.40	State Historical Society Review Meetings	30d	05 MAY 08	13 JUN 08	State Historical Society Review Meetings			
00300.50	Approval of Concept Plans	1d	23 JUN 08	23 JUN 08	Approval of Concept Plans			
00400.00	FUND RAISING	260d	24 JUN 08	26 JUN 09	FUND RAISING			
00400.10	Special Gifts Development	130d	24 JUN 08	24 DEC 08	Special Gifts Development			
00400.20	Public Capital Campaign	130d	26 DEC 08	26 JUN 09	Public Capital Campaign			
00400.30	Fund Raising Complete	130d	26 DEC 08	26 JUN 09	Fund Raising Complete			
00500.00	DESIGN PHASE	182d	21 MAY 08	04 FEB 09	DESIGN PHASE			
00500.10	Schematic Design	51d	21 MAY 08	31 JUL 08	Schematic Design			
00500.11	SD Drawings	40d	21 MAY 08	16 JUL 08	SD Drawings			
00500.12	SD Budget Review	10d	17 JUL 08	30 JUL 08	SD Budget Review			
00500.13	Approval of Schematic Design	1d	31 JUL 08	31 JUL 08	Approval of Schematic Design			
00500.20	Design Development	51d	01 AUG 08	10 OCT 08	Design Development			
00500.21	DD Drawings	40d	01 AUG 08	25 SEP 08	DD Drawings			
00500.22	DD Budget Review	10d	26 SEP 08	09 OCT 08	DD Budget Review			
00500.23	Approval of Design Development	1d	10 OCT 08	10 OCT 08	Approval of Design Development			
00500.30	Construction Documents	80d	13 OCT 08	04 FEB 09	Construction Documents			
00500.31	Review of Construction Documents	60d	13 OCT 08	07 JAN 09	Review of Construction Documents			
00500.32	Approval of Construction Documents	20d	09 JAN 09	04 FEB 09	Approval of Construction Documents			
00600.00	BIDDING PHASE	37d	05 FEB 09	27 MAR 09	BIDDING PHASE			
00600.10	Print and Distribute Drawings	5d	05 FEB 09	11 FEB 09	Print and Distribute Drawings			
00600.20	Bidding Period	20d	12 FEB 09	11 MAR 09	Bidding Period			
00600.30	Bids Due	1d	12 MAR 09	12 MAR 09	Bids Due			
00600.40	Review and Award Work	11d	13 MAR 09	27 MAR 09	Review and Award Work			
00700.00	SHOP DRAWING REVIEW & APPROVAL	60d	30 MAR 09	19 JUN 09	SHOP DRAWING REVIEW & APPROVAL			
01000.10	Construction Start	1d	30 MAR 09	30 MAR 09	Construction Start			
01000.20	DEMOLITION	85d	31 MAR 09	27 JUL 09	DEMOLITION			
01000.30	NEW CONSTRUCTION	260d	28 JUL 09	29 JUL 10	NEW CONSTRUCTION			

Start date	06 SEP 07	GARVER FEED MILL Re-Use and Rehabilitation Commonwealth Development, Inc. Vogel Bros. Building Co.		Early bar
Finish date	29 JUL 10			Progress bar
Date date	06 SEP 07			Critical bar
Run date	07 SEP 07			Summary bar
Page number	1A			Start milestone point
© Primavera Systems, Inc.				Finish milestone point

Common Wealth has a strong track record of working with stakeholders in our development projects and we are committed to engaging all Garver Arts Facility stakeholders early in the concept design phase (January-February 2008).

I. SPECIAL CONDITIONS

We propose that the Garver building be owned by a single asset LLC with Common Wealth as the managing partner. This LLC would utilize historic and New Market Tax Credits. The City of Madison would sell the building, contingent on a clean Phase 1 environmental review, to Common Wealth for a nominal amount and retain ownership of the land under the building that it would lease to Common Wealth for 99 years at a nominal amount.

Deed restrictions on the building and site from the Olbrich Botanical Society, Wisconsin Department of Natural Resources and the City of Madison will need to be removed.

We request that the City of Madison waive park fees for this development project.

J. CHECKLIST

Request for Proposals Response Checklist

Transmittal / Acknowledgement Letter with executed Disclosure and Disclaimer

Description of Organization Form, Team Member, Personnel

Summary of Qualifications of Developer / Team

Description of Relevant Experience of Developer / Team

Disclosure of Competitive Projects, Bankruptcy, and Litigation

List of Current Financial Banking References

Description of Qualifications of Architect / Design Team

Qualifications and Letter of Commitment from Bondable General Contractor(s)

Statement of Garver Feed Mill Design Concept

Development Project Management Plan

Estimate of Total Costs

Financial Plan / Structure

Special Conditions

Twenty (20) sealed copies of submission,

CD containing the submission in Word or PDF format

K. SUPPORT LETTERS



August 30, 2007

Mark Olinger
Department of Planning, Community & Economic Development
City of Madison
P.O. Box 2985
Madison, WI 53701

Dear Mr. Olinger,

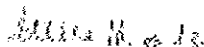
I am writing to encourage the City of Madison to choose Common Wealth to develop the Garver Feed Mill facility as an incubator and center of the arts for the Madison community.

An arts incubator in the city of Madison is the right idea at the right time, and Common Wealth is the right agency to make it happen. Common Wealth is one of Wisconsin's most important community development organizations, with a long, distinguished and successful track record in grassroots development. The organization has already done a great deal of the homework and groundwork necessary to create and sustain the Garver building as a civic destination, and will put their extensive energy and expertise into every step of the project.

As director of Arts Wisconsin, the state's arts service and advocacy organization, I have worked with hundreds of arts economic, educational and civic initiatives across Wisconsin, and can testify about the critical importance of investment in community cultural assets and resources. From New England to New Zealand, cities similar in size to Madison are re-discovering the immeasurable value of the arts and creativity to sustained community health and vitality. Our arts incubator will serve Madison residents – tenant artists and arts-appreciators of all ages – and be a draw for visitors, and fits beautifully into the east side's and the city's expanding place-based economic development efforts.

Thanks for considering, and choosing, Common Wealth to develop this exciting project and help the city use the arts to keep Madison a great place to live, work and play. Please feel free to call on me with any questions, or if you need additional information.

Sincerely,



Anne Katz, Executive Director
Arts Wisconsin

Habitat ReStore
208 Cottage Grove Road
Madison, WI 53716

September 11, 2007

Mark Olinger
Department of Planning, Community & Economic Development
City of Madison
P.O. Box 2985
Madison, WI 53701

Dear Sir :

I am writing to offer strong support for the Madison Arts Incubator project. As the director of the nearby Habitat ReStore, a used/surplus building material store supporting Habitat for Humanity of Dane County, I am very aware of how much a project like this would be welcomed into our community.

The arts incubator will serve as an end user for used and surplus commercial building material that currently goes straight to the landfill. The incubator will be able to tap into building material donation offers that are not appropriate for the Habitat Restore but very appropriate for a commercial space renovation such as the incubator space. We get weekly donation offers for material that we turn down due to the commercial nature of the building material in question. These donations are often offered in large quantities(80 commercial doors, 2000 ceiling tiles, 50 office partitions, 20 bathroom stall dividers, 30 office desks, 50 pallets of carpet squares...) due to the nature of the project.

In addition, the materials in the Habitat ReStore and materials we decline to take in may be very appropriate for the artists tenants "build outs" within the incubator.

We are always encouraged to have referrals for the material we decline. And our potential donors are very appreciative if we offer alternatives. As you know there is commercial construction and demolition going on in Madison year round. Often these companies request that we take their commercial material donation. Due to our limited space and residential building material niche we often respond with a kindly no. It is so much more effective for all parties concerned to pass on a referral which the arts incubator could be.

The referrals and materials generated by the Habitat ReStore to the arts incubator will keep the cost of the renovation process down for the arts incubator, offer affordable materials, and offer another option to land filling that building material. This relationship is likely to go on for a number of years due to the size of the Garver building and the ongoing needs of the artist tenants.

The Habitat ReStore has worked with this referral system in the past, passing on commercial building material to the Goodman Atwood Community Center and the planned Lussier Community Education Center(see attachment).

I encourage you to consider the many attributes of having an arts incubator in Madison including how it could be a fantastic option for commercial building material reuse. Please feel free to contact me with any questions or clarifications concerning this support for the Madison Arts Incubator.

Sincerely,

Jennifer Voichick
Habitat ReStore director
Habitat ReStore
208 Cottage Grove Road
Madison, WI 53716
608-661-2813

August 27, 2007

Mark Olinger
Department of Planning, Community & Economic Development
City of Madison
P.O. Box 2985
Madison, WI 53701

Dear Mark,

In my capacity as president of Forward Community Investments ("FCI"), I am writing in support of Common Wealth Development's proposal to renovate the Garver Feed Mill building into an arts incubator that will cultivate local talent and attract first-rate artists to the area. This project will not only benefit the arts community but the community at-large by helping grow Madison's reputation as a center for creative thought and excellence. Participation in the arts incubator will provide promising and established artists and arts businesses with affordable studio and gallery space and access to shared meeting and public space. Equally important is the economic benefit expected to be derived from this exciting venture.

Common Wealth has a solid incubator development and management track record. They have the expertise to pull together complex financing packages and have assembled an outstanding development team.

Common Wealth's Economic Development Team was a consultant for the Genesis Enterprise Center ("GEC"), a 70,000 square foot mixed-use incubator facility, which it helped to develop and operate from April 1999 until July 2005. Common Wealth Development provided consulting services at every stage of the \$3.5 million project.

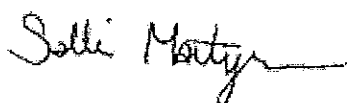
I had the pleasure of working with Common Wealth when helping GEC obtain New Market Tax Credits; these credits became part of the complicated financing strategy that created equity for GEC along with more manageable cash flow for a fledgling business located in one of Madison's financially-distressed neighborhoods.

Forward Community Investments also participated in Common Wealth's Main Street Industries and Yahara River View Apartments projects by providing bridge loans. In every instance that we've worked with Common Wealth management and staff, we have been impressed by their ability to overcome obstacles and achieve their targeted goals.

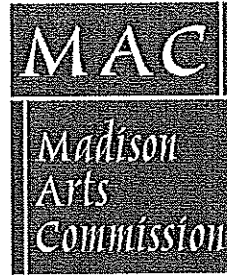
Forward Community Investments will work with Common Wealth on obtaining New Market Tax Credits for the arts incubator, as well as providing access to a predevelopment loan of up to \$200,000.

I would welcome the opportunity to talk with you and address any questions you have about our 10+ year relationship with Common Wealth Development. You can reach me either by phone at 257-3863 or email at sallim@forwardci.org.

Sincerely,



Salli Martyniak
President
Forward Community Investments



CITY OF MADISON

Room 200
215 Martin Luther King, Jr. Boulevard
Madison, Wisconsin 53701-2985
(Phone) 608 261 9134
(FAX) 608 267-8739

May 10, 2007

Dear Garver Feed Mill Reuse Committee Members:

Your attentiveness to the needs and desires of the various groups interested in the redevelopment of the Garver Feed Mill is evidenced by the thoughtful process with which you have been involving the community in establishing criteria for the request for proposals. We understand what inviting a high level of citizen participation entails and we want to personally thank you for your efforts to be inclusive from the start.

As the appointed commission that exists to make the arts an essential part of the lives of all of Madison's citizens; foster an appreciation for the arts through initiating partnerships, developing new audiences, and sponsoring diverse artistic activities by emerging and established artists and arts organizations, we want to express our interest that the Garver Re-Use Committee support Madison's arts community, by strongly considering proposals that include arts studio space.

For many years the MAC has been aware of the overwhelming desire for affordable studio space in the Madison area. Several years ago we mailed a survey to over 800 artists and arts organizations who responses indicated the need for adequate studios. An arts incubator space that provides studio space for artists; includes public venues, such as galleries or other retail outlets; and creates public performance and exhibition spaces, would go a long way towards preserving the rich artistic environment that Madison already enjoys, and in fueling economic growth.

We feel strongly that there is a municipal role in studio space development and believe that the redevelopment of the Garver Feed Mill provides the City a long-awaited opportunity to play an important role in improving the viability of our local arts economy.

While we understand the many demands of redeveloping the Garver Feed Mill, we also know that the strength of any community's economic base is contingent upon providing its residents with a high quality of life. Thriving, innovative, local artists contribute to the aesthetic appeal and vitality of our City. Your support of artists and community organizations is greatly appreciated.

Thank you again for the work that you are doing on this project.

Sincerely,

Karin Wolf
Arts Program Administrator

September 9, 2007

**Sustainable Arts Incubator Project Outline Letter
Garver Feed Mill Redevelopment
Madison, Wisconsin**

Prepared For:
Sarah Hole
Facilities Director
Common Wealth Development, Inc.
1501 Williamson Street
Madison, Wisconsin
608-256-6565 sarah@cwd.org

Prepared by:
Josh Arnold, JD, MBA, LEED AP
Principal
360GREEN, Inc.
317 N. Hillside Terrace
Madison, Wisconsin
503-756-0410 josh@360green.biz

Vision

The Arts Incubator project will incorporate cost-effective sustainable design and construction along with artistic features to contribute to a beautiful mixed-use building and surrounding acreage that provides a healthy, comfortable and affordable workspace for its tenants and the community.

We'll achieve our vision for the Arts Incubator project through the following means:

Funding Sources--We anticipate applying for over \$1,000,000 worth of financial incentives. Several sources of possible funding are available as resources to help our project team implement green building and sustainable development measures at the Arts Incubator project. These include utility programs, private foundation grants, local resources and the possibility of federal tax incentives.

GREENLab

This project can achieve its sustainability goals by incorporating sustainability early in the design phase, through the GREENLab process. GREENLab is an innovative visioning session, or charrette, where project team members work together to identify the green potential of the project and find solutions to achieve its potential. Special sessions can also be held for the public and other stakeholders to contribute ideas.

LEED® Certification

The LEED (Leadership in Energy and Environmental Design) Green Building rating system® from the U.S. Green Building Council can provide an appropriate framework to guide our green building decisions. Based on my current information about your project, I think a LEED Gold certification is within reach.

Green Commissioning (GCx)

To protect your investment and help ensure your project achieves as many of its sustainability goals as possible, we'll be performing green commissioning (GCx) for the Arts Incubator project. GCx includes working with the project team to help implement green building measures in a cost-effective manner. We'll be reviewing architectural and MEP drawings, specifications and bid packages to ensure your goals are met.

Energy Modeling

We'll be working with utility and MEP contractors on the project team to provide valuable input on the building design through energy modeling.

Branding

We'll be working with your project team to help include the sustainable features of the building and the site in the branding of this project.

Action Item:	Deliverables:
<p>1.0 Funding Sources We anticipate applying for over \$1,000,000 in grants, cost-share and federal tax incentives.</p>	<p>1.0 Identify and potential additional sources of funding.</p> <ul style="list-style-type: none"> 1.1 Contact utility programs (including MGE, Focus on Energy) to find out terms of technical and financial resources. Enroll Arts Incubator in programs and act as liaison between utility programs and project team. (Incentives up to \$250,000) 1.2 Apply for renewable energy feasibility grant from Focus on Energy (up to \$50,000 cost-share). 1.3 Investigate leasing opportunities for equipment 1.4 Contact private foundations (e.g. Kresge, etc.) 1.5 Contact city of Madison representatives about resources. 1.6 Work with accountants, attorneys to track federal tax incentives eligibility (x sq ft @\$1.80/sq. ft = \$x00,000). 1.7 Track GHG offset production for future sale, marketing.
<p>2.0 GREENLaB</p>	<p>2.0 Plan and facilitate GREENLaB: Arts Incubator</p>
<p>3.0 LEED® certification</p>	<p>3.0 LEED® certification</p> <ul style="list-style-type: none"> 3.1 Register project with U.S. Green Building Council. 3.2 Work with project team to implement LEED program. 3.3 Provide guidance to achieve LEED certification. 3.4 Provide all necessary documentation for LEED certification. 3.5 Submit project for LEED certification.
<p>4.0 GCx—Green Commissioning</p>	<p>4.0 GCx—Green Commissioning Perform fundamental systems commissioning to comply with LEED EA-PRQ 1</p> <ul style="list-style-type: none"> 4.1 Design input 4.2 Architectural Document Review 4.3 MEP Document Review 4.4 Bid Package Review 4.5 Onsite visits 4.6 Systems testing <p>Note: Does NOT include enhanced third-party commissioning</p>
<p>OPTION 4.7</p>	<p>OPTION 4.7 Enhanced third-party commissioning Perform Commissioning by independent third-party engineering firm to fulfill requirements of LEED EA Credit 3.</p>
<p>5.0 Energy Modeling</p>	<p>5.0 Coordinate with utility programs, MEP contractor to coordinate energy modeling for utility incentives, federal tax incentives, and LEED certification. Note: MEP to perform energy modeling, utility programs and 360GREEN to review model performance and make recommendations to improve building performance.</p>
<p>6.0 Branding</p>	<p>6.0 Branding</p> <ul style="list-style-type: none"> 6.1 Coordinate green building messaging of project for marketing and PR purposes. 6.2 Document innovations in design and construction practices to include in materials.

Paul Fricken
12 South 2nd Street
Madison, WI 53704
(608) 354-5339 * pfricken@hotmail.com

September 10, 2007

Mark Clinger
Department of Planning, Community & Economic Development
City of Madison
P.O. Box 2985
Madison, WI 53701

RE: Support of Common Wealth Development's Madison Arts Incubator

Dear Mr. Clinger:

I believe Common Wealth Development's Madison Arts Incubator can be a center of creative energy and enterprise for our community, and I am willing to lend my fundraising skills and passion for the arts to help make it happen.

Before moving to Madison in 2004, I spent fifteen years living on the East Coast and working in the arts and non-profit sector. My last job in New York City was Director of Development for the Callan-Lorde Community Health Center where I was responsible for raising \$500,000 annually through private fundraising channels including special events, direct mail, and major donor cultivation and stewardship. Other previous employers include the Brooklyn Philharmonic Orchestra, Nikolaic/Louis Foundation for Dance, and Rutgers University's Maxm Gross School of the Arts.

I would like to work with CWD in developing funding strategy, and then participate in the actual effort to generate support from individual donors and other members of the private sector.

Over the years I have been fortunate to witness the power of the arts to stir passion, promote discussion, and drive imagination. The Madison Arts Incubator would be a tremendous asset to our community. I hope that Common Wealth Development's dedicated staff, Board of Directors and volunteers will have the opportunity to work together to realize this project.

Sincerely,

Paul Fricken

To Whom It May Concern:

Work Opportunities in Rural Communities, Inc. (WORC) is pleased to have the opportunity to write in support of the Art Incubator project as being proposed by Common Wealth Development Corporation. WORC has been a successful private, non-profit entity for more than 25 years. We are the oldest provider of community based vocational support for persons with cognitive disabilities in Dane County. In June 2007, WORC commenced operation of the Artworking program, a new initiative designed to support artists with cognitive disabilities that wish to seek a vocation in the field of visual and creative arts. Artworking currently occupies 2,200 square feet of commercial space on W. Broadway in Monona where it provides resources, workspace and mentorship to its member artists.

Pending the approval and subsequent development of the Art Incubator, Artworking would like to relocate all or part of its operation to the Garver Feed Mill site. Artworking anticipates substantial growth over the next three years and we believe that we would make a desirable anchor tenant in the Art Incubator. Artworking can make a major contribution to the diversity of the Art Incubator by providing natural opportunities for professional artists, both with and without disabilities to form relationships and exchange ideas and perspectives. Additionally, at the Garver site, the Artworking program would contain resources such as a silkscreen studio or relief presses that would be available to other Art Incubator tenants during lower use periods. We estimate that we would be interested in occupying between 1,300 to 2,000 square feet at the Art Incubator and would expect to pay competitive lease rates.

In closing, we believe that the Art Incubator is a key ingredient for helping Madison to sustain a vital community of arts professionals. By being a part of this project, WORC and the Artworking program can also help grow this community while adding to its rich variety.

Sincerely,

A handwritten signature in black ink, appearing to read 'Lance Owens', with a horizontal line extending to the right.

Lance Owens
Program Director
Artworking
1945 W. Broadway Suite 100
Madison, WI 53713
lancebug@hotmail.com

Marcia Miquelon
106 Grand Ave.
Madison, WI 53705
(608)238-6561
marcianitaus@yahoo.com

Sept. 10, 2007

Mark Olinger, Director
Dept. of Planning & Community & Economic Development
Madison Municipal Bldg.
215 Martin Luther King Blvd.
Madison, WI 53701

Dear Mr. Olinger,

I am writing to express my full support for Common Wealth Development's proposal to transform the Garver Feed Mill site into an arts incubator facility. I can think of no better use for this beautiful building than for it to assist artists, entrepreneurs and arts administrators in their careers and in their lives as creative citizens.

I write as a collective member, dancer, choreographer, teacher and project manager for Cycropia Aerial Dance, a modern dance company that explores suspended dance through the use of aerial apparatus. Over the past eighteen years, our company has managed to build up a broad, diverse and enthusiastic base of fans, students and supporters despite the lack of a permanent rehearsal facility. We have been looking for a facility like Garver, with the potential to accommodate our unique rigging needs and the location to tap into our "fan base" (many of whom live on the near East side), ever since losing our first "home," the historic Turner Hall, in 1996. After a decade of searching, saving and planning, we are ready to move to the next level as an arts organization and are tremendously excited about the potential for expansion and collaboration with other artists and community groups that a project like the Madison Arts Incubator holds.

I also write as a promoter, teacher and organizer of circus-arts programming for area youth. Six years ago, I co-founded a circus arts day camp called "Let the Wild Rumpus Begin!" in Mazomanie, WI. This has proven to be a wildly successful and popular program and ironically, many of our "regulars" carpool out to Mazomanie from Madison's near east side! Through part-time work with the Wisconsin Youth Company, a Madison-based non-profit, I also direct an annual, full-scale youth circus performance at the Monona Terrace Convention Center and am developing more year-round and after-school circus arts programming.

The broad appeal of the circus arts, their ability to tap into the imagination and our region's history and to cross boundaries of social classes and artistic disciplines has proven to be a great way to involve kids and families in the arts and to develop such important life skills as discipline, teamwork and leadership. It is my personal dream to see kids unicycling to their trapeze and clowning classes on the bike path, entertaining visitors to Olbrich Gardens and the arts incubator project as they practice outside on their stilts, and having access to a facility where they could be involved in circus and other artistic endeavors throughout the year. This is a fanciful image, perhaps, but to me it captures the unique character of the neighborhood and of our city.

I firmly believe that the arts are an indispensable part of a desirable, livable community, and that the arts can contribute greatly not only to the social fiber but also to the economic vitality of a region. Common Wealth Development has proven that it can envision and realize business incubator projects that have a positive impact on the community, and its proposal seems to fit very well with the criteria for development of the Garver Feed Mill that were laid out by the city. If they are given the opportunity to develop Garver as an arts incubator, I and the arts organizations I represent will be excited to work towards its success.

Sincerely,

Marcia Miquelon
Cycropia Aerial Dance (www.cycropia.org)
Mazomanie Movement Arts Center/Wild Rumpus Circus Camps (www.mazomiac.com)
Wisconsin Youth Company (www.celebratingyouth.org)

Mark Olinger
Department of Planning, Community & Economic Development
City of Madison
P.O. Box 2985
Madison, WI 53701

September 11, 2007

Dear Mr. Olinger,

I am writing this letter in support of the proposed Madison Arts Incubator project. I am a ten-year resident of Madison and an active member of the arts community. An incubator space for the arts— as opposed to simply providing cheap studio space— is essential for growing and maintaining our creative community.

I came to Madison from Chicago. At that time I was running a graphics arts company with my co-founder and partner Amy Cahill. Interestingly, we made our home base the Madison Enterprise Center on Baldwin Street. Our business flourished and in 2000 we successfully sold it in order to pursue other artistic goals. I am now in my final year of obtaining a masters degree in fine art from the UW-Madison. I mention this because over the past three years I have watched nearly every MFA graduate leave Madison after graduation. Their reasons include: inadequate studio space; lack of cooperative space (such as a co-op print shop; ceramics facility; glass blowing facility; etc); and lack of cross-pollination with the larger art world.

A facility such as the Arts Incubator could go a long way in retaining this creative force. Companies such as Promega, Third Wave Technologies, and Tomotherapy have started and stayed in Madison. All these founders/researchers are connected with the UW. They have all had the opportunity to locate their businesses elsewhere. They stay in Madison because we (the city and the University) have conscientiously built a supportive foundation for start-up technologies. This includes space (the Science Research Park), and funding (such as venture capital, WARF, etc.) These companies also locate in Madison for its excellent lifestyle, cultural programs, schools, and natural beauty.

We can do the same for the arts, but only by retaining and supporting our talent. Madison is at a fabulous nexus between that of a big town and a small city. An arts incubator would not only support our emerging talent from the University, but it could also encourage cross-pollination with national and inter-national artists through residencies and workshop programs.

I look forward to helping with this project in any way that I can.

Sincerely,

Chele Isaac



NEXT GENERATION CONSULTING



211 S. Parkerson St. Suite 1013, Madison, WI 53703 • 888.822.3798 • nextgenerationconsulting.com

September 7, 2007

Mark Olinger
Department of Planning, Community & Economic Development
City of Madison
P.O. Box 29815
Madison, WI 53701

Dear Mark,

Next Generation Consulting strongly supports Common Wealth Development's efforts to transform the Garver Feed Supply building into an arts incubator.

Since 1998, our firm has surveyed over 24,000 young professionals about where they live and work. A key finding of our research is that three out of four people under the age of 28 say that where they live is more important than where they work.

What's more, a vibrant Creative economy – including an active, self-supporting arts community – is central to a city's ability to attract and keep young talent. An arts incubator will extend Madison's reputation as a "cool" place to live and work to young talent, and will help Madison compete with Austin, Portland, Boston and others for this scarce resource.

Our firm has now worked with over a dozen cities, regions and states on strategies to attract and retain next generation talent. We know that it can be difficult for mayors and cities to make direct impact on economic development efforts. Supporting Common Wealth Development's adaptation of the Garver Feed Supply building to an arts incubator is one important, direct contribution the city can make to the region's economic development.

Finally, our firm assisted Common Wealth Development with some of the research it needed to complete its feasibility study for an arts incubator. I personally conducted all of the focus groups with Madison-area artists. I met women and men who make their livings from their art. They pay taxes, love Madison, and in some cases, create jobs for others. I was overwhelmed by the absolute shortage of workspace that addressed their needs.

For all of these reasons – and because I, too, love Madison and want to see it attract the world's best talent – I strongly support Common Wealth Development's plan to transform the Garver Feed Supply building into an economic engine for our community.

Respectfully,

Rebecca Ryan
Founder and CEO



Dear Mark Olinger:

Madison is in need of an Art Incubator which would provide Madison area artists with affordable studio space. Supporting local artists benefits the community on many levels and the Garver Feed Mill has the potential to be turned into a space that would do just that.

As a Madison artist, I totally support the concepts and goals being drawn up for the Madison Arts Incubator by Common Wealth Development, Inc. It obviously would be of benefit to artists, would provide a way for the community to interact with the artists as well as help to stimulate local businesses.

This is an exciting time for Madison artists which can only be enhanced with community involvement.

Sincerely,

Monique J. Isham

Madison Artist
Member of Wisconsin Painters & Sculptors/Wisconsin Artists for All Media
Moderator for Madison Area Artists group listserv

Department of Planning, Community & Economic Development
City of Madison
P.O. Box 2985
Madison, WI 53701

September 10, 2007

To Whom It May Concern:

I am pleased to write this letter in support of Common Wealth Development's proposed Arts Incubator at Garver Feed Mill. The development plan that Common Wealth proposes meets many needs for Madison artists, youth and general public. The space will not only feature studio space for artists to utilize as individuals and in collaborative groups, but will also offer community classes and educational programs in a variety of mediums. This is important because there are few affordable, multi-purpose art spaces that can be used for both professional and community development. Additionally, there is a need for arts-focused education to happen at the community level; particularly now when local school districts are overtaxed and fine arts opportunities are continually cut from classroom curricula. The proposed Arts Incubator provides an incredible opportunity for local working artists to provide educational programming to Madison's youth during and out of school.

As a member of Madison's Pickle Bear Art Club (a collaborative arts group made up of individuals with and without disabilities) and the Field Services Director at *VSA arts of Wisconsin*, I can attest to the need for accessible and affordable studio space for artists with disabilities. Members of Pickle Bear Art Club would definitely be interested in using the common spaces, including workshop space and the gallery. Additionally, *VSA arts of Wisconsin* would be interested in renting space to host our annual Call for Art exhibit and conduct educational workshops for Madison students with and without disabilities.

I'm very excited to support this project. It will be a great asset to Madison's growing arts community!

Sincerely,

Alexis London
Field Services Director, *VSA arts of Wisconsin*
Artist Member and Co-Founder, Pickle Bear Art Club

Garver Feed Mill – RFP Clarifications



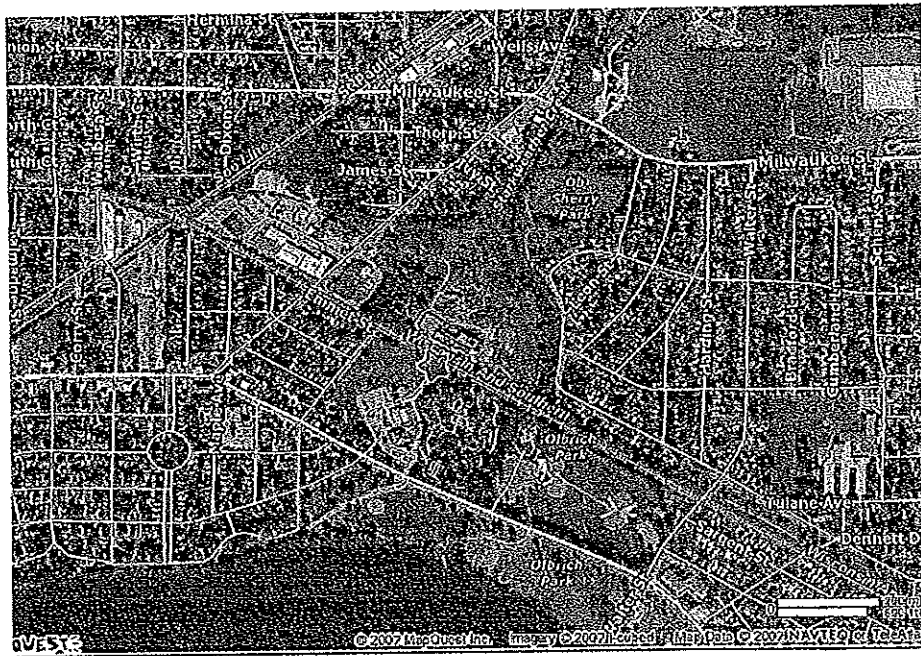
Submitted
By
Common Wealth Development

February 15, 2008

1. What is your strategy to address parking needs while being responsive to the concerns of the neighborhood, the Garver Feed Mill Committee, and Olbrich Botanical Gardens (OBG)?

Common Wealth's plan for addressing parking needs for the Garver Arts Facility is guided by the following strategies:

- Convening an Olbrich Area Parking and Transportation Committee.
- Developing collaborative alternative transportation initiatives.
- Utilizing existing parking in the area.
- Collaborating with OBG to coordinate special event parking needs for both facilities.



Olbrich Area Parking and Transportation Committee

An aerial map clearly illustrates that the Garver building is part of a larger community composed of the greater Olbrich Park complex and surrounding neighborhoods. We see parking and transportation for the Garver Arts Facility in this larger context and see ourselves as active participants in an on-going process to address these issues. We propose creating an Olbrich Area Parking and Transportation Committee composed of representatives from Olbrich Botanical Gardens, City of Madison Parks, SASY Neighborhood Association, Friends of Starkweather Creek, Common Wealth Development and other stakeholders to arrive at a final Garver Arts Facility parking plan and to address Olbrich Area parking and transportation issues into the future.

Common Wealth understands that on-site parking for the Garver Arts Facility will be the result of negotiations among all concerned stakeholders with final approval by the Madison Common Council. Each of these stakeholders will have a unique set of issues and concerns around parking and a commitment to good faith participation in the process and creative problem solving are critical to arriving at a workable solution. We see many opportunities: to collaborate with Olbrich Botanical Gardens on alternative transportation initiatives and shared parking, to work with the City of Madison to more fully utilize existing parking lots in Olbrich Park and to work with neighborhood groups on issues such as a safe Atwood Avenue pedestrian crossing and creative parking solutions.

We met with Si Widstrand, Parks Development Manager, on January 31, 2008 to discuss the current parking stock in the area and discussed parking during several conversations with Roberta Sladky, Director of Olbrich Gardens.

We met with Mike Barrett on November 1, 2007 to discuss parking at the Garver Arts Facility. Mike is the President of Urban Thoreau LLC; a consulting firm with expertise in livable communities and sustainable transportation. We appreciate Mike's willingness to share his expertise and creative parking ideas.

We also received a Garver Arts Facility parking concept and site design proposal developed by Mike Barrett, John Steines and Betty Chewning, all members of the Friends of Starkweather Creek. We look forward to working with them and other stakeholders to arrive at a final parking plan.

Alternative Transportation Initiatives

We will collaborate with Olbrich Botanical Gardens on alternative transportation initiatives that will benefit users of both facilities as well as the surrounding neighborhoods.

Community Car – We are committed to hosting a Community Car at the Garver Arts Facility. By offering business tenants, artists, neighborhood residents and OBG staff access to an on-site vehicle, we expect to reduce the number of cars driven in the area and to the facility on a daily basis. For example, an artist could bike to the facility and use the Community Car during the day to pick up art supplies. Similarly, an employee at a business could take the bus and use the car during the day for a cross-town meeting. Community Car users will pay only a small application fee and be billed only for actual usage by the hour. We will explore buying large lots of hours at a discounted rate and pass those rates onto the building tenants. (Please see Garver Arts Facility Community Car Sponsorship proposal in Addendum A on page 13.)

Bikers – The Garver Arts Facility is located right off a popular bike path that links to connecting bike routes and paths. Bikers will easily access the facility from both Sugar Avenue and Fair Oaks Avenue. We will provide both covered and uncovered bike racks located in various spots around the building for visitors and building tenants. Showers on the third floor will serve bikers who commute to the building. We will also explore installing bike lockers.

Pedestrians – The bike path is also used by pedestrians, particularly by neighborhood residents as a safe and pleasant walking route. Pedestrians will easily access the facility from both Sugar Avenue and Fair Oaks Avenue. Crossing Atwood Avenue is currently a pedestrian challenge as up to four lanes of accelerating traffic must be crossed. The nearest stop light controlled pedestrian crossing is located at Fair Oaks Avenue. If and when traffic islands are installed, pedestrians to the west will more easily access OBG and the Garver Arts Facility. We will work to support this initiative.

Bus Riders – Olbrich Botanical Gardens and the North Plat is currently served every 30 minutes by two bus route stops located in front of OBG on Atwood Avenue and on Fair Oaks

Avenue. Garver Arts Facility will provide pedestrian access from Fair Oaks, enhancing bus rider access to Olbrich Botanical Gardens. Currently the only weekend bus service to OBG is on Fair Oaks Avenue. When the proposed Madison Metro Small Business Bus Pass Program is approved, we will look at how Garver Arts Facility and tenants might participate.

We will work with OBG to look at ways to make the bus shelters more inviting and interesting. For example, we could apply for a grant to build artist designed bus shelters.

Electric Tram – Visitors will be able to access both OBG and the Garver Arts Facility by taking a pedestrian access path or an electric cart tram that will have regular stops throughout the gardens and at the Garver Arts Facility.

Canoe/Kayak – We will explore with the City of Madison the possibility of building a quiet water craft landing on Starkweather Creek. This could be used by visitors to the Garver Arts Facility, Olbrich Botanical Gardens and the North Plat.

Promotion Ideas – The Garver Arts Facility will promote alternative transportation access to the building when Internet visitors search for directions. This could include bus route information with a link to Madison Metro, bike routes and bike rack locations, and safe pedestrian crossing information. We will also highlight off-site special event parking alternatives.

We will create alternative transportation Intra-building promotion events. For example, Garver Arts Facility tenants who arrive at the building using an alternative transportation mode for a certain number of days in a month would receive prizes such as free lunch at the cafe. We could also coordinate with the Bike to Work week promotional events.

We are open to suggestions and creative ideas on how to promote and incorporate alternative transportation into the Garver Arts Facility!

Utilizing Existing City Parking

We are interested in exploring how the Garver Arts Facility might utilize existing area parking for both weekday and special event parking. We propose that this exploration will be part of the work of the Olbrich Area Parking and Transportation Committee.

We met with Si Widstrand, Parks Development Manager, on January 31, 2008 to discuss the current parking stock in the area including Olbrich Park parking lots and on-street parking. Olbrich Park currently serves primarily the following uses: Olbrich Botanical Garden, motor boating, fishing, soft ball and soccer leagues and winter sledding and skating. Si provided us with City of Madison Parks' Olbrich area parking data.

The parking inventory listed below is located within about ¼ mile of the Garver Arts Facility and may be available for weekday parking.

Weekday Parking Inventory

- Olbrich Botanical Gardens: 155 public single stalls and 15 staff single stalls (not available)
- Lakeland Avenue & Atwood Avenue (at base of sledding hill): 60 single stalls (not available during winter sledding season)
- Starkweather Creek Boat Landing:
 - 7 handicap single stalls
 - 50 single stalls
 - 2 handicap boat trailer only stalls
 - 7 boat trailer only stalls
 - 47 double length stalls that could accommodate 47 boat trailers or 94 cars
- Lake Monona Boat Landing: 6 single cars and 34 car/trailer

- Street parking within ¼ mile radius: 318

On the weekends and weekday evenings during the summer, the boat landing parking lots are heavily used, particularly if the weather is good. The parking lots located across Atwood Avenue currently do not have safe pedestrian access. Street parking needs to be further investigated regarding any existing restrictions and the current level of use. It is our assumption that daily parking needs for the Garver Arts Facility will not be met by using the existing OBG parking lots.

The following parking is located more than ¼ mile of the Garver Arts Facility and might be available for special event parking.

Special Event Parking Inventory

- Olbrich Beach: 125 cars
- Walter Street: 4 handicap stalls, 34 single stalls, 16 double length stalls (16 boat trailers or 32 cars)

These two lots are used primarily by recreational users on summer evenings and weekends.

Another future area to explore is allowing street parking on Atwood Avenue which would create both more parking spaces and hopefully slow down traffic.

Collaborating with OBG to Coordinate Special Event Parking

We define Garver Arts Facility special events as events where attendance is greater than 175 visitors per hour. These could include the following: city-wide Gallery Nights, Open Studio events, Children's Art Day, etc. These special events would be promoted to the general public.

The Garver Arts Facility will work closely with Olbrich Botanical Gardens to coordinate special event scheduling and offer them use of our parking lot whenever possible. It is likely that both the Garver Arts Facility and OBG will have Holiday special events occurring on some of the same days. When there are concurrent special events we will work together on traffic management plans to direct attendees to other lots and street parking. This is currently done during the Madison Audubon Art Fair in early May that typically draws between 4,000 – 5,000 attendees. Volunteers manage and direct traffic for this event.

2. Estimate the minimum number of parking stalls needed for the proposed use(s). Explain the methodology used to arrive at this estimate of needed parking spaces, understanding that there is a desire to minimize parking as much as possible. How many cars are estimated for each proposed use?

Guiding principles for Garver Arts Facility parking plan:

- Minimize on-site parking for office and artist tenants
- Provide adequate on-site parking for non-special event visitors
- Eliminate over-flow parking

Minimize on-site parking for business and artist tenants

The Garver Arts Facility as proposed has 66,730 sf of net leasable space (page 78 of the Garver Arts Facility RFP).

The Garver Arts Facility will have 40 artist studios and we propose offering 1 parking stall per studio. We estimate that there will be 45-60 artists, so some artists will need to park off-site.

We made the following assumptions: 10% of the artists will live within 2 miles and use alternative modes of transportation; on any given day, 60% of the Type 1 studio (smaller studios designed for 2D) will be working and on any given day, 75% of the Type 2 studio (larger studios designed for 3D) will be working. We expect that most of the Type 2 studios will be shared by at least two artists.

Common Wealth proposes offering market rate office tenants 1 stall per 500 square feet rather than the zoning code parking requirement of 1 stall per 300 square feet. This is the amount of parking in combination with our alternative transportation initiatives we believe will attract the tenants we need to ensure the long term financial viability of the Garver Arts Facility.

Common Wealth believes that the Garver Arts Facility will attract office tenants who are committed to both sustainable development and transportation. We run two successful business incubators that provide minimal on-site parking for business tenants and we have experience in managing permitted parking. We plan to offer a limited number of short-term tenant parking spaces to give non-permitted parkers the opportunity to make pick-ups and drop-offs before they move their vehicle to off-site parking.

Garver Arts Facility staff and café staff on-site parking will be limited to a total of 4 parking spaces. Additional Garver Arts Facility staff and cafe staff will be required to park off-site if they arrive by car.

Provide adequate on-site parking for non-special event visitors

The Garver Arts Facility will be a public facility that will serve Madison area residents and visitors. Common Wealth's parking projections assume that the Garver Arts Facility provides adequate non-special event parking for Garver Arts Facility visitors. It is important that visitor parking is not undersized as that would compromise public access to and use of the Garver Arts Facility as well as negatively impact OBG parking. The Garver Arts Facility will coordinate special event parking with Olbrich Botanical Gardens.

Eliminate over-flow parking

We have eliminated the 76 stall over-flow parking area proposed by Common Wealth in the Garver Arts Facility Proposal submitted September 14, 2007.

Garver Arts Facility Parking Estimates

Common Wealth started a parking analysis by reviewing the current applicable zoning code parking requirements for the Garver Arts Facility proposed uses where possible. Please note that we could not find parking requirements that could address general visitors to the Garver Arts Facility. (Please see Addendum B on page 14.) This gave us a starting framework for addressing parking estimates that we then reworked with the goal of minimizing parking as much as possible. In addition to eliminating the originally proposed 76 over-flow parking spaces, we have eliminated 30 spaces from the main parking lot for the Garver Arts Facility.

The Garver Arts Facility proposed parking estimates are a starting point for arriving at the final on-site parking and transportation plan. We understand that on-site parking for the Garver Arts Facility will be the result of negotiations among all concerned stakeholders with final approval by the City of Madison Common Council.

The configuration and site placement of the parking for the Garver Arts Facility will be addressed by the Olbrich Area Transportation and Parking Committee. We are open to suggestions for how best to place parking to minimize the impact on the site.

Below are tables that break down Garver Arts Parking Estimates by time periods:

- Weekday (Monday -Friday 9-5)
- Weekday Evening (Monday-Friday 5-10 pm)
- Weekends (9 am – 10 pm)

Each table details estimated parking by use followed by assumptions.

Please note that Garver Arts Parking Estimates assume **peak** non-special event public use:

- Meeting Room in use
- Workshop Room in use
- Performance Space in use
- Visitors viewing gallery show, visiting working artists, patronizing restaurant and gift shop

For example, a community group is using the Meeting Room, there is a community art class in the Workshop Room, a dance group is performing in the Performance Space and there is a gallery opening underway.

Garver Arts Facility Estimated Weekday (Monday-Friday 9-5) Parking Needs		
Category	Parking Stalls	Assumptions
Office Space	38	1 Stall per 500 SF
Artist Studios	23	10% alternative transp., 60% of Type 1, 75% Type 2 working
Restaurant Inside	8	Majority of lunch diners included in tenant & visitor counts
Restaurant Outside	2	Summer lunch diners more likely to walk or bike
Restaurant Staff	2	Additional staff required to park off-site during day
Meeting Room	8	Meeting Room Use will vary on daily basis
Workshop Room	7	Workshop Room use will vary on daily basis
Gallery/Museum	0	Included in visitor count
Performance Space	0	Performances take place in the evening or on weekends
Garver Facility Staff	2	Additional staff required to park off-site during day
Service/Maintenance	2	Spaces for service or maintenance vehicles
Community Car	1	Reserved stall
Short Term	7	Short term parking for building tenants
Visitors	40	Assumes 2.5 visitors per car/avg. 100 visitors in building
Total	140	

**Garver Arts Facility
Estimated Weekday Evening (5-10pm) Parking Needs**

Category	Parking Stalls	Assumptions
Office Space	6	Most business tenants will not be working
Artist Studios	10	25% of artists with parking permits (40) will be working
Restaurant Inside	8	Majority of diners included in visitor counts
Restaurant Outside	2	Summer diners more likely to walk or bike
Restaurant Staff	2	Additional staff required to park off-site during day
Meeting Room	8	Meeting Room Use will vary on daily basis
Workshop Room	7	Workshop Room use will vary on daily basis
Gallery/Museum	0	Included in visitor count
Performance Space	38	Performances will take place during day or evening
Garver Facility Staff	2	Additional staff required to park off-site
Service/Maintenance	0	These spaces not needed evenings
Community Car	1	Reserved stall
Short Term	5	Less needed evenings.
Visitors	60	Assumes 2.5 visitors per car/avg. 150 visitors in building
Total	149	

**Garver Arts Facility
Estimated Weekend Parking Needs**

Category	Parking Stalls	Assumptions
Office Space	6	Most business tenants will not be working
Artist Studios	23	10% alternative transportation, 60% of Type 1, 75% Type 2 working
Restaurant Inside	8	Majority of diners included in visitor counts
Restaurant Outside	2	Summer diners more likely to walk or bike
Restaurant Staff	2	Additional staff required to park off-site during day
Meeting Room	8	Meeting Room Use will vary on daily basis
Workshop Room	7	Workshop Room use will vary on daily basis
Gallery/Museum	0	Included in visitor count
Performance Space	38	Performances will take place during day or evening
Garver Facility Staff	2	Additional staff required to park off-site during day
Service/Maintenance	0	These spaces not needed on weekends
Community Car	1	Reserved stall
Short Term	4	Less needed on weekends.
Visitors	60	Assumes 2.5 visitors per car/avg. 150 visitors in building
Total	161	

3. Please further describe the proposed lease or sale terms (Length of lease or purchase price of building) that are minimum requirements of the proposal, taking into account any financing mechanisms (tax credits, etc.) that the proposal anticipates.

Common Wealth Development proposes to lease the land under and adjacent to the Garver Feed Mill building for \$1 per year from the City of Madison and to purchase the building for a nominal sum of \$1.00. Common Wealth Development, Inc. (CWD) will be the developer, property manager, and principal and managing partner of the Limited Liability Corporation

(LLC) ownership entity. The for-profit LLC will be utilized to take advantage of New Market Tax Credits (NMTC) and Historic Tax Credits (HTC).

To utilize NMTC and HTC, and to secure financing for the project, Common Wealth must maintain an ownership interest in the building. New Market Tax Credits require a 7 year minimum ownership requirement. Historic Tax Credits require a 5 year minimum ownership requirement.

To secure debt financing, a minimum of a 30-year land lease is needed. Furthermore, it is unlikely that public and private grant sources and donors would invest in a project with less than a 30-year life.

At the end of the 30-year land lease, the City of Madison would have an option to purchase the Garver building for a negotiated price. If the City of Madison chooses not to exercise this purchase option, Common Wealth proposes that the land lease would be renewed for an additional 30 years.

4. Can the proposal provide OBG with their required space needs at no cost? Would this space be located within the Garver Building or at a separate location?

Common Wealth can offer OBG five years of free rent for 14,633 sf located in the west wing of the Garver Feed Mill building. The office space (#131), toilet rooms (#132 & 133), archival storage (#128) and bulb cooler (#129) would be finished as "white box" space. (Please see detailed description below.) OBG would be responsible for paying utilities. The equipment storage area (#130) would be raw space.

"White box space" - Constructing the interior partitions as shown on the concept plans for the Olbrich Space (warehouse & office). The interior would be dry walled and prime painted, all doors installed, (ceilings and floor finishes would not be installed) bathrooms completed and the fire protection system installed. The HVAC work would include interior distribution system and controls (final grills not installed). Electrical would include all final circuitry but not the light fixtures. The space would require a very modest cost to complete the finishes in the space.

Common Wealth can offer OBG this 5-year period of free rent by postponing the roof garden installation and required roof structural changes for a later stage of the project. At the end of 5-years, the City/OBG would have an option to rent, buy or vacate the space.

A less costly alternative approach to meet OBG's space needs would be to construct a stand-alone metal pole building. The cost for such a building is estimated to be in the \$80+ per sf. (14,000 sf would cost \$1.12 million minimum depending on details). The cost of renovating the Garver Feed Mill is estimated at \$123/sf.

- 5. Explain how the removal of OBG as a tenant and the absence of its lease payment affect the proposal. Provide evidence (proformas) that the proposal will be financially viable if one of the following occurs:**
- a. OBG's space needs are met by providing space in the Garver Building at no cost, or;
 - b. OBG's space needs are met by the construction of another facility (by the developer).

CWD can provide OBG free rental space in the west wing of the Garver Feed Mill for 5 years. To facilitate the free OBG rental space, Common Wealth Development would defer installation of the planned roof garden.

Please note the attached financial projections in Addendum C on page 15.

After the fifth year OBG would have an option to:

1. Continue to occupy and rent the space at a negotiated rate.
2. Vacate the space.
3. Purchase the west wing of the Garver Feed Mill as a condominium at a negotiated price.

- 6. If the proposal includes Tax Credits for financing, please elaborate on the exit strategy at the expiration of the tax credits. Who will own, govern, and manage the facility? How will the use restriction affect OBG's tenancy, if any?**

Common Wealth Development, Inc. (CWD) will be the developer, property manager, and principal and managing partner of the Limited Liability Corporation (LLC) ownership entity. As stated above, a for-profit LLC will be utilized to take advantage of New Market Tax Credits (NMTC) and Historic Tax Credits (HTC). At the end of the 7 year NMTC period, the for-profit investors will have utilized their tax credit benefits and will exit the LLC. CWD will continue to manage and operate the building as the sole member of the LLC. The exit strategy of the for-profit investors will not affect the day-to-day operations of the Garver Arts Facility.

The NMTC and HTC will not affect OBG's tenancy with the exception that no exterior modifications could be made to the building without prior written approval.

- 7. Please describe your development strategy related to a capital campaign. How might your efforts complement those of Olbrich Botanical Society?**

Common Wealth Development has mapped out a detailed capital campaign strategy for seeking both public and private sources for the Garver Arts Facility. Common Wealth has 29 years of experience raising funds for development projects. The public funds phase of our Garver Arts Facility capital campaign will involve seeking federal grant dollars from several economic development/art sources – HUD Economic Development Initiative, the Office of Community Services and the Economic Development Administration. We will also seek capital funds from the Wisconsin Department of Commerce.

Common Wealth is committed to coordinating with Olbrich Botanical Society on the timing and logistics of our private capital campaign for the Garver Arts Facility so that our campaigns complement each other. We believe that our Garver Arts Facility will attract a unique set of national and regional foundation donors who support the arts and economic development. We have identified a number of these foundations. Common Wealth also plans to contract with a professional fundraising firm to assist us with our capital campaign.

- 8. How will OBS, OBG and the City be protected in the event of a default either to a mortgage lender or the City?**

Common Wealth proposes that a land use agreement or restrictive covenant, with the City of Madison as the beneficiary, could be drafted that would require the building to be used in certain ways. If a change of use is proposed that does not comply with this covenant language, the City would have an option to purchase the building. This would protect OBS, OBG and the City of Madison in the event of a proposed change in use or a default.

9. How will the proposed facility be governed and managed, and will outside parties (OBG, OBS, the City, neighborhoods, etc.) be involved? What governance structure will you enact to guarantee continued collaboration with OBG and by extension, with the larger community?

Common Wealth proposes that the Garver Arts Facility be owned by a single asset Limited Liability Corporation (LLC) with Common Wealth Development as the managing partner.

All Garver Arts Facility staff will be Common Wealth employees and will be hired when the facility opens. Common Wealth Development's Management Team, Executive Director Marianne Morton and Financial Manager, Ted Parker, will supervise the Garver Arts Facility Director. (See detailed staffing plan on page 67 of the Garver Arts Facility proposal.)

The Garver Arts Facility Director will develop a close working relationship with the Olbrich Botanical Gardens Director and staff to facilitate collaborations and coordinate special events. We propose that the Garver Arts Facility Director and Olbrich Botanical Gardens Director meet at least monthly in addition to on-going communications.

Common Wealth Development has a 29-year track record of working cooperatively with the community on all of our projects. In addition to convening the Olbrich Area Parking and Transportation Committee, we will establish the Garver Arts Facility Advisory Council that will meet quarterly. Common Wealth will invite representatives from all interested stakeholders groups to serve on the council.

10. Provide a detailed plan ensuring that the landscaping of the property will be to the same standards set by Olbrich Gardens in their landscaping. Identify resources required to ensure that this landscaping is maintained over the long-term.

Common Wealth will contract with Olbrich Botanical Garden's horticultural staff to design sustainable and beautiful landscaping for the Garver Arts Facility. This landscaping plan will be a key element in the sustainable design of the Garver Arts Facility. We look forward to working with OBG and other stakeholders to arrive at the final landscape design.

We will contract with OBG or a private landscaping company (to the standards of OBG) to maintain the landscaping. We have revised the Garver Arts Facility operating statement to provide on-going funding for landscape maintenance.

Landscaping design goals for the Garver Arts Facility:

- Connect the Garver Arts Facility and Olbrich Botanical Gardens
- Emphasize native plants
- Minimize water use
- Maximize storm water retention

Connect the Garver Arts Facility and Olbrich Botanical Gardens

It is important to create attractive landscaping that connects the Garver Arts Facility and Olbrich Botanical Gardens. This landscaping will invite people to move between facilities and enhance the visitor experience.

Emphasize native plants

Plants native to South Central Wisconsin, such as tall grass prairie species, could be emphasized. These prairie plants could be featured on the north side of the building as a transition zone to the undeveloped area.

Minimize water use

The Garver Arts Facility will be a sustainable development designed to minimize water use throughout all its operations. Choosing hardy, heat resistant plantings will reduce the need to water plantings. Beds will be heavily mulched to retain moisture and suppress weeds.

Maximize storm water retention

Incorporating rain gardens and bio-swales into the landscape design will be the key element of on-site storm water management. We will also explore the installation of a cistern that would capture storm water for watering plantings. These elements will be part of a self-guided tour of the building and site sustainable features.

**ADDENDUM
A**



Car Sponsorship Common Wealth Development – Garver Arts Facility

Sponsoring a Community Car for Garver Arts Facility offers a variety of benefits. Common Development can decrease parking demand at Garver, while providing an incentive and unique service to the businesses, artists, and neighborhoods who take advantage of the facility.

- **Reduce parking demand** – If parking space is limited, having a Community Car on-site can increase busing, biking, and carpooling frequency by offering the freedom of car use. Artists and business tenants will feel more comfortable leaving their cars at home and using alternative transportation to travel to Garver, knowing that they have access to a vehicle for errands, meetings, and last minute needs that arise while they are at Garver.

On average, members drive 50% less upon joining a car sharing organization because they bus, bike, walk, and carpool more often. At Community Car, 57% of members have been able to avoid the purchase of a car, while 22% have either sold or intend to sell a car.

- **Encourage the spirit of community and greener living** – Community Car can build upon the sense of community at Garver by bringing people together through a shared resource and collective effort to live a greener lifestyle.
- **Receive media exposure** – Through a partnership with Community Car there would be many marketing and publicity opportunities.
- **Offer the neighborhood a positive service** – The surrounding neighborhood will appreciate your proactive approach to parking issues and traffic congestion. Community Car can be a gift from Common Wealth Development to the neighborhood.

Through the Car Sponsorship, Community Car provides all the amenities needed for a successful car sharing service at Garver, including fleet management, customer support and marketing.

- Insurance
- Hybrid car lease
- Gas
- Free Application Fee Coupons
- 24 hour reservation service
- 24 hour help line
- Maintenance/Repairs
- Member application process
- Member Orientation
- Marketing staff time
- Usage reports for the Garver vehicle

We would enjoy the opportunity to work with Common Wealth to bring Community Car service to the Garver development. Please feel free to call Amanda White, Vice President, for more information at 608.204.0000 or email amanda@communitycar.com.

**ADDENDUM
B**

Category	City of Madison Zoning Code Parking Requirement	Proposal Space	Zoning Requirements Parking Stall Count
Office Space	1 Stall per 300 SF	18585 SF	.62
Restaurant	# Stalls = 30% Room Capacity	60 People	18
		25 Outside	8
Meeting Room	# Stalls = 30% Room Capacity	1176 SF	8
		@ 50 SF/Person	
Workshop Room	# Stalls = 30% Room Capacity	845 SF	6
		@ 50 SF/Person	
Art gallery/Museum	1 stall per 800 SF	3679 SF	5
Performance Space	1 Stall per 4 Seats	150 Cap	38
		4216 SF	
Art Studio Space	1 Stall per 2 Employees	40 Studios	20

**ADDENDUM
C**

Common Wealth Development
Garver Arts Facility

RENT ROLL, revised on 02/11/08

LOCATION	area in sf		RENT/SF	Annual Rent	
TYPE 1 ART STUDIOS	13,214 sf	20%	\$ 10.00	\$ 132,140	18%
TYPE 2 ART STUDIOS	8,397 sf	13%	\$ 10.00	\$ 83,970	12%
MARKET RATE OFFICE	18,585 sf	28%	\$ 20.00	\$ 371,700	51%

COMMON/SPECIAL:

PERFORMANCE/PRACTICE	3,084		\$ 12.00	\$ 37,008	
KILN ROOM	1,008		\$ 10.00	\$ 10,080	
MEETING ROOM & WORKSHOP ROOM	1,176			\$ 16,000	
GIFT SHOP	848				
GALLERY	748		\$ 10.00	\$ 7,480	
CAFÉ & KITCHEN	1,414		\$ 5.00	\$ 8,115	
CAFÉ & KITCHEN 3% GROSS			\$ 10.00	\$ 14,140	
SPECIAL EVENTS/ATRIUM	2,000		\$ 18.00	\$ 9,000	
Sub-Total	11,901 sf	18%		\$ 137,823	19%

Olbrich Botanical Gardens

Free rent to OBG for a 5 year period.

BULB COOLER	225				
ARCHIVAL STORAGE	1,300				
STORAGE EQUIPMENT	10,000				
OFFICE	3,000				
TOILET	108				
OBG TOTAL	14,633 sf	22%		\$ -	0%

Building net leaseable area \$ 66,730 100%

GROSS POTENTIAL INCOME \$ 725,633 100%

11-Feb-08

GARVER ARTS FACILITY: INCOME & OPERATING EXPENSE PROJECTION:

Gross Potential Income		725,633
less vacancy loss	10%	<u>(72,563)</u>
		653,070
+ Utility Reimbursements		<u>68,333</u>
Effective Gross Income		721,403

OPERATING EXPENSES:

Administrative		
Office Expenses		8,400
Telephone		4,800
Fire protection Call Out Monitoring		300
Marketing/Advertising		<u>5,000</u>
Total Administrative		18,500
Employee Costs		
Facility Director		50,000
Marketing/Events Manager		42,000
Office Assistant		15,600
Maintenance Staff		25,520
Health Insurance		20,353
Payroll Taxes		<u>18,091</u>
Total Employee Costs		171,564
Building & Grounds Maintenance		
Building Maintenance Materials		7,500
Fire Protection		1,000
Elevator Maintenance		4,000
Janitorial		18,800
Lawn Care/Landscape Maintenance		10,000
Snow Removal		5,000
Waste removal		<u>4,000</u>
		50,300
Utilities:		
Water & Sewer		5,000
Natural Gas - heat & hot water		44,238
Electric- A/C		46,000
Electric-Common Areas lighting		<u>18,000</u>
Sub-total Utilities		113,238
Other:		
Accounting		5,000
Legal		5,000
Insurance		7,000
Real Estate Taxes	est.assessed value=	\$ 4,497,413
Replacement Reserve		<u>88,357</u>
Total Operating Expenses		26,123
		\$485,082
Net Operating Income (NOI)		\$236,321
Funds Available For Debt Service	DCR= 1.20	<u>\$196,934</u>
Cash Flow		\$39,387

Capital Budget
11-Feb-08

Common Wealth Development
Garver Arts Facility

Uses of Funds:

Cost

Acquisition		1
Rehab costs	per Vogel Brothers Construction	13,712,402
Construction contingency	10.00% of rehab cost	in above
Construction Management	2.50% of rehab cost	in above
Site work		in above
Landscaping		in above
Parking		
less deduct for the following items:		
Delete:	Structural upgrade to roof	(389,120)
	Roof Garden allowance	(266,421)
		<u>(655,541)</u>
Architect		411,372
FF&E		100,000
Engineering		20,000
Survey		10,000
Construction Insurance		10,000
Construction Interest		75,000
Real Estate Taxes		40,000
Environmental Assessment		12,500
Appraisal		5,000
Financing Fee		23,750
City Park fees		waived
Legal		50,000
Accounting		25,000
Title Insurance		5,000
Misc. Closing Costs		5,000
Holding Costs		32,075
Development Fee		1,055,855
Marketing		50,000
Rent up Reserve		420,000
Uses of Funds:		<u>\$15,407,414</u>

Sources of Funds: 2-8-08

1st MORTGAGE & NEW MARKET TAX CREDITS	\$4,750,000
HISTORIC TAX CREDIT EQUITY	\$3,374,557
WISCONSIN FOCUS ON ENERGY	\$250,000
PUBLIC GRANTS (NATIONAL, STATE & LOCAL)	\$3,300,000
PRIVATE GRANTS & FUNDRAISING	3,200,000
COMMON WEALTH DEVELOPMENT - DEFERRED DEVELOPMENT FEE	\$532,856
	<u>\$15,407,414</u>
SURPLUS (GAP)	\$0

Common Wealth Development
Garver Arts Facility

7 YEAR CASH FLOW
PROFORMA & REFINANCE

14-Feb-08

	Year						
	1	2	3	4	5	6	7
Vacancy rate	50%	30%	20%	10%	10%	10%	10%
Gross Potential Income	725,633	747,402	769,824	792,919	816,706	841,208	866,444
West Wing Income	-	-	-	-	-	160,513	165,328
less vacancy loss	(362,817)	(224,221)	(153,965)	(79,292)	(81,671)	(100,172)	(103,177)
+ Reimbursable	68,333	70,383	72,495	74,670	76,910	79,217	81,593
EGI	431,150	593,565	688,354	788,296	811,945	980,765	1,010,188
Operating expenses	485,082	499,635	514,624	530,062	545,964	562,343	579,213
Net operating income	(53,932)	93,930	173,730	258,234	265,981	418,422	430,975
less debt service	-	-	-	-	-	-	344,780
Cash Flow	(53,932)	93,930	173,730	258,234	265,981	418,422	86,195
Reserve Balance	366,068	478,301	675,946	967,978	1,282,358	1,764,898	1,189,338
+ Interest Income	18,303	23,915	33,797	48,399	64,118	88,245	59,467
Ending Balance	384,371	502,216	709,744	1,016,377	1,346,476	1,853,143	1,248,805
Initial Loan Balance	4,750,000	4,750,000	4,750,000	4,750,000	4,750,000	4,750,000	(750,000)
-Pay down amount from Reserves at Year 7	-	-	-	-	-	750,000	-
= Stabilized Loan Amount	4,750,000	4,750,000	4,750,000	4,750,000	4,750,000	(750,000)	(750,000)

Notes:

- 1) Income & Expenses increase at 3% per year.
- 2) 1st Mortgage Loan: 2% interest only for 7 years, begins to amortize in year 8.
- 3) Reserve Balance is used to pay down mortgage balance at end of year 7.
- 4) West wing becomes income producing space in Year 6 at an average blended rate of \$11.46/sf/year.

Long Term Supportable Debt Estimate

Interest Rate	7.00%
Amortization Period in Years	30
Mortgage Constant	0.079836
Affordable DS in Year 7	344,780
DCR in Year 7	1.25
Maximum Supportable Debt @ Year 7	4,318,587