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PROJECT NAME

Block 100 Foundation Project

[As used in this letter, the term "Project" refers to the Block 100 Foundation Project.]

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INTRODUCTION

The Project site is located on a portion of the 100 Block of State Street (Block 76 of the original plat of the City of Madison). The 100 Block of State Street is a triangular block located one block from the Capitol Square and bounded by State Street, North Fairchild Street, and West Mifflin Street. To the north of the site is State Street, to the west is Overture Center for the Arts, to the south is the location of the soon-to-be reconstructed Madison Central Library, and to the east is the existing Wisconsin Historical Museum. The new development provides for, and embraces an important civic node that has emerged at the intersection of West Mifflin and North Fairchild Streets.

Block 100 Foundation, Inc., a private, non-profit foundation, plans to undertake a project at the following six properties:

127-129 State Street (Francis Vallender Building 1867)

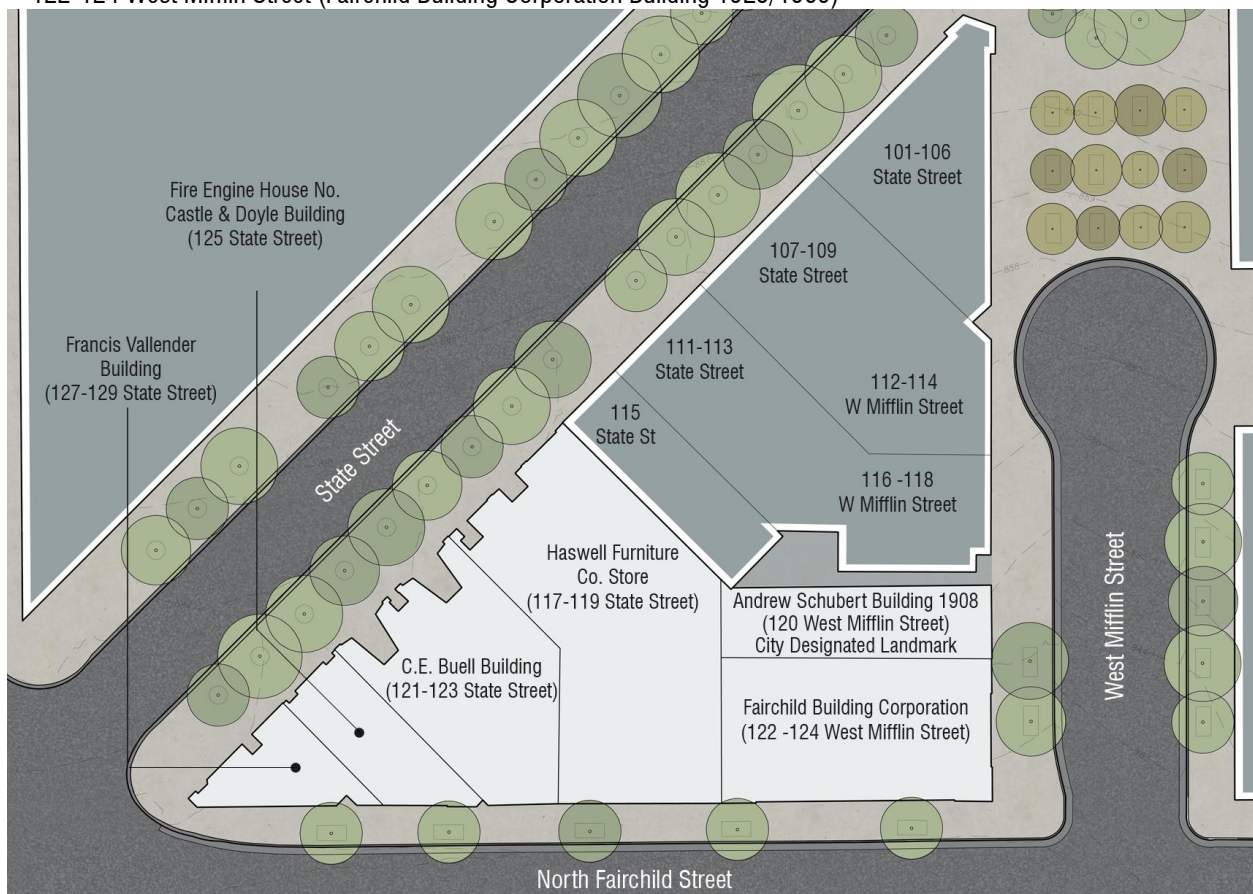
125 State Street (Fire Engine House No. 2/Castle & Doyle Building 1856/1921-22); Local Historic Landmark since 1974

121-123 State Street (C.E. Buell Building 1912 – currently Eye Contact store)

117-119 State Street (Haswell Furniture Co. Store 1916/1959/1994)

120 West Mifflin Street (Andrew Schubert Building 1908); Local Historic Landmark since 2008

122-124 West Mifflin Street (Fairchild Building Corporation Building 1925/1969)



The Project will preserve the scale and architectural context of State Street while energizing North Fairchild Street with vibrant new retail, restaurant and office spaces. Title to the properties will be placed in a new foundation, Block 100 Foundation, Inc. Net income from property rentals will be permanently gifted to Overture Center for the Arts.

To be renovated and/or constructed entirely with funds from Block 100 Foundation, Inc., the properties will remain on the tax roll and no City or other public funding is involved in the Project. The completed Project will substantially improve the quality of the building stock, substantially improve economic and energy efficiencies of the properties, provide handicapped accessibility, house additional businesses that will increase jobs, add to the tax base and bring more day time users to State Street area stores and restaurants.

PROPOSED PROJECT

The goal of the Project is to preserve the character of State Street, create an exciting new use on North Fairchild Street across from the new Central Library, Overture Center for the Arts and the potential site for a new museum complex housing the Wisconsin Veterans Museum and Wisconsin Historical Museum, and to provide long term financial support for Overture Center for the Arts through the rents generated by the properties.

The final form and architectural expression of the proposed redevelopment of these six properties is designed to maintain the current scale and massing along State Street and relate to the surrounding built environment. Recent and proposed civic investments, the focal point for which is the intersection of West Mifflin and North Fairchild Streets, are creating a new hierarchal node downtown. The use of a garden at the corner of North Fairchild Street and West Mifflin Streets, standing in repose to the important civic buildings directly across the streets from it, will be an important addition to the urban fabric.

The building facades along State Street will be rebuilt and/or refurbished to retain, and in some cases, regain their architectural character. On the sidewalk (ground) level along State Street, there will be small scale retail shops, along with an entrance to a new restaurant (also accessed from West Mifflin and Fairchild Streets) and a lobby space to provide access to the upper floors. The upper floors will provide interconnected floor plates for the commercial office space. The project reinforces the walkability of State Street and increases the vitality of the shopping district. Strategic renovations to the buildings will substantially improve their efficiency, usability, accessibility and safety, thereby extending the buildings' useful lives for decades to come.

Currently, North Fairchild Street acts as the back of the four buildings fronting State Street. In the Project as proposed, North Fairchild is no longer treated as the back, but as a way of connecting State Street into the heart of this important civic node. The State Street building façade at 127-129 State Street will wrap around the corner and extend down Fairchild Street. Farther east down Fairchild Street, facades shift in character to a more current architectural expression complimenting the new Central Library and Overture Center for the Arts and transforming the north side of the block from a service corridor into a beautiful, active and pedestrian friendly space. A small garden at the corner of West Mifflin and North Fairchild Streets will create an entrance to the new restaurant space, including outdoor seating for the restaurant.

To recognize the contributions of the 100 Block of State Street to the City of Madison and its evolution, this Project will install a permanent plaque along N. Fairchild Street describing the historic uses of the block, the businesses and the people that have contributed to its development and history.

In close proximity to the State Capitol and adjacent to an important civic and cultural arts node within the City of Madison, this Project on the 100 Block of State Street provides a unique opportunity to upgrade and enhance our downtown, add businesses and jobs to the center of our City and increase the City's tax base.

EXISTING BUILDINGS SUMMARY

Since the acquisition of these six properties there has been approximately \$262,500 spent on the maintenance, management, and upkeep of these properties.

In order to truly understand the Project, an understanding of the six existing buildings is necessary. An extensive investigation has occurred to survey and document the condition, with reviews prepared on the architecture, structure, mechanical, electrical and asbestos aspects of the building.

These reviews were performed by the following companies:

- Architectural (Interior and Exterior): Wiss, Janney, Elstner Associates, Inc.; Northbrook, Illinois
- Structural: Pierce Engineers, Inc.; Madison, WI (127-129, 125, 121-123, 117-119 State St. and 122-124 W. Mifflin St)
- Structural: Arnold & O'Sheridan, Inc. (120 W. Mifflin Street)
- Mechanical (HVAC, Plumbing, Fire Protection) Henneman Engineering, Inc.; Madison, WI
- Electrical: Potter Lawson, Inc.; Madison, WI
- Asbestos: Advanced Health & Safety, Inc.; Madison, WI

The following provides a summary description of the condition of the six buildings and a description of the proposed alteration, for more detailed documentation please refer to the Appendix for detailed information on each property:

127-129 State Street (Francis Vallender Building 1867)

Most Recent Uses:

The Vallendar Building has most recently had retail at grade in one of the two retail spaces and an apartment on the second and third floors. One retail space on the first floor and the apartment on the upper floors are currently vacant.

Code:

Comments have been made in the existing condition surveys pertaining to compliance with the current code(s). These comments pertain to potential updates that would need to be made to the existing buildings to bring them into compliance with current codes. It is assumed that any current equipment and improvements within the buildings were installed in accordance with the code(s) requirements in effect at the time of installation and are thus code compliant when they were originally installed.

Summary of Existing Condition:

Architectural (Wiss, Janney, Elstner Associates, Inc.):

- The building “has been significantly altered since its original construction in the nineteenth century”
- “The brick masonry (exterior) is generally in very poor condition, with extensive previous spalling and erosion of brick faces and open mortar joints...At many locations, loss of the coating has revealed severe deterioration and disintegration of the underlying brick and mortar.”
- “...the Fairchild Street façade is constructed with only two wythes of masonry, approximately 8 inches thick, and the State Street façade is two wythes or 8 inches in the plane of the wall with three-wythe (12-inch) thick pilasters.”
- “The brick masonry has deteriorated over time, and coatings and cementitious parging have been applied to the surface of the wall rather than addressing the underlying masonry distress. The build-up of coating layers has exacerbated and accelerated the deterioration of the brick masonry. Deterioration of the brick and mortar appears to be so widespread that extensive reconstruction of the exterior walls is now required. The quality and condition of the masonry materials appears to be relatively consistent across the facades; therefore, 100 percent replacement of the outer wythe of brick masonry of the facades should be assumed. Since the majority of the exterior walls are only 8 inches thick, reconstruction of the outer wythe only may not be feasible, especially considering the deterioration of the back-up wythe of brick in the portions near grade. Rather, reconstruction of the full thickness of substantial portions or all portions of the wall will likely be necessary.”
- “The existing windows appear to be low-quality wood replacement sash.”
- “None of the existing interior finishes or features is historically significant, and many of the existing materials are in poor condition.”

Structural (Pierce Engineers, Inc.)

- “The building is supported off the exterior brick walls”
- “The floors and roof are wood construction...an interior bearing wall runs perpendicular to State Street at roughly mid width of the building.”
- “Piping revisions over the years have damaged the first floor structure rendering the floor unusable.”
- “First Floor Framing: No load capacity is assigned to this floor as it has excessive defects and needs to be replaced.”

- Floor Loading

| Floor | Existing Capacity | Existing Code Req'd | Proposed Use |
|--------------|----------------------------|---------------------|------------------|
| First Floor | 0 psf (replacement needed) | 100 psf (retail) | 100 psf (retail) |
| Second Floor | 35 psf | 40 psf (apartment) | 65 psf (office) |
| Third Floor | 45 psf | 40 psf (apartment) | N/A |
| Roof | 21 psf | 21 psf (snow) | 21 psf (snow) |

- “Exterior Walls: The wall along Fairchild Street has a vertical crack about 15’ from its south end.; This crack aligns with the interior bearing wall that runs perpendicular to State Street.; The crack indicates the wall is pulling away from the support of the floor/roof joists.”

Mechanical (Henneman Engineering, Inc.)

- “The heating system consists of an atmospheric hot water boiler in the basement, which provides heat for the first floor retail spaces. The boiler is estimated to be 5-10 years old and appears to be in good condition.”
- “The apartment is heated and cooled by a gas-fired furnace within the apartment. The condensing unit is supported on the side of the building along Fairchild Street adjacent to the second floor fire escape. The furnaces and condensing units are estimated to be 15-20 years old which is the normal life expectancy of this equipment.”
- “The existing HVAC systems in the retail spaces would not be acceptable under the current building code for business occupancy.”
- “While some of the mechanical equipment in the building is in good condition, it is unlikely that reuse would be practical or even possible due to capacity, condition, age, or code compliance.”

Electrical (Potter Lawson, Inc.)

- “Electrical equipment age varies from about 1970’s to 1980’s. The electrical panels are either at or are nearing the end of their useful life.”
- “In general the condition of the wiring devices is poor. The current wiring device locations in the apartment do not comply with accessibility requirements. Receptacle quantity and locations in the apartment do not comply with current NEC requirements. Compliance with current codes for these items would require branch circuit and receptacle replacement.”

Proposed Alteration:

Due to its condition, the existing building will be deconstructed and replaced with a two story flat-iron building of the same height and mass as exists today. The basement will be eliminated and a first floor slab-on-grade will be installed at/near the height of the existing sidewalk to allow accessibility into the retail space. The current access to the basement area from City right-of-way on North Fairchild Street will be eliminated. The new second floor of this building will be constructed at the elevation of the adjacent Castle and Doyle building’s second floor and an opening(s) will be provided between these two building structures. The exposed fire escape along Fairchild Street will be removed and exiting will occur in the new fire-rated stairwells on the second floor. The new building will be of fire resistive construction as required by Madison Building Code Section 29.37(2)(b). The first floor will continue as retail while the second floor will be commercial office space.

125 State Street (Fire Engine House No. 2/Castle & Doyle Building 1856/1921-22)
Local Historic Landmark since 1974

Most Recent Uses:

The Castle & Doyle Building has most recently had a retail store at grade and an apartment on the second floor. The second floor is currently vacant.

Code:

Comments have been made in the existing condition surveys pertaining to compliance with the current code(s). These comments pertain to potential updates that would need to be made to the existing buildings to bring them into compliance with current codes. It is assumed that any current equipment and improvements within the buildings were installed in accordance with the code(s) requirements in effect at the time of installation and are thus code compliant when they were originally installed.

Summary of Existing Condition:

Architectural (Wiss, Janney, Elstner Associates, Inc.):

- “The State Street façade and all historic interior finishes appear to date to the 1921 renovation, while the Fairchild Street façade dates to original construction in the nineteenth century.”
- “State Street Façade: At the base of the façade, the masonry veneer appears to have been altered after 1921; this area includes marbleized cast stone panels as well as exposed common brick masonry. The terra cotta masonry is generally in very good condition, with a few individual damaged units, including one cracked window sill, one unit with a hole, one spalled unit, and one displaced unit above the first floor storefront; Mortar joints in terra cotta masonry are generally eroded.; The central storefront at the first floor...appears to have been a single large glass unit; an aluminum mullion has been added to the center of the opening dividing it into two panes.; The first floor exterior entrance doors are stained and varnished wood stile-and-rail doors with brass hardware and ceramic tile thresholds. The doors are intact, although the finish is worn.; The central second floor window is a non-original assembly consisting of 2x wood framing supporting four panes of glass and a separate, similarly divided storm window.; The smaller windows at either side are one-over-one wood double hung windows dating to the 1921 renovation...The wood windows are in fair condition, with missing components such as the parting stop, loss of paint and glazing putty, and some wood decay and displacement of window sash joinery.”
- “Fairchild Street Façade: ...which apparently dates to the original construction of the building circa 1856, has a stone foundation at grade. Above the foundation, the walls are load-bearing red brick masonry in common bond with headers every seventh course.; Throughout this façade, individual brick units were observed to have erosion or spalling of the face of the brick. Cracks and spalls that have been previously filled with mortar were observed. Also, localized areas of brick masonry appear to have been rebuilt previously...the newer outer wythe of masonry may not be well integrated with the original backup masonry; The Fairchild Street façade has wood one-over-one double hung windows that likely date to the 1921 renovation of the building.; ...the windows on this façade were in good to fair condition.; The second floor emergency exit door leads to a small steel-framed platform anchored to the façade. The anchorages for this platform have partially pulled out from the masonry, and steel has widespread corrosion.”
- “The east and west walls of the building are common brick party walls.; Where observed, the masonry (adjacent to 121-123 State Street) appeared to be in fair condition, with some erosion of brick units and extensive mortar parging on the surface.”
- “Potential Exterior Repairs: Appropriate repairs to the terra cotta State Street façade may include repair of individual damaged units; re-setting of coping units...and repointing of mortar joints. At grade, a new masonry veneer may be desirable to replace the existing mixture of brick and faux marble cladding...; The brick masonry on Fairchild Street facade requires more extensive repairs, likely including replacement of individual spalled brick units, repointing, removal of remnant coatings, and pinning of previously rebuilt area to connect the face wythe to the backup masonry.; The double hung wood windows throughout the building should be restored...”
- “The first floor interior...finishes installed in the 1921 renovation are largely intact...”
- “The second floor interior has been adapted as a two bedroom apartment. The...wood baseboard and window and door trim, hardwood floors, painted plaster walls and several historic wall sconce light fixtures...apparently date to the 1921 renovation of the building. Throughout the second floor,

the plaster ceiling has been covered with rigid insulation and painted gypsum board. Second floor interior doors are newer flat panel wood veneer doors.”

Structural (Pierce Engineers, Inc.)

- “Floor/Roof Construction (is) wood joists on masonry bearing walls.”
- Party “walls shared with 127 State (Street) and 123 State (Street).”
- “The building is supported off of the party walls and the exterior wall along Fairchild Street.”
- Floor Loading:

| Floor | Existing Capacity | Existing Code Req'd | Proposed Use |
|--------------|-------------------|---------------------|-----------------------|
| First Floor | 65 psf | 100 psf (retail) | 100 psf (retail) |
| Second Floor | 50 psf | 40 psf (apartment) | 65 psf (office) |
| Roof | 30 psf un-drifted | 21 psf (snow) | 61 psf (drifted snow) |

Mechanical (Henneman Engineering, Inc.)

- “The heating system consists of a gas-fired atmospheric hot water boiler located in the basement. The retail space has an air conditioning unit but the apartments are not air conditioned.; The boiler is estimated to be 10-15 years old and appears to be in good condition.”
- “The existing HVAC systems in the retail spaces would not be acceptable under the current building code for business occupancy.”
- “While the boiler and water heater in the building are in good condition, it is unlikely that reuse would be practical or even possible due to capacity, condition, age, or code compliance.”

Electrical (Potter Lawson, Inc.)

- “Electrical equipment age varies from about 1970’s to 1990’s. While one of the basement panels is from the 1990’s, the second floor electrical panel is nearing the end of its life.”
- “Light fixtures varied from incandescent fixtures (about 1960’s) in the apartment to incandescent track lights (about 1980’s) in retail shop. Some light fixtures in the apartment were not functioning. In general the condition of the light fixtures in the apartment is poor. Wiring device condition and age varies also, ranging from 1960’s to 1990’s.”
- “The current wiring device locations in the apartment do not comply with accessibility requirements. Receptacle quantity and locations in the apartment do not comply with current NEC requirements. The knife switch disconnect does not comply with current NEC requirements. Compliance with current codes for these items would require branch circuit and receptacle replacement.”

Proposed Alteration:

The building will be renovated and repaired. The existing building, its party walls between the adjacent building structures, the majority of the first floor, the entire second floor and the roof structure will remain. The existing stair to the second floor off of State Street will remain, while the existing basement and its stair and a portion of the first floor retail near Fairchild Street will be removed for a new trash and recycling room and exit passageway. The existing party walls of the building will remain with the exception of the area being renovated on the first floor and openings between the second floor and the adjacent buildings. If required, repairs will be made to the party walls. Fire protection of wood elements will be added where required to comply with the Madison Capitol Fire District and Madison Fire Department requirements.

On the State Street façade, the existing terra cotta tiles will remain in place and be protected during demolition of adjacent structures. The existing terra cotta tiles will be repaired and where required re-set and the mortar joints will be repointed. At grade, the existing masonry and faux marble cladding will be removed and a granite material to resist salt deterioration and be more compatible with the building façade will be installed. Historic windows remaining on the State Street façade will be repaired and refurbished. Windows that have been replaced in the past that do not reflect the historic character of the building will be removed and windows commensurate with the historic structure will be installed. Insulated glass will be installed where appropriate. The two existing exterior doors on State Street will be removed, refurbished/refinished and reinstalled. By maintaining the existing first floor slab-on-grade, the ground floor retail space will remain non-handicapped accessible from State Street.

On the Fairchild Street façade, the existing stone foundation, red brick masonry and historic windows will remain and be protected during construction. The brick masonry on Fairchild Street facade will be repaired and replaced where required, likely including replacement of individual spalled brick units, repointing, removal of remnant coatings, and pinning of previously rebuilt area to connect the face wythe to the backup masonry. The existing steel emergency exit platform on the Fairchild Street will be removed and the door opening will be removed and returned to a window opening with a limestone sill to match the original appearance of the second floor. Exiting will occur in the new fire-rated stairwells on the second floor.

The double hung wood windows throughout the building will be restored, including stripping and repainting, repairing the wood frame and sash as needed, reglazing, and repairing the pulley and counterweight balance system. New interior or exterior storm windows will be provided to improve the thermal efficiency of the windows.

The existing first floor tile floors in the retail and at the entrance to the second floor off of State Street will be protected during construction and refurbished following construction. The existing wood floors on the first floor and second floor will remain and be protected during construction. After construction these floors and the other wood window and baseboard trim will be refurbished and refinished. The existing decorative cornice in the first floor retail space will be left in place and protected during construction.

The vault located in the first floor retail space will remain and be protected during construction.

On the second floor there will be openings between 125 State Street and the adjacent buildings to accommodate movement between office spaces and provide flexible commercial office space. The existing second floor rooms will be removed and the wood flooring re-installed to make the floor useable as a commercial office space.

121-123 State Street (C.E. Buell Building 1912 – currently Eye Contact store)

Most Recent Uses:

The Buell Building has been most recently an optical shop/optometrist at grade and two apartments on the second floor and two apartments on the third floor. The second and third floors are currently vacant.

Code:

Comments have been made in the existing condition surveys pertaining to compliance with the current code(s). These comments pertain to potential updates that would need to be made to the existing buildings to bring them into compliance with current codes. It is assumed that any current equipment and improvements within the buildings were installed in accordance with the code(s) requirements in effect at the time of installation and are thus code compliant when they were originally installed.

Summary of Existing Condition:

Architectural (Wiss, Janney, Elstner Associates, Inc.):

- “State Street Façade: The State Street façade is built of iron-spot face brick masonry with limestone trim. The third floor is largely clad with cementitious stucco framed by masonry and features decorative iron railings. A circular opening above the entrance door to the apartments has been infilled with painted plywood.; Overall, the masonry of the State Street façade generally appears to be in good condition. Portions of the top of the parapet wall were previously repointed; this work was poorly done, with numerous mortar smears and mortar droppings left on the façade. At other areas, occasional open mortar joints were observed. Portions of the stucco cladding at the third floor have cracked and delaminated.; The first floor storefronts are relatively new aluminum-framed windows with insulated glazing, above a tile-clad knee wall.; The upper floors of the building typically have original double-hung nine-over-one wood windows, covered by aluminum triple-track exterior storm windows. At one third floor apartment, the original window sash and storm windows have been removed and

replaced with white vinyl double-hung windows with insulating glazing and false muntins between the glass.... Where inspected, the original wood windows appear intact.”

- “Fairchild Street Façade: The Fairchild Street façade consists of the exposed concrete foundation wall at grade, with iron-spot brick masonry above.; A painted wood stair and platform provides access to a first floor entrance door; there is a sunken well with an entrance door to the basement directly below.; At the upper two floors of the Fairchild Street façade, each apartment has a door and window overlooking a partially recessed balcony. The iron balconies are connected by fire escape stairs.”
- “Party Walls and Roof: At the east and west party walls of the building, there are two-story light well for the residential apartments of the second and third floors. These walls are clad on the exterior with cementitious stucco. Portions of the stucco have been overlaid with vinyl siding.; The building roof...membrane...runs up the reverse face of the parapet walls and under a non-original sheet metal coping.; The roof drains to a single drain inlet along the east party wall at the south half of the building.” Lack of an overflow roof drainage was noted.
- “Potential Exterior Repairs: Localized repointing of brick masonry is necessary at locations of open mortar joints. Also, mortar joints with poorly installed previous repointing should be repointed. The condition of steel lintels bearing in the brick masonry should be investigated in more detail to develop appropriate repairs. The stucco clad portions of the State Street façade require more extensive repair. The entire stucco surface should be sounded, cracked and delaminated portions should be removed, and new cementitious stucco should be installed...; The double hung wood windows throughout the building should be restored...”
- “Interior: The first floor...most of the interior finishes are of recent vintage...the ceiling in a portion of the retail space is an original painted pressed metal ceiling...”
- “The central part of the interior at the second and third floors contains a complex switch-back staircase that connects to entrance doors at both State Street and North Fairchild Street, as well as a series of interior landings for a front and rear door to each apartment.; The four individual apartments have some intact original interior elements...other portions of the apartments, typically kitchens and bathrooms and the south bedroom, have been modernized within the last several decades with low quality finishes...; Generally, the interior materials are in fair to poor condition, with heavy wear, mismatched repairs, and localized damage.”
- “During a brief walk-through of the basement level, severe efflorescence and water staining was observed along the north wall, at a location corresponding to the left-hand State Street storefront entrance.”

Structural (Pierce Engineers, Inc.)

- The building structure consists of a wood framed structure “...supported on exterior masonry walls along State/Fairchild streets. Masonry party walls are used along the adjacent properties 125/117 State up to second level. Above that level is a framed wood stud wall.; Wood interior bearing walls exist on either side of the central stairs in the upstairs apartment units.”
- “The building (structure) appears to be as it was originally constructed.”
- “The building structural framing above the grade level as constructed is not particularly adaptable to other uses besides apartments.”
- At the second and third floor framing “the floors bear to the central bearing lines on either side of the stairs. The floors appear to have settled to the west side of the stair runs.”

Floor Loading

| Floor | Existing Capacity | Existing Code Req'd | Proposed Use |
|--------------|-------------------|---------------------|-----------------------|
| First Floor | 75 psf | 100 psf (retail) | 100 psf (retail) |
| Second Floor | 70 psf | 40 psf (apartment) | 65 psf (office) |
| Third Floor | 70 psf | 40 psf (apartment) | 65 psf (office) |
| Roof | 45 psf (snow) | 21 psf (snow) | 61 psf (drifted snow) |

- “It is believed the two north/south framing lines exposed in the basement continue up on either side of the stair for the support of the building above. As witnessed above, the stairs appear to tilt to the west which would correspond to settlement in the wood support line in the basement.”

- “Along Fairchild Street a smaller section of basement occurs.; A stair runs alongside the interior masonry wall. The framing for the stair was not adequately built and a steel shoring post has been added to support the floor and that vicinity.”
- In the basement, “the 8x8 wood beam is near the base of the stair is notched for a plumbing pipe. The beam capacity is adversely affected by this notch and will require replacement. The beams/columns look almost as if they are railroad ties. The fit up of the beam/column joints is poor as if done with rudimentary equipment. The poor fit up may have resulted in pressure concentrations and corresponding deformation in the building frame. The wood beams/columns appear quite dry and the surface brittle. There is little resistance to the penetration of a utility knife. We would tend to recommend the replacement of the beam/column system due to their condition but understand it would require shoring of the entire building height to accomplish.”
- “The roofing is a single adhered membrane and is within two years of new.”

Mechanical (Henneman Engineering, Inc.)

- “The first floor heating/cooling system consists of a furnace in the basement, and an air cooled condensing unit adjacent to the fire escape. The upper apartments are heated by a pair of gas-fired hot water boilers...; The two hot water boilers were installed around 1963 which makes them nearly 50 years old by look to be in fair condition for their age. The energy efficiency is expected to be poor and the remaining life expectancy is expected to be short. The furnace appears to be 15-20 years old and in fair condition but that age is considered to at the end of its life.”
- “The domestic water heater is very new and in excellent condition.”
- “The existing HVAC system serving the retail space would not be acceptable under the current building code for a business occupancy.”

Electrical (Potter Lawson, Inc.)

- “Electrical equipment age varies from the 1940’s to 1980’s...; The majority of the electrical service equipment in the basement is at the end of its useful life.; The fuse panels on the 2nd and 3rd floors serving the apartments were converted to use circuit breakers and are recommended to not be used.”
- “The current wiring device locations in the apartments do not comply with accessibility requirements. Receptacle quantity and locations in the apartments do not comply with current NEC requirements. The fuse panels in the basement do not comply with current codes. Compliance with current codes for these items would require branch circuit, receptacle and fuse panel replacement.”

Proposed Alteration:

The current three story building will be substantially rehabilitated, replacing the basement, first, second and third floors with fire resistive construction as required by the Madison Building Code Section 29.37(2)(b). Replacement of the buildings structure with a new structural system is primarily driven by the height of the first floor retail above the elevation of the State Street sidewalk and the desire to provide an accessible retail floor, the framing of the second and third floor structure to the central stairwell and the corresponding lack of adaptability of this structure to accommodate flexible office space and the need to replace the wood beam / wood column system in the basement to support the buildings superstructure.

A fourth floor will be added to the building and set back approximately four feet from the State Street façade. The existing building façade along State Street will be retained and refurbished. The historic double hung wood windows on the State Street façade will be restored, including stripping and repainting, repairing the wood frame and sash as needed, reglazing, and repairing the pulley and counterweight balance system. The non-original windows will be replaced with a window system similar in style and appearance to the historic windows. New interior or exterior storm windows will be provided to improve the thermal efficiency of the windows. The existing brick and stone elements on the State Street façade will be tuck-pointed and repaired if damaged. The stucco clad portions of the State Street façade will require more extensive repair and may include complete replacement of this portion of the façade. The construction of the existing exterior wall (veneer and back-up system) of the State Street façade will remain and be anchored to the new building superstructure.

The first floor will be retail and the upper floors will be changed from apartments to commercial office space.

117-119 State Street (Haswell Furniture Co. Store 1916/1959/1994)

Most Recent Uses:

The Haswell Furniture Building has most recently been occupied by a restaurant at grade and second floor and offices in a portion of the fourth floor. The third floor has been vacant for an extended period of time and was formally a night club. The fourth floor is also currently vacant.

Code:

Comments have been made in the existing condition surveys pertaining to compliance with the current code(s). These comments pertain to potential updates that would need to be made to the existing buildings to bring them into compliance with current codes. It is assumed that any current equipment and improvements within the buildings were installed in accordance with the code(s) requirements in effect at the time of installation and are thus code compliant when they were originally installed.

Summary of Existing Condition:

Architectural (Wiss, Janney, Elstner Associates, Inc.):

- “The State Street façade consists of manufactured polished stone panels and brick and cast stone masonry. Except for a limestone belt course and balustrade at the third floor, this façade was completely reconstructed in the 1990’s.”
- “The Fairchild Street façade primarily consists of the original brick masonry façade, although the areas around the entrance doors were apparently altered as part of 1990’s renovation.”
- “The brick masonry party walls...where these walls extend and are exposed above the adjacent roof levels...vertical cracking was observed at multiple locations in both party walls, especially at obtuse angle changes in the plane of the wall.; Erosion of mortar joints and water rundown staining was also observed at the party walls.”
- “The Fairchild Street façade...cracking and displacement of brick masonry above window heads was observed.”
- “Some areas of poorly matched (exterior) repairs and areas overclad with an EPDM rubber roof membrane were observed at the party walls.”
- “All of the windows in the building are aluminum-clad wood double-hung windows with insulating glazing apparently installed as part of the 1990’s renovation. The exterior aluminum-framed doors also apparently date to the 1990’s renovation.”
- “...the State Street façade does not require any significant repairs at this time.”
- “Masonry repairs are required at the party walls and the Fairchild Street façade.”
- “The interior of the building at the first and second floor contains...original interior elements include a staircase and balustrade...other interior finishes...appear to date to the 1990’s renovation of the building.”
- “The third floor...interior finishes (dates) to the 1990’s renovation.”
- “A portion of the fourth floor interior is built out for office space and is generally in good condition. Some areas of hardwood flooring at this level may be original. Other interior finishes...date to the 1990’s renovation of the building.”

Structural (Pierce Engineers, Inc.)

- The building is a wood framed structure with interior wood columns, fabricated queen post trusses and party walls used for bearing.
- “Numerous structural revisions have been made...”
- “Floor joists in the basement for the first floor framing have been cut and notched over the years for the passage of piping. Shores have been placed to prop some of these areas up.”

- Floor loading:

| Floor | Existing Capacity | Existing Code Req'd | Proposed Use |
|--------------|-------------------|---------------------|------------------|
| First Floor | 50 psf | 100 psf (retail) | 100 psf (retail) |
| Second Floor | | 100 psf (retail) | 65 psf (office) |
| Third Floor | 65 psf | 100 psf (assembly) | 65 psf (office) |
| Fourth Floor | 65 psf | | 65 psf (office) |
| Roof | 45 psf (snow) | 21 psf (snow) | 21 psf |

Mechanical (Henneman Engineering, Inc.)

- “The building HVAC system consist of a number of rooftop units that serve each floor and a pair of atmospheric hot water boilers that serve only the restaurant. One of them appears to be inoperable. Neither boiler operated during the time of the survey.; The boilers are estimated to be 25-30 years old and are in poor condition.; The rooftop air handling units are estimated to be about 20-25 years old. That is past the useful life for this type of equipment.; The domestic water heater on the upper floor appears to be fairly new, probably less than 5 years old. The kitchen hood exhaust fan is newer, probably around 5 years old or less.”
- “The building has a newer fire sprinkler system throughout...”
- “Virtually all mechanical equipment and systems, with the exception of the two water heaters are at (or past) their normal life expectancy and would be difficult and in some cases impossible to bring up to current code.”

Electrical (Potter Lawson, Inc.)

- “Electrical equipment age varies from the 1970’s to 1990’s.; Branch panels on all floors appeared to be from the 1970’s.; Wiring device condition and age varies also, ranging from 1970’s to 1990’s.”

Proposed Alteration:

The current four story building will be deconstructed and a new four story building constructed with fire resistive materials as required by the Madison Building Code Section 29.37(2)(b). The new façade along State Street will reflect the historic character of the original building with stone and metal cladding around the windows on the first two floors, windows and upper brick detailing that was part of the original building facade. The facade’s horizontal band of stone and upper baluster railing will be saved and reused. The first floor will include the lobby for the upper floor offices and the remaining first floor space will house retail functions. The upper three floors will be commercial office. The current State Street facade does not reflect the original building appearance.

120 West Mifflin Street (Andrew Schubert Building 1908)

Local Historic Landmark since 2008

Most Recent Uses:

The Andrew Schubert building most recently housed an office products store at grade with an apartment on the second floor. The building is currently vacant.

Code:

Comments have been made in the existing condition surveys pertaining to compliance with the current code(s). These comments pertain to potential updates that would need to be made to the existing buildings to bring them into compliance with current codes. It is assumed that any current equipment and improvements within the buildings were installed in accordance with the code(s) requirements in effect at the time of installation and are thus code compliant when they were originally installed.

Summary of Existing Condition:

Architectural (Wiss, Janney, Elstner Associates, Inc.):

- “Mifflin Street Façade: The front façade consists of limestone at the first floor and face brick at the second floor and parapet. All of the masonry is painted.; Although coated, the limestone and face brick masonry at the (Mifflin) street façade appears to be in fair to good condition.; The first floor

- storefront includes a three-part leaded art glass transom in good condition.; The area of the storefront below the transom appears to have been altered following original construction.; The second floor has original wood one-over-one double hung windows covered by aluminum exterior storm windows.”
- “Side and Rear Walls: The northeast-facing side wall and northwest-facing rear wall are common brick masonry that has been variously parged and coated. Portions within 6 feet of grade have a build-up of multiple layers of cementitious parging and coating. These layers are now debonding, exposing the original brick masonry. The common brick masonry is in poor condition, with open joints and deep face spalling of the brick units.; There is a recessed area at the second floor of the building along the northeast side. The walls of this area are clad with painted metal masonry.”
 - “Roof: The roof is covered with a relatively new EPDM rubber membrane.; The roof is accessed through a small penthouse over the rear stairwell... the walls...are brick masonry and wood framing covered with painted sheet metal.”
 - “Potential Exterior Repairs: The Mifflin Street façade is generally in good condition.; The extent of repointing of the brick and limestone masonry can be determined following removal of the coating.; In contrast to the street façade, the side and rear walls are in very poor condition. Appropriate repair would include removal of existing coatings and parge materials, followed by selective replacement of the outer wythe of brick with new masonry. Replacement required is likely extensive, based on conditions observed.; ...the majority of the outer wythe of brick on the alley and rear walls may require replacement, including extensive areas at grade and at the top of the walls.; The penthouse roof and wall cladding requires repair or replacement...”
 - “Interior: The first floor main room has four different areas of flooring...”; ¾ inch original tile floor mosaic pattern, 1 inch square tiles, composite flooring and exposed concrete.; “Extensive cracking, displacement, and settlement have occurred at this flooring. The distress in the flooring is apparently the result of significant and widespread deterioration of the basement-level wood columns, wood beams, and wood joists that support the floor...obvious signs of decay as well as previously installed temporary shoring were observed in the basement.”
 - The second floor interior ...floor covering is carpeting over vinyl asbestos tile in most areas, with a few area of hardwood flooring. Walls and ceilings are painted plaster. Throughout the second floor there is original wood trim, as well as original five-panel doors...the second floor interior spaces are in poor condition. Moisture infiltration from the exterior has resulted in staining and damage to plaster finishes in multiple locations. Some of this damage may pre-date the installation of the existing roof membrane.”

Structural (Arnold & O’Sheridan, Inc. from January 2008)

- “Basement: Column bases to the north are rotting at the bottom. The rubble foundation walls appear in good condition.”
- “First Floor Framing: The first floor is roughly 3” concrete/tile topping on wood decking on 2x10 wood joists...The floor shows significant deflection. Wood shoring has been placed along both east and west basement walls to re-support floor joists where they have rotted at their bearing in the rubble wall. The center beam line has been re-supported by metal posts to deal with rotted original wood columns. In certain areas of the center beam line the joists are pulling away from the support ledger. There have been wood materials added to deal with the ledger condition by they are not, in the writer’s opinion, a permanent solution. The floor appears to sag toward the southwest stair. The support of both the first and second floor appears marginal in this area. The quantity of defects and the deflection in the first floor result in the suggestion to replace of the entire floor system as the most logical course of action.”
- “Roof Framing: The roof framing...is wood framed....; The ceiling joists appear to be supported on the second floor partitions and clear span at the living room.”
- Floor Loading: An analysis of floor loading was not completed due to the suggestion to replace the entire first floor system as it is currently supported by seven temporary shoring columns.

Mechanical (Henneman Engineering, Inc.)

- “The heating system consists of an atmospheric hot water boiler that serves the upper floors. The first floor is heated from a gas-fired furnace located above the first floor front entrance. The boiler is estimated to be 10-15 years old and appears to be in fair condition. The water heater appears less than 10 years old and is in good condition.; The furnace appears to be operational but has signs of incomplete repairs from many years ago.”
- “While there are no roof drains, there is a horizontal cast iron storm pipe that runs the length of the basement. This pipe originates from a cistern in the alley that receives storm water from adjacent building downspouts through corrugated tubing. From this cistern, it is piped through the basement and into a storm main in West Mifflin St.; The support of the storm main is weak and the last several feet pitches upward, indicating a deteriorating system.”
- “Water piping from the basement to the second floor appears to be lead.; Much of the cold water piping appears to be lead.; The lead piping is an obvious health issue.”
- “A portion of the gas piping is badly deteriorated and could fail at any time. Several sections of the sanitary piping has either completely failed or is leaking.”

Electrical (Potter Lawson, Inc.)

- “Electrical equipment varies from the 1930’s to 1990’s.; The first floor panel appears to be from the 1930’s. The branch panel on the 2nd floor appeared to be from the 1980’s.”
- “The fuse panel on the 1st floor is past it’s reliable life, and the panel on the 2nd floor is at the end of its useable live. The fusible panel on the 1st does not meet current code requirements. The current wiring device locations in the apartment do not comply with accessibility requirements. Receptacle quantity and locations in the apartment do not comply with current NEC requirements. Compliance with current codes for these items would require branch circuit, receptacle and fuse panel replacement.”

Proposed Alteration:

This building would be deconstructed to allow for the new building and the garden space. Block 100 Foundation will work with any interested parties to move the structure until the time that construction of the Project is ready to commence. If the building is not moved, Block 100 Foundation will also work with interested parties to salvage building materials from the building. The stained glass transom window and painted lead glass window will be re-used in the Project.

122-124 West Mifflin Street (Fairchild Building Corporation Building, 1925/1969)

Most Recent Uses:

The basement, first and second floor were most recently used as an office. The building is vacant.

Code:

Comments have been made in the existing condition surveys pertaining to compliance with the current code(s). These comments pertain to potential updates that would need to be made to the existing buildings to bring them into compliance with current codes. It is assumed that any current equipment and improvements within the buildings were installed in accordance with the code(s) requirements in effect at the time of installation and are thus code compliant when they were originally installed.

Summary of Existing Condition:

Architectural (Wiss, Janney, Elstner Associates, Inc.):

- “City records...indicate a major renovation in 1969.”
- “Exterior: The masonry exterior of the building is constructed of limestone...ornamental features include ...exterior wall-mounted light fixtures and...iron balustrades...above entrances.; Localized distress was observed in the limestone masonry. Portions of the stone near grade exhibit erosion and pitting of the face.; Dark staining was observed at the recessed entrances and at the parapet walls. Occasional cracked or open mortar joints are present throughout the façade. Cracking and

spalling were observed at the head of many of the first floor window openings; this type of distress is likely related to corrosion of embedded steel lintels. The windows generally consist of clear finish aluminum-framed fixed units...likely dating to the circa 1969 renovation...; The exterior entrance doors are clear-finished aluminum-framed units similar to the non-original storefronts and windows.; ...the circa 1969 aluminum units do not appear to be thermally broken and have monolithic (single layer, non-insulating) glazing.”

- “The roof is covered by a relatively new EPDM rubber membrane.; The roof drains to a single drain at the northwest corner.” Lack of an overflow roof drainage was noted.
- “The existing interior finishes predominately date to the late 1960’s.; Where observed at a few locations at the first and second floors, portions of the original ceilings...are present above the suspended acoustic tile ceilings.; The full extent and condition of the original ceiling finish is not known.”

Structural (Pierce Engineers, Inc.)

- The structure is primarily a wood joist system on steel beams “supported off of exterior masonry bearing walls on the north, south and west sides. Steel columns are placed along the east wall adjacent to the 120 Mifflin building to support the east/west spanning (steel) beams from 124 Mifflin.; The east side of this building does not have a wall of its own but uses the 120 Mifflin wall to close the space.”
- “The roof is wood framed with 2x8 wood purlins at 24” oc.”
- Floor Loading:

| Floor | Existing Capacity | Existing Code Req’d | Proposed Use |
|--------------|-------------------|---------------------|--------------|
| First Floor | 45 psf | 65 psf (office) | N/A |
| Second Floor | 45 psf | 65 psf (office) | N/A |
| Roof | 15 psf (snow) | 21 psf (snow) | N/A |

The floor and roof loading of this building does not meet today’s code requirements.

Mechanical (Henneman Engineering, Inc.)

- “The heating and cooling system consists of four basement furnaces and two packaged rooftop units. Two furnaces serve the basement, two serve the first floor, and the rooftop units serve the second floor; Four condensing units associated with the furnaces are located on the roof.; The furnaces are new and are in very good condition.; The packaged rooftop units are estimated to be about 10-15 years old which is about the normal life expectancy for that equipment.”
- “While much of the HVAC equipment is new, there would be significant difficulty in reusing any of it. This is due to the fact that temperature control zoning is likely less than ideal and modifications necessary to make the systems code compliant would be very difficult and costly, and likely impossible.”

Electrical (Potter Lawson, Inc.)

- “Electrical equipment age is from the 1980’s. The telephone PBX appeared to be from the 1980’s.”
- “Although the condition of the branch circuit wiring is not known, it appeared that the installation was from the 1980’s.”
- “The telephone PBX cabling is supported by the suspended ceiling grid, which if constructed now would be in violation of the current code.”

Proposed Alteration:

The building would be deconstructed to allow the garden space to be created at the corner of North Fairchild and West Mifflin Streets. The stone on the building would be saved for reuse. It has been suggested during the project planning and initial public input stage over the past couple of months that the roof of this building should be converted into an occupied rooftop (restaurant use) and green roof. As indicated above, the structural capacity of this roof does not meet the current loading requirements for snow loading and is significantly undersized to accommodate any occupied loading and/or green roof. In addition, the lack of two stairwells for emergency egress and the number of rooftop mechanical units located on this roof precludes any significant useable space.

PROJECT PLANNING AND INPUT

Prior to this Project's submittal to the City of Madison a number of public meetings have been held, and input has been sought, to refine and craft a vision for the development as proposed. The following reflects the primary input and discussions held over the past few months:

| | |
|-------------------|---|
| October 17, 2011 | Meeting held with City Planning Department |
| October 17, 2011 | Capitol Neighborhoods Inc. (CNI) meeting at the Madison Senior Center |
| November 2, 2011 | CNI Steering Committee Meeting |
| November 14, 2011 | Joint informational meeting to the Urban Design and Landmarks Commissions |
| November 16, 2011 | CNI Steering Committee Meeting |
| November 30, 2011 | CNI Steering Committee Meeting |
| December 7, 2011 | CNI Steering Committee Meeting |
| December 19, 2011 | Landmarks Commission Meeting (Madison Trust for Historic Preservation Proposal) |
| January 4, 2012 | CNI Steering Committee Meeting |

SELECTION OF THE PREFERRED DESIGN APPROACH

Historically, one of Madison's most vibrant business locations, the 100 Block of State Street has for the past few decades, continued to erode with often inappropriate building improvements and maintenance. Using a standard real estate practice, a limited liability company called Central Focus LLC, was used to acquire properties in the 100 Block of State Street, and through to North Fairchild and West Mifflin Streets. Driving these acquisitions was a concern that a possible response to the deteriorating situation on the 100 Block of State Street might well lead to inappropriate development, leading to a lost opportunity to further enhance this area of Madison's downtown – an opportunity that might not present itself again for generations. Through the acquisition of the properties an opportunity to preserve and enhance the character of State Street and provide an exciting and unique place on North Fairchild Street is possible.

The Project is a vision-driven enterprise...keep State Street great... enliven North Fairchild Street...give the properties another 100 year life...create an efficient real estate plan for the future, and generate income for the long-term fiscal health of Overture Center. Central to these goals is the desire to create highly efficient office spaces on the second through fourth floor; space that needs to be flexible to meet a wide variety of office user needs and be efficient to manage on a long term basis by a non-profit organization. The cobbled nature of the existing buildings, the deficiencies (and in some cases severe structural and architectural deficiencies) identified within the existing buildings, and the need to increase the structural live loads for the office uses, led to a construction strategy requiring substantial reinvestment in the existing structures. Given the long-term horizon of the Project and the desire to provide permanently gifted support to Overture Center, Block 100 Foundation decided to reconstruct spaces rather than simply rehabilitating the existing structures.

State Street has long been one of Madison's most prominent streets. The Project's original proposal to remove and reconstruct the buildings along State Street has been revised based upon discussion and concerns identified in the past couple of months. The proposed development preserves the historical character and appearance of the block with the State Street facades of the Castle & Doyle Building (125 State Street) and the Buell Building (121-123 State Street) remaining. The intent is to repair and refurbish (where needed) these two historic facades so that they may be preserved for decades. At the Francis Vallender Building (127-129 State Street) the only remaining historic features are the second and third floor brick window arches along State Street and cornice of the building - all other historical attributes of the building have been removed through previous modifications and renovations of the building. In the 1990's, the Haswell Furniture Building (117-119 State Street) façade on State Street was so significantly altered that the only remaining features on this façade are the limestone belt course and balustrade at the third floor leaving a building that no longer reflects the historic character of the block. For example, the State Street Historic District contemplated in the late 1990's lists the Haswell Furniture Building as a noncontributing resource/building to the potential historic district. The Project proposes to remove and reconstruct the Francis Vallender Building and the Haswell Furniture Building. Recognizing the importance of the Castle & Doyle Building (125 State Street), the Project seeks to preserve and maintain this historic landmark by preserving both the State Street façade and, the Fairchild Street facade, the party walls separating this building from adjoining properties along State Street, the majority of the first floor retail space, the second floor structure and wood flooring, and the roof structure.

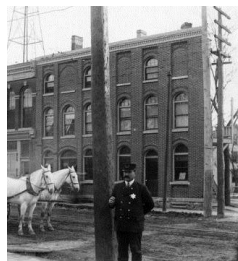
While some preservationists have used the term ‘facadism’ to describe the Project, this characterization is misleading and inaccurate. What is proposed for 125 State Street (Castle & Doyle Building) is the preservation and refurbishment of the facades and the primary elements of the building. What is proposed for 127-129 State Street (Francis Vallender Building) and 117-119 Haswell Furniture Building is the removal and reconstruction of these buildings – the aesthetic appearance of the new exteriors of these buildings are designed to be a reflection of the historic character of the original buildings rather than being completed in a new ‘modern’ building aesthetic. The remaining building façade of the Buell Building (121-123 State Street) may be considered ‘facadism’ by some, due to the fact that the building façade will be preserved and the interior of the building replaced and repurposed. However, to adaptively reuse the Buell Building and incorporate it into the proposed new uses is not practical due to the structural framing of the building. Preservation of this building’s façade on State Street is the same approach that has been used successfully in Madison with some of the most recent examples being the preservation of the former Quisling Clinic at the corner of Wisconsin Avenue and W. Gorham Street, the Yost’s-Kessenich’s building façade (a City Landmark) at the corner of N. Fairchild Street and State Street at the Overture Center and a more recently completed project within the past six months at the Agricultural Chemistry Building (a National Historic Landmark) at 420 Henry Mall along University Avenue on the UW Madison campus.



Historic Photo
117-119 State Street



Proposed



Historic Photo
127-129 State Street



Proposed

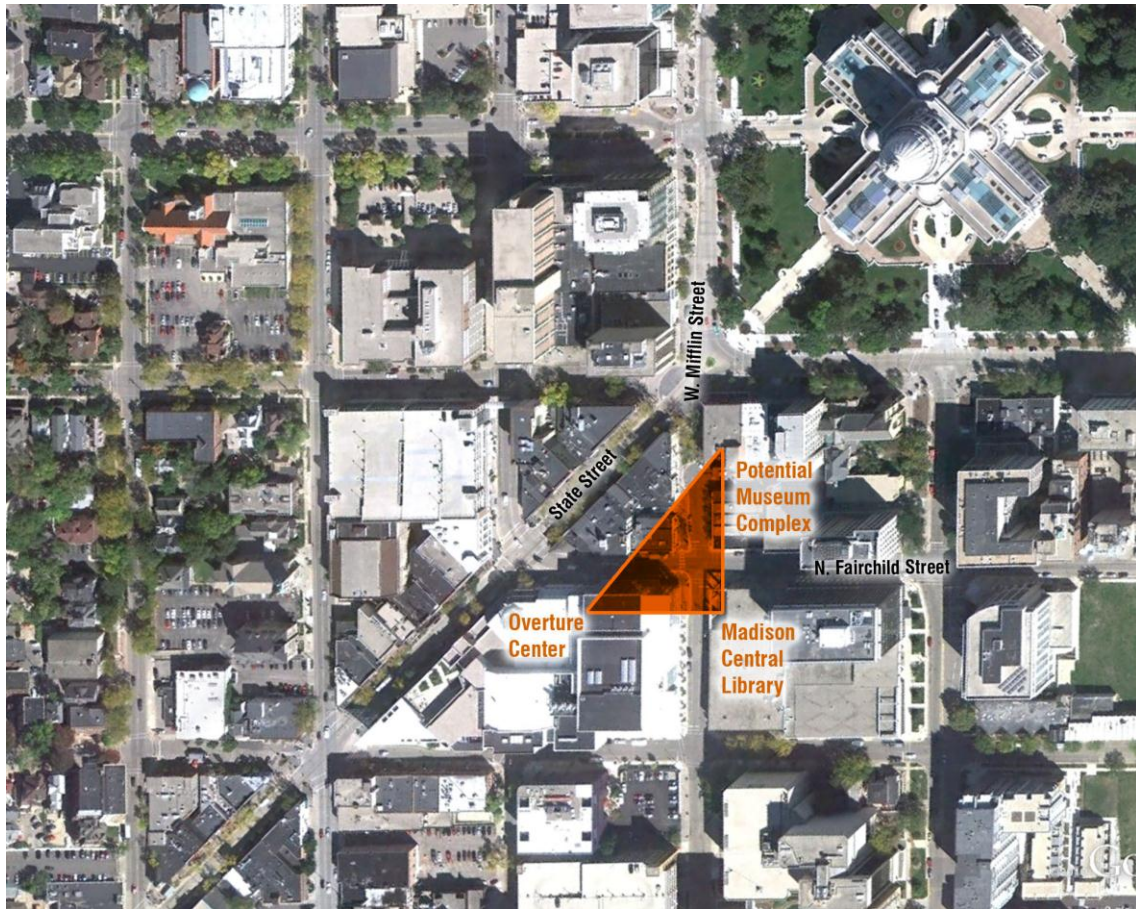


121-123 State Street – Façade to remain



125 State Street – Building to remain

With the City of Madison’s commitment to redevelopment of the downtown Central Library, the Overture Center, and the possibility of a new museum complex, the intersection of N. Fairchild Street and W. Mifflin Street now plays an ever increasing role in the fabric of the City. With the emerging importance of this corner within the City, the 100 Block of State Street is again poised to become one of Madison’s most vibrant locations as a civic and cultural arts node. The conceptual strategy centers on the idea of creating a unique place and the question became how could this best be accomplished. Recognizing the civic node, with the major civic buildings intersecting at North Fairchild and West Mifflin Streets, this focal point formed the basis for the design concept of a sculptural patterned garden. The corner, forming the hypotenuse of this civic triangle of current and future civic buildings was seen as a special opportunity to create a greater sense of place.



It is important to understand that North Fairchild Street is not State Street. Nothing about the two streets are similar...not in the current land uses, not in building scale and massing, not in urban design character. To consider the current North Fairchild Street as an extension of State Street is inaccurate and, in the development team's opinion, North Fairchild Street in its current configuration is a lost opportunity. In stark contrast to State Street, N. Fairchild Street as it relates to the 100 Block of State Street is primarily the backs or sides of the buildings fronting on State Street. This utilitarian environment was designed for service (loading/unloading) and emergency building egress (fire escapes and back doors). This Project proposes to significantly change the pedestrian and aesthetic environment of this section of N. Fairchild Street. With removal of the stairs (access to basement of 127-129 State Street and access to the first level and basement of 121-123 State Street) within the public right-of-way, elimination of the fire escapes (127-129, 125 and 121-123 State Street) and the creation of a new garden space at the intersection of W. Mifflin and N. Fairchild Streets, residents and visitors will be encouraged to walk along N. Fairchild Street on the 100 Block of State Street. The pedestrian experience along N. Fairchild Street, both visually and emotionally, will change dramatically adding to vitality of this area of the City.

The transformation of North Fairchild Street as proposed with a sculptural patterned garden, combined with an active use that would bring a retail element to the corner of West Mifflin and North Fairchild Street and complement the civic node, became the preferred approach. This new node has the opportunity to be seen by many residents and visitors daily from State Street or from traveling by car or bus on N. Fairchild Street and the "outer loop" of vehicular traffic around the Capitol Square. The green space "garden" provides the opportunity to enhance the visual and aesthetic appearance of our city, reflect the importance of this civic node within Madison and provide a unique pedestrian experience. This garden will be maintained and operated by Block 100 Foundation with a small outdoor area provided for the restaurateur to provide outdoor dining and a couple of benches along N. Fairchild Street on the property. It is the desire of Block 100 Foundation

to allow the public to sit within the garden and these benches will be provided as long as they do not become a management, operational or use issue.



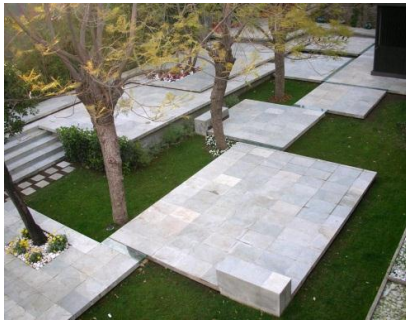
The preferred design approach for this Project is further reinforced by City planner and landscape architect John Nolen’s vision. One hundred years ago in 1911, John Nolen completed his visionary plan for Madison titled “Madison: a model city”. In Chapter 2 of the plan, Nolen suggested that on State Street,

“an open space triangle, at the intersection with Broom and Gorham Streets would afford attractive and valuable sites for public and semi-public buildings fronting on an agreeable opening midway between the Capitol and the University.”

While the public and semi-public buildings that Nolen envisioned for the 400 block of North Broom Street were not built, those buildings were built or are planned for the 100 block of North Fairchild Street, three blocks closer to the Capitol on a site with the same physical dimensions. The Block 100 Foundation Project will provide a respectful nod to John Nolen’s vision in a fresh way, ushering in a new century of investment to reinforce the beauty and character of our downtown.

As reflected in the Nolen Plan, the recognition of civic spaces by the use of open green spaces is important within cities. Our own City has done this historically around the Madison Municipal Building on Martin Luther King Jr. Boulevard and most recently with the expansion and redevelopment of the green space at the Chazen Museum along University Avenue. Many cities across the United States have green spaces associated with civic building structures.

There are many fine examples of green spaces within the urban fabric of cities around the world. These spaces add to the aesthetics of our cities – they provide outdoor rooms that are engaging, inviting and unique within the city fabric. These spaces can also be dynamic and sculptural as illustrated in the examples below. Such a vision is proposed in this Project.



Montjuic Garden
Barcelona, Spain



Place D'Youville
Montreal, Quebec



Square 54, "The Avenue"
Washington DC



Central Wharf
Boston, MA



Tilburg Square
Tilburg, Netherlands



Tudor City Greens
New York City, NY

The utilitarian and service nature of the buildings along N. Fairchild Street, lead in most respects to utilitarian architecture. An opportunity now exists to capitalize on a revitalization of N. Fairchild Street on the 100 Block of State Street and improve the aesthetics and architecture along N. Fairchild Street. This improvement begins with the flat-iron building at the corner of State and N. Fairchild Streets. The aesthetic appearance and pedestrian environment of the flat-iron building on N. Fairchild Street will be transformational from what currently exists. This transformation will happen through the removal of the existing basement access in the sidewalk along N. Fairchild Street, the removal of the gas meter on the side of the building in the sidewalk area, the deconstruction and elimination of the existing apartment entrance structure between 127-129 and 125 State Street along N. Fairchild Street and the removal of the fire escape on the side of this building. In addition, the continuation of the façade aesthetic of the flat-iron building on State Street wrapping around to N. Fairchild Street transforms this building into a true flat-iron building that fits into the fabric, scale and massing of State Street with a large 'retail' window along the sidewalk of N. Fairchild Street and windows at the second level of the flat-iron building along N. Fairchild Street, continuing the rhythm of the State Street openings. The development team is proposing to use a brick on the new flat-iron building that is similar in color and appearance to the original brick that is painted over on the current building. This un-painted brick will provide a richer color and texture that complements the character and fabric of the buildings on State Street. In addition, the brick color will contrast and thus highlight the Castle & Doyle terra cotta State Street façade.

The development team has modified its original proposal of reconstructing the back of the Castle & Doyle building along N. Fairchild Street. The Project will preserve and rehabilitate this façade maintaining the stone foundation and minimally decorated red brick structural wall. While localized areas of the current brick façade appear to have been rebuilt previously and some additional repair and reinstallation will likely be necessary to preserve the façade, the color, appearance and

texture of the wall is similar in color to the brick proposed at the flat-iron building. With the restoration work proposed, this façade will be a showcase for preservation and allow the structure to remain for decades.

With the preservation of the back of the Castle & Doyle Building and the wrapping of the façade of flat-iron building from State Street to N. Fairchild Street, there will now be a continuation of the fabric, scale, texture and aesthetic of State Street onto N. Fairchild Street. This is in many respects what is currently in place at the corner of State Street and W. Mifflin Street where the historic Willett S. Main Building (101-106 State Street) and the adjacent two story brick building at 112-114 W. Mifflin Street wrap the fabric of State Street onto W. Mifflin Street.

From the Castle & Doyle Building east along N. Fairchild Street there is an opportunity to provide a new aesthetic adjacent to the garden that defines the garden space and complements the civic buildings at the intersection of W. Mifflin Street and N. Fairchild Street. The development team believes that the architecture of the building along the garden needs to have its own identity to maintain and support this important edge of the civic node. The new building face fronting the garden is not intended to be a continuation of State Street's aesthetic. With the building façade forming an edge of the civic node and not aligning with the street edge a continuation of the scale, texture and aesthetic of State Street seems inappropriate at this location. The opportunity exists to provide and support a unique space within the City of Madison and the development team believes the architecture of this space should be supportive and complementary to its surroundings. To complement the surrounding civic buildings and create a supportive aesthetic, materials were chosen to be long lasting, durable, low maintenance and timeless. A warm colored natural limestone was chosen that has a subtle variation in range of color to provide visual texture on the solid portions of the facade. The stone size of approximately 8" x 18" was chosen to complement the scale of the building. The size chosen is larger than a standard brick, but much smaller and finer in scale and size than the stone panels on the Overture Center.

The new restaurant facing the garden will provide increased activity and energy for the W. Mifflin Street and N. Fairchild Street intersection. A significant portion of the first floor (restaurant) level façade is glazed to provide an opportunity for the restaurant patrons to enjoy the garden and an opportunity for the restaurant to open up and provide an exciting new front on N. Fairchild Street. A portion of the glass wall separating the restaurant from the garden will be a NanaWall system. This type of wall allows a large area to be opened up to the outside without the intrusion of columns or posts separating the inside space from the outside space. This wall system is proposed as the separator between the indoor dining area and the outdoor seating area within the garden. Dining patrons will have the opportunity to dine outside, but enjoy the atmosphere and environment of the interior dining, so that there is an unobstructed continuation of dining space between the inside restaurant and the garden.



Light defines space. For open spaces it creates a transition between environments instead of separation. A suspended catenary lighting system is proposed in the garden that allows light to be focused in areas, leaving other places in darkness. This system allows light to be pinpointed where desired, with light spill reduced to minimize light pollution and energy consumption. Catenary lighting is based on “less is more” and the system allows light fixtures without the intrusive support structures of light poles and bollards. What is proposed would be unique in downtown Madison and it would create a unique ambience and environment for the civic node at night.

With all that is proposed relative to creating a unique place and civic node within the City of Madison, unfortunately incorporating the West Mifflin Street buildings, the Andrew Schubert Building at 120 West Mifflin Street and the Fairchild Building Corporation Building 122-124 West Mifflin Street, into the overall vision of the Project isn't feasible. The development team investigated a number of options regarding these two buildings. In regards to the Andrew Schubert Building, options investigated have included renovation and adaptive reuse, incorporation of the building into the proposed development and relocation of the building within the 100 Block of State Street. Unfortunately, due to the buildings poor existing exterior and structural condition, the magnitude of the interior and structural renovation required and its impact on any redeeming historic attributes within the structure, Block 100 Foundation concluded that the existing building cannot be incorporated into the proposed development. The only available option to retain this building is to relocate it. Block 100 Foundation will work with any interested parties to move the structure until the time that construction of the Project is ready to commence. If the building is not moved, the Block 100 Foundation will also work with interested parties to salvage building materials from the building and the stained glass transom window and lead glass window will be re-used in the Project.

Analysis has also taken place regarding the Fairchild Building Corporation Building at 122 West Mifflin Street. While the existing wood frame building is in relatively good condition, the adaptive reuse, renovation and incorporation of the building into the proposed development does not align with the overarching goal to provide a unique and special civic node reflecting the cultural institutions that surround it. After significant discussion it was concluded that such a civic node cannot be achieved in a way that preserves the existing two story structure. Preservation of the exterior limestone cladding on this structure is possible and has been done within Madison, most recently in the area of this Project at 202 State Street (Paras Building) located at the corner of Dayton Street and State Street. The limestone façade of 122 W. Mifflin Street along W. Mifflin Street and N. Fairchild Street and the exterior ornamental lights will be carefully removed and salvaged for re-use.

Achieving the multiple goals of this Project...preserving the character of State Street while revitalizing North Fairchild Street...is a substantial contribution to the community which the development team believes mitigates the loss of the Schubert Building at 120 West Mifflin Street and the Fairchild Building Corporation Building at 122-124 West Mifflin Street.

ECONOMIC ANALYSIS

From an economic standpoint, the Project is unique. It is not being undertaken for traditional commercial development reasons or with a profit motive in mind, nor is it likely that a profit-driven developer would or could undertake the redevelopment of this site. This Project is about improving our City and in the process, creating an additional philanthropic vehicle to help support an important civic asset, Overture Center for the Arts. Accordingly, some of the standard economic analyses don't apply as it would be nearly impossible to replicate the project using a conventional development model. The major element is the fact that the Project is being developed without bank financing. In other words, there is no debt to service, and therefore, none of the estimated development cost of \$10 million will have to be repaid from income generated by the Project. In addition, unlike a traditional real estate development scenario, there is no expectation that the cash flow from the property will be used to provide a market rate of return on the equity invested in the development. Nor is there any City financial assistance involved in this Project, thus leaving limited City resources available for other projects.

Without debt service or the need to provide a return on equity to investors, the Project's ability to generate positive cash flows is significantly enhanced. Further, should there be a longer initial lease-up period or if market conditions affect the rents that are achievable, there is the ability to make the best longer-term decisions in regards to the tenant mix in the Project. Additionally, the acquisition prices for the properties making up the Project become irrelevant in this equation.

There isn't any acquisition cost being carried by the development from an operating pro-forma standpoint and the acquisition costs don't drive up the top line revenue needed to achieve positive cash flow. All of these factors add up to a unique opportunity for the City to capture a very high quality real estate development with significant additional public benefits. There is no feasible way to accomplish this Project using a conventional real estate development model.

Operating Pro-Forma: The average annual rental rate for the Project is projected at \$19.72, assuming \$27 per square foot triple net rent for the retail space and \$19 to \$20 per square foot gross rent for the office spaces. These rents are assumed to be market rates. Assuming a vacancy allowance of 7%, effective annual gross income should be approximately \$635,000. Total annual operating expenses are estimated at approximately \$7.50 per square foot which yields a stabilized annual net operating income of approximately \$390,000. The net operating income is then available for replacement reserves, funding tenant improvements, leasing costs and distributions by the non-profit Block 100 Foundation to Overture Center.

Operational Efficiencies: The Project will change the above grade occupancies from seven apartments and 14,926 gross square feet of office to all office usage in the approximate amount of 22,110 gross square feet. This change in use has a positive impact on the top line revenue of approximately 30%. Further, operation costs are reduced because of the ability to have more streamlined management, maintenance and leasing costs for office space alone versus a mix of housing and office.

Property Valuation: The 2011 combined assessed value for the six properties comprising the Project, as established by the City Assessor, is \$3.842 million. Utilizing the stabilized net operating income and an 8.0% capitalization rate, an anticipated valuation for these properties after completion would rise to approximately \$4.9 million. The property will remain on the tax roll and all the property taxes will continue flow to the taxing jurisdictions since there isn't any TIF assistance involved. Ultimately, it will be City Assessor's responsibility to determine the assessed property values.

Projected Employment: The completed Project will house additional businesses that will increase jobs, add to the tax base and add more day time users for State Street area stores and restaurants. When completed and occupied, the restaurant, retail stores and offices will employ approximately 125 people. The Project expects to employ approximately 75 construction workers. In addition to these figures, numerous businesses and design team consultants in Madison will be involved throughout the project.

Overture Center of the Arts Endowment: A key element of the Project has been the desire of the Frautschis to ensure that the net operating income from the project is used for the long term support of Overture Center for the Arts. Using Block 100 Foundation as the platform, their concurrent investment in the block through the Pleasant T. Rowland Foundation and Jerry Frautschi's Overture Foundation achieves a tremendous reinvestment in the future of Madison's central business district and serves as a philanthropic gift for an important civic institution, Overture Center for the Arts. Using a conservative assumption that \$200,000 of the projected annual stabilized net operating income of \$390,000 (as presented above) will be available each year, this annual gift is the equivalent of Overture Center having to raise a \$4.0 million endowment (\$4.0 million X 5% annual draw = \$200,000 per year). If the annual gift reaches \$300,000, the equivalent endowment that would be needed for this level of support would be \$6.0 million. This is a very significant economic benefit of the Project and comes with no corresponding assumption of risk for the performance of the Project.

SCHEDULE

In 2012, the City of Madison will start the renovation of the Central Library, kitty corner from the Project site. Starting this Project now, will allow Block 100 Foundation to complete the Project by the time the new Central Library opens. The following identifies significant dates:

| | |
|--|---------------------|
| Landmarks Commission Meeting | January 30, 2012 |
| Urban Design Commission Meeting (Initial Approval) | February 1, 2012 |
| Plan Commission Meeting | March 5, 2012 |
| Start Construction | Second Quarter 2012 |
| Substantial Completion / Occupancy | Mid 2013 |
| Site Work Completed | Fall 2013 |

ZONING AND ADDITIONAL CITY OF MADISON PROJECT REQUIREMENTS:

Compliance with City Plans: The Project will need to comply with a number of City plans and ordinance provisions.

Project location is zoned C4 Central Commercial District:

- The proposed Project is in compliance with the height regulations of 4 stories maximum – 2 story minimum
- Being a major alteration project that involves demolition, outdoor eating and changes to the exterior of the buildings, a conditional use permit is required from the Madison Plan Commission as well as the review of, and recommendations from, the Madison Landmarks Commission and the Madison Urban Design Commission.
- The proposed Project requires demolition permits.
- The proposed Project requires Landmarks Commission approval for:
 - Alteration/Addition to a Designated Madison Landmark
 - Demolition
 - Alteration/Addition to a building adjacent to a Designated Madison Landmark

City Designated Landmarks: Two properties, the Castle and Doyle Building located at 125 State Street and the Andrew Schubert Building located at 120 West Mifflin Street, are designated City of Madison landmark buildings. Chapter 33 of the Madison General Ordinances requires that the Landmarks Commission review the proposals for the landmark buildings and the adjacent properties, as well as any demolition permit applications, and consider the issuance of a Certificate of Appropriateness for the Project.

In the late 1990's a proposal to create a "State Street Historic District" was prepared by the City of Madison. Items noted below in quotes (" _ ") are from the State Street Historic District proposal.

Castle & Doyle Building (1856/1921-22) 125 State Street:

- As indicated in the Existing Building Summary section of this Letter, the Castle & Doyle building will remain except for modification at the back of the first floor retail, elimination of the basement and the insertion of two exterior doors in the Fairchild Street façade. The existing first/ground floor is subdivided at the Fairchild Street side of the retail space with a somewhat triangular shaped room at the rear of the retail space. This space is currently used by the retailer for merchandising, but it is likely that this room was at one time used as an office. The Project will remove this room and remove the stairwell to the basement. The interior retail space with these two modifications will not be significantly altered. We do not believe that this demolition and alteration proposed will be detrimental to the public interest and contrary to the general welfare of the people of the City and the State.
- Extensive repair of historical elements on the exterior and interior of the building will be undertaken as part of this Project.
- The Project will also remove non-original modifications that have been made since 1921-22 renovations and provide new construction that is consistent with the historical appearance and materials originally installed.

Andrew Schubert Building (1908) 120 W. Mifflin Street:

- This building was designed by Ferdinand Kronenberg. The State Street Historic District proposal states that "Ferdinand Kronenberg appears to have designed the greatest number of buildings on State Street, including two with J.T.W. Jennings and five on his own." (Section 8, Page 5) In addition to the Schubert Building his designs in the proposed State Street Historic District include:
 - The Neo-Classical Revival Speth Building at 137 West Johnson Street (1906)
 - The Queen Anne Boelsing Building at 126 State Street (1907)
 - The Queen Anne style Standard Building at 208 State Street (1909)
 - The commercial vernacular Nicholas Weber Building at 425 State Street (1909)
 - The Central Building Company at 548 State Street (1910)
 - The craftsman style Anna Weber I Building at 218-20 State Street (1913)

- The Andrew Schubert building is considered a Queen Anne style of architecture. The State Street Historic District proposal states “Queen Anne is one of the predominant styles in the district, showing influence in 11 examples.” Queen Anne is the third most prevalent style of architecture in the district.
- Under the category of “Present Appearance” in the description of the 11 examples in the State Street Historic District proposal on Queen Anne (Section 7, Page 5) the Andrew Schubert Building is not mentioned, while six other properties are singled out and noted as the prime examples of Queen Anne style architecture in the proposed district.
- Under the category of “Architectural Significance” in the State Street Historic District proposal describing Queen Anne style four buildings are singled out as representing this style of architecture. The Andrew Schubert Building is not included in this list.
- Therefore, removal of this sole example among the numerous examples of Kronenberg’s work would not be detrimental to the public interest or to the general welfare of the people of the City or the State.

The Project is located in the Capitol Fire District: Capitol Fire District restrictions under Madison General Ordinances Section 29.37 apply to the properties in this proposal. Section 29.37(2)(b) indicates that “all new buildings and additions to existing buildings, except private residences, hereafter constructed in the Capitol Fire District shall be of fire resistive construction, as specified in Comm 62, Wis. Adm. Code, unless exempted by the Fire Marshall and the Director of Building Inspection.” Fire resistive construction is an all inclusive term which can include rated and non-rated construction, but in our initial conversations with both the building and fire departments there was an indication that the elements used for construction would need to be non-combustible. What is proposed for this Project is construction of all new building structure as non-combustible construction with extra fire suppression for the remaining wood structure, a fire alarm system that will initiate fire suppression in the entire combined structure and a single point of entry for the Fire Department including an enunciation panel.

DRAFT DOWNTOWN PLAN

The Madison Planning Department is in the process of writing a new Downtown Plan, the most recent draft dated November 2011. Since it has not yet been adopted formally, the recommendations and requirements in this new Downtown Plan do not apply to this Project. Nevertheless, there is much about this Project that reflects the policies, visions, and intent behind the new Downtown Plan.

The Department of Planning and Community and Economic Development issued the proposed Downtown Plan in November 2011. The Plan seeks, as an overarching idea, to ensure the Downtown possesses an authentic sense of place. (Page 2). More particularly, the proposed Plan states:

Sense of place refers to people’s perceptions, attitudes and emotions about a place. It is influenced by the natural and built environments and people’s interactions with them. Successful downtowns are comfortable, but at the same time, exciting, fun, and places of continual discovery. Cities are ever evolving and due largely to their compactness, such changes in downtowns are often more noticeable. It is a given that the Downtown of today will be different in twenty years. Successful downtowns spend considerable resources planning for and working towards a desired future. This includes proactively addressing those things that need improvement. It also includes identifying and building on the things that work well, while recognizing and seizing new opportunities that will keep Downtown fresh and dynamic. (Page 2)

In many ways, these Downtown Plan statements are the value proposition for the proposed Block 100 Foundation Project.

The proposed Project also specifically addresses the following Downtown Plan recommendations:

- Guiding Principles - Desirable Downtown Characteristics (Page 6) “Very high-quality public open spaces, including smaller squares and plazas maintained on private property.”

- Key 4: Maintain Strong Neighborhoods and Districts (Page 6) “This plan seeks to enhance the variety of special neighborhoods, districts, and smaller nodes, that, although unique places in their own rite, in aggregate truly make Downtown more than simply a sum of its parts.”
- Key 9: Become a Model of Sustainability (Page 7)
- Key 2: (Pages 22/23) “Madison must continue to strive to distinguish its Downtown as an attractive urban environment which provides a “complete package” of places to work, live and recreate. Downtown needs to clearly establish and promote its identity as an energetic and stimulating urban environment – a place where employers and employees alike want to be.”
- Recommendation 11: (Page 24) “Provide a wide range of office and commercial spaces to meet different business needs...”
- Recommendation 17: (Page 27) “Promote high quality architecture and craftsmanship for new buildings to reinforce the Downtown as an engaging and attractive employment location.”
- Objective 2.5: (Page 31) Enhance the attractiveness of Downtown shopping and entertainment to Downtown workers, residents and visitors.
- Recommendation 31: (Page 31) “Encourage development of additional retail, service and entertainment uses to support Downtown working and living.”
- Recommendation 32: (Page 31) “Maintain and expand locations for sidewalk cafes and street vendors.”
- Recommendation 42: (Page 39) “Provide enhanced streetscape amenities at neighborhood nodes, such as curb bump outs at intersections, wider sidewalks, benches, bike racks, enhanced terrace treatments, and more landscaping.”
- Recommendation 61: (Page 49) “Preserve “triangle (flatiron) blocks” at the corners of Capitol Square including flat-iron buildings, for smaller scale, active urban uses, such as entertainment, restaurants, shopping and cultural activities.”
- Objective 4.2: (Page 50) The State Street district’s existing character should be supported, with no major changes to the street’s function or scale envisioned. Ground floor spaces should be reserved for retail and eating/drinking establishments while additional office uses on upper floors should be considered. Many of the buildings are historic or architecturally significant and should be retained.”
- Recommendation 64: (Page 50) “Support the retention and establishment of locally-owned small businesses.”
- Recommendation 65: (Page 50) “Preserve and rehabilitate significant older structures, including flat-iron buildings.”
- Objective 6.6: (Page 85) “Improve pedestrian connections by creating and improving sidewalks...”
- Objective 7.3: (Page 97) “Retain flatiron building forms to recognize their unique contribution to the character of Downtown.”

USES & AREAS (GROSS SQUARE FEET)

The Project site area is 13,468 gross square feet or 0.31 acres.

This table illustrates existing and proposed uses and areas.

| Address | Parcel (GSF) | Existing Use | Existing (GSF) | Proposed Use | Proposed (GSF) |
|--|---------------|-------------------------|----------------|----------------------|----------------|
| 127-129 State Street (Francis Vallender Building) | 810 | | | | |
| Basement | | Storage / Mechanical | 740 | N/A | 0 |
| First Floor (State Street Elevation) | | Retail | 755 | Retail | 765 |
| Second Floor | | Residential | 740 | Office | 765 |
| Third Floor | | Residential | 740 | N/A | 0 |
| | | | | | |
| 125 State Street (Castle & Doyle Building) | 998 | | | | |
| Basement | | Storage / Mechanical | 200 | N/A | 0 |
| First Floor (State Street Elevation) | | Retail | 998 | Retail | 998 |
| Second Floor | | Residential | 998 | Office | 998 |
| | | | | | |
| 121-123 State Street (Buell Building) | 2663 | | | | |
| Basement | | Laundry / Stor. / Mech. | 2663 | Storage / Mechanical | 2620 |
| First Floor (State Street Elevation) | | Retail | 2550 | Retail | 2486 |
| Second Floor | | Residential | 2663 | Office | 2541 |
| Third Floor | | Residential | 2663 | Office | 2485 |
| Fourth Floor | | | 0 | Office | 2087 |
| | | | | | |
| 117-119 State Street (Haswell Furniture Building) | 4614 | | | | |
| Basement | | Kitchen / Stor. / Mech. | 4580 | Storage / Mechanical | 3562 |
| First Floor (State Street Elevation) | | Retail (Restaurant) | 4503 | Retail (Restaurant) | 3773 |
| Second Floor | | Retail (Restaurant) | 3195 | Office | 3952 |
| Third Floor | | Retail | 4581 | Office | 3951 |
| Fourth Floor | | Office | 4581 | Office | 3951 |
| | | | | | |
| 120 West Mifflin Street (Schubert Building) | 1443 | | | | |
| Basement | | Storage / Mechanical | 1238 | Storage / Mechanical | 85 |
| First Floor | | Retail | 1258 | Retail (Restaurant) | 1380 |
| Second Floor | | Residential | 1258 | Office | 1380 |
| | | | | | |
| 122 West Mifflin Street | 2940 | | | | |
| Basement | | Storage / Mechanical | 2882 | N/A | 0 |
| First Floor (Street Level) | | Office | 2882 | N/A | 0 |
| Second Floor | | Office | 2882 | N/A | 0 |
| | | | | | |
| Total (Gross Square Feet) | 13,468 | | 49,550 | | 37,779 |
| | | | | | |
| SUMMARY | Difference | | | | |
| Basement | (6,036) | | 12,303 | | 6,267 |
| First Floor | (3,544) | | 12,946 | | 9,402 |
| Second Floor | (2,100) | | 11,736 | | 9,636 |
| Third Floor | (1,548) | | 7,984 | | 6,436 |
| Fourth Floor | 1,457 | | 4,581 | | 6,038 |

The existing businesses have either already relocated to new spaces or will do so by the end of the first quarter of 2012. None of the apartments are occupied at the present time.

The character, scale and rhythm of State Street will remain in the new development allowing the 100 Block of State Street to function in much the same way as it does today. Small scale retail shops are proposed along State Street that provide an opportunity for local retailers to have unique shops with unique identities along the sidewalk. The scale and square

footage of the proposed retail shops are sized to attract local retailers, not national or regional retailers. Contiguous floor plates along State Street are not planned, with the retail shop floor elevations aligned with the sidewalk elevation – thus stepping in elevation along the slope of State Street. The side walls and/or party walls at 125 State Street (Castle & Doyle), separating this building from the adjoining buildings, will be maintained, thus keeping the historic character of the first floor retail in place. In addition to the retail shops along State Street, a restaurant fronting State Street is proposed. Initial design concepts have been revised to provide additional restaurant frontage along State Street while maintaining the entrance in the center of the 117-119 Haswell Furniture building. An entrance and lobby for the above grade offices is also proposed along State Street which will enhance pedestrian traffic in the 100 Block of State Street and encourage office occupants and visitors to support local retailers along State Street. A portion of the party wall that currently exists between 121-123 State Street and 117-119 State Street will be reconstructed along State Street to align with the location of the current wall that separates the two buildings at the ground floor retail level.

On the corner of Fairchild Street and West Mifflin Street, a garden space is created that forms the civic node. An entrance to the restaurant fronting State Street is provided through the garden space and a small portion of the garden will be used for outdoor seating for the restaurant.

The upper floors of the development, floors 2-4, will consist of flexible commercial office space providing opportunities for small businesses to be located in downtown Madison. The office space will have Class A amenities without vehicular parking.

PARKING AND LOADING SPACES:

The existing parking spaces and loading zones will be maintained with no anticipated changes occurring along State Street, N. Fairchild Street or W. Mifflin Street.

Bike parking requirements, as identified by the City Zoning Administrator, for this Project location is two (2) bike spaces for each zoning lot. The Project is currently comprised of six zoning lots, but is likely to change to one zoning lot upon completion of the Project. The applicant wishes to maintain the existing bike parking in the right-of-way around the Project boundary and will work with the City of Madison planning department to locate additional bike parking in the right-of-way where appropriate to support the building employees and customers.

HOURS OF OPERATION:

Primary Retail Uses are envisioned to match what other merchants on State Street use as hours of operation. Primary hours estimated to be 10:00am-6:00pm, seven days a week.

Restaurant hours of operation will be dependent upon the restaurant operation. Use may be from 7:00am to City Bar time.

Commercial Office Use hours are envisioned to be primarily 8:00-5:00 M-F, but 24/7 access will be allowed.

TRASH REMOVAL / SNOW REMOVAL / MAINTENANCE EQUIPMENT

Trashing and recycling for the Project and its uses will be located in a common trash room accessed off of Fairchild Street.

Snow removal equipment, to clear snow from the private portions of the development, will be stored in the basement.

Maintenance of equipment will be provided through contracted vendors.

SUSTAINABILITY PRACTICES TO BE USED:

Those buildings to be removed from the site will be carefully deconstructed and those deconstructed materials will be recycled or reused to the maximum extent possible. We expect to achieve at least an 85% recycling/re-use rate. The limestone façade from the 122 West Mifflin Street building will be saved. The garden at the corner of Mifflin and Fairchild Streets will reduce the amount of impervious surface on the block. In addition, geo-thermal wells will be placed below the garden to supply the heating and cooling for the building. The plan will include green roofs for the buildings to reduce the heat island effect and the amount of storm water runoff from the site. The buildings will be designed with an energy

efficient exterior shell and mechanical systems to reduce energy costs. The interior spaces will utilize highly efficient light fixtures as well as daylight sensors to reduce the use of electric lighting. The Project will pursue US Green Building Council Leadership in Energy and Environmental design (LEED) third party certification.

NOTIFICATIONS

The development team filed the required notices for the City's list serve Madison Ordinance Section 28.12 on September 30, 2011, with additional information provided to the site on October 6, 2011. An email response from the City of Madison noting Demolition Notification Approved was received on October 7, 2011 (copy attached in the Appendix). The Capitol Neighborhoods Inc. (CNI) has agreed that the notice provision was met as of October 17, 2011 (copy of December 29, 2011 email is attached in the Appendix). A follow-up notification for a demolition permit and conditional use application was sent by Potter Lawson to the alderperson, CNI and City of Madison planning department on October 27, 2011 (copy of email is attached in the Appendix). The Greater State Street Business Association has waived its notice requirement. A meeting with Planning Division Director and the Zoning Administrator was held on August 5, 2011 to review the Project concept. The alderperson of the District was informed of the potential land use submission in a meeting on August 30, 2011 at the site. The Capitol Neighborhoods Inc. Development Committee met with the Block 100 Foundation project manager on October 5, 2011 to review the Project proposal and to layout the neighborhood review process. A neighborhood public information meeting was conducted on October 17, 2011 which was televised on CitiCable and a joint informational meeting of the Urban Design Commission and the Landmarks Commission was conducted on November 14, 2011 which was also televised on CitiCable. The Capitol Neighborhoods Steering Committee has met with the development team on five occasions between November 2, 2011 and January 4, 2012, prior to the submittal of the land use applications on January 9, 2012. An additional neighborhood meeting is scheduled for January 23, 2012.

PROPERTY DESCRIPTION

Address: 127-129 State Street

All of Lot One (1), Block Seventy-six (76), Madison, according to the recorded plat thereof, in the City of Madison, Dane County, Wisconsin, lying west of the lot formerly owned by the City of Madison, upon which was located Engine House No. 2, formerly owned by said City (now known as the Castle & Doyle Property), and being more particularly described as follows: Beginning at the west corner of said Lot 1, Block 76; thence running east along State Street 41 feet; thence southerly on the line of the lot formerly owned by the City of Madison, aforesaid, to Franklin Street N/K/A Fairchild Street; thence along Fairchild Street 54 feet to the place of beginning.

Address: 125 State Street

Part of Lot One (1) Block Seventy-six (76), original plat of the City of Madison, in the City of Madison, Dane County, Wisconsin, described as follows: Beginning 41 feet east from west corner of block; thence east on State Street 20 feet; thence south 60 feet to N. Fairchild; thence northwest on said N. Fairchild Street 28 feet; thence north 40 feet to point of beginning.

Address: 121-123 State Street

Part of Lots 1 and 2, Block 76, original plat of Madison, in the City of Madison, Dane County, Wisconsin, described as follows: Beginning 61 feet east from the west corner of said Block 76 on State Street; thence south 60 feet to Fairchild Street; thence southeast on Fairchild Street to a point 14 feet southeast from line between Lots 1 and 2; thence northeast at right angles to Fairchild Street, 42.5 feet; thence north 43 feet to State Street; thence west 44 feet to point of beginning.

Address: 117-119 State Street

Part of Lots One (1) and Two (2), Block Seventy-Six (76), Madison, according to the recorded plat thereof, in the City of Madison, Dane County, Wisconsin, described as follows: Beginning at a point of Fairchild Street 74 feet northwest from the south corner of Block 76, in said City of Madison; thence northeast 59 feet; thence north at right angles to State Street 60 feet; thence west on State Street 44 feet to a point 105 feet east from the west corner of Block 76; thence south at right angles to State Street, 43 feet; thence southwest 42 feet to Fairchild Street; thence southeast along Fairchild Street 44 feet to the point of beginning.

Address: 120 W. Mifflin Street

All that part of Lots Two (2) and Three (3), Block 76, original plat of Madison, in the City of Madison, Dane County, Wisconsin, bounded and described as follows: Beginning at a point on the northwest line of Mifflin Street 39 ½ feet northeast from the

south corner of Block 76; thence northwest at right angles to said Mifflin Street 74 feet; thence northeast parallel with Mifflin Street 19 ½ feet; thence southeasterly at right angles to said Mifflin Street 74 feet to the northwest line of Mifflin Street; thence southwest along northwest line of Mifflin Street 19 ½ feet to place of beginning.

Address: 122-124 W. Mifflin Street

All that part of Lots Two (2) and Three (3), Block Seventy-six (76), original plat of Madison, in the City of Madison, Dane County, Wisconsin, more fully described as follows: Beginning at the south corner of Block Seventy-six (76), of the City of Madison; thence northeasterly along the northwest line of Mifflin Street 39 ½ feet; thence northwesterly and at right angles to said northwest line of Mifflin Street 74 feet; thence southwesterly and at right angles 39 ½ feet to the northeast line of Fairchild Street; thence southeasterly along the northeasterly line of said Fairchild Street to the point of beginning, having a frontage of 39 ½ feet on Mifflin Street and frontage of 74 feet on Fairchild Street.

Note: At the completion of construction the property lot description may be modified so that the Project site is a single zoning lot for tax and notification purposes.

PROJECT ATTRIBUTES:

1. The Project will be built entirely with private funds.
2. The properties will remain on the tax roll and no city funding or TIF is involved in the project. The 2011 assessed value of the properties was \$3,842,000.
3. The Project is being developed and owned by a new foundation to ensure that the annual net operating income from the Project is used for the long term support of Overture Center.
4. The Project will incorporate energy efficient building techniques and mechanical systems to reduce lifetime energy costs to maximize the annual contribution to the Overture Center. Geo-thermal wells will be placed below the garden to supply the heating and cooling for the building. To reflect this commitment the Project will pursue US Green Building Council Leadership in Energy and Environmental Design (LEED) third-party certification.
5. Renovations and new construction will substantially improve the efficiency, usability, accessibility and safety, thereby extending the buildings' useful lives.
6. Retail along State Street is designed and sized to accommodate local, not national retailers.
7. The Castle & Doyle building will be retained with repairs and renovation to restore and preserve historic elements that are damaged or missing.
8. The Project will employ approximately 75 construction workers, plus design consultants and local businesses supplying services and products to the Project.
9. The completed Project will house additional businesses that will increase jobs, add to the tax base and add more day time users for State Street area stores and restaurants. When occupied, the restaurant, retail stores and offices will employ approximately 125 people.
10. The buildings being demolished will be carefully deconstructed and those materials will be recycled or reused to the maximum extent possible. We expect to achieve an 85% recycling/re-use rate. The limestone façade of 122 W. Mifflin Street will be carefully removed and salvaged for re-use.
11. The garden at the corner of W. Mifflin and N. Fairchild Streets and the green roof proposed in the new development will reduce the amount of impervious surface on the block and reduce the amount of storm water runoff from the site.
12. Construction is proposed to start in the spring of 2012 with completion scheduled for the summer/fall of 2013 to coincide with the renovation and reconstruction of the Madison Central Library.

CONCLUSION:

Cities are organic: they continue to evolve with changing demographics and physical landscape over time. With these changes, the City needs to adapt and take advantage of reinvestment opportunities to ensure a prosperous community in the future. This Project presents the City of Madison with a rare investment opportunity to improve the properties for the benefit of the community, help anchor a special area of the central business district and provide long term support for Overture Center. The community has made significant investments in this area of our City to make it a destination. This Project is one of those inflection points to build on our past but look to the future, thereby creating a special place.