

◆◆ Duet Development, LLC  
9 Jefferson Court, Ann Arbor, MI 734 994 6610

Response to Ann Arbor Offering Memorandum  
June 1, 2015  
Library Lane Proposal



◆◆ Duet Development, LLC

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June 1, 2015

Mr. John Latessa  
CBRE, Inc.  
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Southfield, MI 48075

via email to [john.latessa@cbre.com](mailto:john.latessa@cbre.com)

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Re: Response to Ann Arbor Offering Memorandum

Dear Mr. Latessa and Mr. Hendry:

Duet Development, LLC, on behalf of its development team, is excited to submit this response to the City of Ann Arbor's Request for Proposal related to the air rights above the Fifth Avenue underground parking structure.

Following much creative thought and effort, this proposal has been developed by team members, all of whom have long-standing ties to, or residency in, the City of Ann Arbor. As such, our team takes a unique approach that seeks to create a project that will address several community aspirations; a project that will make a significant and enduring contribution to the City's civic life. The project is not designed to maximize private sector profit by taking advantage of City land, but rather envisions a meaningful public-private partnership, involving all the parties, so as to achieve the multiple goals of both public and private entities.

The team has scrutinized the site and the construction of the parking garage, researched the market, created a conceptual plan for the building, prepared cost estimates, developed a rigorous pro forma, and worked on financing issues for the project. Because we all work and live in this community, it is important to all the team members that our submission be as analytically sound as possible at this stage in the process. Based on our efforts, we believe our concept will work, and work successfully.

It is also important to understand that, given the team's experience in working on development projects in Ann Arbor, we created our concept with a full understanding of the divergent community desires that swirl around Downtown Ann Arbor development projects. We worked hard to create a project that meets, as best possible, these

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community desires. We believe our project will create a jewel in the heart of Downtown, and will be a tremendous asset to the City for years to come.

Prior to discussing the project, we want to introduce the members of the team, so as to demonstrate the experience and depth of understanding of the Ann Arbor community:

**Developer:** Duet Development, LLC. Organized by local attorney Scott Munzel, who has extensive development experience, particularly related to the City approval processes, and experience representing affordable housing entities and private developers.

**Architect:** J. Bradley Moore & Associates. Led by Brad Moore, an expert in the design and construction of Ann Arbor high rise structures, City codes, regulations, and approval processes.

**General Contractor:** Phoenix Company. Led by William Kinley and Mark Hiser, who have successfully completed innumerable construction projects over the last 30 years within Ann Arbor and Michigan.

**Financing:** Ann Arbor State Bank. Represented by Peter Schork, with deep real estate underwriting experience, and equally deep, life-long ties to the community.

**Landscape Architect:** Beckett & Raeder, Inc. Led by John Iacoangeli and Christy Summers, who have years of urban design experience in general, and significant experience with this site in particular.

**Engineering:** Washtenaw Engineering Co. Led by Robert Wanty, who has 35 years of civil engineering experience working with City codes, regulations, and approval processes.

**Legal:** Miller Canfield. Represented by Steven Palms, who has extensive experience with all types of real estate development projects, venture formation, and financing.

For our team, the project is more than just a real estate development; it is an uncommon opportunity for each member to contribute to improving our own community in a meaningful way. With that motivation, we are pleased submit this response to the RFP.

## **I. Project Concept and Vision**

Our project has four main development components:

- A. A generous, welcoming, civic plaza fronting Fifth Avenue, activated by the performing arts, and designed to create the “lost” civic space missing from the

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- Downtown area, where the community can meet, mingle, and relax;
- B. A handsome, 11 story building containing 2 floors of rental “workforce” apartments (36 units) owned by the Ann Arbor Housing Development Corporation, and made available to individuals earning no more than 60% of the “Area Median Income”;
  - C. 4 floors of market rate rental apartments (50 units) ranging in size from 600 to 1,100 square feet; and
  - D. 4 floors of market rate owner-occupied condominium units (24 units) ranging in size from 1,400 to 2,200 square feet.

#### **A. The Civic Plaza**

The cornerstone of our project is the civic plaza, fronting on Fifth Avenue and running the full north-south length of the site. This plaza will be designed for active uses, specifically the performing arts. At the north end, it will have a stage/band stand suitable for musical performances or small theatrical productions, with a movie screen that could be lowered for evening outdoor movie events. The plaza will be hardscaped, but contain an appropriate amount of vegetation to create an intimate feeling within it. There will be individual tables with umbrellas and chairs, which can be re-arranged by the public. Festival lighting will be installed to create a warm glow for performances and evening use. I have attached a conceptual rendering of how this civic space will appear.

This plaza, we believe, will create a spectacular civic space in the heart of the City, shared by all community members, as an area to meet, mingle, and be entertained. It will create an opportunity to partner with the vibrant Ann Arbor arts community, and provide a venue to showcase local talent, as well as professional groups. In studying other performing arts spaces, we believe it must be this size to function effectively; a smaller space will not provide sufficient room for entertainment and attendance. This plaza will also create the civic space, missing as one of the elements of the City’s otherwise highly successful Downtown, and also noted as missing in various City planning documents over the years.

A critical element to the success of this proposal is that the civic space must be actively used, programmed, and maintained. This is necessary to insure that the entrances to the building itself are comfortable for the residents, and to insure that the civic space does not burden the Ann Arbor Library, located just steps away. To address this issue, the civic space will be managed by the condominium association which operates and maintains the building, although there would be shared funding, as part of the public-private partnership, using a portion of the new “tax increment financing” revenues generated by the project, as described in more detail below.

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### **B. The Affordable Housing Component**

Given the difficulty for the private sector to create and manage workforce housing available to individuals earning 60% of “Area Median Income” (AMI), and given the importance of providing more workforce housing within the City, we propose to construct affordable housing on the site and sell it to the Ann Arbor Housing Development Corporation, at the cost of construction. Floors 2 and 3 would contain 36 units of apartments averaging 590 square feet. Based on our cost projections and the square footage of the units, we will be able to deliver these units for approximately \$171,000/unit, well within a price range achievable by the AAHDC.

We have already spoken with the AAHDC, which has reviewed the conceptual plans, cost estimates, and the overall concept, and is interested in proceeding with this project. I have attached a copy of their letter of interest for your review. The AAHDC is expert in managing affordable housing, and can insure that it is available for workforce, rather than student, housing. These units will help create a diverse mix of residents in the Downtown and provide housing for a demographic group where the private market is failing to meet demand.

These two floors would be a single condominium unit in the building owned and operated by the AAHDC.

### **C. The Market Rate Rental Units**

Floors 4-7 would contain 50 units of market rate rental units. These units would be on the smaller side, ranging from 600 to 1,100 square feet, in order to help affordability and to serve a demographic seeking urban living. We believe these units will add significant vitality to the Downtown mix of people, provide for individuals seeking apartments in the Downtown area, and inject significant disposable income in to the Downtown economy. I have attached the copy of a letter from Mahajan Partners, LLC, one of the investors with whom we have discussed the concept; they are interested investing so as to own this part of the project. Other investors have expressed strong interest, but only after the project advances beyond the initial RFP submission stage. As such, there is significant interest by investors in the project, and we believe we will have no difficulty raising equity for this portion of the project.

These four floors would be a second condominium unit in the building and owned by private investors as part of a limited liability company.

### **D. The Owner-Occupied Condominium Units**

Floors 8-11 would contain 24 units of market rate owner-occupied condominiums (the OO Units). These units would range from 1,400 to 2,200 square feet. We believe that

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these units, with unparalleled views, located in the very heart of Downtown, will have significant value, and will help drive the financial success of the project. Due to the demand for Downtown living, we believe we will be able to attract buyers and investors early in the development process, with sufficient time before their equity contributions are needed. The owners of these units will also have significant disposable income to spend in the Downtown area.

Each of the individual units on these four floors would be a separate condominium unit within the building and owned by the occupant.

#### **E. High-Quality Architecture**

The City seeks “iconic” architecture for this site, and we believe our design meets this goal. I have attached an artist’s rendering of how we envision the design of the building. Our concept for the design is one that is compatible with the location, and consistent with existing Ann Arbor architectural design. We think of it as a current version of the Washington Square building, with similarities to the First National Building and Ashley Mews. It would have a pedestrian-friendly façade fronting the civic plaza, rising to a height of three stories, at which point it would step back, before rising eight additional stories. The building’s exterior facade will have a meaningful “texture,” with an attractive balance of high-quality materials. It would also incorporate “green” building concepts to the maximum extent possible.

#### **F. Ground Floor Interface with Civic Plaza**

The ground floor has limited space because it must accommodate the driveways to the underground parking structure. Fronting the civic plaza on the west side of the building will be one entrance and lobby, the entrance and elevator to the parking structure, and a small retail space, likely a coffee shop and sundry market. This retail space will be designed to open on to the civic plaza, and will likely serve building residents, Library patrons, and members of the public visiting the plaza. Facing Library Lane to the south would be a second entrance and lobby serving the taller portion of the building.

#### **G. Parking**

The building would contain 110 residential units. We anticipate that not all residents would desire parking, but those that do would be able to obtain parking in the underground structure. We anticipate that the owners of the 24 individual condominium units would desire secured parking. To address that, we would seek to enclose with metal grates the portion of the first underground floor that extends eastward towards Division Street. That area has 27 striped spaces, allowing just over one space per unit. All residents would interact directly with the City for their parking spaces.

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## **II. Purchase and Development Terms**

We propose to pay the City \$4,380,000 for the air rights to construct the project. To achieve the community goals noted above, and maintain the project as feasible for investors and the marketplace, the project requires creative financing, including a partnership between several public entities and the private investors.

We have developed a detailed pro forma for the project, including projected construction costs and values. Working with Peter Schork at the Ann Arbor State Bank, we have estimated the projected amounts of equity needed to finance the construction. In order to maximize the payment to the City, we propose that the ultimate owners of the building contribute the equity required for their condominium portion of the building at the beginning. This avoids having to pay a return to a speculative investor, whose return would otherwise be deducted from the value of the air rights. With their contribution, each party would be an investor in the development LLC, and would secure their right to purchase their respective condominium unit at completion at the price agreed to at the outset. I have attached a copy of a letter from Ann Arbor State Bank which affirms their belief that we will be able to obtain construction funds.

The entire project is estimated to cost approximately \$32 million to construct. The AAHDC condo of 2 floors is projected to cost \$6.4 million to construct; however, reducing that price by \$300,000 pursuant to a DDA contribution for 3 units at \$100,000/unit reduces the price to \$6.1 million. Accordingly AAHDC would contribute just under \$1 million (15% of the total). The rental unit condominium unit (with 50 apartments) is projected to cost \$11.3 million to construct; accordingly those investors in the LLC would contribute \$1.7 million (15% of the total). The OO Units are projected to cost \$14 million to construct; accordingly the future owners would contribute \$2.8 million collectively (20% of the total; a higher percentage in order to satisfy the construction lender).

Having the various investors contribute their equity, plus providing signed purchase agreements binding each investor to purchase their unit, achieves two significant goals. First, it will assure the City that the project is viable and will proceed in a timely manner. Second, it will assure the construction lender that the project is viable such that it will advance construction loan proceeds.

At completion of the building, the AAHDC would purchase its condominium unit for the cost to construct that unit, pay off the construction loan (with appropriate release from the mortgage) for that portion of the building, and exit the development LLC. The individual OO Unit owners would purchase their respective units for the agreed to price, pay off the construction loan (with appropriate releases from the mortgage) for that portion of the building, exit the development LLC, and generate the sales price to the City of \$4,380,000.

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The City could either be a member of the development LLC, and receive its payment from the sale proceeds, or if it prefers, the City could secure payment of the purchase price to it with a mortgage (subordinate to the construction loan). The remaining construction loan applicable to the rental unit condominium would be re-financed by the remaining investors by a long term loan, which would then be serviced by rental income.

Creating the civic plaza reduces the development footprint, and thus the potential sales price to the City. Creating the affordable housing also reduces the project income, and thus the potential sales price to the City. In order to maximize payment to the City, Duet Development's return is limited to a conventional developer fee. The pro forma is designed so that after paying the construction costs and related project costs for the owner-occupied condominium units, the City receives all of the remaining proceeds for the sale of those air rights. Located at the top of the building, these have the most inherent value. In some sense, for that portion of the project, Duet is acting essentially as a construction manager for the City. For that reason, and because of the involvement of the AAHDC and the Downtown Development Authority, the project would be run in an "open book" method, so that all parties are confident that the project proceeds as they expect.

Given how critical the civic plaza is to the success of the building, there must be adequate funding to maintain, secure, and program the space. While a portion of that funding can come from the condominium association, it would not be fair to ask those 110 residential units to maintain a public space for the benefit of the entire community.

In order to address that issue, our concept envisions the participation of the Ann Arbor Downtown Development Authority. It has already committed to provide funding for public improvements to a project on the site with a value equal to 25% of new TIF revenue/year multiplied by 10. Our proposal, however, would **not** use all of those funds on the plaza construction, but would use a portion of the new TIF revenue dedicated to the civic plaza. We calculate our project will create \$418,000/year in new TIF revenue. Dedicating \$100,000/year for civic space maintenance, security, and programming, plus the condominium's contribution, would generate sufficient funds to insure that the civic plaza is attractive and programmed for all to use and enjoy. It will also still allow about \$800,000 from the DDA for construction funds for the civic plaza, well within the budget we have developed for the plaza. Again, "open book" construction would give comfort to the DDA that its expectations would be met.

Duet intends to seek three sources for grant funding. First, the DDA has committed to provide funding for physical improvements if the space is open to the public, as mentioned above. Because the civic plaza would be open to the public, we would seek funding from the DDA. We have obtained a budget from Beckett & Raeder for construction of the civic plaza that demonstrates we will be able to create the plaza

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within the budget. Second, the DDA has an affordable housing fund from which it can contribute up to \$100,000 per unit for projects in the DDA boundaries; the fund currently contains \$300,000. We would seek to obtain a contribution of \$300,000 to assist in creating the affordable housing units. Third, the State of Michigan just announced a plan for matching grants of \$100,000 for the creation of public spaces in urban settings. This funding is available currently and is not of a competitive nature; we would request that the City seek a grant of \$100,000 for assistance with the civic plaza.

We do note that our concept requires equity funding. If we proceed past the initial stage, we are confident we can raise the equity for the entire project. The AAHDC desires to purchase the condominium unit and would inject its funds. We already have meaningful expressions of interest in the entire market rental condominium unit. Furthermore, we know that two recent Downtown owner-occupied condominium projects sold all of their units with little or no marketing. We believe that if we advance past the initial stage, such that the project is more certain, we will be able to attract investors/buyers of the owner-occupied condo units at the beginning of the project, and raise the equity needed for that portion of the project.

In summary, we seek to provide the significant public amenities of the plaza and affordable housing, while still maximizing the sales price to the City. We believe our concept provides the City with an option, if it so chooses, to achieve these community goals, even if it receives a somewhat discounted purchase price for the air rights. If the City is interested in discussing our proposal further, we would be happy to share and discuss our pro forma, all in keeping with the "open book" concept we have proposed.

### **III. Development Schedule**

If selected, we envision our project proceeding at a fairly typical pace through the City approval process, and continue at a typical pace through construction drawings and City permitting. Given that Phoenix is already familiar with the project, we anticipate that reaching agreement on a construction contract would be expedited. After that, we would envision confirmation of the construction loan in a routine manner, with construction to start shortly after that. Given that there would be no underground work, Phoenix estimates that construction would last between 12-18 months.

We envision that if we are selected to proceed, after the public engagement process described in the RFP, it would take several months to craft an appropriate purchase and development agreement that addresses all the concerns of the constituent parties.

That said, we would hope to obtain site plan approval in late Summer, 2016, which would likely allow a construction start in early 2017, with completion in early 2018.

Our projected development schedule would be as follows:

June, 2015	Submission of concept
August	Selection by City and discussion of concept with City
October	Begin RFP public engagement process
November	Negotiate project agreement with City, AAHDC, DDA
February, 2016	Begin citizen participation process per Ordinance
March	Apply for site plan approval
June	Planning Commission hearing
August	City Council hearing and site plan approval
September	Begin construction drawings
November	Submit construction drawings to City
January, 2017	Obtain building permit
February	Begin construction
March, 2018	Complete construction and occupancy

#### **IV. Economic Impact**

The economic impact easiest to quantify would be the new TIF revenues generated. The condominium unit owned by AAHDC would not create any new tax revenue, given that it will be rented for workforce housing. We anticipate that the condo unit containing the market rate rental units will have a “fair market value” of \$12,464,000. We anticipate the owner occupied condo units will have a total fair market value of \$18,508,000. Thus, we believe there will be new value of \$30,973,000. This would create a “taxable value” of \$15,486,000. Applying the DDA’s TIF capture of 27 mills, new TIF revenue of \$418,135 would be created. Recall, however, that our proposal calls for \$100,000 of that to be dedicated to the civic plaza; thus the DDA would receive a net increase in TIF revenue of \$318,135.

More subjective would be the economic impact of 110 new households, likely containing approximately 150 people. Some of those households would have less disposable income, but the bulk of them, being the market rate rentals and condos, would likely have high levels of disposable income. Industry analysts project approximately 25% of the disposable income of residents within a downtown area are spent within that downtown area. We project that between the 50 market rate rental units and the 24 OO Units, the income of these residents would be approximately \$13 million/year. We project that this would translate to approximately \$2.5 million/year in new spending in the Downtown area.

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## **V. No Adjoining Properties: “Keeping it Simple”**

Development of this site, given the complexities of the process, and the demanding approval process, is difficult enough. Adding adjoining properties only increases that complexity, including the possibility of requiring Historic District Commission approval, which could add further design challenges. Also, a larger building would be more difficult to integrate in to the existing physical context. For this site, “less is more.”

## **VI. Community Engagement**

First, we have discussed the project with the Ann Arbor Public Library, in order to learn what concerns it would have, and how to address them. We believe our plan as it relates to the maintenance and security of the civic plaza meets those concerns. As a neighbor, the condominium association would work hard to maintain a positive working relationship with the Library, as well as other adjoining neighbors.

Second, all members of the team have extensive experience in the community engagement process of a real estate development project. For instance, in the last few years, team members have gone through the process with the ArborBLU, Varsity, Montgomery House, and City Place projects. The RFP already calls for public engagement at the outset, and we look forward to that process. We believe that the civic plaza will address the desires by many for a civic, open space in that location. All plans can be improved, so we would attempt to incorporate useful suggestions in to the design of the project, while still maintaining market and financial feasibility. During this initial process, we would also seek to meet with all adjoining property owners, in order to be sure they feel informed and comfortable with the project.

We expect that the project would only need site plan approval; however, this would require following the citizen participation ordinance, with its attendant mailings and meeting before formally submitting to the Planning Department. Of course, we would also appear before the Design Review Board, Planning Commission, and then City Council, with all the opportunities for public input in to the approval process. Given that the impetus for this project is to enhance the community, we will be especially attentive to public comments and suggestions.

We would expect to have a public outreach process during the construction phase as well. We would create a website with updates on the status, scheduling of upcoming construction activities that might affect neighbors, and related issues. We would also obtain the emails of all the neighbors and send weekly updates, again focusing on upcoming events that might affect them. We would also provide contact information of the team members in case neighbors needed to reach us regarding construction issues. (We would also send these emails to anyone who requested them.) Also, during construction, we would schedule informal coffee meetings with neighbors to learn about

any concerns, and in general try to be thoughtful and sensitive to the disruption that a major construction project might cause, and try to address any issues as they arose.

## VII. Physical Details of Project

<u>Floor/Square Feet</u>	<u>Function</u>
Ground: approximately 6,000 built SF	Retail shop, building entrance, core
Ground: app. 14,000 SF (inc. Library Lane)	Performing arts/civic open space
2 and 3: app. 13,400 SF each; total 26,800 SF	36 workforce housing rental units
4-7: app. 11,700 SF each; total 46,800 SF	50 market rate rental units
8-11; app. 11,700 SF each; total 46,800 SF	24 market rate owner-occupied units

Our initial conceptual floorplans show the following SF of the various units (all numbers are approximate):

Ground floor: retail shop of 600 SF; building entrances and core of 5,500 SF

36 Workforce housing units: sizes range from 540 SF to 660 SF; 33% of the units are 570 SF

50 Market rate rental units: sizes range from 540 SF to 1,100 SF; 40% are between 500-700 SF; 50% are between 700-1,000 SF; 10% are between 1,000-1,100 SF.

24 owner-occupied condominium units: sizes range from 1,400 to 2,200 SF; 33% are 1,600 SF.

Parking use would be 27 secured spaces located in eastern extension towards Division on first underground level.

The building would use all environmentally-friendly construction and operating techniques that would make sense functionally and financially. It is too early in the concept and design stage to make meaningful representations, other than to say creating a building as “green” as possible would be the goal, and to note that the architect has highly relevant experience in “green” building design.

We have used the Carl Walker drawings of column location in the underground structure to identify the footprint of our building. In descriptive terms, the North line will be constructed on columns in the north line of the underground parking structure (UPS); the west line will be constructed on columns at the west side of the central entrance to the UPS; the south building line will be constructed on the column line at the south edge of the central entrance to the UPS; the “southern extension” will be constructed on columns under the entrance drive to the UPS; the west building line will be constructed on the columns 16 feet west of the east property line.

### **VIII. Development Team**

To create a team to pursue this project, Duet selected highly-qualified professionals who are 1) experienced with the Ann Arbor development process; 2) familiar with each other and between whom there is a high level of trust and confidence; and 3) long-term members of the community who have a vested interest in the success of the project.

While the members of CBRE may not be familiar with team members, the City personnel and officials are familiar with all of the team members. This was part of the idea: create a project, by members of our community, for the benefit of our community. A brief description of each team member follows.

- A. Developer:** Duet Development, LLC- organized by local attorney Scott Munzel specifically for the purpose of developing this site. Munzel has practiced real estate development law and local government law for 29 years. He has extensive experience in Ann Arbor with the development process, and has appeared before the City Council, Planning Commission, Zoning Board of Appeals, and Housing Board of Appeals. He has worked on Planned Unit Developments, rezonings, and site plan approvals. He has resided in the City for the last 26 years (plus 7 more years attending the University of Michigan).

Relevant projects include: ArborBLU (Opus Development Company), site plan and other City issues for 14 story high rise constructed over Pizza House restaurant, Ann Arbor; City Place (Fifth Avenue Limited Partnership), proposed PUD and site plan for low rise multi-family housing on Fifth Avenue just south of William Street, Ann Arbor; Jefferson Court (Scott Munzel), rezoning and infrastructure construction for five lot single family residential infill project, Ann Arbor; and Ashley Mews (Syndeco Realty Corporation), purchase of City land through RFP, PUD, site plan approval, infrastructure construction for 11 story office, retail and residential high rise above underground parking structure, plus adjoining 46 multi-family residential units, Ann Arbor.

- B. Architect:** J. Bradley Moore & Associates, Inc.- Brad Moore founded his firm in 1986 and has over 30 years of bringing his high degree of creativity and dedication to each project on which he has worked. He has significant experience in Ann Arbor with both high rise structures as well as numerous other projects, including residential and commercial buildings. He has appeared before City Council, Planning Commission, and the Design Review Board, and has been appointed by City Council to advisory boards for several major rezoning revisions. He has resided in the City for 36 years (including his years attending the University of Michigan).

Relevant projects include ArborBLU (Opus Development Company), a 14 story high rise constructed over Pizza House restaurant, Ann Arbor; the Varsity (Potomac Holdings), a 14 story high rise located between Washington and Huron Streets near City Hall, Ann Arbor; Ledyard Tower (Three Oaks Group), a 13 story high rise constructed over a 4 story historic building, Grand Rapids; Montgomery House (Barbat Developers), new mid-rise residential over existing retail in historic structure, Ann Arbor; Big George's Home Appliance Mart (Big George's), new commercial structure with green roof, Ann Arbor; and many others.

- C. General Contractor:** Phoenix Contractors- William Kinley founded Phoenix Contractors in 1984, and has over 30 years of successful general contracting on a wide variety and size of projects. Phoenix has design-build experience, maintains strong ties to all the trades and subcontractors required to construct the project, and is knowledgeable about the MBE and WBE programs. Bill has resided in the Ann Arbor area since the 1970s.

Relevant projects include the Humane Society of Huron Valley, a steel and masonry building with multiple specialty construction issues, Ann Arbor; University of Michigan Clements Library, a 40 foot underground deepening of the substructure and adjoining underground addition, Ann Arbor; the Michigan Wrestling Center, a steel and masonry building with special design issues, Ann Arbor; and Ruth's Chris Steak House, a steel and masonry structural renovation and construction located on Fourth Avenue (one block from the site), Ann Arbor.

- D. Financing:** Ann Arbor State Bank- Peter Schork has worked with and made commercial real estate loans to numerous developers, on a wide variety of commercial and residential projects. The scope of this project exceeds what our Ann Arbor local banks would be able to finance, requiring a larger scale construction lender. Peter will be working with the team to obtain the construction lender. Peter has lived in the Ann Arbor area his entire life.
- E. Landscape Architect:** Beckett & Raeder, Inc.- Established in 1966 and with central offices in Ann Arbor, BRI has extensive experience in design of urban spaces. Christy Summers, who would be lead landscape architect, has over 20 years of landscape architecture, design and project implementation experience. Her projects include prior work on this underground parking structure site, as well as work on the Fifth Avenue and Division Street streetscape projects, and work on other urban spaces in Jackson, Monroe, Ypsilanti, and East Lansing.

**F. Engineering:** Washtenaw Engineering Co.- Established in 1966, Washtenaw Engineering has deep civil engineering experience, particularly in urban environments. Robert Wanty, President, has over 35 years of civil engineering practice, including significant experience working with City of Ann Arbor codes and regulations. Relevant projects include 618 S. Main Street (Urban Properties), a mid-rise residential project, Ann Arbor; Montgomery House (Barbat Developers), new residential over existing retail in historic structure, Ann Arbor; Ashley Mews (Syndeco Realty Corporation), 11 story office, retail and residential high rise over an underground parking structure, plus adjoining 46 multi-family residential units, Ann Arbor; and 350 S. Main Street (MAV Development), a mid-rise office and retail structure, Ann Arbor. Bob has lived in the Ann Arbor area since the 1970s.

**G. Legal:** Miller Canfield, one of Michigan's oldest and largest law firms, has deep legal talent to address the complexities of this project, whose legal documents are expected to include a development agreement with the City, LLC documents for all investors in the project (including the public entities), condominium documents, construction loan documents, and a construction contract. Steven Palms, who would be heading the legal efforts, has significant and extensive experience with all types of real estate development projects, financing, and venture formation. Steve resides in Downtown Ann Arbor.

Resumes of the key personnel are attached as exhibits.

It should be noted that in this project, the "developer" will be Duet Development, LLC; however, the LLC will also have members including the AAHDC, possibly the City, as well as numerous private investors. It really would be a public-private partnership. Each owner of shares in the LLC would have voting rights; however, there could be no changes to the project to insure that it proceeded and was built as agreed to by the City at the outset.

## **IX. Ownership Objectives**

As conceived, the building would be a condominium within the air space above the UPS. The condominium would have one unit owned by the AAHDC. That organization would rent the 36 units on Floors 2 and 3 to individuals earning 60% or less of AMI, and be a long term owner of those units, motivated to maintain the building and plaza so as to protect its investment.

The 50 market rate rental units would be a second condominium unit, owned by a limited liability company, and rented to people desiring to live in this Downtown setting. The LLC would be a long term owner and landlord of those units, again, motivated to maintain the building and plaza so as to protect the value of its investment. At present, it

is possible that Mahajan Partners would own the LLC; however, it is also possible that other investors may become involved as well if that proves to be advantageous. Duet intends to maintain a minor ownership interest in this LLC, both for the return on investment, but more importantly to have a voice in insuring that the condominium association functions as intended.

There will also be 24 owner-occupied units at the top of the building (the OO Units). Each of these owners would be long term owners, and would be motivated to maintain the building and plaza because they reside in the building and to protect their substantial investment in it.

## **X. Financial Details**

Duet has worked diligently to confirm market sales and rental rates, and with Phoenix to estimate costs, so as to create a detailed pro forma for the project. Many of the assumptions are provided here, followed by financing information.

<u>Item</u>	<u>Cost/Price</u>
Total Project Construction Cost	\$32,441,227
Hard costs	\$25,855,505
“Soft” costs	\$5,667,722
Construction contingency	\$918,000
Hard construction cost/Floors 2 and 3	\$184.60 SF
Total cost/Floors 2 and 3	\$230.31 SF
Hard construction cost/Floors 4-6	\$184.60 SF
Total cost/Floors 4-6	\$241.48 SF
Hard construction cost/Floor 7	\$192.28 SF
Total cost/Floor 7	\$249.34 SF
Hard construction cost/Floors 8-11	\$242.50 SF
Total cost/Floors 8-11	\$301.28 SF

Rental rates used for 50 rental units \$2.66/SF (equal to current the rents in Village Green “City Apartment,” located in west side of Downtown)  
Sales price use for 24 OO Units \$457/SF (current sales price in Downtown of \$440/SF, adjusted for inflation in 2 years)

Major line item soft costs included in pro forma: Architecture (6% of hard costs); site plan costs; building permit and other application fees; financing application fee (1/2 point); construction interest (7% for one year); title insurance; construction lender inspection fees; legal expenses; return for investors for pre-construction and construction time periods; developer fee (3% of hard costs, equal to \$766,665); and a CBRE broker fee (equal to developer fee of 3% of hard costs, \$766,665).

A contingency of 3.5 % of hard construction cost (\$918,000) was used based on the knowledge that no underground work is required, thus removing a significant source of unknown costs.

To maximize the sale price to the City, we propose to delay payment to the City for the air rights until the building is complete and the condominium units are sold. We do not perceive this as a significant risk to the City because we envision that there will be binding sales agreements with all of the purchasers of those units, plus a significant down payment, before the project breaks ground. Furthermore, we would create a list of additional substitute buyers. If the City is paid at the beginning, the value of the interest during construction would have to be deducted from the ultimate price that could be paid to the City. Thus, we believe our approach results in more proceeds for the City without meaningful additional risk. Furthermore, if the demand for condominium units is greater than anticipated, such that another floor could be added (or that the sales price for the condo units can be increased), the City would reap that reward, given that it would receive all proceeds greater than total construction costs.

If the City agrees to this approach, working with Peter Schork, we believe that the construction lender will only require about 17% of the hard construction costs as the equity contribution from the development LLC. That value would be equal to \$5.5 million, which would be comprised of \$1 million from the AAHDC, \$1.7 million from the investor(s) in the rental unit condominium, and \$2.8 million from the investors/purchasers of the OO Units.

As such, the equity partners in the project would be the AAHDC, Mahajan Partners, LLC (for the rental unit condo), and the 24 future owners of the OO Units.

We will work with Peter Schork to identify and secure a construction lender that provides the most advantageous terms for the project. Schork is confident that, based on the pro forma and the research we have completed, that there will be several options for a construction loan.

## **XI. Development Process Items**

The project scope, design involvement, and developer's approach to engage with the City and community have been discussed above.

Based on 30 years of working in the community, Bill Kinley and Mark Hiser at Phoenix Company have knowledge of and involvement with all the relevant local construction trades, and all laws and regulations applicable to contractors, subcontractors, and the building trades. Brad Moore, Scott Munzel, John Iacoangeli and Christy Summers at Beckett & Raeder, and Bob Wanty at Washtenaw Engineering, also have knowledge of

June 1, 2015  
Page Seventeen

local construction contractors, and can bring their full experiences to bear on the selection of qualified contractors for this project.

As noted above, the entire project would be “open book,” because it really is designed to be a community endeavor, aiming to meet certain goals of the community while providing residential opportunities for the entire income spectrum. An additional aspect of the community endeavor would be, that while the private sector parties are compensated in a conventional way, the City itself would capture the value of the air rights instead of a speculative investor.

Relevant references include:

Jerry Schulte  
Associate Director of Construction & Engineering  
University of Michigan  
Ann Arbor, MI

Sean Spellman  
Vice President  
Opus Development Company  
Chicago, IL

Alex de Parry  
President, Ann Arbor Builders, Inc.  
General Partner, Fifth Avenue Limited Partnership  
Ann Arbor, MI

Mark Bell  
Founder, Harbor Bay Real Estate Advisors  
Chicago, IL and Minneapolis, MN

Dennis Tice  
Owner, Pizza House Restaurants  
Ann Arbor, MI

John Zdanowski  
Owner, Three Oaks Group  
Ann Arbor, MI

Tanya Hilgendorf  
Executive Director, Humane Society of Huron Valley  
Superior Township, MI

June 1, 2015  
Page Eighteen

The condominium association will retain an experienced manager to operate the condominium association and maintain the building. This manager will also maintain, secure, and be in charge of programming the civic plaza public space. A protocol for management and access to the space will need to be created with the City, so that there are no legal issues regarding public access to the space.

## **XII. Conclusion**

With much work and imaginative thought, we believe we have designed a concept that will create a fantastic development in the middle of Downtown, one that will animate this section of town and unite the very busy Main Street area with the equally busy Campus portion of the Downtown. The civic plaza will become a destination in itself and create a central gathering point that is missing from our City. The attractive building fronting the plaza will provide homes for people of all incomes, and will inject vitality and energy in to the Downtown area.

We hope the City is as excited about this potential development as we are, and we look forward to discussing it further. Thank you for the opportunity to respond to this RFP. We are happy to answer any questions or provide additional information as needed.

Sincerely,

Duet Development, LLC

  
By: Scott E. Munzel  
Its Authorized Member  
Date: June 1, 2015

I certify that I am the person in Duet Development, LLC with the authority to agree to compliance with all terms and conditions of the "Offering Memo" and am responsible for the decision as to the fees being offered in the proposal, and have not and will not participate in any action restricting completion as to any matter related to such fees with any other prospective respondent.

  
Scott E. Munzel  
Date: June 1, 2015

June 1, 2015  
Page Nineteen

Attachments:

1. Conceptual Drawings
  - A. Civic Plaza
  - B. Building Facade
2. Letters of interest
  - A. AAHDC
  - B. Ann Arbor State Bank
  - C. Mahajan Partners, LLC
3. Resumes of key personnel
  - A. Scott E. Munzel, Principal, Scott E. Munzel, PC
  - B. J Bradley Moore, Principal, J Bradley Moore & Associates
  - C. William D. Kinley, CEO, Phoenix Contractors, Inc.
  - D. Mark W. Hiser, President, Phoenix Contractors, Inc.
  - E. Christy D. Summers, Principal, Beckett and Raeder
  - F. Robert J. Wanty, President, Washtenaw Engineering Company
4. Conflict of Interest Disclosure Form
5. Living Wage Declaration Form
6. IRS Form W-9





HENRY 15

**ANN ARBOR HOUSING COMMISSION**

727 Miller Avenue, Ann Arbor, Michigan 48103  
Phone (734) 794-6720 • Fax (734) 994-0781 • [www.a2gov.org](http://www.a2gov.org)

May 27, 2015

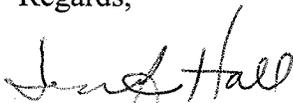
Scott Munzel  
603 W. Huron  
Ann Arbor MI 48103

Dear Mr. Munzel:

On behalf of the Ann Arbor Housing Commission, we thank you for having engaged us in exploratory discussions regarding the future Library Lane development and the potential for collaboration between the Housing Commission and your development team. Thank you as well for your presentation at our May 2015 Board meeting. We are particularly pleased that the proposed project includes a mixture of housing types and income targets that address the housing needs of the clientele we serve.

The AAHC is interested in continuing our discussions, in exploring further the details of the project, and in assessing the overall collaborative benefit it holds for the Housing Commission and our mission.

Regards,



Jennifer Hall  
Executive Director



Ronald Woods  
Board President





# Ann Arbor State Bank

*The Personal Bank*

May 27, 2015

Duet Development, LLC  
Mr. Scott Munzel  
603 W. Huron St.  
Ann Arbor, MI 48103

Mr. Munzel,

We have reviewed your plan for a 126,000 square foot building project fronting on Fifth Ave. in downtown Ann Arbor. The plan calls for several different residential products including 50 market rental units, 36 affordable rental apartments, and 24 owner-occupied condominiums for sale. The mix of product will create a unique opportunity to serve the housing needs of many diverse dwellers looking for the downtown living experience.

Ann Arbor State Bank supports this innovative project and believes there are available funds to construct the project with its paydown from individual condominium sales and the receipt of payments for the 36 affordable units from the Ann Arbor Housing Commission. The lease income from the 50 market rental units will also support a long term mortgage with a strong return to the LLC investors in the units.

Sincerely,

Peter F. Schork  
President and CEO

Atindra Mahajan  
Mahajan Partners, LLC  
2370 E Stadium Blvd #130  
Ann Arbor, MI 48104

May 27<sup>th</sup>, 2015

Scott E. Munzel  
Duet Development, LLC  
9 Jefferson Court  
Ann Arbor, MI 48103

Re: Library Lane Real Estate Development Proposal/Response to City RFP

Dear Mr. Munzel:

We have discussed with you the potential development project for the Library Lane site, on Fifth Avenue just north of the Library. We discussed the idea of investing in and owning a part of the proposed condominium unit that would contain market rate rental units (currently envisioned to contain 50 units ranging in size from about 600 square feet up to about 1,200 square feet, located on Floors 4-7 in the building). We discussed how the building would also contain market rate condominium units for sale; "workforce" housing reserved for moderate income residents; and that it would be fronted on Fifth Avenue by a public civic plaza.

We discussed that you are seeking investors to raise approximately \$1.7 million as the equity portion required to finance the construction of the market rate rental units. We understand that other investors would also be contributing equity to the development LLC in order to finance the construction of the other portions of the entire building.

After reviewing the pro forma, concept, and approval process with the City, we are most interested in investing in the market rate rental units up to the full amount of the \$1.7 million. We would also be interested in investing in a lesser amount if that should be an option and preferable to all the parties involved. We acknowledge that you have not made any kind of offer to us; accordingly, this letter is not an acceptance of any offer, and is an expression of interest in the project.

We also understand that you will be including this letter with your submission to the City's RFP, and that the approval process will be somewhat lengthy. We are excited about the concept for the building and that there will be strong demand and value for the market rate rental units, and are interested in working with the City to see this project come to fruition.

Please contact us if you or the City have any questions.

Sincerely,



Atindra Mahajan  
Managing Member, Mahajan Partners, LLC  
201.248.9854

**SCOTT EDWARD MUNZEL**  
9 Jefferson Court  
Ann Arbor, MI 48103

**Professional Experience**

**Principal, Scott E. Munzel, P.C.**

**August 1, 2004- present**

603 W. Huron Street, Ann Arbor, MI (734) 994 6610

Legal practice specializing in real estate development, zoning and land use law, construction law, real estate law, municipal law, and related litigation.

Represent developers, property owners, financial institutions, for-profit and non-profit entities, homeowners associations, and local governmental units:

- negotiate with stakeholders and obtain land use approvals (Planned Unit Developments, site plans, and variances)
- negotiate, document, conduct due diligence, and close commercial and residential transactions
- resolve all manner of real property law questions, including tax appeals, easements, title, and land division issues
- resolve construction disputes, including construction liens and litigation
- litigate title, zoning, boundary, foreclosure, contract, condemnation, and tax disputes
- form limited liability companies and draft operating agreements for real estate development projects
- draft condominium documents, and resolve disputes between owners and associations

Development projects:

- “Pizza House” Student Housing (Opus Development Company)- including City and Downtown Development Authority land use approvals, property tax, and condominium issues
- “City Place” Student Housing (Ann Arbor Builders)- including site assembly, documentation, joint venture formation, zoning issues, City approvals, historic district issues, neighborhood issues

**Senior Attorney, Bodman, Longley & Dahling LLP**

**June, 2000-July, 2004**

110 Miller, Suite 300, Ann Arbor, MI

Legal practice specializing in real estate development, real estate law, and municipal law.

Represent developers, property owners, local governmental units, business entities, and religious organizations:

- obtain land use approvals (re-zonings, site plans, variances, and historic district appeals)
- negotiate, document, conduct due diligence, and close commercial and residential transactions
- negotiate and prepare commercial and residential leases
- resolve construction disputes, including construction liens and litigation
- negotiate and prepare real estate development agreements
- resolve all manner of real property law questions, including easements, title, and land division issues

Development Projects:

- “First and William” Mixed-Use Site (Ann Arbor Downtown Development Authority)- including negotiations and documentation with Fried Group for public parking garage beneath multi-family residential
- “Jefferson Court” Single family residential- including re-zoning, utilities and road installation

## **SCOTT EDWARD MUNZEL.....Page Two**

**Principal, Scott E. Munzel, P.C.**  
251 E. Liberty Street, Suite 300, Ann Arbor, MI

**April, 1992-June, 2000**

Legal practice specializing in real estate development and real estate law.

Represent developers, property owners, business entities:

- manage several real estate development projects for Syndeco Realty Corporation (subsidiary of Detroit Edison)
- negotiate, prepare documents, conduct due diligence, and close commercial and residential transactions, including on behalf of Detroit Edison Corporate Real Estate Services
- resolve all manner of real property law questions, including easements, title, and land division issues

Development Projects:

- “Ashley Mews” Mixed-Use Site (Syndeco Realty Corporation)- including project concept, site assembly, joint venture formation, City and DDA approvals, prepare development agreements

**Associate, Siudara, Rentrop, Martin & Morrison**

**1990-March, 1992**

74 W. Long Lake Road, Bloomfield Hills, MI

Legal practice specializing in real estate law, zoning law, and municipal law.

**Associate, Wilkes, Artis, Hedrick & Lane**

**1987-1990**

1666 K Street, N. W., Washington, D.C.

Legal practice specializing in zoning law.

**Associate, Pierson, Ball & Dowd**

**1986-1987**

1800 Connecticut Avenue, N.W., Washington, D.C.

Legal practice in general commercial law.

### **Education**

**University of Michigan Law School, J.D., May, 1986**

Ann Arbor, MI

- Activities: Senior Judge and Junior Clerk, Writing and Advocacy Program

**University of Michigan, B.A. with Honors, April, 1981**

Ann Arbor, MI

- Honors: James B. Angell Scholar and Dean’s List
- Activities: Michigan Marching Band and Basketball Band

### **Additional Information**

- Member, Board of Directors, Huron River Watershed Council, 2006-present
- Member, Public Policy Committee, Ann Arbor/Ypsilanti Chamber of Commerce, 2009- present
- Past Chair, Real Estate Section, Washtenaw County Bar Association, 2005-2008
- Past Member, Ann Arbor Zoning Board of Appeals, 1992-97
- Member, Builders and Remodelers, Greater Ann Arbor Area, 2000- present



**J Bradley Moore, AIA**  
**Principal, Senior Designer, Chief Architect**

***EXPERTISE***

Project Planning & Design, Programming, Documentation, Implementation, Entitlements and Government Liaison.

***EDUCATION***

Bachelor of Science in Architecture; University of Michigan 1981  
Master of Architecture; University of Michigan 1983  
Member Tau Sigma Delta Architectural Honors Fraternity

***REGISTRATION***

Registered Architect – Michigan (lic # 1301031784)  
Licensed builder – Michigan (lic # 2101074215)  
National NCARB certificate holder

***SELECTED EXPERIENCE***

Mr. Moore has over 30 years of experience in all phases of project design, documentation and implementation. Projects completed include a wide range of building types such as commercial, healthcare, educational, research/development, residential, and adaptive re-use. Since founding J Bradley Moore & Associates Architects, Inc. Mr. Moore has designed and directed the completion of a wide range of unique and successful projects, including those highlighted below. The firm specializes in Custom Single-Family Homes, Multi-Family Residential Architecture, Commercial & Historic Renovation projects, Office buildings, Retail, Adaptive Reuse and Mixed Use projects.

### *Selected High-Rise Projects*

- Arbor BLU (14 story high-rise residential above retail)- Ann Arbor, MI
- Varsity of Ann Arbor (13 story high-rise residential) - *Associate Architect* - Ann Arbor, MI
- Ledyard Tower (13 story high-rise residential over 4 story historic bldg.)- Grand Rapids, MI (not built)

### *Selected Adaptive Reuse / Renovation / Historic Projects*

- Montgomery House/210 S. 4th Ave loft - 32 New lofts over retail - Ann Arbor, MI (addition to historic structure)
- 121 E. Liberty - New loft construction over retail - Ann Arbor, MI (historic structure renovation)
- State Street Lofts conversion - Ann Arbor, MI (historic building remodel & restoration)
- Liberty & Main Lofts - lofts over retail - Ann Arbor, MI (historic structure renovation)
- 115 W. Liberty loft conversion & retail - Ann Arbor, MI (historic structure renovation)
- 212 W. Michigan Ave. loft conversion & retail - Ypsilanti, MI (renovation & reuse)
- Cambridge Homes corporate headquarters, Octagon house - Grand Rapids, MI (historic structure renovation)
- Anesthesia Business Consultants HQ (60,000 s.f retail to office conversion.) - Jackson, Michigan
- 112 & 114 W. Michigan Ave. loft conversion & retail - Ypsilanti, MI (renovation & reuse)

### *Selected Urban In-fill Projects*

- The Mark -318 W. Liberty - New urban loft condos - Ann Arbor, MI (historic district property)
- William Street Town Homes - New urban brownstone condos - Ann Arbor, MI

### *Selected Hospitality Projects*

- Fairfield Inn - Hotel - Traverse City, MI
- Country Inn & Suites - Dundee, MI

### *Selected Retail / Commercial / Mixed Use Projects*

- Big George's Home Appliance Mart - Ann Arbor, MI
- ACE Barnes Hardware - Ann Arbor, MI
- Arbor Farms Market & Cafe- Ann Arbor, MI
- Pats Golf Land retail/offices/pro-shop - Ann Arbor, MI
- Jackson Square office/retail/medical (55,000 s.f.) - Scio Township., MI
- Whole Foods Market 1.0 (their first store in Ann Arbor) - Ann Arbor, MI
- Scio Town Center retail/res. building (residential over retail, 50,000 s.f.) - Ann Arbor, MI (with HLR Architects & George Katchadoorian Architects)

### *Selected Restaurant / Bar / Brewpubs Projects*

- The Quarter Bistro restaurant (10,000 s.f.)- Ann Arbor, MI (with Design-Lines restaurant consultants)
- The Carlyle restaurant (6,500 s.f. prototype)- Ann Arbor, MI (with Design-Lines restaurant consultants)
- Pizza House restaurant addition/remodel (8,800 s.f. rest. w/accommodation for 14 story residential tower above) - Ann Arbor, MI (with Design-Lines restaurant consultants)
- Bagger Dave's restaurant - Ann Arbor, MI (with Design-Lines restaurant consultants)
- Cottage Inn Stadium Blvd. restaurant renovation - Ann Arbor, MI, Ypsilanti, MI
- Applebee's restaurant - Ann Arbor, MI
- Grizzly Peak 1.0 - Ann Arbor, MI (not built)

### *Selected Dental / Medical Projects*

- Williams Dental clinic/offices - Ypsilanti, MI
- Crider Dental clinic/offices - Ypsilanti, MI
- Walton Dental clinic/offices - Ann Arbor, MI
- Lee Family Dental clinic/offices - Ann Arbor, MI
- Maturo Dental clinic/offices – Ann Arbor, MI
- Laing Dermatology clinic/offices - Ann Arbor, MI
- Jackson Professional Medical/Dental Office Building - Ann Arbor, MI
- Brust Orthodontics clinic/offices – Ann Arbor, MI
- Fenton Urgent Care– Fenton, MI
- Kalamazoo Urgent Care– Kalamazoo, MI
- Mulhutra Plastic Surgery – Ann Arbor, MI

### *Selected Ecumenical/Religious Projects*

- Burning Bush International Church of God In Christ - Ypsilanti, MI

### *Selected Educational Projects*

- Early Learning Child Development Center - Ann Arbor, MI
- Hickory Tree Children's Center - Ann Arbor, MI
- Christian Montessori School of Ann Arbor - Ann Arbor, MI
- Hickory Tree 2 Children's Center - Saline, MI
- Washtenaw Christian Academy renovations - Saline, MI

### *Selected Transportation Facility Projects*

- AvFlight FBO private aviation terminal & support facility - Willow Run, MI

### *Selected Corporate / Office / Industrial Projects*

- Anesthesia Business Consultants headquarters (60,000 s.f.) - Jackson, MI
- Ann Arbor Technical Services headquarters and laboratory - Ann Arbor, MI

- Arbor Springs Water Co. corporate headquarters - Ann Arbor, MI
- Avfuel original corporate headquarters - Ann Arbor, MI
- Milestone Engineering Corp. offices/manuf./r & d headquarters - Ann Arbor, MI
- Absolute Title original headquarters – Ann Arbor, Michigan
- Fairfax Office Center (30,000 s.f.) - Ann Arbor, MI
- State Technology Park (75,000 s.f.) - Ann Arbor, MI
- Jefferson Office Center (45,000 s.f.) - Ann Arbor, MI
- Arthur Anderson regional offices - Southfield, MI
- Cambridge Homes, Inc corporate headquarters - Grand Rapids, MI
- Dominos Farms - Misc. tenant office fit up - Ann Arbor, MI
- Norfolk Dev. Co. corporate headquarters (30,000 s.f.) - Ann Arbor, MI

*Selected Multifamily / Multiple Single Family Projects*

- Brewer Woods condominiums (225 units) - Marshall, MI
- Oak Meadows condominiums (145 units + clubhouse) - Ann Arbor, MI
- Burwick Farms apartments & condominiums (340 units + clubhouse) - Howell, MI
- Meadow Grove condominiums (122 units) - Ann Arbor, MI
- Liberty Oaks condominiums (84 units) Ann Arbor, MI
- Meadow Grove II condominiums (111 units) - Ann Arbor, MI
- Woodland Meadows townhouse apartments (146 units + clubhouse) - Ann Arbor, MI
- Scio Village condominiums (88 units)- Ann Arbor, MI
- Summit Glenn condominiums (122 units) - Jackson, MI
- Eaton Court condominiums (46 units) Dexter, MI
- Summerfield Glenn condominiums (128 units) - Ann Arbor, MI
- Walnut Glenn condominiums (114 units) - Ann Arbor, MI
- Brewer Meadows condominiums (98 units) - Marshall, MI
- Huron Farms condominiums (88 units) - Dexter, MI
- Main Street Commons condominiums (48 units) - Ann Arbor, MI
- Williams Street condominiums (4 units in-fill) - Ann Arbor, MI
- Arbor Landings apartments (200 units) - Ann Arbor, MI
- Country Village condominiums (26 units) - Ann Arbor, MI
- Wexford Commons condominiums (16 units)- Saline, MI
- Barrton Green condominiums (251 units + clubhouse) - Ann Arbor, MI
- Catherine Commons condominiums (5 unit infill) - Ann Arbor, MI
- Heatherwood condominiums (80 units) - Ann Arbor, MI
- Autumn Woods condominiums (88 units) Ann Arbor, MI
- Fieldstone Village condominiums (144 units) - Chelsea, MI
- Hideaway Village condominiums (48 units) - Ann Arbor, MI
- Iron Bridge condominiums (106 units) Bay City, MI
- Magnolia Glenn condominiums (182 units) - Jackson, MI
- Burton Commons apartments (120 units of affordable housing + clubhouse) - Ann Arbor, MI
- Stegeman 727 Forrest student apartments Ann Arbor, MI
- Stegeman Hill St. Student apartments Ann Arbor, MI

*Selected Custom Single Family Residential Projects over 4,000 s.f.*

- Macher Mansion I (18,300 s.f.) - Ann Arbor, MI
- Mirafzali Mansion (19,100 s.f.)- Ann Arbor, MI
- Macher Mansion II (20,100 s.f.) - Charlevoix, MI
- Franke Mansion Addition - Marshall, MI (historic structure restoration & addition)

- Dr. & Mrs. Brust Residence (6,600 s.f.) – Dexter, MI
- Mr. & Mrs. Ron Marten Residence (6,000 s.f.) - Scio Twnshp., MI
- Mr. & Mrs. Zdanowsky Residence (6,500 s.f.) – Ann Arbor, MI
- Mr. & Mrs. Cooperwasser Residence (4,200 s.f.) – Ann Arbor, MI
- Mr. & Mrs. Saad Residence (6,000 s.f.) – Ann Arbor, MI
- Mr. & Mrs. Jain Residence (6,000 s.f.) – Ann Arbor, MI
- Mr. & Mrs. Fairchild Residence (9,000 s.f.) – Ann Arbor, MI
- Mr. & Mrs. Williams Residence (8,000 s.f.) – Chelsea, MI
- Dr. & Mrs. Feller Residence (12,000 s.f.) – Chelsea, MI
- Mr. & Mrs. Richardson Residence (7,8000 s.f.) – Dexter, MI
- Mr. & Mrs. Kellman Residence (8,8000 s.f.) – Dexter, MI
- Mr. & Mrs. Hajciar Residence (6,000 s.f.) – Naples, FL
- Mr. & Mrs. Mirafzali Residence (3,500 s.f.) – Miami, FL
- Mr. & Mrs. Mirafzali Residence (2,500 s.f.) – Vail, CO

## ***AFFILIATIONS***

Member of:

American Institute of Architects  
Michigan Society of Architects

National Association of Home Builders  
International Code Council (ICC)

## ***PERSONAL***

Mr. Moore has been married for over 34 years and is the proud father of two adult children, (one daughter and one son).

**William D. Kinley**  
CEO

---

**Professional History**

Phoenix Contractors, Inc., 1984-Present

President and owner of full service general contracting firm specializing in commercial, institutional, renovation and restoration work.

The Phoenix Company, 1978 – Present

Owner of real estate development and property management group responsible for commercial rental properties in Ann Arbor, Ypsilanti and Saline: Airport Industrial Center, Phoenix East, Phoenix West, Murphy's Crossing, Golfside Atrium, RiverTec, Scio Commerce Center, Schwaben Hall Building, The Flour Mill and South Main Market.

Vector Research, Inc., 1975-1978

Senior Systems Analyst

Bailey/Kinley Associates, 1971-1975

Partner, Construction Company

**Education & Licensure**

University of Michigan, Ann Arbor

Masters of Science-Mathematics; Industrial & Operations Engineering

Heidelberg College, Ohio

Bachelor of Science-Mathematics & Physics

Michigan Builder's License & Michigan Broker's License

**Current Volunteer, Civic and Association Activities & Awards**

Ann Arbor Student Industry Program, President 1989

Board of Directors, 1987-Present

Riverside Arts Center, 1995-Present

Foundation Board Chair

The Ark, 2002-Present

Board of Directors

**Past Volunteer, Civic and Association Activities & Awards**

Washtenaw Community College, 1998-2002

Foundation Board of Directors  
Chair 2000

Insider Business Journal

"Best Contractor / Developer" – April 2001 for Phoenix Contractors

"Best Industrial Park" – April 2001 for Airport Industrial Center

**Career Interests**

Commercial  
Contracting

Real Estate  
Development &  
Property  
Management

Renovation &  
Restoration

General Business

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**Past Volunteer, Civic and Association Activities & Awards**

Corporate Detroit

Private 100 Fastest Growing Companies

Huron River Watershed Council

Land Use Award, 2000, Murphy's Crossing

Washtenaw Contractors Association

W. Nelson Vander Hyden Award, 2000

Washtenaw Development Council

Jim Hart Economic Development Award, 2000

For Voluntary Leadership and Commitment to Economic Development

Ann Arbor Summer Arts Festival

Sponsor and Donor, Top of the Park

Ann Arbor Area Board of Realtors

President 1987

Realtor of the Year 1989

Board of Directors 1985-1988

Ann Arbor Area Chamber of Commerce

Chair 1996

Board of Directors 1992-1997

Achiever's Recognition Award 1991

Ann Arbor Street Art Fair, 1997-2001

Board of Directors

Michigan Association of Realtors

State Legislative Committee, Chair 1984

State Executive Committee 1984

Greenhills School, 1998-2001

Board of Trustees

Washtenaw Council for The Arts

Annie's Award 1997

Ypsilanti Downtown Development Authority, 1988-2007

Chair 1996-1998

Ann Arbor Area Community Foundation, 2002-2008

Board of Directors, Chair 2005-2007

Washtenaw Development Council

Board of Directors, 1998-2005

Chair, 2002-2003

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**Education**

Eastern Michigan University, Bachelor of Science, Construction Mgmt. 1986

**Professional Experience**

Present, President

Phoenix Contractors, Inc., 2008 – 2014, Vice President

Phoenix Contractors, Inc., 1996-2008 – Senior Project Mgr., Estimator

Eastern Michigan University, 1988-2001 – Instructor, Construction Mgmt.

Freeman Darling Construction, 1985-1996 – Vice President, Project Mgr.

**Professional Affiliations**

Eastern Michigan University, Curriculum Advisory Board Member

American General Contractors Association

Industrial Relations Committee & Education Committee Member

Washtenaw Contractors Association, Education Committee Member

**Selected Projects:****Airport/Transportation**

Detroit Metropolitan Airport, Romulus

- International Passenger Terminal Expansion
- Northwest Airlines Moving Walkways
- Northwest Airlines Passenger Shelters
- Republic/US Air/Delta Renovations

**Commercial, Retail and Service**

BASF Office Expansion, Livonia

Captec Financial Group, Ann Arbor

Marshall Fields, Grand Traverse Mall,

Ghafari World Headquarters, Dearborn

Zingerman's Deli, Ann Arbor

Leopold Bros. Micro Brewery, A2

Lowes, Warren, OH

Gretchen's House Childcare

Dhu Varren & Oak Valley Dr.

Adams Outdoor Advertising

Ann Arbor Women's City Club

GSHV Camp Linden

MEDHUB Headquarters

Food Gatherers Expansion

**Health Care/Assisted Living**

Evangelical Homes of Michigan

Memory Support Center

Washtenaw Veterinary Hospital

Chelsea Hospital Family Practice

Cottage Hospital, Grosse Pointe Farms

Emergency Wing Additions

Providence Hospital

Main Entrance Expansion

U of M Outpatient Building

VA Hospital, Linear Accelerator

Colony Packard Dental

**Public**

Humane Society of Huron Valley

Washtenaw Community College

Occupational Education Bldg.

DHS Renovations & Additions

Chelsea Police Station

Scio Township Hall, Ann Arbor

Saline Municipal Building

Washtenaw Cty. Rd. Commission

Saline District Library

**Religious**

First Presbyterian Church,

Northville, MI

First Unitarian Universalist Church

Ann Arbor, MI

Madonna University, Livonia

University Ctr. Renovations

Holy Name Catholic Church,

Birmingham, MI

Baha'i Center, Ypsilanti

**University of Michigan**

Aerospace Engineering

Plasma Research

Crew Facility, Belleville

Student Activities Building

Tennis Facility, Ann Arbor

C.C. Little Building Renovations

**Warehouse/Light Industrial**

AKZO Coatings, Pontiac

Warehouse Expansion

Black & Decker Warehouse

GM, CPC, Pontiac

Food Service

Saturn Plant Expansion,

Springhill, TN

**Mark W. Hiser  
President****Recent Projects**

Zingerman's Deli,  
Ann Arbor, MI

Humane Society  
of Huron Valley

Pauline Apartments

Food Gatherers Expansion

MEDHUB Headquarters  
Dexter, MI

Evangelical Homes Memory  
Support Center

Chelsea Police Station

**Huron Valley AIA**

Best Interior Design  
& Construction 2007

Adams Outdoor Advertising

**Design & Construction  
Showcase Award**

GHAFARI Associates  
World Headquarters  
Dearborn, MI  
1995

WCA  
1998  
**Pyramid Award  
"Best Project Team"**

University of Michigan  
Student Activities Building  
Infrastructure Renewal

**Christy D. Summers, PLA, ASLA, LEED AP**  
**Principal, Landscape Architect**



Christy has over 20 years of landscape architecture, design and project implementation experience. Christy has been involved in a variety of project types including urban and downtown design, corridor study and design, passive and active recreation design, historic site planning, access to recreation and ADA design, trails and greenways, and campus and corporate projects.

As a Principal with the firm, her responsibilities include project management, design, construction document preparation, construction administration, and construction observation for both large and small projects.



**EDUCATION**

Bachelor of  
 Landscape Architecture  
 Michigan State University  
 East Lansing, MI

Master of  
 Landscape Architecture  
 University of Michigan  
 Ann Arbor, MI

**CERTIFICATES**

LEED Accredited Professional

**AFFILIATIONS**

American Society of  
 Landscape Architects

Michigan Complete Streets

Michigan Recreation & Parks



**SELECTED EXPERIENCE**

River Raisin Heritage Corridor East Master Plan  
 Monroe County Historical Society, National Park  
 Service, City of Monroe  
 Monroe, Michigan

Downtown Urban Park  
 Jackson, Michigan

Fifth and Division Streets Streetscape  
 Ann Arbor, Michigan

Interlochen Physical Design Master Plan  
 Green Lake Township, Michigan

Acme Township Placemaking  
 Traverse City, Michigan

Allegan Physical Design Plan  
 Allegan, Michigan

Garden City Downtown Design Plan  
 Corridor Design Plan  
 Garden City, Michigan

Grand River Avenue Streetscape Project  
 East Lansing, Michigan

Ypsilanti Streetscape Improvement Project  
 DDA Master Plan  
 Ypsilanti, Michigan

DDA Design Master Plan  
 Wayne Corridor Improvement Project  
 Wayne, Michigan

## Jackson Downtown Urban Plaza

*Former Consumers Energy Property  
 Jackson, Michigan*

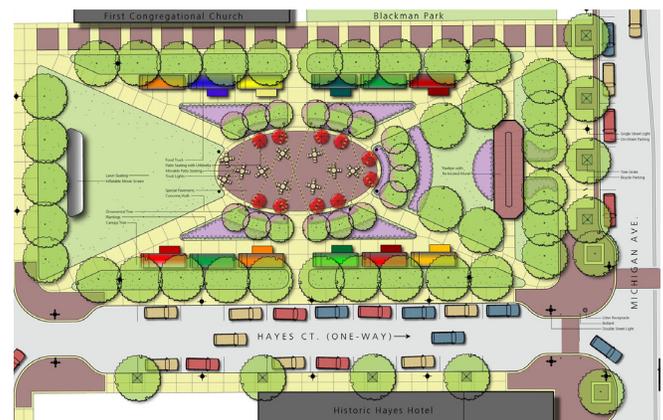


City of Jackson  
 Urban Design Challenge  
 Jackson, Michigan  
 Perspective  
 July 2013

Downtown Jackson, Michigan lost one of its landmark "skyscrapers." The former Consumers Energy building, originally designed by Albert Kahn, left a noticeable gap and a huge hole in the center of Downtown Jackson.

Beckett & Raeder was challenged to develop an urban design for the interim use of the property which would create an attractive, lively space while it was marketed for redevelopment within a budget of \$300,000.

The conceptual design includes a food truck court radiating from a central brick plaza with cafe seating and Tivoli lights. The park is bookended by an inflatable screen for outdoor movie events and a pavilion to showcase a colorful mural which was formerly displayed in the Consumers Energy building. The design was so successful that the City abandoned its original plan for the park to be an interim use, and has designated it a permanent addition to Downtown Jackson.





## ROBERT J. WANTY, P.E., LEED AP

President

### PRINCIPAL PROFESSIONAL QUALIFICATIONS

15 years as President of Washtenaw Engineering Company and over 36 years of experience as a Project Manager for residential subdivisions, Public Works, DDA projects, County drain projects, commercial and retail development, road and street construction, utility relocation and/or replacement projects.

Comprehensive experience with MDEQ wetland and flood plain regulation requirements.

LEED AP Certification

Successfully applied for and obtained Federal, CMAQ, Small Urban, Category D and F, and Safety Grants.

### PRINCIPAL PROJECTS

Project Engineer for the following projects:

- Michigan International Speedway including design, construction engineering and contract administration.
- Washtenaw Community College  
Huron River Drive, Health and Fitness Center, Occupational Education Building, NPDES Permit Application, Storm Water Management Plan
- University of Michigan College  
Ann Street Reconstruction, Beal Avenue Reconstruction, Hayward Water Main, Thompson Street Parking Structure, Perry Building, Mason/Haven Hall Addition

Project Manager for the following projects:

Howard Cooper Honda/Germain of Ann Arbor  
United Methodist Retirement Communities, Chelsea & Dexter  
Chelsea Wellness Center, Chelsea  
Lafontaine Chevrolet, Dexter  
St Mary Coptic Orthodox Church, Ann Arbor  
Summerfield Glen Condominiums, Ann Arbor  
Tierra on Ashley Mixed Use Building, Ann Arbor  
Ashley Mews multi-story Mixed Use Development, Ann Arbor  
Miller/Maple Water Main Replacement, Ann Arbor  
W. Stadium Boulevard Reconstruction, Ann Arbor

### PROFESSIONAL EXPERIENCE

WECO since 1977

Professional Practice since 1981

### PROFESSIONAL EDUCATION

Michigan State University  
BS (Civil Engineering)

### PROFESSIONAL REGISTRATION

Professional Engineer  
(Michigan)  
(Ohio)  
(Florida)

### PROFESSIONAL AFFILIATIONS

ASCE, MSPE  
NFPA, LEED AP



Vendor Conflict of Interest Disclosure Form

All vendors interested in conducting business with the City of Ann Arbor must complete and return the Vendor Conflict of Interest Disclosure Form in order to be eligible to be awarded a contract. Please note that all vendors are subject to comply with the City of Ann Arbor's conflict interest policies as stated within the certification section below.

If a vendor has a relationship with a City of Ann Arbor official or employee, an immediate family member of a City of Ann Arbor official or employee, the vendor shall disclose the information required below.

**Certification:** I hereby certify that to my knowledge, there is no conflict of interest involving the vendor named below:

1. No City official or employee or City employee's immediate family member has an ownership interest in vendor's company or is deriving personal financial gain from this contract.
2. No retired or separated City official or employee who has been retired or separated from the City for less than one (1) year has an ownership interest in vendor's Company.
3. No City employee is contemporaneously employed or prospectively to be employed with the vendor.
4. Vendor hereby declares it has not and will not provide gifts or hospitality of any dollar value or any other gratuities to any City employee or elected official to obtain or maintain a contract.
5. Please note any exceptions below:

Vendor Name	Vendor Phone Number
<i>Duet Development, LLC / Scott E. Munzel</i>	<i>(734) 994-6610</i>
<b>Conflict of Interest Disclosure *</b>	
Name of City of Ann Arbor employees, elected officials, or immediate family members with whom there maybe a potential conflict of interest.	<input checked="" type="checkbox"/> Relationship to employee <u><i>daughter</i></u> <input type="checkbox"/> Interest in vendor's company _____ <input type="checkbox"/> Other _____
<i>Callan Munzel</i>	<i>My daughter, Callan is working at Vet's Post this summer.</i>

\*Disclosing a potential conflict of interest does not disqualify vendors. In the event vendors do not disclose potential conflicts of interest and they are detected by the City, vendor will be exempt from doing business with the City.

I certify that the information provided is true and correct by my signature below:

*June 1, 2015*
*Scott E. Munzel*

Signature of Vendor Authorized Representative      Date      Printed Name of Vendor Authorized Representative

**PROCUREMENT USE ONLY**

- Yes, named employee was involved in Bid / Proposal process.
- No, named employee was not involved in procurement process or decision.

ATTACHMENT C  
CITY OF ANN ARBOR  
LIVING WAGE ORDINANCE  
DECLARATION OF COMPLIANCE

The Ann Arbor Living Wage Ordinance (Section 1:811-1:821 of Chapter 23 of Title I of the Code) requires that employers providing services to the City or recipients of grants for financial assistance (in amounts greater than \$10,000 in a twelve-month period of time) pay their employees who are working on the City project or grant, a minimum level of compensation known as the **Living Wage**. This wage must be paid to the employees for the length of the contract/project.

Companies employing fewer than 5 persons and non-profits employing fewer than 10 persons are exempt from the Ordinance. If this exemption applies to your firm, please check below:

- This **company** is exempt due to the fact that we employ or contract with fewer than 5 individuals.
- This **non-profit agency** is exempt due to the fact that we employ or contract with fewer than 10 employees.

The Ordinance requires that all contractors/vendors and/or grantees agree to the following terms:

- a) To pay each of its employees performing work on any covered contract or grant with the City, no less than the living wage, which is defined as \$12.81/hour when health care is provided, or no less than \$14.30/hour for those employers that do *not* provide health care. It is understood that the Living Wage will be adjusted each year on April 30, and covered employers will be required to pay the adjusted amount thereafter. The rates stated above include any adjustment for 2015.
- b) Please check the boxes below which apply to your workforce:
  - Employees who are assigned to *any covered* City project or grant will be paid at or above the applicable living wage without health benefits Yes \_\_\_\_\_ No \_\_\_\_\_
  - OR  Employees who are assigned to *any covered* City project or grant will be paid at or above the applicable living wage with health benefits Yes \_\_\_\_\_ No \_\_\_\_\_
- c) To post a notice approved by the City regarding the Living Wage Ordinance in every work place or other location in which employees or other persons contracting for employment are working.
- d) To provide the City payroll records or other documentation as requested; and,
- e) To permit access to work sites to City representatives for the purposes of monitoring compliance, investigating complaints or non-compliance.

The undersigned authorized representative hereby obligates the contractor/vendor or grantee to the above stated conditions under penalty of perjury and violation of the Ordinance.

Duet Development, LLC  
Company Name

Scott E. Munzel  
Signature of Authorized Representative

9 Jefferson Court Ann Arbor,  
Address, City, State, Zip MI 48103

734 994-6610  
Phone (area code)

Scott E. Munzel, Authorized Member  
Type or Print Name and Title

munzels@aol.com  
Email address

sem@munzellaw.com

June 1, 2015  
Date signed

Questions about this form? Please contact:  
Procurement Office City of Ann Arbor  
Phone: 734/794-6500

**Request for Taxpayer  
Identification Number and Certification**

**Give Form to the  
requester. Do not  
send to the IRS.**

**1** Name (as shown on your income tax return). Name is required on this line; do not leave this line blank.  
*Duet Development, LLC*

**2** Business name/disregarded entity name, if different from above

**3** Check appropriate box for federal tax classification; check only **one** of the following seven boxes:  
 Individual/sole proprietor or single-member LLC  
 Limited liability company. Enter the tax classification (C=C corporation, S=S corporation, P=partnership) ▶ \_\_\_\_\_  
 C Corporation  
 S Corporation  
 Partnership  
 Trust/estate  
 Other (see instructions) ▶ \_\_\_\_\_  
**Note.** For a single-member LLC that is disregarded, do not check LLC; check the appropriate box in the line above for the tax classification of the single-member owner.

**4** Exemptions (codes apply only to certain entities, not individuals; see instructions on page 3):  
 Exempt payee code (if any) \_\_\_\_\_  
 Exemption from FATCA reporting code (if any) \_\_\_\_\_  
*(Applies to accounts maintained outside the U.S.)*

**5** Address (number, street, and apt. or suite no.)  
*9 Jefferson Court*

**6** City, state, and ZIP code  
*Ann Arbor, MI 48103*

**7** List account number(s) here (optional)

Requester's name and address (optional)

**Part I Taxpayer Identification Number (TIN)**

Enter your TIN in the appropriate box. The TIN provided must match the name given on line 1 to avoid backup withholding. For individuals, this is generally your social security number (SSN). However, for a resident alien, sole proprietor, or disregarded entity, see the Part I instructions on page 3. For other entities, it is your employer identification number (EIN). If you do not have a number, see *How to get a TIN* on page 3.

**Note.** If the account is in more than one name, see the instructions for line 1 and the chart on page 4 for guidelines on whose number to enter.

<b>Social security number</b>	
<b>or</b>	
<b>Employer identification number</b>	
<i>47</i>	<i>- 4094133</i>

**Part II Certification**

Under penalties of perjury, I certify that:

- The number shown on this form is my correct taxpayer identification number (or I am waiting for a number to be issued to me); and
- I am not subject to backup withholding because: (a) I am exempt from backup withholding, or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me that I am no longer subject to backup withholding; and
- I am a U.S. citizen or other U.S. person (defined below); and
- The FATCA code(s) entered on this form (if any) indicating that I am exempt from FATCA reporting is correct.

**Certification instructions.** You must cross out item 2 above if you have been notified by the IRS that you are currently subject to backup withholding because you have failed to report all interest and dividends on your tax return. For real estate transactions, item 2 does not apply. For mortgage interest paid, acquisition or abandonment of secured property, cancellation of debt, contributions to an individual retirement arrangement (IRA), and generally, payments other than interest and dividends, you are not required to sign the certification, but you must provide your correct TIN. See the instructions on page 3.

**Sign Here**      Signature of U.S. person ▶ *Scott E. Muenzel*      Date ▶ *June 1, 2015*

**General Instructions**

Section references are to the Internal Revenue Code unless otherwise noted.

**Future developments.** Information about developments affecting Form W-9 (such as legislation enacted after we release it) is at [www.irs.gov/fw9](http://www.irs.gov/fw9).

**Purpose of Form**

An individual or entity (Form W-9 requester) who is required to file an information return with the IRS must obtain your correct taxpayer identification number (TIN) which may be your social security number (SSN), individual taxpayer identification number (ITIN), adoption taxpayer identification number (ATIN), or employer identification number (EIN), to report on an information return the amount paid to you, or other amount reportable on an information return. Examples of information returns include, but are not limited to, the following:

- Form 1099-INT (interest earned or paid)
- Form 1099-DIV (dividends, including those from stocks or mutual funds)
- Form 1099-MISC (various types of income, prizes, awards, or gross proceeds)
- Form 1099-B (stock or mutual fund sales and certain other transactions by brokers)
- Form 1099-S (proceeds from real estate transactions)
- Form 1099-K (merchant card and third party network transactions)

- Form 1098 (home mortgage interest), 1098-E (student loan interest), 1098-T (tuition)
- Form 1099-C (canceled debt)
- Form 1099-A (acquisition or abandonment of secured property)

Use Form W-9 only if you are a U.S. person (including a resident alien), to provide your correct TIN.

*If you do not return Form W-9 to the requester with a TIN, you might be subject to backup withholding. See What is backup withholding? on page 2.*

By signing the filled-out form, you:

- Certify that the TIN you are giving is correct (or you are waiting for a number to be issued),
- Certify that you are not subject to backup withholding, or
- Claim exemption from backup withholding if you are a U.S. exempt payee. If applicable, you are also certifying that as a U.S. person, your allocable share of any partnership income from a U.S. trade or business is not subject to the withholding tax on foreign partners' share of effectively connected income, and
- Certify that FATCA code(s) entered on this form (if any) indicating that you are exempt from the FATCA reporting, is correct. See *What is FATCA reporting?* on page 2 for further information.