



# Historic Tax Credit Consultant Services RFP Response

City of Fort Lauderdale

Prepared By:  
Brian Wishneff & Associates  
3/4/2014





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# Brian Wishneff & Associates

## Letter of Interest

City of Fort Lauderdale  
The Finance Department

Thank you for the opportunity to respond to the RFQ issued by the City of Fort Lauderdale for Historic Tax Credit Consultant Services. We believe our team and its broad array of relevant experience will put us in a strong position to assist the city in funding the successful redevelopment of its historic buildings.

For this project, we plan to leverage the expertise of each member of our team which includes Brian Wishneff & Associates and the law firm of Polsinelli. Our team brings a unique perspective and skill set to this project and in combination can provide the total solution for the use of historic tax credits by the City of Fort Lauderdale.

We have extensive experience assisting government entities, non-profits and for-profit developers that are seeking to utilize historic tax credits as a source of financing for projects. We have been involved in numerous large-scale redevelopment efforts throughout the United States. Because of this experience, we structure our projects from day one in a way that not only works for our team but achieves our client's objectives.

Although our team has a national footprint, we have done extensive work with projects in Florida including several involving local government entities in Miami Springs and Dade Counties as well as projects in DeLand and Tampa. We have also worked extensively on historic tax credit projects with other localities in areas including Rocky Mount, NC, Winchester, VA, Roanoke, VA, Merced, CA, Dallas, TX, New York, NY and Chicago, IL to name a few. As a result we understand the opportunities and constraints for government sponsored real estate projects and businesses in these types of localities.

Given that we will share responsibilities among team members, we believe that we have sufficient personnel to dedicate to this project to ensure a positive result. Input from the entire team would be provided throughout the life of the project.

For questions related to this proposal, please contact Brian Wishneff at 540-982-1317.

Warm Regards,

Brian Wishneff

## Qualifications of the Firm and the Project Team w/ Standard Form 330

**\*\*Please see Completed Standard Form 330 on the next page.\*\***

Since our inception in 1995, Brian Wishneff & Associates (BW&A) has provided a variety of development and finance consulting services to clients throughout the United States. Most of our work for the past fifteen years has focused on helping governmental and for and non-profit entities take advantage of Historic tax credits (HTCs), federal- and state-level New Markets tax credits (NMTCs), Renewable Energy tax credits (RETCs), and other financial incentives to help fund their real estate projects. Our work typically involves securing the maximum amount of tax credits and subsidies for the project, recruiting investors that will utilize the tax credits, completing the legal and financial structuring to bring in all incentive financing including syndication of the tax credits, and managing the closing process. We also provide comprehensive development proposal analysis and negotiate other incentive based programs like State Enterprise Zone benefits, Federal economic stimulus funds and Bureau of Indian Affairs loan guarantees, state and local grants, soft loans, tax increment financing, and other tax incentives; to private sources of project debt and equity.

Financial incentives can offer a tremendous benefit to a project, and navigating through applicable rules and regulations to take advantage of all available programs takes significant expertise. BW&A is known for our entrepreneurial approach in developing project-specific strategies to ensure that our clients will receive the maximum possible benefit from these programs. We have significant experience combining two, three, or four credits in one project, and we have a reputation for creative structuring that best utilizes available programs.

Our years of experience working with projects as small as \$1 million and as large as \$300 million gives us the expertise needed to guide projects smoothly and efficiently through the process of qualifying for and receiving tax credits and other financial incentives. Although we have a national footprint, BW&A has done extensive work in Florida communities including Miami Springs, Deland, Tampa and Dade County. As a result we understand both the opportunities and constraints for real estate projects and businesses in these types of localities, given that we have been able to implement a number of challenging yet successful projects in markets similar to Fort Lauderdale. Our firm has built strong relationships with most of the primary tax credit investors in the market and this ensures that each project receives the highest possible investment for its tax credits.

Our record of success structuring and closing deals speaks for itself. To date we have over 100 projects using NMTCs, HTCs, and/or RETCs either closed or underway. Our projects have generated over \$2 billion in investment and have brought over \$500 million in cash from tax credit investors. Please see the next section for further information on projects that highlight our breadth of experience relevant to potential work in Fort Lauderdale.

# STANDARD FORM 330 QUALIFICATIONS

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## CONTRACT-SPECIFIC QUALIFICATIONS

### A. CONTRACT INFORMATION

1. TITLE AND LOCATION (*City and State*): City of Fort Lauderdale – Historic Tax Credit Consultant Services
2. PUBLIC NOTICE DATE: January 31, 2014
3. SOLICITATION OR PROJECT NUMBER: Bid #945-11372

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### B. POINT OF CONTACT

4. NAME AND TITLE: Brian Wishneff, President
5. NAME OF FIRM: Brian Wishneff & Associates
6. TELEPHONE NUMBER: (540) 982-1317
7. FAX NUMBER: (540) 982-1568
8. E-MAIL ADDRESS: brian@wishneff.com

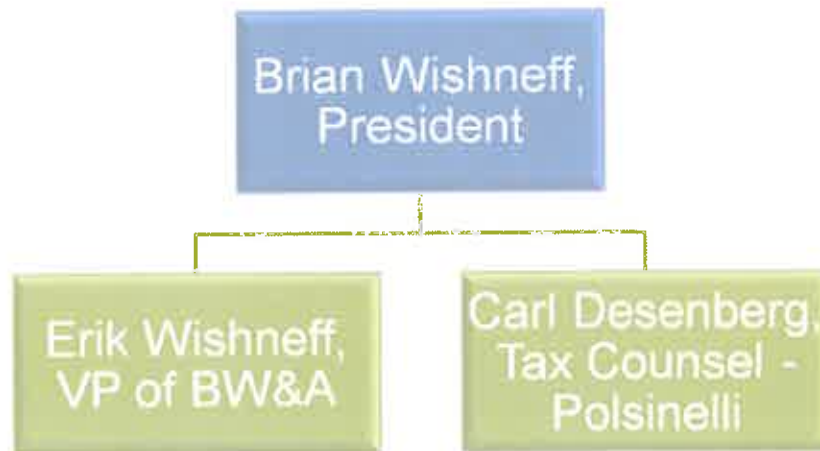
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### C. PROPOSED TEAM

*(Complete this section for the prime contractor and all key subcontractors.)*

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- 9a. PRIME (CHECK HERE): Yes
  - 9a. JOINT-VENTURE PARTNER (CHECK HERE):
  - 9a. SUBCONTRACTOR (CHECK HERE):
  - 9a. FIRM NAME: Brian Wishneff & Associates
  - 9a. IF BRANCH OFFICE CHECK HERE:
  - 10a. ADDRESS: 30 W. Franklin Road, Suite 503, Roanoke, VA 24011
  - 11a. ROLE IN THIS CONTRACT: Brian Wishneff & Associates (BW&A) will serve as lead consultant on the project and conduct the items listed in the scope of services including but not limited to determining the optimal structure necessary to take advantage of the historic tax program but also securing potential investors and managing the closing process on behalf of the City of Fort Lauderdale.
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- 9b. PRIME (CHECK HERE):
  - 9b. JOINT-VENTURE PARTNER (CHECK HERE):
  - 9b. SUBCONTRACTOR (CHECK HERE):Yes
  - 9b. FIRM NAME: Polsinelli
  - 9b. IF BRANCH OFFICE CHECK HERE:
  - 10b. ADDRESS: 100 S 4th St # 1000, St Louis, MO 63102
  - 11b. ROLE IN THIS CONTRACT: Polsinelli is a law firm with over 700 attorneys and 18 offices and will provide the legal counsel necessary to establish the entities to carry out historic tax credit transactions. Polsinelli will report to BW&A and be involved as necessary throughout the course of the potential engagement.
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## BW&A Project Team Org Chart



**E. RESUMES OF KEY PERSONNEL PROPOSED FOR THIS CONTRACT**  
(Complete one Section E for each key person.)

- 12. NAME: Brian Wishneff
- 13. ROLE IN THIS CONTRACT: Lead Consultant
- 14a. YEARS EXPERIENCE - TOTAL: 37 years
- 14b. YEARS EXPERIENCE - WITH CURRENT FIRM: 19 years

FIRM NAME AND LOCATION (City and State): Brian Wishneff & Associates, Roanoke, Virginia

EDUCATION (DEGREE AND SPECIALIZATION): Virginia Tech, B.S. Political Science, Virginia Tech, M.A., Urban and Regional Planning

CURRENT PROFESSIONAL REGISTRATION (STATE AND DISCIPLINE):

OTHER PROFESSIONAL QUALIFICATIONS (Publications, Organizations, Training, Awards, etc.): Served on the Governor's Industrial Development Services Advisory Board, Governor's Advisory Council on Small Business and named one of 10 Outstanding Young Economic Developers by Site Selection magazine

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19a(1) RELEVANT PROJECT - TITLE AND LOCATION (City and State):

**Imperial Centre for Arts & Science – Rocky Mount, NC**



19a(2) RELEVANT PROJECT - YEAR COMPLETED - PROFESSIONAL SERVICES:

19a(2) RELEVANT PROJECT - YEAR COMPLETED - CONSTRUCTION (If applicable):

19a(3) RELEVANT PROJECT - BRIEF DESCRIPTION (Brief scope, size, cost etc.) AND SPECIFIC ROLE: This 140,000 sq. ft. project, located in the heart of downtown Rocky Mount involved the conversion of a former Imperial Tobacco Plant that had been vacant for many years into a children's museum and art center. BW&A, acting as fee developer for this \$37mm project, was able to overcome a number of challenges including a hurricane that damaged the building during construction. Our firm was initially hired to do a feasibility study for the project. Once that study was completed, BW&A provided a comprehensive solution for project completion including producing operating budgets, leasing space, financing management, design and construction. Funding for this project consisted of a City bond issuance, historic and new market tax credits, a FEMA grant and private fundraising. This was the first time some of these sources of funding were combined for this type of redevelopment project in North Carolina and making the various requirements mesh with one another required significant work and coordination between parties which BW&A oversaw.

19a(3) RELEVANT PROJECT - BRIEF DESCRIPTION - Check here if project performed with current firm: Yes



19b(1) RELEVANT PROJECT - TITLE AND LOCATION (*City and State*):

**Warehouse Row – Roanoke, VA**



19b(2) RELEVANT PROJECT - YEAR COMPLETED - PROFESSIONAL SERVICES: 2004

19b(2) RELEVANT PROJECT - YEAR COMPLETED - CONSTRUCTION (*If applicable*): 2003

19b(3) RELEVANT PROJECT - BRIEF DESCRIPTION (*Brief scope, size, cost etc.*) AND SPECIFIC ROLE:

BW&A's role on this project started in 2001 when we were hired by the Greater Roanoke Valley Development Foundation to perform a feasibility study on the use of this space as an office building for young and growing technology companies. The results of our study indicated the need and viability of this type of space in Roanoke and the advantages of this project as a historic tax credit renovation.

From there BW&A was hired to lead the partner team of Carilion Health System and the Roanoke Valley Development Corporation through the process of qualifying for the credits and securing a buyer of the credits. Our team's work entailed: working with the Virginia Department of Historic Resources and the National Park Service on approval of the building renovation plans, negotiating a lease of the building from the City, recruiting and negotiating with a buyer for the tax credits, preparing the legal documents necessary to obtain funding for the tax credits, hiring and managing the architect and contractor, developing an operating budget and managing the development budget, and assisting with the final project paperwork for this \$2.7 million project.

19b(3) RELEVANT PROJECT - BRIEF DESCRIPTION - Check here if project performed with current firm: Yes



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19c(1) RELEVANT PROJECT - TITLE AND LOCATION (*City and State*):

**Walker House – San Dimas, CA**



19c(2) RELEVANT PROJECT - YEAR COMPLETED - PROFESSIONAL SERVICES: 2009

19c(2) RELEVANT PROJECT - YEAR COMPLETED - CONSTRUCTION (*If applicable*):

19c(3) RELEVANT PROJECT - BRIEF DESCRIPTION (*Brief scope, size, cost etc.*) AND SPECIFIC ROLE: This renovation of a dilapidated structure converted a former hotel into a restaurant and community event space in downtown. This project completed by the City of San Dimas used a number of funding sources including historic tax credits, state historic grants and federal funding. Brian Wishneff & Associates managed the tax credit process for this \$11,500,000 project. Our work included working with the architect and general contractor to ensure that maximum tax credits were being generated, developing the optimum legal structure to admit the tax credit investor, recruiting a tax credit investor and managing the closing process with the investor. We also educated the City Council and other relevant stakeholders on the tax credit process throughout the work on this project.

19c(3) RELEVANT PROJECT - BRIEF DESCRIPTION - Check here if project performed with current firm: Yes

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19d(1) RELEVANT PROJECT - TITLE AND LOCATION (*City and State*):

**Jefferson Center – Roanoke, VA**



19d(2) RELEVANT PROJECT - YEAR COMPLETED - PROFESSIONAL SERVICES:2001

19d(2) RELEVANT PROJECT - YEAR COMPLETED - CONSTRUCTION (*If applicable*):2001

19d(3) RELEVANT PROJECT - BRIEF DESCRIPTION (*Brief scope, size, cost etc.*) AND SPECIFIC ROLE:

The city owned The Jefferson Center Foundation was able to renovate the former Jefferson High School auditorium into a 1000-seat performance hall thanks to the receipt of a \$3.2 million cash investment in state and federal Historic Tax Credits. BW&A led the Foundation through the process of qualifying for the credits and securing an investor. The tax credits eliminated the need for any long-term debt on the facility and allowed for the creation of a five-year operating reserve. The \$12 million performance hall offers the community and region first-class performing arts, popular entertainment and activities for the whole family.

19d(3) RELEVANT PROJECT - BRIEF DESCRIPTION - Check here if project performed with current firm: Yes

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19e(1) RELEVANT PROJECT - TITLE AND LOCATION (*City and State*):

**Dallas Black Dance Theater – Dallas, TX**



19e(2) RELEVANT PROJECT - YEAR COMPLETED - PROFESSIONAL SERVICES:2007

19e(2) RELEVANT PROJECT - YEAR COMPLETED - CONSTRUCTION (*If applicable*):2007

19e(3) RELEVANT PROJECT - BRIEF DESCRIPTION (*Brief scope, size, cost etc.*) AND SPECIFIC ROLE:

The Dallas Black Dance Theater was able to renovate the former YMCA (Moorland Building) into a dance theater as well as a school for dance thanks to the receipt of a \$8 million cash investment in federal Historic Tax Credits as well as a \$900,000 investment in New Markets Tax Credits.

This 25,000 square foot building is one of only two buildings that remain from the African-American community in Dallas. Located in downtown Dallas' central business district, the Moorland Building retained important historical significance as one of several YMCA's in the nation built in the 1930's with the support of local African-American citizens and that offered dormitory rooms to black travelers.

BW&A led the DBDT through the process of qualifying for the credits and securing an investor for the \$9 million renovation. To ensure the successful completion of the project, the BW&A team assisted the DBDT with each phase of the project. This included: working with the National Park Service on approval of the building design plans, managing the project budget, preparing operating budgets for the theater, recruiting and negotiating with investors for both the federal historic tax credits as well as for the New Market Tax Credits, preparing legal documents including partnership and lease agreements necessary to obtain funding for the tax credits and handling project close-out.

19e(3) RELEVANT PROJECT - BRIEF DESCRIPTION - Check here if project performed with current firm: Yes

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- 12. NAME: Erik Wishneff
  - 13. ROLE IN THIS CONTRACT: Consultant
  - 14a. YEARS EXPERIENCE - TOTAL: 15 years
  - 14b. YEARS EXPERIENCE - WITH CURRENT FIRM: 7 years
  - 15. FIRM NAME AND LOCATION (*City and State*): Brian Wishneff & Associates, Roanoke, Virginia
  - 16. EDUCATION (*DEGREE AND SPECIALIZATION*): Virginia Tech, B.S., Finance George Mason School of Law, J.D.
  - 17. CURRENT PROFESSIONAL REGISTRATION (*STATE AND DISCIPLINE*): Virginia State Bar
  - 18. OTHER PROFESSIONAL QUALIFICATIONS (*Publications, Organizations, Training, Awards, etc.*): Serves on the board of directors of the Virginia Downtown Development Association
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19a(1) RELEVANT PROJECT - TITLE AND LOCATION (*City and State*):

***Curtiss Mansion – Miami Springs, FL***



19a(2) RELEVANT PROJECT - YEAR COMPLETED - PROFESSIONAL SERVICES: 2011

19a(2) RELEVANT PROJECT - YEAR COMPLETED - CONSTRUCTION (*If applicable*): 2011

19a(3) RELEVANT PROJECT - BRIEF DESCRIPTION (*Brief scope, size, cost etc.*) AND SPECIFIC ROLE: Curtiss Mansion, Inc. was a non-profit foundation that was established to spearhead the renovation of this historic building in conjunction with the City of Miami Springs, Florida who owns the building. The Curtiss Mansion was designed by well-known local architect, Martin Luther Hampton, one of Miami's most prominent architects during the 1920s. His designs include the former Miami Beach City Hall and Congress Building in downtown Miami. The lush tropical landscaping combined spacious lawns, a profusion of tropical shrubs, flowers and trees, clusters of bamboo and ponds. Following renovation, the building houses a museum, conferences, galleries, catering events like weddings, and a partnership with Experience Aviation bringing STEM (Science, Technology, Engineering, Math) Academy beginning in June 2011. The STEM Academy's location on the premises will be in what was once the Mansion's three-car garage. BW&A managed the historic tax credit process for the project, establishing necessary legal entities and securing a third party investor for the tax credits for this \$4,000,000 project.

19a(3) RELEVANT PROJECT - BRIEF DESCRIPTION - Check here if project performed with current firm: Yes

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19b(1) RELEVANT PROJECT - TITLE AND LOCATION (*City and State*):

**Taylor Hotel – Winchester, VA**



19b(2) RELEVANT PROJECT - YEAR COMPLETED - PROFESSIONAL SERVICES:2014

19b(2) RELEVANT PROJECT - YEAR COMPLETED - CONSTRUCTION (*If applicable*):2013

19b(3) RELEVANT PROJECT - BRIEF DESCRIPTION (*Brief scope, size, cost etc.*) AND SPECIFIC ROLE:

The \$7 million completed restoration of the historic Taylor Hotel in Winchester, Virginia is a mixed-use development undertaken by a partnership between BW&A and the City of Winchester, VA. The Taylor Hotel, originally built in 1851 to house soldiers during the Civil War, is now home to 7 apartments and two commercial tenants. This project would not be possible without a combination of federal and state historic tax credits and a keen understanding of the city's desires for the project. BW&A served as co-developer, managing all aspects of development including but not limited to securing a tax credit investor and lease up of the space.

19b(3) RELEVANT PROJECT - BRIEF DESCRIPTION - Check here if project performed with current firm: Yes

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19c(1) RELEVANT PROJECT - TITLE AND LOCATION (*City and State*):Walker House – San Dimas, CA

19c(2) RELEVANT PROJECT - YEAR COMPLETED - PROFESSIONAL SERVICES:

19c(2) RELEVANT PROJECT - YEAR COMPLETED - CONSTRUCTION (*If applicable*):

19c(3) RELEVANT PROJECT - BRIEF DESCRIPTION (*Brief scope, size, cost etc.*) AND SPECIFIC ROLE:  
SEE DESCRIPTION ABOVE

19c(3) RELEVANT PROJECT - BRIEF DESCRIPTION - Check here if project performed with current firm: Yes

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19d(1) RELEVANT PROJECT - TITLE AND LOCATION (*City and State*):

**Merced Theatre – Merced, CA**



19d(2) RELEVANT PROJECT - YEAR COMPLETED - PROFESSIONAL SERVICES:2014

19d(2) RELEVANT PROJECT - YEAR COMPLETED - CONSTRUCTION (*if applicable*):2011

19d(3) RELEVANT PROJECT - BRIEF DESCRIPTION (*Brief scope, size, cost etc.*) AND SPECIFIC ROLE:

The completed restoration of the historic Merced Theatre has approximately 1,100 seats (20" - 21" wide) and state-of-the-art lighting and sound systems incorporated into the original architectural scheme. The new plan also includes additional toilet facilities and meets all current accessibility standards. The Theatre building includes five retail spaces and ten second-floor apartments on the Main Street frontage. The theatre, retail and apartments are now operated by the Merced Theatre Foundation, Inc.

Funding for this project was provided in part by the California Cultural and Historical Endowment and several instrumental federal historic and new market tax credits. Brian Wishneff & Associates managed the tax credit process for this \$17 million project including securing a New Markets Tax Credit allocation, identifying tax credit investors and securing bridge financing.

19d(3) RELEVANT PROJECT - BRIEF DESCRIPTION - Check here if project performed with current firm: Yes

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19e(1) RELEVANT PROJECT - TITLE AND LOCATION (*City and State*):

**Central Union Mission's renovation of the Gales School -- Washington, DC**



19e(2) RELEVANT PROJECT - YEAR COMPLETED - PROFESSIONAL SERVICES:2014

19e(2) RELEVANT PROJECT - YEAR COMPLETED - CONSTRUCTION (*If applicable*):2013

19e(3) RELEVANT PROJECT - BRIEF DESCRIPTION (*Brief scope, size, cost etc.*) AND SPECIFIC ROLE:

Central Union Mission ("The Mission") serves homeless men, women, seniors, at-risk youth, and needy families from the greater Metropolitan Washington, D.C., area. The Mission moved into the former Gales School, which it long-term leases from the District of Columbia, in November, 2013. Originally built in 1881, the Gales school has served as a multi-function building under the supervision of the District of Columbia's government.

BW&A helped the Mission take advantage of new markets and historic tax credit equity for their \$15 million for this project. This included securing NMTC allocation and the investors, structuring the project and managing the closing process. Using the tax credits as a source of financing helped the mission to focus their spending on their true purpose; to provide help to those in need.

19e(3) RELEVANT PROJECT - BRIEF DESCRIPTION - Check here if project performed with current firm: Yes

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12. NAME: Carl Desenberg

13. ROLE IN THIS CONTRACT: Subconsultant - Legal Counsel

14a. YEARS EXPERIENCE - TOTAL: 25 years

14b. YEARS EXPERIENCE - WITH CURRENT FIRM: 10 years

15. FIRM NAME AND LOCATION (*City and State*): Polsinelli, St. Louis, MO

16. EDUCATION (*DEGREE AND SPECIALIZATION*): University of Iowa, B.S. University of Iowa, J.D. , with highest distinction

17. CURRENT PROFESSIONAL REGISTRATION (*STATE AND DISCIPLINE*):Missouri State Bar, Bar Association of Metropolitan St. Louis, Iowa State Bar Association,

18. OTHER PROFESSIONAL QUALIFICATIONS (*Publications, Organizations, Training, Awards, etc.*):  
*Downtown St. Louis Partnership, Inc. – Housing Committee, American Bar Association*

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19a(1) RELEVANT PROJECT - TITLE AND LOCATION (*City and State*):*Curtiss Mansion – Miami Springs, FL*

19a(2) RELEVANT PROJECT - YEAR COMPLETED - PROFESSIONAL SERVICES:*2011*

19a(2) RELEVANT PROJECT - YEAR COMPLETED - CONSTRUCTION (*If applicable*):*2011*

19a(3) RELEVANT PROJECT - BRIEF DESCRIPTION (*Brief scope, size, cost etc.*) AND SPECIFIC ROLE:  
SEE DESCRIPTION ABOVE

19a(3) RELEVANT PROJECT - BRIEF DESCRIPTION - Check here if project performed with current firm: Yes

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19b(1) RELEVANT PROJECT - TITLE AND LOCATION (*City and State*):*Taylor Hotel – Winchester, VA*

19b(2) RELEVANT PROJECT - YEAR COMPLETED - PROFESSIONAL SERVICES:*2014*

19b(2) RELEVANT PROJECT - YEAR COMPLETED - CONSTRUCTION (*If applicable*):*2013*

19b(3) RELEVANT PROJECT - BRIEF DESCRIPTION (*Brief scope, size, cost etc.*) AND SPECIFIC ROLE:  
SEE DESCRIPTION ABOVE

19b(3) RELEVANT PROJECT - BRIEF DESCRIPTION - Check here if project performed with current firm: Yes

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19c(1) RELEVANT PROJECT - TITLE AND LOCATION (*City and State*):

***Athens Theatre – DeLand, FL***



19c(2) RELEVANT PROJECT - YEAR COMPLETED - PROFESSIONAL SERVICES:*2009*

19c(2) RELEVANT PROJECT - YEAR COMPLETED - CONSTRUCTION (*If applicable*):*2009*

19c(3) RELEVANT PROJECT - BRIEF DESCRIPTION (*Brief scope, size, cost etc.*) AND SPECIFIC ROLE: BW&A managed this process on behalf of the non-profit Athens Theatre Foundation, guiding them through the necessary steps to monetize tax credits. Today, theatre and film festivals, classic movies, independent art films, concerts, dramas, musicals and other live performances are just a few of the programs that are offered along with lectures and educational activities for students and adults. Carl Desenberg provided legal counsel and structuring of the transaction on behalf of BW&A and the project including negotiating closing documents with the tax credit investor.

19c(3) RELEVANT PROJECT - BRIEF DESCRIPTION - Check here if project performed with current firm: Yes

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19d(1) RELEVANT PROJECT - TITLE AND LOCATION (*City and State*): *Merced Theatre – Merced, CA*

19d(2) RELEVANT PROJECT - YEAR COMPLETED - PROFESSIONAL SERVICES:2014

19d(2) RELEVANT PROJECT - YEAR COMPLETED - CONSTRUCTION (*If applicable*):2010

19d(3) RELEVANT PROJECT - BRIEF DESCRIPTION (*Brief scope, size, cost etc.*) AND SPECIFIC ROLE:

SEE DESCRIPTION ABOVE

19d(3) RELEVANT PROJECT - BRIEF DESCRIPTION - Check here if project performed with current firm: Yes

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19e(1) RELEVANT PROJECT - TITLE AND LOCATION (*City and State*): *Central Union Mission's renovation of the Gales School – Washington, DC*

19e(2) RELEVANT PROJECT - YEAR COMPLETED - PROFESSIONAL SERVICES:2014

19e(2) RELEVANT PROJECT - YEAR COMPLETED - CONSTRUCTION (*If applicable*):2013

19e(3) RELEVANT PROJECT - BRIEF DESCRIPTION (*Brief scope, size, cost etc.*) AND SPECIFIC ROLE:

SEE DESCRIPTION ABOVE

19e(3) RELEVANT PROJECT - BRIEF DESCRIPTION - Check here if project performed with current firm: Yes

**F. EXAMPLE PROJECTS WHICH BEST ILLUSTRATE PROPOSED TEAM'S  
QUALIFICATIONS FOR THIS CONTRACT**  
*(Present as many projects as requested by the agency, or 10 projects, if not specified.  
Complete one Section F for each project.)*

EXAMPLE PROJECT KEY NUMBER:1

TITLE AND LOCATION (City and State): **Curtiss Mansion – Miami Springs, FL**

YEAR COMPLETED - PROFESSIONAL SERVICES:2011

YEAR COMPLETED - CONSTRUCTION (If applicable):2011

- 23a. PROJECT OWNER'S INFORMATION - PROJECT OWNER: City of Miami Springs
- 23b. PROJECT OWNER'S INFORMATION - POINT OF CONTACT NAME: Ron Gorland, City Manager
- 23c. PROJECT OWNER'S INFORMATION - POINT OF CONTACT TELEPHONE NUMBER: (305) 805-5000

24. BRIEF DESCRIPTION OF PROJECT AND RELEVANCE TO THIS CONTRACT *(Include scope, size, and cost)*:  
Curtiss Mansion, Inc. was a non-profit foundation that was established to spearhead the renovation of this historic building in conjunction with the City of Miami Springs, Florida who owns the building. The Curtiss Mansion was designed by well-known local architect, Martin Luther Hampton, one of Miami's most prominent architects during the 1920s. His designs include the former Miami Beach City Hall and Congress Building in downtown Miami. The lush tropical landscaping combined spacious lawns, a profusion of tropical shrubs, flowers and trees, clusters of bamboo and ponds. Following renovation, the building houses a museum, conferences, galleries, catering events like weddings, and a partnership with Experience Aviation bringing STEM (Science, Technology, Engineering, Math) Academy beginning in June 2011. The STEM Academy's location on the premises will be in what was once the Mansion's three-car garage. BW&A managed the historic tax credit process for the project, establishing necessary legal entities and securing a third party investor for the tax credits for this \$4,000,000 project. BW&A introduced the tax credit concept to project stakeholders, met with City Councilors and City staff to discuss the tax credit process, recruited the investor and managed the closing process.

25. FIRMS FROM SECTION C INVOLVED WITH THIS PROJECT

(1) FIRM NAME	(2) FIRM LOCATION (City and State)	(3) ROLE
Brian Wishneff & Associates	Roanoke, VA	Tax Credit Consultant
Polsinelli	St. Louis, MO	Legal Counsel

20. EXAMPLE PROJECT KEY NUMBER:2

21. TITLE AND LOCATION (City and State):**Imperial Centre – Rocky Mount, NC**

22. YEAR COMPLETED - PROFESSIONAL SERVICES:2006

22. YEAR COMPLETED - CONSTRUCTION (If applicable):2005

- 23a. PROJECT OWNER'S INFORMATION - PROJECT OWNER: City of Rocky Mount, NC
- 23b. PROJECT OWNER'S INFORMATION - POINT OF CONTACT NAME: Peter Varney, Assistant City Manager, Now Retired
- 23c. PROJECT OWNER'S INFORMATION - POINT OF CONTACT TELEPHONE NUMBER: Home: (252)-443-2031

24. BRIEF DESCRIPTION OF PROJECT AND RELEVANCE TO THIS CONTRACT *(Include scope, size, and cost)*:  
This 140,000 sq. ft. project, located in the heart of downtown Rocky Mount involved the conversion of a former Imperial Tobacco Plant that had been vacant for many years into a children's museum and art center. BW&A, acting as fee developer for this \$37mm project, was able to overcome a number of challenges including a

hurricane that damaged the building during construction. Our firm was initially hired to do a feasibility study for the project. Once that study was completed, BW&A provided a comprehensive solution for project completion including producing operating budgets, leasing space, financing management, design and construction. Funding for this project consisted of a City bond issuance, historic and new market tax credits, a FEMA grant and private fundraising. This was the first time some of these sources of funding were combined for this type of redevelopment project in North Carolina and making the various requirements mesh with one another required significant work and coordination between parties which BW&A oversaw.

25. FIRMS FROM SECTION C INVOLVED WITH THIS PROJECT

(1) FIRM NAME	(2) FIRM LOCATION (City and State)	(3) ROLE
Brian Wishneff & Associates	Roanoke, VA	Tax Credit Consultant

20. EXAMPLE PROJECT KEY NUMBER: 3

21. TITLE AND LOCATION (City and State): **Walker House – San Dimas, CA**

22. YEAR COMPLETED - PROFESSIONAL SERVICES: 2011

22. YEAR COMPLETED - CONSTRUCTION (If applicable): 2011

23a. PROJECT OWNER'S INFORMATION - PROJECT OWNER: City of San Dimas, CA

23b. PROJECT OWNER'S INFORMATION - POINT OF CONTACT NAME: Blaine Michaelis, City Manager

23c. PROJECT OWNER'S INFORMATION - POINT OF CONTACT TELEPHONE NUMBER: (909) 394-6213

24. BRIEF DESCRIPTION OF PROJECT AND RELEVANCE TO THIS CONTRACT (Include scope, size, and cost): This just completed renovation of a dilapidated structure converted a former hotel into a restaurant and community event space in downtown. This project completed by the City of San Dimas used a number of funding sources including historic tax credits, state historic grants and federal funding. Brian Wishneff & Associates managed the tax credit process for this \$11,500,000 project. In addition to BW&A's role in educating the City leadership and recruiting an investor, given the project was already under construction when we became involved we also worked with the architect and general contractor to ensure the project would ultimately qualify for historic tax credits.

25. FIRMS FROM SECTION C INVOLVED WITH THIS PROJECT

(1) FIRM NAME	(2) FIRM LOCATION (City and State)	(3) ROLE
Brian Wishneff & Associates	Roanoke, VA	Tax Credit Consultant

20. EXAMPLE PROJECT KEY NUMBER: 4

21. TITLE AND LOCATION (City and State): **Merced Theatre – Merced, CA**

22. YEAR COMPLETED - PROFESSIONAL SERVICES: 2014

22. YEAR COMPLETED - CONSTRUCTION (If applicable): 2010

23a. PROJECT OWNER'S INFORMATION - PROJECT OWNER: City of Merced, CA

23b. PROJECT OWNER'S INFORMATION - POINT OF CONTACT NAME: Bill Cahill, Former Assistant. City Manager, Now City Manager of Loveland, CO

23c. PROJECT OWNER'S INFORMATION - POINT OF CONTACT TELEPHONE NUMBER: (970)962-2306

24. BRIEF DESCRIPTION OF PROJECT AND RELEVANCE TO THIS CONTRACT (Include scope, size, and cost): The completed restoration of the historic Merced Theatre has approximately 1,100 seats (20" - 21" wide) and state-of-the-art lighting and sound systems incorporated into the original architectural scheme. The new plan also includes additional toilet facilities and meets all current accessibility standards. The Theatre building includes five retail

spaces and ten second-floor apartments on the Main Street frontage. The theatre, retail and apartments are now operated by the Merced Theatre Foundation, Inc.

Funding for this project was provided in part by the California Cultural and Historical Endowment and several instrumental federal historic and new market tax credits. Brian Wishneff & Associates managed the tax credit process for this \$17 million project including securing a New Markets Tax Credit allocation, identifying tax credit investors and securing bridge financing. Because of the sources of funding used in addition to the tax credits, significant coordination was required between the tax credit investors, the lenders, those providing grants and the City and Redevelopment Agency. BW&A oversaw this process to ensure all requirements were met and that the project received the maximum possible benefit from the use of tax credits.

25. FIRMS FROM SECTION C INVOLVED WITH THIS PROJECT

(1) FIRM NAME	(2) FIRM LOCATION (City and State)	(3) ROLE
Brian Wishneff & Associates	Roanoke, VA	Tax Credit Consultant
Polsinelli	St. Louis, MO	Legal Counsel

20. EXAMPLE PROJECT KEY NUMBER: 5

21. TITLE AND LOCATION (City and State): **Central Union Mission's renovation of the Gales School – Washington, DC**

22. YEAR COMPLETED - PROFESSIONAL SERVICES: 2013

22. YEAR COMPLETED - CONSTRUCTION (If applicable): 2013

23a. PROJECT OWNER'S INFORMATION - PROJECT OWNER: Central Union Mission

23b. PROJECT OWNER'S INFORMATION - POINT OF CONTACT NAME: Dave Treadwell, Executive Director

23c. PROJECT OWNER'S INFORMATION - POINT OF CONTACT TELEPHONE NUMBER: (202) 745-7118

24. BRIEF DESCRIPTION OF PROJECT AND RELEVANCE TO THIS CONTRACT (Include scope, size, and cost): Central Union Mission ("The Mission") serves homeless men, women, seniors, at-risk youth, and needy families from the greater Metropolitan Washington, D.C., area. The Mission moved into the former Gales School, which it long-term leases from the District of Columbia, in November, 2013. Originally built in 1881, the Gales school has served as a multi-function building under the supervision of the District of Columbia's government.

BW&A helped the Mission take advantage of new markets and historic tax credit equity for their \$15 million for this project. This included securing NMTC allocation and the investors, structuring the project and managing the closing process. Using the tax credits as a source of financing helped the Mission to focus their spending on their true purpose; to provide help to those in need. BW&A's role also included significant coordination with the District of Columbia. Because this building was owned by the District and long-term leased to the Mission, the lease needed certain terms and conditions in order to allow the project to monetize its tax credits. This also required BW&A to educate the District staff on the reasoning for these lease provisions.

25. FIRMS FROM SECTION C INVOLVED WITH THIS PROJECT

(1) FIRM NAME	(2) FIRM LOCATION (City and State)	(3) ROLE
Brian Wishneff & Associates	Roanoke, VA	Tax Credit Consultant
Polsinelli	St. Louis, MO	Legal Counsel

20. EXAMPLE PROJECT KEY NUMBER: 6



21. TITLE AND LOCATION (City and State): Jefferson Center – Roanoke, VA

22. YEAR COMPLETED - PROFESSIONAL SERVICES: 2001

22. YEAR COMPLETED - CONSTRUCTION (If applicable):2001

23a. PROJECT OWNER'S INFORMATION - PROJECT OWNER: City of Roanoke, VA

23b. PROJECT OWNER'S INFORMATION - POINT OF CONTACT NAME: Jim Sears

23c. PROJECT OWNER'S INFORMATION - POINT OF CONTACT TELEPHONE NUMBER: Cell (540) 798-8982

24. BRIEF DESCRIPTION OF PROJECT AND RELEVANCE TO THIS CONTRACT (Include scope, size, and cost):

The city owned The Jefferson Center Foundation was able to renovate the former Jefferson High School auditorium into a 1000-seat performance hall thanks to the receipt of a \$3.2 million cash investment in state and federal Historic Tax Credits. BW&A led the Foundation through the process of qualifying for the credits and securing an investor. The tax credits eliminated the need for any long-term debt on the facility and allowed for the creation of a five-year operating reserve. The \$12 million performance hall offers the community and region first-class performing arts, popular entertainment and activities for the whole family.

25. FIRMS FROM SECTION C INVOLVED WITH THIS PROJECT

(1) FIRM NAME	(2) FIRM LOCATION (City and State)	(3) ROLE
Brian Wishneff & Associates	Roanoke, VA	Tax Credit Consultant

20. EXAMPLE PROJECT KEY NUMBER: 7

21. TITLE AND LOCATION (City and State): Warehouse Row – Roanoke, VA

22. YEAR COMPLETED - PROFESSIONAL SERVICES: 2004

22. YEAR COMPLETED - CONSTRUCTION (If applicable):2003

23a. PROJECT OWNER'S INFORMATION - PROJECT OWNER: City of Roanoke, VA

23b. PROJECT OWNER'S INFORMATION - POINT OF CONTACT NAME: David Bowers, Mayor

23c. PROJECT OWNER'S INFORMATION - POINT OF CONTACT TELEPHONE NUMBER: (540) 853-2444

24. BRIEF DESCRIPTION OF PROJECT AND RELEVANCE TO THIS CONTRACT (Include scope, size, and cost):

BW&A's role on this project started in 2001 when we were hired by the Greater Roanoke Valley Development Foundation to perform a feasibility study on the use of this space as an office building for young and growing technology companies. The results of our study indicated the need and viability of this type of space in Roanoke and the advantages of this project as a historic tax credit renovation.

From there BW&A was hired to lead the partner team of Carilion Health System and the Roanoke Valley Development Corporation through the process of qualifying for the credits and securing a buyer of the credits. Our team's work entailed: working with the Virginia Department of Historic Resources and the National Park Service on approval of the building renovation plans, negotiating a lease of the building from the City, recruiting and negotiating with a buyer for the tax credits, preparing the legal documents necessary to obtain funding for the tax credits, hiring and managing the architect and contractor, developing an operating budget and managing the development budget, and assisting with the final project paperwork for this \$2.7 million project.

25. FIRMS FROM SECTION C INVOLVED WITH THIS PROJECT

(1) FIRM NAME	(2) FIRM LOCATION (City and State)	(3) ROLE
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Brian Wishneff & Associates	Roanoke, VA	Tax Credit Consultant
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20. EXAMPLE PROJECT KEY NUMBER: 8

21. TITLE AND LOCATION (*City and State*): **Taylor Hotel – Winchester, VA**

22. YEAR COMPLETED - PROFESSIONAL SERVICES:2014

22. YEAR COMPLETED - CONSTRUCTION (*If applicable*):2013

23a. PROJECT OWNER'S INFORMATION - PROJECT OWNER: City of Winchester, VA

23b. PROJECT OWNER'S INFORMATION - POINT OF CONTACT NAME: Jim Deskins, Director of Economic Development

23c. PROJECT OWNER'S INFORMATION - POINT OF CONTACT TELEPHONE NUMBER: (540) 667-1815

24. BRIEF DESCRIPTION OF PROJECT AND RELEVANCE TO THIS CONTRACT (*Include scope, size, and cost*):  
 The \$7 million completed restoration of the historic Taylor Hotel in Winchester, Virginia is a mixed-use development undertaken by a partnership between BW&A and the City of Winchester, VA. The Taylor Hotel, originally built in 1851 to house soldiers during the Civil War, is now home to 5 apartments and a commercial tenant. This project would not be possible without a combination of federal and state historic tax credits and a keen understanding of the city's desires for the project. BW&A served as co-developer, managing all aspects of development including but not limited to securing a tax credit investor and lease up of the space.

25. FIRMS FROM SECTION C INVOLVED WITH THIS PROJECT

(1) FIRM NAME	(2) FIRM LOCATION ( <i>City and State</i> )	(3) ROLE
Brian Wishneff & Associates	Roanoke, VA	Tax Credit Consultant
Poisinelli	St. Louis, MO	Legal Counsel

20. EXAMPLE PROJECT KEY NUMBER: 9

21. TITLE AND LOCATION (*City and State*): **Athens Theatre – DeLand, FL**

22. YEAR COMPLETED - PROFESSIONAL SERVICES:2009

22. YEAR COMPLETED - CONSTRUCTION (*If applicable*):2009

23a. PROJECT OWNER'S INFORMATION - PROJECT OWNER: Sands Theater Center

23b. PROJECT OWNER'S INFORMATION - POINT OF CONTACT NAME: Jeffrey D. Ault, Former Executive Director

23c. PROJECT OWNER'S INFORMATION - POINT OF CONTACT TELEPHONE NUMBER: 386-801-2391

24. BRIEF DESCRIPTION OF PROJECT AND RELEVANCE TO THIS CONTRACT (*Include scope, size, and cost*):

The renovation of the Athens Theatre in DeLand, FL generated \$5 million in tax credit equity between historic and new markets tax credits. BW&A managed this process on behalf of the non-profit Athens Theatre Foundation, guiding them through the necessary steps to monetize tax credits. Today, theatre and film festivals, classic movies, independent art films, concerts, dramas, musicals and other live performances are just a few of the programs that are offered along with lectures and educational activities for students and adults. Because a significant amount of renovation work had lareday been done when BW&A began the tax credit process., careful coordination was required to allow the project to qualify for the tax credits. BW&A oversaw this coordination between the non-profit sponsor, the Florida Division of Historical Resources, the National Park Service, the architect, the general contractor, the tax credit investor and the lender.

25. FIRMS FROM SECTION C INVOLVED WITH THIS PROJECT

(1) FIRM NAME	(2) FIRM LOCATION (City and State)	(3) ROLE
Brian Wishneff & Associates	Roanoke, VA	Tax Credit Consultant
Poisinelli	St. Louis, MO	Legal Counsel

20. EXAMPLE PROJECT KEY NUMBER: 10

21. TITLE AND LOCATION (City and State): **South Florida Military Museum – Miami, FL**

22. YEAR COMPLETED - PROFESSIONAL SERVICES:

22. YEAR COMPLETED - CONSTRUCTION (If applicable):

23a. PROJECT OWNER'S INFORMATION - PROJECT OWNER: South Florida Military Museum

23b. PROJECT OWNER'S INFORMATION - POINT OF CONTACT NAME: Anthony Atwood, Executive Director

23c. PROJECT OWNER'S INFORMATION - POINT OF CONTACT TELEPHONE NUMBER: 305-905-5196

24. BRIEF DESCRIPTION OF PROJECT AND RELEVANCE TO THIS CONTRACT (Include scope, size, and cost):

Brian Wishneff & Associates is managing the tax credit process for this ongoing project to convert former military barracks into a museum on land owned by Dade County, Florida. This work included extensive work with Dade County to develop a long-term lease that not only satisfied the needs of the museum but also was compatible with the project's monetization of tax credits. When completed, this \$5,000,000 renovation will cap an extraordinary effort that included relocating the building to begin the adaptive re-use process.

25. FIRMS FROM SECTION C INVOLVED WITH THIS PROJECT

(1) FIRM NAME	(2) FIRM LOCATION (City and State)	(3) ROLE
Brian Wishneff & Associates	Roanoke, VA	Tax Credit Consultant
Poisinelli	St. Louis, MO	Legal Counsel

G. KEY PERSONNEL PARTICIPATION IN EXAMPLE PROJECTS											
26. NAMES OF KEY PERSONNEL (From Section E, Block 12)	27. ROLE IN THIS CONTRACT (From Section E, Block 13)	28. EXAMPLE PROJECTS LISTED IN SECTION F (Fill in "Example Projects Key" section below before completing table. Place "X" under project key number for participation in same or similar role.)									
		1	2	3	4	5	6	7	8	9	10
Brian Wishneff	Lead Consultant		X	X			X	X	X	X	
Erik Wishneff	Consultant	X		X	X	X			X	X	X
Carl Desenberg	Legal Counsel	X			X	X			X	X	X
29. EXAMPLE PROJECTS KEY											
NO.	TITLE OF EXAMPLE PROJECT (FROM SECTION F)	NO.	TITLE OF EXAMPLE PROJECT (FROM SECTION F)								
1	Curtiss Mansion – Miami Springs, FL	6	Jefferson Center – Roanoke, VA								
2	Imperial Centre – Rocky Mount, NC	7	Warehouse Row – Roanoke, VA								
3	Walker House – San Dimas, CA	8	Taylor Hotel – Winchester, VA								
4	Merced Theatre- Merced, CA	9	Athens Theatre – DeLand, FL								
5	Central Union Mission – Washington, DC	10	South Florida Military Museum – Miami, FL								

#### H. ADDITIONAL INFORMATION

29. PROVIDE ANY ADDITIONAL INFORMATION REQUESTED BY THE AGENCY. ATTACH ADDITIONAL SHEETS AS NEEDED: N/A

### PART II - GENERAL QUALIFICATIONS

*(If a firm has branch offices, complete for each specific branch office seeking work.)*

1. SOLICITATION NUMBER (If any): Bid #945-11372
- 2a. FIRM (OR BRANCH OFFICE) NAME: Brian Wishneff & Associates
- 2b. FIRM (OR BRANCH OFFICE) STREET: 30 W. Franklin Road, Suite 503
- 2c. FIRM (OR BRANCH OFFICE) CITY: Roanoke
- 2d. FIRM (OR BRANCH OFFICE) STATE: VA
- 2e. FIRM (OR BRANCH OFFICE) ZIP CODE: 24014

3. YEAR ESTABLISHED: 1995

4. DUNS NUMBER: N/A

5a. OWNERSHIP - TYPE: LLC

5b. OWNERSHIP - SMALL BUSINESS STATUS:

6a. POINT OF CONTACT NAME AND TITLE: Brian Wishneff, President

6b. POINT OF CONTACT TELEPHONE NUMBER: (540) 982-1317

6c. POINT OF CONTACT E-MAIL ADDRESS: brian@wishneff.com

7. NAME OF FIRM (If block 2a is a branch office):

8a. FORMER FIRM NAME(S) (If any)	8b. YR. ESTABLISHED	8c. DUNS NUMBER







11. ANNUAL AVERAGE PROFESSIONAL SERVICES REVENUES OF FIRM FOR LAST 3 YEARS  
(Insert revenue index number shown above)

11a. Federal Work: 1

11b. Non-Federal Work: 4

11c. Total Work: 4

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## Project Manager's Experience

### Brian Wishneff

*President*

#### Education

Virginia Polytechnic & State University, Blacksburg, VA

- M.A., Urban and Regional Planning, 1977
- B.A., Political Science, 1975

#### Work Experience

**Brian Wishneff & Associates**

*August 1995 - Present*

*President*

- Consulting and Syndication on behalf of project sponsors seeking to utilize a variety of tax credit incentives including federal and state historic, new markets, renewable energy and low-income housing tax credits. To date, BW&A has worked on over 100 tax credit projects involving over \$3 billion of investment and over \$500 million of tax credit equity.

- Provided fee development and/or project management for a variety of projects including mixed-use developments, large cultural facilities and hotel/conference centers
- Consulting on governmental and development related issues including:
  - Public/private development partnership (including oversight of detailed public procurement process for complex development projects)
  - Downtown planning and development.
  - Public assembly facility development.
  - Reuse strategy for existing buildings.
  - Strategic planning for economic development efforts.
  - Site location analysis.
  - Economic impact analysis.
  - Management of high profile public issues ranging from rezonings to referendums

**Cameron Development, Inc.**

*August 2007 – Present*

**Partner**

- Development or co-development of underutilized buildings in downtown buildings in the Mid-Atlantic. Responsibilities included:
  - o Negotiating purchase of building, determining building use, arranging tax credit and other necessary financing including grants/equity/fundraising/loans, secured tenants, design and construction management.

**Virginia Polytechnic & State University**

*January 1995 – January 1996*

**Adjunct Professor**

- Graduate Program Urban and Regional Planning

**Hotel Roanoke Conference Center Commission**

*May 1993 – January 1996*

**Acting Director**

Responsibilities included:

- Negotiation of all necessary contracts and agreements related to development and operation of the Conference Center (subject to public procurement),
- Oversight of design and construction of new conference center,
- Design of marketing and operations policies for the conference center involving hotel operator, Virginia Tech, and the Roanoke Convention & Visitors Bureau, and
- Creation and oversight of budget and administrative functions of Commission.

**City of Roanoke, Virginia**

*August 1979 – May, 1993*

**Chief of Economic Development**

Responsibilities included:

- Implementation of all City of Roanoke Development efforts to include:

- Business and industry recruitment,
- Site assembly and development,
- Developer recruitment and negotiations,
- Downtown planning and development,
- Government relations and lobbying, and
- Strategic planning and public relations.
- Conduct fiscal impact analysis of potential investments to ensure maintenance of bond ratings

**City of Roanoke, Virginia**

*October 1978 - August 1979*

***Grant Financial Analyst, Finance Department***

**City of Norfolk, Virginia**

*August 1977 - September 1978*

***Fiscal Monitoring Specialist, Finance Department***

**Public Service**

**2004 – 2008 - Roanoke City Councilman**

**1995 – 2001 - Roanoke City School Board Member**

**Affiliations/Honors**

**Governor's Industrial Development Services Advisory Board**

- Governor appointed board reviews industrial development services of the state.

**Joint Subcommittee of the General Assembly**

- Studied the competitiveness of the Commonwealth's economic development programs  
**Governor's Advisory Council on Small Business**

**Downtown Roanoke, Inc., Director**

**Roanoke Valley Convention and Visitors Bureau, Director**

**Virginia Council on Urban Economic Development, President**

## 10 Outstanding Young Economic Developers (Site Selection magazine)

### Accomplishments

#### Public Facility Development

- Coordinated development of \$43 million, 332 room hotel and 100,000 square foot conference center.
- Coordinated financing and development of five publicly-owned garages representing over 2,000 spaces.
- Coordinated development of conversion of an empty former high school building into a mixed-use complex.
- Participated in development of \$25 million airport terminal.
- Coordinated financing & development of a multi-modal transit & retail complex.
- Coordinated financing & development of an empty former federal building into a state office complex.

#### Business and Industrial Park Development

- Assembled land for three City-owned business and industrial parks totaling over 600 acres. Over 450 acres have been sold representing over 4,000 jobs, 2 million square feet of building space and millions of tax dollars
- Arranged financing and sold 72,000 square foot shell building.

#### Recruitment/New Industry

- Assisted in locating and securing new companies including Elizabeth Arden, Sears Telemarketing Center, Orvis, Inc., Transkrit, Cooper Industries, Blue Cross/Blue Shield, Vitramon, NSW Corporation and Footlevelers.

#### Existing Industry

- Assisted with expansion of firms such as IBM, BellSouth Communications, United Parcel Service, Advance Auto Parts Stores, Consolidated Coke, Fibercom, Quibell, Tultex, Business Communication Systems, and First Union Bank.

#### Government Relations



- Initiated and influenced new state and federal legislation to advance economic development in Virginia.
- Obtained various competitive federal and state development related grants in excess of \$40,000,000.

#### Downtown Planning and Development

- Managed and implemented three downtown master plans which have resulted in over \$500 million in investment.
- Developed a variety of loan programs which have resulted in millions of dollars in building renovations.
- Obtained national historic designation for City Market area in downtown Roanoke
- Assembled and negotiated sale of various office sites.

#### Developer Recruitment

- Assisted in locating and/or negotiating numerous commercial and office deals including a 1,000,000 sq. ft. shopping mall, numerous office renovations and new construction projects each in excess of 100,000 sq. ft.

#### Enterprise Zones and Other Incentives

- Obtained designation and managed 1700 acre state enterprise zone program.
- Developed numerous incentive programs to attract and maintain businesses and developers.

## Approach to Scope of Work

Provide in concise narrative form, your understanding of the City's needs, goals and objectives as they relate to the project, and your overall approach to accomplishing the project. Give an overview on your proposed vision, ideas and methodology. Describe your proposed approach to the project. As part of the project approach, the firm shall propose a scheduling methodology (time line) for effectively managing and executing the work in the optimum time. Also provide information on your firm's current workload and how this project will fit into your workload. Describe available facilities, technological capabilities and other available resources you offer for the project.

BW&A has a national consulting practice and has extensive experience providing the services sought by the City of Fort Lauderdale. We have a demonstrated track record of helping buildings owned by city governments qualify for the historic tax credit program.

We understand that the City desires to utilize historic tax credit equity as a source of financing for current and potential future redevelopment projects. The City has identified as a priority the desire for one team to handle structuring of the transaction, investor recruitment, and managing the closing process on behalf of the City. We believe our team and its experience will provide this comprehensive solution. Our general approach to handling this process and secure the largest tax credit investment possible for the City is as follows:

1. Review of the Architect's Work to Increase Qualified Rehabilitation Expenses (QRE). The federal HTC for certified historic structures is 20% of the Project's qualified rehabilitation expenses (QRE). Generally, QRE includes the cost of renovation and soft costs such as architect fees, but does not include new construction, site work, furniture, fixtures and equipment. BW&A will work with the City's architect to ensure that the design results in the City receiving the greatest possible amount of QRE. BW&A will review all aspects of the construction plans at every phase of the design and recommend changes if necessary that will cause certain items to be classified as QRE.
2. Review of General Contractor's Work to Increase QRE. BW&A will have two roles in working with the General Contractor ("GC"):
  - 1) BW&A will assist the City's architect in making the GC aware of portions of the Project that are historically significant and require additional sensitivity in the way they are renovated. BW&A shall provide a written list of those historic elements that need special treatment and provide that list and an explanation to the GC in their initial pre-construction meeting.
  - 2) BW&A will work with the GC to ensure project expenses are correctly characterized and allocated for QRE purposes. Often assumptions made by the architect and GC incorrectly characterize certain expenses resulting in lost QRE for the Project.

3. Evaluate and Determine the Optimum Structure for Implementing the Federal Tax Credit Program. BW&A will review and analyze the facts surrounding current and future owners and users of the Project as well as proposed funding sources and expenses incurred to date. Based on this review, BW&A shall propose an ownership and use structure that is both cost effective and efficient for the Project. BW&A will work on behalf of the City to create an ownership structure that both respects any existing agreements related the Project, while at the same time working to generate the greatest amount of QRE. This analysis and structuring will affect the amount of QRE as well as the ultimate cost of implementing the tax credit process for the City.
4. Creating Tax Credit Entities and Agreements. BW&A, in conjunction with third-party legal counsel Polsinelli, shall draft a variety of documents for the City that are necessary to facilitate the monetization of HTCs. Examples of these documents include: creating new legal entities, initial partnership documents, reimbursement agreements, and loan and lease agreements. Both the timing of the creation of these documents as well as the content of these agreements can make the difference in whether the Project ultimately attracts credit investors, and if successful, the pricing and size of the credit investment. BW&A will work to ensure that it protects and preserves the Project's ability to use these tax credits and will work to obtain the proposal providing the greatest net benefit to the City.
5. Evaluation of Hard and Soft Costs for QRE. BW&A will evaluate all potential hard and soft costs over and above the actual renovation of the building that can be classified as QRE and if necessary, work to persuade the Accountant, as that term is defined below, for inclusion of those costs as QRE.
6. Incorporating Existing Project Work and Expenses as QRE. BW&A will work with the City to capture any past Project expenses and make necessary adjustments to existing contracts for services that are necessary to secure the highest possible amount of QRE. If necessary, BW&A shall advocate for the inclusion of these previously incurred expenses as QRE with potential tax credit investors.
7. Working with existing Project Funds. BW&A will work to make sure that other Project funding sources are spent in a way that is most advantageous to the tax credits. The way in which certain funds are characterized and/or the funds flow into a project can potentially have a great impact on the ultimate amount of QRE generated for a given project.
8. Preparing Information Packages for Potential Tax Credit Investors. BW&A will collect and prepare informational packets about the Project for potential HTC investors. The quality of the information and the way in which it is characterized can be critical in determining the Investor's level of interest and the potential pricing for their investment. BW&A shall reach out to potential investors for the Project and discuss this opportunity with them to gauge their interest and address any questions or concerns they may have.
9. HTC Tax Investor Recruitment & Evaluation. BW&A will work to recruit a HTC investor. The recruitment effort will include local, statewide and national investors. BW&A shall secure term

sheet(s) or offer(s) from HTC investors. There are numerous variables in a HTC investor's offer that can affect the amount of money the City receives as well as the cost of closing on the investment. Taking these variables into account as well as the specific needs of the Project, BW&A will recommend to the City the HTC investor that makes the best proposal based in part on various pricing as well as the anticipated expenses over the life of this investment.

10. Creating and Collecting Information Needed by the HTC Investor for Closing. Once a HTC investor is selected and a term sheet is signed with that investor, the parties shall work towards a closing on the HTCs ("Closing"). If a construction loan is needed to complete the Project, the HTC closing may occur simultaneously with the closing on this debt. BW&A shall collect and package information needed for the Closing and provide that information to the HTC investors on a timely basis. This will allow for gradual approval of necessary documents and other due diligence over the course of several months. BW&A shall review draft documents provided by the HTC Investor's legal counsel, and if necessary, advocate on behalf of the City to ensure that the documents contain the terms most favorable to the City. BW&A shall also coordinate conference calls and/or meetings between the various parties to provide a forum to address issues in advance of Closing and to ensure that any party responsible for providing information and/or documents does so in a timely manner. Generally, at Closing, agreements will be executed that will lock in the pricing and other business terms of the investment and will describe the conditions upon which the Investors makes their equity investment. These agreements will also describe the duties of each party during the period that the investor remains in the Project and how the investor might exit any partnerships in which it is a member. BW&A will work towards this Closing in an attempt to match the City's desired construction schedule. During planning and construction, based on the Project circumstances, BW&A will also evaluate the potential benefit of dividing any portion of the construction of the Project into phases.
11. Construction meetings. BW&A will generally participate in at least one construction meeting between the architect and GC every three months once construction begins or as requested by the City in order to ensure the necessary historic standards are being met.
12. Selecting and Working with an Accounting Firm to complete the Cost Certification. BW&A will be the City's primary contact with the accounting firm ("Accountant") hired to complete a "Cost Certification Audit" at the end of construction. This audit is critical as it is the deciding factor in determining the final QRE amount which will in turn impact the final amount of Investor's contributed equity. BW&A will assist the City throughout the Project to ensure proper bookkeeping and record keeping practices are followed in order to obtain the most accurate QRE for the Project. BW&A will also assist in the preparation of information to be presented to the Accountant so as to complete its audit in the most efficient manner possible. Consultant will also be present during any visits to the Project by the Accountants in order to answer any questions that may arise related to the audit. BW&A shall review the initial drafts of these audits to bring to the Accountant's attention any discrepancies or items overlooked during the audit. BW&As experience has been that every draft Cost Certification Audit for which it has analyzed and provided comments has resulted in the QRE contained in draft audit being adjusted upward in the final version.

13. Payment by Tax Credit Investors. BW&A will do the work necessary to obtain the investment by the tax credit Investors. BW&A's work on this project and this agreement shall be complete after the total historic tax credit investment is made by the Investors. This typically occurs about 90 days at the end of construction.

Much of the timing for the completion of BW&A's work will depend on other aspects of the identified project including the securing of the remainder of funding and the design and construction process. Typically, BW&A will provide services throughout the pre-development and construction process. Once a project schedule and other funding are determined, BW&A will seek to identify a specific project investor. Prior to investor solicitation BW&A will create a marketing package to secure the investor. Typically the marketing package will take several weeks to prepare. Thereafter, BW&A will seek an investor for the project. Typically, securing an investor may take approximately 45 days. Finally, once an investor is identified, BW&A will initiate the closing process with the investor as described above. We anticipate a time frame of 60 days to close on the financing once this process begins. This timeframe may be extended slightly to the extent the City would need to seek approvals of certain transaction elements such as investor term sheets and closing documents. We are comfortable, that if selected to move forward, with this time frame as this has been our experience historically with projects such as the City's. We further believe that given BW&A's history of working on projects with municipalities we can take a proactive approach to the tax credit process to ensure that the project is not delayed by our work. Instead, we will work on parallel tracks as other elements of the project move forward.

We anticipate dedicating Brian Wishneff, Lead Consultant, to investor recruitment by utilizing the firm's vast network of historic tax credit investors. After an investor has been identified, Erik Wishneff, BW&A Vice President, in tandem with Carl Desenberg, legal counsel will work to successfully close the transaction. Other BW&A staff will be involved as necessary in order to facilitate a successful closing.

This project fits well into the firm's current workload as we are actively identifying potential historic tax credit investors which may have interest in South Florida projects. We do not anticipate that the current workload of the firm will in any way hinder our ability to successfully consult on the historic tax credit needs of the City as at any given time BW&A staff are managing dozens of projects. We have the ability to adapt to the needs of the City and move as fast as needed in securing tax credit financing.

## References

Below are references for 5 projects in which BW&A has provided historic tax credit consulting services, or in some cases, above and beyond. These are also identified in the Standard Form 330.

- 1. Curtiss Mansion – Miami Springs, FL – Ron Gorland, City Manager- 305-805-5000, gorlandr@miamisprings-fl.gov, Completed 2011, \$4m project**

Curtiss Mansion, Inc. was a non-profit foundation that was established to spearhead the renovation of this historic building in conjunction with the City of Miami Springs, Florida who owns the building. The Curtiss Mansion was designed by well-known local architect, Martin Luther Hampton, one of Miami's most prominent architects during the 1920s. His designs include the former Miami Beach City Hall and Congress Building in downtown Miami. The lush tropical landscaping combined spacious lawns, a profusion of tropical shrubs, flowers and trees, clusters of bamboo and ponds. Following renovation, the building houses a museum, conferences, galleries, catering events like weddings, and a partnership with Experience Aviation bringing STEM (Science, Technology, Engineering, Math) Academy beginning in June 2011. The STEM Academy's location on the premises will be in what was once the Mansion's three-car garage. BW&A managed the historic tax credit process for the project, establishing necessary legal entities and securing a third party investor for the tax credits for this \$4,000,000 project.

- 2. Imperial Centre – Rocky Mount, NC – Peter Varney, Assistant City Manager, Now Retired – (252) 443-2081, Completed 2006, \$37m project**

This 140,000 sq. ft. project, located in the heart of downtown Rocky Mount involved the conversion of a former Imperial Tobacco Plant that had been vacant for many years into a children's museum and art center. BW&A, acting as fee developer for this \$37mm project, was able to overcome a number of challenges including a hurricane that damaged the building during construction. Our firm was initially hired to do a feasibility study for the project. Once that study was completed, BW&A provided a comprehensive solution for project completion including producing operating budgets, leasing space, financing management, design and construction. Funding for this project consisted of a City bond issuance, historic and new market tax credits, a FEMA grant and private fundraising. This was the first time some of these sources of funding were combined for this type of redevelopment project in North Carolina and making the various requirements mesh with one another required significant work and coordination between parties which BW&A oversaw.

- 3. Athens Theatre – DeLand, FL - Jeffrey Ault, Former Executive Director, jdault@aol.com, (386) 801-2391, Completed 2011, \$12.5m project**

This project involved the renovation of a dilapidated theater in downtown DeLand, FL by the Sands Theater Center. The project was completed over a period of over 10 years. Because of the long

timeframe, BW&A worked with Jeffrey Ault to overcome a number of challenges including several changes of leadership, tracking records back to the beginning of the project and initiating the tax credit process after renovation was well underway. Brian Wishneff & Associates managed the tax credit process for this \$12,500,000 project.

**4. Merced Theatre – Merced, CA - Bill Cahill, Former Asst. City Manager, Now City Manager of Loveland, CO , Bill.Cahill@cityofloveland.org, (970)962-2306, Completed 2010, \$17m project**

The completed restoration of the historic Merced Theatre has approximately 1,100 seats (20" - 21" wide) and state-of-the-art lighting and sound systems incorporated into the original architectural scheme. The new plan also includes additional toilet facilities and meets all current accessibility standards. The Theatre building includes five retail spaces and ten second-floor apartments on the Main Street frontage. The theatre, retail and apartments are now operated by the Merced Theatre Foundation, Inc.

Funding for this project was provided in part by the California Cultural and Historical Endowment and several instrumental federal historic and new market tax credits. Brian Wishneff & Associates managed the tax credit process for this \$17 million project including securing a New Markets Tax Credit allocation, identifying tax credit investors and securing bridge financing.

**5. Central Union Mission’s Renovation of the Gales School – Washington, DC – Dave Treadwell, Executive Director , dtreadwell@missiondc.org, (202)-745-7118, Completed 2013, \$15m project**

Central Union Mission (“The Mission”) serves homeless men, women, seniors, at-risk youth, and needy families from the greater Metropolitan Washington, D.C., area. In 2013, The Mission will moved into the former Gales School. Originally built in 1881, the Gales school has served as a multi-function building under the supervision of the District of Columbia’s government.

BW&A helped the mission take advantage of new markets and historic tax credit equity for their \$15 million Fall 2013 move to the historic Gales School building in the heart of DC. This included securing NMTC allocation and the investors, structuring the project and managing the closing process simultaneously with historic and new markets investors. Using the tax credits as a source of financing helped the mission to focus their spending on their true purpose; to provide help to those in need.

## **Minority/Women Participation**

BW&A is not a minority owned business but is committed to creating and fostering a diverse and inclusive workplace. Polsinelli, the legal counsel proposed to be involved in the project, is dedicated to maintaining a high-performing, inclusive organization where a diverse workforce can thrive personally and professionally. Polsinelli also believes diversity is essential to providing the best possible service for their clients.



## **Sample Insurance Certificate**

Please see proof of insurance certificate on the next page.

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

<b>PRODUCER</b> BB&T Insurance Services, Inc. 310 First St., Suite 201 PO Box 1600 Roanoke, VA 24011	<b>CONTACT NAME:</b> PHONE (A/C, No, Ext): 540 982-1600      FAX (A/C, No): 8883281324	
	<b>E-MAIL ADDRESS:</b>	
<b>INSURED</b> Brian Wishneff & Assoc 30 W Franklin Rd SW Ste 503 Roanoke, VA 24011	<b>INSURER(S) AFFORDING COVERAGE</b> NAIC #	
	INSURER A : Cincinnati Insurance Company      10677	
	INSURER B :	
	INSURER C :	
	INSURER D :	
	INSURER E :	


**COVERAGES**      **CERTIFICATE NUMBER:**      **REVISION NUMBER:**

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL INSR	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
A	GENERAL LIABILITY			CAP5843585	08/27/2013	08/27/2016	EACH OCCURRENCE \$ 1,000,000
	<input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR  GEN'L AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC						DAMAGE TO RENTED PREMISES (Ea occurrence) \$ 100,000 MED EXP (Any one person) \$ 5,000 PERSONAL & ADV INJURY \$ 1,000,000 GENERAL AGGREGATE \$ 2,000,000 PRODUCTS - COMP/OP AGG \$ 2,000,000
	AUTOMOBILE LIABILITY						COMBINED SINGLE LIMIT (Ea accident) \$ BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$
	UMBRELLA LIAB						EACH OCCURRENCE \$
	EXCESS LIAB						AGGREGATE \$
	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY						WC STATUTORY LIMITS    OTHER E.L. EACH ACCIDENT \$ E.L. DISEASE - EA EMPLOYEE \$ E.L. DISEASE - POLICY LIMIT \$

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (Attach ACORD 101, Additional Remarks Schedule, if more space is required)

1090 Vermont Ave NW Associates, Limited Partnership and The John Akridge Management Company are named as Additional Insureds in regards to General Liability.  
 Loc# 2 - 1090 Vermont Ave NW Suite 420; Washington, DC  
 Building # 1 Office

<b>CERTIFICATE HOLDER</b> 1090 Vermont Ave NW Assoc LTD Part & The John Akridge Management c/o Akridge 6013 13th ST NW Suite 300N Washington, DC 20005	<b>CANCELLATION</b> SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.  AUTHORIZED REPRESENTATIVE 
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**CERTIFICATE OF LIABILITY INSURANCE**

DATE (MM/DD/YYYY)  
02/27/2014

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

<b>PRODUCER</b> BB&T Insurance Services, Inc. 310 First St., Suite 201 PO Box 1600 Roanoke, VA 24011	<b>CONTACT NAME:</b> PHONE (A/C, No, Ext): 540 982-1600      FAX (A/C, No): 8883281324	
	<b>E-MAIL ADDRESS:</b>	
<b>INSURED</b> Brian Wishneff & Assoc 30 W Franklin Rd SW Ste 503 Roanoke, VA 24011	<b>INSURER(S) AFFORDING COVERAGE</b> NAIC #	
	INSURER A : Cincinnati Insurance Company      10677	
	INSURER B :	
	INSURER C :	
	INSURER D :	
	INSURER E :	

**COVERAGES**      **CERTIFICATE NUMBER:**      **REVISION NUMBER:**

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL INSR	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
A	GENERAL LIABILITY			CAP5843585	08/27/2013	08/27/2016	EACH OCCURRENCE \$ 1,000,000
	<input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR						DAMAGE TO RENTED PREMISES (Ea occurrence) \$ 100,000 MED EXP (Any one person) \$ 5,000 PERSONAL & ADV INJURY \$ 1,000,000 GENERAL AGGREGATE \$ 2,000,000 PRODUCTS - COMP/OP AGG \$ 2,000,000
	AUTOMOBILE LIABILITY <input type="checkbox"/> ANY AUTO <input type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> HIRED AUTOS <input type="checkbox"/> NON-OWNED AUTOS						COMBINED SINGLE LIMIT (Ea accident) \$ BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$
	UMBRELLA LIAB <input type="checkbox"/> OCCUR EXCESS LIAB <input type="checkbox"/> CLAIMS-MADE DED    RETENTION \$						EACH OCCURRENCE \$ AGGREGATE \$
	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? <input type="checkbox"/> Y/N (Mandatory In NH) If yes, describe under DESCRIPTION OF OPERATIONS below		N/A				WC STATUTORY LIMITS    OTH-ER E.L. EACH ACCIDENT \$ E.L. DISEASE - EA EMPLOYEE \$ E.L. DISEASE - POLICY LIMIT \$

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (Attach ACORD 101, Additional Remarks Schedule, if more space is required)

<b>CERTIFICATE HOLDER</b> Brailsford & Dunlavy, Inc. Attn: Kristina Durley 1140 Connecticut Ave., N.W. Washington, DC 20036	<b>CANCELLATION</b> SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.
	AUTHORIZED REPRESENTATIVE <i>Gill Gordon</i>

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

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<b>PRODUCER</b> BB&T Insurance Services, Inc. 310 First St., Suite 201 PO Box 1600 Roanoke, VA 24011	<b>CONTACT NAME:</b> PHONE (A/C, No, Ext): 540 982-1600      FAX (A/C, No): 8883281324	
	<b>E-MAIL ADDRESS:</b> _____	
<b>INSURED</b> Brian Wishneff & Assoc 30 W Franklin Rd SW Ste 503 Roanoke, VA 24011	<b>INSURER(S) AFFORDING COVERAGE</b> NAIC #	
	INSURER A : Cincinnati Insurance Company      10677	
	INSURER B :	
	INSURER C :	
	INSURER D :	
INSURER E :		
INSURER F :		

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	<input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY						DAMAGE TO RENTED PREMISES (Ea occurrence) \$ 100,000
	<input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR						MED EXP (Any one person) \$ 5,000
							PERSONAL & ADV INJURY \$ 1,000,000
							GENERAL AGGREGATE \$ 2,000,000
							PRODUCTS - COMP/OP AGG \$ 2,000,000
							\$
							COMBINED SINGLE LIMIT (Ea accident) \$
							BODILY INJURY (Per person) \$
							BODILY INJURY (Per accident) \$
			PROPERTY DAMAGE (Per accident) \$				
			\$				
	UMBRELLA LIAB						EACH OCCURRENCE \$
	EXCESS LIAB						AGGREGATE \$
							\$
	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY						WC STATUTORY LIMITS      OTHER
	ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below						E.L. EACH ACCIDENT \$
							E.L. DISEASE - EA EMPLOYEE \$
							E.L. DISEASE - POLICY LIMIT \$

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (Attach ACORD 101, Additional Remarks Schedule, if more space is required)

Board of Supervisors and Brunswick County, Virginia are included as Additional Insured with respect to General Liability Coverage.

<b>CERTIFICATE HOLDER</b> Brunswick County, Virginia PO Box 399 Lawrenceville, VA 23868	<b>CANCELLATION</b> SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.
	AUTHORIZED REPRESENTATIVE <i>Gill Goodson</i>

## **Subconsultants**

BW&A proposes Polsinelli will draft all legal documents necessary to monetize any historic tax credits. Polsinelli has a national real estate development practice devoted to tax credit financing. Please see more detailed information on Polsinelli's tax credit practice on the following pages.



### **Practice Leaders**

Janice E. Hetland  
jhetland@polsinelli.com

### **Related Areas**

Affordable Housing  
Financial Services  
Public/Private Partnerships  
Real Estate  
Real Estate Development  
Real Estate Industry  
Senior Housing and Long Term Care  
Tax

## **Tax Credit Finance**

*"Polsinelli does a great job at deeply understanding what we do and what we are trying to accomplish, and applying your legal knowledge based on that."*

— *Polsinelli Client*

### **Overview**

Tax credit programs such as Low-Income Housing Tax Credits, New Markets Tax Credits, Historic Rehabilitation Tax Credits, Renewable Energy Tax Credits, and various state tax credits provide crucial financing for affordable housing, historic rehabilitation and low-income community development projects. The financing under these tax credit programs typically involves multiple layers of debt and equity that present challenging business, tax and legal issues.

Polsinelli's Tax Credit Finance practice has a comprehensive nationwide practice experienced in facilitating complex transactions utilizing these essential financing tools. Our attorneys' extensive experience is enhanced by our commitment to understanding our clients' business and providing high-quality legal services that are proactive - anticipating and addressing our clients' business goals. Our business-oriented legal approach guides investors, community development entities, syndicators, lenders, and for-profit and non-profit developers and businesses in effectively using tax credit incentives to achieve their business goals.

Our professionals combine their multidisciplinary experience with state-of-the-art knowledge and innovative techniques to structure, document and close these multifaceted transactions in a timely and cost-efficient manner, and to assist our clients in handling any post-closing asset management and exit issues and strategies. Our specialized experience includes:

- Combining federal and state tax credits
- Twinned Historic and New Markets Tax Credit investments
- Leveraged loans
- Mixed use projects utilizing condominium ownership
- Multiple CDE New Markets Tax Credit financing structures
- Master lease structures
- Twinned Historic and Low-Income Housing Tax Credit investments
- Tax-exempt bond financing
- HUD financing
- Federal Home Loan Bank, HOME and CDBG grants and loans
- Leveraging tax increment financing (TIF) proceeds
- Property tax abatement or exemption
- Compliance issues
- Restructuring of equity and debt

## Key Matters

- **Lorain County Health & Dentistry**  
Representation of an equity investor and a CDE in connection with the approximately \$9 million construction of a community health and dental clinic in Lorain, Ohio. Transaction included Federal and State new markets tax credit financing.
- **12th and River**  
Representation of equity investor in connection with the new construction of 53 affordable senior apartment units in Idaho financed with a conventional construction first mortgage loan and a permanent HUD 202 capital advance (with PRAC rental subsidy), HOME Investment Partnership Act funds and 9 percent Federal low-income housing tax credits. Total development costs are approximately \$12 million.
- **Gateway Detroit**  
Representation of equity investor in connection with the development of a shopping center in Detroit, Michigan that represents the first major retail development and national grocer within Detroit in nearly two decades. Financing included new markets tax credits in the amount of \$56 million provided by five CDEs, as well as other local development incentives.
- **Mercer Commons**  
Representation of equity investors in connection with an \$18 million affordable and market rate housing condominium project, in 10 historic buildings and one new construction building in Cincinnati, Ohio, financed with Federal and Ohio HTC, Federal LIHTC, conventional financing and taxable bonds. The ground floor commercial condominium units in the Project are intended to be developed using Federal NMTC.
- **Victory Apartments, LLC**  
Representation of equity investor in connection with a \$12.4 million rehabilitation and new construction of one building in Omaha, Nebraska into 80 residential units with commercial space on the first and second floors of the building, using the master lease structure. Financing included Federal low-income housing tax credits, conventional financing and TIF financing.
- **Hawkeye Pride Egg Farm**  
Representation of an equity investor on a rural transaction involving the construction of an egg-processing facility located in Corwith, Iowa. Financing included \$10 million of federal new markets tax credits.
- **Lafayette Place Lofts**  
Representation of an equity investor in connection with the renovation of a former Sears department store building in Pontiac, Michigan into residential lofts and retail space that included a fresh foods market. Project financing for this \$20 million project included Federal and State historic tax credits and new markets tax credits, as well as traditional bank financing.
- **Schmucker Hall**  
Dual representation of both a developer and a CDE in connection with the \$15 million rehabilitation of an historic building in Gettysburg, Pennsylvania into a museum. Financing included Federal historic tax credits and Federal new markets tax credits.
- **Maria Linden 72, LLC**  
Representation of equity investor in connection with a \$15.1 million rehabilitation of the 1923 school building and new construction addition in Milwaukee, Wisconsin into multi-family rental housing for elderly residents (ages 62 and over), consisting of 72 residential units. Financing included Federal low-income housing tax credits, federal historic tax credits and conventional financing.
- **Winegard**  
Representation of a lender providing both leverage and direct financing to a new markets tax credit project in Burlington, Iowa that involved the

expansion of a business manufacturing home and mobile television reception and medical telemetry products. Total development costs equaled approximately \$17 million.

- **Rose Quarter**  
Representation of equity investor in connection with a \$14.5 million affordable housing condominium that is part of an overall \$25.5 million rehabilitation in Oregon, funded with Federal low-income housing tax credits, a below market permanent first mortgage loan and subordinate debt funded from a variety of grants and subsidies.
- **Stout Street Lofts**  
Representation of equity investor in connection with the development of a new construction mixed use condominium, containing a 78-unit affordable housing condominium providing housing for the homeless located in Denver, Colorado. Financing included Federal LIHTC and Federal Home Loan Bank funding. A health clinic in the remainder of the condominium is separately owned and financed with federal NMTC.
- **St. Michael Veterans Apartments**  
Representation of equity investor in connection with the first phase of a mixed use project which is being developed as 58 units of affordable housing for homeless veterans in Missouri. The development financing includes Federal and Missouri LIHTC, a loan of HOME Investment Partnership Act funds, and subordinate cash flow debt, as well as Section 8 project-based vouchers.
- **Habitat for Humanity**  
Representation of an equity investor in connection with its \$25 million qualified equity investment ("QEI") (consisting of a \$7.8 million equity investment and \$18.4 million leveraged loan) that was loaned to five Habitat for Humanity affiliates in the Gulf Opportunity (GO) Zone to build approximately 300 homes in communities affected by Hurricane Katrina.
- **Center Ethanol**  
Representation of an equity investor in a leveraged debt transaction utilizing an investment fund structure in connection with the construction of a corn-to-ethanol production facility in Sauget, Illinois. Total development cost was approximately \$120 million.

## **Recent News**

The Los Angeles Daily Journal Publishes Arthel McDaniel's Article On Change in Lenders Law

January 25, 2014

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Polsinelli Shughart Expands Real Estate Finance Capabilities in St. Louis

April 23, 2012

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Polsinelli Shughart Expands National Financial Services Department in St. Louis

August 10, 2011

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Polsinelli Shughart Expands Financial Services Department

July 14, 2011

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Polsinelli Shughart Adds St. Louis Attorney Frederick Miller to Assist Clients With Complex Tax Credit Finance Needs

July 7, 2010

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## \$22 million

Aggregate QEIs made by multiple CDEs for \$120 million development of a solar panel manufacturing facility in New Mexico

Polsinelli's Tax Credit Finance and Development group has extensive experience structuring, negotiating and closing complex transactions financed with New Markets Tax Credits. Our creative and business-oriented legal approach guides investors, community development entities, lenders, for-profit and non-profit developers and businesses in making qualified equity investments in low-income communities.

## 45 Kentucky School Districts

Lessees of computer hardware and related equipment financed with \$24 million NMTC investment

## \$120 million

Leveraged debt transaction to finance construction of a corn-to-ethanol production facility in Illinois

### METROPOLITAN OFFICES

- Chicago
- Dallas
- Denver
- Kansas City
- Los Angeles
- New York
- Phoenix
- St. Louis
- Washington, D.C.
- Wilmington

[polsinelli.com](http://polsinelli.com)

Polsinelli is very proud of the results we obtain for our clients, but you should know that past results do not guarantee future results; that every case is different and must be judged on its own merits; and that the choice of a lawyer is an important decision and should not be based solely upon advertisements. Polsinelli PC, Polsinelli LLP in California.

### real challenges.

meeting business objectives. As a Qualified Active Low-Income Community Business (QALICB), how can you combine multiple public and private capital sources to leverage more equity for your project? As a Community Development Entity (CDE), how can you quickly and efficiently deploy your allocation through Qualified Equity Investments (QEIs) and close Qualified Low Income Community Investments (QLICIs) to meet program requirements and deliver the greatest impact? How can the closing process be streamlined to lower your transaction costs?

managing risk and closing the deals. As a leverage lender, how can you get comfortable lending into a NMTC-leveraged structure, and what strategies are available to balance your need for security against forbearance requirements? As an investor, how can you invest in transactions with allocations from multiple CDEs while managing recapture risk?

### real answers.

depth of experience. NMTC participants can count on Polsinelli's business savvy approach to tax credit financing, which is the result of years of experience structuring and closing QEIs and QLICIs, and addressing investment issues that arise during the compliance period and upon exit.

Our group is especially practiced in combining NMTC equity with other leveraged and non-leveraged financing sources, such as federal and state historic tax credit equity, tax increment financing (TIF) proceeds, grants, bond proceeds and conventional financing, and solving the issues arising from the varied financing.

knowledge across disciplines. Polsinelli lawyers work in concert with each other across our nationwide network of offices to address your legal needs in sync with your business objectives. This collaborative approach allows us to directly address your individual needs in a manner that is both timely and proactive.



Polsinelli's Tax Credit Finance and Development Practice has a comprehensive nationwide practice experienced in facilitating complex transactions financed with New Markets Tax Credits for investors, community development entities, lenders, and for-profit and non-profit developers and businesses.

Our extensive experience – which includes combining New Markets Tax Credits with other leveraged and non-leveraged financing sources – is enhanced by our commitment to providing legal strategy that is both proactive and practical. We understand that each unique transaction requires a unique approach. Our group possesses the depth of experience and breadth of knowledge necessary to craft creative and business-oriented legal solutions to meet our clients' objectives.

NON-PROFIT	OFFICE SPACE	COMMUNITY DEVELOPMENT	RETAIL DEVELOPMENT
<p><b>Habitat for Humanity</b></p> <p>Representation of an equity investor in connection with its \$25 million qualified equity investment (consisting of a \$7.8 million equity investment and \$18.4 million leveraged loan) that was loaned to five Habitat for Humanity affiliates to build approximately 300 homes in communities affected by Hurricane Katrina.</p>	<p><b>One City Centre</b></p> <p>Representation of a developer in its \$28 million acquisition and rehabilitation of a 25-floor office building in downtown St. Louis financed with permanent debt, a Federal new markets tax credits bridge loan, and a TIF bridge loan.</p>	<p><b>Lorain County Health &amp; Dentistry</b></p> <p>Representation of an equity investor and a CDE in connection with the approximately \$9 million construction of a community health and dental clinic in Lorain, OH. Transaction included Federal and State new markets tax credit financing.</p>	<p><b>Gateway Detroit</b></p> <p>Representation of an equity investor in connection with the acquisition and development of a shopping center in the 8 Mile and Woodward Corridor that represents the first major retail development and national grocer within Detroit in nearly two decades.</p> <p>Financing included \$56 million in new markets tax credits, as well as other local development incentives.</p>
FOOD PROCESSING FACILITY	MANUFACTURING	MUSEUM SPACE	COMMUNITY DEVELOPMENT
<p><b>Hawkeye Pride Egg Farm</b></p> <p>Representation of an equity investor on a rural transaction involving the construction of an egg-processing facility located in Corwith, IA. Financing included \$10 million of federal new markets tax credits.</p>	<p><b>Winegard</b></p> <p>Representation of a lender providing both leverage and direct financing to a new markets tax credit project in Burlington, IA that involved the expansion of a business manufacturing home and mobile television reception and medical telemetry products. Total development costs equaled approximately \$17mm.</p>	<p><b>Schmucker Hall</b></p> <p>Dual representation of both a developer and a CDE in connection with the \$15 million rehabilitation of an historic building in Gettysburg, Pennsylvania into a museum. Financing included Federal historic tax credits and Federal new markets tax credits.</p>	<p><b>YMCA of Greater Boston</b></p> <p>Representation of a CDE in connection with its \$12.75 million allocation to help finance the \$30 million expansion and rehabilitation of a YMCA facility, and the subsequent re-financing of the sponsor's loan with additional NMTC allocation from two CDEs totaling \$11 million.</p>



## \$37 million

Total cost to renovate and convert 240,000-square-foot historic mill building in Massachusetts into a 130-unit residential apartment building using federal and state HTC equity.

## \$20 million

Qualified Rehabilitation Expenditures generated in renovating historic hotel financed with HTC and NMTC equity, conventional debt, TIF and grant proceeds.

## Sears Roebuck

Converted 1929 Sears Roebuck Department Store into residential lofts and retail space including a fresh foods market, financed with federal and state HTC equity, NMTC equity and conventional debt.

### METROPOLITAN OFFICES

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Los Angeles  
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### REGIONAL OFFICES

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St. Joseph  
Topeka

Polsinelli is very proud of the results we obtain for our clients, but you should know that past results do not guarantee future results; that every case is different and must be judged on its own merits; and that the choice of a lawyer is an important decision and should not be based solely upon advertisements. Polsinelli PC, Polsinelli LLP in California.

Polsinelli's creative and business-oriented legal approach guides investors and developers in addressing the challenging business, tax and legal issues that arise in complex transactions financed with equity generated from federal rehabilitation tax credits (historic credits).

## real challenges.

As a developer, how can you combine the historic credit with other federal, state and local tax credits and economic incentives to leverage more equity for your project? What is the best structure for the transaction?

As an investor, how can you maximize your return on your equity investment? What issues need to be considered in unwinding the investment partnership?

As a non-profit sponsor, how can you utilize the historic credit to achieve your organization's mission within the framework of regulations governing participation of tax-exempt entities in the historic credit program?

What strategies are available to make the historic credit work for small transactions?

## real answers.

Polsinelli attorneys leverage extensive development experience and broad financing knowledge with tax credit expertise to craft comprehensive legal answers for your business challenges.

depth of experience. Clients can count on Polsinelli's business savvy approach to tax credit financing, which is the result of decades of experience structuring, negotiating, documenting and closing complex historic credit transactions. Our Tax Credit Finance group understands how to effectively combine the historic credit with other credits and incentives, such as state historic tax credits, federal and state new markets tax credits, federal and state low income housing tax credits, renewable energy tax credits, tax increment financing (TIF) proceeds, and brownfield tax credits, as well as grants, bond proceeds and other conventional and nonconventional financing sources. In addition to analyzing and advising our client respecting the best structure for the transaction, we work closely with the accountants to assure that the financial projections accurately reflect the deal structure and projected tax benefits.

knowledge across disciplines. Polsinelli attorneys are experienced in analyzing and proposing solutions to challenging business, tax and legal issues that arise in these transactions, which involve tax credit equity investment matters, real estate development issues, tax analysis, debt financing matters and tax credit compliance aspects of the transactions. We utilize our nationwide network of offices and legal specialties to address your legal needs in sync with your business objectives. This collaborative approach allows us to directly address your individual needs in a manner that is both timely and proactive, and has made us the counsel of choice for clients developing or investing in historic properties throughout the country.



For decades, the federal rehabilitation tax credit (historic credit) has been an essential tool for rehabilitating historic buildings and revitalizing urban and rural communities across the country, and the attorneys in Polsinelli's Tax Credit Finance group have been providing proactive, practical legal advice to investors, syndicators, and developers in structuring, negotiating, documenting and closing complex transactions financed with the equity generated from historic credits.

Our attorneys understand how to effectively combine the historic credit with other credits and incentives, such as state historic tax credits, federal and state new markets tax credits, federal and state low income housing tax credits, renewable energy tax credits, tax increment financing (TIF) proceeds, and other development incentives, to maximize the financing sources available to redevelop underutilized properties into productive uses.

COMMERCIAL / OFFICE	MUSEUM	AFFORDABLE APARTMENTS	UNIVERSITY & MUSEUM SPACE
<p><b>Martha Jefferson Hospital</b></p> <p>Represented an investor in connection with the \$36 million rehabilitation of two wings of the historic Martha Jefferson Hospital Building in Charlottesville, Virginia into commercial space developed for office use using a master lease structure. Financing included federal and Virginia historic tax credits and conventional mortgage financing.</p>	<p><b>Schmucker Hall</b></p> <p>Represented a developer and a community development entity in connection with the \$15 million rehabilitation of an historic seminary building in Gettysburg, Pennsylvania into a Civil War museum. Financing included federal historic credits, federal new markets tax credits and grant funds.</p>	<p><b>Castle Park Apartments</b></p> <p>Represented an investor in connection with the \$27 million rehabilitation of a historic hospital in St. Louis, Missouri into 209 affordable apartment units, financed using tax exempt bonds, HOME, TCAP and Section 1602 TCEF funds, state and federal historic tax credit and state and federal low-income housing tax credits.</p>	<p><b>Tulsa Paper Company Building</b></p> <p>Represented an investor in connection with the \$28 million rehabilitation of an historic warehouse in Tulsa, Oklahoma into a Woody Guthrie museum and university space using a master lease structure. Financing included federal historic credits, federal new markets tax credits and state historic tax credits.</p>
COMMERCIAL/OFFICE & RETAIL	COMMERCIAL/OFFICE & RESTAURANT	RESIDENTIAL & COMMERCIAL	MIXED-USE
<p><b>Boilermaker Shops</b></p> <p>Represented an investor in connection with the \$18 million rehabilitation of a historic boiler maker's shop in Washington, DC into commercial space developed for retail and office use using a master lease structure. Financing included federal historic credits and federal new markets tax credits.</p>	<p><b>Cupples 9 Warehouse</b></p> <p>Represented an investor in connection with the \$25 million rehabilitation of an historic warehouse in St. Louis, Missouri into commercial space developed for office use and ground floor restaurant space. Financing included federal and state historic credits, federal new markets tax credits and local incentives.</p>	<p><b>Mercer Commons</b></p> <p>Represented equity investors in connection with an aggregate \$23 million affordable/market rate housing condominium and a commercial condominium project, located in ten historic buildings and one new construction building in Cincinnati, Ohio, financed, inter alia, with federal and state historic tax credits, federal low income housing tax credits and federal new markets tax credits.</p>	<p><b>Paul Brown Building</b></p> <p>Represented the developer of a \$53 million historic building in the City of St. Louis, Missouri, for use as a 222-unit mixed-income apartment building with ground floor commercial space. The project financing included tax exempt bonds, HUD Section 221 (d)(4) loan, federal and state low income housing tax credits, and historic tax credits and TIF proceeds.</p>

## Sustainability Statement

Brian Wishneff & Associates recognizes its responsibility to conduct business in a way that protects and improves the state of the environment for future generations. As a firm working on projects nationally, we understand that the long-term well-being of society, the well-being of our employees, the strength of the global economy, and the continuing success of our own business depend on our commitment to a sustainable environment.

Brian Wishneff & Associates has for many years conducted business and implemented strategic and operational decisions with environmental sustainability as a core principle, and we have now elevated this principle as an integral part of our business agenda. We affirm our commitment to integrate environmentally friendly policies and practices into our organization by operating in a manner that promotes energy and materials conservation, as well as waste reduction. We are also committed to assist our clients in analyzing, reducing, and managing their own environmental impact and risks.

Our sustainability program has three components:

- Our commitment to take action to reduce the sustainability impact of our own activities.
- Our commitment to provide our clients with the expertise, advice, and solutions that help them with their own sustainable challenges, and to support them with opportunities where environmental issues are present.
- Our commitment to provide our employees with an environmentally conscious workplace.

Brian Wishneff & Associates will continue to work to develop and implement environmentally responsible business practices throughout our organization and strive for the sustainable growth of both our own and our clients' businesses. We encourage our employees to join us in the journey by supporting and furthering our environmental efforts.

## Non-Collusion Statement

The non-collusion statement does not apply to this submission.

**BID/PROPOSAL SIGNATURE PAGE**

**How to submit bids/proposals:** Proposals must be submitted by hard copy only. It will be the sole responsibility of the Bidder to ensure that the bid reaches the City of Fort Lauderdale, City Hall, Procurement Services Division, Suite 619, 100 N. Andrews Avenue, Fort Lauderdale, FL 33301, prior to the bid opening date and time listed. Bids/proposals submitted by fax or email will NOT be accepted.

The below signed hereby agrees to furnish the following article(s) or services at the price(s) and terms stated subject to all instructions, conditions, specifications addenda, legal advertisement, and conditions contained in the bid. I have read all attachments including the specifications and fully understand what is required. By submitting this signed proposal I will accept a contract if approved by the CITY and such acceptance covers all terms, conditions, and specifications of this bid/proposal.

**Please Note:** All fields below must be completed. If the field does not apply to you, please note N/A in that field.

Submitted by: [Signature] (signature) 2.27.14 (date)

Name (printed) Brian Wishneff Title: President

Company: (Legal Registration) Brian Wishneff & Associates

**CONTRACTOR, IF FOREIGN CORPORATION, MAY BE REQUIRED TO OBTAIN A CERTIFICATE OF AUTHORITY FROM THE DEPARTMENT OF STATE, IN ACCORDANCE WITH FLORIDA STATUTE §607.1501 (visit <http://www.dos.state.fl.us/>).**

Address: 30 West Franklin Rd, Suite 503

City Roanoke State: VA Zip 24011

Telephone No. 540-982-1317 FAX No. 540-982-1568 Email: brian@wishneff.com

Delivery: Calendar days after receipt of Purchase Order (section 1.02 of General Conditions): \_\_\_\_\_

Payment Terms (section 1.04): \_\_\_\_\_ Total Bid Discount (section 1.05): \_\_\_\_\_

Does your firm qualify for MBE or WBE status (section 1.09): MBE  WBE

**ADDENDUM ACKNOWLEDGEMENT** - Proposer acknowledges that the following addenda have been received and are included in the proposal:

Addendum No. \_\_\_\_\_ Date Issued \_\_\_\_\_

**P-CARDS: Will your firm accept the City's Credit Card as payment for goods/services?**

YES  NO

**VARIANCES:** State any variations to specifications, terms and conditions in the space provided below or reference in the space provided below all variances contained on other pages of bid, attachments or bid pages. No variations or exceptions by the Proposer will be deemed to be part of the bid submitted unless such variation or exception is listed and contained within the bid documents and referenced in the space provided below. If no statement is contained in the below space, it is hereby implied that your bid/proposal complies with the full scope of this solicitation. **HAVE YOU STATED ANY VARIANCES OR EXCEPTIONS BELOW? BIDDER MUST CLICK THE EXCEPTION LINK IF ANY VARIATION OR EXCEPTION IS TAKEN TO THE SPECIFICATIONS, TERMS AND CONDITIONS.** If this section does not apply to your bid, simply mark N/A in the section below.  
Variances:  
\_\_\_\_\_  
\_\_\_\_\_

## Brian Wishneff & Associates

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Roanoke, Virginia 24011  
540-982-1717  
540-982-1588 fax

Washington DC Office  
1800 Vermont Ave., NW, Suite 400  
Washington, DC 20005  
202-308-1127  
540-982-1588 fax

[www.wishneff.com](http://www.wishneff.com)

March 4, 2014

Mr. Ronald Archey  
Procurement Specialist  
City of Fort Lauderdale  
100 N. Andrews Ave, Room 619  
Fort Lauderdale, FL 33301

RE: RFQ #945-11372

Dear Ron:

It was good to hear from you. Our fee schedule is as follows:

Brian Wishneff	\$350/hour
Erik Wishneff	\$300/hour
Doug Chittum	\$225/hour
Adam Markwood	\$225/hour
William Fiederlein	\$150/hour

- 100% reimbursement of all direct expenses such as travel (i.e. airfare, lodging, meals, ground transportation) at cost, billed monthly.
- When we have identified projects that can use state and/or federal tax credit programs we charge the Project-sponsor or developer an additional fee. That additional fee is 17% of the cash/equity we bring from state and federal tax credit programs. That payment comes out of the tax credit programs rather than the City of Fort Lauderdale.

Thanks, again.



Brian Wishneff, President  
Brian Wishneff & Associates

# Brian Wishneff & Associates

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Thanks, again.



Brian Wishneff, President  
Brian Wishneff & Associates