

WE BUILD STORIES



STATEMENT OF QUALIFICATIONS

5th Avenue Redevelopment
Naperville, Illinois (RFQ 17-036)

May 23, 2017



May 23, 2017

Ms. Kim Schmidt, Procurement Manager
City of Naperville, Procurement Services
400 South Eagle Street
Naperville, IL 60540

VIA HAND DELIVERY



**Re: Statement of Qualifications for 5th Avenue Redevelopment Opportunities
Naperville, IL — Procurement Number: RFQ 17-036**

Dear Ms. Schmidt and Team,

Like many in Naperville, we live our values and believe in doing what's best for our communities, our customers and the people they serve. The 5th Avenue Redevelopment represents the genesis of a greater vision to do just that—to **positively impact the lives of those who live, work and explore in Naperville**. As active members of the Naperville community and experts in complex mixed-use developments, we're eager to get started.

This response addresses your Request for Qualifications (RFQ) dated Feb. 22, 2017, and provides details on our team's exceptional qualifications. **We are providing much of our Supporting Documentation digitally via a website: www.RyanAccess.com, passphrase: **RyanCos-5thAve**. It is best viewed via Google Chrome browser.**

As your team evaluates its options, we ask you to consider the following:

- **Ryan's Strategic Vision.** Our company is guided by a philosophy of direct communication, proactive collaboration and "open-book" transparency; all of which are critical when working to bring to life a redevelopment of this size and magnitude. Our integrated approach, including capital markets, development, design, construction and asset management, offers you a "wider lens" to **envision the project's potential and the expertise to make it a reality**.
- **A New Gateway District.** In many ways, this project will be similar to our other large redevelopments, such as Kirkland Urban, Kirkland, WA; Downtown East, Minneapolis, MN; and Marina Heights, Tempe, AZ. While those vary in size, scope and scale, they all share a common theme: they are transformational. When complete, this redevelopment will transform this site to the north of Naperville's urban core into **the gateway to downtown, creating a new district** and enhancing the surrounding vibrant community.
- **Confidence in Financial Strength.** A redevelopment of this magnitude requires a developer with substantial financial resources, not just to fund the project's equity, but **to inspire confidence in others to join the investment**. Ryan's financial strength (\$1.5 billion revenue), like the City's bond rating, is admired by the debt and equity community and will be a critical factor in the success of the 5th Avenue Redevelopment.

A project this significant will strengthen the shared sense of community of Naperville, and as fellow members of this community, we can't wait to be a part of it.

Sincerely,

Ryan Companies US, Inc.

James M. McDonald
Vice President, Real Estate Development

Daniel F. Walsh
Senior Vice President, Real Estate Development

Ryan Companies US, Inc.
111 Shuman Blvd., Suite 400
Naperville, IL 60563

p: 630-328-1100
ryancompanies.com

Note: Red "P" in upper right corner indicates information on this page is requested to be considered Confidential and Proprietary. Specific information for exemption has been highlighted in yellow, per RFQ's instruction.



1. CAPABILITY, CAPACITY AND QUALIFICATIONS OF THE OFFEROR (50%)

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2. SUITABILITY AND QUALITY OF THE DEVELOPMENT CONCEPT (25%)

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3. ACHIEVEMENT OF OUTCOMES (25%)

3.1	Describe how your firm will be able to achieve the outcomes described in the Scope of Services/Outcomes Desired	34
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SUPPORTING DOCUMENTATION FOR DEVELOPMENT CONCEPT

	Supporting Documentation	40
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DEVELOPER

Ryan Companies US, Inc.

JOINT-VENTURE OR LIMITED PARTNER(S)

None, to the extent known at this time

LEGAL COUNSEL

Ryan Companies US, Inc.
in-house legal department

RESUMES OF KEY PROFESSIONALS

Enclosed, including anticipated role and experience

CONSULTANTS' PROFILES

Firm profiles enclosed

A COLLABORATIVE APPROACH

Ryan uses a collaborative approach which leverages insights from development, architecture & engineering, construction, capital sourcing and real estate management to deliver market-driven solutions tailored to each project. Your project will benefit from the collective insights of our multi-disciplined, creative and expert professionals.

Ryan Companies intends to be the sole developer for the 5th Avenue Redevelopment project. Further, our legal counsel representation will be provided by our own in-house legal department, led by Senior Vice President of Legal Mary Wawro. Local legal counsel will likely be chosen when appropriate.

Ryan is a market leader distinguished by our in-house capabilities and expertise to serve as our own general contractor on development projects.

Ryan has engaged a few specific firms to provide data and insight to better inform our knowledge and assumptions. We will add specialty consultants during the subsequent RFP phase. A sample list of our anticipated consulting team members include, but are not limited to, the following roles.



Development Consultants

- Branding/Vision Advisor(s) and Designer(s)
- Urban Planning Consultant
- Public Relations Consultant
- Finance Advisor(s)

Real Estate Consultants

- Commercial Leasing Brokerage Firm
- Market Research/Data Analytics Consultant

Design/Construction Consultants

- Architecture/Design Firm
- Landscape Architecture/Design Firm
- MEP Engineering/Design Firm
- Structural Engineering/Design Firm
- Civil Engineering/Design Firm
- Traffic Engineering Firm

PROFESSIONAL EXPERIENCE

Project Manager
Opus Corporation – Southwest

AFFILIATIONS AND MEMBERSHIPS

Board of Directors
Naperville Development Partnership

NAIOP

Former Board Member

Illinois Medical District
(IMD) Guest House

EDUCATION

Bachelor of Science
Construction Management
University of Nebraska

Undergraduate Studies

Creighton University

SELECTED EXPERIENCE

Delta Dental of Illinois Headquarters
85,000 SF, Office
LEED-NC Silver
Naperville, IL

Oakmont Point
18 Acres, Up to 275,000 SF
Office, Redevelopment
Westmont, IL

Cantera Point
9.5 Acres, Up to 85,000 SF
Medical Office
Warrenville, IL

Water Street Place
240,000 SF, Mixed-Use
Elgin, IL

Long Run Marketplace
288,000 SF, Shopping Center
Lemont, IL

Lake Zurich Commons
100,000 SF, Shopping Center
Lake Zurich, IL

Camelback Esplanade — Phase IV
205,000 SF, 11-Story Class A Office
Tower, Phoenix, AZ

Bohl Farm Marketplace
12,000 SF, Retail Tenant Improvement
Crystal Lake, IL

Laraway Commons
752,672 SF — Phase I
6.5 Million SF, Complete Park
Joliet, IL

Ryan Medical/Wellness Development
(Co-Anchored By Froedtert & The
Medical College of Wisconsin
Orthopaedic, Sports and Spine Center
and The Wisconsin Athletic Club)
90,000 SF, 10.6 Acres, Sports Medicine
and Fitness Facility
Menomonee Falls, WI

Jim McDonald

CO-DEVELOPER; VICE PRESIDENT, REAL ESTATE DEVELOPMENT



“Throughout the development process, I focus on clear communication with all our customers. That includes the tenants, municipalities, land sellers, partners and team members. The relationships that Ryan builds make a project truly successful.”

Jim brings deep experience and strong collaboration skills to his role as Vice President of Real Estate Development for Ryan’s Great Lakes Region. He manages projects across the US, with particular expertise in large, complex suburban office deals. Jim facilitates relationships with public and private parties, coordinating local and

regional municipal requirements with business and owner objectives. During the process, Jim ensures that design, construction and lease negotiation issues are managed to the satisfaction of all involved. He utilizes his leadership and problem-solving skills to build consensus and bring the team to a mutually beneficial outcome.

PROFESSIONAL EXPERIENCE

Managing Director
Mesirow Stein Real Estate

Senior Vice President
Draper and Kramer, Inc.

AFFILIATIONS & MEMBERSHIPS

Illinois Housing Council

American Seniors Housing Association

Director
The Keystone Foundation

Director and Past President
Clare Oaks Retirement Community

Past President
NAIOP

EDUCATION

Bachelor of Arts
Speech Communications
University of Illinois

Master of Business Administration
Finance
DePaul University

SELECTED EXPERIENCE

Aurélien
458,000 SF, Multifamily
373-Unit Luxury Apartment
Chicago, IL

Clarendale® of Mokena
172,000 SF, 156 Units, Senior Living
Independent Living, Assisted Living and
Memory Care
Mokena, IL

Clarendale® of Algonquin
204,000 SF, 186 Units, Senior Living
Independent Living, Assisted Living and
Memory Care
Algonquin, IL

Clarendale® of Schererville
206,654 SF, 177 Units, Senior Living
Independent Living, Assisted Living and
Memory Care
Schererville, IN

Clarendale® at Indian Lake
218,900 SF, 189 Units, Senior Living
(Independent Living, Assisted Living and
Memory Care)
Hendersonville, TN

Thomas Place Senior Living
Communities Portfolio
137,925 SF - 195,000 SF, 512 Units
Multifamily, Senior Living
Five Locations in Illinois and Iowa

Arbor Place of Lisle
91,945 SF, 80 Units, Senior Living
Enterprise Green Communities
Lisle, IL

The Glen*
1,000 Acres, Mixed-Use
Glenview, IL

* Projects completed while at previous company

Dan Walsh

CO-DEVELOPER; SR. VICE PRESIDENT, REAL ESTATE DEVELOPMENT



CLARENDALE® OF MOKENA



AURÉLIEN



ARBOR PLACE OF LISLE

“Ryan offers our customers and partners the distinct blend of national resources with the close-knit collaboration of a family-owned business. Our most senior executives influence all of our developments, imparting bold thinking backed by decades of hands-on experience. The result is a level of performance that fosters lasting relationships with investors, partners and lenders.”

With more than 30 years of experience, Dan leads the Great Lakes Region’s multifamily and senior living development team to deliver distinctive communities that range from modern luxury rentals to independent living, assisted living and memory care residences and services. He manages relationships with operator and equity partners, directs the geographic market penetration

strategy, participates in site selection, land acquisition, zoning and design, and oversees the overall performance of the assets. Dan uses Ryan’s integrated project management method to deliver vibrant residential communities that are trophy investments. He also pursues mixed-use development opportunities in collaboration with other Ryan development professionals.

AFFILIATIONS AND MEMBERSHIPS

Society for Marketing Professional Services (SMPS)

EDUCATION

Bachelor of Arts
Business

University of Minnesota

Master of Business Administration
Management

University of St. Thomas

Clare Scott VICE PRESIDENT OF MARKETING



Clare has more than 25 years of experience in lead marketing roles for professional service firms, with particular expertise in “start up” roles for companies with new or growing marketing functions. As Vice President of Marketing, she develops and implements Ryan’s national marketing strategy, and works with the regional offices on implementation and execution of those strategies. More specifically,

Clare is responsible for company branding, website, social media strategy, collateral materials, advertising, sponsorships and public relations. In addition, her team provides business development support including strategy development and response to requests for proposals, interview prep and trade show and conference assistance.

AFFILIATIONS & MEMBERSHIPS

Licensed Professional Engineer for State of Illinois (PE)

LEED Accredited Professional Building Design + Construction

American Society of Civil Engineers (ASCE)

U.S. Green Building Council National Chapter & Illinois Chapter

NAIOP, Chicago Chapter

Member, Young Business Leaders Group Greater Oak Brook Chamber of Commerce (Oak Brook, Illinois)

Board Member University of Minnesota Alumni Association

EDUCATION

Bachelor of Science Civil Engineering University of Minnesota

SELECTED EXPERIENCE

Delta Dental of Illinois Headquarters
85,000 SF, Office
LEED-NC Silver
Naperville, IL

Oakmont Point
18 Acres, Up to 275,000 SF
Office, Redevelopment
Westmont, IL

Cantera Point
9.5 Acres, Up to 85,000 SF
Medical Office
Warrenville, IL

KONE Centre
121,000 SF, Office, Mixed-Use
LEED-CS Platinum
Moline, IL

Clarendale® at Indian Lake
218,900 SF, 189 Units, Senior Living
(Independent Living, Assisted Living and Memory Care)
Hendersonville, TN

Thomas Place Orland Park
140,000 SF, Senior Living
Enterprise Green Communities, Energy Star Multifamily High Rise
Orland Park, IL

Arbor Place of Lisle
91,945 SF, 80 Units, Senior Living
Enterprise Green Communities
Lisle, IL

Geneva Commons
180,000 SF, Retail
Lake Geneva, WI

Brookside Marketplace
550,000 SF, Retail
Tinley Park, IL

Northern Illinois Food Bank
146,000 SF, Food Distribution Center
LEED-NC Gold
Geneva, IL

Curt Pascoe, PE, LEED AP BD+C DIRECTOR OF REAL ESTATE DEVELOPMENT



DELTA DENTAL OF ILLINOIS



CLARENDAL® AT INDIAN LAKE



KONE CENTRE

“Working at Ryan has given me the unique opportunity to collaborate with development and construction teams on permitting, approvals and cost reduction.”

Curt brings nearly 14 years of industry experience with particular expertise in office, medical office and industrial projects. As Director of Real Estate Development, Curt manages due diligence and entitlement processes for leased and build-to-suit projects in Ryan’s Great Lakes Region. He particularly excels during the critical preconstruction phase of

a project, assisting his customers in site selection and acquisition, municipal-use permits and approvals, design and financing. He enjoys proactively solving project conflicts and finding creative solutions to positively impact a project’s cost and schedule, benefitting the customer and adding value to the project.

PROFESSIONAL EXPERIENCE

Project Manager/Architect
Robert A.M. Stern Architects

Project Architect/Superintendent
Habitat For Humanity - Chile

AFFILIATIONS & MEMBERSHIPS

The American Institute of Architects (AIA)

LEED Accredited Professional

Leadership
Minneapolis 2025 Plan

Architecture Advisory Council
University of Notre Dame

Urban Land Institute (ULI)

Executive Board Member
Minneapolis Downtown Council

Institute for Classical Architecture and
Classical America (ICA&CA)

YPO
Twin Cities

EDUCATION

Bachelor of Architecture
University of Notre Dame

Master of Real Estate Development
Columbia University

SELECTED EXPERIENCE

Downtown East
1.2 Million SF, Mixed-Use
Two 17-Story Office Towers
One 4-Story Office Building
26,400 SF, Retail
195 Luxury Residential Units
164-Key Radisson Red Hotel
1,600-Stall Parking Structure
4.2-Acre Green Space
LEED Platinum
Minneapolis, MN

Target Plaza Commons
51,000 SF, Office
Event Space
Minneapolis, MN
Winner: AIA Minnesota Honor
Award, 2013

222 Hennepin
586,000 SF, Mixed-Use
38,000 SF, Whole Foods Market
286-Unit Luxury Apartments
LEED Silver
Minneapolis, MN
Winner: Twins Cities' Business Journal
Best Overall, 2013

CHS Field
196,000 SF, 7,000 Seat, Ballpark
St. Paul Saints
Saint Paul, MN
Winner: Best in Real Estate Development
Minneapolis St. Paul Business Journal

Aurélien
453,000 SF, Multifamily
368-Unit Luxury Apartments
Chicago, IL

Mike Ryan, AIA, LEED AP PRESIDENT OF RYAN A+E, INC.



222 HENNEPIN



AURÉLIEN



DOWNTOWN EAST

“Ryan A+E combines the allure of a best-in-class design studio with the holistic project approach of an owner, operator, builder and developer. We focus on overall project success, not simply design success, and we preserve project funds for that which is most important by designing for the actual cost of ownership rather than merely the first cost.”

As President of Ryan A+E, Mike is responsible for seeing the customer’s vision become a reality by clarifying the project scope, managing the design process and coordinating with the construction team. He has specific expertise in office, multifamily and senior residential, higher education, master planning and urban design. With a breadth of experience in design, development, project management and direct field work, Mike helps

the customer make great decisions in the design phase that directly affect the success of the project. He believes strongly in an integrated method that balances creativity with budget and schedule needs. As a member of the fourth generation of Ryans to join the company, Mike embodies our mission of building lasting relationships; when working with Mike, a customer can be assured he will deliver a quality project, and a great experience.

AFFILIATIONS & MEMBERSHIPS

American Institute of Architects (AIA)

EDUCATION

Master of Architecture
University of Minnesota

SELECTED EXPERIENCE

Wells Fargo Towers at Downtown East
1.1 Million SF, Class A Office
Two 17-Story Office Towers
LEED Platinum
Minneapolis, MN

EDITION Residences at Downtown East
195 Units, Multifamily
286,799 SF Gross
182,466 SF Rentable
216 Parking Stalls
Minneapolis, MN

740 S 4th Street Parking Garage
523,528 SF, 1,610-Stall
Above-Grade Parking Structure
Minneapolis, MN

Millwright Building at Downtown East
174,000 SF, Class A Office
4-Story Multi-Tenant Office Building
Minneapolis, MN

MSFA Skyways at Downtown East
1,600 LF, 4-Bridge Skyway System
Minneapolis, MN

222 Hennepin
586,000 SF, Mixed-Use Redevelopment
38,000 SF, Whole Foods Market
286-Unit Luxury Apartment
LEED Silver
Minneapolis, MN
Winner: Twins Cities' Business Journal
Best Urban Mixed-Use, 2013
Winner: Twins Cities' Business Journal
Best Overall, 2013
Winner: PCBC Gold Nugget
Best Urban Mixed-Use Award

Aurélien
453,000 SF, Multifamily
368-Unit Luxury Apartment
Chicago, IL

Cargill World Headquarters
550,000 SF, Office, Remodel
Wayzata, MN

Josh Ekstrand, AIA DIRECTOR OF DESIGN, RYAN A+E, INC.



DOWNTOWN EAST



AURÉLIEN



222 HENNEPIN

“Ryan’s delivery method really stands out, and I like being a part of it. In a few days of work, we typically give our customers what it takes other companies weeks to accomplish.”

As Director of Design, Josh provides design support and direction to Ryan A+E projects including front-end design for pursuit efforts and assisting with construction documents to ensure consistent and high-quality design across the company. Josh utilizes his technical, technological, customer service and integration expertise to set the tone and standards for all design deliverables that Ryan produces. Well respected

for his visual communication skills and his ability to distill complex ideas into simple concepts, Josh uses photorealistic renderings and 3D animations to help the customer visualize what it would be like to move through the space. With the integration of design, construction and development, Josh and his team are able to tailor each project to the customer’s budget and design objectives.

PROFESSIONAL EXPERIENCE

Project Architect/Designer
David M. Schwarz Architects

AFFILIATIONS AND MEMBERSHIPS

National Council of Architectural
Registration Boards (NCARB)

EDUCATION

Bachelor of Architecture
University of Notre Dame

SELECTED EXPERIENCE

Downtown East

1.2 Million SF, Mixed-Use
Two 17-Story Office Towers
One 4-Story Office Building
26,400 SF, Retail
195 Luxury Residential units
164-Key Radisson Red Hotel
1,610-Stall Parking Structure
4.2-Acre Green Space
LEED Platinum
Minneapolis, MN

Grand Living at Lake Lorraine

185,000 SF, 156 Units, Senior Living
(Independent Living, Assisted Living and
Memory Care)
Sioux Falls, SD

Grand Living at Citrus Hills

190,000 SF, 165 Units, Senior Living
(Independent Living, Assisted Living and
Memory Care)
Hernando, FL

Southlake Town Square*

120 Acres, Master Plan
36 Units, Condominiums
25 Units, Townhouses
15,000 SF, Retail
Southlake, TX

Gaillard Center*

260,000 SF, Performing Arts
Charleston, SC

Discovery Children's Museum*

45,000 SF, Museum
Las Vegas, NV

Multifamily Highrise*

300,000 SF, Mixed-Use, Multifamily
Washington, DC

Multifamily Midrise*

40,000 SF, Multifamily
Southlake, TX

Trader Joe's*

15,000 SF, Retail
Southlake, TX

Christopher Teigen ARCHITECT, RYAN A+E, INC.



DOWNTOWN EAST



GRAND LIVING AT LAKE LORRAINE



GRAND LIVING AT CITRUS HILLS

“As an architect, it’s important to me to add something of value to the built environment, to make sure that the buildings we create are the best they can possibly be.”

Chris is a talented, versatile, widely respected architect whose background includes stadiums, hospitals, museums, and numerous other notable projects; he has especially deep experience in multifamily and mixed-use projects. His passion for urban planning and insight into important considerations like amenities, walkability, and the way buildings relate to their surroundings, as well as his ability to deliver a high-quality design

while balancing cost, make him a valuable resource to the team. Chris’s record of success designing complex projects includes work on the master plan for the high-profile Southlake Town Square, a 120-acre mixed-use development in Texas. He is deeply involved in multifamily and senior living projects across the country, and contributed to the design of Ryan’s high-profile Downtown East development in Minneapolis.

* Projects completed while at previous company

PROFESSIONAL EXPERIENCE

Senior Project Manager
P.B. Verdico, Inc.

Senior Project Manager
Abell-Howe Construction Company

Construction Manager
Ryerson Steel Company

Building Engineer
Inland Steel Company

Contract Administrator
Inryco, Inc.

AFFILIATIONS & MEMBERSHIPS

Board Member
Kent Shuttleworth Foundation

EDUCATION

Bachelor of Science
Civil Engineering
University of Illinois

SELECTED EXPERIENCE

Aurélien
458,000 SF, Multifamily
373-Unit Luxury Apartments
Chicago, IL

Clarendale® of Mokena
172,000 SF, 156 Units
Multifamily, Senior Living
(Independent Living, Assisted Living
and Memory Care)
Mokena, IL

Arbor Place of Lisle
91,945 SF, 80 Units
Multifamily, Senior Living
Lisle, IL

Thomas Place Senior Living
Communities
137,925 SF - 230,000 SF, 424 Units
Multifamily, Senior Living
Glenview, Fox Lake, Gurnee & Orland Park, IL

Zurich Meadows
125,000 SF, 95 Units
Multifamily, Senior Living
Lake Zurich, IL

Rosemont Marketplace
250,000 SF, Shopping Center,
Former Brownfield Site
Rosemont, IL

South Seas Resort Hurricane Restoration
1,000,000 SF, Multi-Story
Residential Restoration
Captiva, FL

Green Gables Senior Condos, Phase II
63,898 SF, Multifamily, Senior Living
2,040 SF, Community Center
Wentzville, MO

Mississippi Plaza
89,000 SF, Class A Office
Davenport, IA

Jim Herbst DIVISION MANAGER



CLARENDALÉ® OF MOKENA



AURÉLIEN



ARBOR PLACE OF LISLE

“A value that drew me to work for Ryan was their unwavering integrity and honesty in how they do business. Going beyond what is expected to ensure customer satisfaction is my primary goal.”

Starting his construction career more than 35 years ago, Jim has acquired hands-on experience with a variety of facets of the construction process. As a Division Manager for Ryan, he is responsible for the overall leadership and direction of construction team activities, coordinating cost estimating, technical design and development, construction and subcontractor negotiation. With a deep understanding of construction

issues gained through his 35+ years of industry experience, he can relate to both the contractor and owner side of a project. Jim's extensive construction experience provides a good perspective for implementing value engineered building techniques. He is well respected for his proactive approach and focus on integrity throughout the construction process.

PROFESSIONAL EXPERIENCE

Project Manager
Krusinski Construction Company

Project Manager
Harbour Contractors, Inc.

AFFILIATIONS AND MEMBERSHIP

LEED Accredited Professional
Building Design + Construction

Notre Dame Club of Chicago

EDUCATION

Bachelor of Arts
Architecture
University of Notre Dame

SELECTED EXPERIENCE

Sierra Ridge*
400-Acre, Mixed-Use Development,
Residential, Retail, Office, Entertainment
Country Club Hills, IL

Aurélien
453,000 SF, Multifamily
368-Unit Luxury Apartment
Chicago, IL

KONE Centre
121,000 SF, Office, Mixed-Use
LEED-CS Platinum
Moline, IL

Commerce Tower Apartments
558,760 SF, 355 Units, 31 Stories
Mixed-Use, Multifamily
Retail, Education, Renovation
Kansas City, MO

YMCA at Kelly Hall
20,000 SF, Community Center
Chicago, IL

Rosemont Corporate Center
119,000 SF, Class A Office
LEED-CS Gold
Rosemont, IL

Amazon MDW4 Sort Facility
1,010,800 SF, Office, Warehouse,
Distribution Center
Joliet, IL

Advance Auto Parts
290,000 SF, Distribution
Center Expansion
Kutztown, PA

Bridge Point Elgin at Randall Crossings
224,000 SF, Speculative Industrial
Elgin, IL

2725 Aft Lane at Randall Crossings
108,000 SF, Speculative Industrial
Elgin, IL

C.H. Robinson Worldwide
85,000 SF, Industrial Warehouse
Renovation to Office Call Center,
Underground Parking
Chicago, IL

C.H. Robinson Worldwide
5,000 SF, Office, Remodel
Chicago, IL

Robert L. Wehner, LEED AP BD+C DIRECTOR OF PRECONSTRUCTION



KONE CENTRE



COMMERCE TOWER APARTMENTS



AURÉLIEN

“At Ryan, our pledge of establishing lasting relationships with our customers is demonstrated in part through the resources and training we make available to our employees. Successful partnerships grow out of a strong, knowledgeable team.”

Bob is a knowledgeable and passionate leader who has been immersed in project management and the preconstruction process for more than three decades. He draws on his education in architecture and his deep expertise in estimating, budgeting and logistics to collaborate with partners across the project team. He’s known for his ability to align budget with design to deliver the best quality

for the price—while satisfying the customers’ expectations. He has a long record of getting the most out of every type of project, from industrial and cold storage facilities to hospitality, multifamily, office, and mixed-use projects. He also brings environmental construction experience to the table, which often makes him a valuable resource on projects where abatement is required.

PROFESSIONAL EXPERIENCE

Superintendent
Dominick's Finer Foods

Superintendent
Dryden Construction

AFFILIATIONS & MEMBERSHIPS

Associated General Contractors (AGC)

Mid-America Regional Bargaining Association (MARBA) Laborers Joint Grievance Committee

SELECTED EXPERIENCE

Delta Dental of Illinois Headquarters
85,000 SF, Office Building
LEED-NC Silver
Naperville, IL

Aurélien
453,000 SF, Multifamily
368-Unit Luxury Apartment
Chicago, IL

Brookside Marketplace
550,000 SF, Retail, Community
Shopping Center
Tinley Park, IL

Clarendale® of Mokena
172,000 SF, 156 Units, Senior Living
(Independent Living, Assisted Living
and Memory Care)
Mokena, IL

Clarendale® of Algonquin
204,000 SF, 186 Units, Senior Living
(Independent Living, Assisted Living and
Memory Care)
Algonquin, IL

Clarendale® of Schererville
206,654 SF, 177 Units, Senior Living
(Independent Living, Assisted Living and
Memory Care)
Schererville, IN

Clarendale® at Indian Lake
218,900 SF, 189 Units, Senior Living
(Independent Living, Assisted Living and
Memory Care)
Hendersonville, TN

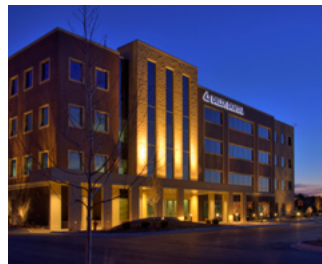
Arbor Place of Lisle
91,945 SF, Multifamily, Senior Living, 80
Units
Lisle, IL

Ashley Furniture at Boldt Park
453,546 SF, Distribution Warehouse,
Retail, Offices
Romeoville, IL

Amazon MDW4 Sort Facility
1,010,801 SF, Office, Warehouse,
Distribution Center
Joliet, IL

Laraway Crossings Business Park
6.0 Million SF, Complete Park
Regional Distribution Center
Joliet, IL

Bill O'Connell REGIONAL FIELD COORDINATOR



DELTA DENTAL OF ILLINOIS



AURÉLIEN



CLARENDALE® OF SCHERERVILLE

"I enjoy the challenges and nuances each project presents to the field team. I take the lessons learned from each project and mentor superintendents on how they can apply those lessons to future jobs."

Having worked on a wide range of construction projects, Bill brings a wealth of experience to the Ryan team. As Field Coordinator, he assists in the value engineering, constructability and scheduling aspects for all of Ryan's Great Lakes region projects. During construction, Bill assists the field team with the on-site operations

to ensure the customer's project goals are met with respect to safety, schedule, quality and budget. Bill is a strong leader and mentor who focuses on creating a team atmosphere on every job site. He fosters dedication to the success of a project and a commitment to quality in every member of his team.

AFFILIATIONS & MEMBERSHIPS

NAIOP

Council Member
Urban Land Institute (ULI)

Minnesota Shopping Center Association
(MSCA)

Past Board Chair
Minnesota Center for Book Arts

PUBLICATIONS/PRESENTATIONS

Presenter and Panelist
Various Industry Conferences

Instructor
University of St. Thomas

Instructor
NAIOP

EDUCATION

Bachelor of Science
Industrial Engineering
University of Wisconsin - Madison

Master of Science
Real Estate
University of Wisconsin - Madison

SELECTED EXPERIENCE

Ryan Retail Portfolio
Portfolio of 10 Shopping Centers
Minnesota and Illinois

Chandler Freeways Business Park
58-Acre Land Joint Venture
Chandler, AZ

Grand Living at Lake Lorraine
156-Unit, Senior Living with Independent
Living, Assisted Living
and Memory Care
Sioux Falls, SD

Grand Living at Citrus Hills
200,000 SF, Senior Living with
Independent Living, Assisted Living
and Memory Care
Hernando, FL

One North Central (formerly Phelps
Dodge Tower)
460,000 SF, Class A Office
Phoenix, AZ

50 South Tenth Street
145,000 SF, Target Store
455,000 SF, Class A Office
30,000 SF, Retail
830-Stall Underground Parking
Minneapolis, MN

The Mosaic Company
113,589 SF, Class A Office
Lithia, FL

Energy Park Corporate Center, Joint
Venture with St. Paul Port Authority
110,300 SF, Office
Saint Paul, MN

Dan Levitt

SENIOR VICE PRESIDENT OF CAPITAL MARKETS



50 SOUTH TENTH STREET



ONE NORTH CENTRAL



GRAND LIVING AT CITRUS HILLS

“The supportive environment at Ryan allows me to lead effectively and make things happen. Our team’s approach to seeking creative funding solutions enables us to balance the analytical, financial and personal aspects of a negotiation for an outcome that brings value to the customer.”

Dan brings more than 25 years of real estate experience and capital investment expertise to his role as Senior Vice President at Ryan. He oversees capital transactions in all of Ryan’s geographic markets, focusing on many property types and working closely with other Ryan service leaders to develop creative solutions for their customers and investors. The work of Dan’s Capital Markets team includes the analysis,

organization and structuring of debt, equity and joint ventures as well as directing the funding process from inception to closing. Over the last five years, his team has managed dispositions, financings, acquisitions and joint ventures valued at more than \$2 billion. He is well respected for his thoroughness, clarity, problem-solving and presentation skills.

PROFESSIONAL EXPERIENCE

VDC Manager
Mortenson Construction

Project Manager
Jacobs Engineering

AWARDS

Synchro Visual Planning Award
Revit Top Dog Award
Navisworks Top Dog Award
Bluebeam Top Project Award

AFFILIATIONS & MEMBERSHIPS

Licensed Professional Engineer (PE) for
States of Arizona, California & Texas

EDUCATION

Bachelor of Science
Civil Engineering
University of Arizona

SELECTED EXPERIENCE

Kirkland Urban
600,000 SF, Mixed-Use, Office, Retail,
Multifamily
Kirkland, WA

Downtown East

1.2 Million SF, Mixed-Use
Two 17-Story Office Towers
One 4-Story Office Building
26,400 SF, Retail
195 Luxury Residential Units
164-Key Radisson Red Hotel
1,610-Stall Parking Structure
4.2-Acre Green Space
LEED Platinum
Minneapolis, MN

Marina Heights

State Farm Regional Hub
2,040,000 SF, 20-Acre
Mixed-Use Development
Tempe, AZ

Krause Gateway Center

160,000 SF, Office
Des Moines, IA

The Waterfront

560,000 SF, Office
Austin, TX

Oceanside SpringHill Suites

112,131 SF, 149-Key Hotel
43,000 SF, 153-Stall Below-Grade Parking
LEED-NC Silver
Oceanside, CA

Maricopa County Court Tower

695,000 SF, 14 Stories, Public
Sector
LEED Gold
Phoenix, AZ

FBI Phoenix Division

210,202 SF, 38 Acres, Public Sector
Office, Parking Ramp
LEED-NC Gold
2013 Best Office Project, Real Estate
Development (RED) Awards
Phoenix, AZ

Mike Prefling, PE

DIRECTOR OF VIRTUAL CONSTRUCTION



DOWNTOWN EAST



KIRKLAND URBAN



MARINA HEIGHTS

“I am most impressed with Ryan’s business model. Being able to support the customer with a complete development, design-build and management solution delivers the very best in service and satisfaction.”

As the Director of Virtual Construction, Mike creates collaborative processes that will increase cost savings, quality and rate of project completion for our clients while improving safety and efficiency for our project teams. Collectively, this focus on virtual construction plus our current virtual design process functions as the Ryan Virtual Design and Construction (VDC) process.

Mike interfaces with the Ryan offices across the country and provides training to project specific coordinators for the VDC efforts at each office. Mike provides the leadership, guidance, means and methods to execute a successful virtual construction platform that will be used from pursuit to building turnover, and beyond. Mike is the leader in innovation related to our construction process.



DEVELOPER

Ryan Companies US, Inc.
Naperville, IL

URBAN PLANNING/ MASTER PLANNING CONSULTANT

The Lakota Group
Chicago, IL

COMMERCIAL OFFICE BROKER & MARKET RESEARCH CONSULTANT

CBRE
Chicago, IL

RESIDENTIAL MARKET RESEARCH CONSULTANT

Appraisal Research
Counselors
Chicago, IL

Consultant Profiles

THE LAKOTA GROUP, CBRE & APPRAISAL RESEARCH COUNSELORS



ABOUT THE LAKOTA GROUP

The Lakota Group, based in Chicago, is a team of talented designers, planners and communicators powered by a passion to offer creative solutions.

The Group's defining attribute is fostered through a team-based approach to project management centered on positive dialogue.

Led by their drive to institute change in a sustainable way, Lakota associates abide by a process that combines critical thinking and community engagement. The result? A practice that seeks to produce the most effectively efficient solutions, carefully balancing the real with the ideal.

The Lakota Group's quest is simple: to improve communities.

By engaging local residents through workshops, discussions and surveys, they strive to pinpoint the opportunities for improvement. They want clients to help place them in their frame of context: what would we want if we were the ones living in their town? Working in their building? Raising a family in their neighborhood? Lakota's team wants to listen, and wants to

talk, and then wants to listen some more. Lakota acknowledges the issues, while also recognizing the strengths, shedding light on the qualities that make a place unique, and brainstorming the ways upon which they can be built.

Since the firm's inception in 1993, Lakota has completed award-winning assignments in more than 500 towns and cities across the country, gaining recognition for its work in streetscape design, corridor plans, form-based codes, downtown master plans, and wayfinding and signage programs.



ABOUT CBRE

CBRE began providing real estate services and finding properties for local businesses in the aftermath of San Francisco's 1906 earthquake. Through its acquisition of Richard Ellis, the company traces its lineage to 1773 in London.

Today CBRE Group, Inc. is the world's largest commercial real estate services and investment firm, with 2016 revenues of \$13.1 billion and more than 75,000 employees. Shares trade on the New York Stock Exchange under the symbol "CBG."

CBRE is the largest commercial real estate company in Chicago and the world.



CBRE Chicago

CBRE's Chicago office has more than 1,800 employees and 2016 transactions totaling \$12.9 billion. For a dozen years, they have ranked as the city's largest real estate brokerage firm in the annual survey by *Crain's Chicago Business*. In 2016 they were honored as one of the *Chicago Tribune* Top Workplaces.

CBRE leads the Chicago region with a 35% market share of office tenants seeking 20,000-plus square feet. Their brokerage experts have unrivaled access to crucial data. Much of it comes from CBRE's research operation, the largest of its kind in the industry. Combined, their dominance and their data gives them strong leverage in the market.

In agency leasing, that leverage translates into a successful track record of turning office and mixed-use properties into magnetic addresses. Working strategically, CBRE crafts brands that resonate with the market and attract deals that add value to the assets.

Appraisal Research Counselors®

ABOUT APPRAISAL RESEARCH COUNSELORS

Appraisal Research Counselors was founded in 1968 as a real estate appraisal and consulting firm. As a full-service commercial appraisal firm with a professional staff of 30+ commercial appraisers and 10+ residential appraisers, they have seasoned professionals

with specialties in various property types including mixed-use properties, retail centers, office buildings, all forms of housing, land/subdivisions, hotels, golf courses and industrial buildings.

They take pride in providing clients with a depth and breadth of experience unique to the real estate market. As an independent firm, they don't have a competing interest in collateral activities such as accounting, brokerage, management, construction or development. They serve clients in every area of real estate including community and money center banks, pension fund advisors, developers, life insurance companies, REITs, attorneys and government agencies.

The firm is most known in the market for their expertise in the condominium and multi-family markets. Since they began tracking the downtown Chicago and suburban rental apartment markets on a quarterly basis in the late 1990s, Appraisal Research Counselors have been widely regarded as the "go-to" firm for apartment, condominium and townhome consulting and valuation services.

Their market studies and consulting reports are widely acclaimed by industry participants as delineating current trends and forecasts for the multi-family and condominium/townhome markets in downtown Chicago and the suburbs, and providing consulting services which result in successful, well-conceived new residential developments.



KIRKLAND URBAN

“Our quality of life is our economic development strategy, and this project achieves that. This does everything for us, and it’s an incredible opportunity for the city. It’s going to be a jewel of the region.”

Amy Walen, Mayor of Kirkland

FINANCIAL STRENGTH AND CAPABILITY

Given 80 years of experience in the commercial real estate and construction industry and the financial relationships we have built during that period, Ryan is one of the strongest full-service commercial real estate companies in the country.

In addition to the information provided below, and upon request, Ryan will provide audited financial statements for review.

COMPOSITION OF REAL ESTATE PORTFOLIO

- Ryan currently manages more than 11 million square feet of real estate valued in excess of \$2 billion for institutional, corporate and entrepreneurial owners.
- We sold 25 properties valued at more the \$600 million in 2015 and 2016.
- Our acquisitions, dispositions, financings and joint ventures exceed \$2 billion over the past five years.

RECENT FINANCING COMMITMENTS

Ryan uses our own equity on all development projects we execute. We have a strong balance sheet and the capability to guarantee loans. We also bring long-standing relationships with national and regional banks such as US Bank, Wells Fargo and BMO Harris. These strengths, among others, enable us to move quickly and obtain favorable financing.

Recently we have put in place more than \$500 million in debt and equity for projects such as Kirkland Urban (Kirkland, WA; pictured above), Downtown East (Minneapolis, MN) and Aurélien (Chicago, IL). All of which share strategic characteristics with the proposed 5th Avenue Redevelopment in Naperville.

A key to Ryan’s success has been our disciplined pursuit process and deal approval policy, combined with the implementation of a sound

business plan for each development. We would apply this same approach to the 5th Avenue Redevelopment.

We offer the following banking references for your consideration:

US Bank – Real Estate Banking Division

Michael Raarup
michael.raarup@usbank.com
612-303-3586
800 Nicollet Mall, 3rd Floor
BC-MN-H03A
Minneapolis, MN 55402

Wells Fargo Bank

Jonathan Spoerri
jon.spoerri@wellsfargo.com
612-667-2666
90 South 7th Street, Floor 19
Minneapolis, MN 55402

BMO Harris Bank NA

Joseph Schweitzer
joseph.schweitzer@bmo.com
612-904-8781
50 South 6th Street, Suite 1000
Minneapolis, MN 55402



80-year-old commercial real estate company • Use own equity on all developments
Long-standing bank relationships • Disciplined pursuit process and deal approval policy

CURRENT REVENUES AND PROJECTS

In 2016, Ryan completed more than \$1.5 billion in real estate and construction projects throughout the country and we expect our 2017 revenues to meet or exceed 2016 results.

Ryan's development and construction projects range significantly in both size and geographic location. In the next 18 months, our project values will range from a few million dollars to well over \$300 million. These projects are delivered across our 13 offices organized in eight regions of the U.S.

In the Great Lakes Region, we expect our 2017 revenues to exceed \$229 million dollars which represents more than 30 projects in various stages of planning, design, construction and lease-up. The largest of these projects is Aurélien, a 31-story, luxury apartment tower with parking structure located in Chicago's renowned Gold Coast neighborhood.

FINANCIAL PLAN FOR THE REDEVELOPMENT

Upon selection and refinement of the development program, we will select our equity partner, likely one of our long-standing relationships, such as Prudential, Invesco, USAA, etc. Once the sponsorship team is formed, we will then place debt with

one of our traditional banking partners—one which we believe is best suited for this project. The development likely will be phased over time, with the funding of each phase to be independent of the other(s).

Our financial plan will center on the following objectives:

- Moderate leveraged ratio (debt/equity) commensurate with projects of similar scope and size
- Focus on institutional equity partners who specialize in transit-oriented, mixed-use projects
- Value enhancement through connectivity to public space, transportation, amenities, quality of construction, product and tenant mix
- Limit City participation to only those costs that provide a direct public benefit or those costs that are considered extra-ordinary due to specific site conditions

ANTICIPATED PROJECT MASSING

Per the requirements of the RFQ, we have not provided cost information in our Statement of Qualifications response. Given the nature and complexity of this proposed development, the selected developer must have strong cost analytics capabilities to properly communicate debt/equity requirements, along with

any need for participation from the City of Naperville.

The following summarizes the general massing of the project; should Ryan be selected to respond to the RFP, a comprehensive cost analysis will be provided for "open-book" discussion with the City of Naperville.

Residential. The residential program will likely be the greatest percentage of the total development costs and will be diverse in product type and phasing. In our current program, we anticipate approximately 225 residential units in Phase I and additional townhouses, multi-family residential units and condos in Phase II, product type based on market demand.

Office. The office component will be significant in a cost-per-square-foot basis due to the nature of the in-fill location and boutique product type. Our current program anticipates 75,000 SF to 100,000 SF, with potential for additional space should the market demand it.

Retail. The scale and cost of the retail offering will depend on whether the DuPage Children's Museum is relocated. At a minimum the retail will be moderately sized to support the local submarket, and if the museum lot is redeveloped, the retail will be positioned on this site as a more signature



222 HENNEPIN

“When I first saw it, I was in love with the project and couldn’t think of much of anything that would have made it better. You are smarter than someone that just builds bricks and sticks. You understand the whole spectrum of expertise from start to sale. At the end of the day what got delivered exceeded all expectation.”

Steve Eckstein, Director of Acquisitions, Invesco

element of the development. Our current program anticipates approximately 20,000-30,000 SF of destination-oriented retail and dining, with the potential for more (per the comments above).

Parking. The cost of the parking structures will be significant and likely represent the second greatest cost of the total project. Our current program anticipates replacing 1,550 existing commuter spaces (into structured decks) plus additional spaces required to support new uses, subject to further study of shared parking efficiencies for transit-oriented developments.

Public realm/amenities. The cost of improving the public space will be moderate, but not insignificant in achieving the special place-making role of this new district. Roadway improvements will be necessary and add to the long-term viability of the redevelopment.

CITY OF NAPERVILLE FINANCING ROLE

As stated above, the financial plan for this development will evolve with the development program. Generally, flexibility will be critical in this effort. Specifically, we have identified the following factors that may require participation from the City:

- Structured parking costs to replace existing surface lots
- Structured parking costs to construct additional parking
- Land contribution
- Construction of the transit center and related public spaces
- Potential relocation of the DuPage Children’s Museum (DCM)

We pledge to work through this process in an “open-book” manner with the City of Naperville, as we do with all of our partners on every development we complete.

The City of Naperville has expressed financial principles and goals that would guide the redevelopment of the 5th Avenue area, and our plan aims to support these principles in the following ways.

1. **A structurally balanced operating budget.** We believe that our project will generate enough tax revenues to exceed investments made by the City.
2. **Continuous improvement of City services.** Our plan will increase the convenience of public transportation, enhance the recreational public space and drive surplus revenues for the payment of City services.
3. **Increase City reserves and reduce debt.** Our plan will drive surplus revenues for the City and jurisdictions and support the growth of reserves.

Downtown East Development



LOCATION: Minneapolis, MN

LAND USE MIX: Class A Office, Multifamily, Retail, Hospitality, Parking Ramp, Skyway Connection, Park

ACRES: 15

UNITS: 195

HEIGHT: 17 stories

SIZE:

1,400,000 SF — Office
182,466 SF, 195 Units — Residential
24,000 SF — Retail
228,000 SF, 164 Keys — Hotel
529,827 SF, 1,614-Stall Ramp — Parking
4.2 Acres — Green Space

PROJECT COST: \$588 Million

ENTITLEMENTS REQUIRED:

Remediation Action Plan (RAP) — Minnesota Pollution Control Agency;
Building Permit — City of Minneapolis;
Rezoning to Planned Unit Development (PUD); Alternative Urban Area-wide Review (AUAR) — City of Minneapolis

START DATE: March 2014

COMPLETION DATE: December 2016

RYAN'S RESPONSIBILITY: Development, Architecture + Engineering, Construction, Real Estate Management

ARCHITECT: Ryan A+E, Inc.

REFERENCE:

Chuck Lutz, City of Minneapolis
chuck.lutz@minneapolismn.gov
612-673-5196

Partnered with city to transform a gateway district
Creative multi-modal and parking system solutions
New 4+-acre urban park shines as centerpiece amenity

A once-in-a-century, \$588 million, five-block redevelopment project, Downtown East is reshaping the Minneapolis urban landscape by bridging the central downtown to the new U.S. Bank Stadium, the University of Minnesota, the Mill District and the Elliot Park neighborhood.

The project includes 1.2 million SF of office in two 17-story towers owned by Wells Fargo, the four-story, multi-tenant Millwright building, a three-building, 195-unit residential complex named EDITION, a 4.2-acre public greenspace known as The Commons, a Radisson RED hotel, four sky bridges and internal skyways connecting the U.S. Bank Stadium to Downtown East and

the Minneapolis Skyway System, a six-level parking ramp owned by the Minnesota Sports Facilities Authority (MSFA) and 24,000 SF of retail.

The area sorely needed refreshing and wasn't in a position to attract the funding needed to initiate redevelopment. But Ryan saw its potential; we needed to help investors see that same vision.

The solution was in The Commons urban park forming the centerpiece of the development's design. The Mayor of Minneapolis knew Wells Fargo was considering campus expansion. While they had been looking at suburban options, after seeing Ryan's plans for the area's transformation, the downtown space looked attractive. The Commons

Downtown East Development (CONTINUED)



greenspace was the linchpin that secured their commitment.

With its easy access to several parking and public transportation options, including both the Blue and Green Light Rail Transit lines; close proximity to dining, shopping and entertainment; and its location directly next to the biggest park in downtown, Downtown East is the perfect location for Wells Fargo as it looks to attract and retain the growing Millennial workforce. The towers also connect employees to the eight-mile skyway system and the Downtown East rail station.

While private investment in the office, retail and multifamily space was secured, \$84 million was needed for the parking garage, urban park and skyway connections. When it was determined that tax-increment financing (TIF) was not an option, Ryan sought another solution. Vikings stadium legislation provided \$26.6 million to be

invested by the MSFA in the new parking garage and skyway connections between the stadium and downtown. However, additional funding was needed for a portion of the parking garage as well as the urban park.

City investment in the ramp wasn't an option, but Ryan had another idea: monetize the value of additional parking revenues generated in the existing and to-be-constructed MSFA-owned parking garages. Ryan proposed making annual payments to the city for a minimum of ten years in sufficient amount to pay the city's bond debt service. The Minneapolis City Council approved Ryan's funding plan and Ryan took on the risk.

The parking ramp, financed by the city and the MSFA, was an integral component. Football fans and visitors will use the ramp on game days and weekends; it's available to office workers during the week.

Ryan began engaging the community early in the process with several joint neighborhood meetings with multiple downtown groups. Our approach is to meet once high-level thoughts are in place, but before an actual plan is established.

This early engagement allows us to gather valuable feedback to enhance the development while helping us to solve issues before they become problems. Subsequent meetings include the presentation of the concept and later, the design. Given the significant improvement that Downtown East was to the area, the project met with overwhelming support. Standard concerns around views, heights, traffic and access were brought forth and resolved.

This highly visible urban redevelopment has reshaped the area, highlighting the value Ryan brings to complex, multi-stakeholder projects.

Aurélien



Aesthetic blends old-Chicago style with modern influences

Early engagement of alderman and neighbors mitigated concerns

Fully financed without public funds/incentives

LOCATION: 833 N. Clark St., Chicago, IL

LAND USE MIX:

Multifamily, Above-Grade Parking Structure

NUMBER OF ACRES: 0.9

UNITS: 368

HEIGHT: 31 stories

SIZE: 453,000 SF

PROJECT COST: \$97 Million

ENTITLEMENTS REQUIRED:

Plan Development Ordinance

START DATE: August 2015

COMPLETION DATE: July 2017

RYAN'S RESPONSIBILITY:

Development, Architecture + Engineering, Design-Build Construction, Capital Markets

ARCHITECT:

Ryan A+E, Inc. – Design Architect;
Antunovich Associates – Architect of Record

REFERENCE:

Tim Hennelly, Ryan Companies US, Inc.
tim.hennelly@ryancompanies.com
630-328-1103

Amid the bustle of downtown Chicago, Aurélien provides residents the sophistication of city life, the luxurious amenities of an upscale hotel-like setting and the comforts of home all in one place. Located in the renowned Gold Coast neighborhood, the 31-story apartment community features a clean aesthetic, urban functionality and high-end design elements with exceptional views of the Chicago skyline and Lake Michigan. Aurélien's design reflects Chicago's notable architecture with nods to turn-of-the-century style and more modern influences, and blends effortlessly into the established neighborhood.

Aurélien was fully financed without the use of public funds or incentives—65% construction loan and 35% private equity (Ryan and two partners). Our strategy for engaging the community started with the alderman, our first point of contact for addressing community concerns. We dealt directly with

the alderman about our zoning proposition, and he then presented the plan to his constituents.

To address community concerns, we first listened to the neighbors' needs and then created a design that would mitigate many of their concerns. This approach included rotating the building 90 degrees to minimize shadowing, and retaining a small, three-story brick building to maintain pedestrian scale. Addressing the concern about residents and pets, we enhanced landscaping and added decorative low fencing to protect neighbors' lawns. As high traffic and pedestrian crossings were a concern, we took special measures to increase safety around the area. Throughout the project's duration we were in frequent communication with neighborhood and business organizations to ensure that disruptions were announced in advance and that nearby business operations could continue with minimal (if any) interruption.

Kirkland Urban



12-acre development combines an authentic, neighborhood feel with an urban energy

Privately financed, but significant city/neighborhood/area business engagement



LOCATION:

303 Parkplace Center, G130 Kirkland, WA

LAND USE MIX:

Class A Office, Multifamily, Retail, Underground Parking

NUMBER OF ACRES: 12

UNITS: 185

HEIGHT: 139.5 Feet

SIZE:

Total Project — 1,200,000 SF
Phase I — 600,000 SF

PROJECT COST: \$350 Million

ENTITLEMENTS REQUIRED:

Lengthy entitlement process, still in progress

START DATE:

October 2016

COMPLETION DATE:

Phase I — March 2019

RYAN'S RESPONSIBILITY:

Owner, Developer, General Contractor, Capital Markets

ARCHITECT:

CollinsWoerman

REFERENCE:

Bill Leedom, Talon Private Capital
Leedom@talonprivate.com
206-607-2561

Ryan Companies, in partnership with Talon Private Capital, is redeveloping an office park and retail area into a lively mixed-use center. Set amidst walkable, tree-lined streets, landscaped open spaces, and offices and residences overlooking public plazas, Kirkland Urban will offer shopping, dining, entertainment and recreation. It was privately financed without public funding or incentives, but there has been significant city involvement due to its scale.

The 12-acre development comprises three phases to be built over seven-and-a-half years. Now under construction, the first phase includes two office buildings, one apartment building and retail, including a grocery store. When complete, Kirkland Urban will total 1,200,000 SF, including restaurants, a movie theater, a fitness club and two acres-plus of open public space.

Long before Ryan got involved, Talon was meeting with the city

and neighborhood, addressing 16 neighborhood organizations and business associations. Talon held over 40 meetings with these groups and continues. We meet twice monthly with the city and have met with the city manager. Initiatives are underway to help the community understand and embrace the vision—such as hiring a PR firm to aid communication and frequently sponsoring downtown activities and Chamber events to create excitement for the new development. The aim is to gradually move the area's "center of gravity" to Kirkland Urban as a natural gathering place.

The development incorporates the best of its waterfront community, combining an authentic neighborhood feel with an urban energy. This reflects and celebrates the evolution of Kirkland: balancing the need for growth and economic opportunity without losing touch with the small town roots of its past.

Vintage on Selby



Extensive community engagement and collaboration to address concerns and controversy

Redevelopment breathed life into long-neglected parcels

Classic yet modern aesthetic blends with surroundings

LOCATION:

1555 Selby Ave., St. Paul, MN

LAND USE MIX:

Mixed-Use, Multifamily, Retail

ACRES: 2.3

UNITS: 210

HEIGHT: 5 Stories

SIZE: 420,000 SF

PROJECT COST: \$50.6 Million

ENTITLEMENTS REQUIRED:

Rezoning to Planned Unit Development (PUD) – City of St. Paul; Conditional Use Permit – City of St. Paul; Remediation Action Plan (RAP) – Minnesota Pollution Control Agency; Building Permit – City of St. Paul

START DATE: August 2014

COMPLETION DATE: November 2015

RYAN'S RESPONSIBILITY:

Development, Architecture + Engineering, Construction, Capital Markets

ARCHITECT:

Ryan A+E, Inc. – Design Architect, Landscape Design, Civil Engineer; ESG Architects – Architect of Record, Design Architect

REFERENCE:

Julie Reiter, Union Park District Council
julie@unionparkdc.org
651-645-6887

Josh Williams, St. Paul Planning & Economic Development
josh.williams@ci.stpaul.mn.us
651-266-6659

Vintage on Selby is a mixed-use, multifamily and retail development we financed through private investment with no public funds nor incentives.

When Associated Bank purchased another branch in the Merriam Park neighborhood, they obtained a bank building and adjacent parcels. They enlisted Ryan's help to optimize land use. Our vision: a brand new bank, a vibrant retail tenant and attractive housing. Associated Bank wanted to remain open throughout construction, so moved to the new two-story space and the old building was demolished. That made way for Phase II, a five-story complex with a Whole Foods Market and 210 market-rate housing units.

We collaborated with the City of St. Paul, community and ESG Architects to get input on the design—a modern take on a classic vintage building. The project incorporates many ideas of the area businesses and residents. The development sparked heated debate early among neighborhood

groups concerned about the size, the impact on existing business and excess traffic. Before planning began, we met with community members to address concerns. This early, open engagement improved our understanding of their preferences and helped neighbors feel heard.

Team members attended over 30 community meetings. These discussions resulted in adding features like sidewalk and height setbacks to blend aesthetically with surrounding structures.

Inspired by the preservation efforts spearheaded by Historic St. Paul and Model Cities, we purchased and donated three homes slated for demolition near the old Associated Bank site, and contributed significant manpower and financial assistance to help the two organizations complete the complex move in a tight time frame. The move was a win-win for the city, community and former residents of the homes.

Clarendale® Senior Living



Filling market gap with integrated, amenity-rich communities
Engaged with area community to learn local seniors' needs
Designed to promote interaction/socialization for all residents

LOCATION:

Locations in Illinois, Indiana and Tennessee to date

LAND USE MIX:

Market-rate Senior Living (Independent, Assisted, Memory Care)

ACRES: Mokena — 11.4; Algonquin — 10; Schererville — 13.2; Indian Lake — 11

UNITS: Mokena — 156; Algonquin — 186; Schererville — 177; Indian Lake — 189

HEIGHT: Mokena — 3 Stories; Algonquin — 3 Stories; Schererville — 3 Stories; Indian Lake — 4 Stories

SIZE: Mokena — 171,000 SF; Algonquin — 204,000 SF; Schererville — 206,000 SF; Indian Lake — 226,000 SF

PROJECT COST: Mokena — \$23.7 Million; Algonquin — \$30.4 Million; Schererville — \$29.9 Million; Indian Lake — \$33.3 Million

ENTITLEMENTS REQUIRED: None

START DATE:

Mokena — June 2014; Algonquin — April 2015; Schererville — October 2015; Indian Lake — April 2017

COMPLETION DATE:

Mokena — September 2015; Algonquin — October 2016; Schererville — April 2017; Indian Lake — Fall 2018

RYAN'S RESPONSIBILITY:

Development, Design-Build Construction

REFERENCE:

Joel Nelson, Life Care Services, LLC
nelson@lcsnet.com
515-875-4616

Seeing the increasing demand for integrated, amenity-rich senior communities, Ryan partnered with LCS. Its Life Care Services™ division is the nation's third largest manager of senior living real estate. Together, they are delivering engaging senior living communities across the US.

The first Clarendale® was Mokena's first community to offer three lifestyle neighborhoods—independent living, assisted living and memory care—in one building. Emphasizing a sense of community, the development team collaborated early with designers to optimize the space programming to promote interaction. The team designed the building from the inside out, giving priority to residents' long-term needs and preferences.

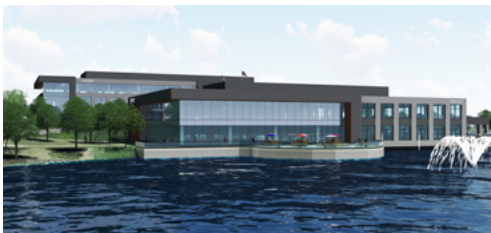
All of the Clarendale projects are a traditional debt/equity financial structure and privately financed; no public funding was required. No major incentives were received, but city fees were reduced on two projects because of community

advantages, such as low impact on roads, no impact on schools and reduced impact on fire and medical because of 24-hour security and on-site medical services.

Our community engagement strategy involved meeting with neighbors and senior-oriented groups who advised us on local seniors' needs. We were able to showcase the design while obtaining input on the ultimate experience for seniors. We approached these interactions with a collaborative, constructive spirit and relied on this input in designing the communities.

The prime community concern was the limited availability of quality, community-centered senior housing. As a result, the plans were warmly received in each area. Cities want to offer seniors the option of staying in their communities even when staying in their house is no longer an option. Ryan and the Clarendale communities are seen as part of the solution.

Oakmont Point



18-acre redevelopment into premier, urban-style modern office complex with retail

Privately financed with no public investment/incentives



LOCATION: Westmont, IL

LAND USE MIX:

Class A Office, Retail, Indoor Parking

NUMBER OF ACRES: 18

UNITS: N/A

HEIGHT: 3 Stories

SIZE: Up to 275,000 SF

PROJECT COST: \$35 Million

ENTITLEMENTS REQUIRED:

Village of Westmont site and landscaping approval

START DATE: Fall 2017

COMPLETION DATE:

Anticipated Summer 2019

RYAN'S RESPONSIBILITY:

Owner, Development, Architecture & Engineering, Design-Build Construction, Real Estate Management

ARCHITECT:

Ryan A+E, Inc.

REFERENCE:

Jim McDonald, Ryan Companies US, Inc.
jim.mcdonald@ryancompanies.com
630-328-1109

Slated to be a premier, urban-style office complex on 18 acres, Oakmont Point brings much-needed Class A office space to this bustling suburban market west of Chicago. Ryan envisions creating a modern, flexible, multi-building office campus for up to five corporate users with abundant surface and indoor parking, retail and a pond feature.

Financed entirely by Ryan, this development required neither public investment nor incentives. Ryan is working closely with the Village of Westmont to ensure the project meets their goals and adds value. The project required no rezoning nor land use changes, but Ryan has communicated with the municipality and community from the start. Ryan shared concepts early with village staff and the economic development committee to ensure community alignment and determine how to best showcase the property's potential.

As the project has no adjacent neighbors, a dedicated community

engagement strategy was not required, but village officials view Oakmont Point as an asset. While not a direct neighbor, Ryan met with Mays Lake Retirement Community to the property's north to get early buy-in; the proactive engagement was appreciated.

Ryan plans to raze portions of the existing structure to create floorplates typical of modern Class A space. Remaining portions will be completely gutted to the concrete structure to allow for all-new, efficient MEP systems. The entire building envelope will be removed and replaced to upgrade energy efficiency and dramatically increase glazing while renewing the architectural design. Across the street, a five-acre lot is available for up to 110,000 SF of build-to-suit space as part of the larger campus or for a separate user.

This project illustrates Ryan's ability to work within existing context to revitalize underutilized assets.

222 Hennepin

Added to vibrancy and convenience of the district

Designed to blend local flair, historical context and modern aesthetic

Engaged community early and maintained updates



LOCATION:

222 Hennepin Ave., Minneapolis, MN

LAND USE MIX:

Mixed-Use, Multifamily, Retail, LEED Silver

ACRES: 2.25

UNITS: 286

HEIGHT: 6 Stories

SIZE: 580,000 SF

PROJECT COST: \$57.3 Million

ENTITLEMENTS REQUIRED:

Preliminary Development Review (PDR) – City of Minneapolis; Historic Preservation Approval (HPC) – City of Minneapolis; Remediation Action Plan (RAP) – Minnesota Pollution Control Agency; Building Permit – City of Minneapolis

START DATE: February 2012

COMPLETION DATE: August 2013

RYAN'S RESPONSIBILITY:

Development, Architecture + Engineering, Design-Build Construction, Capital Markets

ARCHITECT:

Ryan A+E, Inc., Architect-of-Record; Humphreys & Partners Architects, L.P., Design Architect

REFERENCE:

Becca Farrar-Hughes, City of Minneapolis – Community Planning & Economic Development
rebeccafarrar@minneapolismn.gov
612-743-3594

A signature development for downtown Minneapolis, 222 Hennepin is a prime example of urban infill development. The mixed-use building adds to the vibrancy and convenience of downtown with 286 luxury apartments and a Whole Foods Market, the first in the area.

Spanning a full city block at the corner of Hennepin and Washington avenues, 222 Hennepin serves as a major contribution to the district's landscape. Drawing from the Art Deco tradition and local warehouse flair, the project combines historical context with modern design and state-of-the-art amenities.

The plan focused on bringing life and vibrancy to the area and prioritizes open, inviting, lively spaces combined with modern functionality. Specifically designed to wrap around and maintain a pre-existing parking ramp, the building reflects its urban landscape with two towers at each end along Hennepin Avenue anchoring the building.

The large storefront windows along one side enhance the “boulevard” feeling of Washington Avenue, while showing off Minneapolis’ largest downtown grocery store.

Ryan Companies co-developed the 580,000-SF space with the Excelsior Group, specialists in multifamily development and property management. The project was privately funded and did not require public funding or incentives.

Ryan engaged the community early in the process, attending neighborhood and business association meetings, but there was little pushback. The neighborhood took a pro-development stance, excited at the prospect of a much-needed grocery store. We continued to attend neighborhood and business association meetings through the project's duration to update neighbors on our progress and to respond to concerns as they arose, resulting in a project that enhances the neighborhood.



The 5th Avenue Redevelopment is an exciting opportunity for the City of Naperville to create a northern gateway to its downtown with a thriving mixed-use district that highlights the best that Naperville has to offer. With a passion for leveraging our combined knowledge to create impactful, people-focused developments, and relevant experience both broad and deep, Ryan is ready to deliver on this signature project.

VISION

We envision this redevelopment as a vibrant, new mixed-use (sub) urban district. Transit-oriented and complementing the best of Naperville, this new district's showcase character would have a "gravitational pull" of its own. Bold in concept and respectful of context, the area would be more than just a place to park and ride,

it would become a destination to live, work, dine, shop and explore.

EXISTING FABRIC

Residential. The site is bounded by residential neighborhoods on the north and south, including the Historic District. All new development will respect this residential scale with "stepped-down" complementary uses along residential edges and height and density concentrations closer to Washington Street and the rail line.

Train Station. Improvements to the station are envisioned, focusing on connectivity over and under the tracks and across Washington Street, as well as on architecture, art and signage marking the station area as a gateway to Naperville.

Washington Street. Washington Street would retain its role as an important traffic link while

improving the pedestrian experience with streetscape enhancements and vertical connections to multiple levels of the development. The tracks crossing over Washington Street are a gateway opportunity, with pedestrian bridges, signage and signature new development to flank the street and frame downtown views.

DuPage Children's Museum.

Our concept supports several scenarios for the Children's Museum, including the museum remaining in place. However, we recommend an adaptive reuse of the former Public Works building to house the Children's Museum and a complementary use such as a daycare or community center. This approach breathes new life into the Water Tower West Site, opens the current museum site for redevelopment, gives the



museum an opportunity for indoor/outdoor programming space and offers synergy with Kroehler Park across the street.



Water Tower. The water tower would remain and serve as a feature element for the relocated Children's Museum or the development at large, turning a sustainable, cost-effective decision into a community benefit.

Downtown Naperville. Our vision creates a unique identity for this new district and stretches downtown Naperville to this gateway site through intuitive and welcoming physical connections for all modes of transportation. We envision improved signage and wayfinding and engaging with North Central College as a significant "bridge" between the site and downtown.

PROPOSED DEVELOPMENT

Residential. Based on the residential market research study that we commissioned from Appraisal Research Counselors, we believe that there is demand for a variety of housing types in this development including rental units, townhouses and condos. Phase I would include approximately 200 apartments and 25 townhouses. Phase II could include more apartments, townhouses, a boutique condo

building and affordable housing. The goal is to appeal to a variety of ages and incomes: young professionals, empty-nesters, students and older adults.

Commercial Office. Based on market research, we envision a range of 75,000-100,000 SF of Class A office space. Distinct from other suburban office product, the office space will use smaller floor plates and create a more active, urban feel where local businesses feel welcome. The office component will support the City of Naperville's economic development approach to be a location of choice for businesses.

Retail. Market research indicates the potential for approximately 20,000-30,000 SF of boutique, destination-oriented retail and dining concentrated along our proposed railwalk and Washington Street, in addition to demand for a small grocer or market. Our retail concept follows the "**best of Naperville**" theme, focused on the quality local businesses that give Naperville its unique character.

TRANSIT-ORIENTED

All new development will support the smooth and continued operation of the site as a multi-modal transit hub, with the goal of organizing all modes of transportation for efficiency and public safety.

Commuter Parking. Parking will be consolidated into a single structure, allowing for more efficient operation and connection to the train station. Access to train platforms will be improved, with the anticipated addition of a pedestrian bridge over the railroad tracks. Phasing will be staged to minimize disruption to commuter parking.

Transit Center. Primary bus staging and kiss-and-ride access will occur in a dedicated transit plaza on the Upper Burlington Lot. Creating a separate transit zone will streamline station access and improve the pedestrian experience. Should we be selected, Ryan will work with the City and a traffic engineer on a more detailed analysis of traffic and transit patterns to develop this concept.



Pedestrian Access. Pedestrian connections will be encouraged as part of station enhancements and the walkable focus of the entire development. In particular, incorporating improved stair access from Washington Street and platform connection across Washington as part of the gateway concept will highlight the importance of pedestrian access and safety.

PUBLIC REALM

Improvements and features in the public realm will be the threads that weave the entire project together. In addition to serving commuters and nearby neighbors, public realm improvements will make the site a destination for all Naperville residents and visitors from neighboring communities. We will work closely with the City to identify scope, logistics and financing options for public improvements.

Railwalk. There are abundant existing parks in the immediate vicinity of the site. Rather than creating new park space, we propose linking the area parks and trails with an enhanced railwalk along the north side of the railroad tracks.

Streetscape. Thoughtful, well-designed streetscape improvements along Washington Street and 5th Avenue will improve the pedestrian experience.

Transit Plaza. We envision the transit plaza as a versatile public space that serves a primary transit function during the week and doubles as a place for a



farmers market or other outdoor gatherings on the weekends.

PHASING

While our concept provides significant flexibility in phasing, our concept can be summarized in two phases.

Phase I. We will focus on the Lower Burlington Lot, the Upper Burlington Lot and the Boecker Property in Phase I, working with the City to consolidate commuter parking and create a transit zone for bus access and kiss-and-ride traffic. We will also focus on creation of a railwalk and pedestrian plaza on the remainder of the Upper Burlington Lot, and build a critical mass of housing, office and retail. A pedestrian bridge over the railroad tracks and development of the Parkview Lot could also be in Phase I.

Phase II. Next phase(s) will include the following:

- Parkview Lot, if not part of Phase I, would be developed into podium parking with housing above, continuing the connection across the tracks and the density along Washington.

- DuPage Children's Museum relocated to Water Tower West site, adaptively re-using the current municipal building, addressing open space and parking needs for the museum. This opens the current museum site for redevelopment with possibly a small grocery anchor and housing, further strengthening the destination retail and density along Washington. A daycare or recreation center are potential complementary uses.
- Kroehler Lot would be townhouses and parking to complement the scale of the residential neighborhood.
- Pursue opportunities to partner with 5th Avenue Station property owners.
- Complete connections to existing paths and parks.

Schedule. Speed to market is critical for redevelopments of this magnitude. We anticipate Phase I construction to start by the fall of 2018 and be finished approximately 12 months later. We anticipate Phase II construction to begin in the summer of 2019.

We are providing much of our Supporting Documentation digitally via a website. To view our full Development Concept design package, including an animation, renderings, concept plans, phasing diagrams and more, visit: **www.RyanAccess.com**

Then enter passphrase:

[RyanCos-5thAve](#)

It is best viewed via Google Chrome browser.

While we recommend that you view our Supporting Documentation via the website, we have also included it at the end of this Statement of Qualifications, starting on page 40, for your convenience.



5TH AVENUE REDEVELOPMENT — CONCEPTUAL STREET VIEW OF WASHINGTON STREET AT 5TH AVENUE

Our Development Concept aligns with the desired outcomes specified in the RFQ’s *Scope of Services/Outcomes Desired* and addresses the following requirements.

COMMUNITY CONTEXT AND DESIGN GUIDELINES

The proposed land use(s), site layout and building design shall take into consideration the character of the existing community and the City of Naperville Building Design Guidelines.

We’ve addressed the guidelines in several areas including building massing, pedestrian scale, visual attractiveness and sustainability.

The RFQ references the existing height of the 5th Avenue Station building as a baseline, but not a hard guideline. We are proposing greater density with mixed-use buildings on the Lower Burlington Lot and the Boecker Property and stepping down that density as

we transition to the scale of the adjacent neighborhood.

These mixed-used buildings are proposed as three- to six-story office or residential use above a podium parking structure for an overall height of five to eight stories above grade.

The higher density portions of the buildings are closer to the railroad tracks and Washington Street, where higher density is appropriate.

The building massing fronting 5th Avenue steps down to an appropriate scale and lower height that thoughtfully balances the adjacent single-family residential area. Townhouses proposed on 5th Avenue respond to the nearby residential scale.

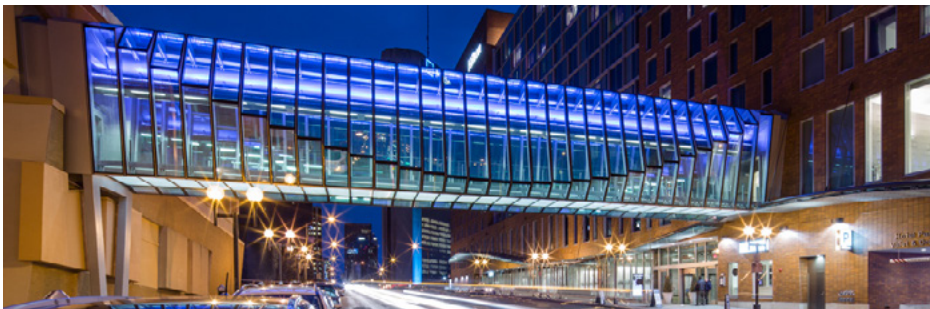
A component of the Design Guidelines that we have embraced in our Design Concept is pedestrian friendliness, which includes public spaces, visual transparency, primary entry identity,

pedestrian weather protection and pedestrian-scaled detailing.

A key feature of the design proposal is the development of public spaces scaled to the pedestrian including:

Railwalk. Our proposed railwalk, a new public amenity, creates a public pedestrian walk that connects the development parcels on both sides of the railroad tracks. The railwalk will feature hardscape such as paving, lighting and outdoor furniture to define the pedestrian pathway. Softscape including landscaping will soften the railwalk’s aesthetics.

Pedestrian Bridge and “Light Cubes”. These elements connect both sides of the railwalk—the bridge serves both as a physical connection to channel pedestrians over the rail line and a Key Design element for the project, creating a visual focus for the development. The use of “light cubes” in the bridge design are repeated



periodically along the railwalk to define the pedestrian walkway and provide opportunity for visual interest and lighting.

Our team has experience addressing the other aspects of the pedestrian experience with other urban and suburban developments such as Kirkland Urban and Downtown East.

The Design Guidelines identify **visual attractiveness**, including composition, articulation/modulation, proportions/rhythm, base/middle/cap, materials, color scheme, secondary facades, screening and signage. All of these aspects will be considered as we progress with the design development of the concept.

Our team has addressed these components successfully in multiple projects.

Another component of the Design Guidelines is **sustainable design**, which includes daylighting, color, materials, landscaping and adaptive reuse. We have considerable experience in executing sustainable projects including the recent Wells Fargo headquarters (LEED Platinum) and CHS Field (the greenest ballpark in America). Specific aspects of our proposed concept address:

- Landscaping as a primary feature in the public spaces.
- Adaptive reuse of the Public Works building on the Water

Tower West Site with a proposal to relocate the DuPage Children's Museum and provide a complementary use such as a daycare or community center.

- The office space will be designed using current sustainable design practices. We have yet to determine whether we will pursue LEED certification.

COMMUTER PARKING

Commuter parking shall be viewed as a system with the existing total commuter parking supply maintained.

Our Design Concept seeks to maintain and consolidate the commuter parking supply to improve efficiency and function. We propose parking podiums form the base of mixed-use buildings on the Lower Burlington Lot and the Boecker Property.

This parking will be accessed via a Center Street entry and will have convenient access to the existing Metra station. In addition,



there will be podium parking on the Parkview Lot and potential for podium parking on the Children's Museum Lot.

Retail space will front a pedestrian plaza to soften the edge of the podium parking structure and provide local "Best of Naperville" shops, food and beverage. During weekends and evenings, the transit plaza will be able to accommodate community activities such as food trucks, a farmers market and holiday/cultural bazaars.

MULTI-MODAL CONNECTIVITY

Multi-modal commuter access to the train station shall be maintained; amenities to enhance multi-modal access are encouraged.

Our Design Concept specifically addresses all of the requested components of multi-modal access to the Metra train station. Our concept includes a transit plaza that is developed on the

publicly owned Upper Burlington Lot. The transit plaza includes:

- Bus drop-off/pick-up for Pace suburban bus routes
- Bus stacking for Pace suburban bus routes
- Kiss-and-ride drop-off/pick-up
- Bike parking and an option for bike rental
- Short-term retail parking
- Adjacency to the commuter parking

The transit plaza provides a defined transit center for commuters, improved access to the Metra station and consolidation of passenger pick-up/drop-off activity. The adjacent railwalk provides a thoughtful, defined separation of vehicular and pedestrian/bicycle activity.

A New District in Naperville.

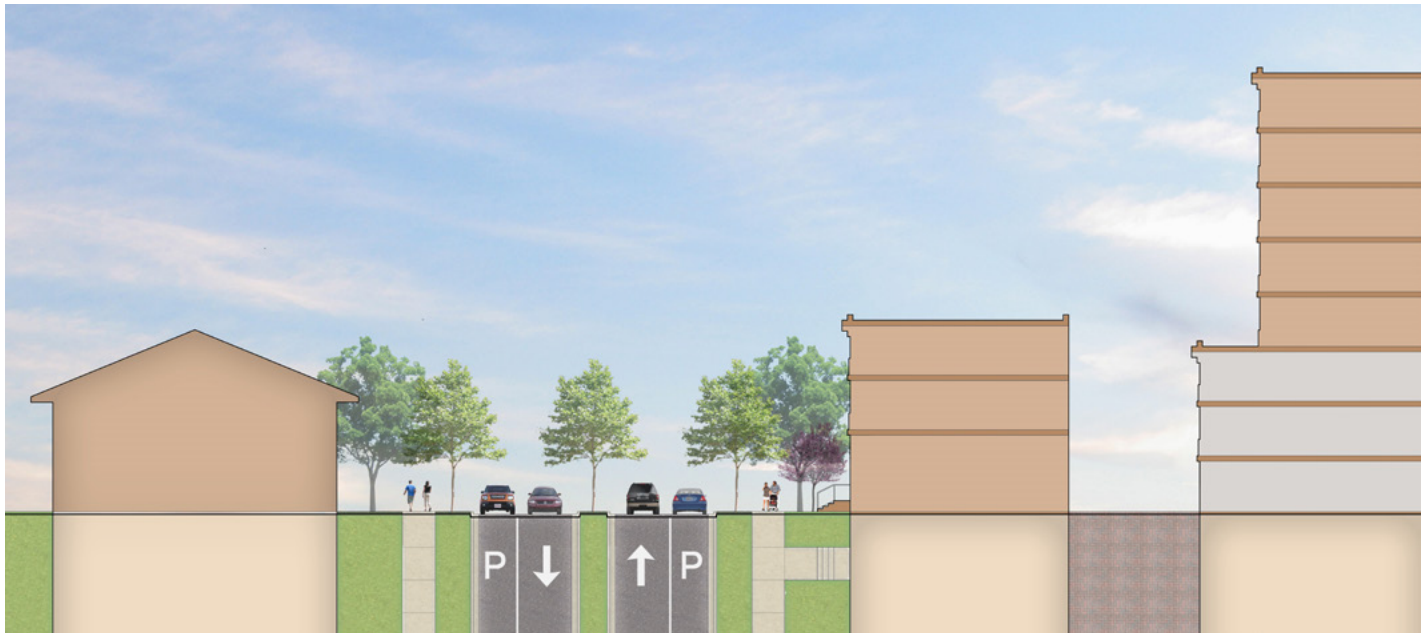
Creating a new urban district in Naperville is an exciting proposition, and one that can add tangible value to the economics

of the redevelopment. Branding a district-within-a-community is not a new concept around Chicagoland.

Our proposed Design Concept focuses on the train station as the gateway to Naperville. Incorporating housing, office and retail will add density and activity, creating a physical identity and sense of place around the Metra station and the defined transit center.

The goal will be to define the brand character, identity and strategy for the new development that are organic, sustainable and marketable. We recommend this process include various stakeholders in order to be adopted enthusiastically by the community.

One branding theme could be "***connecting the best of Naperville***" to celebrate the City's blend of quintessential small-town quality of life with an array of big-city amenities



5TH AVENUE REDEVELOPMENT — CONCEPTUAL STREET SECTION OF 5TH AVENUE

and diverse activities, stretching the downtown's core while bolstering Naperville's distinguished reputation as a destination acclaimed as one of the best in suburban Chicago. The addition of the railwalk will connect this gateway to green spaces and parks and further weave it into the community.

COMMUNITY GROUP COLLABORATION

Property stakeholders are participants in the planning process. Property stakeholders include the City, DuPage Children's Museum, BNSF, Metra and 5th Avenue Station.

We welcome stakeholder participation in the design and planning process. We encourage engagement with community stakeholders including neighbors, business groups and North Central College. In our experience, needs often surface through this cooperative process

that will help us tailor the project to the community.

While the 5th Avenue Redevelopment will require a planned unit development (PUD), we expect a project of this magnitude to go beyond the typical process of the Transportation, Engineering and Development (TED) Business Group.

In addition to the required public hearings, Ryan proposes further engagement through working sessions and open house-format gatherings, both with property stakeholders and community neighbors. This level of collaboration is necessary to ensure the Planning & Zoning Commission and City Council are presented the highest and best use and preferred plan.

The Ryan team's collective insights and history of delivering successful complex developments ensures that petitions will be complete and

comment response timely. Due to its complexity and significance, the 5th Avenue Redevelopment will require additional city department reviews and public hearings. Ryan expects and recommends this level of community collaboration.

We have experience balancing the needs of stakeholders and finding the best solutions when there are (inevitably) conflicting requests and requirements. For example, our recent apartment development in Chicago, Aurélien, required collaboration with the land seller, U.S. Bank. Ryan bought the bank building's adjacent drive-through and parking lot parcel. On this parcel Ryan incorporated a new modern drive-through and dedicated bank parking within the base of the new Aurélien residential tower. Related issues Ryan coordinated during construction included maintaining safety, visibility and customer/employee access to the walk-up bank lobby.



Creating a gateway district • Considering the area's character • Introducing new amenities
Engaging stakeholders/community • Solving multi-modal and parking system challenges

In addition to community group collaboration, significant team collaboration will be needed. As the “quarterback” in the 5th Avenue Redevelopment effort, Ryan will coordinate the appropriate consultants and subject matter experts to execute a project of this magnitude. These disciplines will likely include traffic engineering, municipal finance, fiscal impact analysis, land use counsel, structural engineering, civil engineering, landscape architecture and public relations.

KEY ISSUES

Traffic. Traffic will be one of the top concerns for all stakeholders in the project. Congestion must be addressed and alleviated, and several transportation modes accommodated, including automobile, bus, train, bike and foot traffic. Ease and safety of access are critical components to

ensure the long-term success of the development. Collaboration among the City's planning staff, Ryan's urban planner and traffic engineers will be essential for a viable, comprehensive plan that achieves consensus among the stakeholders. The need for additional vehicle lanes can be supplemented by bike lanes, pedestrian walkways, traffic calming devices and signal timing and coordination. Maintaining efficient multi-modal connectivity will differentiate the 5th Avenue Redevelopment from comparable projects in the Chicago area.

Parking. Parking demand represents a significant component of the project, and calls for creative solutions. While our concept replaces 100% of existing commuter parking, we would like to explore ways to share parking between uses and anticipate long-term changes

in parking demand by building in the ability to convert some parking to other uses. In addition, we envision parking supply for new retail, office and residential development to be market-driven, and will work with the City to achieve the right balance between City requirements and market realities. We understand that phasing of commuter spaces will be needed, and we intend to work with the City to fulfill that need.

Leased Properties. Given the inherent challenges with financing ground-leased commercial developments, we propose only infrastructure improvements and public space (including the railwalk concept) on the Upper Burlington Lot. Working with BNSF to improve this area will be an important part of making the transit uses and public realm successful.



(CLOCKWISE FROM LEFT) AURÉLIEN, CHICAGO, IL; DOWNTOWN EAST, MINNEAPOLIS, MN; KIRKLAND URBAN, KIRKLAND, WA



Other Properties. There are several parcels not included in the scope of the RFQ that impact the development. These excluded parcels include the 5th Avenue Station property and its associated parking lots. The existing 5th Avenue Station building contributes architectural character to the site, but its length and location of surface parking along both sides of 5th Avenue hinder

the creation of a cohesive and pedestrian-friendly development. While our concept works without any improvements to these parcels by improving the streetscape along 5th Avenue, we would like to reach out to these parcels' owners to explore additional ways to improve the walkable, urban sensibility of this new district.

Branding. To help strengthen the identity of the area and generate

excitement in the project, we anticipate creating a new branded district within Naperville. This approach is common along the Metra rail line on the north shore of Chicago, as seen at Ravinia in Highland Park and Hubbard Woods in Winnetka. We would work closely with the City and community groups early on in this process to develop the branding elements of this redevelopment.

RELEVANT STRATEGIES SUCCESSFULLY APPLIED

The chart below compares Ryan developments that share characteristics of the proposed 5th Avenue Redevelopment.

	Downtown East Minneapolis, MN	Aurélien Chicago, IL	Kirkland Urban Kirkland, WA	Vintage on Selby St. Paul, MN	222 Hennepin Minneapolis, MN	Thomas Place St. Living Multiple, IL and IA	Arbor Place of Lisle Lisle, IL	Marina Heights Tempe, AZ	Midtown Exchange Minneapolis, MN
PHYSICAL CONTEXT									
Multi-modal Connectivity	■		■	■	■			■	■
Innovative Traffic/Parking System Coordination	■	■	■	■	■				■
Defined Transit Center or Transit Link	■		■					■	■
Amenities to Enhance Community/Multi-modal Access	■	■	■	■	■	■	■	■	■
Urban Gateway Creation/Enhancement	■			■	■			■	■
MARKET CONTEXT									
Multifamily Housing — Market-rate	■	■	■	■	■	■			■
Multifamily Housing — Affordable						■	■		■
Commercial Office	■		■					■	■
Commercial Retail	■		■	■	■			■	■
Public Parking	■			■	■			■	■
Public Market/Plaza	■		■					■	■
REGULATORY/POLITICAL/COMMUNITY CONTEXT									
Community Design Guidelines Consideration	■		■	■	■	■	■	■	■
Regulatory Agency Collaboration	■		■	■	■	■	■	■	■
Political Entity Collaboration	■		■	■	■	■	■	■	■
Property Stakeholders Collaboration	■	■	■	■				■	■
Community Group Collaboration	■	■	■	■	■			■	■
Community-at-Large Collaboration	■	■	■	■	■			■	■

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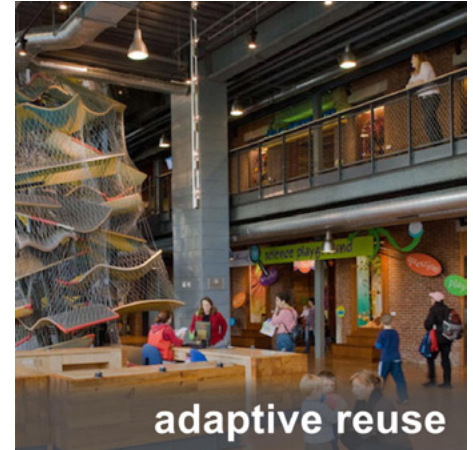
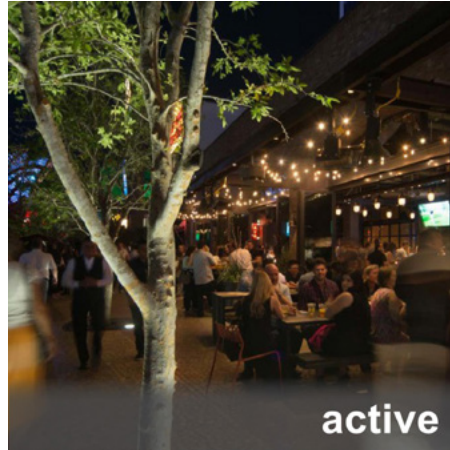
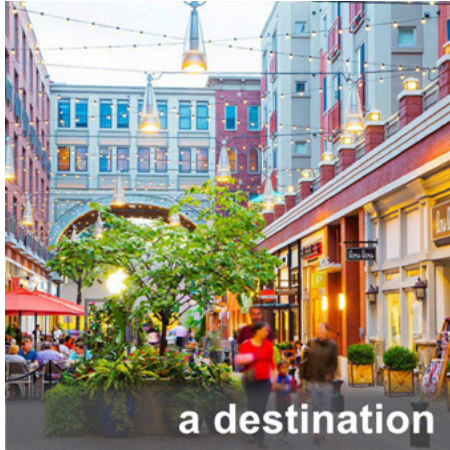


DESIGN APPROACH

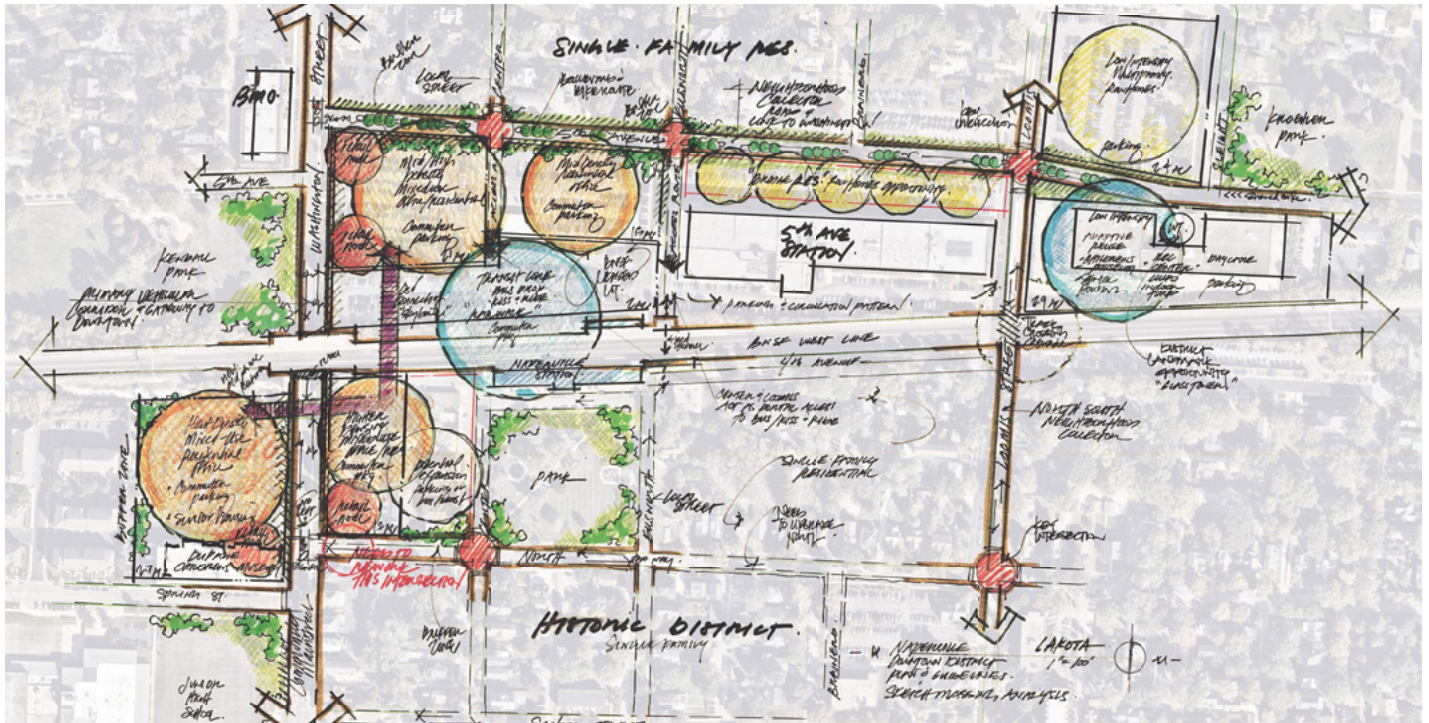


Our goal is to work with the City and the community to create a new gateway district for Naperville. Our approach is collaborative, bringing together a broad range of expertise and ideas to deliver outstanding results. At Ryan, we build stories. Let's build one together.

VISION



DESIGN CONCEPT



CONCEPT NOTES

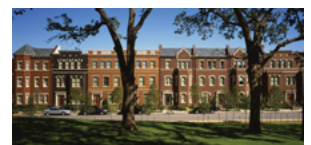
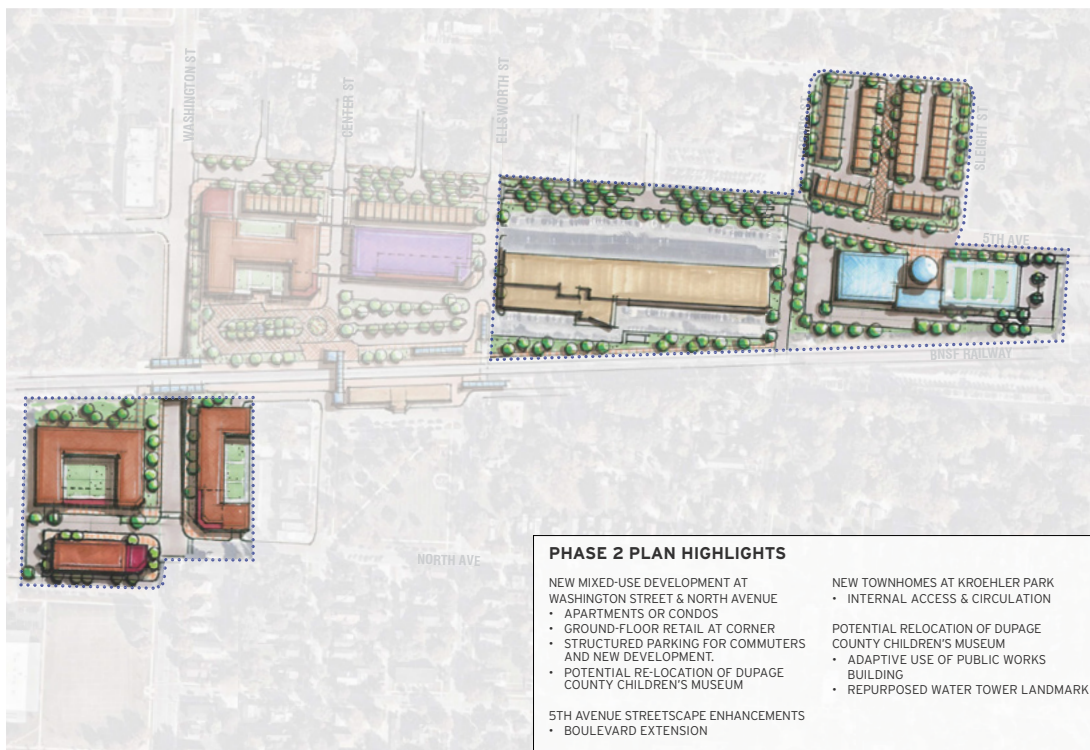
- A GROUND-FLOOR RETAIL**
 - Attached to mixed-use development
- B TOWNHOMES**
 - Rear-loaded parking
- C 5TH AVENUE BOULEVARD**
 - Landscape & pedestrian safety enhancements
- D MIXED-USE DEVELOPMENT**
 - Apartments
 - Ground-floor retail
 - Structured parking
 - Shared commuter parking deck
- E MIXED-USE DEVELOPMENT**
 - Office use
 - Ground-floor retail
 - Structured parking
 - Shared commuter parking deck
- F RAILWALK PLAZA**
- G TRANSIT PLAZA**
 - Dedicated bus & taxi lanes
 - Enhanced 'Kiss-n-Ride' area
- H PEDESTRIAN BRIDGE**
 - Direct connection to Naperville Station
- I RAIL WALK PEDESTRIAN REFUGE**
 - Unique glass 'light cubes' landmark
- J MIXED USE DEVELOPMENT**
 - Apartments or condos
 - Ground-floor retail
 - Structured parking
 - Shared commuter parking deck
- K MIXED USE DEVELOPMENT**
 - Apartments or condos
 - Ground-floor retail
 - Structured parking
 - Shared commuter parking deck
- L MIXED USE DEVELOPMENT**
 - Apartments or condos
 - Ground-floor retail
 - Structured parking
- M NEW RAILWALK CONNECTION**
- N TOWNHOMES**
 - Rear-loaded parking
- O RE-LOCATED DUPAGE COUNTY CHILDREN'S MUSEUM**
 - Adaptive use of existing building
 - On-site parking
 - Water tower repurposed as landmark

NOTE
Master Plan concept shown is contingent on future relocation of Children's Museum. If needed, Museum can remain in existing location, with added outdoor programming space.

CONCEPT SKETCH (TOP) AND CONCEPT PLAN (ABOVE)

Note: Red "P" in upper right corner indicates information on this page is requested to be considered Confidential and Proprietary. Specific information for exemption has been highlighted in yellow, per RFQ's instruction.
Statement of Qualifications for 5th Avenue Redevelopment Opportunities

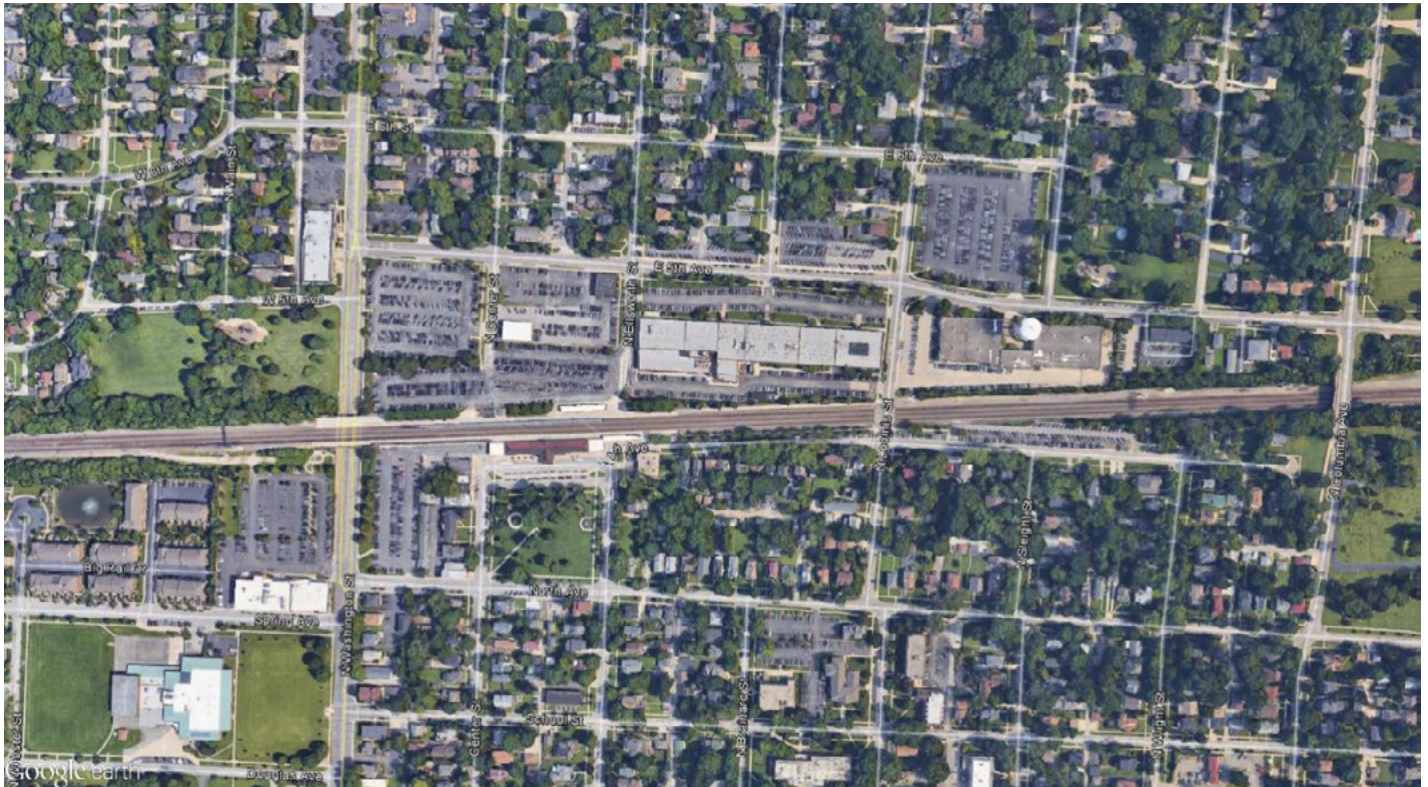
DESIGN CONCEPT



PHASE I (TOP); PHASE II (ABOVE)

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DESIGN CONCEPT



BEFORE – CURRENT 2D AERIAL (TOP); AFTER – CONCEPT PLAN (ABOVE)

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DESIGN CONCEPT



BEFORE — CURRENT 3D AERIAL (TOP); AFTER — CONCEPT AERIAL (ABOVE)

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Statement of Qualifications for 5th Avenue Redevelopment Opportunities

DESIGN CONCEPT



BEFORE — WASHINGTON STREET CURRENT STREET VIEW (TOP); AFTER — WASHINGTON STREET CONCEPT STREET VIEW (ABOVE)

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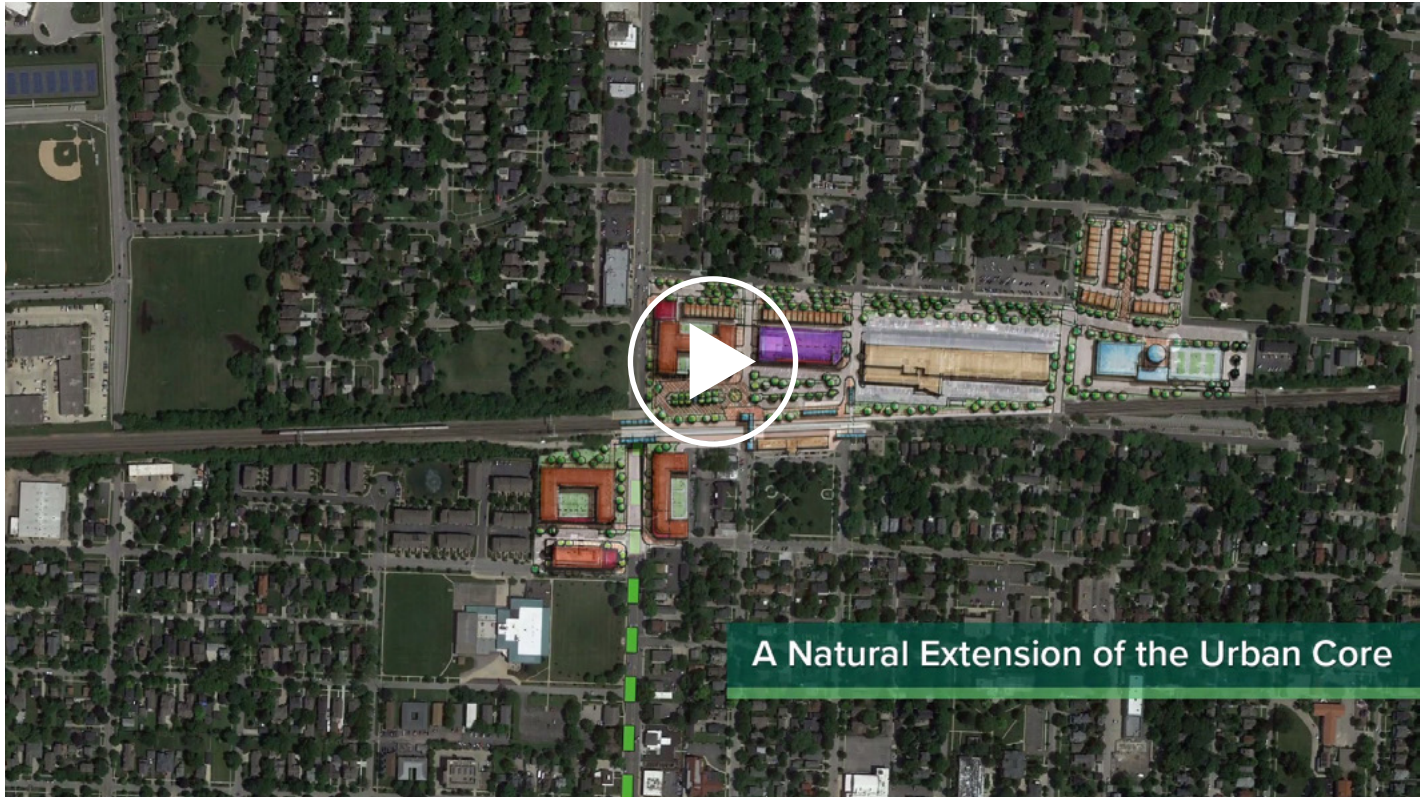
DESIGN CONCEPT



BEFORE — 5TH AVENUE CURRENT STREET VIEW (TOP); AFTER — 5TH AVENUE CONCEPT STREET VIEW (ABOVE)

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DESIGN CONCEPT



ANIMATION — CLICK IMAGE ABOVE TO VIEW ANIMATION IN YOUR WEB BROWSER, OR FOLLOW THE INSTRUCTIONS BELOW.

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It is best viewed via Google Chrome browser.



CONTACT

YOUR COMMUNITY IS OUR COMMUNITY.

With a local Naperville office of our own, your community is our community, and we are especially passionate about finding the right solutions for this redevelopment. We want to work alongside you to positively impact the lives of those who live, work and explore in your city.

Our team is known for successfully developing some of the largest, most complex and multi-

faceted projects across the country and will harness our collective insights to deliver a tailored solution that serves the City of Naperville and its constituents well into the future.

We're eager to share our talents to help provide a signature development for the city we call home. We can't wait to get started.

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