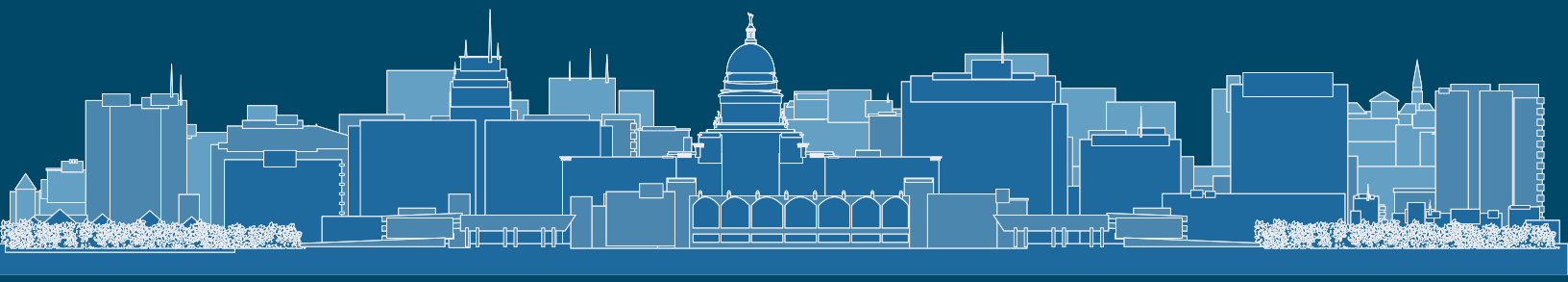
JUDGE DOYLE SQUARE

MADISON, WI



REQUEST FOR PROPOSAL

Submitted By:

JDS Development, LLC

A Joint Venture Of:

Hammes Company and Majestic Realty

In Partnership With:

exact sciences

May 1, 2015

May 1, 2015

CITY OF MADISON
Department of Planning & Community & Economic Development
Office of the Director
Room LL100, Madison Municipal Building
215 Martin Luther King Jr. Blvd.
Madison, WI 53703-3346

JDS Development, LLC – a joint venture of Hammes Company and Majestic Realty – is pleased to present this response to your Request for Proposals for Judge Doyle Square, Madison, Wisconsin (the "Project"). We are pleased to announce that we are submitting this response in partnership with Exact Sciences Corp. with the intent of developing their new Corporate Headquarters & Research Facility as the anchor to our exciting vision for Judge Doyle Square.

The Judge Doyle Square site is one of the most important development sites in Madison's history. It demands a vision and vibrancy that will bring activation and energy to the heart of our downtown. Working in the spirit of a true public-private partnership with the City of Madison – combined with the dynamic impacts of Exact Sciences – we can realize the full potential of this site and create a place that defines our downtown for the next generation. This will be one of the largest private projects to be built in Madison – with no TIF toward private uses – that drives an enormous fiscal gain to the community for years to come. This is the model for economic development in Madison.

We have assembled a team of development professionals with the experience, creativity and talent to make this vision a reality. There are few times in a generation when a community can capitalize on this type of economic development in the heart of its downtown. Timing to move this forward is of paramount importance to Exact Sciences. Our team is prepared to immediately engage with the City of Madison to drive this project forward.

We welcome the opportunity to work with the City of Madison and Exact Sciences to make Judge Doyle Square a reality.

Respectfully submitted,

JDS DEVELOPMENT, LLC

Robert P. Dunn
Partner / Principal-in-Charge

Exact Sciences … A Game-Changing Anchor

It would be hard to imagine a stronger anchor for Judge Doyle Square than Exact Sciences. The company defines all of the characteristics that will make Judge Doyle Square a focal point in our downtown. The growth and energy of this business – centered on the life sciences – defines what Madison will be in the future. This opportunity deserves the effort and energy it will take to bring this to reality in a rapid manner.

Dynamic Program

Our vision for Judge Doyle Square is to assemble a program of uses that will draw people to the site for a broad and diverse program of activities – 365 days-a-year. This is the definition of mixed-use. Our concept for the Civic Core brings together the ideal uses to activate the site across all generations – from live entertainment to novel food concepts – this is the key to success.

Fiscal & Economic Impact

Our Finance Plan provides a preliminary fiscal & economic impact analysis based on our master plan for Judge Doyle Square. The measured impact from this concentration of development – including Exact Sciences – generates a nearly 6 times return in public dollars invested. This is a very high yield on a public investment in civic infrastructure.

Timing is of Paramount Importance

Exact Sciences is experiencing a period of rapid growth and an evolving culture that centers on collaboration. Today the company occupies multiple locations and the importance of consolidating their operations is among their highest priorities. The leadership at Exact Sciences has set the objective for occupancy of a new Corporate Headquarters & Research Facility by the 1st QTR of 2017.

Architectural Vision

The architectural challenge of Judge Doyle Square has been embraced by our design team. Respecting the civic importance of the Madison Municipal Building – innovative design that is an expression of the culture at Exact Sciences – protecting the urban scale of Pinckney Street – civic spaces that are iconic in the community – these are among the greatest challenges with this design. Our vision for Judge Doyle Square captures the spirit of these important issues with an energetic urban design.

Program to Complement Monona Terrace

Destination cities across America are making major investments in their public assembly and hospitality infrastructure. The demands of meeting and convention groups are becoming more centered on the urban experience of the host community. Judge Doyle Square is our chance to level the playing field and shore up Monona Terrace's ability to compete in an ever changing convention industry. The complement of new hotel rooms – combined with a dynamic program of uses that will cater to our visiting guests – is at the heart of our vision for Judge Doyle Square.

The Model for Public-Private Partnership

No TIF toward private investment. Shared capital investment in core civic infrastructure that will create an iconic place in our downtown. Growth in tax base, jobs and spending that will pay dividends to the City of Madison for many generations. Idle real estate back on the tax rolls. These are among the many fiscal gains from this public-private partnership.

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RFQ FORM A

SIGNATURE AFFIDAVIT

Note: This form must be returned with your proposal response.

In signing this proposal, we certify that we have not, either directly or indirectly, entered into any agreement or participated in any collusion or otherwise taken any action in restraint of free competition; that no attempt has been made to induce any other person or firm to submit or not to submit a proposal; that this proposal has been independently arrived at without collusion with any other proposer competitor or potential competitor; that this proposal has not been knowingly disclosed prior to the opening of proposals to any other proposer or competitor; that the above statement is accurate under penalty of perjury.

The undersigned, submitting this proposal, hereby agrees with all the terms, conditions, and specifications required by the City in this Request for Qualifications, and declares that the attached proposal is in conformity therewith, and attests to the truthfulness of all submissions in response to this solicitation.

Proposer shall provide the complete information requested below. Include the legal name of the Proposer and signature of the person(s) legally authorized to bind the Proposer.

Proposal Invalid Without Signature	
SIGNATURE OF PROPOSER:	DATE: April 30, 2015
NAME AND TITLE OF PROPOSER: Robert P. Dunn - Partner / Principal-In-Charge	COMPANY NAME: JDS Development, LLC
TELEPHONE: (608) 274-7447	ADDRESS: 33 E Main Street, Suite 500 Madison, WI 53703
E-mail Address: dunnb@hammescosports.com	
Person to Be Contacted If There Are Questions about Your Proposal (if different from above)	
NAME: Stuart Zadra	TITLE: Project Principal
TELEPHONE: (608) 274-7447	E-mail Address: zadras@hammescosports.com

RFP FORM B

Proposer Profile

1. Proposing Company Name:

JDS Development, LLC

2. FEIN

47-3602961

3. Form of Organization:

☐ Corporation ■ Limited Liability Company ☐ General Partnership
☐ Sole Proprietor ☐ Unincorporated Association ☐ Other:_____.

4. Location of Main Office:

ADDRESS	CITY	STATE	ZIP+4
33 E Main Street, Suite 500	Madison	WI	53703-2287

5. Location of Office servicing City of Madison account:

ADDRESS	CITY	STATE	ZIP+4
33 E Main Street, Suite 500	Madison	WI	53703-2287

6. Principal Information and Contact:

NAME Robert P. Dunn
TITLE: Partner / Principal-In-Charge
TEL (608) 274-7447
TOLL FREE TEL
FAX
E-MAIL dunnb@hammescosports.com

7. Contact Person about your proposal if different from above:

NAME Stuart Zadra
TITLE: Project Principal
TEL (608) 274-7447
TOLL FREE TEL
FAX
E-MAIL zadras@hammescosports.com

RFP FORM C—PAGE 1

PROPOSER REFERENCES

FOR PROPOSER:	JDS Development, LLC (Hammes Company References)		
Provide company name, address, contact person and information and appropriate information on up to five (5) or more development projects with requirement similar to Judge Doyle Square. If proposer is proposing any arrangement involving a third party, the named references should also be involved in a similar arrangement.			
Organization Name	The Steve Tisch Company		
Project Name	MetLife Stadium		
Address (include ZIP)	10202 West Washington Boulevard Culver City, CA 90232		
Contact Person	Steve Tisch	Phone No:	(310) 244-6612
E-mail:	gumptower@aol.com	FAX:	
Contract Period	2004 - 2011		
Services Provided	Project Management		
Organization Name	Mayo Clinic		
Project Name	Destination Medical Center		
Address (include ZIP)	200 First Street SW Rochester, MN 55905		
Contact Person	Lisa Clarke	Phone No:	(507) 266-1285
E-mail:	clarke.lisa@mayo.edu	FAX:	(507) 284-8713
Contract Period	2011 - Present		
Services Provided	Development Management, Market Research, Feasibility, Finance Plan		
Organization Name	City of Allentown		
Project Name	Allentown Arena District		
Address (include ZIP)	435 Hamilton Street Allentown, PA 18101		
Contact Person	Mayor Ed Pawlowski	Phone No:	(610) 437-7546
E-mail:	pawlowski@allentowncity.org	FAX:	
Contract Period	2009 - 2015		
Services Provided	Development Management, Market Research, Feasibility, Finance Plan		

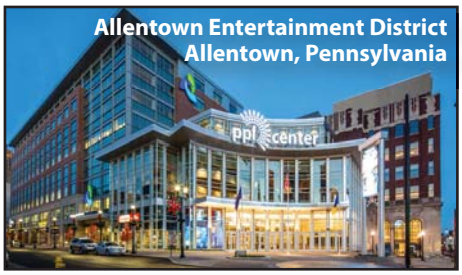
RFP FORM C—PAGE 1

PROPOSER REFERENCES

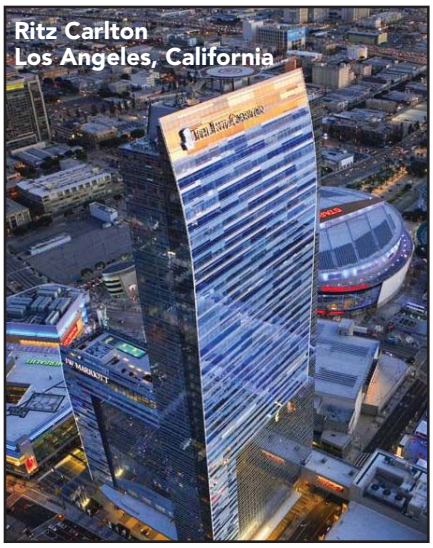
FOR PROPOSER:	JDS Development, LLC (Hammes Company References)		
Provide company name, address, contact person and information and appropriate information on up to five (5) or more development projects with requirement similar to Judge Doyle Square. If proposer is proposing any arrangement involving a third party, the named references should also be involved in a similar arrangement.			
Organization Name	Green Bay Packers		
Project Name	Lambeau Field Expansion and Titletown Development District		
Address (include ZIP)	1265 Lombardi Avenue Green Bay, WI 54304		
Contact Person	Mark Murphy, President & CEO	Phone No:	(920) 569-7319
E-mail:	scottp@packers.com (Exec. Asst.)	FAX:	(920) 569-7309
Contract Period	1999 - 2005; 2008 - 2016		
Services Provided	Development Advisory and Project Management		
Organization Name	University of Wisconsin		
Project Name	Kohl Center		
Address (include ZIP)	833 Kings Way Madison, WI 53704		
Contact Person	Pat Richter	Phone No:	(608) 212-4000
E-mail:	pat@athletics.wisc.edu	FAX:	
Contract Period	1995 - 1998		
Services Provided	Project Developer		
Organization Name	Minnesota Sports Facilities Authority		
Project Name	Minnesota Vikings Stadium		
Address (include ZIP)	511 11th Avenue South, #401 Minneapolis, MN 55415		
Contact Person	Michelle Keim-Helgen	Phone No:	(612) 335-3319
E-mail:	michele.kelm-helgen@msfa.com	FAX:	
Contract Period	2012 - 2016		
Services Provided	Project Management		

CHAPTER 1 - DEVELOPMENT VENTURE AND TEAM

LA Live
Los Angeles, California

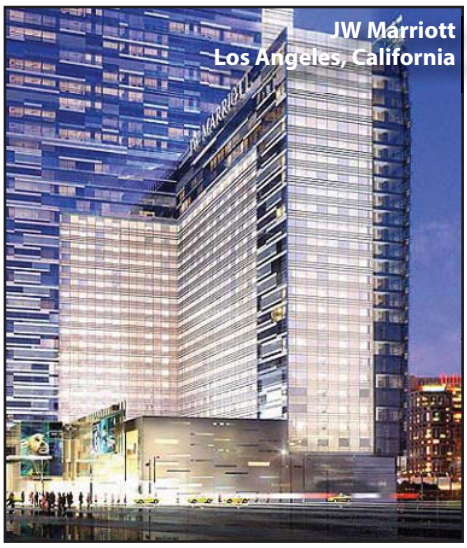

Allentown Entertainment District
Allentown, Pennsylvania

Mayo Clinic / Destination Medical Center
Rochester, Minnesota


Ritz Carlton
Los Angeles, California

The Edgewater Hotel
Madison, Wisconsin

Lambeau Field
Green Bay, Wisconsin


JW Marriott
Los Angeles, California

1.1 LEGAL NAME OF PROPOSER AND OFFICERS AUTHORIZED TO BIND

JDS Development, LLC is pleased to submit the following in response to the Request for Proposals for Judge Doyle Square (the "RFP"). Robert P. Dunn and Edward P. Roski, Jr. are Co-Managing Partners and either is legally authorized to bind the development venture to the development contracts. JDS Development, LLC (herein after "JDS") is a joint venture of Hammes Company Sports Development, Inc. and Majestic Realty Co., has been established for the sole purpose of pursuing the development, finance, marketing and operation of the Judge Doyle Square development project in Madison, Wisconsin.

1.2 KEY ENTITIES COMPRISING OUR TEAM

Hammes Company and Majestic Realty have prepared this proposal in association with a team of the most highly qualified professionals in the industry for a project of this magnitude. Hammes Company and Majestic Realty bring unique qualifications as a master developer from our considerable experience on large mixed-use projects that serve as anchors to their communities. The firms that comprise our Project Team provide a complementary set of core competencies and unparalleled experience in the successful execution of large-scale urban developments. We are a Madison based development organization with a strong working knowledge of the local factors that will drive success of this important development initiative.

JDS Development - A Joint Venture of Hammes Company and Majestic Realty

Master Developer

Hammes Company

Founded in 1989, Hammes Company is a leading real estate development and investment company with offices located in major markets throughout the United States. Hammes Company is compromised of a series of professional service and real estate investment entities which have been established for the purpose of managing, financing and developing complex real estate assets. The firm is currently involved in planning and development assignments with values in excess of $8.3 billion.

Hammes has a broad base of experience in developing successful mixed-use, commercial, hospitality and entertainment projects. Hammes leverages its expertise and knowledge through integrated, strategic planning solutions for complex mixed-use and master planned developments. There are few firms in the industry with the breadth of actual experience in the planning, development, finance and operation of large-scale urban projects that are originated for the purpose of anchoring regional destinations and driving significant fiscal gain to the sponsoring community. Our mission is to develop projects that anchor their communities and which become catalysts for economic and fiscal development in the regions in which we work. In Wisconsin, the firm has been responsible for such notable projects as the Lambeau Field Redevelopment, Kohl Center, Titletown Development District, Miller Park, Aurora Health Care Centers, Medical College of Wisconsin, Brookfield Lakes Corporate Center and most recently The Edgewater Hotel. We believe our background and experience on many similar assignments will be instrumental in leveraging Judge Doyle Square to become an important driver of fiscal growth in Madison for the next generation.

MAJESTIC REALTY CO.
Leaders in Real Estate Development since 1948...

Majestic Realty Co. was founded in 1948 and is based in Los Angeles, California. Majestic owns, develops, manages and leases almost 90 million square feet of property that includes industrial, corporate office, retail, sports and entertainment, residential and hospitality projects. Majestic is recognized as being one of the largest private owners of commercial real estate assets in the United States and has been ranked as the No. 1 developer in California for more than a decade. Majestic continues to grow their list of long-term tenant relationships with many Fortune 500 companies throughout the United States and continues to seek new development opportunities in all markets across the country.

The development expertise built by Majestic Realty over almost 70 years – combined with the financial capacity of the firm – bring tremendous resources to the Judge Doyle Square assignment. A project of this magnitude will require a combination of development acumen

and substantial financing capacity – these are the strengths of Majestic Realty.

Majestic Realty is owned by Edward P. Roski, Jr. and the firm is active in many major markets across the United States, including Wisconsin. Mr. Roski is one of the most active members of the business community in California and many other communities and serves on numerous organizations and boards, including chairman of the Board of Trustees at the University of Southern California. Mr. Roski is part owner of the Los Angles Kings and Los Angeles Lakers professional sports franchises.

Other Team Members

KMD ARCHITECTS

Kaplan McLachlan Diaz Architects (KMD)

Design Architect

For five decades, KMD Architects has stood out among its peers in the architecture and design industry. Founded in 1963, the young San Francisco, California-based firm quickly grew into an international multi-practice design powerhouse. KMD is known worldwide for design excellence in a wide array of building types from urban mixed-use to corporate, commercial, healthcare and academic. The firm is one of the most recognized in the industry and has established a reputation for exceptional design among its various practice areas.

Workplaces That Inspire Creativity and Innovation

Through researching the economic, legal, cultural, political and technological components of how their Silicon Valley and international clients work and innovate, KMD has come to believe that creativity and innovation can be nurtured by creating highly interactive workplaces inspired by high density campus learning environments. In this manner, KMD designs workplace environments to be places of learning, creative interaction, dynamic public spaces, dialogue, risk taking, experimentation and growth.

Hammes Company and Exact Sciences evaluated many design professionals in the selection of KMD Architects for this assignment. The desire to create a dynamic world-class corporate and research environment for Exact Sciences requires a specialized blend of design talent, creativity and relevant experience. KMD's ability to understand the culture of Exact Sciences and drive toward a working environment that defines the culture of Exact Science's has been instrumental in the evolution of our master plan for Judge Doyle Square.

Experience Oriented Destinations

KMD has pioneered the design of mixed-use environments as places of enjoyment, creativity, entertainment and rich cultural expression. In this sense, KMD has integrated their unique urban design approach and placemaking ethic as the driver for community oriented mixed-use developments. KMD is also driven by the consumer's desire for original and authentic urban experiences. Through integrating unique mixed-use and office programs with local community amenities, KMD has created many award winning mixed-use centers that are loved by the public, merchant tenants and property owners.

Potter Lawson
Success by Design

Potter Lawson

Architect of Record

Potter Lawson offers professional planning, architecture, interior design, cost estimating and construction administration services. For over a century, Potter Lawson has designed Madison's landmarks. Founded in 1913, the Madison, Wisconsin company has designed

the most recognizable buildings in the city, including Monona Terrace Convention Center, Overture Center for the Arts, Madison Central Public Library, Rennebohm Hall School of Pharmacy, Genetics Biotechnology Building and the Invitrogen Corporate Headquarters. Most recently, Potter Lawson completed the Block 100 Foundation Project on State Street which has re-energized and transformed this area around the Capitol Square.

Potter Lawson is Madison's oldest architectural firm. The firm has demonstrated its commitment to high quality planning and design in the Madison community for several generations. No other firm can match Potter Lawson's knowledge and understanding of the local fabric of design in Madison.

JDS Development, LLC has assembled the ideal planning and design team to spearhead the effort to transform Judge Doyle Square into the character defining development of our downtown and a place Exact Sciences will proudly call home for the next generation.

CG Schmidt

Construction Management

CG Schmidt, a family-owned company since 1920, provides clients with professional construction management services, specializing in corporate, education, industrial, healthcare, senior living, hospitality and cultural markets. Now a fourth-generation firm, CG Schmidt is led by President and Chief Executive Officer, Richard L. Schmidt, Jr. With locations in Milwaukee and Madison, the company has enjoyed much success and grown dramatically, being ranked in the top 100 largest construction managers in the country by Engineering News Record.

CG Schmidt employs roughly 80 full-time, professional office staff and between 170-250 field staff. Some of CG Schmidt's major projects include the Milwaukee Art Museum's Calatrava and Parking Structure which received the Build America Award in 2001, GE Healthcare's New World Headquarters, UW-Madison Union South, Spectrum Brands Corporate offices, Northwestern Mutual Tower and Commons, 833 East Michigan, and Uline Corporate Headquarters. These are some of the most dynamic and well designed corporate headquarters in Wisconsin. CG Schmidt's current experience on the Northwestern Mutual Tower and Commons and 833 East Michigan are perhaps the most relevant comparable projects to analyze in relation to Exact Sciences. Their knowledge and experience with the design, cost histories and constructability issues will continue to be instrumental in the evolution of design and construction on Judge Doyle Square.

Miron Construction

Construction Management

Miron Construction Co., Inc., has provided professional construction services to clients throughout the Midwest, with an expanded geographical reach across the U.S., for the past ninety-seven years. Miron is a privately-held corporation and has approximately 1,200 employees.

Miron is the largest Wisconsin-based contractor in the Midwest as ranked by ENR Midwest, and is listed among the top 100 general contractors in the United States by Engineering News Record. Some of Miron's current and past Dane County experience includes the UW-Madison's Grainger Hall Addition, the Dane County Courthouse, UW-Madison Memorial Union Redevelopment Project Phase II and Alumni Park, Dane County

Regional Airport Parking Structure Expansion, New Hollands Pavilions at the Alliant Energy Center and UW-Madison Dejope Residence Hall.

Hammes Company has an extensive working relationship with Miron including all prior redevelopment work at Lambeau Field and the current expansion, totaling more than $600 million over 10 years.

The Bartolotta Restaurants

Food Hall Operations

Brothers Joe and Paul Bartolotta of Wauwatosa, Wisconsin collaborated to realize their dream of creating signature restaurants in Wisconsin. Paying homage to their Italian family name, Ristorante Bartolotta opened in March of 1993. Embracing the culinary concept of "cucina rustica," the restaurant offers simple, traditional Italian dishes using the freshest ingredients available.

Drawing upon Paul's extensive culinary training in Italy as a basis for the menu, Ristorante Bartolotta became an immediate sensation in Milwaukee, garnering four stars and consistent recognition as the city's best Italian restaurant. Ristorante Bartolotta drew national attention in 2006 when it was awarded the DiRoNA Award from Distinguished Restaurants of North America.

For over two decades, The Bartolotta Restaurants added a variety of fine dining and casual concepts to its portfolio. Joe, Paul and The Bartolotta Restaurants family will continue to grow their lineup of distinguished Wisconsin venues and look forward to potential expansion throughout the Midwest.

The Bartolotta Restaurants recently opened the Food Hall at the U.S. Bank Tower in Downtown Milwaukee. This has quickly become one of the most energized food environments in the greater Milwaukee Area.

The Marcus Corporation

The Marcus Corporation

Hotel Operations

The Marcus Corporation's full-service lodging division, Marcus Hotels and Resorts, currently owns or manages nearly 20 hotels and resorts in nine states. With expertise in management, development and renovations, Marcus Hotels and Resorts has assembled a distinctive portfolio of properties including urban and suburban hotels, upscale resorts and historic properties. Some of these include the Pfister Hotel, Hilton Milwaukee City Center and InterContinental Milwaukee in Milwaukee, Wisconsin; the Grand Geneva Resort & Spa in Lake Geneva, Wisconsin; the Hilton Madison at Monona Terrace in Madison, Wisconsin; the Skirvin Hilton in Oklahoma City, Oklahoma; the Hotel Phillips in Kansas City, Missouri; The Platinum Hotel & Spa in Las Vegas, Nevada; and Resorts Suites in Scottsdale, Arizona.

The Marcus Corporation has earned a reputation for excellence. Since 1935, the company's dedicated associates have provided guests with exceptional quality and outstanding service as part of its dedication to "People Pleasing People." It is this pledge that makes The Marcus Corporation a leader in the entertainment and lodging industries today.

GOOD KARMA BRANDS

Good Karma Brands

Broadcast, Media & Sponsorship

Good Karma Brands (GKB) is primarily a marketing company with expertise in sports and event marketing, but the firm has diversified over the past few years and have added a number of premium brands to the GKB family. They pride themselves on offering best in class solutions and service for their partners and audience. GKB is a best practices leader within ESPN Audio, owning and operating over 10 ESPN radio stations in Ohio, Florida and Wisconsin. They have expanded its reach into digital assets, wireless, event planning and fan experiences.

Delos

Health & Wellness Programming

As the pioneer of Wellness Real Estate™ and founder of the WELL Building Standard®, Delos is transforming homes, offices, schools and other indoor environments by placing health and wellness at the center of design and construction decisions. The Delos platform includes research, consulting, real estate development and innovative solutions for the built environment – creating spaces that nurture and promote human health and well-being.

Exploring the intersection between people and the built environment, Delos creates spaces that actively contribute to human health, performance and well-being by marrying the best innovations in technology, health, science, design and enterprise. Delos sees the built environment as an asset to maximize human potential, and envision environments that enhance us – that are both proactive and reactive – to live better by cultivating healthy lifestyle choices and helping prevent health problems before they begin.

Exact Sciences Corporation

Exact Sciences Corporation, with their principal offices located in Madison, Wisconsin, is a molecular diagnostics company founded in 1995 that is focusing on the early detection of colorectal cancer. Exact Sciences developed a non-invasive, patient friendly screening test for the early detection of colorectal cancer and pre cancers. This test, Cologuard, was approved by the U.S. Food and Drug Administration ("FDA") in August 2014. Cologuard is the first and only FDA approved stool DNA based colorectal cancer screening test. Exact Sciences also received a proposed coverage memorandum from the Centers for Medicare and Medicaid Services ("CMS"). These approvals resulted in the need for a rapid expansion of Exact Sciences to accommodate their recent commercialization of Cologuard.

Exact Sciences entered into a partnership with Hammes Company to plan, build, finance and operate a new Corporate Headquarters and Research Facility for the firm in the greater Madison area. Hammes Company was engaged by Exact Sciences for this assignment given the firm's background, experience and expertise developing dynamic mixed-use environments. Hammes Company's extensive experience and expertise in the delivery of complex health care and research facilities for leading institutions

throughout the United States such as Mayo Clinic, Aurora Health Care and numerous others, was instrumental in the selection of Hammes by Exact Sciences. The specialized nature of this facility requires a firm with the expertise to address the many unique factors that are involved in the planning and financing of this type of real estate.

Hammes Company and Exact Sciences have been working for many months to establish a long-term facility program that will accommodate the firm's growth well into the future. It is imperative that the program established for Judge Doyle Square address all of the critical design criteria set forth in the Program Statement established for the planned new Corporate Headquarters and Research Facility. The programmatic needs of Exact Sciences will include the following departments: corporate office, operations, manufacturing, clinical, regulatory, quality assurance, research and development. The firm has established other program requirements that will be satisfied within the area occupied by Exact along with certain elements of the mixed-use program that will provide supporting amenities to the firm.

There are several important planning criteria that are defined in the Exact Sciences Program Statement that are integral in the master plan for Judge Doyle Square. Some of the most important planning criteria that are being developed with Exact Sciences and must be addressed in any new corporate location, include:

- Design quality and character that defines the culture of Exact Sciences
- A dynamic mixed-use environment
- Importance of meeting defined technology and sustainability initiatives
- Expandability to efficiently meet the long-term growth requirements of Exact Sciences as set forth in the Program Statement
- Schedule to meet Exact Sciences required occupancy date

Exact Sciences staff in 2012 before FDA approval. Staff size has more than tripled since FDA approval of the Cologard test.

The expansion potential of Exact Sciences is an issue of paramount importance. Hammes Company has been working with the design team to establish an expansion program for the Judge Doyle Square site that can address the long-term requirements of Exact Sciences. We will be pleased to review the specific requirements and approach to this important condition with the City of Madison at the appropriate time.

1.3 KEY PROJECT TEAM MEMBERS

JDS Development, LLC has established a Project Team for this assignment that brings both the experience and specialized knowledge needed to tackle all the major facets of project delivery for Judge Doyle Square and Exact Sciences. Our Project Team has been assembled to address each of the key project activities that will be critical to the success of Judge Doyle Square, including:

- Significant experience with complex mixed-use developments
- Extensive experience in the planning and development of highly specialized health care and research facilities
- Knowledge and experience of the local markets
- Hospitality and public assembly venue experience
- Expertise in the finance of urban mixed-use projects and single purpose research and development facilities
- Leadership on major public sector projects
- Considerable affirmative action / EEO experience and success on large projects
- Specialized expertise in hotel and food & beverage operations integrated in mixed-use centers
- Familiarity with local building codes and entitlement process
- Multi-disciplinary real estate development expertise (i.e. finance, marketing, venue operations and management, design management, etc.)

Key Personnel

Key personnel are listed below, with resumes included in Section 1.4 and roles outlined in Section 1.5.

- **ROBERT P. DUNN**
  Co-Managing Partner
- **EDWARD P. ROSKI, JR.**
  Co-Managing Partner
- **STUART ZADRA**
  Project Principal
- **MATT MORRIS, PE**
  Development Manager / Project Director
- **CHUCK BERNHAGEN**
  Director of Development
- **PHILIP SAUTEBIN**
  Director of Finance
- **ERIC DEWALD**
  Finance Manager
- **R. KEITH ROWAN**
  Community Development Manager
- **SEAN HUANG**
  Design Architect Principal
- **ERIC LAWSON**
  Architect of Record Principal
- **JODY SHAW**
  Architect of Record Project Manager
- **JOE BARTOLOTTA**
  Restaurant Operations
- **BILL REYNOLDS**
  Hotel Operations
- **CRAIG KARMAZIN**
  Broadcast, Media & Sponsorship
- **ALFREDO CARVAJAL**
  Health & Wellness Program

1.4 DEVELOPMENT MANAGER / RESUMES

Development Manager / Project Director

JDS will assign Matt Morris as our Development Manager to lead the assignment on a dedicated full-time basis.

Resumes

Resumes of key individuals proposed for this assignment are included on the following pages. JDS provides the proposed Project Team that will manage the day-to-day requirements for the Project.

Point of Contact Relating to RFP

Stuart Zadra
Hammes Company
33 E Main Street, Suite 500
Madison, WI 53703
Phone: (608) 274-7447
Fax: (608) 274-7442
zadras@hammescosports.com

Resumes for all key team members are included on the following pages.

ROBERT P. DUNN

Co-Managing Partner

Hammes Company

Robert P. Dunn is the Managing Partner and President of Hammes Company. Mr. Dunn has been active in the real estate development and construction industries for 28 years and affiliated with Hammes Company for over 21 years. In his capacity at Hammes Company, Mr. Dunn is responsible for the management of each of the firm's operating divisions, which focus on the planning, development, finance, marketing and operation of major commercial, sports and entertainment, academic and health care projects throughout the United States and abroad. Mr. Dunn has been directly responsible for sports, entertainment and mixed-use commercial real estate development projects valued in excess of $8.5 billion.

Experience

Mr. Dunn is recognized throughout the real estate development industry for his leadership and direction on a number of the nation's largest and most complex urban mixed-use and destination oriented developments. These projects span a broad spectrum of project types in diverse markets from New York to Los Angeles. Today, Mr. Dunn serves as the Principal-in-Charge on the Mayo Clinic - Destination Medical Community assignment as well as on the Lambeau Field Expansion and Minnesota Vikings Stadium among others. Recently, Mr. Dunn completed his duties as the Principal-in-Charge on the Allentown Entertainment District and on MetLife Stadium – one of the largest urban mixed-use developments in the United States and the largest sports project developed in the world. Robert Dunn maintains an active role in all projects developed by the firm and is highly regarded for his efforts to structure public-private partnerships on complex real estate transactions.

Educational Background

Master of Science, Real Estate Development & Investment Analysis - Georgia State University

Bachelor of Science, Economics - University of Wisconsin - Madison

Representative Assignments

- Lambeau Field Expansion and Titletown Development District - Green Bay, Wisconsin
- The Edgewater Hotel - Madison, Wisconsin
- Kohl Center - Madison, Wisconsin
- Minnesota Vikings Stadium - Minneapolis, Minnesota
- Destination Medical Center - Mayo Clinic - Rochester, Minnesota
- DATCP Building - Madison, Wisconsin
- Fluno Center - Madison, Wisconsin
- Allentown Entertainment District - Allentown, Pennsylvania
- Cleveland Waterfront District - Cleveland, Ohio
- MetLife Stadium - East Rutherford, New Jersey
- National Football League - Los Angeles Stadium - Los Angeles, California
- Ford Field - Stadium - Detroit, Michigan
- Miller Park – Milwaukee, Wisconsin

EDWARD P. ROSKI, JR.

Co-Managing Partner

MAJESTIC REALTY CO.
Leaders in Real Estate Development since 1948

Ed Roski is President and Chairman of the Board of Majestic Realty Co., one of the largest privately held real estate companies in the United States. Mr. Roski oversees all development and investment activities of the Majestic Realty organization and is directly responsible for the investment activities for one of the largest single commercial real estate portfolios in North America.

Mr. Roski graduated from the University of Southern California in 1962 with a Bachelor of Science degree in Finance and Real Estate. He served as an officer in the United States Marine Corps from 1962 to 1966 where he was decorated for bravery with two Purple Hearts. Mr. Roski joined Majestic Realty in 1966 and served as its President since 1994 and also its Executive Vice President and Chief Operating Officer from 1978 to 1994.

In 2002, Mr. Roski initiated the Majestic Realty Foundation whose charitable giving and community outreach focuses on youth, family, education, health and violence prevention. Mr. Roski takes an active role in cultural and educational development, serving as Chairman of the Board of Trustees at the University of Southern California as well as on boards of the Los Angeles County Museum of Art (LACMA), the Bowers Museum, The California Science Center, the Natural History Museum of Los Angeles County, and the Los Angeles Sports & Entertainment Commission. Mr. Roski serves on the board of trustees of the National Geographic Society, serving on the Executive Committee.

In 2007, he co-founded the Land of the Free Foundation, where he currently serves as President, to help families of our country's war veterans.

Educational Background

Bachelor of Science, Finance and Real Estate - University of Southern California

Representative Assignments

- NFL - Los Angeles - City of Industry, California
- The Stockyards - Ft Worth, Texas
- Staples Center - Los Angeles, California
- LA Live - Los Angeles - California
- Majestic Bethlehem Center - Bethlehem, Pennsylvania
- Pacific Palms Resort - City of Industry, California
- Crossroads Business Park - City of Industry, California
- Majestic Airport Center - Ontario, California
- The Majestic Spectrum - Chino, California
- Sunset Parkway Business Center - Las Vegas, Nevada
- Majestic Airport Center - Majestic, California

STUART J. ZADRA

Hammes Company

Project Principal

Stuart J. Zadra is a Vice President and Principal with Hammes Company. Mr. Zadra has been active in the real estate development industry for 29 years, with Hammes for 17 years. Mr. Zadra is responsible for managing the development, financing, design, construction, marketing and operations of major mixed-use projects throughout the United States.

Experience

Mr. Zadra has a broad base of experience in development and project management for sports, entertainment and corporate clients. Mr. Zadra was Hammes Company's Project Director for the Lambeau Field Redevelopment for the Green Bay Packers, Allentown Entertainment District, CASB's Fluno Center for Executive Education and LA Stadium at Grand Crossing. Currently, Mr. Zadra is leading the Lambeau Field Expansion and Titletown Development District project for the Green Bay Packers. Previously, Mr. Zadra was with privately held development firms, managing office, hospitality, retail and residential developments. Mr. Zadra would lead the Judge Doyle Square project.

Educational Background

Master of Science, Real Estate Appraisal and Investment Analysis - University of Wisconsin - Madison

Bachelor of Science, Mechanical Engineering - University of Wisconsin - Madison

Representative Assignments

- Lambeau Field Redevelopment - Green Bay, Wisconsin
- Allentown Entertainment District - Allentown, Pennsylvania
- Lambeau Field Expansion and Titletown Development District - Green Bay, Wisconsin
- Greektown Hotel & Casino - Detroit, Michigan
- Fluno Center - Madison, Wisconsin
- Cabela's - Green Bay, Wisconsin
- Cleveland Waterfront District - Cleveland, Ohio
- 789 N. Water Street - Milwaukee, Wisconsin
- Stadium at Grand Crossing - Los Angeles, California
- Minnesota Vikings - Anoka County, Minnesota
- Milwaukee Secure Detention Facility - Milwaukee, Wisconsin
- US Bank Parking Structure - Milwaukee, Wisconsin
- Dolphins Stadium - Miami, Florida

MATT J. MORRIS, PE

Development Manager / Project Director

Hammes Company

Matt Morris is a Project Director with Hammes Company with primary responsibility in the management and coordination of large-scale project management assignments in the United States. Mr. Morris has been active in the real estate development and construction industry for over 19 years.

Experience

Mr. Morris has a broad base of experience in development, construction and project management for corporate and sports clients. Most recently, Mr. Morris was a Project Director for the Allentown Entertainment District project completing this mixed-use development in Allentown, Pennsylvania. Mr. Morris previously was Project Manager for the MetLife Stadium as well as for the construction of the Greektown Hotel, Casino Expansion and Parking Structure in Detroit, Michigan. His past experience includes Project Manager duties on Lambeau Field Redevelopment and the Packer Hall of Fame in Green Bay, Wisconsin.

Educational Background

Master of Science, Civil and Environmental Engineering / Construction Engineering and Management - University of Wisconsin - Madison

Bachelor of Science, Civil and Environmental Engineering / Construction Engineering and Management - University of Wisconsin - Madison

Registrations

- Wisconsin Professional Engineer - 2007

Representative Assignments

- PPL Center - Allentown, Pennsylvania
- The Edgewater Hotel - Madison, Wisconsin
- MetLife Stadium - East Rutherford, New Jersey
- Marriott Renaissance Hotel - Allentown, Pennsylvania
- Lehigh Valley Health Network One City Center - Allentown, Pennsylvania
- Lambeau Field Redevelopment - Green Bay, Wisconsin
- Fluno Center - Madison, Wisconsin
- Milwaukee Secure Detention Facility - Milwaukee, Wisconsin
- Greektown Hotel, Casino & Parking Structure - Detroit, Michigan
- Mohegan Sun Arena - Wilkes Barre, Pennsylvania
- Kohl Center - Madison, Wisconsin

CHUCK BERNHAGEN

Director of Development

Hammes Company

Chuck Bernhagen is a Director of Development with Hammes Company with primary responsibility in the management and coordination of large-scale project management assignments in the United States. Mr. Bernhagen has been active in the real estate development and construction industry for over 35 years.

Experience

Mr. Bernhagen has a broad base of experience in development, construction and project management for corporate, healthcare and sports clients. Mr. Bernhagen previously was Project Director for the Lambeau Field Expansion. His past experience includes work as the Program Manager / Owner's Representative on the design and construction of the new Monroe Hospital and Clinic in Monroe, Wisconsin, the Elmhurst Replacement Hospital in Elmhurst, Illinois and an addition to the Trinity Hospital in Fort Dodge, Iowa. Mr. Bernhagen brings an extensive background and understanding of complex research facility design and construction to the Exact Sciences portion of Judge Doyle Square.

Educational Background

Bachelor of Science in Civil Engineering and Construction Administration - University of Wisconsin, Madison

Registrations

- Certified Construction Contract Administrator (CCCA)
- Construction Documents Technology (CDT)
- ASIS-PSP Physical Security Professional
- LEED-AP Accredited Professional
- Member Wisconsin Hospital Engineers Association (WHEA)
- Member American Society of Healthcare Engineers Association (ASHEA)

Representative Assignments

- Lambeau Field Redevelopment - Green Bay, Wisconsin
- Restaurant at Lambeau Field - Green Bay, Wisconsin
- Green Bay Packers Hall of Fame - Green Bay, Wisconsin
- Monroe Clinic & Hospital - Monroe, Wisconsin
- Trinity Hospital Addition - Fort Dodge, Iowa
- Elmhurst Replacement Hospital - Elmhurst, Illinois
- Covance Clinical Research Unit - Madison, Wisconsin
- University of Wisconsin Hospital and Clinics - Madison, Wisconsin

PHILLIP SAUTEBIN

Director of Finance

Hammes Company

Philip Sautebin is the Director of Finance with Hammes Company. Mr. Sautebin's background includes financial and contract management for major building projects, including several notable projects throughout the United States and Canada.

Experience

Mr. Sautebin has been with Hammes Company for over 15 years. His recent experience includes financial management and contract management duties on the Allentown Entertainment District, The Edgewater Hotel, Minnesota Vikings Stadium, MetLife Stadium, Ford Field, Greektown Hotel & Parking Structure and Lambeau Field Expansion for the Green Bay Packers.

Educational Background

Bachelor of Business Administration, Accounting; Finance, Investment & Banking - University of Wisconsin – Madison

Registrations

- Certified Public Accountant

Representative Assignments

- Minnesota Vikings Stadium - Minneapolis, Minnesota
- Lambeau Field Expansion and Titletown Development District - Green Bay, Wisconsin
- Allentown Entertainment District - Allentown, Pennsylvania
- Cleveland Waterfront District - Cleveland, Ohio
- The Edgewater Hotel - Madison, Wisconsin
- National Football League Los Angeles Stadium - Los Angeles, California
- New Meadowlands Stadium - East Rutherford, New Jersey
- Greektown Hotel & Parking Structure - Detroit, Michigan
- Dolphins Stadium - Miami, Florida
- Georgia Dome - Atlanta, Georgia
- University of Miami - Miami, Florida
- Minnesota Vikings - Anoka County, Minnesota
- Lambeau Field Redevelopment - Green Bay, Wisconsin
- Ford Field Stadium - Detroit, Michigan
- MTS Centre - Winnipeg, Manitoba
- Wachovia Arena - Wilkes-Barre, Pennsylvania

ERIC DEWALD

Finance Manager

Hammes Company

Eric DeWald is a Finance Manager for the Hammes Company. Mr. DeWald's duties primarily consist of market research, financial modeling and project finance. His background includes an education in construction management, as well as a graduate degree in real estate development and finance.

Experience

Mr. DeWald has been with Hammes Company for over 12 years. His recent experience includes serving as the Finance Manager for a variety of sports and commercial real estate projects with property types ranging from sports and entertainment, mixed-use and corporate office as well as multi-family residential. Some of the assignments he has been involved with include the MetLife Stadium for the New York Giants, the Destination Medical Community for the Mayo Clinic, the development of the Allentown Entertainment District, the redevelopment of Lambeau Field for the Green Bay Packers, as well as an arena and mixed-use development for the NHL's Pittsburgh Penguins.

Educational Background

Master of Business Administration, Real Estate - University of Wisconsin – Madison

Bachelor of Science, Civil Engineering, Emphasis in Construction Management - University of Wisconsin – Madison

Representative Assignments

- Lambeau Field Expansion and Titletown Development District - Green Bay, Wisconsin
- Allentown Entertainment District - Allentown, Pennsylvania
- Cleveland Waterfront District - Cleveland, Ohio
- Destination Medical Center - Mayo Clinic, Rochester, Minnesota
- New Meadowlands Stadium - East Rutherford, New Jersey
- LA Stadium - Los Angeles, California
- The Edgewater Hotel - Madison, Wisconsin
- Lambeau Field Redevelopment - Green Bay, Wisconsin
- Pittsburgh Penguins Arena and Mixed-Use Development - Pittsburgh, Pennsylvania
- Pabst Farms - Oconomowoc, Wisconsin
- Minnesota Vikings - Anoka County, Minnesota
- Dolphins Stadium - Miami, Florida
- Georgia Dome - Atlanta, Georgia

R. KEITH ROWAN

Community Development Manager

Hammes Company

Keith Rowan oversees Community Development for the Hammes Company. Mr. Rowan has been active in architecture, project management, real estate development, and construction advisory for over 25 years. Mr. Rowan's experience covers all the stages in the life-cycle of large scale urban development, major capital construction programs including: market and financial feasibility analysis of mixed-used development projects, master plan preparation, design and construction oversight, economic development and community engagement programs.

Experience

Mr. Rowan has a broad base of experience in planning and providing oversight of large-scale mixed development and major capital construction programs. At Hammes Company, Mr. Rowan's experiences include the Destination Medical Center, a $5.6 billion redevelopment plan for Rochester, Minnesota – the location of the Mayo Clinic's main campus. Previously, Mr. Rowan has held senior positions at AKRF, a New City planning and consulting firm, and Ernst & Young where he advised U.S. and international clients involved in large-scale urban mixed-use development and capital construction projects. Prior to AKRF and Ernst & Young, Mr. Rowan held senior design and construction project management positions in the public sector. He is also a licensed architect (State of New York).

Educational Background

Master of Business Administration, Real Estate and Finance - Kellogg School of Management at Northwestern University

Master of Architecture, Massachusetts Institute of Technology

Bachelor of Arts, Williams College

Registrations

- New York Architectural Registration

Representative Assignments

- Destination Medical Center - Rochester, Minnesota
- Pier Mixed-Use Feasibility Study - Long Branch, New Jersey
- Masdar City, New Green City Project - Abu Dhabi, UAE
- Urban Casino Feasibility Analysis - Philadelphia, Pennsylvania
- Destiny USA Mixed-Use Destination Resort - Syracuse, New York
- Coney Island Strategic Redevelopment Plan - Brooklyn, New York
- Cleveland Public Library Historic Renovation & New Wing - Cleveland, Ohio
- New York City School Construction Authority (new school projects) - New York, New York
- Memphis Housing Authority (housing privatization) - Memphis, Tennessee

SEAN HUANG

KMDARCHITECTS

Design Architect Principal

Sean Huang is a Design Principal for KMD Architects. Mr. Huang has over 27 years of professional experience in architecture, with KMD for 18 years. Mr. Huang has designed award winning commercial, retail, healthcare, academic and large urban mixed-use projects globally, leveraging the collective knowledge to ensure the connection of trends and quality in all of KMD's design work. Mr. Huang is currently serving as design principal for KMD and several key elements of the Destination Medical Center for Hammes Company.

Experience

Mr. Huang's experience includes the master planning of the 640 acre campus for General Motors Corporation, the Sun MicroSystems Campus Master Plan, MD Anderson Cancer Center, The Carlyle and the Barra Entertainment Center. Mr. Huang also was the Lead Architect on the Ford Field Stadium / Ford Center Master Plan in Detroit, Michigan.

Educational Background

Bachelor of Architecture, California Polytechnic State University (Honors at Acceptance)

Professional Affiliations

- American Institute of Architects (AIA)
- Urban Land Institute (ULI)
- Associated Colleges and Universities International (ACUI)

Representative Assignments

- General Motors Corporation, Warren Technical Center - Warren, Michigan
- Sun Microsystems Dublin Campus Master Plan - Dublin, California
- Minhang Regional Retail Center - Shanghai, China
- Battelle Memorial Institute, Computational Sciences Facility - Richland, Washington
- 199 Fremont - San Francisco, California
- Kookmin Bank Headquarters - Seoul, Korea
- New South Pasadena Downtown - South Pasadena, California
- Ford Field - Detroit, Michigan
- MD Anderson Cancer Center - Houston, Texas
- The Carlyle Residences - Los Angeles, California
- The Barra Entertainment Center - Rio de Janeiro, Brazil

ERIC LAWSON

Architect of Record Principal

Eric Lawson is President of Potter Lawson. Mr. Lawson assumes ultimate responsibility for client satisfaction and project performance for Potter Lawson. Mr Lawson's leadership in management, architecture and construction has prepared him to be an informed and effective mentor to all functional areas of the company. High on Mr. Lawson's list of business priorities are the values of corporate citizenship, professional ethics and environmentally responsible project delivery practices. As a result of his hands-on management style, projects under his executive direction have consistently met cost, schedule and quality targets. Mr. Lawson has over 26 years of experience in the architectural industry.

Experience

Mr. Lawson's experience includes leadership on the Overture Center for the Arts, University Square Development as well as the recently completed Block 100 Redevelopment in downtown Madison. Mr. Lawson was also previously involved in the original Master Plan for Judge Doyle Square.

Educational Background

University of Illinois – Urbana Champaign, Master of Architecture

University of Wisconsin - Milwaukee, Bachelor of Architecture

Registrations

- Wisconsin Architectural Registration - 1991
- Illinois Architectural Registration - 1994
- North Carolina Architectural Registration - 2011
- Iowa Architectural Registration - 2012
- Missouri Architectural Registration – 2012

Representative Assignments

- University Square Development – Madison, Wisconsin
- Monona Terrace Community & Convention Center – Madison, Wisconsin
- Overture Center for the Arts – Madison, Wisconsin
- Block 100 Redevelopment – Madison, Wisconsin
- Dayton Square Development – Madison, Wisconsin

1.5 ORGANIZATIONAL STRUCTURE

ROBERT P. DUNN — CO-MANAGING PARTNER

EXPERIENCE

Mayo Clinic / DMC

Allentown Entertainment District

Lambeau Field

RESPONSIBILITIES

- Contract Administration & Legal Documentation
- Prepare Project Management Plan
- Establish Scope of Work for Project Team
- Facility Operations Organization and Analysis
- Project Financing and Ownership Structures
- Financing Requirements

EDWARD P. ROSKI, JR. — CO-MANAGING PARTNER

EXPERIENCE

J.W. Marriott - Los Angeles

Staples Center

Pacific Palms

RESPONSIBILITIES

- Establish Scope of Work for Project Team
- Facility Operations Organization and Analysis
- Project Financing and Ownership Structures
- Financing Requirements

STUART J. ZADRA — PROJECT PRINCIPAL

EXPERIENCE

Allentown Entertainment District

Lambeau Field

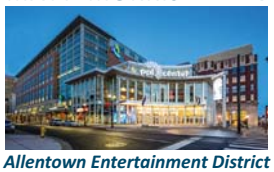
Fluno Center

RESPONSIBILITIES

- Design Management and Scope Oversight
- Prepare Project Workplan
- Master Project Budget / Master Project Schedule Oversight
- Project Financial Model Review
- Document Review
- Prepare Project Management Plan

MATT MORRIS – DEVELOPMENT MANAGER / PROJECT DIRECTOR

EXPERIENCE


Allentown Entertainment District

Fluno Center

Kohl Center

RESPONSIBILITIES

- Management and Coordination of Project Team
- Contractor / Consultant Selection & Management
- Liaison with City
- Liaison with Architect / Engineer(s) & Contractor
- Administer Project Workplan
- Master Project Budget / Master Project Schedule
- Oversee Contractor Procurement Plan
- Document Review

CHUCK BERNHAGEN — DIRECTOR OF DEVELOPMENT

EXPERIENCE

Lambeau Field

Monroe Clinic & Hospital

Elmhurst Memorial Hospital

RESPONSIBILITIES

- Administer Project Workplan
- Administration and Documentation
- Market Area Assessment
- Implement Master Project Budget / Schedule
- Coordinate Project Meetings
- Design Concepting and Scope Definition
- Day to Day Architect & Contractor Management

PHILIP SAUTEBIN — DIRECTOR OF FINANCE

EXPERIENCE

Allentown Entertainment District

Vikings Stadium

Lambeau Field

RESPONSIBILITIES

- Project Accounting and Cost Control System(s)
- Insurance Administration Program
- Bonding Requirements and Documentation
- Application for Payment Process and Procedures
- Process Request Contracts and Change Requests
- Cash Management Program
- Lien Waivers
- Contract Close-Out and Final Payment(s)

ERIC DEWALD — FINANCE MANAGER

EXPERIENCE

Lambeau Field

Mayo Clinic / DMC

Allentown Entertainment District

RESPONSIBILITIES

- Financial Modeling
- Construction Cost Assessments
- Cost Analyses
- Internal Cost Audits
- Process Improvement Studies
- Risk Assessment

R. KEITH ROWAN — COMMUNITY DEVELOPMENT MANAGER

EXPERIENCE

Mayo Clinic / DMC

Cleveland Public Library Renovation

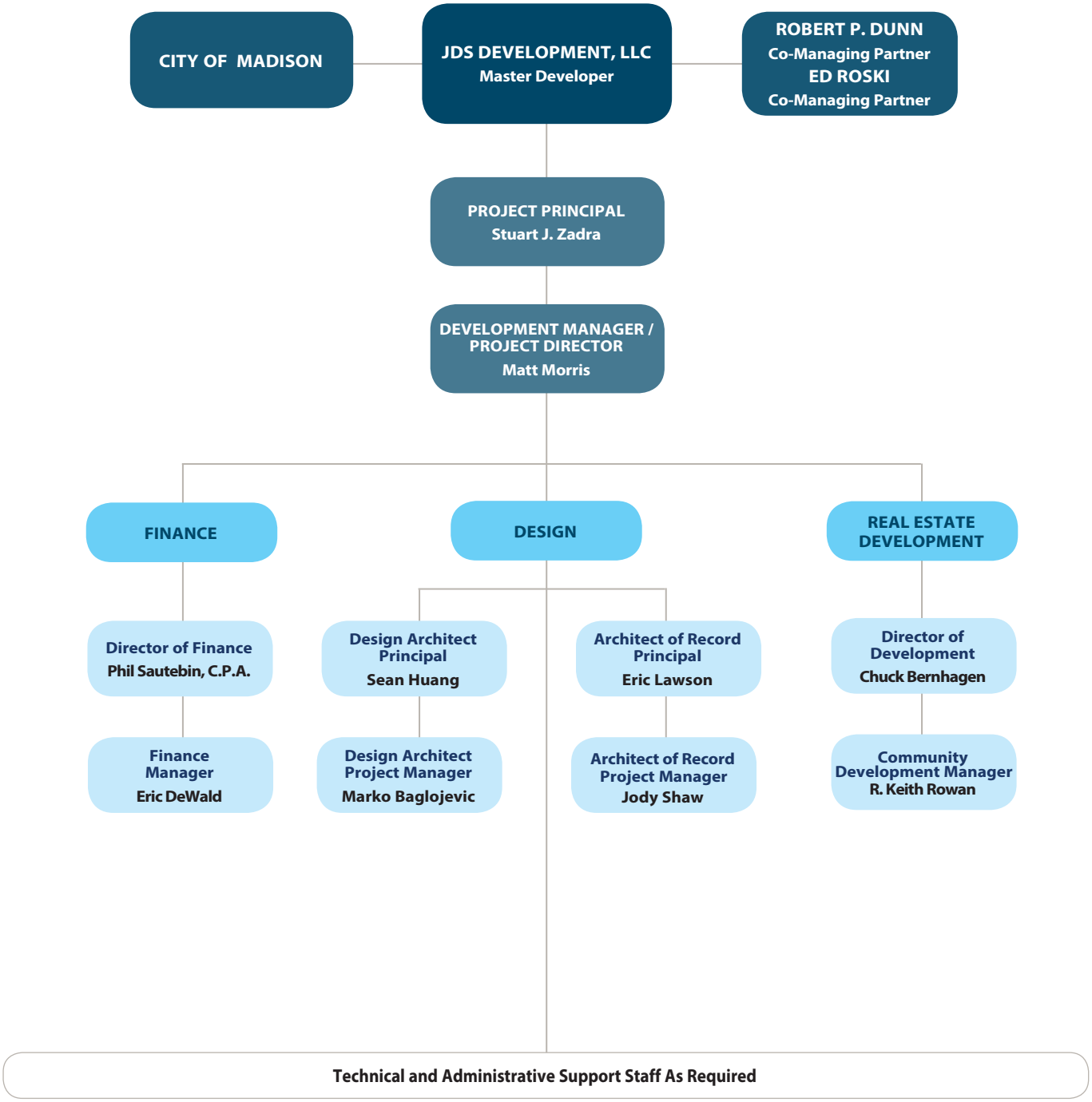
Masdar City Plan

RESPONSIBILITIES

- Overall Resource Coordination
- Market Area Study
- Liaison with Community Croups
- Targeted Business Management

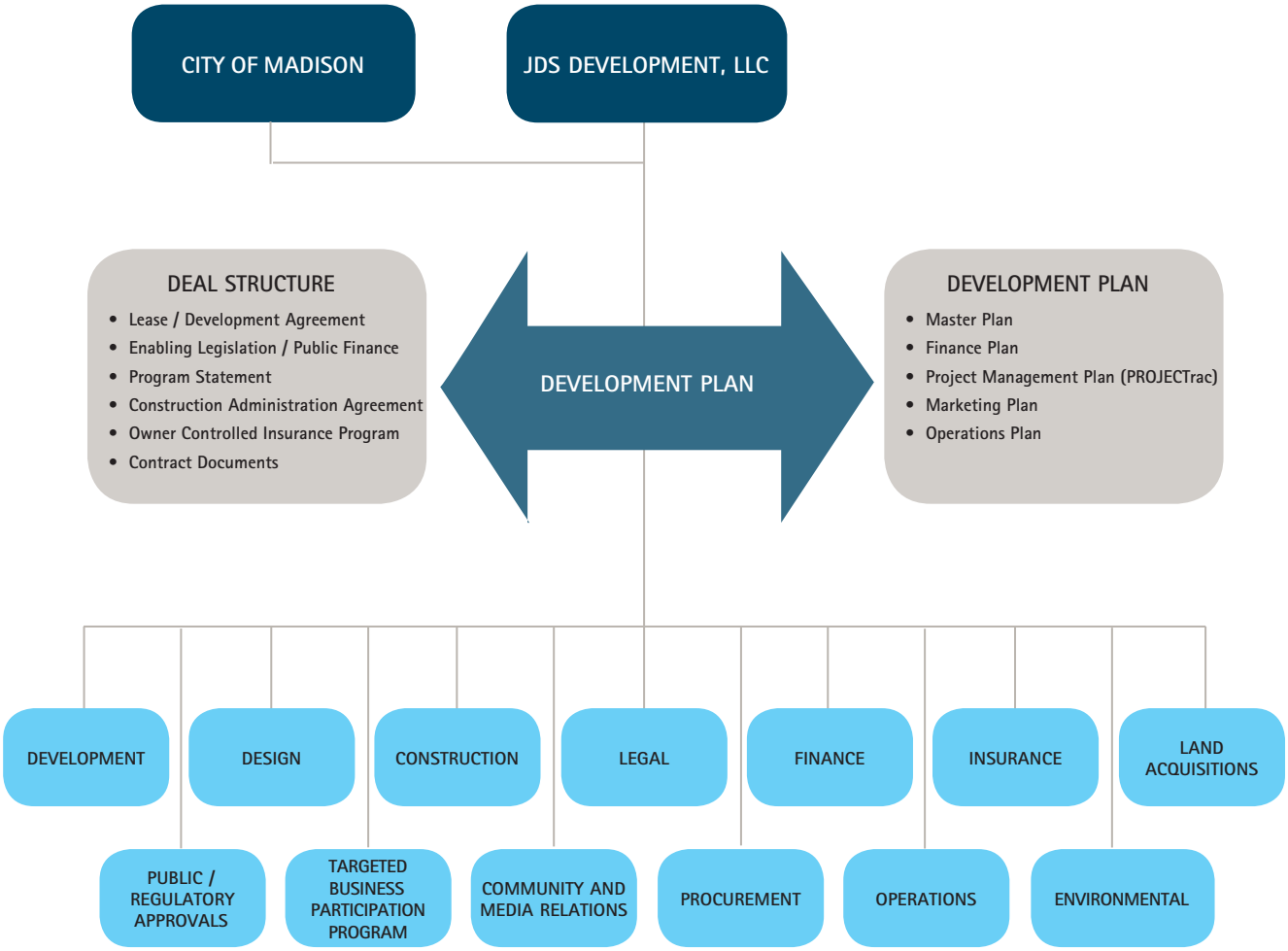
CHAPTER 1 - DEVELOPMENT VENTURE AND TEAM

Organizational Chart



CHAPTER 1 - DEVELOPMENT VENTURE AND TEAM

Organizational Chart



1.6 AVAILABILITY OF PERSONNEL

Our Project Team is prepared to commit these key personnel on a full-time basis if we are selected as developer for Judge Doyle Square.

Our Project Team is prepared to commit the time and resources as required to meet the day-to-day project demand of Judge Doyle Square.

CHAPTER 2 - EXPERIENCE TO SUCCESSFULLY UNDERTAKE THIS PROJECT

2.1 TEAM CAPABILITIES TO DEVELOP MIXED - USE URBAN PROJECTS

Hammes Company / Majestic Realty

Hammes Company / Majestic Realty have been directly involved in leading several of the largest public-private building projects in Wisconsin and many of the nation's most ambitious urban mixed-use initiatives over the past decade. The combined experience, expertise and financial capacity for this type of complex public-private development would be difficult for any organization to match.

Our depth of experience enables Hammes Company / Majestic Realty to provide a complete program of services to develop and lead all facets of the Judge Doyle Square development — from planning and design to finance and operations. The success of Judge Doyle Square will require a team with the requisite skills to manage the complexities of this project but also the financial credit-worthiness to shoulder the significant obligations that will be required to finance this transaction.

Leaders in Visionary Development

Hammes Company / Majestic Realty have extensive experience in successfully completing large-scale urban development initiatives. We are recognized for bringing visionary developments together in markets ranging in size from Green Bay to New York. The successful development of the Judge Doyle Square site will require a careful balance of public and private interests. Between Hammes Company and Majestic Realty we have worked successfully in some of the most challenging urban markets in America and successfully completed projects that have transformed these communities.

Many of our projects have been part of an overall strategy of urban revitalization to spur regional economic development. Hammes Company / Majestic Realty have had great success – even in urban environments like Detroit, Michigan and Allentown, Pennsylvania – with designing master plans that are inclusive and welcoming to residents and visitors alike. In both Detroit and Allentown, we have witnessed a dramatic shift in the amount of activity in the downtown area once the workday is over. These downtowns were virtually abandoned after 6 p.m. as recently as a decade ago. Pedestrians from the suburbs – many of who have not been downtown for a generation – now frequent the restaurants, theaters and other

Downtown Detroit

entertainment venues. Madison is not plagued by the same challenges these cities faced which creates opportunity for Judge Doyle Square to become one of this region's most impactful mixed-use developments.

Today, Hammes / Majestic are working on major urban mixed-use developments in markets including, Rochester, MN, Fort Worth, TX, Minneapolis, MN, Los Angeles, CA, Syracuse, NY, Green Bay, WI and other markets around the country. Aside from these assignments, we are involved in a number of project specific engagements involving corporate headquarters, research & development facilities, sports & entertainment, health care and other building projects for a wide array of clients similar to Exact Sciences. Most of our projects are part of broader economic development efforts to capture and sustain important fiscal impacts to the local community … the underpinning of our approach to Judge Doyle Square.

CHAPTER 2 - EXPERIENCE TO SUCCESSFULLY UNDERTAKE THIS PROJECT

Following is a case study of the Allentown Entertainment District.

Case Study – Allentown Arena District

Hammes Company was engaged by the Allentown Neighborhood Improvement Zone Development Authority (ANIZDA) and City of Allentown to act as the master developer for the mixed-use Allentown Entertainment District in the heart of downtown Allentown, Pennsylvania. Allentown is a community that had been plagued by economic challenges for three decades triggered by the decline of the steel industry in America.

Allentown Entertainment District

The success of the Allentown Entertainment District is one of the best examples of urban revitalization in the United States. In about 5 years time, this project has generated nearly $1 billion of public/private investment, created thousands of jobs, grown local tax base which had been stagnate for generations and redefined how the local community views its downtown. One of the most impressive results is the fact that the entire economic development plan was scheduled to be built out over 15 years and the primary elements have been completed in a just over 5 years. The Allentown Entertainment District has transformed this community and positioned downtown to become an economic engine for growth and new tax base for generations to come.

Hammes Company assembled and led the development team for all phases of the

PPL Center Arena

project, managing and coordinating the master planning, land acquisition, financing, design and construction of the development. The Allentown Entertainment District includes a mutli-block urban mixed-use development comprised of many program elements, including: a multipurpose arena and entertainment complex, fully integrated mixed-use commercial developments, including retail, dining, hotels, healthcare and wellness facility, research center, conference center, several commercial office buildings, residential and two integrated parking ramps. The entire development resides in a pedestrian-oriented multi-block infill site incorporating two primary historic buildings.

The "arena block" is the anchor of the entire Allentown Entertainment District. This is one of the most innovative public-private projects involving a major entertainment use in all of America. The site includes multiple major program elements all woven together in an integrated complex designed to bring people downtown 365 days-a-year for a broad array of program uses. Specific program elements of the 1 million square foot "arena block" development, include:

CHAPTER 2 - EXPERIENCE TO SUCCESSFULLY UNDERTAKE THIS PROJECT

- 8,500 seat PPL Center Arena, owned by ANIZDA, that hosts concerts, family shows and the facility's primary tenant, the Lehigh Valley Phantoms – the American Hockey League affiliate of the Philadelphia Flyers.
- 180-room Renaissance Marriott, a full-service hotel.
- 8 floor, 200,000 square foot Lehigh Valley Health Network (LVHN) office building and research facility.
- 38,000 square foot Lehigh Valley Health Network (LVHN) Sports Performance Center, which includes a fitness / wellness facility designed to draw patients from throughout the region to downtown while also serving the users of the "arena block".
- 4 Restaurants, including:
    - Crust Pizza
    - Chickie & Pete's - a regional sports bar that is integrated into the premium level of the arena
    - Tim Horton's
    - The Dime which has brought high-end dining back to downtown

Chickie & Pete's Sports Bar

- Two parking ramps, one below grade with 125 stalls under the LVHN office building and another above grade with 740 stalls for a total of 865 parking spaces.

Hammes Company, working on behalf of ANIZDA assembled the design and construction team and led the effort to implement these diverse uses into a single facility while incorporating two historic buildings. Hammes Company capitalized on the following characteristics to benefit the Allentown Entertainment District:

Historic Building Preservation and Restoration/ Adaptive Reuse of Existing Building

The project incorporates two historic buildings, the Farr shoe store building constructed in 1927, which was previously converted into residential lofts, and the Dime Bank Building constructed in 1925 and included on the National Register of Historic Places. As part of the Allentown Entertainment District development, the Dime Bank has been restored and now anchors the main entrance to the arena and hotel. The interior has also been re-purposed, with the former bank lobby serving as the new Renaissance Marriott hotel lobby. Upper floors of the building serve as office space for the Lehigh Valley Phantoms hockey team, pre-function space for The Dime (the hotel restaurant) and for a portion of the hotel conference and banquet facilities.

Historic Dime Bank Building

Innovative Strategies and Financing

The project was completed using an innovative financing strategy involving a public/private partnership structured to drive significant economic development to downtown Allentown. The project is located within Allentown's Neighborhood Improvement Zone (NIZ). Created by a state law in 2011, the NIZ is a special taxing district that encourages development

and revitalization in Allentown. Under the law, certain state and local tax revenues generated by new and existing businesses within the NIZ can be used to pay debt on bonds that are issued for qualifying capital improvements in the NIZ. Those improvements include, but are not limited to, the public-private arena complex, the attached privately owned Class A LVHN office building, 180-room full-service Renaissance Marriott hotel and retail complex. The Allentown Entertainment District was financed using a diverse series of capital sources including tax-exempt and taxable bonds issued in the capital markets and privately structured transactions with a syndicate of financial institutions.

Innovative Program Sharing and Efficiencies
Throughout the facility, common corridors, stairwells, elevators, entrances and meeting spaces are used by each of the major components of the development, including, the arena, hotel, office and restaurants. This integration of common elements provides operational efficiency and construction cost-sharing benefits between the parties so that duplication of these elements is eliminated. This concept is the foundation of our approach to Judge Doyle Square.

Minimization of Project Footprint to Conserve/ Preserve Land
The project is in the heart of downtown Allentown, conserving land by reusing and re-purposing space that had already been developed. The complex is mixed-use with areas of the arena, office, hotel, dining and retail stacked vertically and sharing many of the common areas including lobbies, stairs and elevators, thereby keeping the footprint compact.

Project Impact
The Allentown Entertainment District has become the catalyst to drive major economic development in downtown Allentown. The vision to transform the urban core to become a regional draw and a vibrant urban community has been realized. The NIZ has generated the anchoring elements that are now driving private investment that has magnified well beyond the forecasted projections for this region.

The Allentown Entertainment District Event

The new Allentown Entertainment District has re-energized the urban core, restored the public image of downtown, triggered massive private investment in the city and begun to generate fiscal and tax based impacts that were desperately needed in this region.

The potential impact of a mixed-use development of this nature are important to define and measure. One of the best indicators of economic impact resulting from this type of urban economic development strategy is the new visitation generated to the district. Convention Sports & Leisure has estimated that the Allentown Entertainment District and the associated ancillary development elements will attract approximately 3.5 million annual visits to downtown Allentown. As recently as 5 years ago the annual visitation to downtown Allentown was unremarkable. The resulting economic and fiscal impacts to the City of Allentown and State of Pennsylvania from the Allentown Entertainment District is driving a tax growth that is so significant that it has re-shaped how the State of Pennsylvania is approaching economic development. The NIZ legislation is now being advanced to use this model in other communities throughout Pennsylvania.

CHAPTER 2 - EXPERIENCE TO SUCCESSFULLY UNDERTAKE THIS PROJECT

Project Experience

The following pages show examples of our capability, experience in planning, designing, financing and constructing mixed-use urban scale projects similar to the proposed Judge Doyle Square. Note that several of the project profiles in the next three sections have combinations of development of urban mixed-use projects, and public-private partnerships. The following profiles were organized according to the most applicable category to meet the requirements of the RFP. However, many of these projects include multiple elements of our development experience, operations and management experience and public-private partnerships.

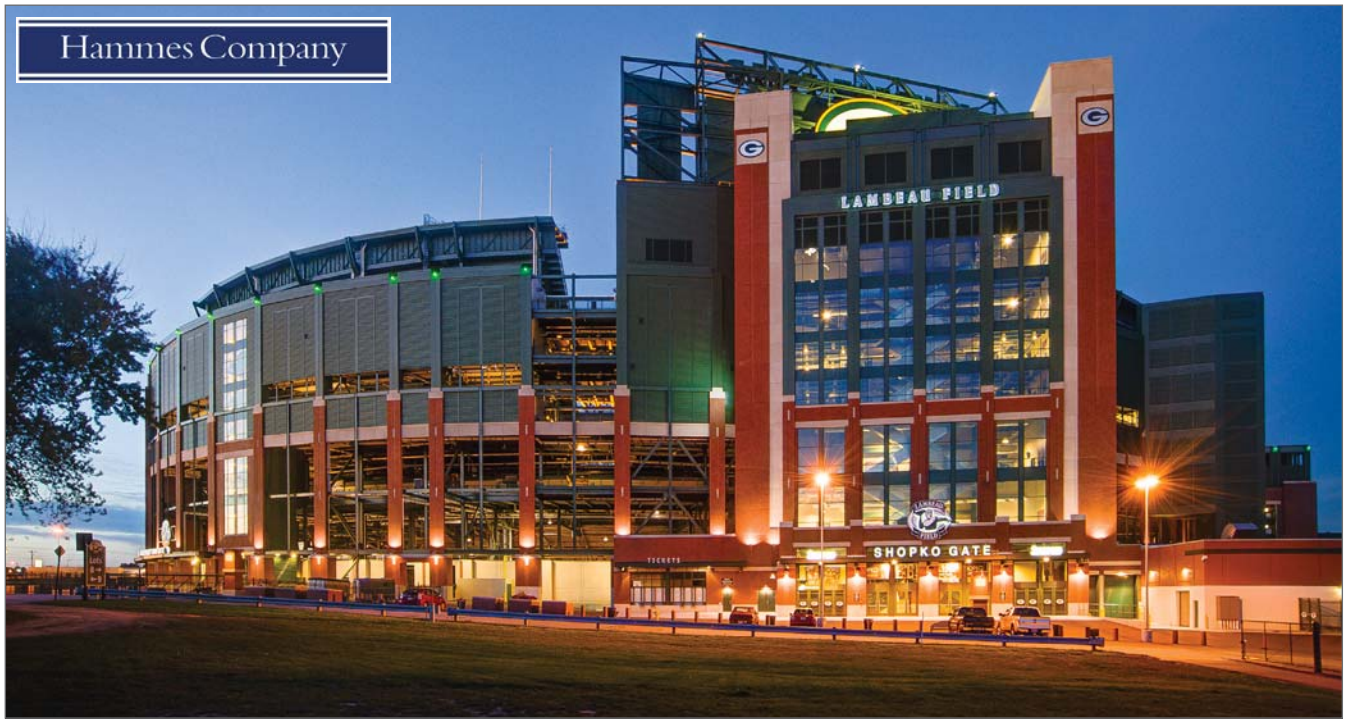
CHAPTER 2 - EXPERIENCE TO SUCCESSFULLY UNDERTAKE THIS PROJECT

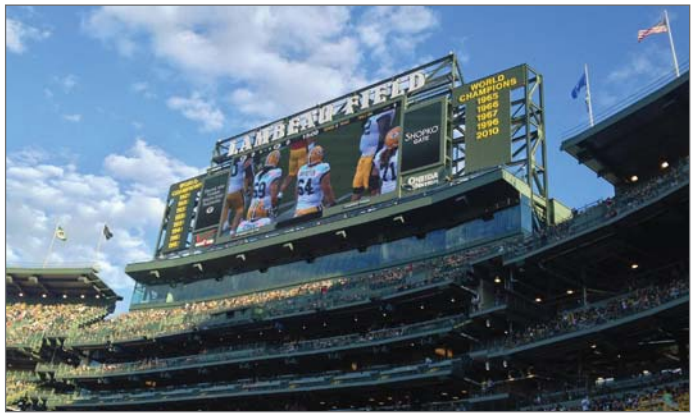
ALLENTOWN ENTERTAINMENT DISTRICT & NEIGHBORHOOD IMPROVEMENT ZONE (NIZ)

Allentown, Pennsylvania

Hammes Company serves as Master Developer for this project in downtown Allentown, Pennsylvania. The Allentown Entertainment District includes a mutli-block mixed-use development anchored by the "arena block" which includes an 8,500 seat multi-purpose arena, home to the Lehigh Valley Phantoms of the American Hockey League, a 180-room Marriott Renaissance hotel, 200,000 square foot office building that includes a 38,000 square foot fitness / wellness center, two parking ramps totaling 865 stalls, four restaurants and ground level retail. This public-private venture has triggered a transformation of downtown Allentown into a powerful regional destination driving major fiscal gains to the City of Allentown and State of Pennsylvania. Total investment of public and private dollars is approaching $1.0 billion in just over a 5 year period.

CHAPTER 2 - EXPERIENCE TO SUCCESSFULLY UNDERTAKE THIS PROJECT





LAMBEAU FIELD REDEVELOPMENT & TITLETOWN ENTERTAINMENT DISTRICT

Green Bay, Wisconsin

Hammes Company is the Project Developer on behalf of the Green Bay Packers for all phases of the Lambeau Field Redevelopment and the Titletown Entertainment District. Over the past 15 years, Hammes Company has served in this capacity and directed all facets of project development for a multi-phase project that has triggered total investment of nearly $650 million. Lambeau Field has been widely recognized as the #1 sports venue in America. This project and the mixed-use program elements it includes have driven a new trend toward sports venues anchoring economic development within communities. Lambeau Field and the Titletown Entertainment District drive considerable economic development gains for the Northeast Wisconsin region yielding year-round increases in tourism, spending, tax base and jobs.

CHAPTER 2 - EXPERIENCE TO SUCCESSFULLY UNDERTAKE THIS PROJECT

DESTINATION MEDICAL CENTER

Rochester, Minnesota

Hammes Company is serving as Project Developer for the Destination Medical Center (DMC), one of the most ambitious and complex urban development efforts in the United States with a projected total investment in excess of $5 billion. This project involves a dynamic public-private partnership between Mayo Clinic, City of Rochester, State of Minnesota and the DMC Economic Development Agency. Hammes Company has completed a comprehensive Development Plan for this exciting urban revitalization project which includes a dynamic, urban center that integrates Mayo Clinic's medical campus with commercial, biomedical-research-technology, residential, retail-entertainment, hotel-hospitality, educational, recreational and cultural uses. The driving concept of the DMC Master Plan is to create "places" that foster lasting experiences that create "the" global destination medical center.

CHAPTER 2 - EXPERIENCE TO SUCCESSFULLY UNDERTAKE THIS PROJECT

GREEKTOWN CASINO, HOTEL AND PARKING GARAGE

Detroit, Michigan

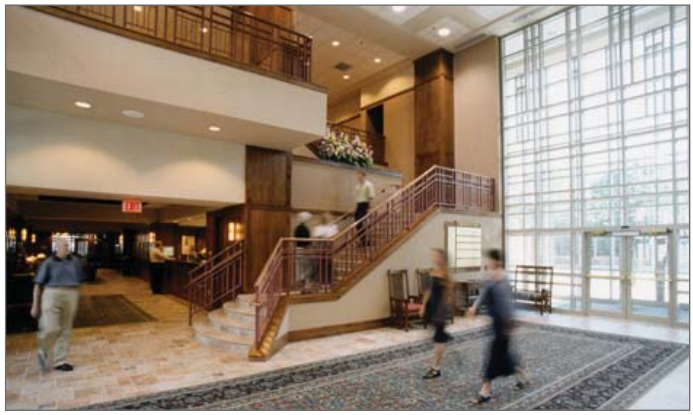
Hammes Company served as Project Developer for the Greektown Casino, Hotel and Parking Garage, a $340 million development in the heart of downtown Detroit. Existing casino gaming space was expanded by 100,000 square feet with the addition of a 400-room hotel and 2,800 stall parking garage added to existing operations in the downtown setting. Completed in 2009, the facility is also home to over 10,000 square feet of convention / banquet space, a 1,200 seat entertainment theater, a spa and several restaurants. This project has created a re-birth of the Greektown entertainment district in downtown Detroit which is driving considerable complementary development in the nearby Campus Martius and sports & entertainment districts.

CHAPTER 2 - EXPERIENCE TO SUCCESSFULLY UNDERTAKE THIS PROJECT

THE STOCKYARDS
Ft. Worth, Texas

Majestic Realty is the Master Developer for this $350 million redevelopment of the historic Stockyards in Ft. Worth, Texas. The historic Stockyards have been an important generator of visitation to this region for several decades. The expansion of the Stockyards includes a multi-phase mixed-use development designed to broaden the overall visitation to the Stockyards and create a more vibrant retain, dining & entertainment district along with a more developed commercial base. The mixed-use master plan includes the development of several hotels, retail, dining, entertainment and commercial office uses centered on a design aesthetic to build on the historic presence of the Stockyards.

CHAPTER 2 - EXPERIENCE TO SUCCESSFULLY UNDERTAKE THIS PROJECT



UNIVERSITY OF WISCONSIN - FLUNO CENTER

Madison, Wisconsin

Hammes Company served as Project Developer for the University of Wisconsin-Madison to manage the planning and development of a combined academic, conference and hospitality facility to host the programs for the University's Center for Advance Studies in Business, Inc.

The project is located on an urban in-fill site and was part of a broader redevelopment strategy for the Southeast Campus that also included the Kohl Center – the university's multi-purpose event center. Upon completion of the planning phase, Hammes worked with the University to gain entitlements for the Project that provide the maximum flexibility for the expansion and allowable uses of the facility to provide the University the ability to adjust to market demand changes over time. Hammes was responsible for all aspects of project development and finance.

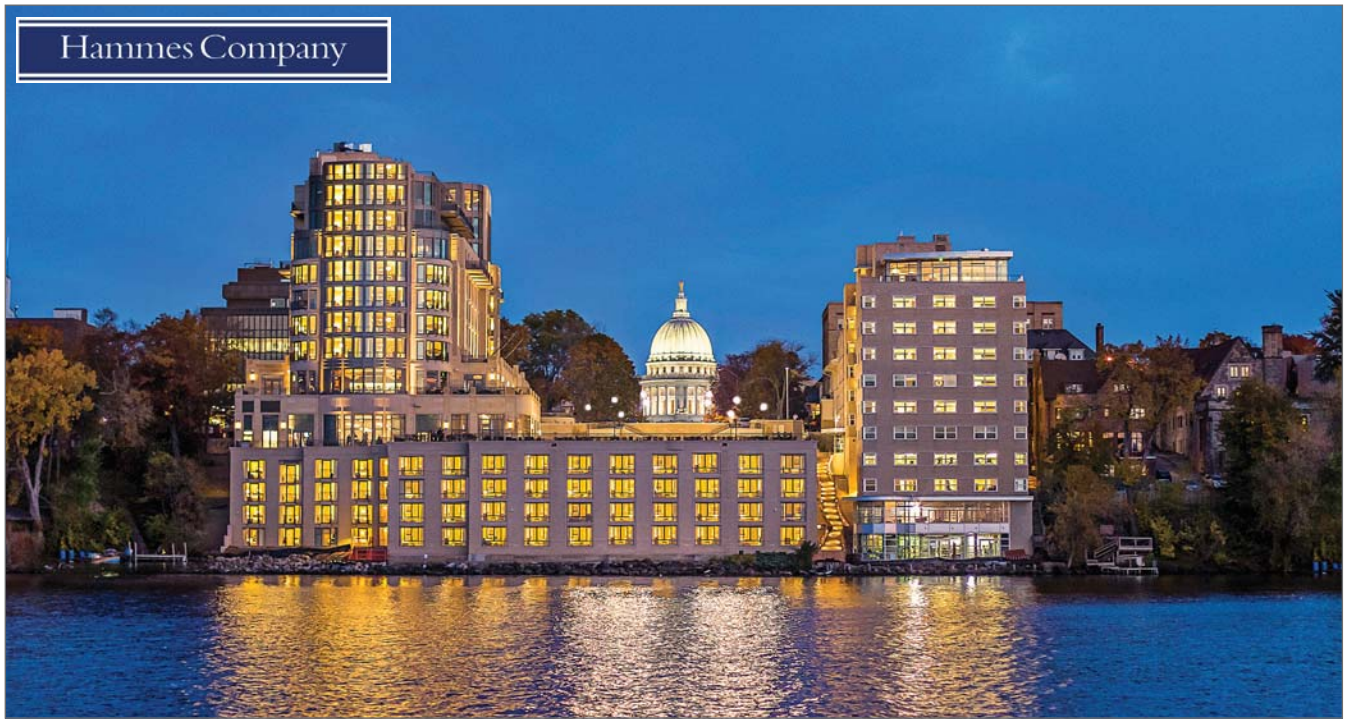
2.2 TEAM CAPABILITIES TO MANAGE COMPLETED MIXED-USE URBAN PROJECTS

Hammes Company / Majestic Realty have managed several large completed mixed-use urban developments in Wisconsin and throughout the United States.

Our most valuable asset is the combined experience of our people in managing each phase of large mixed-use development projects from planning through operations. This approach focuses all development efforts, from conception, planning, financing, and design through construction on the finished product to promote the most efficient, energetic, dynamic and impactful visitor experience to the urban mixed-use development. Once completed, the focus must remain on maintaining a remarkable experience for the public and guests while efficiently and effectively managing the facilities and employees.

Hammes Company / Majestic Realty currently have management responsibilities for the projects included on the following pages.

CHAPTER 2 - EXPERIENCE TO SUCCESSFULLY UNDERTAKE THIS PROJECT



THE EDGEWATER HOTEL

Madison, Wisconsin

Hammes Company is Master Developer of The Edgewater Hotel, originally built in the 1940's, on the shore of Lake Mendota, into a mixed-use development that includes a 202-room hotel, 2 levels of luxury condominiums, ballroom / meeting space, 3 restaurants, a cafe, a spa-fitness facility, offices and approximately 345 stalls of structured parking. In addition to the building areas on the 2.59 acre site, The Edgewater includes approximately 40,000 SF of outdoor terraces, waterfront amenities including a new pier opening in 2015 and other site improvements that are enjoyed by both the community and guests on a year-round basis.

Hammes Company provided all development services for The Edgewater, including the planning, financing, entitlement, design and construction of the project. The company that now operates The Edgewater, which re-opened in the fall of 2014, was founded and is led by Robert P. Dunn, President of Hammes Company.

CHAPTER 2 - EXPERIENCE TO SUCCESSFULLY UNDERTAKE THIS PROJECT

BROOKFIELD LAKES CORPORATE CENTER

Milwaukee, Wisconsin

Hammes Company is the Master Developer for Brookfield Lakes Corporate Center widely recognized as one of the most successful suburban mixed-use development in this region.

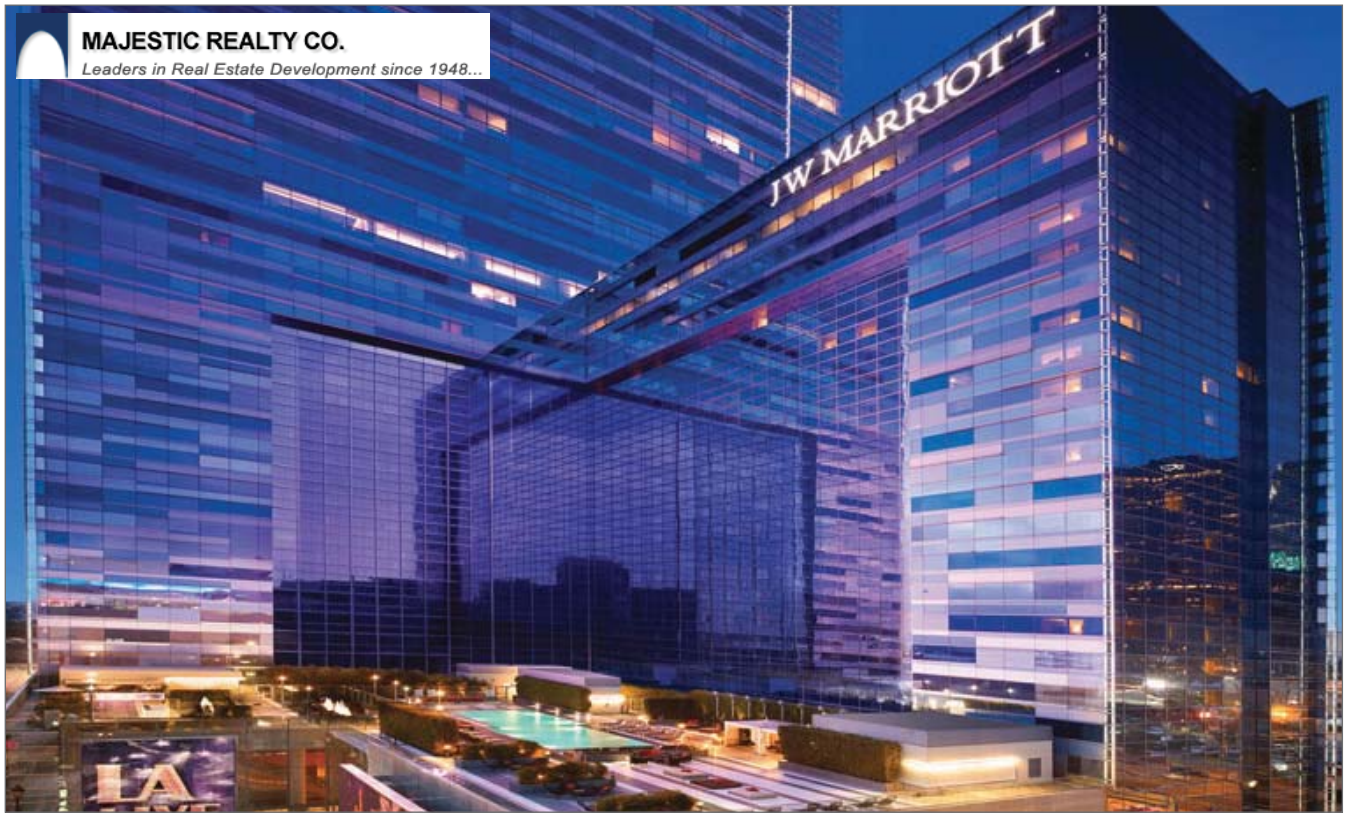
Brookfield Lakes Corporate Center includes nearly 1.0 million square feet of commercial space with a complement of mixed-use amenities including, retail, hotel, restaurants and recreational spaces across a nearly 200-acre campus environment.

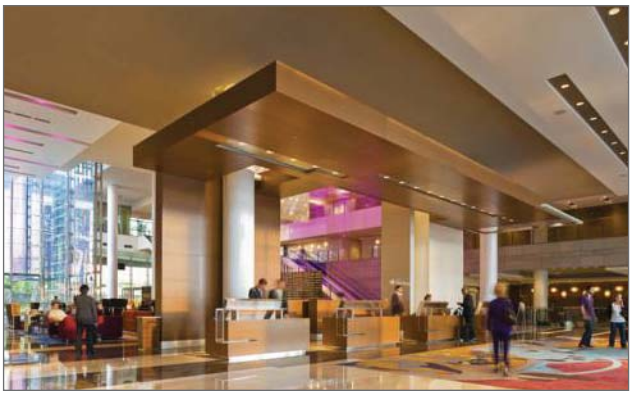
CHAPTER 2 - EXPERIENCE TO SUCCESSFULLY UNDERTAKE THIS PROJECT

LA LIVE

Los Angeles, California

Majestic Realty is part of the ownership and management group that serves as Master Developer for L.A. LIVE, a 4 million-square-foot, $2.5 billion downtown Los Angeles sports, residential & entertainment district adjacent to STAPLES Center and the Los Angeles Convention Center. L.A. LIVE features a convention "headquarters" hotel. The Ritz-Carlton Residences at L.A. LIVE, Nokia Theatre L.A. LIVE, a 14-screen Regal Cineplex, "broadcast" facilities for ESPN along with entertainment, restaurant and office space. LA Live is recognized as one of the nation's most successful urban mixed-use development projects given the impact it is having to trigger a massive revitalization of downtown Los Angeles.





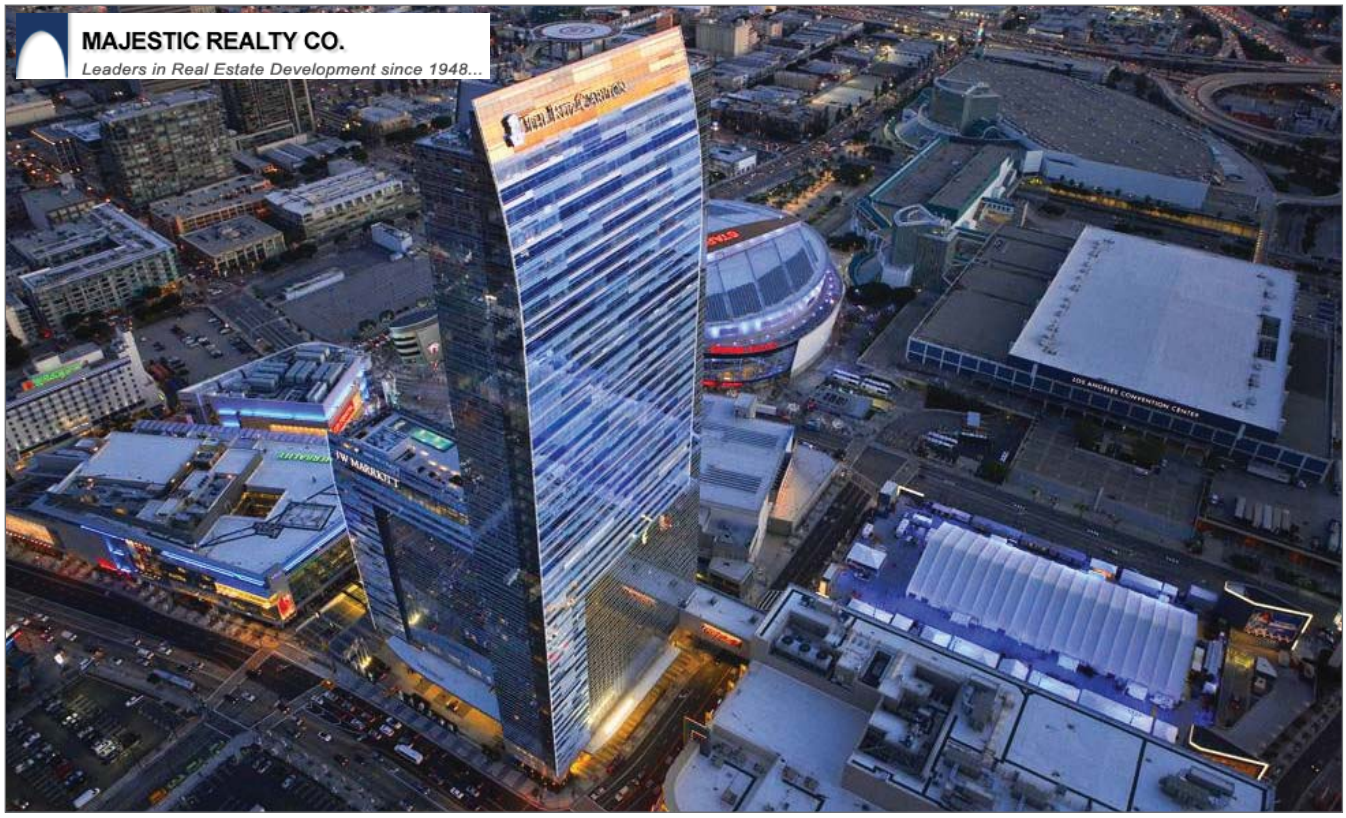
JW MARRIOTT LOS ANGELES - LA LIVE

Los Angeles, California

Majestic Realty is part of the ownership and management group that serves as Master Developer for LA Live which includes a JW Marriott. This 878 room hotel features 100,000 square feet of flexible meeting and event space in Downtown Los Angeles and serves as the headquarters hotel for the Los Angeles Convention Center.

With its central location in Downtown Los Angeles, the JW Marriott provides a deluxe level of comfort and personal service within a unique hotel environment designed to reflect its location. Guests enjoy convenient access to Los Angeles, whether visiting the revitalized downtown area or other parts of the city.

CHAPTER 2 - EXPERIENCE TO SUCCESSFULLY UNDERTAKE THIS PROJECT



THE RITZ CARLTON LOS ANGELES - LA LIVE

Los Angeles, California

Majestic Realty is part of the ownership and management group that serves as Master Developer for LA Live which includes the Ritz Carlton at L.A. LIVE. In the heart of Downtown L.A., The Ritz-Carlton offers a sleek, sophisticated atmosphere, refined service and sweeping views at every turn. The downtown Los Angeles hotel soars high above the city, providing guests an urban oasis from which to enjoy the city's dynamic surroundings and nearby cultural experiences.

Premier among luxury hotels in Los Angeles, The Ritz-Carlton features 123 guest rooms, including 13 suites and The Ritz-Carlton Suite, award-winning WP24 restaurant and lounge from celebrity chef Wolfgang Puck, spa and fitness, outdoor rooftop area with city and mountain views and 100,000 square feet of meeting space including three ballrooms.

CHAPTER 2 - EXPERIENCE TO SUCCESSFULLY UNDERTAKE THIS PROJECT

CROSSROADS BUSINESS PARK

City of Industry, California

Majestic Realty is Master Developer of the Crossroads Business Park which includes 1.5 million square foot of Class A office, retail and R&D space in the San Gabriel Valley. Crossroads Business Park is home to the headquarters of Majestic Realty Co., Commerce Construction Co., L.P. and Majestic Management Co. The technologically advanced Verizon SmartPark features fiber optic voice and data communications capabilities. Bolstered by a labor pool of more than 3 million people within a 30-minute drive radius, the 110-acre park provides, ample parking, excellent freeway access via a dedicated freeway off ramp, and high visibility at the intersection of the busy 605 and Pomona (60) freeways. Buildings feature updated electrical and HVAC, and its landmark Atrium building earned an ENERGY STAR award for energy efficiency. Onsite services include property management, as well as banking, restaurants, car detailing and catering.

CHAPTER 2 - EXPERIENCE TO SUCCESSFULLY UNDERTAKE THIS PROJECT

BELTWAY BUSINESS PARK

Las Vegas, Nevada

Majestic Realty is Master Developer of the Beltway Business Park which involves the development, ownership and management of this 375-acre master planned office, industrial and retail park in the southwest Las Vegas Valley. At build out, the project will encompass more than 5 million square feet of office, industrial, and single-story flex space, as well as a retail amenity component called Beltway Commons. Designed to meet the needs of expanding businesses, the park offers tenants a fiber optic telecommunications network and other prime amenities.

With numerous awards and honors for design elements, Beltway includes Las Vegas' largest build-to-suit, the 860,000-square-foot-headquarters of convention-services company GES Exposition Services. Strategically located near the resort corridor, convention centers and McCarran International Airport, the park is close to major freeways.

CHAPTER 2 - EXPERIENCE TO SUCCESSFULLY UNDERTAKE THIS PROJECT

SILVERTON CASINO LODGE

Enterprise, Nevada

Majestic Realty is the Master Developer of the Silverton Casino Lodge in Las Vegas, Nevada. Majestic acquired and has expanded the property to become one of the region's most diverse hospitality and entertainment offerings. The Silverton Casino Lodge includes hospitality, casino, conferencing, retail, dining, and entertainment amenities developed in a mutli-phase expansion program.

The Casino has undergone two major renovations over the years, adding a 145,000 square foot Bass Pro Shop, multiple restaurants and a high end lounge. The property is currently undergoing another major expansion to include a residential-hotel component to support the strong tourism demand to the market.

2.3 EXPERIENCE WITH PUBLIC / PRIVATE PARTNERSHIPS

Hammes Company / Majestic Realty have established a comprehensive development process to manage and administer all of the complex issues involved in a public-private project initiatives. This process has been proven on many projects of this type and size, and is specifically geared toward addressing the unique demands of our public sector clients.

Our process results in the preparation of a comprehensive Development Plan that guides the deal structuring, delivery process and decision-making on every aspect of the project going forward. It is our intent to employ this same process on Judge Doyle Square in order to establish a complete master plan for the development, achieve the most competitive cost of construction, manage risks inherent in the delivery of a project of this complexity and establish a deal structure and financing techniques to ensure economic viability for all parties.

Hammes / Majestic have provided these services on many projects in the past. The following pages show examples of our relevant public - private partnership project experience.

CHAPTER 2 - EXPERIENCE TO SUCCESSFULLY UNDERTAKE THIS PROJECT

LAMBEAU FIELD REDEVELOPMENT

Green Bay, Wisconsin

Hammes Company served as Project Developer on the original $295 Million redevelopment of Lambeau Field. This major redevelopment included a 1.2 Million SF addition to transform Lambeau Field into a mixed-use, 365 day a year destination development. Ancillary development components include the Atrium, retail, restaurant, banquet and administrative spaces, as well as the Packer Hall of Fame. The new exterior architectural design of the stadium was carefully guided to ensure that it reflected the tradition of Lambeau Field and history of the Green Bay Packers. Construction phasing allowed all regular season home games to be played at Lambeau Field.

The redeveloped facility was publicly financed and is owned by the Green Bay - Brown County Professional Football Stadium District, Green Bay Packers and the City of Green Bay. Hammes Company served as Project Developer, acting on behalf of both the public and private entities.

CHAPTER 2 - EXPERIENCE TO SUCCESSFULLY UNDERTAKE THIS PROJECT

KOHL CENTER
Madison, Wisconsin

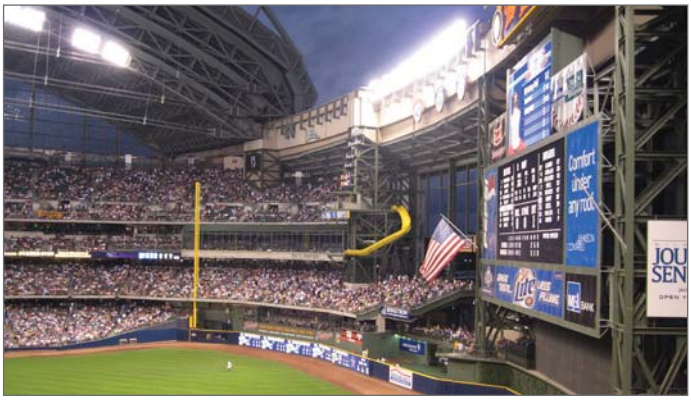
Hammes Company served as Project Developer for the 425,000 sq. ft., 17,000 seat Kohl Center Arena on the campus of the University of Wisconsin - Madison. The Kohl Center is home of University of Wisconsin basketball, hockey, commencement, concerts and other events after opening in January of 1998. Major uses include UW hockey (capacity of 14,000), men's and women's basketball (capacity of 17,142), graduation ceremonies and concerts.

Hammes Company was responsible for project planning, public approvals, construction administration, design management, development and management commissioning under the terms of a guaranteed cost and schedule contract with the State of Wisconsin, with additional private funding from Senator Herb Kohl.

CHAPTER 2 - EXPERIENCE TO SUCCESSFULLY UNDERTAKE THIS PROJECT

MILLER PARK
Milwaukee, Wisconsin

Hammes Company served as Project Developer for this 1.2 million square-foot ballpark for the Milwaukee Brewers. This 43,000 seat MLB stadium was built on a 265-acre site.



CHAPTER 2 - EXPERIENCE TO SUCCESSFULLY UNDERTAKE THIS PROJECT

METLIFE STADIUM & TIMEX PERFORMANCE CENTER

East Rutherford, New Jersey

Hammes Company served as Project Developer and Owner's Representative for this new 82,500 seat, two team stadium; the 200,000 SF Giants Training Facility, and 600,000 SF mixed use development at the Meadowlands Sports Complex, retail, dining and entertainment, team facilities, and sponsorship opportunities. This world class stadium includes 10,000 club seats, 215 luxury suites, team offices, meeting space, team Hall of Fame and retail. This $1.6 Billion project also includes 200 acres of land development including 28,000 surface and structured parking spaces and integration of a NJ Transit Rail Station immediately adjacent to the Stadium.

The Project has been recognized in the New York region and nationally for finance, design, construction and operations excellence.

CHILDREN'S HOSPITAL AND HEALTH SYSTEM AND THE MEDICAL COLLEGE OF WISCONSIN

Milwaukee, Wisconsin

Hammes Company served as Project Developer on the Children's Hospital and Health System and the Medical College of Wisconsin, one of the most complex research facilities in Wisconsin.

The Medical College's research space includes laboratory space for its Cancer Center as well as initiatives in structural biology, its Center for Biopreparedness and Infectious Disease, and its Biotechnology and Bioengineering Center.

As a research center, the Medical College's faculty has conducted over 2,500 research studies in the most recent fiscal year. It is the largest research center in the Milwaukee metropolitan area.

CHAPTER 2 - EXPERIENCE TO SUCCESSFULLY UNDERTAKE THIS PROJECT

MINNESOTA VIKINGS STADIUM

Minneapolis, Minnesota

Hammes Company is presently serving as Project Developer and Owner's Representative for the new NFL and Multi-Purpose stadium for the Minnesota Sports Facilities Authority (MSFA). Hammes Company is representing the MSFA on all aspects of project development for this $1 billion multi-purpose sports & entertainment complex and associated ancillary development components in downtown Minneapolis. The project will be the new home of the Minnesota Vikings.

The Stadium will also contain two team retail stores, a restaurant and the Vikings Hall of Legends. Construction on this 1.75 Million SF, 65,000 seat stadium began in December 2013 and will be completed in the Fall of 2016. The project is financed through a public-private partnership.

2.4 CONTRACT FAILURES, BREACHES, ETC.

JDS Development, LLC, Hammes Company and Majestic Realty have no significant prior or ongoing contract failures, contract breaches, tax delinquencies, civil or criminal litigation or investigation pending within the last five years which involves these firms or the key team members included within this response to the Judge Doyle Square RFP.

2.5 CONFLICT OF INTEREST

There are no potential conflicts of interest due to other clients, contracts or property interests involving the Judge Doyle Square Project and JDS Development, LLC, Hammes Company or Majestic Realty.

CHAPTER 3 - PRELIMINARY PROJECT CONCEPTS

3.1 MASTER PLAN

Judge Doyle Square is perhaps Madison's most important opportunity to strengthen our urban core. We have been recognized as one of America's most livable cities. What type of development and mix of uses should be considered on a site of this importance in a city renowned as among America's best? This is the challenge we put to our Project Team. Our master plan meets this challenge.

JDS Development, LLC has been working over an extended period of time with our Project Team and Exact Sciences to establish a definitive Program Statement to address the current and future space needs for their Corporate Headquarters and Research Facility. The Program Statement sets forth definitive design and programming requirements for Exact that mesh well with the City of Madison vision for a mixed-use environment at Judge Doyle Square.

The potential for Exact Sciences to anchor Judge Doyle Square is a "game-changing" opportunity for Madison -- bringing the first major private employer to the core of our downtown in a generation -- and driving economic & fiscal gain to the City that almost no other use or program component could match. Chapter 4 provides an outline of the fiscal impact analysis we have developed for our proposed development of Judge Doyle Square. The impact of Exact Sciences drives an economic gain to the City of Madison that supports the civic components of the development and generates tremendous growth in tax base to the City of Madison. This is a true public-private partnership.

Our vision for Judge Doyle Square is to create a vibrant mixed-use environment -- anchored by Exact Sciences -- that transforms this site into a focal point of downtown Madison. There are several important design characteristics that are the foundation of our master plan for Judge Doyle Square, including:

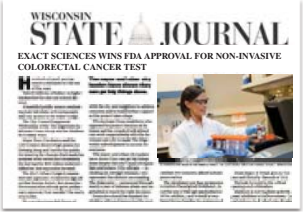
- Dynamic Architecture Consistent with Exact Sciences' Mission
- A Place That Defines the Culture and Character of Urban Madison
- Balance Urban & Pedestrian Scale Specifically at Pinckney Street
- Core Program Elements Complementary to Monona Terrace and Civic Interests in Madison -- Shared Among the Users to Balance Capital Investment Needed to Make these Important Civic Assets Economically Viable
- Model for Innovative Technologies and Practices

There are several core programming elements that comprise our master plan for Judge Doyle Square. We have created a dynamic mix of uses that will benefit the primary tenants of Judge Doyle Square -- while also becoming important civic amenities -- to support Monona Terrace and downtown tourism, the business district and resident base. The following outline describes each of the core program elements we have planned for Judge Doyle Square, including:

- Exact Sciences Corporate Headquarters & Research Facility
- Urban Hotel
- The Food Hall
- Conference Center
- Health & Wellness Center
- Live Broadcast Studio
- Digital Media Center

The Anchor - Exact Sciences Corporate Headquarters & Research Facility

As outlined earlier in this response, Exact Sciences has experienced tremendous growth and will continue growing at a rapid pace. The programming of the Exact Sciences Corporate Headquarters & Research Facility has been planned to accommodate the current and future needs of this major Madison-area employer.


WISCONSIN STATE JOURNAL

EXACT SCIENCES WINS FDA APPROVAL FOR NON-INVASIVE COLORECTAL CANCER TEST

Exact Sciences Wins FDA Approval for Non-Invasive Colorectal Cancer Test

- Wisconsin State Journal
August 12, 2014

Exact Sciences is undergoing a period of significant growth. The Program Statement projects the company will employee as many as 900 staff by late 2017 and the overall staff projection could exceed 1,400 employees over a ten year period of time. The master plan we have prepared for Judge Doyle Square is designed to meet the demands of Exact Sciences now and well into the future. How many opportunities will Madison have to secure an employer of this magnitude in our downtown?

WISCONSIN STATE JOURNAL

EXACT SCIENCES HIRING SOARS

Exact Sciences' Hiring Soars

- Wisconsin State Journal
February 1, 2015

The Judge Doyle Square master plan addresses the challenge of managing this growth and the demands it places on real estate in a downtown Madison location. There are four critical factors that are of paramount importance to Exact Sciences in determining the location of their new Corporate Headquarters & Research Facility, including:

CHAPTER 3 - PRELIMINARY PROJECT CONCEPTS

Vision

As stated above, Exact Sciences location in downtown Madison versus alternative sites will be dependent on the opportunity to anchor a dynamic mixed-use property. Judge Doyle Square offers an ideal opportunity to meet this important requirement of Exact Sciences. We have carefully tailored the program in our master plan to address the specific needs of Exact Sciences while building civic assets that will benefit the broader community. Our proposal is to structure this public-private partnership to share in the cost of building these civic assets. This concept of shared uses has been integral to the success of all the major mixed-use projects our team has developed.

Time and Schedule

Exact Sciences development of a new Corporate Headquarters and Research Facility is being driven by an aggressive schedule set by the firm for occupancy of their new and consolidated facilities. This schedule is absolute and must provide for site selection and commencement of actual design in June, 2015 in order to meet the occupancy requirements of Exact Sciences. This is one of the greatest challenges with Judge Doyle Square. Our master plan has been established to allow for the first phase of development for Exact Sciences to proceed on an accelerated schedule with construction in 2015. We are prepared to review the reasons behind their occupancy requirements and the specific development issues that must be addressed in order to facilitate their required completion deadline.

Cost Considerations

The costs of development in downtown Madison for a user like Exact Sciences are considerable when compared to alternative locations. One of the primary strategies we have employed in the development of our master plan for Judge Doyle Square is the concept of shared program uses -- the Civic Core. This allows for both public and private program elements to share in the use and costs associated with the development and operation of these spaces. This is one of the primary ways we have looked to mitigate a major portion of the incremental added costs associated with a downtown location for Exact Sciences.

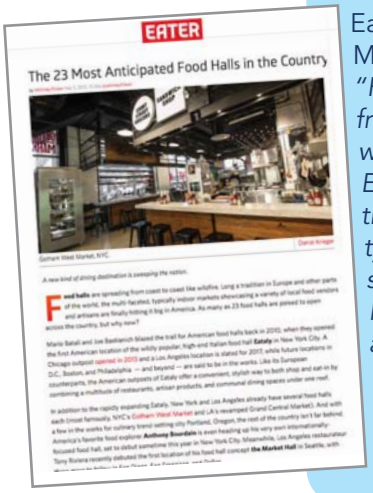
Expansion Potential

Among the most important issues in the master plan is the ability for Exact Sciences to establish a seamless plan for expansion to accommodate future growth in employment and their facility needs. This is a particular challenge with Judge Doyle Square for a number of reasons that we have worked to address in the master plan. We will be pleased to provide the City of Madison with a detailed explanation of the planned evolution of Exact Sciences facilities at Judge Doyle Square.

Food Hall

The food hall concept is a dynamic new growth concept in the food and beverage industry and it has blossomed since its inception in 2010. Urban Americans have quickly grasped this evolution in food delivery to satisfy their insatiable appetite for new culinary experiences. It combines the very best of fast-casual dining, grab and go and fresh foods under one roof. Artisans of food craft have the ability to deliver their best in a whole new and dynamic way. This format allows for a variety of food options including both prepared food and a market for artisan products. From baked goods, fresh produce, charcuterie, nutrition bars, coffees, local flavor, the offerings can be endless.

Often there are vendors who may have a very visible presence in the heart of the city, in this case downtown Madison, but are interested in participating in this concept to further build awareness of their establishment's offerings. This is our concept for Judge Doyle Square -- bringing together a number of Madison's most exciting restaurateurs -- offering a culinary experience that builds on the unique character of Madison. This concept will become one of the most important complements to Monona Terrace by providing a culinary experience unique to Madison that builds on the emerging demands of conventioneers for authentic local experiences.

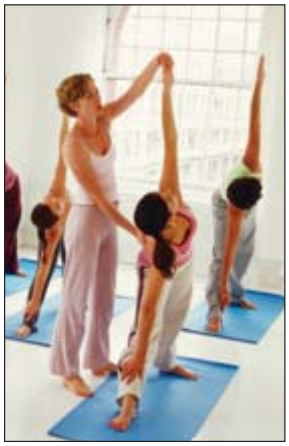


An excerpt of an article in Eater by Whitney Filloon on March 5, 2015 states that *"Food halls are spreading from coast to coast like wildfire. Long a tradition in Europe and other parts of the world, the multi-faceted, typically indoor markets showcasing a variety of local food vendors and artisans are finally hitting it big in America. As many as 23 food halls are poised to open across the country…"*

Health & Wellness Center

Hammes Company is one of the nation's leading developers of health care real estate. One of the interesting new trends that we have identified resulting from the re-urbanization of America is the need for health and wellness centers as part of the urban fabric of our downtowns. This is an interesting new trend that will become an important program element for Judge Doyle Square. This is one of the shared use concepts we have developed that will provide an important amenity for the tenants of Judge Doyle Square and the surrounding business district, downtown residents and visitors to the community.

Medical providers are finding new ways to adapt to peoples' changing needs, including seeing people where they are and when it is convenient for them -- driving the need for urban locations. Savvy and diverse consumers in urban settings are searching for the most practical way to define their own wellness goals, access interactive information, and explore resources dedicated to their health. The ultimate goal is to create a person's lifeline for one-on-one support/coaching to establish healthier eating and exercise behaviors and stress reduction/ mindfulness approaches that boost well-being. This health and wellness initiative enhances the quality of life in our country by focusing on health promotion, wellness, and disease prevention through teaching, learning, research, and service activities with diverse populations.



One of the best examples of this concept is the

Lehigh Valley Heath Network
- Allentown, Pennsylvania

Lehigh Valley Health Network facility Hammes just completed in Allentown, Pennsylvania. It combines fitness, wellness, nutrition and preventative / recuperative healthcare services together with core clinical facilities as one of the core anchors of the Allentown Entertainment District. This facility has quickly become a focal point for health and wellness in the community while also supporting the other core program elements of the project including the Marriott Renaissance hotel.

Conference Center

One of the most important shared elements of the program for Judge Doyle Square is the Conference Center. This space will provide state-of-the-art digital technology and a program of spaces that will support the daily needs of Exact Sciences and the Urban Hotel while also being available to other businesses, community groups and other users. This space will also become an important complement to organizations basing their events at Monona Terrace. We believe this is one of the most effective ways to build shared infrastructure that can become a complement to a broad array of urban users.

The Conference Center includes multipurpose meeting, community and function spaces incorporated into the program on the Second Level of Block 88. This space will be appointed with the most current technology for seamless audio/visual communication and other technology support services. As outlined in the RFP, this program can be further expanded to accommodate additional city-owned and financed meeting and banquet space to provide supplementary program in support of Monona Terrace. The desired program elements have been discussed with Monona Terrace and the Convention and Visitors Bureau as part of our earlier proposal and the proposed plan makes provisions for this space as part of the program on Block 88 (See Design Alternates – City Program below). We believe the programming mix we have established for Judge Doyle Square -- combining our core uses such as Food Hall and Conference Center -- with the potential for further expansion of the meeting and banquet facilities is the most effective way to strengthen the growth and programming mix at Monona Terrace.

Broadcast Studio

The Broadcast Studio is one of the most exciting concepts for year-round activation at Judge Doyle Square. We have an established relationship with Good Karma Brands -- operators of ESPN Radio in Wisconsin -- and have developed a concept together for a digital media studio that will provide a permanent base of live entertainment at the core of Judge Doyle Square. This provides a dynamic sense of activation that is integral to the ongoing success of any mixed-use environment. The Broadcast Studio provides a means of bringing live entertainment to the project 365 days-a-year. Many examples exist of this type of program development in urban mixed-use settings -- like Rockefeller Center -- that attain iconic status as symbols of a community's urban fabric. It is this level of activation that we will bring to Judge Doyle Square.

Digital Media Center

One of the other important program elements we have established with Good Karma is the Digital Media Center. This creative concept is designed to provide a focal point for digital media technology in the heart of downtown Madison. It is designed to provide users with the ability to collaborate in real time with their colleagues located anywhere in the world. The facility is designed to optimize work flow automation in intuitive collaborative spaces designed to accommodate a wide spectrum of technology platforms. The success of these new wave studios

Block 88 - The Civic Core

The Pinckney Street entry serves as the gateway to the Civic Core - a concentration of important civic and cultural amenities serving occupants of Judge Doyle Square, the surrounding business district, residents and tourists alike.

Block 105 - Hotel Terrace along Pickney Street

is dependent on locating in vibrant urban spaces that are focal points of the community – making this is an ideal complement to the other uses at Judge Doyle Square. The Digital Media Center will become a magnet for the new generation of urban professionals.

Madison's Urban Hotel

We have established an exciting concept for Madison's Urban Hotel at Judge Doyle Square. We view the hotel as an integral component of the overall program that will be vital to driving the success of a mixed-use environment in downtown Madison. It brings an important level of visitation to the site 365 days-a-year and a diversity of users that will support each of the core program elements that comprise our master plan.

Our concept for the hotel builds on the overall master plan strategy for Judge Doyle Square. It is our intent to build core program elements that can be shared with the hotel that create a more diverse program and amenity mix than a typical select service hotel would be able to support on its own operational base. This is a similar strategy used for the development of the Marriott Renaissance Hotel in Allentown, Pennsylvania. From operational infrastructure (e.g. loading docks, etc.) to civic elements like the Food Hall and Conference Center -- the hotel will be able to access these amenities and share in the cost of operations. This strategy will allow us to provide a "full-service" hospitality offering at a significantly lower capital investment.

We further believe that this approach is the ideal strategy to support Monona Terrace. Our vision for the project will provide an important complement of rooms to support bookings at Monona Terrace -- while addressing perhaps the most fundamental issue of providing supporting amenities -- Food Hall, Broadcast Studio, Health & Wellness Center, Digital Media Center and Conference Center -- these will provide elements of urban activation that are important complements to programming at Monona Terrace.

The Urban Hotel has been designed to a size that will allow us to meet the standards of a variety of hotel companies and franchises ranging from Marriott to Starwood. From our experience there are well suited hotel companies hoping to enter the downtown Madison market. (See Appendix 2). The appropriate brand for the JDS hotel will be determind once the final plan and hotel program are defined. There is an appropriate time to engage hotel companies and franchises. Additional market research will be performed and visits with a group of hotel companies and franchises will be scheduled prior to determining the most suitable brand for the downtown Madison market. Given our involvement with hotel companies elsewhere - and with The Edgewater - we have existing relationships with hotel companies and franchises. The City will be welcome to participate in this process.

Urban Hotel Room Block Agreement

One of the fundamental objectives of our approach to Judge Doyle Square is to support the growth and programming capacity for Monona Terrace. The convention industry is experiencing a rapid pace of change and venues and communities that are active in this market must respond to these changes. One of the most significant trends we see in this industry is increasing demand in cities that are recognized for the strength of their "urban experience". Judge Doyle square is the best opportunity for Madison to make a dramatic step in strengthening our community to become a more attract destination community.

We have worked closely with the Greater Madison Convention Visitors Bureau (GMCVB) over the past few years to identify opportunities to strengthen Monona Terrace. We believe that the program complement we have established for Judge Doyle Square will provide an ideal complement of services and amenities to enhance the meeting and convention experience in Madison. One of the important structural issues to address in our support of Monona Terrace will be the commitment of a room block for specific scheduled events.

The following outline highlights the approach we have proposed to structure a room block commitment with the GMCVB.

MADISON
GOING > BEYOND > VISIT™
GREATER MADISON CONVENTION & VISITORS BUREAU

Booking Process

The Urban Hotel submits a room block proposal to the GMCVB and collects all proposals from GMCVB. The Urban Hotel will set the rates for each client.

- GMCVB will notify Urban Hotel as soon as a client has indicated the selection of Madison and Monona Terrace and upon advancement of an event contract.
- Urban Hotel will issue and finalize all

contract(s) with the client.

- Urban Hotel business has the potential of interrupting GMCVB client proposed blocks, Urban Hotel will discuss alternatives with GMCVB. GMCVB will have first option (first right of refusal) to book the proposed business within a reasonable time frame and/or GMCVB will agree to reduce or release the proposed room block.
- GMCVB will strongly encourage and actively work with clients (specifically annual MT business) to process and execute Urban Hotel contracts at least 24 months in advance of proposed meeting dates.
- Periodic meetings will be held with GMCVB to review proposals, discuss room block conflicts and determine ways to increase or optimize business for all parties.

Booking Window

Following is an outline of the suggested booking opportunities.

- **More than 24 months out:** GMCVB is guaranteed blocks of 210 to 250 rooms at a rate determined by Urban Hotel. This factor will be determined upon final design of the Urban Hotel.
- **18-24 months out:** GMCVB pending proposals are first option (given first right of refusal). Should Urban Hotel business arise, Urban Hotel will give GMCVB ample notification to book pending (proposed) business. If unable to book, the GMCVB will agree to reduce or release proposed block to accommodate Urban Hotel business. Should there be no GMCVB proposal pending,

Urban Hotel agrees to provide monthly an updated calendar showing room availability within the 24-month window.

- **12-18 months out:** Ongoing communication between Urban Hotel and GMCVB regarding outstanding pending proposals and reasonable deadline to contract business, reduce block or release block. New business is first come, first served during this period.

Room Rates

Rates will be negotiated between Urban Hotel and the client(s). Rates are more negotiable the farther out the business is contracted so Urban Hotel is able to re-capture the revenue through yield management efforts.

Other

City-wide events as defined by GMCVB are not subject to the terms of the Urban Hotel Room Block Agreement.

JDS Development has initiated discussions with a number of leading national hotel chains, including Marriott International, Inc., Starwood Hotels & Resorts Worldwide, Inc., Carlson Rezidor Hotel Group (Radisson) among others.

Carlson Rezidor Hotel Group (Radisson)

Carlson Rezidor Hotel Group is an international hotel company with headquarters in Minneapolis and Brussels, Belgium employing over 88,000 staff. It is one of the world's largest and most dynamic hotel companies. It has an expanding portfolio of more than 1,370 hotels in operation and under development, a global footprint covering over 110 countries and territories, and a powerful set of global brands: Quorvus Collection, Radisson Blu, Radisson, Radisson Red, Park Plaza, Park Inn by Radisson and Country Inns & Suites By Carlson.

The Carlson Rezidor Hotel Group has over 75 years of hospitality experience. With that experience, Carlson Rezidor Hotel Group has grown to become one of the largest hotel companies in the industry with a powerful set of brands that deliver world class hospitality and exceptional service.

Their brands are carefully segmented to appeal to a wide range of guests, covering all the key hotel and resort sectors, including: Comfortable, family mid-market (vacationing families who simply want a good hotel experience at affordable rates in a fresh and clean hotel) first class, high-end service (business travelers who seek ultimate functionality and service to make their business more effective and successful) luxury (sophisticated, contemporary travelers seeking the ultimate in high-end luxury at a world-class hotel and spa).

The Carlson Rezidor Hotel Group experienced revenue of $7.8 billion in 2014, a 4 percent increase over the previous year.

Starwood Hotels & Resorts Worldwide, Inc.

Starwood Hotels and Resorts Worldwide, Inc. is an American hotel and leisure company headquartered in Stamford, Connecticut. One of the world's largest hotel companies, it owns, operates, franchises and manages hotels, resorts, spas, residences, and vacation ownership

properties under its nine owned brands – Westin, Sheraton, Four Points by Sheraton, The Luxury Collection, W Hotels, St. Regis, Le Méridien, Aloft, a Vision of W Hotels, Element by Westin and Tribute Portfolio. Starwood Hotels and Resorts Worldwide, Inc. owns, manages, or franchises over 1,200 properties employing over 180,400 people in some 100 countries.

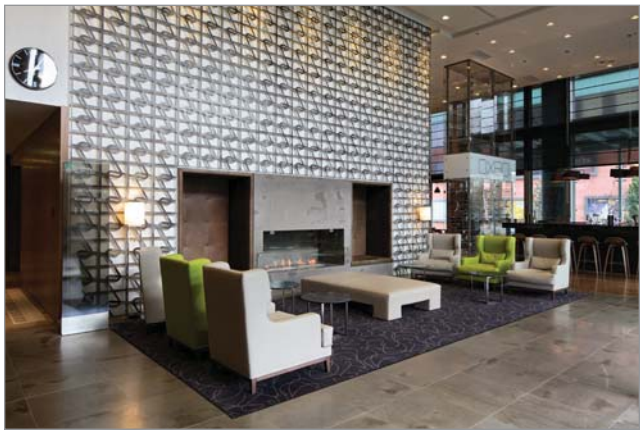
The Company has one of the industry's leading loyalty programs, Starwood Preferred Guest, allowing members to earn and redeem points for room stays, room upgrades and flights, with no blackout dates.

Marriott

Marriott is a leading hospitality company with more than 3,900 properties, 18 brands, and associates at their headquarters, managed and franchised properties around the world.

"Marriott's sales strategy aligns around the customer, providing streamlined sales for group, business transient, catering, and select service & extended stay customers. High-value customers are won with integrated sales and marketing efforts involving global and field sales teams, eCommerce initiatives, revenue management, reservations sales and customer care, and channel strategy and analysis.

Marriott's sales strategy aligns around the



customer, providing streamlined sales for group, business transient, catering, and select service & extended stay customers. High-value customers are won with integrated sales and marketing efforts involving global and field sales teams, eCommerce initiatives, revenue management, reservations sales and customer care, and channel strategy and analysis.

In 2012, Marriott's reservation system:

- Generated more than 95 million reservations
- Produced more than US$30 billion in gross room revenue
- Processed reservations for more than 700,000 room-nights per day
- Generated $138 million in cross-sales room revenue among Marriott brands

A Public Project - The "Civic Core"

The master plan for Judge Doyle Square is centered on a series of important public projects -- to be built and owned by the City of Madison -- that will become the foundation of our shared use concept. The final program for these elements of the Public Project will be determined in cooperation with the City of Madison. The primary elements of the Public Project are described below:

- ***Public Parking / Government East Replacement*** - The master plan contemplates the City of Madison building new parking facilities -- ranging from 560 to 600 stalls -- to serve as replacement parking for the Government East parking structure.

- ***Public Parking / Expanded Parking*** – The master plan contemplates the City of Madison building additional new parking facilities -- ranging from 850 to 940 stalls -- to serve the new uses that will be located at Judge Doyle Square. This parking will provide an important asset in the core of downtown that will support long-term growth of the City of Madison. There are few remaining opportunities to add significant blocks of parking in the heart of downtown.

- ***Civic Core*** – The master plan includes the development of the podium levels of Block 88 and Block 105 -- to include the Civic Core programming elements including the Galleria, Food Hall, Conference Center, Health & Wellness Center and related amenities and infrastructure (e.g. loading dock, etc.) -- to support the occupants of Judge Doyle Square, the surrounding business district, Monona Terrace and the resident base. These elements will become important drivers of visitation to our downtown and to support tourism in our economy.

- ***Bike Center*** – As an extension of the parking structure and the new employment base calling Judge Doyle Square home, the City of Madison will construct a new urban Bike Center. This facility is thought to be the first of its kind in southern Wisconsin offering commuter and casual bicycle riders services and bike security not previously available.

URBAN DESIGN CONTEXT AND ARCHITECTURE

Our vision is to create an integrated work-life environment -- using both Block 88 and 105 -- and creating a vibrant, urban mixed-use development that engages with the surrounding businesses and neighbors. Important catalysts driving the development are the rapidly expanding real estate needs of Exact Sciences and a desire to grow their business in downtown Madison, as well as a hotel and other program elements which complement Monona Terrace.

We have evaluated a wide array of concepts in the development of our master plan for Judge Doyle Square. Careful consideration has been placed on the architectural pattern and style for both blocks -- recognizing the importance of the Madison Municipal Building and the urban scale of Pinckney Street -- while addressing the need for dynamic architecture consistent with Exact Sciences mission. This is among Madison's most challenging urban design assignments.

Block 88

The Judge Doyle Square master plan concept is designed to create a dynamic, urban, multi-tiered concept with outdoor terraces and interior mezzanines which visually connect the Food Hall, Health & Wellness Center, Broadcast and Media amenities, and Conference Center -- in addition to a new Corporate Headquarters and Research Facility for Exact Sciences. These components are planned to be visible and transparent from the pedestrian level and readily accessible from Pinckney Street.

Our interest is to create a plan that is centered on an important civic place in the core of our downtown. The program we have devised will bring considerable visitation to the site from

Judge Doyle Square Site Plan

CHAPTER 3 - PRELIMINARY PROJECT CONCEPTS

Block 88 - Exact Sciences Corporate Headquarters & Research Facility (View from Doty Street)

Block 88 - Exact Sciences Corporate Headquarters & Research Facility (View from Wilson Street)

tenants, area businesses, residents and visitors from throughout the region.

The design team has focused considerable attention on the Pinckney Street corridor and devised an architectural theme that will create a strong and vibrant pedestrian corridor that blends interior and exterior program elements. The architectural mass and density proposed for the site is considerable and we place importance on balancing mass and density against the urban-scale, namely on Pinckney Street.

Block 105

Block 105 provides an opportunity for development of the hotel, street-level retail and related amenities. This block is an important part of the growth plan for Exact Sciences. Our master plan has been carefully developed to provide seamless blending of the two blocks to allow for effective blending of all program elements. This is a similar approach to the design of the "Arena Block" in Allentown, Pennsylvania.

The streetscape of Block 105 is vitally important to achieve balance between density and urban scale along Pinckney Street. We have established an architectural pattern that breaks the facades of each of the three core architectural elements and grounded them at street level. This serves to uncouple the architectural mass and set distinct identify for the hotel and future offices for Exact Sciences. We have set an important civic element at mid-block to create a point of arrival and pedestrian linkage between Block 88 and Block 105.

Block 88 - Exact Sciences Corporate Headquarters & Research Facility (Pinckney Street Terraces)

CHAPTER 3 - PRELIMINARY PROJECT CONCEPTS

A summary of the core anchoring elements for Block 88 and Block 105 is outlined below:

Block 88

Building One (Lower Level)

- Parking

Building One (Floors 1 and 2)

• Food Hall	10,000 GSF
• Health & Wellness	7,000 GSF
• Lobby	3,500 GSF
• Conference Center	20,000 GSF
• Broadcast Studio / Digital Media Center	25,000 GSF

Building One (Floors 3-9)

• Exact Sciences Corporate Headquarters & Research Facility	250,000 GSF

Block 105

Building Two and Three (Lower Levels)

- Parking

Buildings Two and Three (Floor 1)

• Retail	4,000 GSF
• Restaurant	3,300 GSF
• Hotel Lobby	4,500 GSF
• Office / Lobby	2,900 GSF
• Bicycle Center	2,000 GSF

Floors 3-5

- Above Grade Parking

Building Two (Floors 5-9)

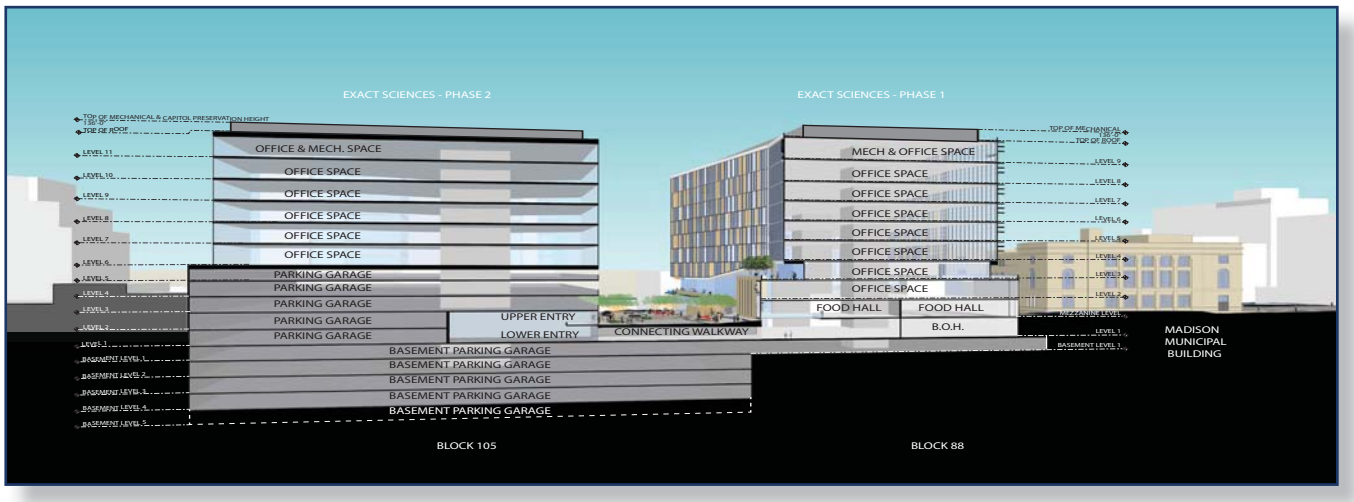
• Office Expansion / Other Proposed Use	107,000 GSF

Building Three (Floors 5-12)

• Hotel Guest Rooms	141,000 GSF

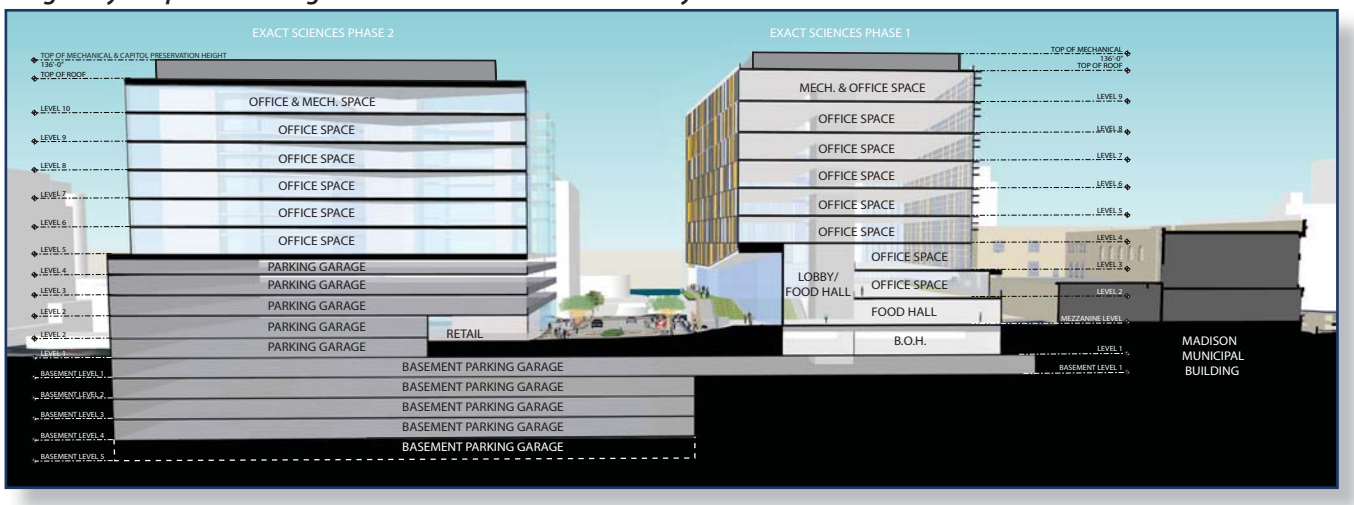
An extensive programming effort was completed by the Project Team with Exact Sciences. There are very specific requirements to support the operation and growth of the firm for the next generation. We will be prepared to review these specific requirements with the City of Madison and explain how they drive the planned expansion at Judge Doyle Square.

Judge Doyle Square Building Section Near Doty Street

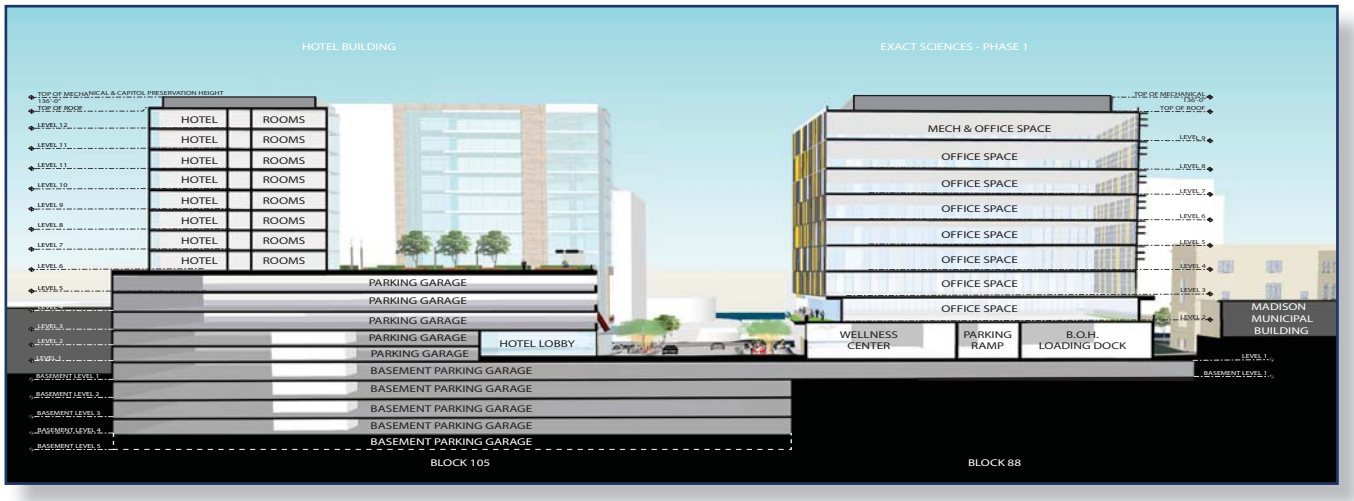


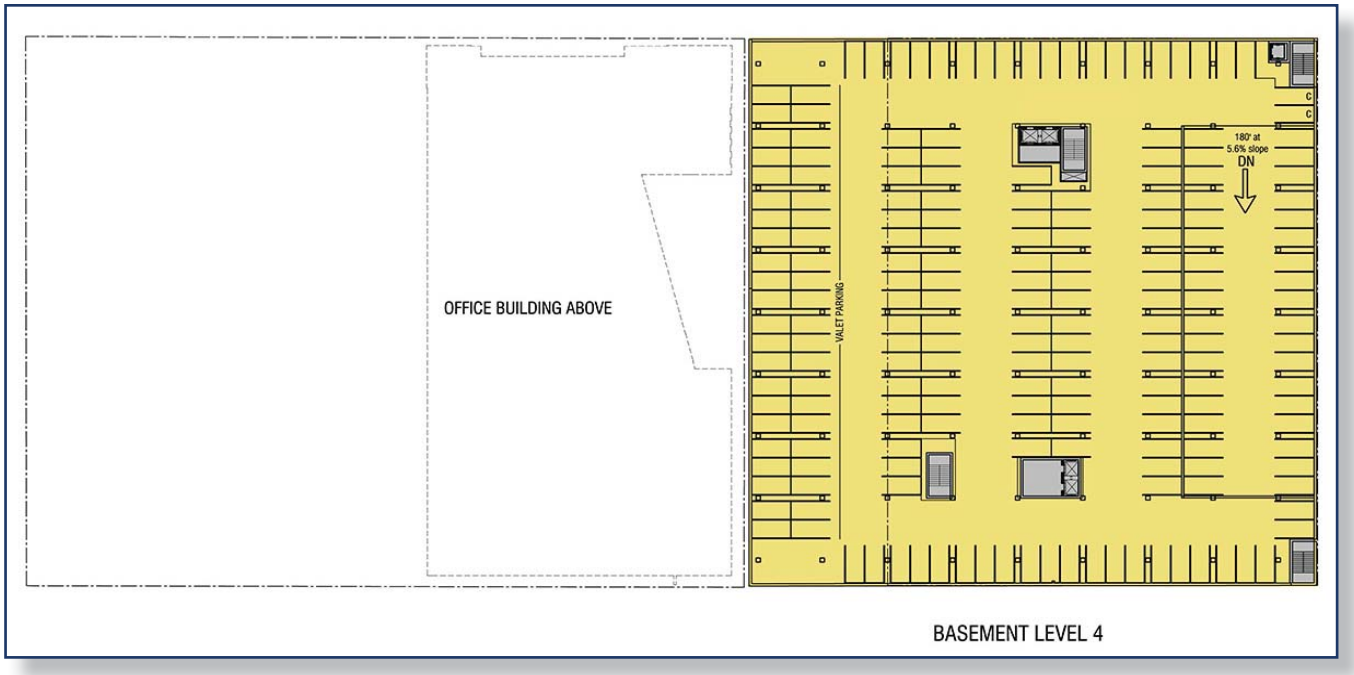
CHAPTER 3 - PRELIMINARY PROJECT CONCEPTS

Judge Doyle Square Building Section - Mid Block Between Doty Street & Wilson Street

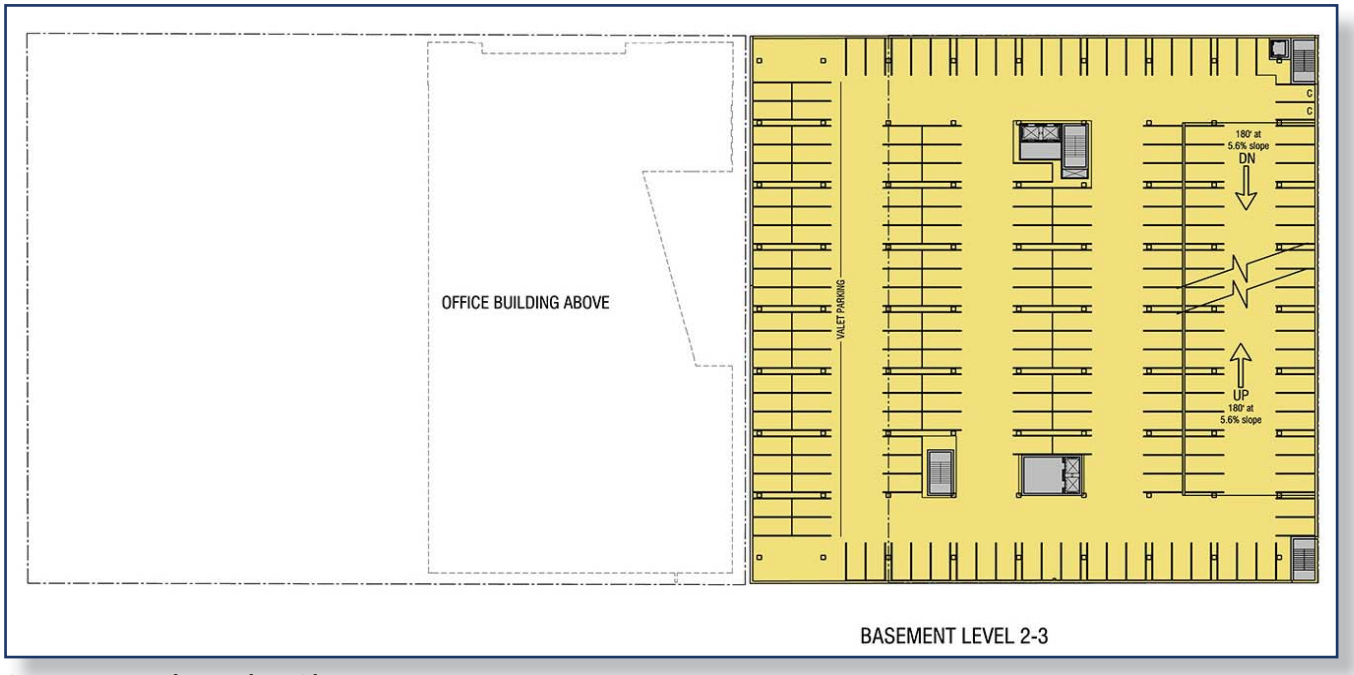


Judge Doyle Square Building Section - Near Wilson Street

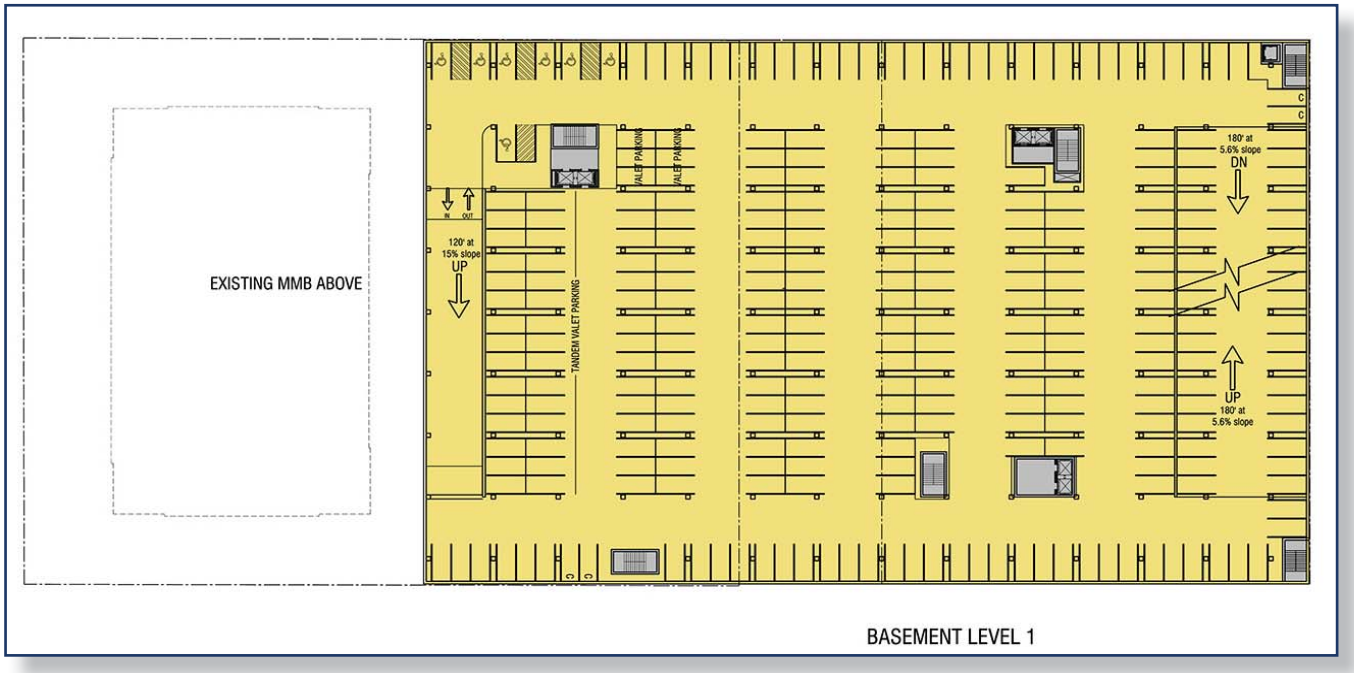




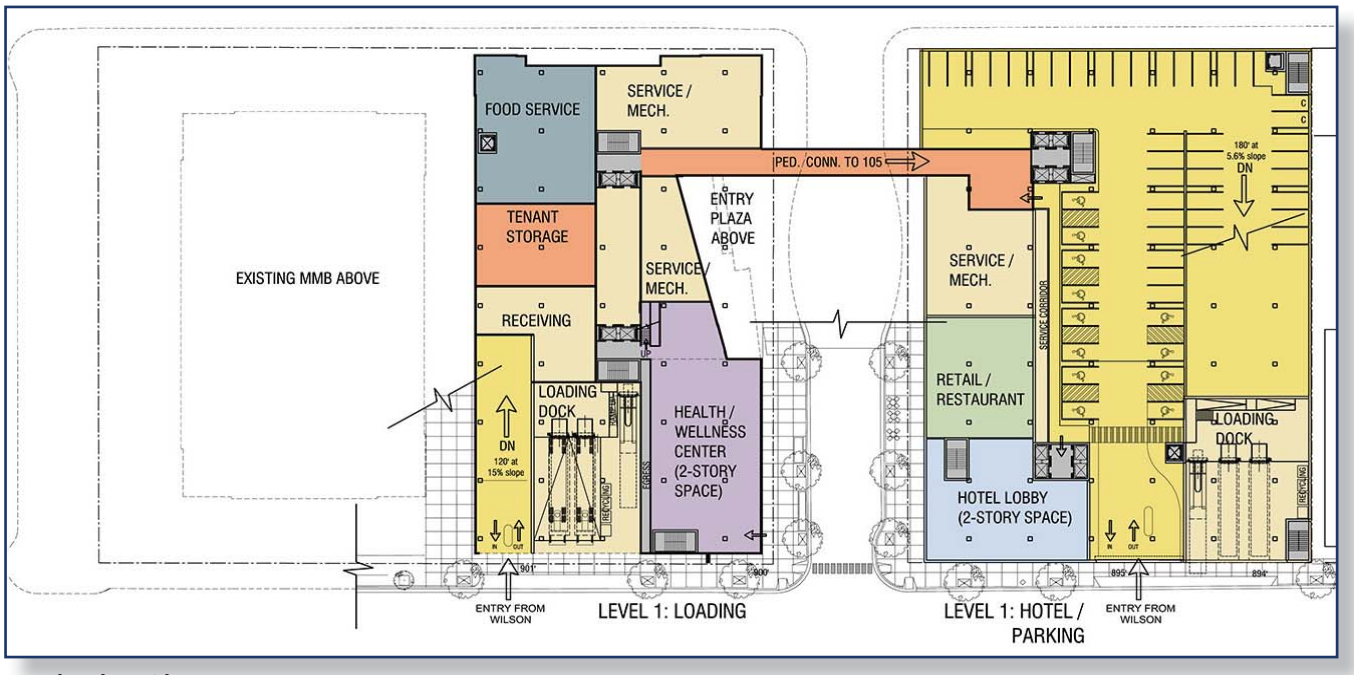
Basement Level 4 Floor Plan



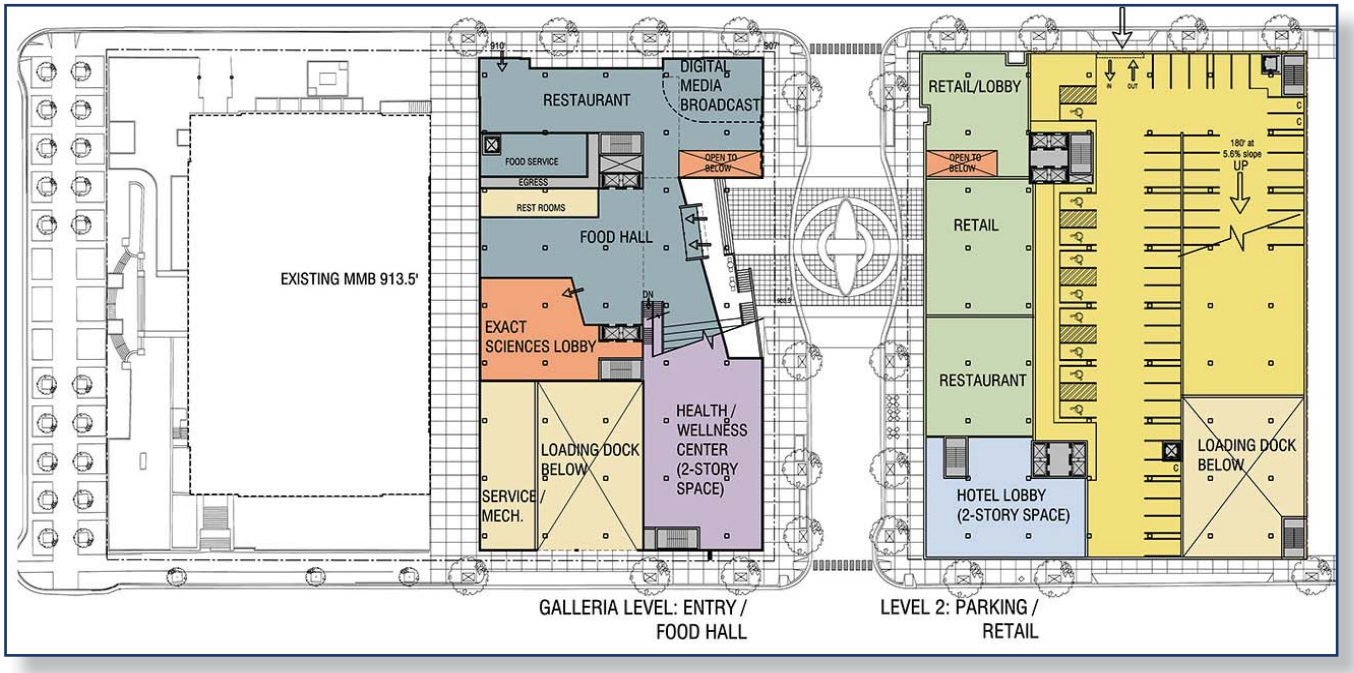
Basement Levels 2-3 Floor Plan



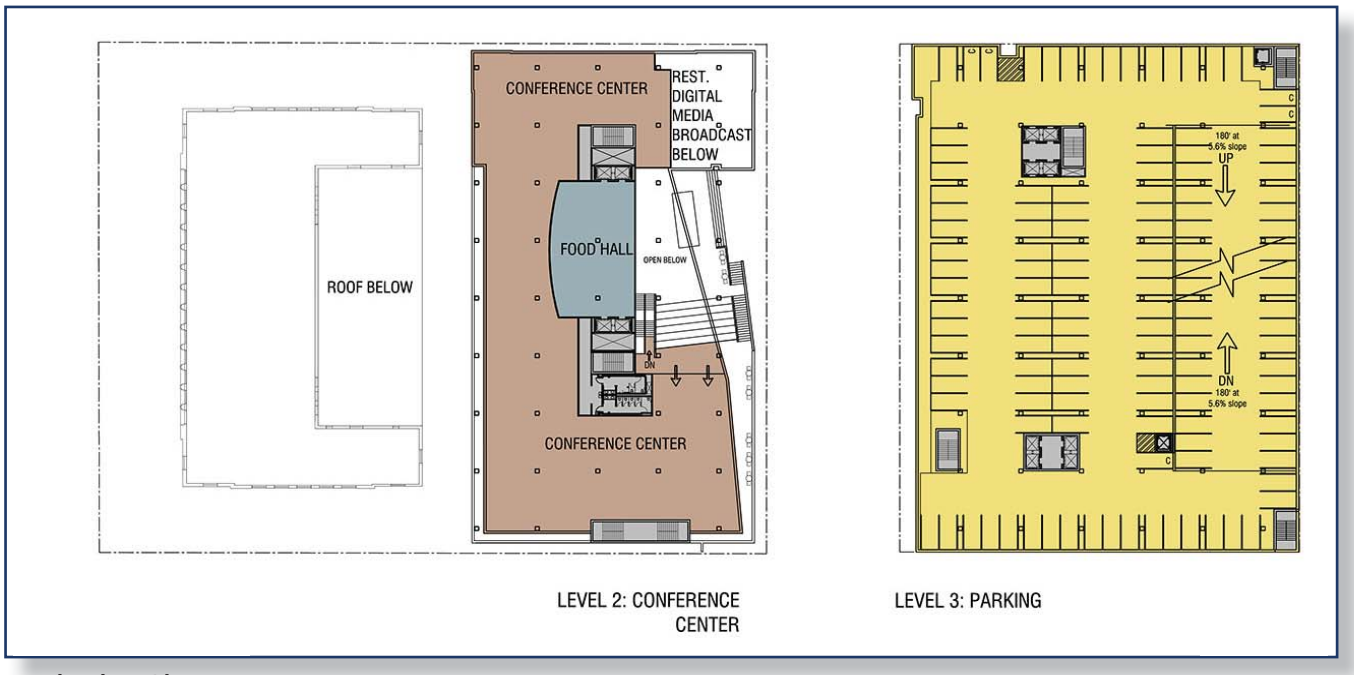
Basement Level 1 Floor Plan



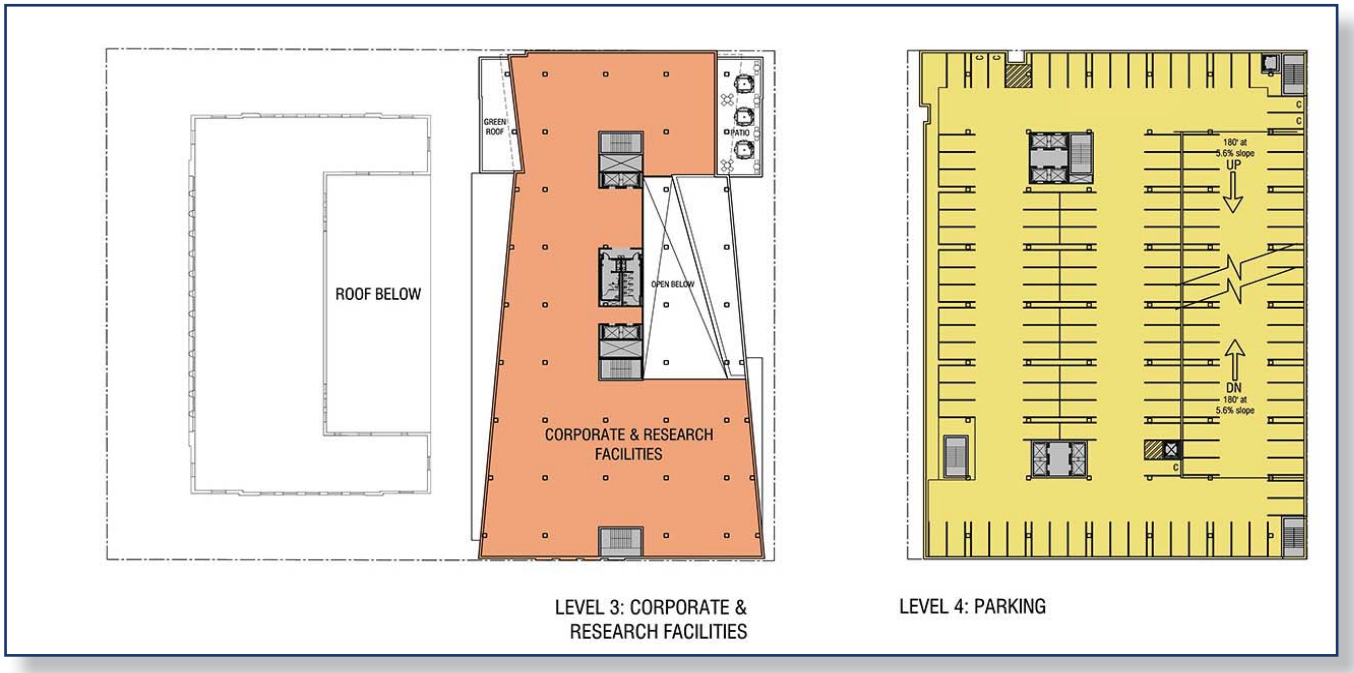
Level 1 Floor Plan



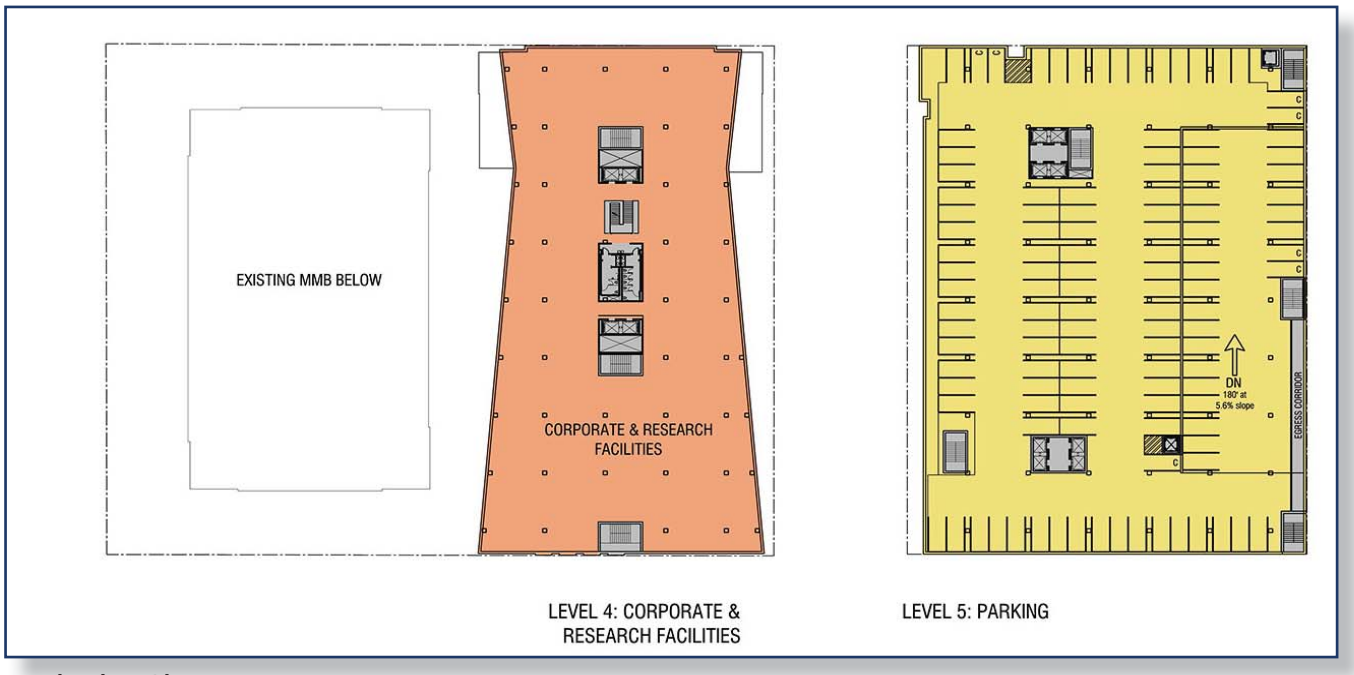
Level 2 Floor Plan



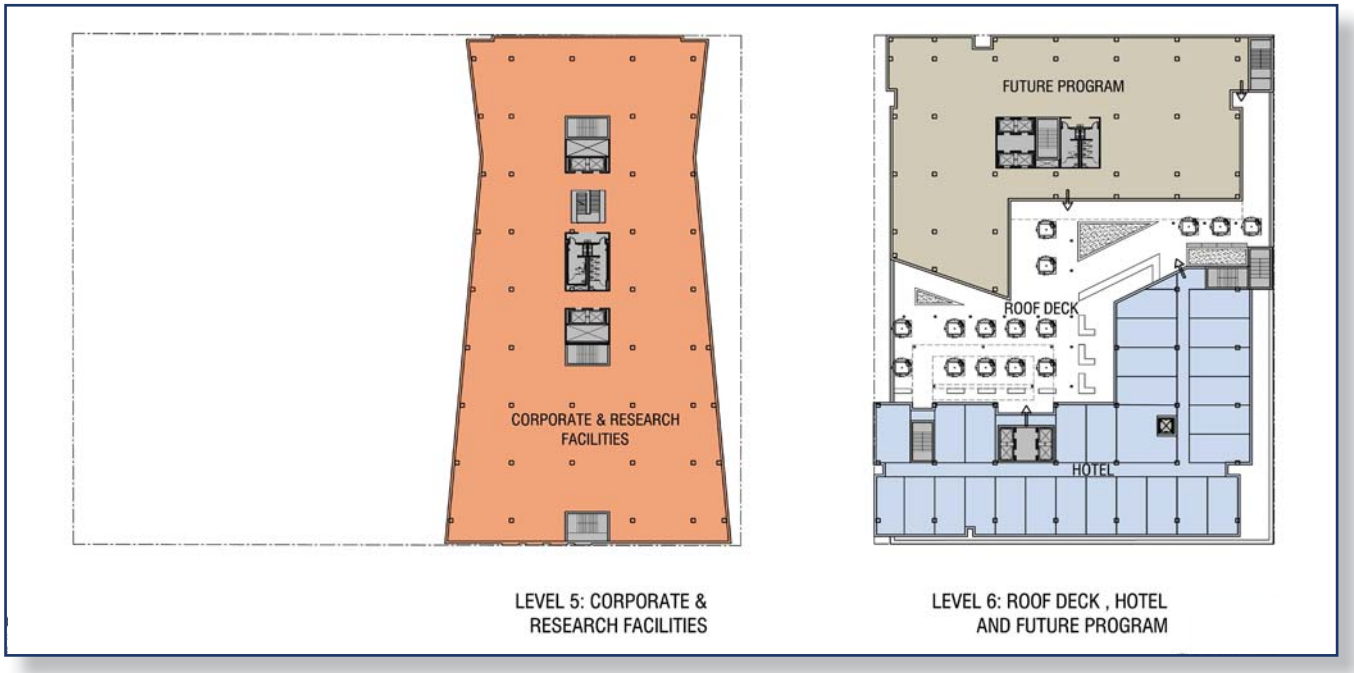
Level 3 Floor Plan



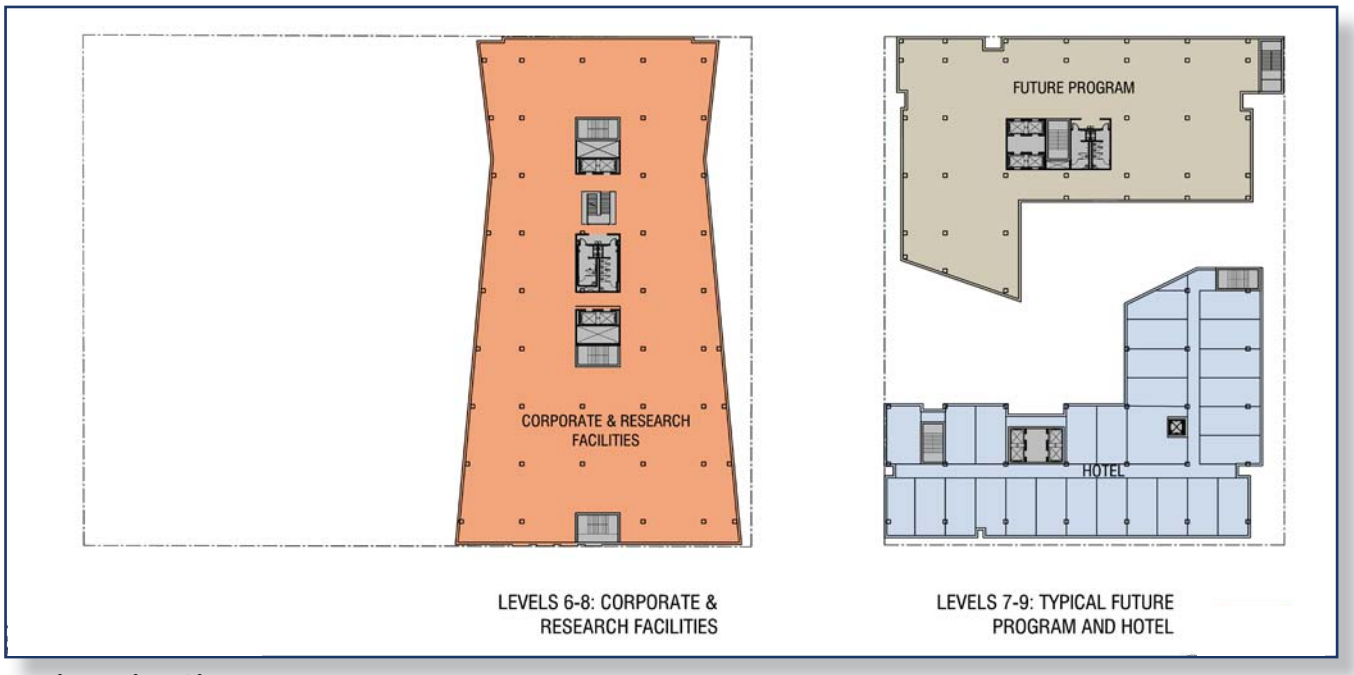
Level 4 Floor Plan



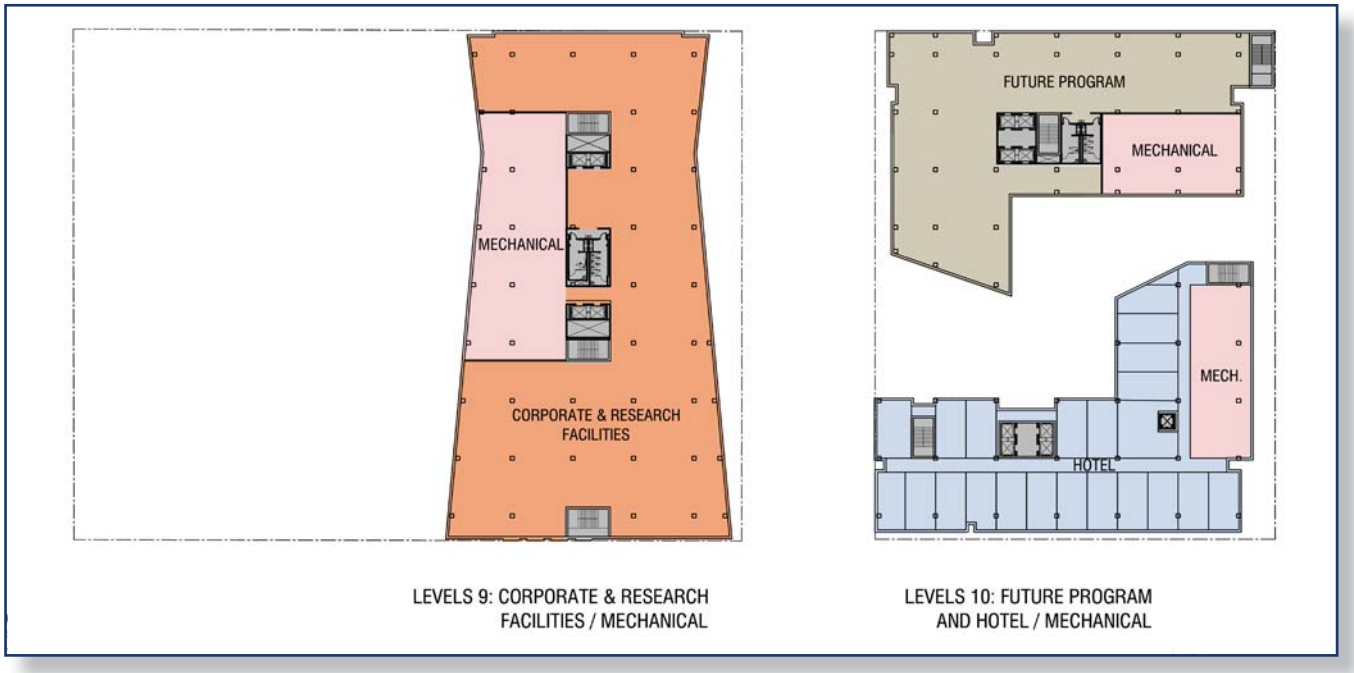
Level 5 Floor Plan



Level 6 Floor Plan



Levels 7-9 Floor Plan



Level 10 Floor Plan

CHAPTER 3 - PRELIMINARY PROJECT CONCEPTS

Shadow Study - June 21 (2:00p.m.)

Shadow Study - September 21 (2:00p.m.)

CHAPTER 3 - PRELIMINARY PROJECT CONCEPTS

Shadow Study - March 21 (2:00p.m.)

Shadow Study - December 21 (2:00p.m.)

3.2 DESIGN ALTERNATES - PUBLIC PROJECTS

City Program

In the development of our master plan -- and in response to the specific requirements of the RFP -- we have identified a range of design alternates for consideration by the City of Madison. These alternate design and program concepts are described below:

Option 1 - City Offices

Option 1 (City Offices) – The RFP requested an outline describing the potential for development of office space to support governmental offices to be occupied by the City of Madison. This program concept can be accommodated in our master plan. We would structure this as a lease transaction. It will be important that any such transaction not be disruptive to the growth in program requirements of Exact Sciences. We can review these requirements in detail with the City of Madison. See Option 1 above which shows the potential development block that could accommodate the City of Madison requirements.

Option 2 (Meeting and Banquet Space) - The RFP requested an outline of describing the potential for development of conference, meeting and banquet facilities to support the community and Monona Terrace. We have identified a very efficient means of developing this space -- now or in the future -- to support

Option 2 - Meeting and Banquet Space

increasing demand for these program areas. See Option 2 above which shows our proposed location for these facilities. This program would be in addition to the Conference Center and the proposed location would allow for seamless integration of these floor areas in close proximity to the Civic Core and the amenities located there.

Option 3 - Alternate City Office Location

Option 3 (Alternate City Office Location) Another alternative that may be considered by the City of Madison for the construction of new offices would be to infill core elements of the City-County Building. Our master plan evaluated this building to assess what level of added program could be supported on that block. We estimated between 70,000 to 90,000 square feet could be developed on the block allowing for efficient and a less costly means of building new offices for the City of Madison.

3.3 GREEN BUILDING PRACTICES

The JDS Development, LLC project team is committed to minimizing waste produced by the construction
process and will re-use materials whenever possible. To accomplish this, the team will work together to pre-plan the construction process and implement a strategy to help eliminate waste. A part of this strategy will include compiling all scraps by saving, stockpiling and sorting excess construction materials. This process will require the construction team to catalogue the items,

U.S. BUILDING IMPACTS:
Sustainable Building practices can substantially reduce or eliminate negative environmental impacts through high-performance, market-leading design, construction, and operations practices.

strip them to their lowest common denominator, and either creatively use those materials elsewhere on the construction site, donate the excess materials to other organizations for their use or recycle the remaining material.

To assist in the recycling of construction waste, the project team can work with Waste Cap, Waste Management and/or the Madison Environmental Group to divert the majority of construction waste from landfills. Everything from spare wood to plastic packaging material to the remains of

contractors' lunches can be reused, recycled or composted. Waste Cap is a great resource to help sort and recycle unused plastics from a construction site. Their help is often a critical step in diverting almost all waste from landfills.

The development team also plans to implement additional green building practices, including:

1. Utilizing Local Contractors and Regional Materials Whenever Possible

2. Minimizing Energy Consumption by:
   a. Maximizing Interior Day Lighting
   b. Limiting Diesel Equipment Usage

3. Enhancing Air Quality by:
   a. Controlling Dust
   b. Using Low VOC Materials

4. Controlling Site Erosion

5. Providing Formal Training and Education to Workforce on Sustainable Green Practices

CHAPTER 4 - FINANCIAL CAPABILITY TO COMPLETE THE PROJECT

4.0 FINANCE PLAN FOR JUDGE DOYLE SQUARE

The Finance Plan for Judge Doyle Square that has been prepared by JDS Development, LLC is included in this Section 4.0 of this Proposal. The Finance Plan outlines the primary assumptions that frame this important public-private partnership between the City of Madison and JDS Development, LLC.

Private Project

The Finance Plan provides a preliminary forecast of the capital budget and operating performance for the Private portions of the Project. The Finance Plan does not include any form of TIF or other public contribution to directly support the Private portions of the Project.

Public Project

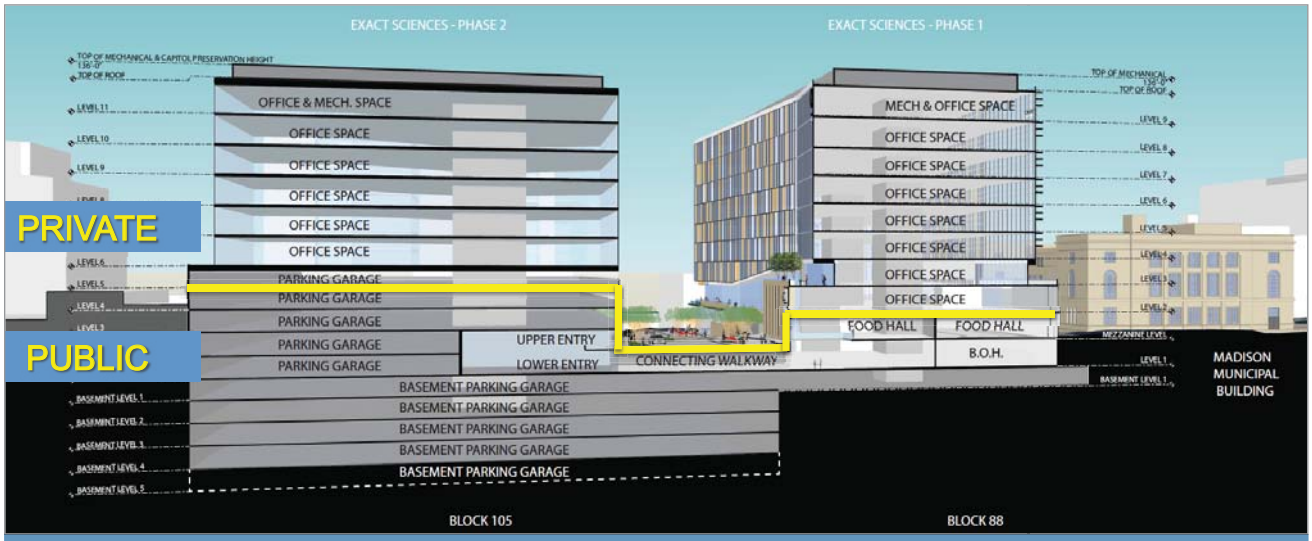
The Finance Plan provides an outline of the estimated capital costs for the Public portions of the Project. It provides an estimate of the low and high range of costs based on the preliminary design and cost estimates developed to date. These costs will be determined with the City of Madison upon defining the specific program required by the City of Madison and completion of design and final cost estimating. The City of Madison will determine the specific structure for the financing of the Public portions of the Project.

Civic Core

The Civic Core is a true public-private partnership between the City of Madison and JDS Development, LLC. The purpose of the Civic Core is to build important infrastructure that will drive the fiscal and economic impact which can be realized from the development of Judge Doyle Square. The Civic Core will be equally funded by the City of Madison and JDS Development, LLC as outlined in the Sources & Uses of Funds. The City of Madison will retain ownership of all Civic Core programming elements subject to a master lease and operating agreement with JDS Development, LLC.

The Civic Core is defined by those portions of the Project that have a civic use and purpose. These areas will be used by occupants of Judge Doyle Square, the surrounding business district, neighboring residents and tourists. It is important to note that these programming areas will provide a complement of uses that will measurably improve the guest experience and activation of Monona Terrace.

Graphic 4.0 provides a graphic description of the Public and Private elements of the Judge Doyle Square development.



Graphic 4.0 - Public and Private Elements

CHAPTER 4 - FINANCIAL CAPABILITY TO COMPLETE THE PROJECT

4.1 FINANCIAL CAPABILITY TO COMPLETE THE PROJECT

One of the greatest strengths of the combined Hammes Company / Majestic Realty team is our proven ability to structure competitive financing for complex real estate transactions. Both firms operate with the philosophy of building for long-term ownership and asset appreciation and our combined assets represent one of the largest commercial real estate portfolios in the industry.

Judge Doyle Square is a large transaction – in particular for a market the size of Madison – and the financial depth of our organizations and proven relationships in the capital markets will be essential to closing this transaction. One of the primary reasons Hammes Company / Majestic Realty were selected by Exact Sciences for the development of their new Corporate Headquarters & Research Facility is our proven ability to finance this type of highly specialized commercial real estate.

Hammes Company / Majestic Realty are currently structuring financings on major commercial real estate transactions throughout the United States. Our involvement in the capital markets includes the direct placement of debt among a wide spectrum of capital sources. Many of our current assignments involve debt securitizations for public finance structures. Our working knowledge and experience with public-private partnerships will be of particular importance in meeting the demands of commercial lenders.

One distinct advantage our team brings to the Exact Sciences project is the financial resources of our own equity fund. Hammes Partners II, L.P. Fund is a $450 million private equity fund established for the sole purpose of capital investment in health care real estate transactions. We maintain a substantial portfolio in this class of specialized real estate and have the financing capacity to support this transaction.

Hammes Company / Majestic Realty are private interests and do not publish financial statements. We will be pleased to provide more detailed background on our financial strength during later stages of the selection process.

4.2 PRELIMINARY ESTIMATE OF TOTAL PROJECT COST

The following Graphic 4.2.1 provides an overview of the Master Project Budget for the entire Judge Doyle Square project upon full build-out of the site.

	LOW	HIGH
PUBLIC		
Parking (1,410 to 1,540 stalls)	$ 45,351,000	$ 54,129,000
Civic Core (Shell & Core)	10,298,000	11,406,000
SUBTOTAL - PUBLIC	$ 55,649,000	$ 65,535,000
PRIVATE		
Private		
Corporate & Research	$ 49,491,200	$ 52,096,000
Urban Hotel	44,251,000	46,580,000
Future Office	26,208,600	27,588,000
Civic Core (Tenant Buildout)	10,830,950	11,401,000
SUBTOTAL - PRIVATE	$ 130,781,750	$ 137,665,000
TOTAL PROJECT COST	$ 186,430,750	$ 203,200,000

Graphic 4.2.1 - Master Project Budget

CHAPTER 4 - FINANCIAL CAPABILITY TO COMPLETE THE PROJECT

The Master Project Budget is organized to show the Public and Private components of the Project. The Public portion of the Project is shown with a low and high estimate of cost for these program areas.

The following Graphic 4.2.2 provides an overview of the Sources & Uses of Funds for the Private components of the Project.

SOURCES AND USES

SOURCES OF FUNDS		USES OF FUNDS	
Equity	$ 45,980,000	Site Acquisition	$ 1,063,000
		Demolition & Site Preparation	w/ Parking Costs
Debt	$ 91,685,000	Hard Costs and FF&E	96,379,000
		Civic Core	11,401,000
		Architecture and Engineering	5,783,000
		Development Costs	23,039,000
TOTAL	$ 137,665,000	TOTAL	$ 137,665,000

Judge Doyle Square Redevelopment - Block 88
Madison, WI

SOURCES AND USES

SOURCES OF FUNDS		USES OF FUNDS	
Equity	$ 19,749,000	Site Acquisition	$ 544,000
		Demolition & Site Preparation	w/ Parking Costs
Debt	$ 39,379,000	Hard Costs and FF&E	39,685,000
		Civic Core	7,032,000
		Architecture and Engineering	2,381,000
		Development Costs	9,486,000
TOTAL	$ 59,128,000	TOTAL	$ 59,128,000

Judge Doyle Square Redevelopment - Block 105
Madison, WI

SOURCES AND USES

SOURCES OF FUNDS		USES OF FUNDS	
Equity	$ 26,231,000	Site Acquisition	$ 519,000
		Demolition & Site Preparation	w/ Parking Costs
Debt	$ 52,306,000	Hard Costs and FF&E	56,694,000
		Civic Core	4,369,000
		Architecture and Engineering	3,402,000
		Development Costs	13,553,000
TOTAL	$ 78,537,000	TOTAL	$ 78,537,000

Graphic 4.2.2 - Sources and Uses

The Sources & Uses of Funds is organized between Block 88 and Block 105. The Sources & Uses of Funds is based on the full build-out of the entire Judge Doyle Square site.

Graphic 4.2.3 provides a preliminary financial pro-forma for the Private portions of the Project.

SUMMARY OPERATING PRO FORMA - BLOCK 88	1	2	3	4	5	6	7	8	9	10
OPERATING REVENUES										
Corporate & Research	$ 7,068,941	$ 7,426,806	$ 7,612,476	$ 7,802,788	$ 7,997,857	$ 8,197,804	$ 8,402,749	$ 8,612,818	$ 8,828,138	$ 9,048,841
Food Hall / Health / Wellness	723,247	741,328	759,861	778,858	798,329	818,287	838,745	859,713	881,206	903,236
Total Revenue	$ 7,792,187	$ 8,168,134	$ 8,372,337	$ 8,581,645	$ 8,796,187	$ 9,016,091	$ 9,241,494	$ 9,472,531	$ 9,709,344	$ 9,952,078
OPERATING EXPENSES										
Corporate & Research	$ 1,428,000	$ 1,500,000	$ 1,537,000	$ 1,576,000	$ 1,616,000	$ 1,656,000	$ 1,697,000	$ 1,739,000	$ 1,783,000	$ 1,827,000
Food Hall / Health / Wellness	128,000	131,000	135,000	137,000	141,000	145,000	148,000	152,000	156,000	160,000
Property Taxes	1,157,000	1,212,000	1,243,000	1,274,000	1,306,000	1,338,000	1,372,000	1,407,000	1,442,000	1,477,000
Total Expenses	$ 2,713,000	$ 2,843,000	$ 2,915,000	$ 2,987,000	$ 3,063,000	$ 3,139,000	$ 3,217,000	$ 3,298,000	$ 3,381,000	$ 3,464,000
NET OPERATING INCOME	$ 5,079,187	$ 5,325,134	$ 5,457,337	$ 5,594,645	$ 5,733,187	$ 5,877,091	$ 6,024,494	$ 6,174,531	$ 6,328,344	$ 6,488,078
Debt Service	$ 3,190,678	$ 3,190,678	$ 3,190,678	$ 3,190,678	$ 3,190,678	$ 3,190,678	$ 3,190,678	$ 3,166,725	$ 3,166,725	$ 3,166,725
DSCR	1.59x	1.67x	1.71x	1.75x	1.80x	1.84x	1.89x	1.95x	2.00x	2.05x
BEFORE TAX CASH FLOW	$ 1,888,509	$ 2,134,456	$ 2,266,659	$ 2,403,967	$ 2,542,509	$ 2,686,413	$ 2,833,816	$ 3,007,806	$ 3,161,619	$ 3,321,353

SUMMARY OPERATING PRO FORMA - BLOCK 105	1	2	3	4	5	6	7	8	9	10
OPERATING REVENUES										
Hotel	$ 8,372,546	$ 8,841,916	$ 9,329,521	$ 9,562,759	$ 9,801,828	$ 10,046,874	$ 10,298,046	$ 10,555,497	$ 10,819,385	$ 11,089,869
Restaurant & Retail	313,165	320,994	329,019	337,245	345,676	354,318	363,176	372,255	381,561	391,100
Office	3,736,994	3,926,179	4,024,334	4,124,942	4,228,066	4,333,767	4,442,112	4,553,164	4,666,994	4,783,668
Other Revenues	400,086	427,379	454,955	468,579	482,293	496,100	510,003	524,003	538,103	552,306
Total Revenue	$ 12,822,791	$ 13,516,468	$ 14,137,829	$ 14,493,525	$ 14,857,863	$ 15,231,060	$ 15,613,336	$ 16,004,919	$ 16,406,042	$ 16,816,943
OPERATING EXPENSES										
Hotel	$ 4,715,382	$ 4,985,550	$ 5,266,352	$ 5,398,772	$ 5,534,417	$ 5,673,369	$ 5,815,710	$ 5,961,525	$ 6,110,902	$ 6,263,928
Other Expenses	113,060	119,165	126,468	130,005	132,605	136,270	140,002	143,802	147,672	150,614
Restaurant & Retail	55,000	57,000	58,000	60,000	61,000	63,000	64,000	66,000	67,000	69,000
Office	755,000	793,000	813,000	833,000	854,000	875,000	897,000	920,000	943,000	967,000
Property Taxes	1,088,442	1,129,628	1,158,119	1,186,922	1,217,045	1,246,496	1,278,284	1,310,416	1,342,901	1,376,749
Total Expenses	$ 6,726,885	$ 7,084,344	$ 7,421,940	$ 7,608,699	$ 7,799,067	$ 7,994,136	$ 8,194,996	$ 8,401,743	$ 8,611,475	$ 8,827,290
NET OPERATING INCOME	$ 6,095,906	$ 6,432,124	$ 6,715,889	$ 6,884,826	$ 7,058,796	$ 7,236,924	$ 7,418,340	$ 7,603,176	$ 7,794,567	$ 7,989,653
Debt Service	$ 4,238,086	$ 4,238,086	$ 4,238,086	$ 4,238,086	$ 4,238,086	$ 4,238,086	$ 4,238,086	$ 4,206,271	$ 4,206,271	$ 4,206,271
DSCR	1.44x	1.52x	1.58x	1.62x	1.67x	1.71x	1.75x	1.81x	1.85x	1.90x
BEFORE TAX CASH FLOW	$ 1,857,820	$ 2,194,038	$ 2,477,803	$ 2,646,740	$ 2,820,709	$ 2,998,838	$ 3,180,254	$ 3,396,906	$ 3,588,297	$ 3,783,383

Graphic 4.2.3 - Proforma

The preliminary financial pro-forma is based on a series of operating assumptions that impact the operational performance of the Project. Some of the key operating assumptions, include:

- Debt Coverage Ratio (Target Stabilized Year) - 1.50x
- Cost of Capital - 6.50%
- Amortization Period - 25 Years

4.3 LAND PURCHASE

The following Graphic 4.3 provides an overview of the methodology used for the purpose of determining the land valuation for the Private portions of the Project.

BLOCK 88

41,950 SF	of Land	
$ 840,000	Land Value	
$20.00	per SF of Land Area	

Condominium Unit Volumes:

	Footprint (SF)	Stories	Depth / Height (FT)	Volume (CF)
Structured Parking	41,950	4	38.0	1,594,100
Food Hall / Health / Wellness	41,950	2	23.3	978,833
Corporate & Research Facilities	41,950	10	112.7	4,726,367
TOTAL				7,299,300

Allocation of Land Value:

	Volume (CF)	Share of Total (%)	Allocated Land Value
Structured Parking	1,594,100	21.8%	$ 183,000
Food Hall / Health / Wellness	978,833	13.4%	$ 113,000
Corporate & Research Facilities	4,726,367	64.8%	$ 544,000
TOTAL	7,299,300		$ 840,000

Land Acquisition Cost - Phasing:

	Share of Total (%)	Allocated Land Value
Phase 1 - Corporate & Research Facilities	51.2%	$ 544,000
Phase 2 - Urban Hotel	21.8%	$ 232,000
Phase 3 - Future Office Building	27.0%	$ 287,000
TOTAL		$1,063,000

BLOCK 105

52,448 SF	of Land	
$1,050,000	Land Value	
$20.00	per SF of Land Area	

Condominium Unit Volumes:

	Footprint (SF)	Stories	Depth / Height (FT)	Volume (CF)
Structured Parking (Including Loading Dock, Lobby & Retail Spaces)	52,448	9	88.0	4,615,424
Urban Hotel	23,475	8	86.0	2,018,850
Future Office Building	28,973	6	86.0	2,491,678
TOTAL				9,125,952

Allocation of Land Value:

	Volume (CF)	Share of Total (%)	Allocated Land Value
Structured Parking	4,615,424	50.6%	$ 531,000
Urban Hotel	2,018,850	22.1%	$ 232,000
Future Office Building	2,491,678	27.3%	$ 287,000
TOTAL	9,125,952		$1,050,000

Graphic 4.3 - Land Acquisition Allocation & Phasing

4.4 FISCAL & ECONOMIC IMPACT

The following Graphic 4.4 provides a summary of the estimated direct fiscal and economic impact generated from the development of Judge Doyle Square based on the proposed master plan. The program and density of uses generate a significant fiscal impact to the City of Madison over the investment period. The inclusion of Exact Sciences Corporate Headquarters and Research Facility drives an economic gain to the City of Madison that would be difficult to match with another development program.

	ANNUAL (Stabilized)	TOTAL (27 years)
PUBLIC REVENUES ($MM)		
Monona Terrace Revenue	$ 0.5	$ 17.4
Monona Terrace Visitor Impact	$ 0.6	$ 23.3
Parking Utility - GE Ramp	$ 1.5	$ 45.4
New Available Parking	$ 0.6	$ 20.9
Room Tax	$ 0.8	$ 30.2
Property Tax Increment	$ 2.2	$ 86.8
Increased Value of Surrounding Property	$ 0.9	$ 34.7
Catalyzed Downtown Development	$ 1.7	$ 65.1
County Sales Tax	$ 0.1	$ 4.2
State Sales Tax	$ 1.1	$ 41.8
TOTAL	$ 10.1	$ 369.9
Approximate Payback	6 to 7 years	

Graphic 4.4 - Fiscal & Economic Impact

4.5 TERMS AND CONDITIONS

JDS Development, LLC has prepared a comprehensive Development Agreement for the Project. In the interest of meeting the occupancy needs of Exact Sciences we believe this can be a useful tool in addressing many of the primary issues that will be considered in the selection of a development team for Judge Doyle Square. We will be pleased to provide the Development Agreement to the City of Madison and review the concepts and specific provisions that are included. Following is a summary of some of the key provisions included in the Development Agreement which form the basis of this response to the RFP.

Preliminary Development Agreement

- The Parties will enter into a Preliminary Development Agreement upon selection of the Developer for Judge Doyle Square
- The Preliminary Development Agreement will provide for a 45 day exclusive negotiating period to complete a definitive Development Agreement
- The Preliminary Development Agreement will provide for the City of Madison (or its designee) to participate in the development costs to advance planning, design, engineering and site investigation for the Project
- The Development Agreement will be completed on or before August 1, 2015

Terms of Acquisition for Land Purchase and Development Rights

- The Developer will acquire the development rights to all Private areas of the site
- The Developer will pay the City of Madison based on an agreed upon formula to determine land value. See Section 4.3 for the proposed terms of the land purchase agreement
- Any development rights, covenants and restrictions will be subordinated to the Developer's lender interests as required (e.g. mortgage, etc.)

Civic Core and Cost Sharing

- The City will build and own the Civic Core
- The City will be responsible for the capital costs associated with the shell and core of the Civic Core
- The Developer will be responsible for the capital costs associated with the tenant improvements of the Civic Core
- The Developer will have an exclusive lease agreement for all leaseable areas within the Civic Core
- The Developer will make an annual lease payment in the amount of Ten Thousand and 00/100 ($10,000.00) Dollars for the Civic Core leasable areas
- The Developer will have the right to sublet all leasable areas of the Civic Core
- The Developer and its tenants will have easements and access agreements that provide for the uses of other common areas of the Project in accordance with normal operating policies and procedures

Parking

- The City will build and own all parking structures
- The City will operate the parking structure
- The Developer will be granted the exclusive use of not less than 800 parking stalls during normal business hours and other specified periods
- The Developer will have the right to sublet parking to its tenants and charge users on a daily rate (e.g. hotel guests, etc.)
- The Developer will make an annual lease payment for the parking in the amount of Forty Thousand and 00/100 ($40,000.00) Dollars

4.6 PHASING PLAN

Development Phasing

Exact Sciences has established a very specific schedule for site selection, design, construction and occupancy of their new Corporate Headquarters & Research Facility. It is imperative that this schedule be maintained in order to address their rapid growth and to streamline company operations. The culture and operating philosophy of their business requires an interactive environment and collaboration among their business units. The company presently occupies four locations and consolidation of their facilities is of paramount importance. Their date of occupancy has been established - 1st QTR of 2017 - and any location being considered cannot have a severe detrimental impact on their date of occupancy.

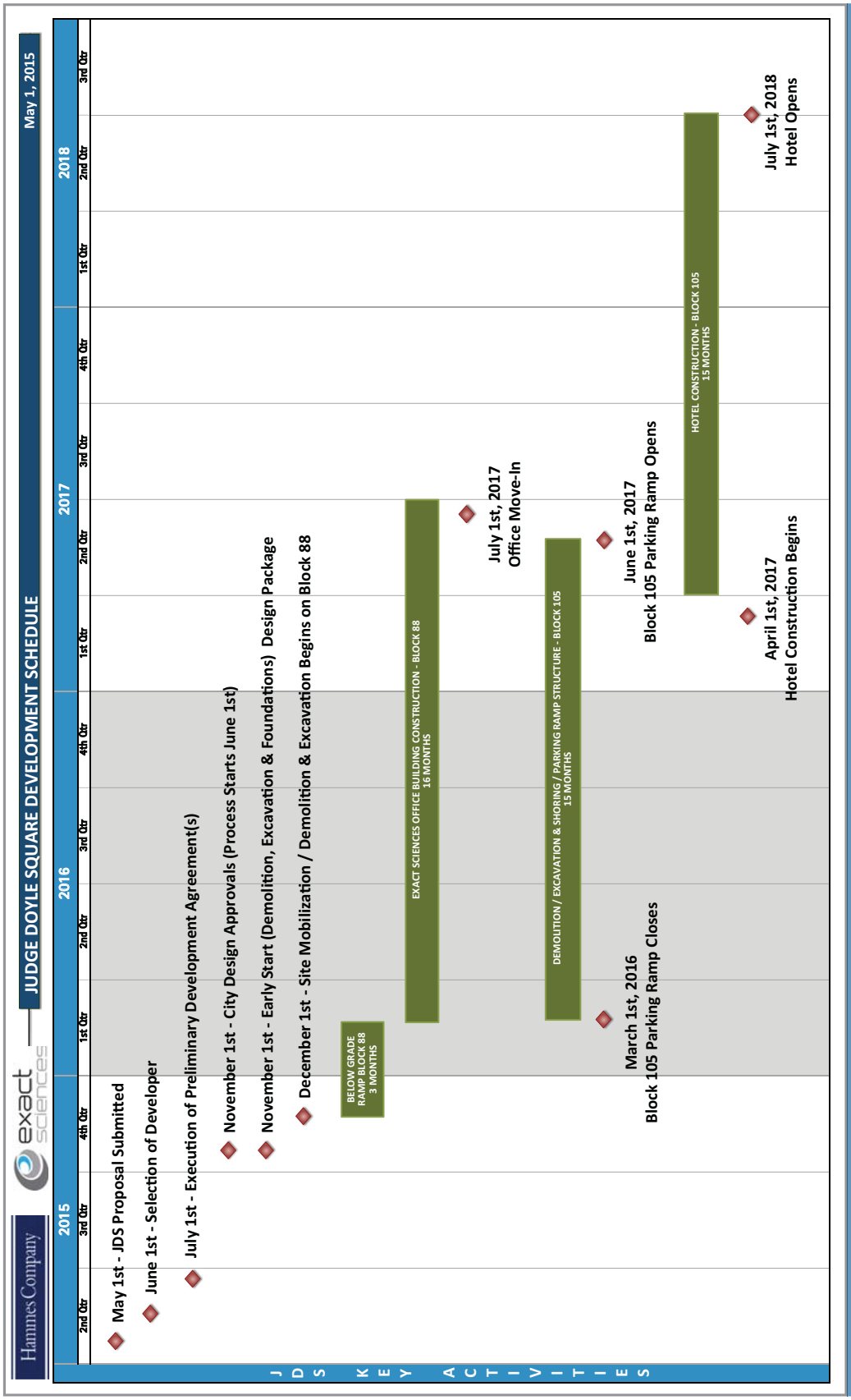
JDS Development, LLC and Exact Sciences have carefully evaluated the potential of the Judge Doyle Square site for their new facilities. In many respects the site is an ideal location for Exact Sciences and meets their desire to locate in a vibrant urban location. One of the greatest challenges with the Judge Doyle Square site vs. other locations is the schedule may cause considerable delay in their occupancy date – from 6 to 24 months or more – based on the City's process for selection of a developer and the logistics of building the parking structures.

Exact Sciences has determined that a site selection decision needs to occur in June 2015 to achieve an occupancy date that is not totally disruptive to their operations.

Please refer to Graphic 4.6.1 for the Development Schedule of Exact Sciences Corporate Headquarters & Research Facility.

Development Phasing Considerations

The phasing of the development of Judge Doyle Square must balance the interests of both public and private parties while striving to achieve the most cost effective solutions in construction. The following outline addresses the major issues that impact phasing and site selection by Exact Sciences for their new Corporate Headquarters & Research Facility.



Graphic 4.6 .1 - Development Schedule

CHAPTER 4 - FINANCIAL CAPABILITY TO COMPLETE THE PROJECT

Development Phasing Plan

Phase 1A: Block 88 Demolition / Excavation / Exact Sciences Headquarters

Starts December 2015

- Demolish Existing Loading Dock Structure on Block 88 and Begin Excavation for Underground Parking
- Construct Shallow Underground Parking on Block 88
- Begin Vertical Construction of Exact Sciences Office Building, Retail, Health & Wellness and Restaurant(s) on Block 88
- Complete Exact Sciences Office Building, Retail, Health & Wellness, Restaurant(s) and Block 88 Parking

Complete July 2017

Phase 1B: Block 105 & Pinckney Right-of-Way Demolition / Excavation / Parking Ramp

Starts February 2016

- Pinckney Street Closed to Public, Contractor Begins Staging and Utility Relocation within Right-of-Way
- Begin Demolition of Existing Ramp on Block 105
- Begin Deeper Excavation and Shoring at Pinckney Street and Block 105
- Begin Construction of Underground Ramp within Pinckney Right-of-Way and Block 105
- Complete Underground, Above Grade Parking Ramp, Ground Level Retail & Restaurant(s)

Complete June 2017

Phase 2: Block 105 Hotel Construction Above Parking Ramp

Starts April 2017

- Begin Hotel Structural Frame
- Complete Hotel Enclosure & Fit-Out

Complete July 2018

Phase 3: Block 105 Office Expansion

Starts TBD

- Begin Office Structural Frame
- Complete Office Enclosure & Fit-Out

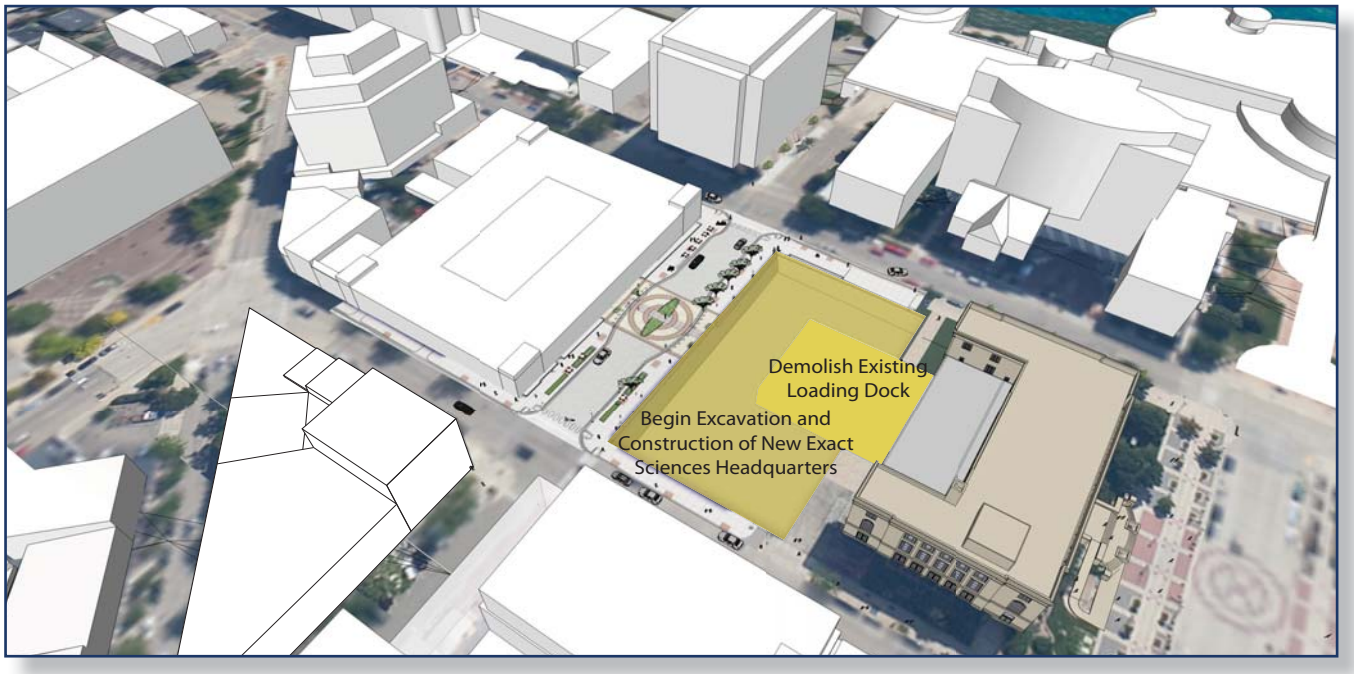
Complete TBD

The master plan for Judge Doyle Square is described in Chapter 3. One of the primary considerations in development of the master plan was the phasing and sequencing considerations outlined above. Several important factors were considered in determining the most effective phasing for the development of Judge Doyle Square, including:

- Achieving an accepted occupancy date for Exact Sciences
- Costs of construction
- Optimal use of the site
- Completion of the new parking structures at the earliest possible date

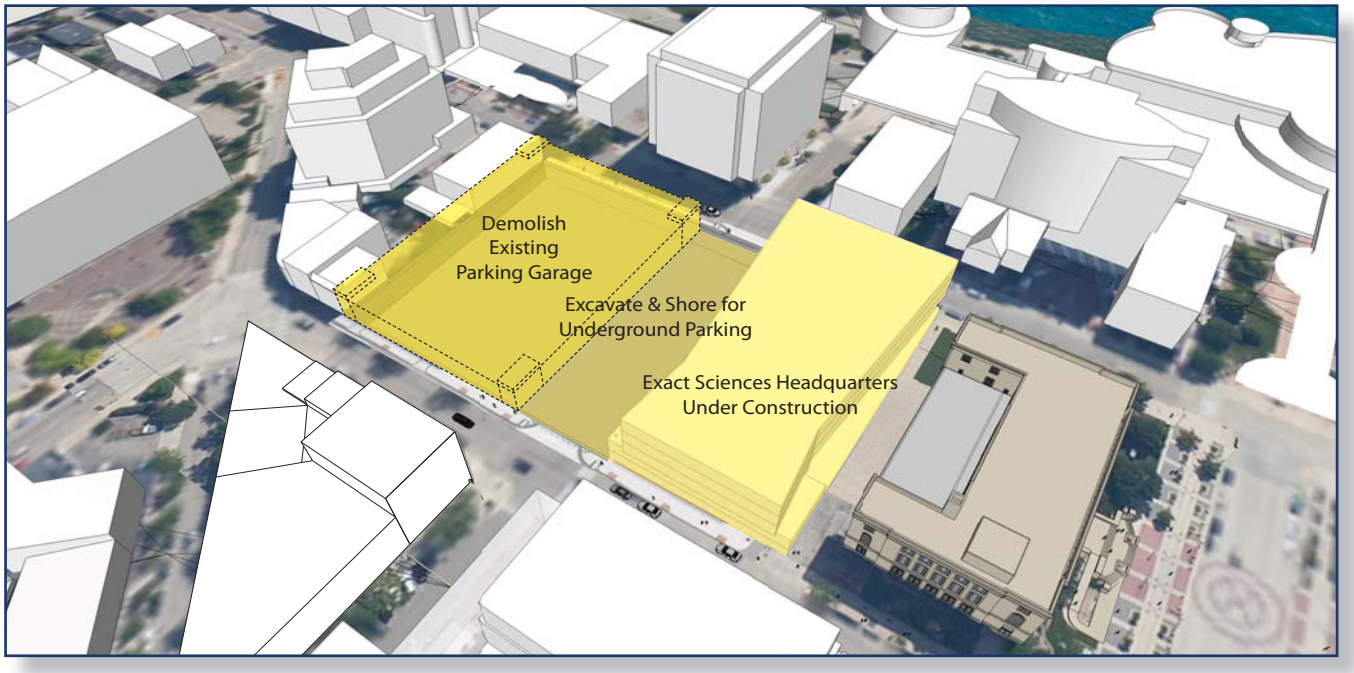
CHAPTER 4 - FINANCIAL CAPABILITY TO COMPLETE THE PROJECT

Construction Phasing - Existing Conditions



Construction Phasing - Phase 1A

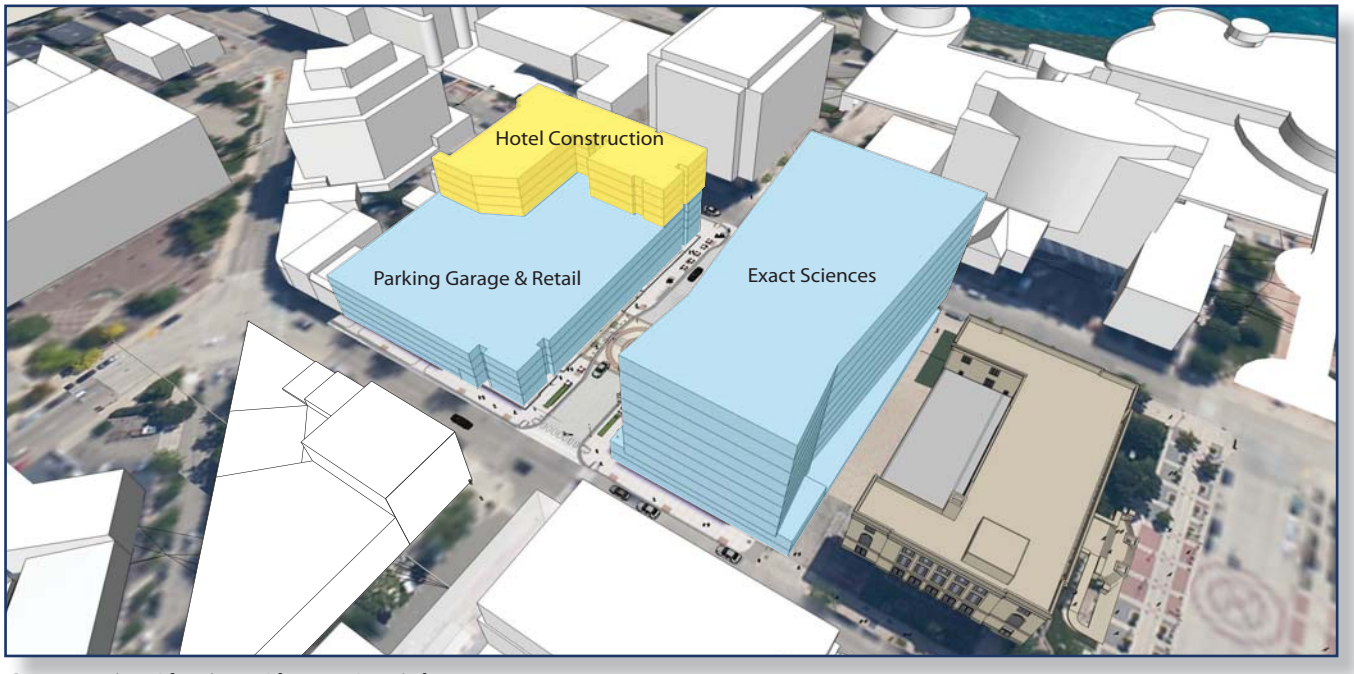
CHAPTER 4 - FINANCIAL CAPABILITY TO COMPLETE THE PROJECT



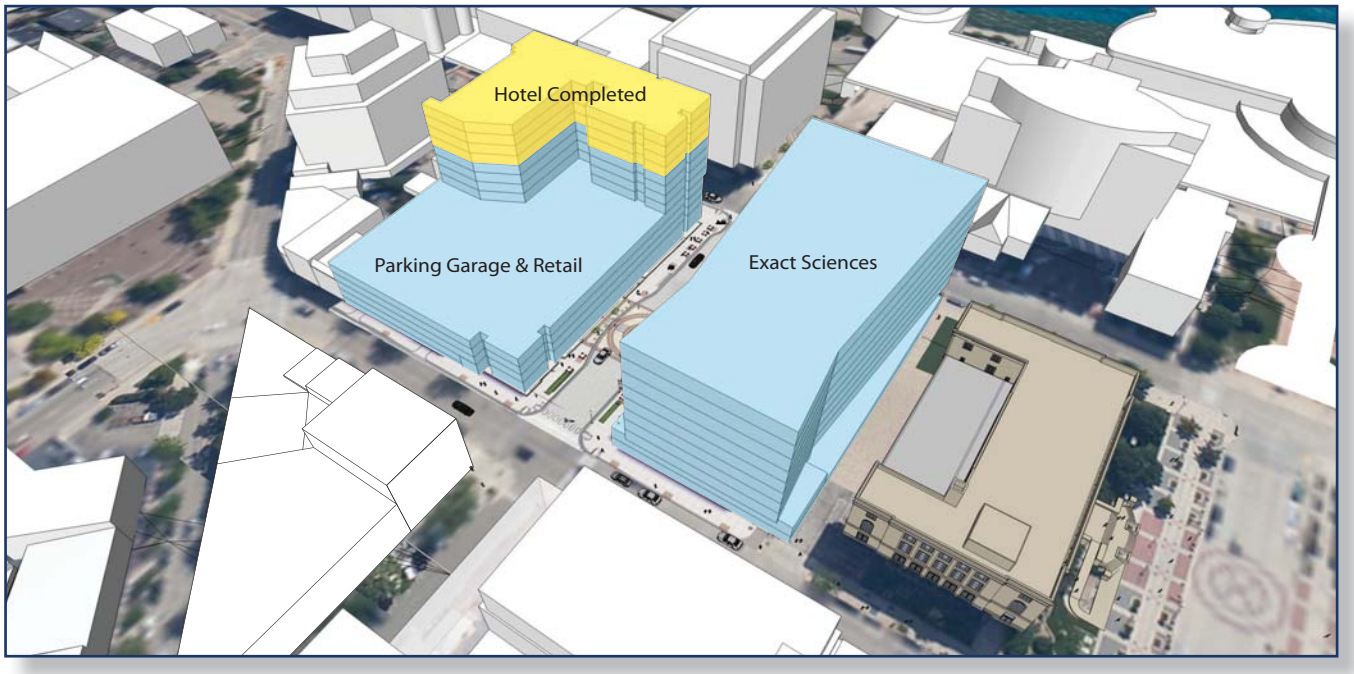
Construction Phasing - Phase 1A Partial

Construction Phasing - Phase 1B Completed

CHAPTER 4 - FINANCIAL CAPABILITY TO COMPLETE THE PROJECT

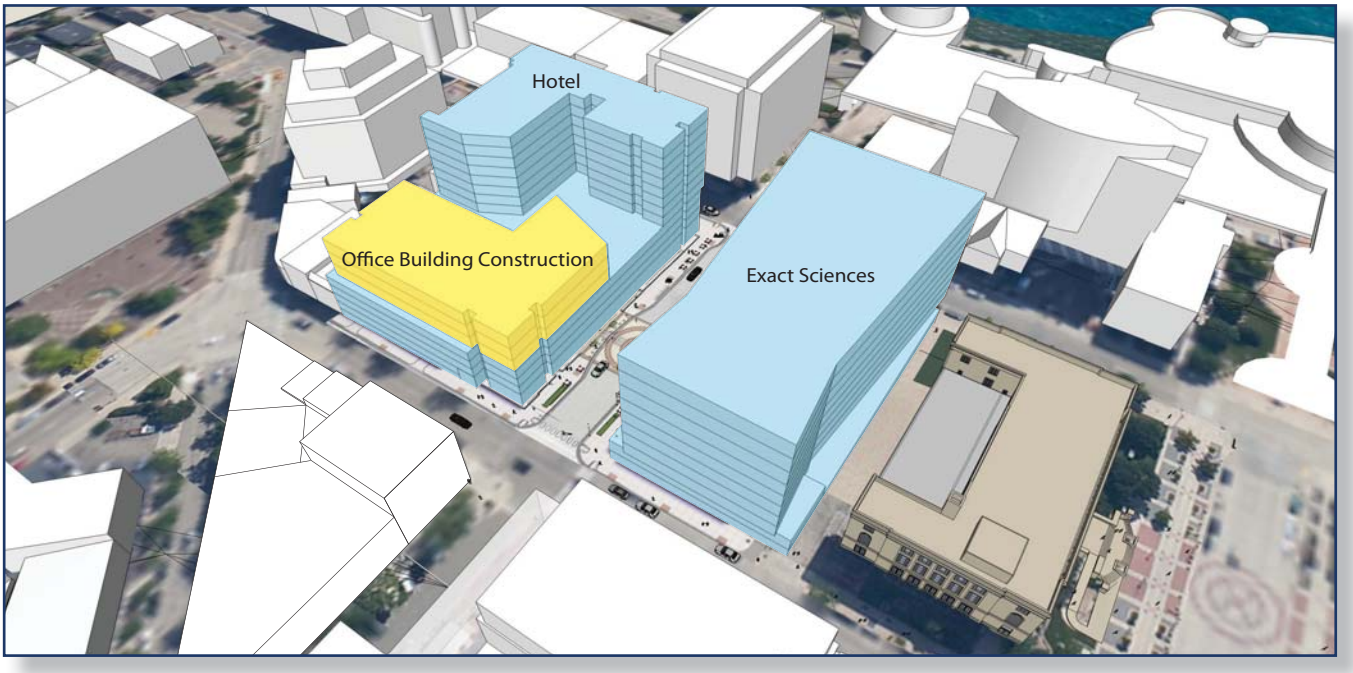


Construction Phasing - Phase 2 Partial

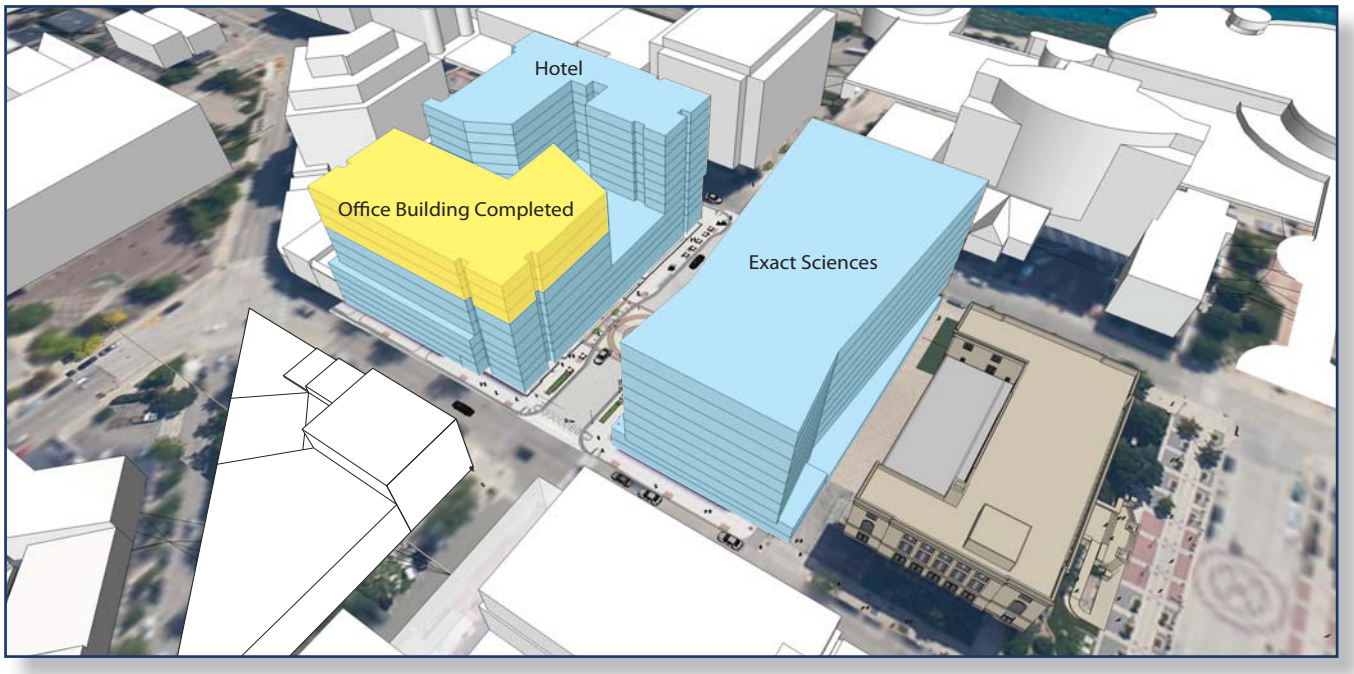


Construction Phasing - Phase 2 Completed

CHAPTER 4 - FINANCIAL CAPABILITY TO COMPLETE THE PROJECT



Construction Phasing - Phase 3 Partial



Construction Phasing - Phase 3 Completed

CHAPTER 4 - FINANCIAL CAPABILITY TO COMPLETE THE PROJECT

Option to Develop Exact Sciences Corporate Headquarters and Research Facility - Block 88 vs Block 105

The Project Team evaluated multiple siting alternatives for the Exact Sciences facilities at Judge Doyle Square. Various schemes were evaluated that involve locating the initial phase of development on Block 88 vs. Block 105. The integration of the building with the parking structure has significant implications on the schedule for completion of Phase 1 for Exact Sciences. The negative schedule impacts associated with development of Phase 1 on Block 105 drove the master plan to the solution of concentrating the initial development for Exact Sciences on Block 88. We believe the overall program for Judge Doyle Square is improved from this organization of the primary program elements in the master plan.

The primary negative impacts to schedule by locating Phase 1 of Exact Sciences on Block 105 are outlined below. This sequence of activities must be completed before vertical construction can commence causing considerable delay in the date of occupancy:

- Design Completion for the Entire Site / Substructure
- Demolition of the Existing Government East Structure
- Engineering and Relocation of Existing Utilities in Pinckney Street
- Excavation and Shoring of the New Underground Parking Structure (4 levels minimum)
- Construction of the 4-story Underground and Above Grade Parking Structure

City Schedule for Judge Doyle Square

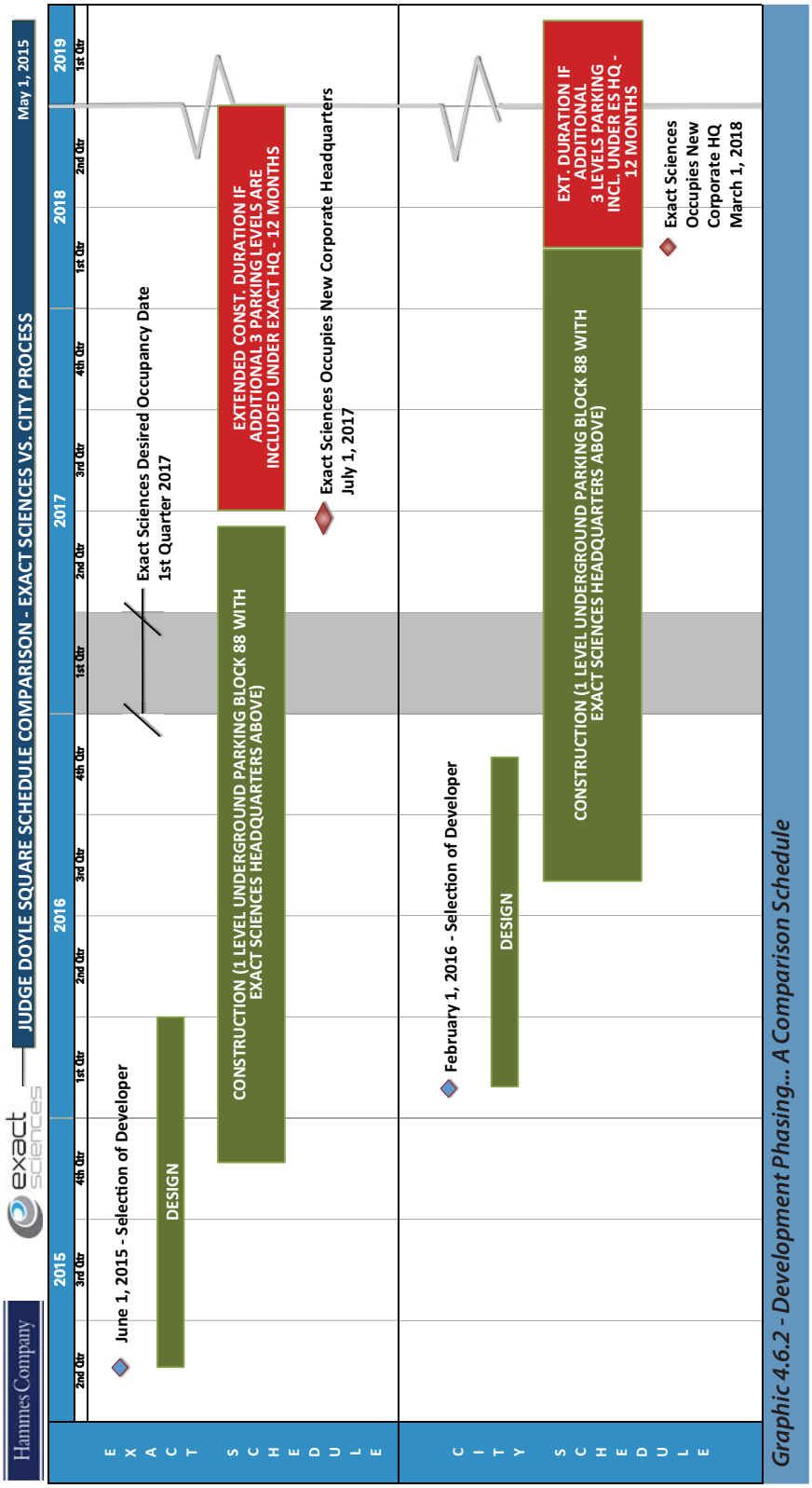
The schedule provided by the City in the RFP would add a minimum of 7 to 8 months to the occupancy date for Exact Sciences.

Interim Parking During Construction

The Project Team has evaluated various means of maintaining a portion of the public parking spaces during the construction period. There are ways to continue operation of a portion of the Government East Ramp during initial phases of construction but it will be costly and impact the overall sequencing of construction. The specific logistics plan for these interim parking schemes can be reviewed in detail with the City of Madison.

Development Phasing – A Comparison Schedule

The Project Team prepared Graph 4.6 to show the incremental schedule differences resulting from the factors outlined above.



Graphic 4.6.2 - Development Phasing... A Comparison Schedule

4.7 MARKET INFORMATION

To build the financial plan for Judge Doyle Square we relied on years of research performed in developing The Edgewater in Madison and mixed use projects across the country. We supplemented our experience and past research with reports and analysis performed by others involved with Judge Doyle Square over the past five years. A sampling of reports and studies used to build the Finance Plan included in this Proposal are as follows:

- Hotel Feasibility Study by Johnson Consulting
- Hotel Market Analysis - Judge Doyle Square Mixed-Use Development
- Downtown Madison Convention Hotel Study by Hunden Strategic Partners
- Edgewater Hotel Strategic Market Study by CBRE for Madison, Wisconsin
- Monthly Smith Travel Research Reports Specific to Downtown Madison
- Monona Terrace Annual Report
- Monona Terrace Community and Economic Impact Report
- Downtown Madison, Inc. State of the Downtown

We have been actively engaged in studying the hotel market in Madison and the surrounding region. Over the past several years, as The Edgewater was developed, we identified gaps in the market for specific hotel needs ranging from room sizes to amenities. As part of this research we have also studied dining and entertainment venues across the country, identifying those that have potential to be successful in Madison.

For The Edgewater project, we worked with CBRE to develop a comprehensive study of area hotels, restaurants and events. The final report summarized a variety of statistics ranging from demographics, transportation options, business and industry overview, economic impacts and trends in Madison visitation.

A major component of the CBRE study was a demand generator study. We spent a significant amount of time and resources on understanding exactly who is coming to the market, why they are coming and who we are competing with in attracting this business. The study looked at a variety of travelers including leisure (athletics and tourism), group (conventions and events) and corporate (individual business travelers).

The Madison Hotel Feasibility Study by Johnson Consulting for the City of Madison was published just over two years ago and includes detailed hotel and meetings / events market information. HVS also provided a high level market analysis to the city as part of the prior Judge Doyle Square RFP process. Another resource used in our research was the annual reports for Monona Terrace which provided us the details about events and meetings being held in Madison.

To further define the details of our Finance Plan, such as average daily rate, occupancy, rental rates and dining metrics, we combined the findings from these reports with internal research from STR reports and other experiences. Based on this research, we believe the mix of uses in our master plan will meet the needs of the market. Our Finance Plan is attainable under a cohesive partnership with the City of Madison and other stakeholders in the community.

4.8 WORKFORCE UTILIZATION PLAN / TARGETED BUSINESS GOALS

Demographic Diversity

The Project Team is committed to the principal philosophy of Minority/Women Business Enterprise ("M/WBE") and Locally Based Enterprises ("LBE") practices to promote and encourage active and meaningful participation and employment of minority and locally owned businesses and individuals.

We are committed to meeting or exceeding the city's W/MBE goals for this Project, including ensuring that minorities and women are adequately represented in the construction workforce.

Construction and Permanent Job Compliance Plan

Realization of the minority participation goal requires dedication to the involvement of M/WBE and LBE businesses and individuals in all facets of the development process - professional services, contracting for construction and the project workforce and the ongoing management and operations teams. We propose to establish a minority participation program tailored to the unique requirements of each phase of participation.

Construction Compliance Plan

Based on our experience, professional services will represent approximately 30% of the total costs associated with the proposed project. We believe a commitment toward minority and local participation within the professional services is important to the overall commitment to meaningful M/WBE participation on the Project.

Contracting for construction will represent approximately 70% of the total costs associated with the proposed development. Our ability to realize M/WBE and LBE goals is dependent on our ability to establish and implement an effective outreach program and to structure the assignments in a manner that permit subcontracting and joint-venture relationships with M/WBE and LBE enterprises.

Our contracting program is based on past programs that have been successfully implemented and includes:

- MBE Contracting Manual
- Monthly Progress Reports
- Maintenance of Records and Utilization Reports
- Local Market Assessment
- Technical Clearinghouse
- Project Awareness Sessions
- Certification Review and Assistance
- Sub-consultant Identification Assistance
- Subcontractor Bidding and Award Assistance
- Contract Monitoring
- Business Assistance Program
- Mobilization Assistance Program
- Contract Close-Out

The project workforce will represent a significant portion of the total project costs. The project workforce will be employed by the General Contractor and its Sub-Contractors. We will implement an EEO and technical assistance program to support efforts of project participants in achieving participation goals, monitoring performance and accessing trained labor in the local marketplace. The EEO program would include:

- Monthly Progress Reports
- Maintenance of Records and Utilization Reports
- Labor Market Assessment

- Workforce Clearinghouse
- Workforce Database
- Workforce Monitoring
- Job Placement Program
- Workforce Training Programs
- Workforce Retention
- Contract Compliance Monitoring

Ongoing Operations Plan

The Project Team proposes to include a diverse workforce for the ongoing operations of the Project as a goal in the Operations Plan that will be developed for the Project.

Community Outreach Plan

The commitment to M/WBE and LBE participation in the Project requires an active and ongoing commitment to community outreach by the Project Team members. During the construction and throughout the ongoing operations of the Project, the Project Team will designate a member of the team to act as the "community liaison officer" charged with building community relationships and coordinating hiring activities. This community liaison officer will also document and report the status of M/WBE and LBE participation to the City and other public agencies as required.

The Project Team plans to implement a community outreach plan that includes several strategies to inform and involve the community in all phases of the Project. Our firm maintains strong working relationships with many of the region's most active and progressive community based organizations. We will utilize our broad network of relationships with these organizations to streamline the involvement of minority owned businesses and individuals.

The Project Team shall also actively pursue notification, advertisements and promotion of opportunities at the Project through newspapers, community groups and other procurement and hiring outreach resources.

Project Case Studies

The combined resources found within the Project Team provide a tremendous foundation of experience for the development and implementation of our minority and women owned business participation program. The experience and success of our organizations in leading minority business initiatives is noteworthy. The following case studies provide a brief overview of several of our most recent accomplishments on similar projects.

The Edgewater - Madison, Wisconsin

As a part of The Edgewater redevelopment a series of community development initiatives set forth a working relationship between industry, government, labor, employees and local institutions and organizations to maximize the economic and community benefit realized by the redevelopment of The Edgewater.

The size and dynamic nature of The Edgewater has afforded the opportunity to become a catalyst to support these Community Development Initiatives. These programs have been developed by the Landmark X, LLC, a Wisconsin limited liability corporation, in conjunction with the Building Trades and with input from representatives of the City of Madison. The programs include initiatives during both the construction and operations periods of the Project and include:

- Workforce Development Initiatives – Construction Period
- Workforce Development Initiatives – Operations Period
- Public Access and Utilization of Public Space
- Commitment to Sustainable Design and Operation Initiatives
- Commitment to the Promotion of the Historic District

CHAPTER 4 - FINANCIAL CAPABILITY TO COMPLETE THE PROJECT

MetLife Stadium - East Rutherford, New Jersey
The New York Jets and New York Football Giants made a major Commitment in 2006 at the inception of their $1.6 Billion joint stadium project to achieve very aggressive goals for MBE, WBE and SBE participation. Our team achieved an approximately 30% participation rate on the Project, including workforce participation.

Lambeau Field - Green Bay, Wisconsin
For the Lambeau Field project the Green Bay Packers made a strong commitment to business participation and workforce development involving minority, disadvantaged, women and locally owned businesses and individuals. This commitment was challenging given the relatively small number of Minority Business Enterprises (MBE), Women's Business Enterprises (WBE) and Disadvantaged Business Enterprises (DBE) in Northern Wisconsin.

At the onset of the project Hammes set in place the community outreach initiative for targeted business. Through this initiative, Hammes was able to exceed all targeted business goals. Similar results were achieved on workforce diversity goals. The successful results for the Project included:

MBE Goal:	15%	Actual: 16%
WBE Goal:	5%	Actual: 7%
Overall Goal:	20%	Actual: 23%

Ford Field, Detroit, Michigan
During the development of Ford Field the Detroit Lions were very committed to the philosophy of business participation and workforce development involving minority, disadvantaged, women and locally owned businesses and individuals. The City of Detroit and Wayne County goal of 30% participation was adopted by the Lions as a priority for the project. In response, Hammes Company prepared a comprehensive Targeted Business Participation and Workforce Diversity Program which met or exceeded the program requirements by implementing the processes and procedures we are proposing for the Project. The successful results for the project included:

MBE Goal:	25%	Actual:	30%
WBE Goal:	5%	Actual:	6%
DBBE Goal:	30%	Actual:	37%
WCBB Goal:	30%	Actual:	35%
Overall Goal:	30%	Actual:	36%

CHAPTER 5 - PROFESSIONAL AND PROJECT REFERENCES

PROFESSIONAL & PROJECT REFERENCES

See RFP Form C for references.

APPENDIX 1 - FOOD HALL ARTICLE

The following pages includes an article from the website Eater. Eater comprises one of the most authoritative and respected teams across food media and the hospitality industry today. The Eater staff makes news and breaks news daily with expert reporting on the latest restaurant openings in key cities and current dining trends across the nation.

The following article by Whitney Filloon published on March 5, 2015 talks about a new kind of dining destination sweeping the nation...Food Halls.

The 23 Most Anticipated Food Halls in the Country

by Whitney Filloon Mar 5, 2015, 10:30a @whitneyfilloon

A new kind of dining destination is sweeping the nation.

Food halls are spreading from coast to coast like wildfire. Long a tradition in Europe and other parts of the world, the multi-faceted, typically indoor markets showcasing a variety of local food vendors and artisans are finally hitting it big in America. As many as 23 food halls are poised to open across the country, but why now?

Mario Batali and Joe Bastianich blazed the trail for American food halls back in 2010, when they opened the first American location of the wildly popular, high-end Italian food hall **Eataly** in New York City. A Chicago outpost opened in 2013 [0] and a Los Angeles location is slated for 2017, while future locations in D.C., Boston, and Philadelphia — and beyond — are said to be in the works. Like its European counterparts, the American outposts of Eataly offer a convenient, stylish way to both shop and eat-in by combining a multitude of restaurants, artisan products, and communal dining spaces under one roof.

In addition to the rapidly expanding Eataly, New York and Los Angeles already have several food halls each (most famously, NYC's Gotham West Market [1] and LA's revamped Grand Central Market). And with a few in the works for culinary trend-setting city Portland, Oregon, the rest of the country isn't far behind. America's favorite food explorer **Anthony Bourdain** is even heading up his very own internationally-focused food hall, set to debut sometime this year in New York City. Meanwhile, Los Angeles restaurateur Tony Riviera recently debuted the first location of his food hall concept **the Market Hall** in Seattle, with three more to follow in San Diego, San Francisco, and Dallas.

Some food halls like Eataly and the Market Hall own and operate all the vendors within their spaces; others include a variety of already established, locally known names. Often these are smaller, satellite locations of existing restaurants, offshoots of popular food trucks, or more casual concepts from local star chefs. NYC's incredibly popular Gotham West has tenants that include noodle maven **Ivan Ramen**, charcuterie specialists Cannibal, and a tapas place from

chef **Seamus Mullen**, while Atlanta's upcoming Ponce City Market will include a second location of acclaimed chef **Sean Brock**'s Mexican spot Minero alongside burger and bakery offshoots of **Linton Hopkins**' beloved Holeman & Finch.

As Americans become increasingly obsessed with all things culinary — and more conscientious about where their food comes from — a return to the old-school way of food shopping by visiting multiple specialized shops instead of one giant big-box store seems like a natural evolution. Food halls are stepping up to fill that interest, offering a convenient, modern approach. Many of the food halls already open or in the works are bringing new life to historic buildings, transforming underutilized spaces into new community hubs and often serving as incubators for independent businesses and startups. *Bon Appetit* recently summed up [2] the rapidly expanding category as "21st-century food court[s] for food lovers." Here's a look at the new and upcoming food halls helping to transform the way Americans eat and shop.

ATLANTA

Ponce City Market

Location: 675 Ponce De Leon Ave. NE, Fourth Ward
Projected opening: Summer 2015
Vendors: Minero, Juice Box, Bellina, Ton Ton, Farm to Ladle, Jia, Dub's Fish Camp, H&F Burger, H&F Bread Co., Simply Seoul Kitchen, unnamed Indian street food concept, Honeysuckle Gelato, Dancing Goats Coffee Bar

Atlanta's landmark Sears, Roebuck & Company building has been totally renovated to include retail space, offices, residences, and the Central Food Hall. Atlanta's beloved Holeman & Finch will be represented [3] with both a burger place and a bakery. Charleston chef Sean Brock is putting a second location of his Mexican-influenced restaurant Minero here, and rumor has it [4] Hugh Acheson (Empire State South, The National, et al.) also has a project in the works, but nothing has been confirmed yet. Residents and office tenants have already moved in and the coffee bar is up and running, with the rest of the restaurant concepts slated to open by this summer. When fully completed, expect 400 parking spaces for bikes as well as an outdoor bar — made from a train boxcar — that will be built out with a deck.

· All Ponce City Market Coverage [EATL] [5]

Already in town: Krog Street Market [6], Star Provisions [7]

Image: Ponce City Market [8]

CHARLESTON

The Cigar Factory

Location: 701 E. Bay St., Downtown
Projected opening: Early Summer 2015
Vendors: To be announced

A 130-year-old building that originally served as a cotton mill (and then a cigar factory) has gotten a major revamp. Charleston's Indigo Road Restaurant Group has grand plans for the space, which also includes offices (*Garden & Gun* magazine will move its headquarters there) and retail. Expect a "provisions-style" retail space called the Mercantile: Specific vendors will be announced in April, but the space will showcase cheese, meats, bread, pastries, and charcuterie, plus a coffee bar, a breakfast and lunch counter, and an area for pop-up dinners. A casual bar called Mash will feature an indoor bocce ball court, while up on the second floor will be a private event space named the Cedar Room. Eater Charleston says [9] chef Trey Dutton, formerly of the Inn at Palmetto Bluff, will "oversee all things culinary at the establishments."

· All Cigar Factory Coverage [ECHS] [10]

Image: The Cigar Factory [11]

CHICAGO

The Marketplace at the National

Location: 125 S. Clark St., Central Loop
Projected opening: Fourth quarter of 2015
Vendors: To be announced

A historic 1907 bank building on Clark Street is being transformed into "chic industrial" office spaces, and the ground floor of the 20-story structure will be occupied by the Marketplace. Expect 10 food stalls featuring fast-casual concepts by "many of Chicago's most respected chefs and restaurant groups." No specific concepts have been confirmed just yet, but Michelin-starred Chicago chef Jared Wentworth (Longman & Eagle) has officially signed on to the project [12], with more chefs to be announced later. The project will also feature an "artisanal coffee lounge" and a vinyl record store.

· All Marketplace at the National Coverage [13] [ECHI]

Image: The National

CHICAGO

Latinicity Food Hall and Lounge

Location: 108 N. State St., The Loop
Projected opening: April 2015
Vendors: To be announced

Chef, restaurateur, and cookbook author Richard Sandoval is bringing a Latin-focused food hall to the Block 37 mixed-use development, which occupies an entire city block within Chicago's downtown Loop. The project was originally dubbed Panamericanas Food Hall and Lounge; per an earlier report from Eater Chicago [14], expect to see "as many as 11 food stations with 350 seats, a full-service restaurant and bar, a classroom, and a retail space."

· All Latinicity Food Hall Coverage [15] [ECHI]

Photo: Richard Sandoval [16]

Already in town: Chicago French Market [17], Eataly [18]

DALLAS

Image: The Market Hall

The Market Hall

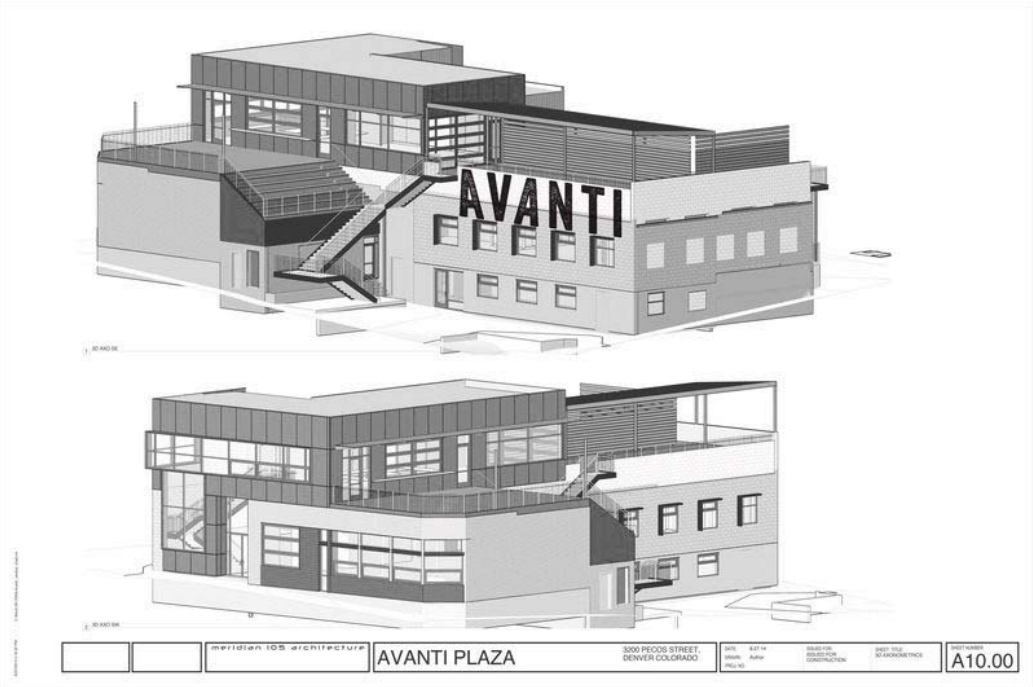
Location: 3875 Ponte Ave. #410, Addison
Projected opening: End of May 2015
Outlets: Produce, cheese, meat, seafood, charcuterie, beer and wine, a full-service restaurant, and more

The third of four Market Halls that will eventually dot the U.S. map (the first opened in Seattle [19] in February), the concept from San Diego developer Jaime Partners in conjunction with LA restaurateur Tony Riviera "brings an upscale restaurant and fresh market together under one roof." Expect fresh produce, meat, poultry, seafood, and charcuterie, as well as beer and wine and a variety of prepared foods for takeout. A full-service restaurant component called MH Cafe is already up and running, with the market still under construction across the street.

· All Market Hall Coverage [EDFW] [20]

Image: The Market Hall

DENVER



Avanti Food and Beverage

Location: 3200 Pecos St., LoHi
Projected opening: May 2015
Vendors: Bixo, Brava! Pizzeria Della Strada, Farmer Girl, MiJo, Poco Torteria, Quiero Arepas, Souk Shawarma

The Avanti Print & Graphics building is being transformed into a nouveau food court thanks to Denver restaurateurs Patrick O'Neill and Brad Arguello and partner Rob Hahn, head of Denver-based real estate group GRT. Seven different restaurants will occupy modified shipping containers that have been outfitted with state-of-the-art kitchens, with a focus on incubating affordable, chef-driven concepts including noodles and sushi, Neapolitan pizza, tortas, "Mexiterranean" tapas, and local, sustainable cuisine. Expect a communal dining space, two bars (main level and rooftop deck) with 20 craft beers, cocktails, and wine, plus a lounge area.

· All Avanti Food and Beverage Coverage [EDEN] [21]

Rendering: Avanti

Already in town: The Source [22]

LOS ANGELES

4th Street Market

Location: 201 E. 4th St., Santa Ana
Projected opening: Opened February 16, 2015
Vendors: Chunk-N-Chip, Dos Chinos, Electric City Butcher, Front Porch Pops & Torch S'More Company, Honor Roll Community Bakery, Ink Waffles, KTCHN DTSA, Mar, Noodle Tramp, PFC, Portola Coffee, Radical Botanicals, Recess Libations, Stockyard Sandwiches, Wagyu Chuck

This gigantic food emporium from developer Ryan Chase just hit Santa Ana, occupying a 30,000-square-foot building that once housed a swap meet. There are more than a dozen restaurants and food stands (including several concepts from Santa Ana chef Jason Quinn) ranging from burgers, waffle sandwiches, and Asian fusion fare to gourmet fried chicken, fancy s'mores, and grilled cheese sandwiches — not to mention coffee, cocktails, and juice. Eater LA says [23] the space is also home to East End Incubator Kitchens, offering 10 kitchens that can be utilized by up-and-coming vendors (the incubator offers business classes for food artisans). The space also houses a kitchen and video production studio for Foodbeast.com.

· All 4th Street Market Coverage [ELA] [24]

Photo: Eater LA

LOS ANGELES

Eataly

Location: 10250 Santa Monica Blvd., Century City
Projected opening: Spring 2017
Outlets: To be announced

Rumors have been swirling for years suggesting LA would get its very own Eataly, and the New York-born Italian mega-market is finally slated to land in 2017 [25] as part of a major expansion project at swanky outdoor mall Westfield Century City. No specifics have been announced just yet, but expect tons of Italian imports, wine, and multiple eateries — and if LA is lucky, maybe even a Nutella bar [26].

· All Eataly Coverage [ELA] [27]

Image: Westfield

NEW ORLEANS

St. Roch Market

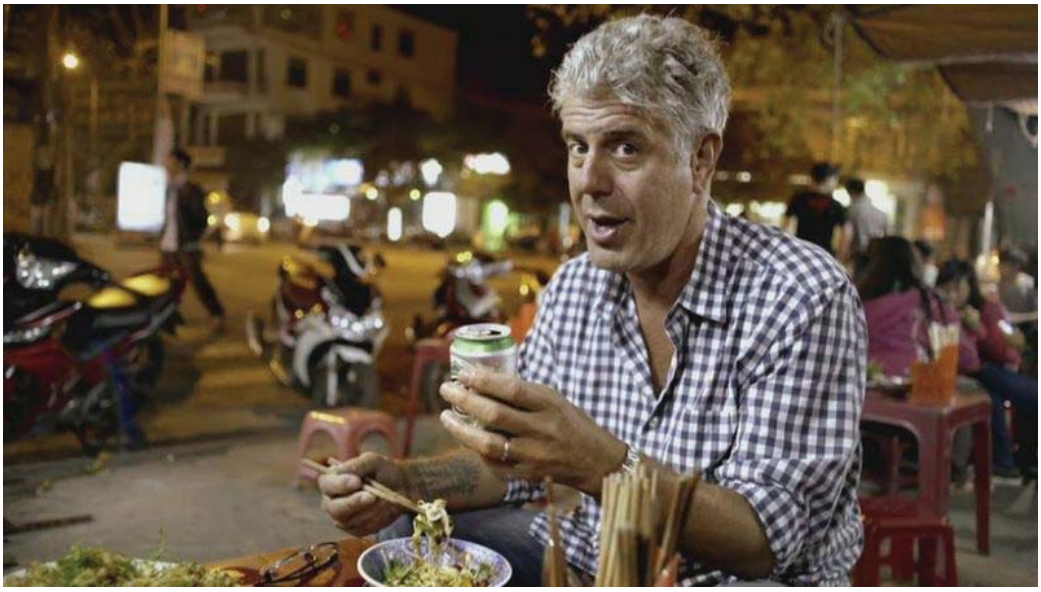
Location: 2381 St. Claude Ave., Bywater
Projected opening: April 2015
Vendors: Coast Roast Coffee, Curious Oyster Company, Dirty Dishes, Donna Maloney, Elysian Seafood, Juice, Koreole, Lagos, PDR, Shank Shop, St. Roch Forage, Tallulah's

A 19th-century market in the Bywater District is being revived with a dozen restaurants and retail vendors offering baked goods, cold-pressed juices, a raw bar, Nigerian food, crepes, Korean-Creole fusion, charcuterie, local produce, and more. The highly anticipated [33] St. Roch will also have a bar overseen by Ali Mills, who founded the cocktail pop-up Dash and Pony.

· All St. Roch Market Coverage [34] [ENOLA]

Photo: Josh Brasted [35]/ENOLA

NEW YORK



Bourdain Market

Location: Unknown
Projected opening: 2015
Vendors: To be announced

America's favorite culinary explorer will soon grace New York with a massive food hall influenced by Singaporean hawker centers and showcasing international street food. *Departures* reports [36] that the hall will have "40 to 50 single-concept stalls" each offering one or two specialty dishes. The space will be divided up into three sections: a group of Asian stalls, a "geographic spotlight" area that will change every three or four months, and a set of international/domestic vendors. Eater NY says [37] Bourdain has also "enlisted the help of KF Seetoh, Singapore's most prominent expert on local street food," to help out with the project. Rumors have circulated that the market might be at 3 World Trade Center, but Bourdain is staying tight-lipped for now on a location. No opening date has been announced, though the *Wall Street Journal* says [38] it will definitely open this year. Possible but unconfirmed vendors include Brooklyn barbecue destination BrisketTown and Xi'an Famous Foods.

· All Bourdain Market Coverage [39] [ENY]

Photo: Parts Unknown/Facebook [40]

NEW YORK

City Kitchen

Location: 700 Eighth Ave., Times Square
Projected opening: March 2015
Vendors: Azuki, Dough, Gabriela's Taqueria, Luke's Lobster, Kuro-Obi, ilili Box

A host of new lunch options will hit Midtown this month with the arrival of this new food hall project, coming to the ground floor of the Row NYC hotel. According to Eater NY [41], the 4,000-square-foot market will feature a doughnut shop by pastry chef Fany Gerson, a taco shop, an outlet of popular lobster roll destination Luke's Lobster, and a Lebanese fast-casual shop. But "the most exciting operation may be Kuro-Obi, an Ippudo-run counter" that will offer three types of ramen for dine-in or take-out.

· All City Kitchen Coverage [ENY] [42]

Image: City Kitchen

NEW YORK

Eataly FiDi

Location: 4 World Trade Center, Financial District
Projected opening: Before end of 2015
Outlets: To be announced

Mario Batali and Joe Bastianich's high-end Italian food hall will soon open its second NYC outpost in the 4 World Trade Center building. Eater NY says [43] it will be slightly smaller than the existing Flatiron location, but it too will host multiple eateries as well as a market component.

· All Eataly Coverage [ENY] [44]

Image: 4 World Trade Center

NEW YORK

Food Hall at Grand Central Station

Location: 89 E. 42nd St., Midtown
Projected opening: Early 2016
Outlets: Five food pavilions, a bar, a restaurant

Noma co-founder Claus Meyer is bringing a food hall and an accompanying restaurant to bustling Grand Central Station next year. The project is still unnamed for now, but project manager Dahlia Runco promises that "both will be Nordic-inspired, without pushing the Nordic agenda too much." All five food pavilions and a bar will be operated by Meyer's team, rather than bringing in outside vendors.

· All Claus Meyer Coverage [ENY] [45]

Photo: Julian Hautcoeur/Shutterstock [46]

NEW YORK

Le District

Location: 225 Liberty St., Battery Park City
Projected opening: March 28, 2015
Outlets: Butcher, charcuterie, fish market, wine bar, bakery, prepared foods, two full-service restaurants, and more

Restaurateur Peter Poulakakos and HPH Hospitality Group are bringing this massive 30,000-square-foot market to the Brookfield Place complex, which already houses a food hall concept called Hudson Eats. The new French-inspired project will be divided into four "districts," says Eater NY [47]: the Café District (pastries, coffee, housemade ice cream, crepes, Belgian waffles), the Market District (cheese, charcuterie, bread, fish market, butcher, wine bar, flower shop), the Garden District (prepared foods and specialty groceries), and the Restaurant District, which will feature a full-service restaurant called Beaubourg Brasserie. The site, located across the street from the World Trade Center, will also house an "intimate, fine dining chef's table concept" known as L'Appart, plus a bar serving wine, beer, and cocktails.

· All Le District Coverage [ENY] [48]

Photo: Le District/Facebook [49]

Already in town: Berg'n [50], Chelsea Market [51], Eataly [52], Gansevoort Market [53] , Gotham West Market [54], Hudson Eats [55], The Plaza Food Hall [56]

PORTLAND

Pine Street Market

Location: 126 SW Second Ave., Old Town
Projected opening: Late Fall 2015
Vendors: To be announced

Old Town's historic Baggage and Carriage building is getting a grand revamp courtesy of developers Rob Brewster, Dave Davies, and Jean Pierre Veillet, with the help of Feast Portland co-founder Mike Thelin as "culinary curator." Eater PDX says [57] "the 9,500-square-foot building will house six to seven food and drink vendors on the ground floor. Each will have its own style, but they'll share amenities like communal seating and restrooms." Vendors have yet to be announced, but Thelin promises a focus on affordable, approachable concepts and "a couple of really emblematic Portland establishments."

· All Pine Street Market Coverage [EPDX] [58]

Image: Pine Street Market

PORTLAND

Portland Mercado

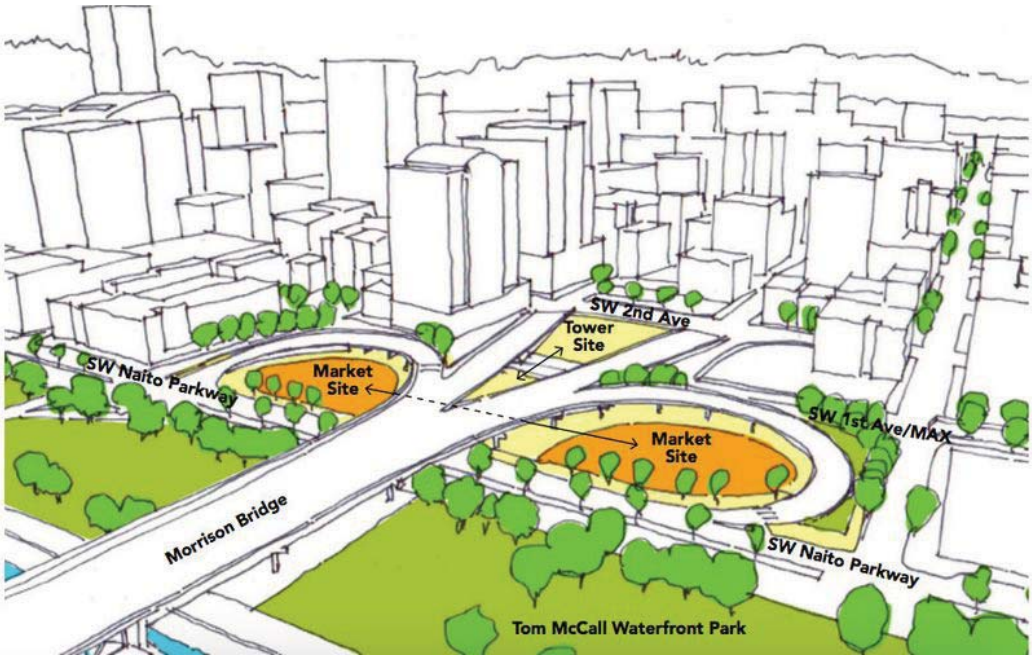
Location: 7238 SE Foster Rd., Foster-Powell
Projected opening: April 11, 2015
Vendors: Tierra del Sol, Qué Bacano, Fernando's, El Gato Tuerto, more

The city's first Latino public market, created by the Hacienda Community Development Corporation, will feature eight outdoor food carts with a variety of cuisines including Cuban, Colombian, and Argentinian — and even vegan burritos. Indoor shopping options will include fresh produce, coffee, meats, juice, a tortilleria, a bakery, an ice cream shop, and a bottle shop with beer and wine. Like many of the other up-and-coming food halls, it's intended to serve as an incubator for small businesses and will also feature an affordable commissary kitchen. Expect both indoor and outdoor dining at the market, which the developers call "a Portland-style replication of a trip to Latin America."

· All Portland Mercado Coverage [EPDX] [59]

Image: Portland Mercado/Facebook [60]

PORTLAND



James Beard Public Market

Location: SW Naito Pkwy. at Morrison Bridge, Downtown
Projected opening: Spring 2018
Vendors: To be announced

In the making for over a decade now, plans for the long-awaited James Beard Public Market are finally taking shape. Named in honor of the Oregon-born culinary icon, it's intended to be "a daily, year-round, indoor-outdoor marketplace," located just blocks away from the soon-to-open Pine Street Market. Eater PDX says [61] the developers intend "to have stalls for at least 90 vendors, plus teaching kitchens, event space, and full-service restaurants." Norwegian design firm Snøhetta, which helped design the National September 11 Memorial & Museum, has signed on to design the project. Look for renderings of the market to be released come May.

· All James Beard Public Market Coverage [EPDX] [62]

Image: James Beard Public Market [63]

SAN DIEGO

Liberty Public Market

Location: 2816 Historic Decatur Rd., Point Loma
Projected opening: Summer 2015
Vendors: To be announced

Mixed-use development Liberty Station is getting a massive 22,000-square-foot food hall thanks to local restaurateur David Spatafore of Blue Bridge Hospitality. Located right next to the recently opened gastropub/brewery complex Stone Brewing World Bistro & Gardens, Eater San Diego says [64] it will "have space for 30 local food artisans, plus outdoor dining areas and an open kitchen." While specific vendors have yet to be announced, the developers promise "year-round fresh produce sourced from surrounding regional farms, locally procured seafood, old-fashioned butcher services, homemade tortillas, artisanal breads and pastries, fine wine merchants in the Southern California area, locally roasted coffee, a craft cocktail partner, specialty handcrafted goods and more," as well as quick-service counters for dining in.

· All Liberty Public Market Coverage [ESD] [65]

Image: FITCH

SAN DIEGO

The Market Hall

Location: 969 Market St., East Village
Projected opening: End of April 2015
Outlets: Produce, cheese, meat, seafood, charcuterie, beer and wine, a full-service restaurant, and more

The second of four planned Market Hall locations from Los Angeles restaurateur Tony Riviera, the San Diego outpost will occupy 6,500 square feet on the ground floor of a luxury apartment building called the Strata. Eater San Diego says [66], "An exhibition kitchen will fuel both the eatery and the store's significant prepared food section, which will offer everything from fresh-pressed juices to grab-and-go items, including salads, sushi and rotisserie chicken. The community market will also sell, and serve, beer and wine."

Image: The Market Hall

Already in town: Bottega Americano [67]

SAN FRANCISCO

The Market Hall

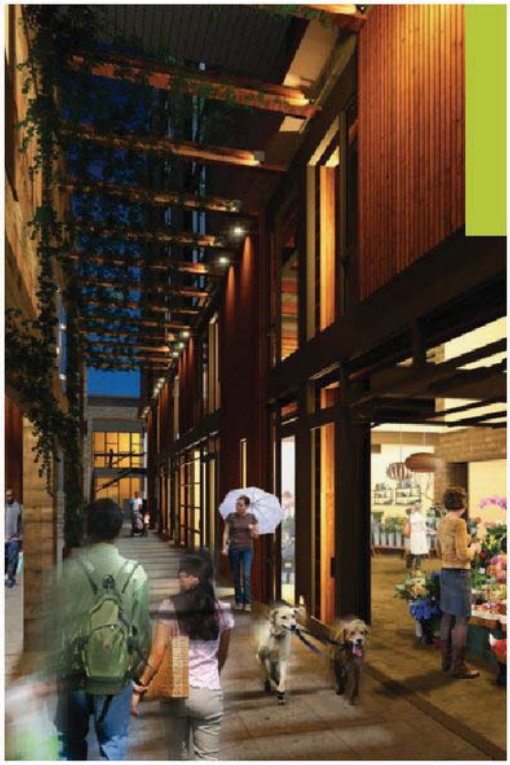
Location: 185 Channel St., Mission Bay
Projected opening: June 15, 2015
Outlets: Produce, cheese, meat, seafood, charcuterie, beer and wine, a full-service restaurant, and more

The last of four Market Hall outposts currently on the way from LA's Tony Riviera, this one will be the flagship location. Eater SF aptly describes it [68] "as a grocery and specialty foods emporium with a strong prepared foods focus à la Eataly or Dean & DeLuca." Occupying the ground floor of an apartment building, patrons can expect "10,000 square feet spanning fresh meat, poultry, seafood, and locally sourced produce, plus cheese, charcuterie, and retail beer and wine," with a heavy focus on locally sourced items and a variety of prepared foods from sushi to rotisserie chicken. The space will also include a full-service restaurant "featuring pizza, pasta, oysters, and small plates."

Image: The Market Hall

Already in town: Ferry Building Marketplace [69], The Hall [70], The Market [71]

SEATTLE



Chophouse Row

Location: 11th Ave. between East Pike and East Union streets, Capitol Hill
Projected opening: Late April or early May 2015
Vendors: Chop Shop Cafe & Bar, Chop Shop Juice and Provisions, Kurt Farm Shop, Bar Ferd'nand, Amandine/Empire Espresso

The developer behind the established Melrose Market is preparing to launch another food hall as part of a major revamp of a 1920s auto parts shop. Eater Seattle says [72] the project will be anchored by a cafe and a juice bar from Volunteer Park Cafe chef-owner Ericka Burke; other tenants include a micro-shop stocked with locally made cheese and ice cream from Kurtwood Farms, a wine bar, and a bakery specializing in macarons that will share space with a coffee shop.

· All Chophouse Row Coverage [ESEA] [73]

Images: Dunn + Hobbes

Already in town: The Market Hall [74], Melrose Market [75], Pike Place Market [76]

TIJUANA

Plaza Rio Tijuana Food Garden

Location: Vía Poniente, Zona Río
Projected opening: April 2015
Vendors: Oyster bar, rotisserie, burgers, pizza, coffee shop, two bars, more

Plaza Río Tijuana, an open-air shopping mall in Tijuana's main business district, will soon gain an 11,000-square-foot food hall. The project is slated to feature "12 kitchens run by some of the region's most notable chefs," including an oyster and ceviche bar from San Diego's Javier Plascencia and a rotisserie by chef Martin San Roman. "Other food stands will feature burgers, pizza, carnitas, vegan, and Lebanese cuisine," says Eater San Diego [77]. There will also be a demonstration kitchen for culinary demos and classes, as well as a market component selling cheese, wine, chocolates, and desserts.

· All Mercado Food Garden Coverage [ESD] [78]

Image: Food Garden

WASHINGTON D.C.

Maketto

Location: 1351 H Street NE, Atlas District
Projected opening: Early Spring 2015
Vendors: Vigilante Coffee, Frenchie's Bakery

Chef-owner Erik Bruner-Yang of ramen hot spot Toki Underground is collaborating with Will Sharp, the creative director of DC-based streetwear brand DURKL, on this highly anticipated [79] project. Maketto will be a two-level southeast Asian street food restaurant and market that will also include retail, food stalls, and a coffee shop. The project has been a long time coming, but Maketto is finally slated to make its debut in the coming months.

· All Maketto Coverage [EDC] [80]

Already in town: Union Market [81]

Image: Maketto

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APPENDIX 2 - EXPRESSIONS OF INTEREST

Following are expressions of interest letters from Marriott International, Inc. and Carlson Rezidor Hotel Group.

Marriott International, Inc.
Hotel Development

1301 Dove Street, Suite 500
Newport Beach, CA 92660

Anne Bertsch
Vice President
240-463-0782

April 30, 2015

JDS Development, LLC
c/o Mr. Robert P. Dunn
33 E. Main Street
Madison, Wisconsin

Ladies and Gentlemen:

We understand that JDS Development, LLC intends to submit a proposal on the Judge Doyle Square redevelopment project in Madison, Wisconsin and that you are interested in developing a Marriott-branded hotel as part of the project. We are very interested in the project, and we would welcome the opportunity to discuss further with you the development of one of our hotels as part of the project.

Marriott International, Inc. is an international lodging leader, with more than 4,000 properties in 77 countries and territories, the broadest portfolio of brands in the industry, and the industry's leading frequent traveler program (Marriott Rewards, which enjoys more than 49 million members). Marriott operates and franchises full service hotels under the Marriott, JW Marriott, The Ritz-Carlton, Renaissance, Autograph Collection, Bvlgari, Edition and Gaylord brand names. The company is headquartered in Bethesda, Maryland and has approximately 140,000 employees. In the 50 plus years since opening our first hotel, Marriott has firmly established a culture and a tradition of innovation, service, and leading performance.

This hotel project will be subject to further brand review and due diligence, as well as our standard underwriting and corporate approval process. We are tremendously excited about the chance to explore this opportunity with you, and we sincerely appreciate your consideration of Marriott and our brands. I look forward to speaking with you further.

Sincerely,

Anne M. Bertsch
Vice President

CARLSON REZIDOR
HOTEL GROUP

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Minnetonka, MN 55305, U.S.A.
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May 1, 2015

Robert P. Dunn
JDS Development, LLC
33 East Main Street
Suite 500
Madison, Wisconsin 53703

RE: Judge Doyle Square RFP

Dear Robert,

This letter confirms the interest of Carlson Development, LLC ("Carlson") to enter into exclusive negotiations with JDS Development, LLC ("Developer"), regarding a potential hotel franchise agreement (the "Franchise") related to a property at the Judge Doyle Square site in downtown Madison, Wisconsin (the "Property").

The Franchise would be for an approximately 250-room hotel (the "Hotel") to be constructed as part of a dynamic mixed-use development on the Property.

Carlson has previously identified Madison as an attractive lodging market for the growth of Carlson Rezidor Hotel Group's brands, which include Quorvus Collection, Radisson Blu®, Radisson®, Radisson Red®, Park Plaza®, Park Inn® by Radisson and Country Inns & Suites By Carlson℠. Carlson Rezidor Hotel Group is headquartered in Minnetonka, Minn and has more than 1,370 hotels in operation and under development and a global footprint spanning 110 countries and territories.

Carlson hereby expresses its interest in the Hotel based upon the strength of the team uniquely assembled by Developer. Each of the team members has a proven ability to structure and execute complex real estate transactions involving diverse, mixed-use, urban components.

Best regards,

Deane Bruner
Senior Vice President, Strategic Investments