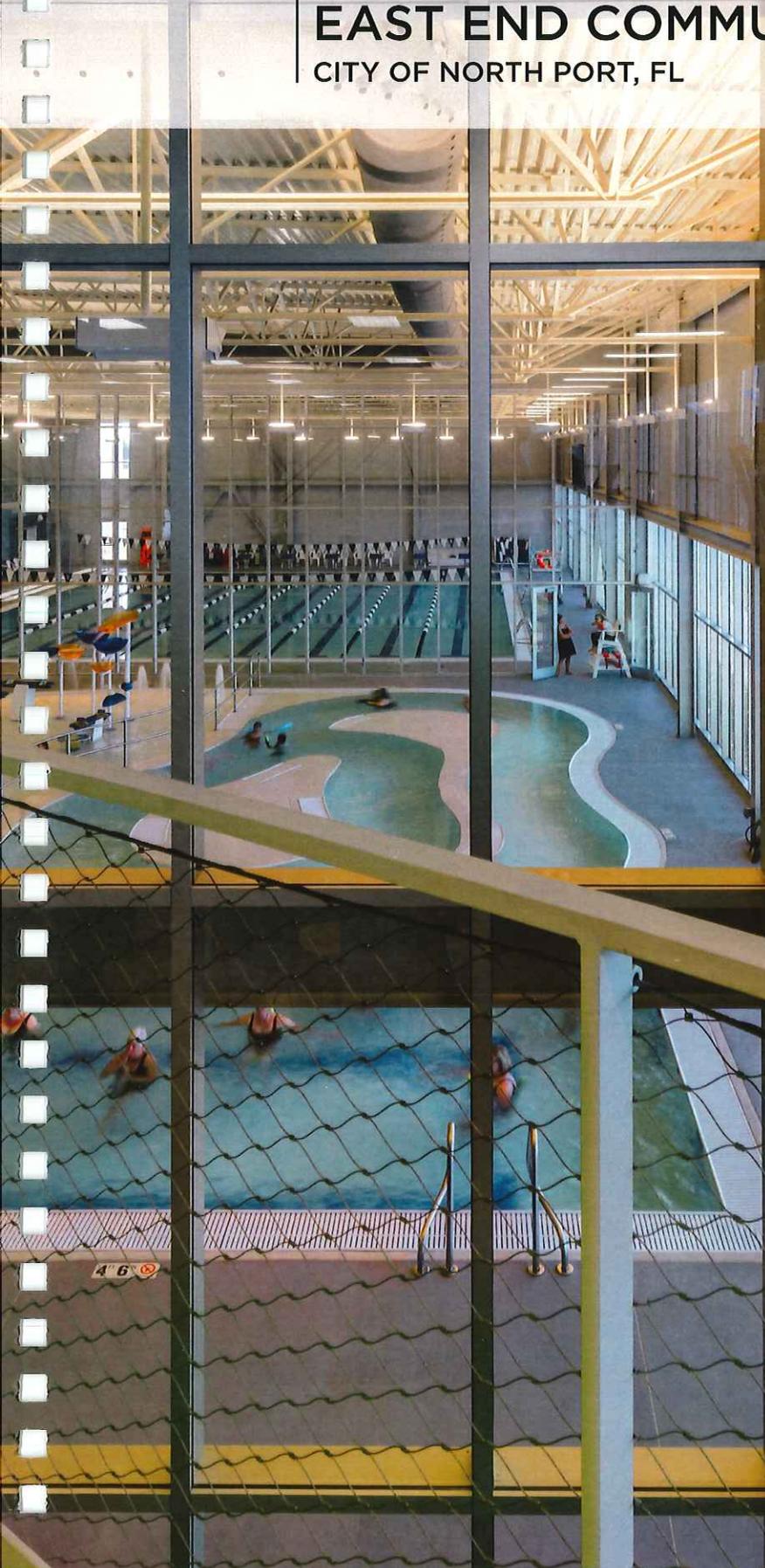


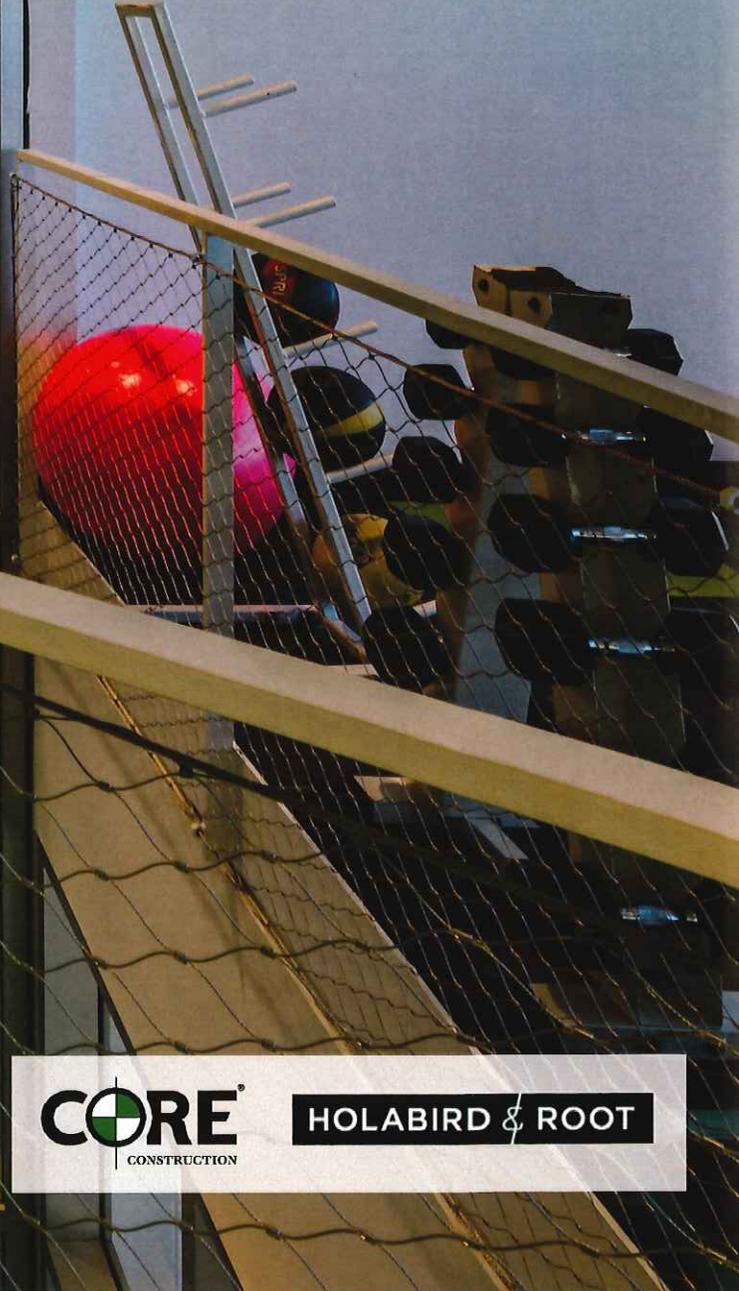
AUGUST 21, 2018 | UNSOLICITED DEVELOPMENT PROPOSAL

EAST END COMMUNITY CENTER + YMCA

CITY OF NORTH PORT, FL



care



CORE[®]
CONSTRUCTION

HOLABIRD & ROOT

July 11, 2018

Mr. Pete Lear
City Manager
City of North Port
4970 City Hall Boulevard
North Port, Florida 34286

Mr. Lear:

We are pleased to present you with this unsolicited proposal for the conceptual cradle-to-grave development of a new North Port East End Community Center and SKY Family YMCA campus.

Following numerous discussions with City Commissioners over the past year, it was reinforced to us that (1) the need for such a facility exists on the east end of town, and (2) the City would be receptive to a Public-Private Partnership (P3) delivery model for the development and execution of said improvements.

As a result, our team began working diligently alongside the SKY Family YMCA to refine portions of the strategic master plan that was previously developed by the North Port EDC, and turn it into a conceptual program that is both financially viable as well as in alignment with the City's needs. Beyond discussions with the SKY Family YMCA, we have also explored strategic partnerships with other groups in the community, such as Bayfront Health, who see this development as an opportunity to expand their service reach, as well as current landowners who understand the value of locating a community-focused facility on North Port's east end, and all have expressed a willingness to participate in the process.

Beyond discussions with the SKY Family YMCA, we have also explored strategic partnerships with other groups in the community, such as Bayfront Health, who see this development as an opportunity to expand their service reach, as well as current landowners who understand the value of locating a community-focused facility in North Port's east end, and all have expressed a willingness to participate in the process.

We believe a P3 delivery approach will yield the greatest value to the City, and these are just a few of the reasons why:

1. Complete transparency and a high level of community involvement.
2. Reduced time and cost via procurement efficiency
3. Conservation of precious capital through a manageable lease program
4. Guaranteed on-time and on-budget project delivery
5. Ensured long-term facility management and lifecycle improvements
6. No-cost transference of ownership upon completion of debt service

Thank you in advance for the opportunity to present this unsolicited proposal, and we look forward to the opportunity to work with you on this exciting initiative.

Sincerely,


CORE
CONSTRUCTION

Roger Baum, LEED AP
Vice President, Public-Private Partnerships
CORE Construction



HOLABIRD & ROOT

Eric S. Risinger, AIA | NCARB
Principal
Holabird & Root



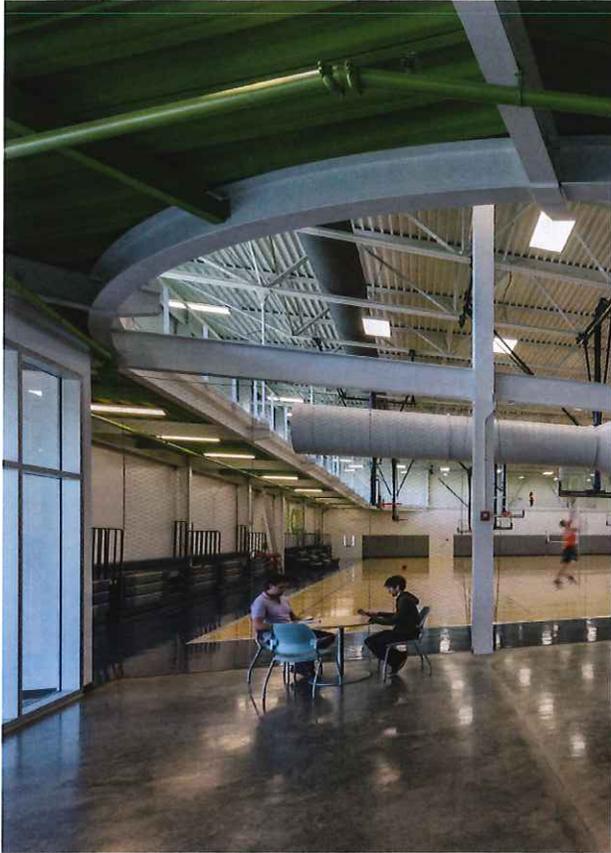
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FLORIDA

NEW EAST END COMMUNITY
CENTER + YMCA CAMPUS

08.21.2018

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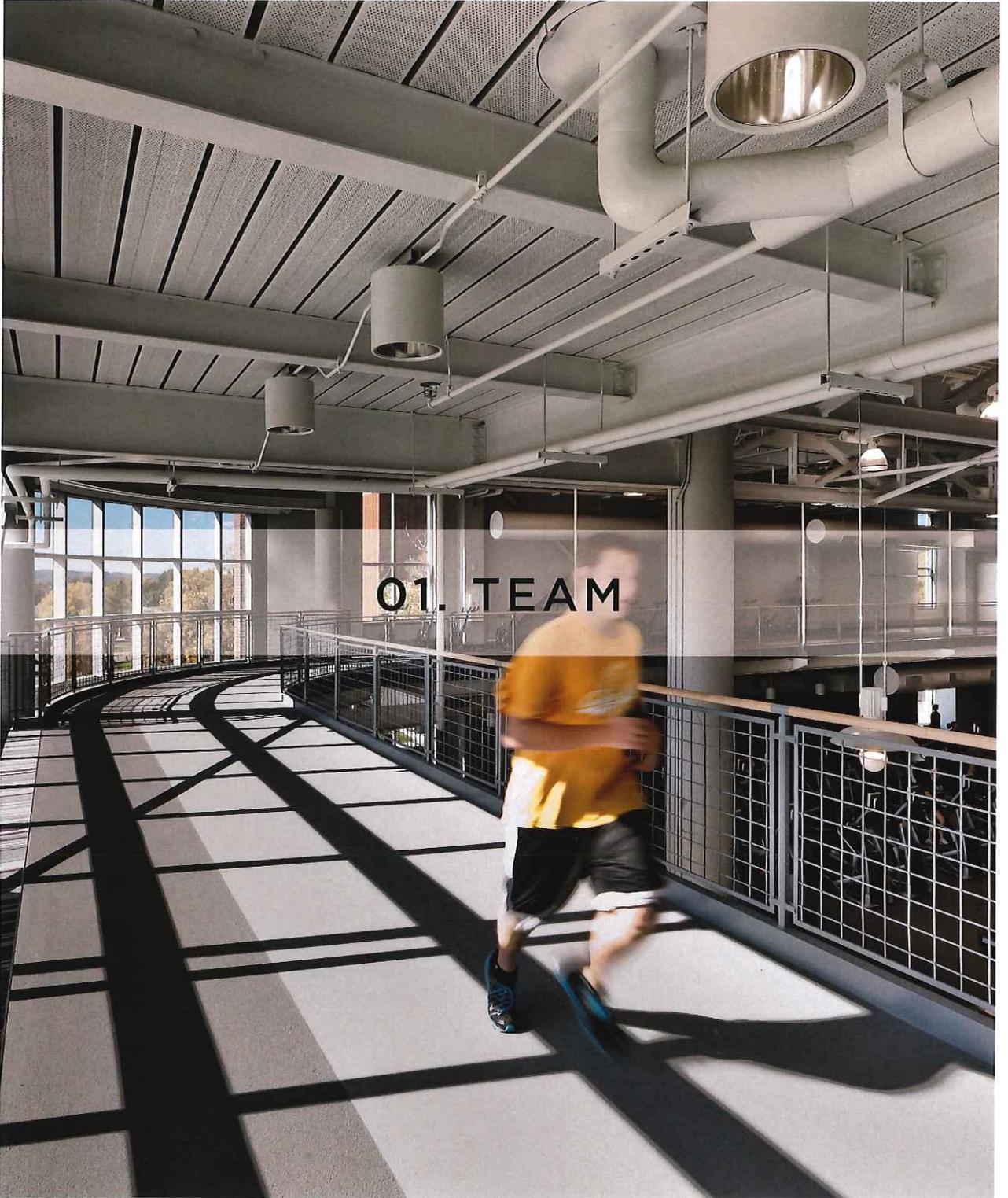


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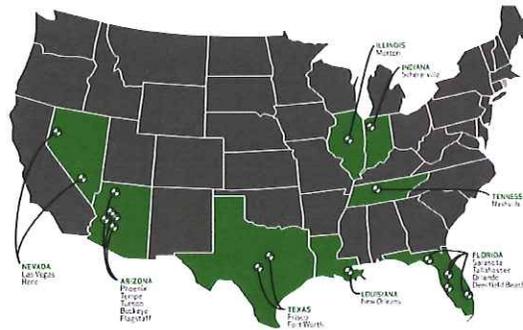


01. TEAM

WE LEAD COMMUNITIES ACROSS THE COUNTRY IN REALIZING THE DEVELOPMENT OF NEW COMMUNITY-SPECIFIC COLLABORATIVE CENTERS



CORE Construction is one of the largest construction managers in the United States, consistently ranked on the Giants 300 Report by Building Design & Construction (#67 in 2017). CORE has a single project bonding capacity of up to \$350M and total bonding capacity in excess of \$1B.



FLORIDA OFFICES

CORE Construction’s Florida operations consist of over 110 employees spread out across 4 separate offices—Florida headquarters in University Park (Sarasota/Bradenton) as well as satellite offices in Orlando, Tallahassee and Deerfield Beach.

Sarasota/Bradenton

8027 Cooper Creek Blvd., Suite 110
 University Park, FL 34201
 (941) 343-4300

Deerfield Beach

282 W. Hillsboro Blvd.
 Deerfield Beach, FL 33441
 (954) 675-4302

Tallahassee

1584 Metropolitan Blvd., Suite 102
 Tallahassee, FL 32308
 (850) 354-5000

Orlando

617 North Magnolia Avenue, Suite 101
 Orlando, FL 32801
 (407) 519-1390

NATIONAL OFFICES

CORE offers the “best of both worlds” when it comes to client service and project execution—local teams with proven experience, coupled with the resources and horsepower of one of the largest contractors in America. Currently, we operate 17 individualized offices across 9 different states—Arizona, Florida, Illinois, Indiana, Louisiana, Nevada, Oklahoma, Tennessee and Texas.



1880



2018



19th

early 20th

mid 20th

late 20th

21st

One of the United States' Most Enduring Firms

Holabird & Root's 138-year history reflects the evolution of American architecture. The firm continually leads new technologies, changing styles, and shifts in design.

From the early "Chicago School" skyscrapers, to the most recent award-winning designs, Holabird & Root continues to maintain a reputation for creating carefully planned and beautifully crafted buildings. With an aggressive emphasis on design matched with attention to practical details, Holabird & Root continues to be at the forefront of current practice.

Full-Service Firm Producing Elegant and Thoughtful Solutions

As a full-service firm, Holabird & Root provides architecture, structural engineering, interior design, landscape architecture, and graphic illustration.

Because these disciplines work closely together, these end result represents a comprehensive and complete solution that fully delivers on the client's overall design needs.





ROGER BAUM, LEED AP VICE PRESIDENT, PUBLIC-PRIVATE PARTNERSHIPS



As Vice President of Public-Private Partnerships, Roger is responsible for overseeing all of CORE Construction's public-private developments across the country—specifically, helping to facilitate all aspects of the process from financing through operations, and everything in between. Once construction begins, Roger's focus will turn his attention to that of a project executive, helping to ensure that all CORE standards for construction excellence (i.e., safety, quality, schedule, cost, subcontractors and client) are being met or exceeded. With a background in project management, Roger takes a hands on approach to each and every project. Roger possesses over a decade of experience working on some of CORE's most successful recreational projects, including multiple multi-generational facilities.

Roger recently relocated from CORE's corporate headquarters in Phoenix, AZ, and splits time in Florida and Tennessee.

Education:

Bachelors in Business Management
 Concordia University Wisconsin
 ACE Certification in Project Management
 Arizona State University

Certifications:

USGBC LEED Accredited
 OSHA 30 OTP Certified
 USACE/NAVFAC CQM Certified

Experience:

CORE Construction: 14 Years
 Construction Industry: 14 Years

Related Experience (Partial List)

Clarksdale Sports & Entertainment Complex
 Clarksdale, MS
 Size: \$40,000,000
 Role: Project Executive



Copper Sky Recreation Complex
 Maricopa, AZ
 Size: \$17,400,000
 Role: Project Executive



Sahuarita USD Athletic Facilities
 Sahuarita, AZ
 Size: \$8,300,000
 Role: Project Executive



Youngker High School Gymnasium
 Sahuarita, AZ
 Size: \$8,500,000
 Role: Project Manager



Apache Junction Multi-Generational Facility
 Apache Junction, AZ
 Size: \$10,800,000
 Role: Project Manager



HOLABIRD & ROOT



ERIC RISINGER AIA, NCARB
PRINCIPAL

Education

Bachelor of Architecture, Ball State University
Bachelor of Science in Environmental Design, Ball State University

Accreditation & Affiliation

Registered Architect, Illinois, Ohio, Utah, and Wisconsin
NCARB

Industry Experience

26 years

Community Affiliations

AYSO Coach (2005 - Present)
Glenview Park Center Basketball Coach (2005 - Present)

Presentations

Ohio Facilities Construction Commission
2017: Public-Private Collaborations

Eric exemplifies Holabird & Root's professional core values of collaboration, strategic planning, programming, and solution driven design. This consistently results in providing value-added services and an inspired planning process to all of our clients. As principal in charge, Eric will provide a clear direction and guidance to ownership, partners and the project team throughout all phases of the project. He will oversee the progress of the job from the senior management level and allocate any firm resources required for the project's completion.

SELECTED PROJECTS

Wadsworth Community Center, Wadsworth, Ohio (LEED Gold Certified)
Art Wright Stadium, Wadsworth, Ohio
Lake County YMCA, Painesville, Ohio
Macomb Middle School and Community Center, Macomb, Illinois
Wadsworth City Schools Master Plan, Wadsworth, Ohio
Wadsworth High School, Wadsworth, Ohio (LEED Gold Certified)
Isham Elementary School, Wadsworth, Ohio (LEED Gold Certified)
Overlook Elementary School, Wadsworth, Ohio (LEED Gold Certified)
Valley View Elementary School, Wadsworth, Ohio (LEED Gold Certified)
North Shore Country Day School, Winnetka, Illinois
Early Childhood Development Center, Glenview, Illinois
Gertrude B. Nielsen Child Care and Learning Center, Northbrook, Illinois
Kaleidoscope 4 Kids, Chicago, Illinois
North Ridgeville Local Schools, North Ridgeville, Ohio
Chicago Teachers Union Foundation, Chicago, Illinois
Illinois Federation of Teachers, Chicago, Illinois
Hadley School for the Blind, Winnetka, Illinois
Willow Wood Pre-School, Winnetka, Illinois

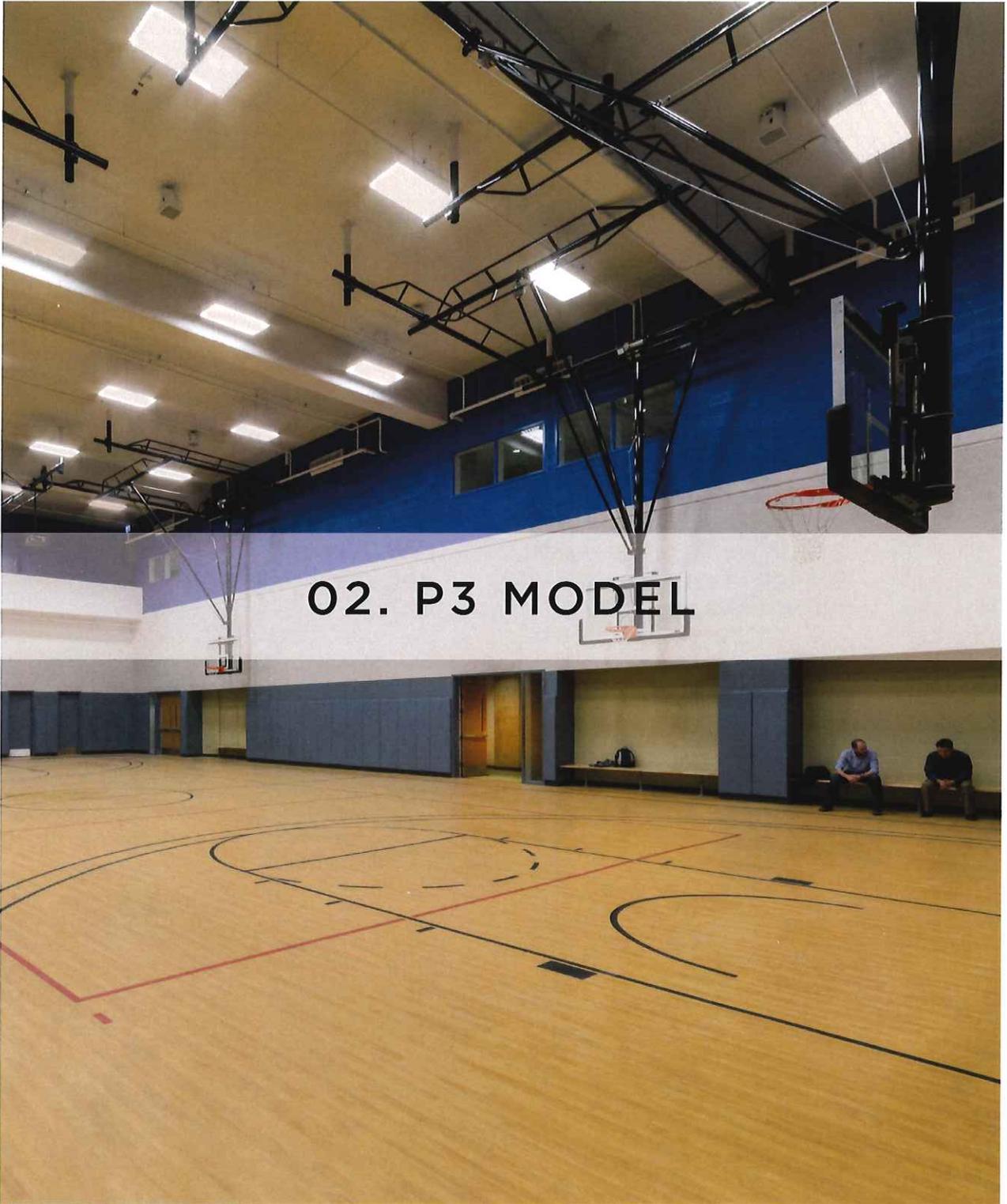


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02. P3 MODEL

P3: HOW THE COLLABORATION MODEL IS DELIVERED

co·op·er·a·tion

/kō, äpə' rāSH(ə)n/ ◀

noun

the process of working together to the same end.

col·lab·o·ra·tion

/kə,labə'rāSH(ə)n/

noun

the action of working with someone to produce or create something.

THE SPIRIT FOUND IN COOPERATION IS THE BASIS OF COLLABORATION.

COOPERATION REQUIRES WORKING TOGETHER WHILE MAINTAINING SEPARATE ORGANIZATIONAL STRUCTURES. COLLABORATION FOCUSES ON INTEGRATED PARTNERSHIPS, WHERE EACH PARTNER BRINGS VALUE TO THE COLLABORATION.

Cooperative

INDEPENDENT POSITION
"MY" INTERESTS
"MY" NEEDS



Collaborative

INTEGRATED POSITION
"OUR" INTERESTS
"OUR" NEEDS

A public-private partnership (PPP, P3 or 3P) is a government service or private business venture that is funded and operated through a partnership of government and one or more private sector companies.

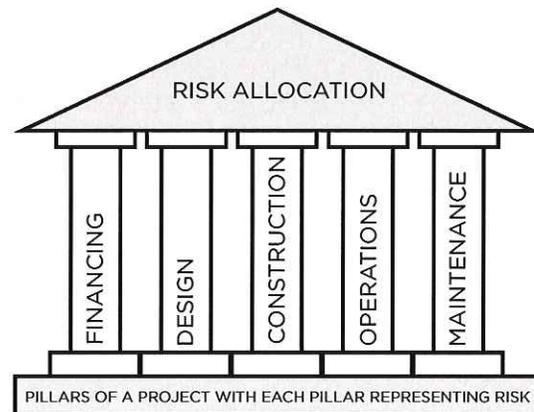
Why P3?

P3 HAS EMERGED AS AN ALTERNATIVE DELIVERY METHOD THAT TRANSFERS PORTIONS OF THE RISK ASSOCIATED WITH DESIGNING, BUILDING, FINANCING, OPERATING AND MAINTAINING PUBLIC INFRASTRUCTURE ASSETS FROM A GOVERNMENT ENTITY TO A PRIVATE DEVELOPER.

WHEN STRUCTURED CORRECTLY, THIS PROCESS FOSTERS UNPARALLELED INNOVATION, EFFICIENCY AND COLLABORATION.

VALUE PROPOSITION:

- REDUCES TIME AND COST ASSOCIATED WITH PROCUREMENT.
- FOCUS ON MANAGEABLE LEASE PAYMENTS OVER THE LONG TERM, RATHER THAN ON FIRST-IN CAPITAL COSTS.
- FINANCE MODEL TAILORED TO THE INDIVIDUAL CLIENT AND PROJECT, UTILIZING A FORMULA THAT ACHIEVES BEST VALUE (I.E., COMBINATION OF TRADITIONAL AND NON-TRADITIONAL FUNDING MECHANISMS).
- GUARANTEED ON-TIME AND ON-BUDGET PROJECT DELIVERY VIA AN IPD (INTEGRATED PROJECT DELIVERY) APPROACH.
- FACILITY MANAGEMENT (FM) MODEL FOCUSED ON LIFECYCLE COSTING.
- OFF-BALANCE SHEET/NON-RECOURSE SOLUTION WITH OWNERSHIP OF ALL IMPROVEMENTS TRANSFERRED TO PUBLIC SECTOR AT NO ADDITIONAL COST AT THE END OF DEBT SERVICE.



COMMUNITIES ACROSS THE COUNTRY HAVE REALIZED THE BENEFITS + ADDED VALUE OF COLLABORATIVE COMMUNITY CENTERS

COMMUNITY-BUILDING

COMMUNITY + CULTURAL DISTINCTION
MORE SERVICES + PROGRAMMING
NEW BUSINESS OPPORTUNITIES
ENHANCED RESOURCES + FUNDING
INCREASED PROPERTY VALUES
CATALYST FOR GROWTH

- + VIBRANT COMMUNITY
- + PROSPERITY
- + SELF-SUSTAINING ECONOMY

EFFICIENT BY DESIGN

SHARED FUNDING
SHARED SPACES
SHARED PROGRAMMING + SERVICES
SHARED OPERATIONS + MAINTENANCE

- + COST EFFECTIVE
- + COLLECTIVE RESOURCES
- + TOGETHER

ATTRACT + RETAIN

BROADER-BASE COMMUNITY SUPPORT
MULTI-GENERATIONAL USE
FAMILIES
EMPLOYEES
BUSINESS + COMMERCE
LONG-TERM COMMUNITY INVOLVEMENT
PHILANTHROPY

+ BUILD COMMUNITY
+ VALUE-ADD
+ DESTINATION

INTEGRATED OFFERINGS

HEALTHCARE
FITNESS + WELLNESS
BEFORE/AFTER SCHOOL + CHILD CARE
OLDER ADULT SERVICES
PARKS + RECREATION
LIBRARY
HOSPITALITY
MUSIC + ARTS
LOCAL GOVERNMENT
K-12 + HIGHER EDUCATION
WORKFORCE TRAINING

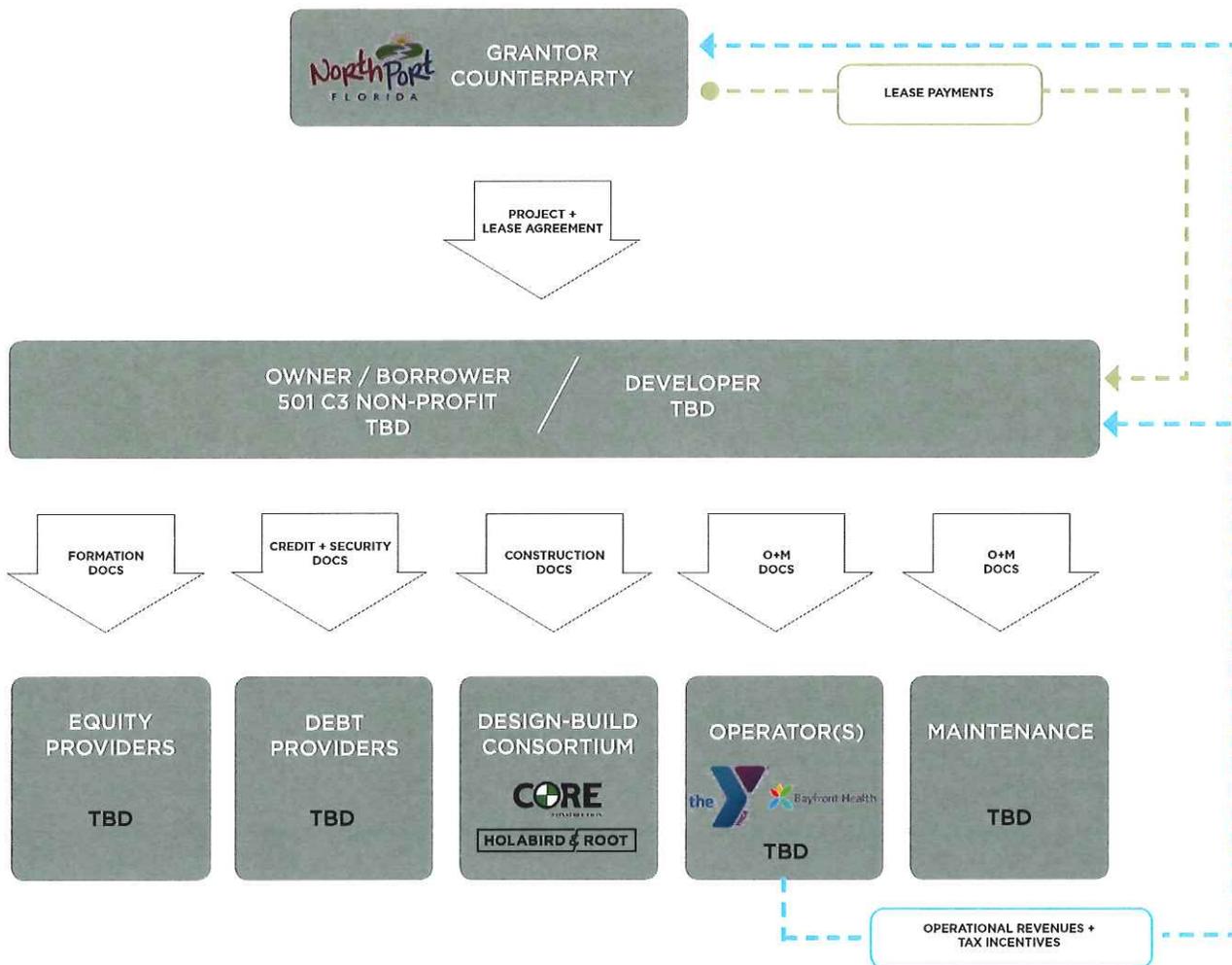
+ MORE SERVICES
+ INCREASED PROGRAMMING
+ INCREASED INVOLVEMENT

Based upon other projects that have been successful in this collaborative model, the following general structure was followed by the collaborative partners to create a successful campus development.

FINANCIAL DEVELOPMENT STRUCTURE

The single most important implementation step in the collaborative development process is to answer the most pressing question for the partnerships: "How are we going to pay for this?"

The answer is finding a financial development process that can assist each partner in implementing their goals while managing their financial risks. As previously stated, the rising tide will equally benefit each partner and the process to achieve this is a P3 Model. Quite simply, a financial model that brings primary partners together to serve as the host sponsors. This model will establish a not-for-profit foundation that serves as the primary development entity and each collaborative partner is contributing member. Each member contributes their appropriate financial portion through their revenue attributed to their members, guests, enrollees, etc.



Some examples of typical terms in the development agreement that other successful developments have used are as follows:

EXAMPLE LEASE STRUCTURE: KEY ELEMENTS

Fixed Price, 30-Year Lease Between City and Project Company

- City lease payments do not begin until improvements are constructed per City requirements and are readily available for occupancy. Project Company will be responsible for the total project financing/project capitalization.
- City lease payments cover repayment of initial developer cost of designing, building, and financing the improvements.
- Lease payments are subject to annual appropriation.
- All improvements are transferred to the City at no additional cost upon lease conclusion.
- Other tenants (such as Bayfront Health, etc.) make fixed-lease payments to the Project Company, and those supplemental revenue streams cover remaining cost of operations, maintenance, and lifecycle investment. Additional revenue streams are designed to account for fluctuations in operational demand and help reduce the City's annual obligation.

EXAMPLE FUNDING MECHANISMS

Upfront Private Capital Funds

(Available at Closing for Funding Capital Costs of Project)

- Developer Equity: If necessary, equity will be fully committed at first-loss position.
- Long-term Debt: Long-term debt will be sourced, structured, and underwritten. This may be placed through a private placement (most likely) with institutional investors such as life insurance companies and pension funds, or broadly marketed to qualified investors. (Developer will work with ratings agencies, issuers, underwriters, and investors to ensure competitive tension during financial structuring process).
- Grants: No specific grants have been identified, but numerous options can be explored and vetted.

Potential City Financing Sources

- Tax Increment Financing (TIF) District – Diversion of future property tax revenues from a defined area or district which the project resides in.
- Future Discretionary Sales Surtax – County sales tax, in addition to the general state sales tax.

Ongoing Private Revenue Streams

(Available Over the Term to Subsidize Operations as Needed, or as a City Profit Share)

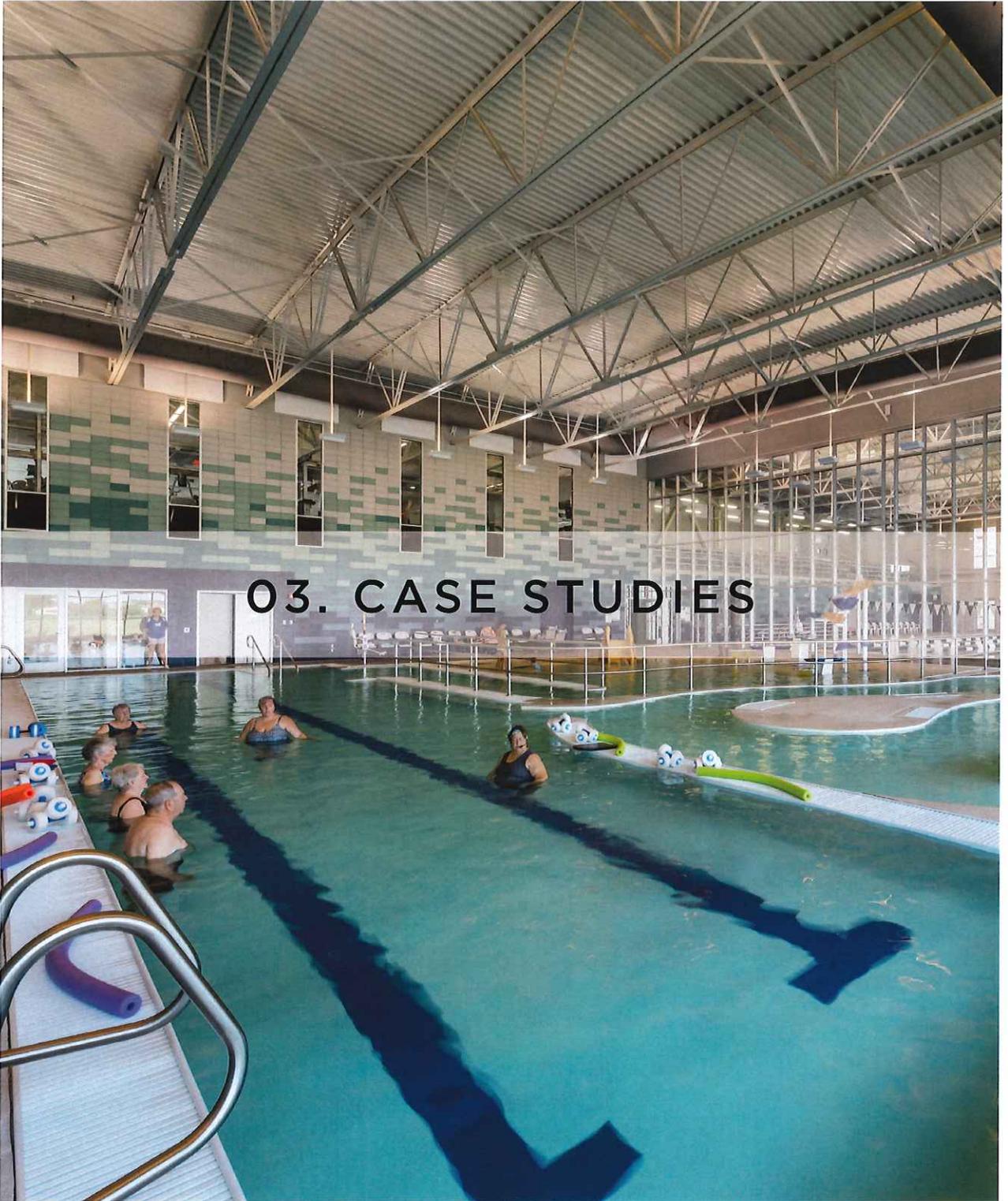
- Retail and concessions from project operations
- Parking revenues from operations
- Naming rights
- Potential future development on site (residential, commercial, etc.)



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03. CASE STUDIES

Case Study / City of Wadsworth, Ohio

WADSWORTH COMMUNITY CENTER, WADSWORTH, OHIO



HOLABIRD & ROOT

SIZE

440,000 SF Facility
70,000 SF Wadsworth Community Center
370,000 SF Wadsworth High School
80,000 SF Shared Community Spaces

COST

\$17M Community Center

COMPLETED

2013

LEED GOLD CERTIFIED

2013

The 440,000 SF Wadsworth Community Center and Wadsworth High School is a joint facility that intermixes City of Wadsworth Community Center spaces for the community at-large with educational spaces for Wadsworth City Schools grade 9-12 students.

Community Center spaces include a YMCA Fitness and Wellness Center, a field house with elevated track, competition pool, family pool, Soprema Senior Center and Cafe, Wadsworth Community Television (WCTV) studio space, Summa Healthcare Physical Therapy and clinic spaces with pharmacy, and the Steiner Youth Center.

80,000 SF of spaces are shared for district + community use including the gymnasium, performance theater, classrooms, and multipurpose spaces, providing a collaborative facility that supports the entire community.



2006 | Goals

3,400 YMCA members
300+ Senior members



Establish Feeder Campus containing:

Primary Care

Rehabilitation Services / PT & OT

Advanced Diagnostics / MRI



3,600 Memberships by Year 4



Establish Dual Credit Programs for School District Students & Community



Increase Memberships



Establish Modern Facilities for TV Production & Broadcasting

2015 | Results

10,800 YMCA members
3,000 Senior members
2nd + 3rd Expansions for Summa + YMCA

Established Feeder Campus with Rapid Growth in:

Primary Care Clinic for School District, Seniors & Community

Supervision for School Sports

Rehabilitation Services / PT & OT

Advanced Diagnostics / MRI

Education for Schools, YMCA, Seniors & Community

10,800 Memberships by Year 2.5

2nd Expansion for Fitness & Wellness

3rd Expansion for Fitness & Aerobic

Equipment in 3 Years

Social Core for Youth & Teens in the Community

2nd Expansion within High School

establishing Permanent Presence

within Community Center

3,000 Memberships By Year 2.5

Integrated Programs & Services With Summa, YMCA + Schools

Highly-Utilized Cafe for Seniors and Staff & Faculty from YMCA, Schools & Summa, as well as the Community

Open Community Access to Full Recording Studios

Live Recording & Broadcasting all Events On-Site for Schools, Performing Arts & Athletics



Case Study / Texas Woman's University Fitness and Recreation Center

Denton, Texas



SIZE

40,675 SF Facility

COST

\$9.4M Community Center

COMPLETED

2011

SERVICES PROVIDED

Construction Manager At-Risk

Project Description:

The TWU Fitness and Recreation Center includes more than 8,000 square feet of weights and cardio equipment, a NCAA basketball court, and three multipurpose exercise rooms. It's the heart of our fitness community where we offer programs and events throughout the year to promote a healthy lifestyle.

The signature feature of the facility is a 30-foot-high climbing wall that offers 2,000 square feet of climbing space with routes for beginners and advanced climbers. The wall includes a slack line, rappelling station, lead climbing routes, and a 15-foot bouldering area.



Case Study / Copper Sky Recreation Complex

Maricopa, Arizona



SIZE

48,650 SF Facility

COST

\$17.4M Community Center

COMPLETED

2014

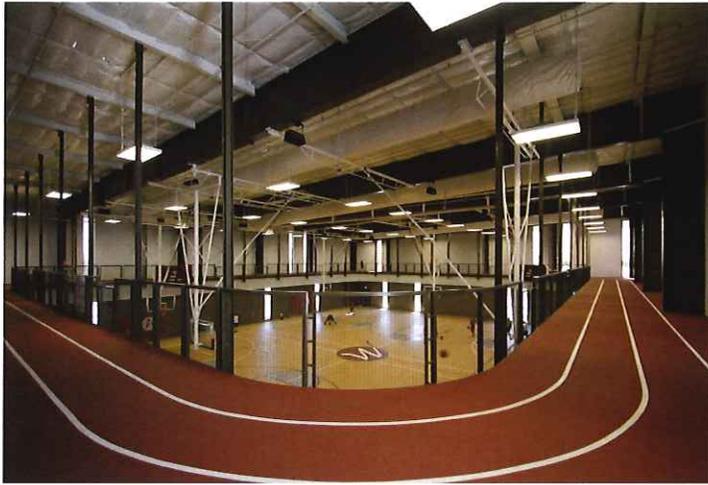
SERVICES PROVIDED

Construction Manager At-Risk

Project Description:

The Copper Sky Recreation Complex is an aquatic center/waterpark and fitness facility for the citizens of the town of Maricopa, Arizona.

Features include a zero-entry pool, competition pools, recreation pools, locker rooms, a gymnasium, an elevated running track over the gymnasium, community classrooms, conference/meeting rooms and associated sitework and landscaping.



Case Study / City of Effingham, Illinois

RICHARD E. WORKMAN SPORTS AND WELLNESS COMPLEX, EFFINGHAM, ILLINOIS



HOLABIRD & ROOT

SIZE

80,000 SF

CONSTRUCTION COST

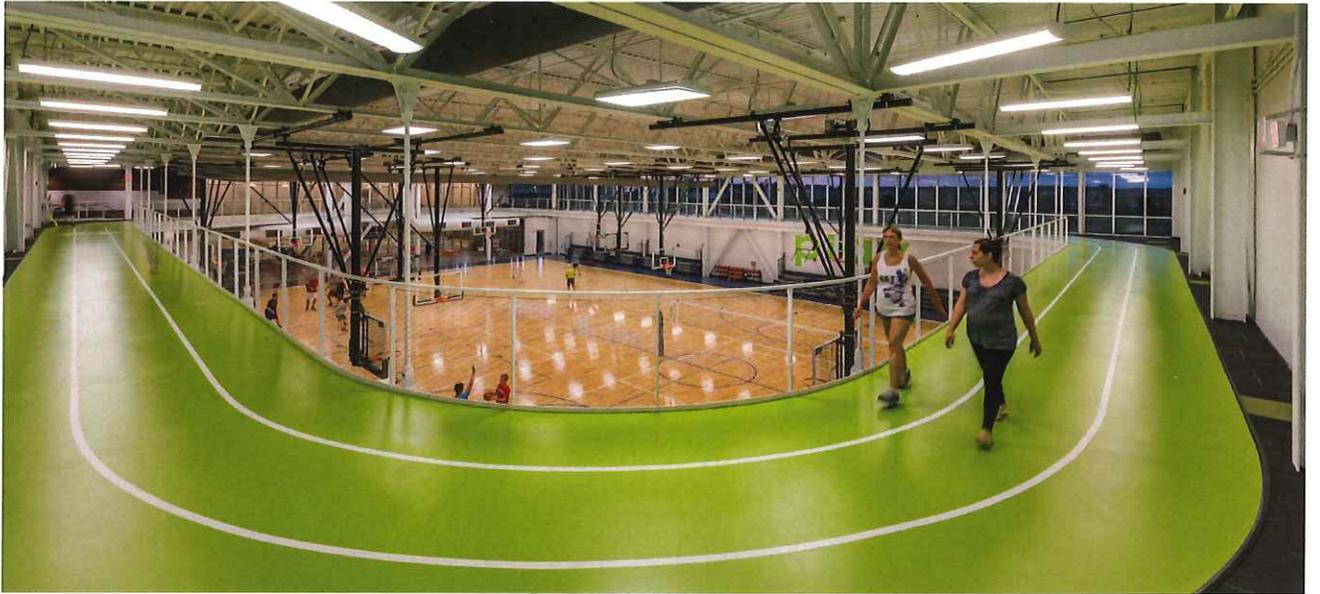
\$14.3M

COMPLETED

2016

The City of Effingham's Richard E. Workman Sports and Wellness Complex includes a gymnasium, running track, fitness facility, lobby, multipurpose rooms, kitchen, concession area, vending, administrative offices, support facilities, and more.

The St. Anthony Hospital Wellness Center within the Workman Complex allows for medical rehabilitation and wellness within the larger fitness setting, making a perfect neighbor for the sports complex, and providing additional revenue for the facility. This community-focused facility has become a hub within the city, attracting not only residents, but people from nearby municipalities and high schools.

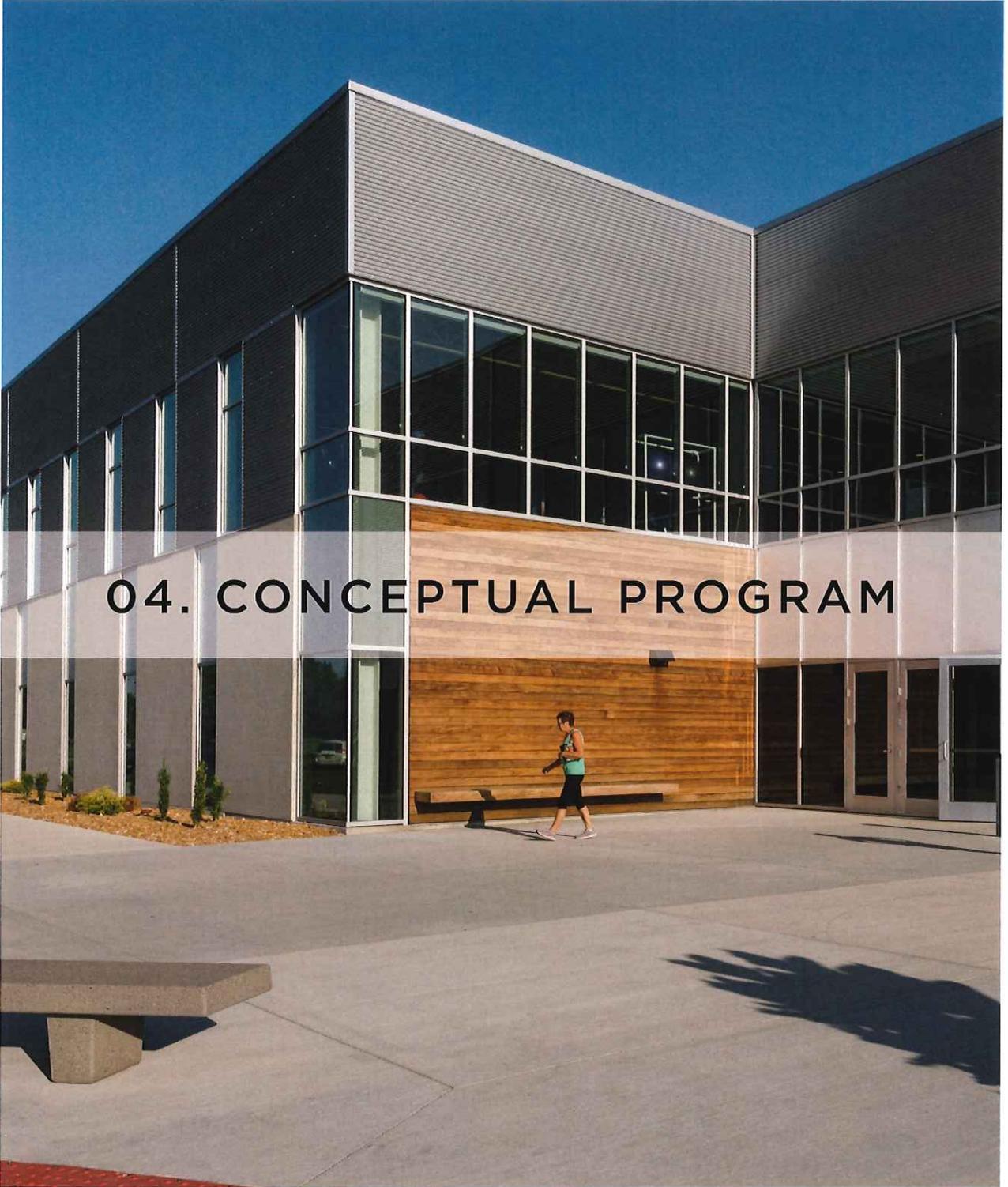




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04. CONCEPTUAL PROGRAM

CONCEPTUAL PROGRAM FOR EAST END COMMUNITY BUILDING + DEVELOPMENT

P3 COMMUNITY CENTER ARE THE HUBS OF LOCAL LIFE

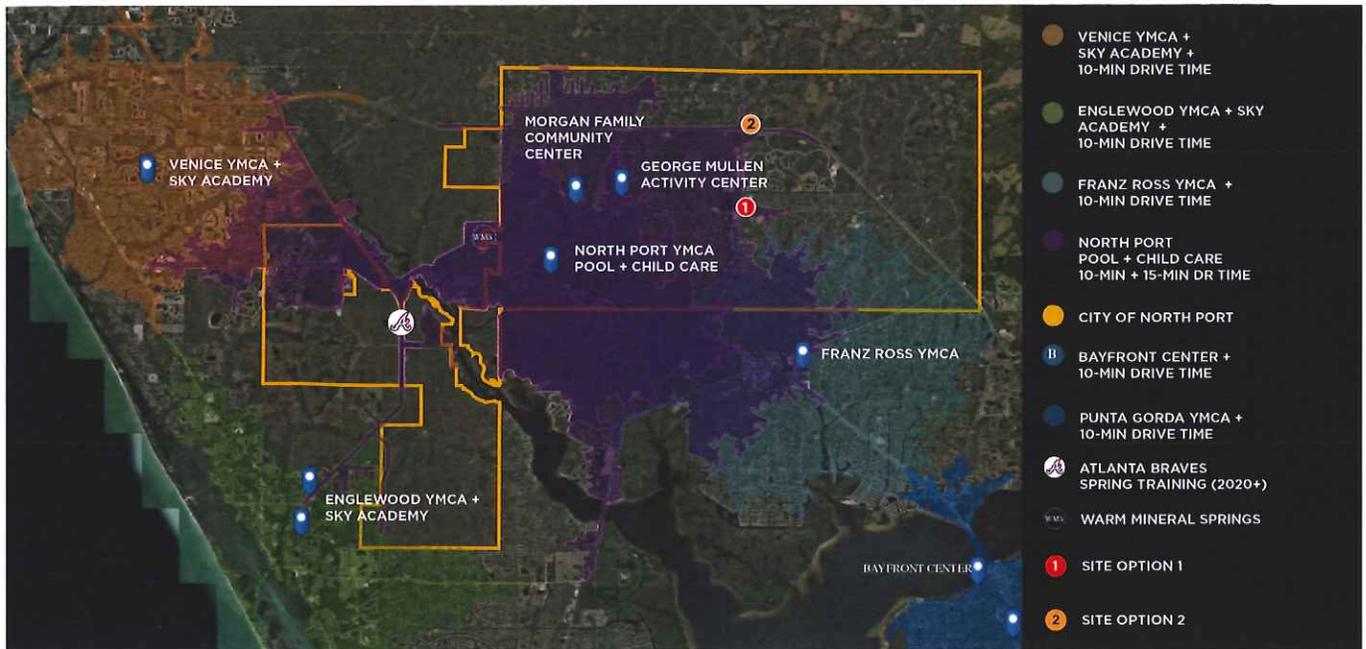
The community center has been defined both in terms of the geographic center as well as the programmatic center of a city or town. Traditionally, community centers have been places for people to gather for meetings and community-based resources.

Combining public recreation with the vast programs and services of other community-focused partners creates a valuable asset for all ages in the community.

TWO EAST END OPTIONAL LOCATIONS IDENTIFIED

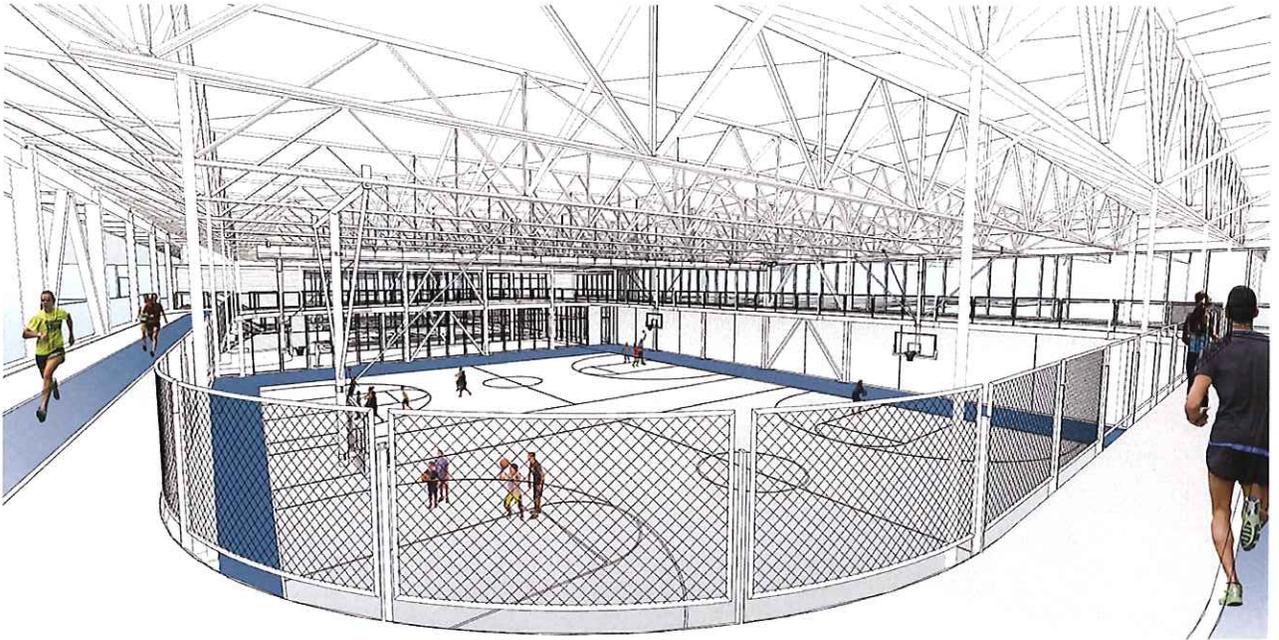
Through discussions with community stakeholders, two sites have been identified for further study to locate a new community center. Both locations meet the minimum site criteria:

- Location on primary commercial corridor with direct neighborhood access
- 30,000+ SF facility
- Associated parking, parent drop-off/pick-up, and bus loading area
- Full movement access drive
- Playfields and outdoor recreation spaces
- Location in City of North Port not currently served by an existing community-focused center











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05. NEXT STEPS

WHAT DO YOU WANT FOR YOUR COMMUNITY?

We understand that collaboration is not a natural process. It can be difficult to achieve as group dynamics can challenge and obscure the spirit and vision of the collaboration.

Our facilitation and P3 delivery model is focused on ensuring that each partner builds trust in the collaboration, that each partner's needs will be represented and fulfilled by the collaboration, and that the focus is on the collaborative vision. We identify each partner's needs + program, and demonstrate how the needs can be met through partner program integration, creating the collaboration's framework.

Collaborations can achieve the goals more efficiently and cost-effectively. Through integrated programming, we take the partners from cooperation into collaboration.

WE WANT TO BE YOUR P3 PARTNER

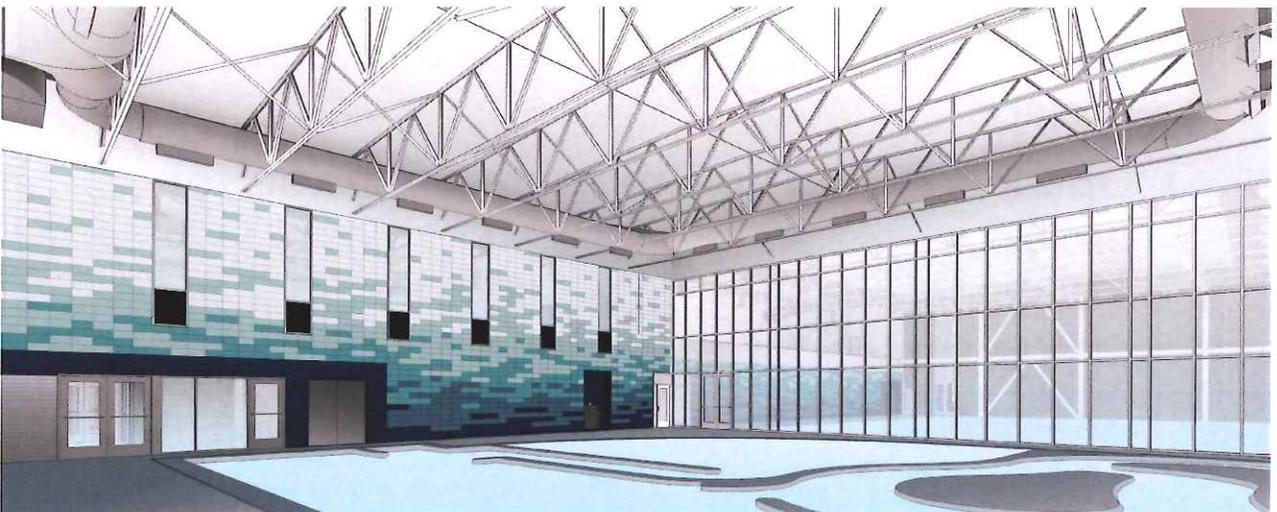
We have submitted this unsolicited proposal with the aim to have you join us, the SKY Family YMCA and other potential collaborative partners in facilitating a new East End YMCA + Community Center for North Port.

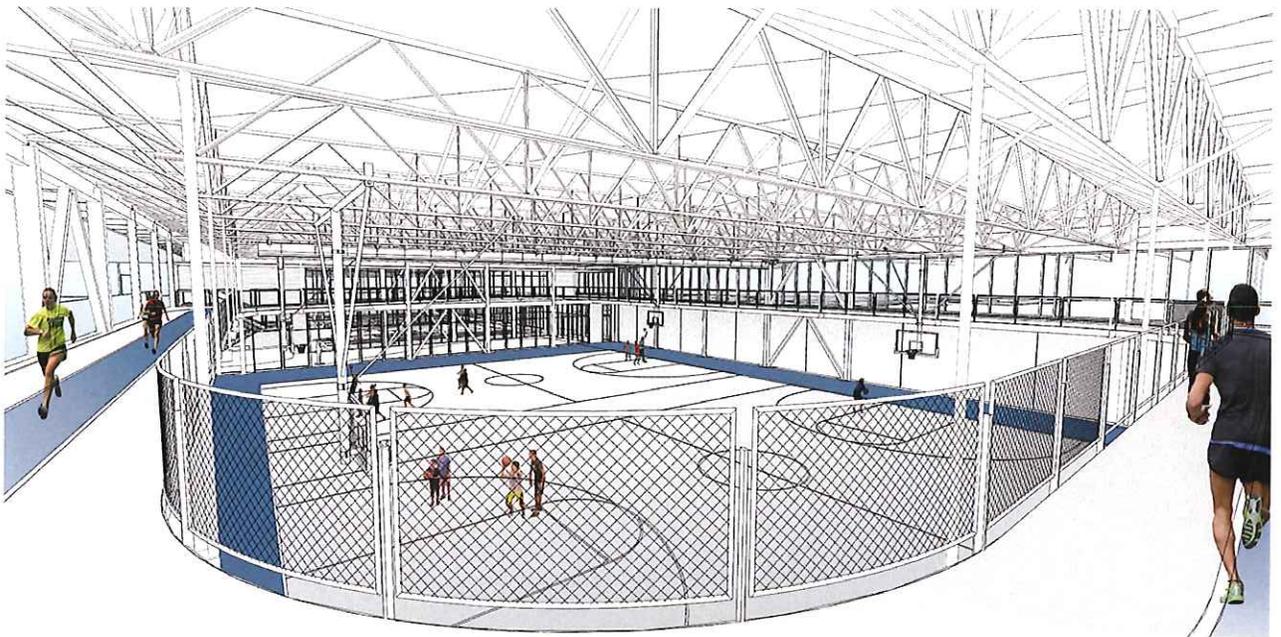
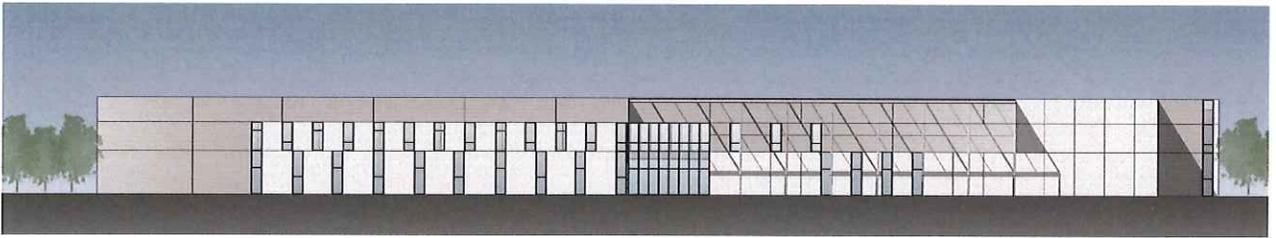
Not every community has the ability or interest in collaboration. North Port has the ability and willingness to explore the feasibility of participating in a P3 project. Together, we want to work with you to deliver more programs and services to the community.

Next Steps: Get Started

Partner with CORE | Holabird & Root

- Complete market/feasibility study.
- Complete due diligence on potential sites.
- Select site and negotiate purchase/lease.
- Complete site plans and schematic design.
- Negotiate leases with key tenants.
- Establish a guaranteed price and schedule for construction.
- Structure and secure financing package.
- Negotiate and structure final lease and property development agreements.
- Nominate public-private board to oversee project.
- Obtain required governmental approvals for project.







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