



**CITY OF ELK GROVE  
CITY COUNCIL STAFF REPORT**

**AGENDA TITLE:** Receive an update on Project Elevate and consider a resolution authorizing the City Manager to execute an Exclusive Negotiation Agreement with Hines Interests Limited Partnership (CEQA Exempt)

**MEETING DATE:** August 10, 2022

**PREPARED BY:** Darrell A. Doan, Economic Development Director  
Christopher J. Jordan, AICP, Director of Strategic Planning and Innovation

**DEPARTMENT HEAD:** Jason Behrmann, City Manager

**RECOMMENDED ACTION:**

Staff recommends that the City Council receive an update on Project Elevate and adopt a resolution authorizing the City Manager to execute an Exclusive Negotiation Agreement with Hines Interests Limited Partnership.

**BACKGROUND INFORMATION:**

In 2004, as part of the original approvals for the Laguna Ridge Specific Plan, the City obtained title at no cost to 76 acres of land for a future “Civic Center” southeast of the intersection of Elk Grove Boulevard and Big Horn Boulevard. The site consists of two pieces:

1. An approximately 56-acre portion south of Civic Center Drive that has become known as District56, which includes the Aquatics Center, Community Center, Senior Center, Veterans Hall, The Preserve, and the future Library/Performing Arts Center; and
2. An approximately 20.45-acre portion north of District56 bounded by Elk Grove Boulevard, Civic Center Drive, Big Horn Boulevard, and Big Timber Drive with underlying commercial zoning (APN 132-2110-004). This site has become known as Project Elevate.

In 2016, staff began an analysis of developing a “lifestyle” shopping center project on the north property. The concept involved an elevated shopping center anchored by a mix of high-end dining and entertainment options with boutique in-line retail surrounding highly amenitized public spaces. The objective of the project was to “elevate” the level of retail, dining, hospitality, and entertainment amenities in the city in a walkable environment with dynamic public spaces. For these reasons, staff refers to the project as “Project Elevate.” At the City Council retreat in February 2019, staff presented the Project Elevate concept to Council and received direction to continue work on it.

While analyzing and refining the lifestyle center concept, Project Elevate evolved into a mixed-use neighborhood project on a traditional urban street grid that would complement District56 and provide an adjacent urban district experience for residents and visitors. The integration of uses, activities, and experiences at Project Elevate would be unique both within Elk Grove and the Sacramento region.

In lieu of a traditional government Request for Proposals process, for Project Elevate the City desired to self-identify a programmatic design vision and seek a development partner that shared and could implement that vision, rather than allow developers to propose their own projects.

In 2019, the City assembled and contracted with a design team led by ELS Architecture and Urban Design that included landscape architecture firm Lifescapes International and civil engineering firm Kimley Horn, to develop a formal vision and concept designs for Project Elevate. The City also hired Hoffman Strategy Group and Keyser Marston Associates for market analysis and financial modeling services, respectively.

Design concepts were presented to the public at a workshop in September 2019 and, based upon public feedback and additional research by City staff, further refinements were made. Most participants at the workshop identified support for the Project and encouraged the City to continue work on it. Additional outreach on the final design will be needed prior to Project approvals.

In August 2020, the design vision was presented to the Council, which the Council endorsed. Due to the economic uncertainty at the time resulting from the COVID-19 pandemic, Council directed staff to take a wait-and-see approach to development of the Project, but to be open to development opportunities as they arose and to pursue development when and as practicable.

At that time, Council declared the property surplus as required by state law and directed staff to initiate surplus property proceedings and file required notices. The surplus property process is complete, and the City is now able to sell the property for commercial development purposes; notwithstanding, under state surplus property law, the Project will need to include a 15% affordable housing component (15% of all residential units provided within the Project must be affordable to households making less than 60% of the area median income, based upon household size).

In 2021, as the local economy began to stabilize, staff engaged Turton Commercial Real Estate, a Sacramento-based brokerage and development firm with mixed-use expertise, to assist the City with marketing Project Elevate to qualified developers. In August 2021, Council approved a contract with Turton.

On January 13, 2022, the City, with Turton's assistance, released an Offering Memorandum to the development community designed to solicit qualifications of a development partner to purchase the site and develop the Project. The offering period closed on April 29, 2022. Four proposals were received.

### **ANALYSIS/DISCUSSION:**

Staff and Turton reviewed each proposal carefully against the requirements of the Offering Memorandum and the established vision. A series of interviews and second interviews were conducted, and supplemental information was gathered.

Following the proposal review process, Turton identified Houston, TX-based Hines as the best proposal and most qualified development partner, and staff concurs with Turton's assessment.

Hines is a 65-year-old international developer of mixed-use and other projects like Project Elevate with a national and international reputation for project delivery and success and an extensive list of public private partnerships. Hines has operated in 28 countries and has \$90.3 billion of assets under management. Hines has a Sacramento office established in 2002 with 27 employees and \$818 million of assets under management. 59 investment funds have sponsored Hines's development projects over the last 30 years. Hines's architects are Gensler and TCA Architects, top international design firms. Staff believes Hines has the requisite expertise, experience, qualifications, and financial capabilities to develop the Project.

Hines proposes to develop the following Project components in a vertically integrated, mixed-use, walkable district with elevated amenities and public spaces. Hines's proposal is attached to this report.

- 864 residential apartment units.
- 35,262 SF of retail and restaurants.
- A 26,260 SF specialty market.
- 78,000 SF of office.
- A 100-room hotel.
- 2 parking structures totaling 1,706 spaces.

Staff believes that the proposed Project components and style of development are consistent with the City's established vision for Project Elevate, and Hines is committed to working with the City during the ENA term to arrive at a final design that marries the City's vision with development and market realities which would be presented to the Council for its approval at the end of the ENA period.

Hines has developed a number of similar projects throughout the country including West Edge in Los Angeles, CA, City CenterDC in Washington, DC, Riverwalk in San Diego, CA, The Parks at Walter Reed in Washington, DC, and Fenton in Gary, NC. Locally, Hines has developed the Centene office campus in Natomas, Sacramento, and is developing the residential Natomas Fountains project in Sacramento, as well as Salesforce Tower in San Francisco. These projects and others are detailed in Hines's proposal.

To memorialize the selection of Hines as its development partner, staff recommends the Council adopt a resolution to enter into an Exclusive Negotiation Agreement, or ENA, with Hines Interests Limited Partnership. The key terms of the ENA include the following items:

- The parties agree to work exclusively with each other to refine the City's concept design and program of uses in accordance with the City's established vision and current market realities and negotiate an agreement to sell the land and develop the Project.
- The initial term is for six months, with two six-month extension options, all subject to termination by either party on thirty days' notice.
- During the term of the ENA the parties will do the following:
  - Prepare concept design drawings.
  - Prepare budget and pro-forma.

- Identify the amount and type of City financial participation, if any.
- Identify the purchase price for the land.
- Identify the terms and timeline by which Hines will purchase the land and develop the Project.
- Prepare a Disposition and Development Agreement (“DDA”) or other appropriate agreement for Council consideration.

It is anticipated that the above items will take approximately six months to complete; however, additional time may be required and would be permitted under the ENA. At the conclusion of the above work, staff would present the proposed DDA or other dispositive agreement to Council for consideration.

The DDA or other appropriate agreement would be the contract whereby the City would sell the property to Hines and establish the process whereby Hines would seek Project approvals, close escrow, and commence and complete construction of the Project in phases. Should the Council ultimately approve an agreement such as a DDA, Hines would proceed with an entitlement application as soon as practicable following such approval. The timeline and conditions of closing and the post-close development obligations and timeline would also be detailed. It is anticipated that Project approvals would likely include a District Development Plan and Design Review of Phase I, and staff anticipates that the Planning Commission would be the approving authority unless appealed to Council. Additional neighborhood outreach, and environmental impact review and mitigation, would be components of the entitlement process.

### **ENVIRONMENTAL ANALYSIS:**

The approval of the ENA provides a framework for the negotiation of an agreement that could lead to a project subject to review under the California Environmental Quality Act (“CEQA”). (Pub. Res. Code §§ 21000, et seq.) However, approval of the ENA does not constitute the approval of a project under CEQA, and it is exempt from CEQA review. (Pub. Res. Code § 21065, CEQA Guidelines §§ 15060(c),(2)(3); 15061(b)(3); 15378.)

### **ALTERNATIVE ACTIONS:**

The Council could elect not to approve the ENA with Hines and direct staff to select an alternate developer from the four submittals and return with an ENA with that developer, Council could direct staff to reject all proposals and initiate a new Offering Memorandum process, or Council could direct staff to

abandon the Project. Staff does not recommend any of these alternatives for the reasons stated in this report.

### **FISCAL IMPACT:**

There is no fiscal impact other than staff time and resources associated with the recommended action. Turton remains under contract to assist the City during the ENA term, advise the City on structuring the DDA or other appropriate agreement, and assist the City with reaching a successful closing. \$120,000 is budgeted in the FY 2022-23 Budget under Economic Development for this purpose. No other consultants are currently under contract to the City for the Project. Should additional consultants be required, \$30,000 is reserved in the Budget under Economic Development for that purpose and other funds within the Budget could be made available if needed.

It is anticipated that some request for City financial participation in the Project may be sought by the developer. The amount and structure of that participation is yet to be determined. As an alternative to direct financial participation, the City could construct public streets and utilities, or public parking to support surrounding development. The City could also provide funding to support the affordable housing component of the project.

It would be staff's intent under the DDA or other appropriate agreement to obtain a fair market value purchase price for the property supported by an appraisal.

Upon execution of the DDA or other appropriate agreement, it is anticipated Hines would be largely responsible for all development and construction costs from that point forward, except those costs detailed in the DDA that would be borne by the City. The DDA may contain provisions for reimbursing Hines for a portion of pre-development costs should the Project not be approved by the Planning Commission or City Council, all subject to further negotiation of the parties.

### **ATTACHMENTS:**

1. Resolution authorizing execution of the ENA
2. Exclusive Negotiation Agreement
3. Hines Proposal

**A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF ELK GROVE  
AUTHORIZING THE CITY MANAGER TO EXECUTE AN EXCLUSIVE NEGOTIATION  
AGREEMENT WITH HINES INTERESTS LIMITED PARTNERSHIP FOR PROJECT  
ELEVATE**

**WHEREAS**, the City of Elk Grove (City) is the owner of approximately 20.45 acres of land located north of District 56 and southeast of the intersection of Elk Grove Boulevard and Big Horn Boulevard (APN 132-2110-004) bounded by Elk Grove Boulevard, Big Horn Boulevard, Civic Center Drive, and Big Timber Drive which is known as Project Elevate; and

**WHEREAS**, on August 12, 2020, the City Council approved a concept vision for the development of Project Elevate that includes a dense, urban, walkable, mixed-use district with integrated elevated retail, dining, hospitality, and entertainment uses and dynamic highly amenitized public spaces, and directed City staff to pursue development of the Project as and when practicable given economic conditions; and

**WHEREAS**, on January 13, 2022, the City and its consultant, Turton Commercial Real Estate, issued an Offering Memorandum to identify qualified development partners interested in acting as developer of Project Elevate; and

**WHEREAS**, four proposals were received in response to the Offering Memorandum; and

**WHEREAS**, City staff and its consultant have reviewed the proposals and recommend to the City Council the selection of Hines Interests Limited Partnership as the City's development partner for Project Elevate, all subject to further negotiation, project development, and project review, including, as appropriate, review under the California Environmental Quality Act prior to project approval; and

**WHEREAS**, to memorialize the selection of Hines Interests Limited Partnership as the City's development partner for further negotiation for Project Elevate, an Exclusive Negotiation Agreement has been prepared for execution between the parties; and

**WHEREAS**, the approval of the Exclusive Negotiation Agreement does not constitute the approval of a project under the California Environmental Quality Act ("CEQA"), and it is exempt from CEQA review. (Pub. Res. Code § 21065, CEQA Guidelines §§ 15060(c),(2)(3); 15061(b)(3); 15378.).

**NOW, THEREFORE, BE IT RESOLVED** that the City Council of the City of Elk Grove hereby authorizes the City Manager to execute an Exclusive Negotiation Agreement with Hines Interests Limited Partnership, in substantially the form presented, and subject to approval as to form by the City Attorney.

**PASSED AND ADOPTED** by the City Council of the City of Elk Grove this 10<sup>th</sup> day of August 2022

\_\_\_\_\_  
BOBBIE SINGH-ALLEN, MAYOR of the  
CITY OF ELK GROVE

ATTEST:

APPROVED AS TO FORM:

\_\_\_\_\_  
JASON LINDGREN, CITY CLERK

\_\_\_\_\_  
JONATHAN P. HOBBS  
CITY ATTORNEY



## EXCLUSIVE NEGOTIATION AGREEMENT

City of Elk Grove  
Project Elevate

This Exclusive Negotiation Agreement (“**ENA**”) is made as of \_\_\_\_\_ (“**Effective Date**”) by and between Hines Interests Limited Partnership, a Delaware limited liability company (“**DEVELOPER**”), and the City of Elk Grove, a California municipal corporation (“**CITY**”) with respect to the following facts:

A. DEVELOPER intends to develop a vertically integrated mixed-use project consisting of residential, retail, office, entertainment, and hospitality uses, attendant parking facilities, and public spaces (“**Facility**”) to be located on an approximately 20.45-acre City-owned parcel located at 9697 Johnston Road (APN 132-2110-004) in Elk Grove, California (the “**Site**”). The Site is bounded by Elk Grove Boulevard, Big Horn Boulevard, Civic Center Drive, and Big Timber Drive.

B. CITY and DEVELOPER (jointly, “**Parties**”) wish to work cooperatively to: (i) evaluate the feasibility of developing and operating the Facility at the Site; and (ii) prepare plans and identify funding for developing and operating the Facility at the Site, including any required or requested City participation in the project.

## NOW, THEREFORE, THE PARTIES HERETO AGREE AS FOLLOWS:

1. Agreement to Negotiate Exclusively and in Good Faith. During the “**Negotiation Period**”, as defined below, CITY and DEVELOPER, and their agents, affiliates, and assigns, agree to negotiate exclusively and in good faith with each other regarding the content of an Agreement for the development and use of the Facility at the Site (“**Agreement**”).

2. Negotiation Period. Unless this ENA is sooner terminated, the Parties agree to negotiate in good faith during the period commencing on the Effective Date and ending six months from the Effective Date unless extended by mutual agreement of the Parties (“**Negotiation Period**”). The Negotiation Period reflects the time required to evaluate development feasibility of the Facility at the Site and enter in to the Agreement. The Parties may mutually agree to extend the Negotiation Period.

3. Site Analysis. During the Negotiation Period, the Parties shall analyze the Site to assess suitability for the development of the Facility. The Site will be developed by the DEVELOPER, but may include CITY financial participation in the project.

4. Site Information. The Parties shall provide each other with access to all non-privileged information, studies, reports or other documents in its possession or control relating to the Site or Facility during the term of this ENA.

5. Confidentiality. To the extent permitted by law, CITY shall keep all information relating to DEVELOPER’s activities confidential. To the extent permitted by applicable law, CITY will make

*Exclusive Negotiation Agreement  
Hines Interests Limited Partnership  
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best efforts to notify DEVELOPER of any request for records received with respect to the Site or DEVELOPER prior to public disclosure.

6. No Commitment to Enter into the Agreement. This ENA is an agreement to negotiate exclusively. CITY and DEVELOPER each reserves the right to not enter into the Agreement. Except as expressly provided in this ENA, CITY and DEVELOPER shall have no liability in the event they fail to execute the Agreement. This ENA does not obligate CITY to do any act requiring the exercise of discretion by CITY. Should this ENA be terminated, and the CITY and DEVELOPER not enter into the Agreement, all work product paid for and created by DEVELOPER, including but not limited to plans, drawings, market information and all intellectual property provided by the Developer shall remain the sole property of the DEVELOPER, and the CITY warrants that it will not utilize the information gained from DEVELOPER during the ENA period to proceed with a similar project with an alternate developer.

7. Termination. This ENA may be terminated by either party, without cause, provided that the terminating party provides the other party not less than thirty (30) calendar days' written notice of its intent to terminate.

8. Entire Agreement. This ENA represents the entire agreement of the Parties with respect to the matters set forth herein. This ENA may not be amended except in writing signed by both Parties.

9. Notices. All notices required or permitted hereunder shall be delivered in person, by overnight courier, or by registered or certified mail, postage prepaid, return receipt requested to such Party at its address shown below, or to any other place designated in writing by such Party. Any such notice shall be deemed received upon delivery, if delivered personally, the next business day after delivery by a courier, if delivered by courier, and three (3) days after deposit into the United States Mail, if delivered by registered or certified mail.

CITY: CITY of Elk Grove  
Attn: CITY Manager  
Elk Grove CITY Hall  
8401 Laguna Palms Way  
Elk Grove, CA 95758

DEVELOPER: Hines Interest Limited Partnership  
136 S Main St, Suite 850  
Salt Lake City, UT 84101  
Attn: Dusty Harris  
Email: [dusty.harris@hines.com](mailto:dusty.harris@hines.com)

With a copy to: c/o Hines Interests Limited Partnership  
845 Texas Avenue, Suite 3300  
Houston, Texas 77002  
Attn: Corporate Counsel  
Email: [corporate.counsel@hines.com](mailto:corporate.counsel@hines.com)

*Exclusive Negotiation Agreement  
Hines Interests Limited Partnership  
Page 2 of 3*

IN WITNESS WHEREOF, the CITY and DEVELOPER have signed this ENA as of the dates set forth below. In the event that the parties do not execute this Contract on the same date, the effective date of this Contract shall be the latest date on which one of the parties executes this Contract.

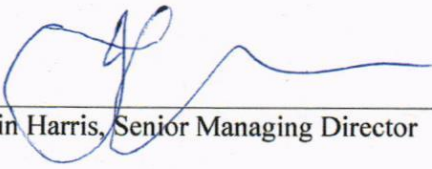
CITY OF ELK GROVE,  
a municipal corporation

By: \_\_\_\_\_  
Jason Behrmann,  
City Manager

Date: \_\_\_\_\_

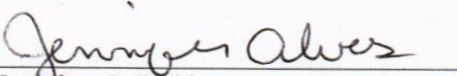
DEVELOPER  
HINES INTERESTS LIMITED PARTNERSHIP

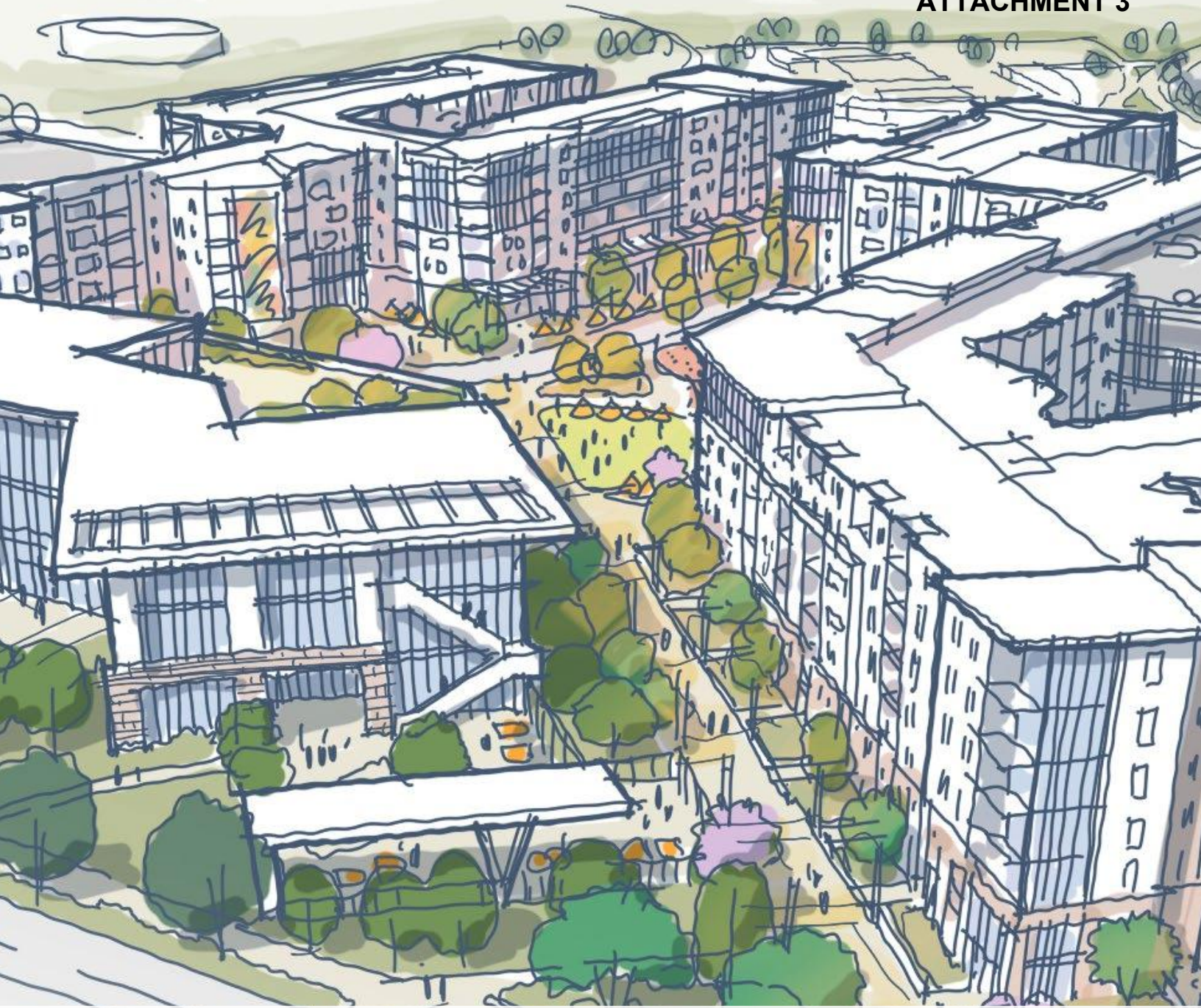
DS  
MS

By:   
Dustin Harris, Senior Managing Director

Date: 8/2/22

Approved to as form:

By:   
Jonathan P. Hobbs, *for*  
City Attorney

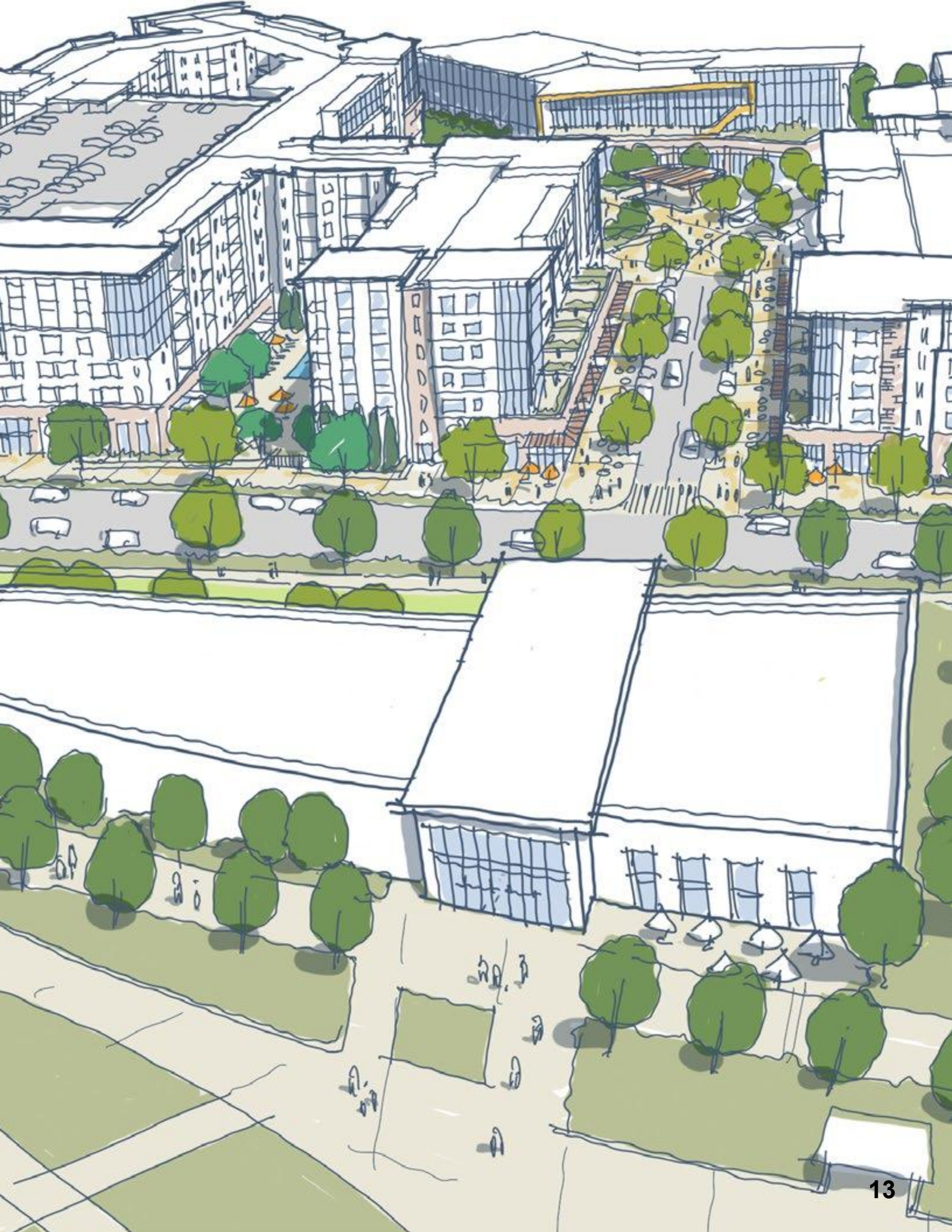


PROPOSAL FOR PURCHASE AND DEVELOPMENT  
PRESENTED TO TURTON COMMERCIAL REAL ESTATE  
ON BEHALF OF THE CITY OF ELK GROVE

# Project Elevate

04.29.2022

Hines





# Project Elevate

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## 1. INTRODUCTORY LETTER

April 29th, 2022

Turton Commercial Real Estate  
Attn: Scott Kingston  
2131 Capitol Avenue, Suite 100  
Sacramento, CA 95816

Dear Members of the Selection Committee,

By all accounts, Project Elevate aims to be the premier live-work-play destination of Elk Grove that will invigorate economic growth, foster innovation, and serve as the epicenter of the city. A development of this magnitude and complexity requires an expert developer with deep experience, perseverance, thoughtful planning, collaboration, and execution capability—one who not only meets the city’s vision, but who stands ready to partner with the City of Elk Grove to build upon the vision to create a community even more idealistic than imagined. Hines is that expert. Dynamic mixed-use centers are a hallmark of the Hines brand. In major cities around the world, the firm has created transformative destinations that infuse new life into communities and offer a sense of convenience in vibrant atmospheres.

Hines is aligned with your goals to create an iconic, vibrant, creative, mixed-use community to aid in the rapid growth of Elk Grove. We at Hines are well-suited to participate with you in developing a project that exceeds this vision. As you review our proposal, please keep in mind the following:

- **Founded in 1957.** In the 65 years since its founding in Houston, Hines has developed, redeveloped or acquired more than 492 million square feet around the world across all product types. As a firm, we specialize in city-defining mixed-use projects like Project Elevate.
- **Boots on the Ground.** Hines is a global company but operates locally with Hines partners and employees in the cities we do business. The combination of our local presence and local market expertise in Sacramento and Northern California, with the breadth and backing of the resources of a global platform, uniquely positions us to create value in all aspects of the development.
- **Sacramento Presence.** Hines has a proud history in Sacramento dating back more than 20 years. Over this period, our team has owned and developed more than 5.8M square feet of real estate. Active in office, multifamily, retail and industrial, Hines has great expectations for the future of Sacramento.

## 1. INTRODUCTORY LETTER

- **Scale.** Hines has \$83.6 billion in assets under management and 138.3 million square feet in third-party property-level services. This scale provides a presence in capital markets which allows Hines to finance large-scale, complex mixed-use projects such as Project Elevate.
- **Employees are Our Most Valuable Asset.** A sense of belonging has been found to be our top driver of engagement and we achieve this by fostering an inclusive and connected environment where all employees can be themselves and be their best, which translates into creative ideas and innovative problem solving. In short, we love what we do, and we bring that energy and drive to every project we develop. Because of this, Hines was just recognized by *Newsweek* in their inaugural “2021’s 100 Most Loved Workplaces” issue which placed Hines within the top 10% of companies in terms of employee engagement.
- **Innovation.** Hines has instituted an Office of Innovation to focus on the intersection of technology and real estate. Our team evaluates and implements new economy businesses, products and services that enhance the value of our portfolio, elevate the experience of our tenant customers and further empower our employees.

From his origins as a mechanical engineer, Gerald D. Hines drove systems innovation to operate more efficiently, be more flexible, save space and cost less without sacrificing quality, reliability or the indoor environment. This quest for new ideas, refined designs and efficient management has remained in the firm’s DNA for 65 years and permeates the organization.

- **Conceptual Construction Group.** One of our key differentiators is the Hines Conceptual Construction Group, a proprietary design, pre-construction, costing and buyout resource for all of Hines’ projects. The CCG was born from Gerald Hines’ vision of creating institutional-quality buildings through a risk-managed process that consistently delivers high-quality development on time and on budget, creating a finished product distinctive in its respective market
- **ESG.** Prioritizing environmental, social, and governance (ESG) factors differentiates our company, supports innovation, benefits people and the planet, and ultimately benefits the City of Elk Grove’s goals for Project Elevate through:
  - Improving the built environment for people and the planet by prioritizing and executing on our environmental commitments according to impact and urgency.
  - Improving peoples’ experiences in our workforce, industry, and communities.
  - Responsible investment and governance.




**1. INTRODUCTORY LETTER**

- **Health & Wellness.** Hines firmly believes that sustainability means more than minimizing our impact on our environment. It means maximizing the health, happiness and productivity of our employees, tenants and partners.
- **Dream Team.** Hines is one of the most trusted and stable names in real estate with a 65-year history of sound business management practices, significant capital reserves and a workforce of tenured executives. A development of this magnitude and complexity requires deep experience, perseverance, thoughtful planning, collaboration, and execution capability – which is why we’ve partnered with long-time collaborator architects Gensler and TCA, who bring valued expertise in master planning and multifamily community design, respectively.
- **Our Commitment.** Hines is committed to operating with the highest integrity and representing our organization in a first-class manner. We will value the brand of Project Elevate like we do our own.

Hines is pleased to present the City of Elk Grove with this package articulating our interest in Project Elevate. Should you have any questions or need clarification on this submittal, please do not hesitate to contact us.

Respectfully,  
The Hines Development Team



Dusty Harris  
Senior Managing Director

*Hines principal legally authorized to bind the firm*

136 South Main Street  
Suite 850  
Salt Lake City, UT  
801 359 7522



Manuel Soto  
Director

400 R Street  
Suite 335  
Sacramento, CA  
916 614 8800

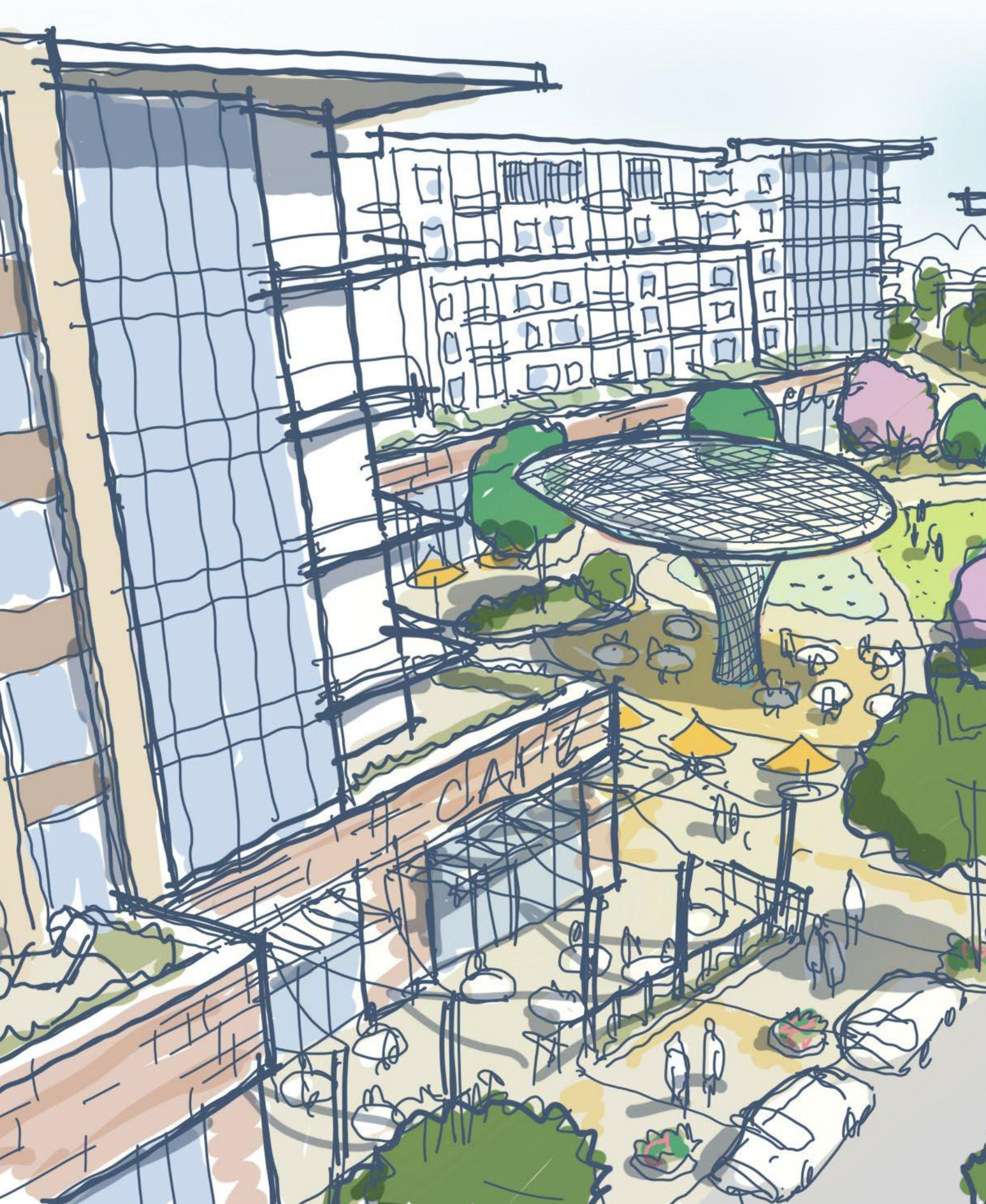
<b>2. BUYER</b>	An affiliate of Hines Interests
<b>3. SELLER</b>	City of Elk Grove
<b>4. PROPERTY</b>	Project Elevate APN: 132 2110 004
<b>5. PURCHASE PRICE</b>	\$6,500,000 (Six Million Five Hundred Thousand Dollars) to be paid in two equal installments for each contemplated phase.
<b>6. SELLER CONTRIBUTIONS OR CONSIDERATIONS</b>	Seller to pay for the design and construction costs associated with two parking garages, public roads and required utilities that will serve the Property.
<b>7. INITIAL DEPOSIT</b>	The Buyer shall make a \$125,000 (One Hundred Twenty-Five Thousand Dollar) earnest money deposit into escrow with a title insurance company acceptable to the Seller upon execution of a formal purchase and sale agreement by both Buyer and Seller.
<b>8. CONTINGENCIES</b>	<p>Notwithstanding the extent and nature of our negotiations, this letter is intended to be neither a legally binding document nor an offer to purchase the Property, nor an all-inclusive listing of terms and conditions. Any agreement reached in our negotiations subject to the final approval of the Buyer and will not be binding until a final document is fully and completely executed by both parties. The content of this letter is confidential and shall not be released to any third parties without the Buyer's prior written consent. This letter supersedes and voids all other prior representations, conversations and correspondence between Buyer and Seller. All terms and conditions included in this Letter of Intent to Purchase are subject to Buyer's Equity Partner's final approval.</p> <p>The Seller shall represent and warrant that as of the date of closing no adverse environmental conditions exist on the property and that the property is in compliance with all codes and laws enforced by federal, state, local, or other governing bodies having jurisdiction over the Property.</p>

<p><b>9. FEASIBILITY AND INVESTIGATION PERIOD.</b></p>	<p>Feasibility and Investigation Period: The Buyer shall have 120 (one hundred twenty) days to perform its environmental and A.L.T.A. surveys, inspect the property, and review and accept Due Diligence Materials as referenced below.</p> <ul style="list-style-type: none"> <li>a) Title Report with A.L.T.A. endorsements</li> <li>b) Underlying Title Documents</li> <li>c) A.L.T.A. Survey</li> <li>d) Environmental Reports Phase I</li> <li>e) Environmental Reports Phase II</li> <li>f) Geotechnical Report</li> <li>g) Reciprocal Easement Agreements (REA) and/or Cross Access Agreements.</li> <li>h) Evidence of Flood Plain Location</li> <li>i) Litigation 2020, 2021 and current (whether settled or not)</li> <li>j) Rules, Regulations and Covenants (CCR's/Declarations)</li> </ul>
<p><b>10. ADDITIONAL DEPOSIT UPON COMPLETION OF FEASIBILITY AND INVESTIGATION PERIOD.</b></p>	<p>The Buyer shall make a second \$125,000 (One Hundred Twenty-Five Thousand Dollar) deposit upon waiver of contingencies. Both deposits shall be non-refundable at waiver of contingencies and applied to the purchase price at the Closing Date.</p>
<p><b>11. PROPOSED PROJECT</b></p>	<p>Please see pages 11 through 31</p>
<p><b>12. DEVELOPMENT TEAM</b></p>	<p>Please see pages 33 through 85</p>

<b>13. FINANCING CAPABILITY</b>	<p>Hines Conceptual Construction Group has priced the proposed project with recommendations from the three leading general contractors in the Sacramento market. Hines Investment Committee has reviewed the project and identified a potential equity partner along with lenders. Below are the projected sources and uses for phase one.</p> <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left; border-bottom: 1px solid black;"><b>Uses</b></th> <th style="text-align: right; border-bottom: 1px solid black;"><b>Total</b></th> <th style="text-align: right; border-bottom: 1px solid black;"><b>%</b></th> </tr> </thead> <tbody> <tr> <td>Total Hard Costs</td> <td style="text-align: right;">\$124,684,885</td> <td style="text-align: right;">77.0%</td> </tr> <tr> <td>Total Soft Costs</td> <td style="text-align: right;">\$33,833,748</td> <td style="text-align: right;">20.9%</td> </tr> <tr> <td>Total Carrying Costs</td> <td style="text-align: right;">\$3,374,115</td> <td style="text-align: right;">2.1%</td> </tr> <tr> <td style="border-top: 1px solid black;"><b>Total Uses</b></td> <td style="text-align: right; border-top: 1px solid black;"><b>\$161,892,749</b></td> <td style="text-align: right; border-top: 1px solid black;"><b>100.0%</b></td> </tr> </tbody> </table> <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left; border-bottom: 1px solid black;"><b>Sources</b></th> <th style="text-align: right; border-bottom: 1px solid black;"><b>Total</b></th> <th style="text-align: right; border-bottom: 1px solid black;"><b>%</b></th> </tr> </thead> <tbody> <tr> <td>Construction Loan</td> <td style="text-align: right;">\$97,135,649</td> <td style="text-align: right;">60.0%</td> </tr> <tr> <td>Equity Partner</td> <td style="text-align: right;">\$58,281,390</td> <td style="text-align: right;">90.0%</td> </tr> <tr> <td>Hines</td> <td style="text-align: right;">\$6,475,710</td> <td style="text-align: right;">10.0%</td> </tr> <tr> <td style="border-top: 1px solid black;">Equity</td> <td style="text-align: right; border-top: 1px solid black;">\$64,757,100</td> <td style="text-align: right; border-top: 1px solid black;">40.0%</td> </tr> <tr> <td style="border-top: 1px solid black;"><b>Total Sources</b></td> <td style="text-align: right; border-top: 1px solid black;"><b>\$161,892,749</b></td> <td style="text-align: right; border-top: 1px solid black;"><b>100.0%</b></td> </tr> </tbody> </table>	<b>Uses</b>	<b>Total</b>	<b>%</b>	Total Hard Costs	\$124,684,885	77.0%	Total Soft Costs	\$33,833,748	20.9%	Total Carrying Costs	\$3,374,115	2.1%	<b>Total Uses</b>	<b>\$161,892,749</b>	<b>100.0%</b>	<b>Sources</b>	<b>Total</b>	<b>%</b>	Construction Loan	\$97,135,649	60.0%	Equity Partner	\$58,281,390	90.0%	Hines	\$6,475,710	10.0%	Equity	\$64,757,100	40.0%	<b>Total Sources</b>	<b>\$161,892,749</b>	<b>100.0%</b>
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<b>14. CLOSING DATE AND COSTS</b>	<p>The Buyer shall close on or before thirty (30) days following receipt of non-appealable entitlements for each phase. Each party shall pay one-half of the charges for the escrow services. Buyer and Seller shall be responsible for the customary closing costs typical to the Sacramento Market.</p>
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Purchaser: <u>Hines</u>  Signed by:   Name: <u>Dusty Harris</u>  Its: <u>Senior Managing Director</u>  Date: <u>04.29.2022</u>	Seller: <u>City of Elk Grove</u>  Signed by: _____  Name: _____  Its: _____  Date: _____
---	--





SECTION 11

# Proposed Project

# Project Elevate

A NEW TOWN SQUARE FOR CURATED EXPERIENCES

This property is uniquely positioned to become a new cultural and community-driven destination within Elk Grove. The project vision, guided by five Big Ideas, aims to establish **PROJECT ELEVATE** as a mixed-use hub featuring office space, diverse residential and community amenities and events.

**PROJECT ELEVATE** introduces a hospitality and lifestyle component as well to augment the high quality civic spaces of District 56 which anchor the southern edge of the site. The project creates synergy with these uses by providing a destination for families and locals who want to grab a bite or have a drink in the plaza after a day in the park.

To emphasize **PROJECT ELEVATE** as a destination, new paseos and connections are made at the edges of the site - forging new axis' into the heart of the project. They converge upon a plaza that has multiple functions - as an event venue, as a place for children to play in the splash pad or as a place to soak up the sun.

These elements come together to create a vibrant and lively, pedestrian-centric town square.







# BIG IDEAS

---

## 1 CREATING CONNECTIONS

A network of green streets, promenades, and trails that safely connect to the surrounding neighborhoods and District 56.



---

## 2 PLAZA AS LIVING ROOM

A vibrant and central town square to gather with friends and connect with community.



---

### 3 EVENTS AS ANCHOR

A calendar of daily, weekly, season, and annual events that celebrate local artists through fruitful partnerships.



---

### 4 DIVERSE RESIDENTIAL CHOICES

A walkable neighborhood with a variety of housing types for every family size and age.



---

### 5 WELLNESS IN THE PUBLIC REALM

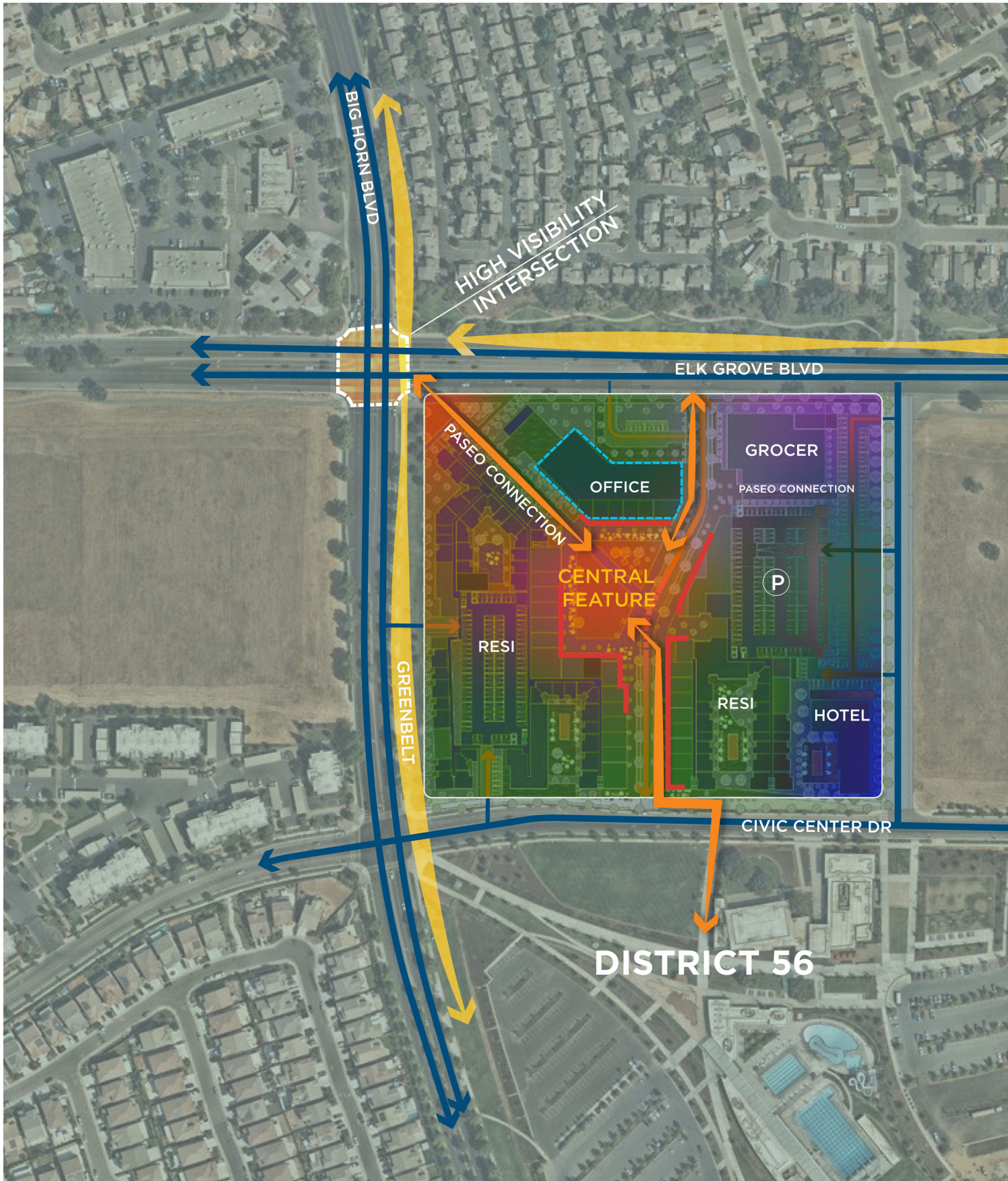
Sustainable landscapes that promote wellness and healthy living every day.



**1** CREATING CONNECTIONS

**2** PLAZA AS LIVING ROOM

**3** EVENTS AS ANCHOR

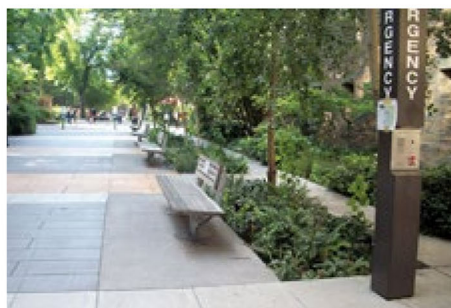
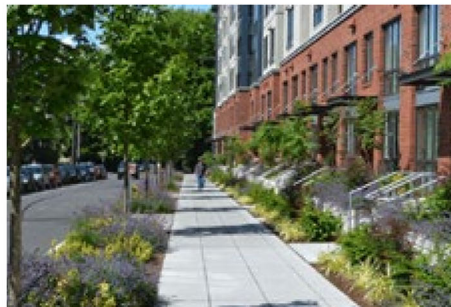


## 4 DIVERSE RESIDENTIAL CHOICES



## 5 WELLNESS IN THE PUBLIC REALM

The project prioritizes alternatives to typical vehicular roads and sidewalks – new avenues are created that take the form of paseos and shared, complete streets that place experiences and landscape at the forefront of the public realm.



**1** CREATING CONNECTIONS

**2** PLAZA AS LIVING ROOM

**3** EVENTS AS ANCHOR



The project creates safe pedestrian and bike connections to the surrounding neighborhood along treelined streets, safe crossings, well designed wayfinding and signage, and multiple access points into the heart of the project.



WAYFINDING & ARTFUL CROSSINGS



FITNESS TRAIL



BIKE & PEDESTRIAN INFRASTRUCTURE

4 DIVERSE RESIDENTIAL CHOICES

5 WELLNESS IN THE PUBLIC REALM



# 1 CREATING CONNECTIONS

Connectivity across four real estate types is provided through a large central plaza. Parking garage entries from exterior streets combined with only one central avenue maximizes walkability and minimizes disruption of the town square.

# 2 PLAZA AS LIVING ROOM

# 3 EVENTS AS ANCHOR



4 DIVERSE RESIDENTIAL CHOICES

5 WELLNESS IN THE PUBLIC REALM



**KEY**

- RETAIL
- OFFICE
- RESIDENTIAL
- AMENITY
- VERTICAL CIRCULATION
- GARAGE
- HOTEL



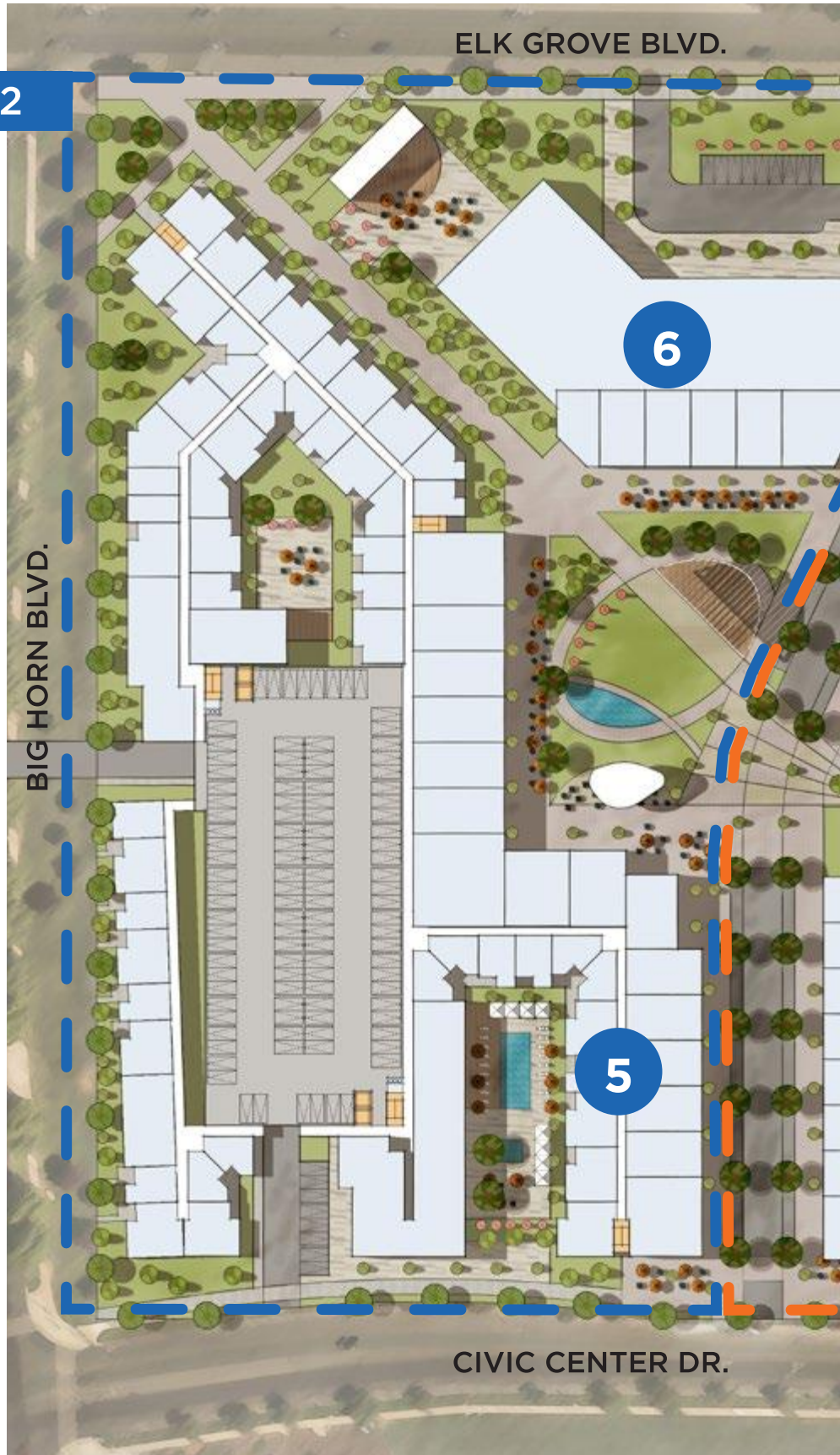
**1** CREATING CONNECTIONS

**2** PLAZA AS LIVING ROOM

**3** EVENTS AS ANCHOR

**PHASE 2**

The approach to phasing any large mixed-use project is critical. Our proposal is simple: limit phases to only two that can each stand on their own as highly successful projects.





**PHASE 1**

**1. Residential**

Units: 303  
Retail: 23,374 SF

**2. Hotel**

Keys: 100

**3. Grocery**

Area: 26,260 SF

**4. Shared Garage**

Parking: 930 Spaces

**6. Office**

Office Area: 78,000 SF  
Retail: 9,520 SF

**5. Residential**

Units: 561  
Garage Parking: 776  
Retail: 25,742 SF

1 CREATING CONNECTIONS

2 PLAZA AS LIVING ROOM

3 EVENTS AS ANCHOR



OPEN AIRE MARKETS



AL FRESCO DINING



INTERACTIVE PUBLIC ART

**4** DIVERSE RESIDENTIAL CHOICES

**5** WELLNESS IN THE PUBLIC REALM

The plaza acts as a living room for the project, providing shaded areas around a central green lawn for socializing, relaxing and dining. Spaces for public art and events create memorable moments in the town square.



PERFORMANCES



BEER GARDEN / CULINARY EVNTS



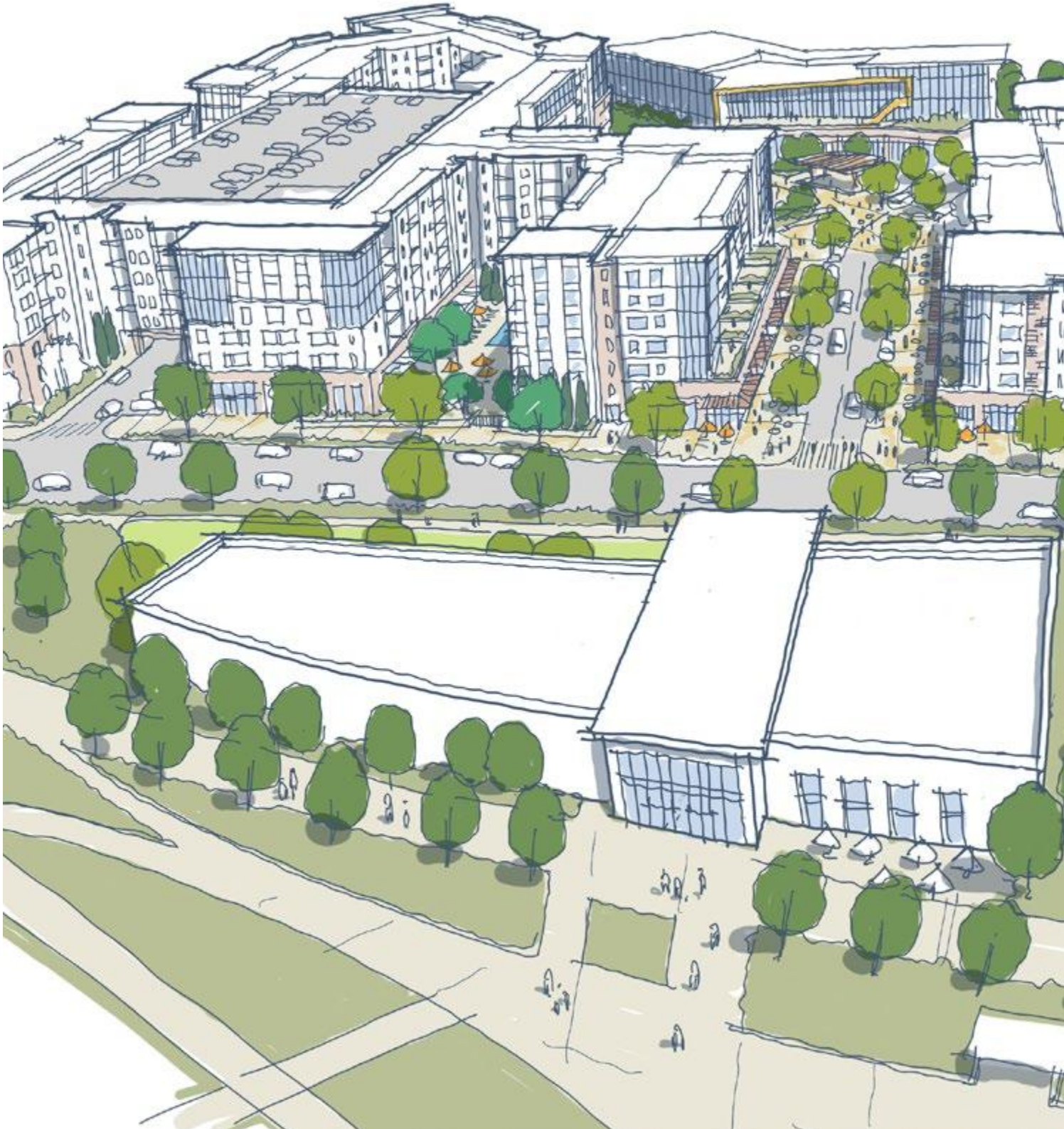
WATER FEATURE

1 CREATING CONNECTIONS

2 PLAZA AS LIVING ROOM

3 EVENTS AS ANCHOR

Project Elevate creates a synergy with District 56 and opens an avenue and view corridor to the future library and performance center. The project proposes to



support activities that ensure a lively environment during the day and into the evening for families and locals alike.



GROUP FITNESS CLASSES



COMMUNITY SPORTS FIELD



MULTI-GENERATIONAL ACTIVITIES

# RESIDENTIAL REFERENCE IMAGERY



VOX AT CUMULUS, LOS ANGELES, TCA ARCHITECTS



ONE PASEO, SAN DIEGO, TCA ARCHITECTS & GENSLER

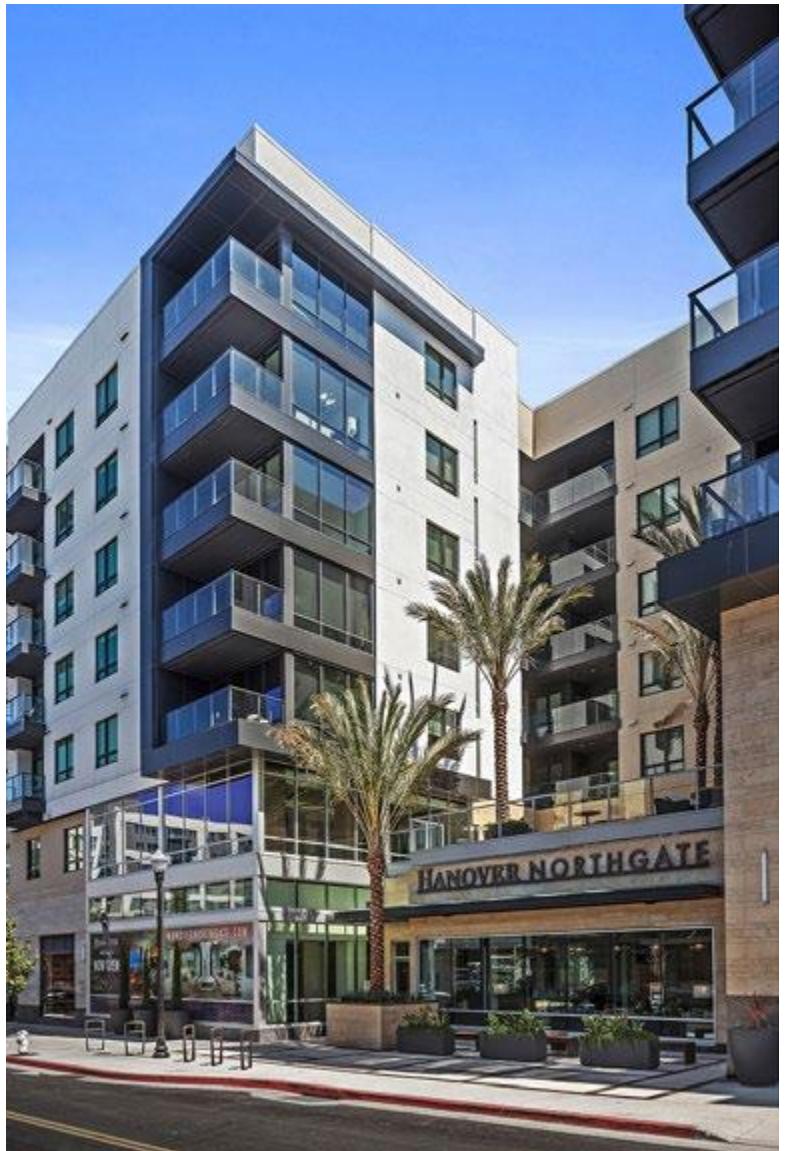




VOX AT CUMULUS, LOS ANGELES, TCA ARCHITECTS



4TH STREET, BERKELEY, TCA ARCHITECTS



HANOVER NORTHGATE, OAKLAND, TCA ARCHITECTS



ONE PASEO, SAN DIEGO, TCA ARCHITECTS & GENSLER

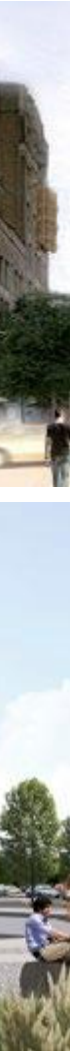


HANOVER NORTHGATE, OAKLAND, TCA ARCHITECTS



# OFFICE REFERENCE IMAGERY

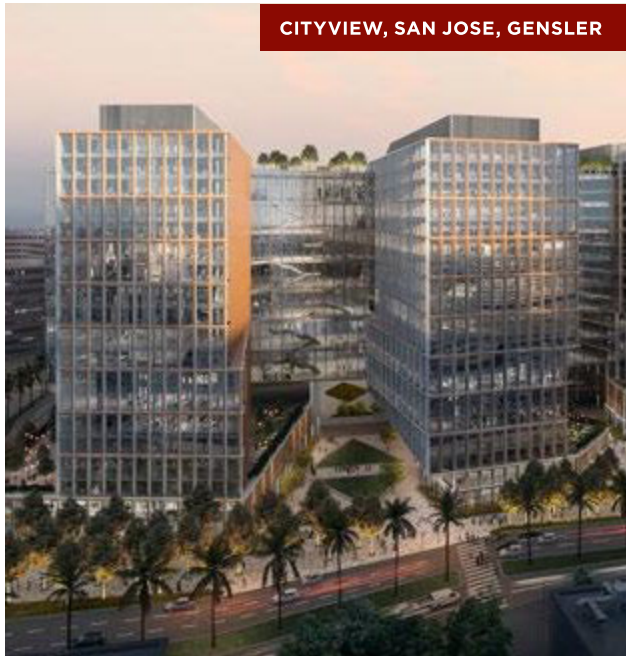
BEACH CITIES MEDIA CAMPUS, EL SEGUNDO, GENSLER



HUDSON PACIFIC ONE WESTSIDE PAVILION, LOS ANGELES, GENSLER



MORPHABLE OFFICE, BALTIMORE, GENSLER



CITYVIEW, SAN JOSE, GENSLER



TRILITH STUDIOS, FAYETTEVILLE, GENSLER



CITYVIEW, SAN JOSE, GENSLER



WHOLE FOODS MARKET EAST BLOCK OFFICE BUILDING, AUSTIN, GENSLER





## SECTION 12

# Development Team

Our projects have a reputation of setting standards for success in their respective markets and product types. Over and above financial returns, they improve cities and pioneer new sustainable practices. Combining insights from our local teams, backed by decades of experience and a commitment to long-term value creation, we craft sophisticated structures designed by world-class architects.

We've assembled a team that is best suited to bring Project Elevate to life. Hines has a deep relationship with Gensler that has spanned over 25 years, in a number of cities and myriad of product types.



## Hines

**DUSTY HARRIS** | SENIOR MANAGING DIRECTOR

Dusty is responsible for leading investment and development activities in select western U.S. markets, including Sacramento, CA, Utah, Oregon, Idaho, and Northern Nevada.

Dusty's business activities have included all aspects of acquisition, development, redevelopment, management, and/or disposition of approximately 6.5 million square feet of real estate. This includes investments across office, industrial, and multifamily properties totaling \$1.6 billion.

Dusty earned his MS, Real Estate Development from Columbia University and his BS, Business Administration from the University of Utah.



## Hines

**MANUEL SOTO** | DIRECTOR

Since 2018, Manny has worked to source, underwrite, and execute new acquisition and development opportunities for Hines across the Sacramento, Reno, and Portland regions, including driving the business plan, marketing, and sale of 1.1 million+ square feet of real estate as well as the underwriting of 5.5 million+ square feet of prospective projects and existing building across office, residential, retail, and industrial uses. Manny is currently leading the financing and design of a 303-unit multifamily project in Natomas. He recently completed work on the entitlement, financing, design, and development of the Centene Campus. At full buildout, the Centene project is expected to consist of 1.2 million square feet.

Manny earned his MBA from Harvard Business School and a BS, Finance and Financial Management Services, from the Massachusetts Institute of Technology.



## Hines

**REBECCA STROM** | SENIOR DIRECTOR, RETAIL ASSET MANAGEMENT

As Senior Director, Retail Asset Management, Rebecca is responsible for the management of retail development and redevelopment projects within Hines' west region. Rebecca has nearly 20 years of retail real estate experience in a variety of different disciplines. Prior to Hines, she was the VP of Asset Management for Macerich where she oversaw asset management for the company's western retail portfolio, consisting of some of their highest-performing shopping centers. Additionally, Rebecca managed the joint venture relationships within Macerich's West Region, and was responsible for their development underwriting, including such high-profile projects as the luxury expansion and mixed-use redevelopment of Scottsdale Fashion Square and the redevelopment of Broadway Plaza.

Rebecca earned her BS, Business Administration and Management from California Polytechnic State University, San Luis Obispo.



## Hines

**KIRSTEN JENKINS** | DIRECTOR, MULTIFAMILY PROPERTY MANAGEMENT

As director of multifamily property management for Hines' west region, Kirsten has led the multifamily components of large mixed-use developments in California, including Riverwalk in San Diego and West Edge in Los Angeles. She also serves as asset manager for multifamily communities in the Bay Area on behalf of Hines and its clients. Kirsten brings more than 20 years of experience and expertise to her role.



## Hines

**ANDY TROWBRIDGE** | EXECUTIVE VICE PRESIDENT, CONCEPTUAL CONSTRUCTION

Since joining Hines in 1992, Andy has successfully managed more than 110 million square feet of base building and tenant improvement construction, retail complexes, hotels, and condominiums. In addition, he has been responsible for consultant selection and contract negotiations, budgeting, scheduling, management of consultants' designs, and construction and subcontract bidding and negotiations. He is currently responsible for all preconstruction activities for Hines' projects in North America, India, China, and Mexico.

Andy earned his BA, Economics, from the University of California, Davis.



## Hines

**CHARLIE KUNTZ** | MANAGING DIRECTOR, INNOVATION

Since joining Hines in 2007, Charlie has contributed to the development, acquisition, asset management, financing, marketing and disposition of more than 8 million square feet of real estate, including Salesforce Tower and 33 Tehama in San Francisco. He also served as Innovation Officer for Hines, where he invested in early-stage real estate technology companies and venture capital funds, launched the Hines flex office solution (The SQ), and supported Hines projects and strategies in their innovation initiatives globally.

Charlie earned his MBA from the Tuck Business School at Dartmouth College and a BA, English from Georgetown University.



## Hines

**RON ASHLOCK** | SENIOR CONSTRUCTION MANAGER

Ron joined Hines in 2018 as construction manager for the Centene build-to-suit corporate campus, and is currently serving as construction manager on Hines' multifamily community development, Natomas Fountains, in Sacramento. With 16 years of experience, Ron is an expert in construction project management for complex, multi-phased development projects. Prior to Hines, Ron served as construction project manager at the Facebook corporate campus in Menlo Park focusing on achieving jurisdictional approval for a large-scale development in a small community and managing construction on a tight and logistics-challenged site.

Ron earned his BS, Economics, from San Diego State University.



## Gensler

**NATE CHERRY, FAIA, AICP, LEED AP BD+C** | ASSOCIATE, PROJECT DIRECTOR

Nate is a nationally recognized urban designer and planner with 30 years of project experience focused on the redevelopment of cities.

His work spans a variety of scales including transit oriented districts, downtown cores, urban neighborhoods, and regional plans. His focus is on long range planning projects requiring interface with multiple interest groups and management of complex partnerships.

Nate is active in the planning community locally and nationally. He is a board member of the LA Chapter of the American Planning Association, teaches at USC's Price School for Planning and Public Policy, and speaks frequently at national conferences on the subject.



## Gensler

**JORDAN KESSLER** | ASSOCIATE, URBAN DESIGN LEAD

With over a decade of project experience, Jordan promotes design strategies that seek to minimize the impact of development on the land while maximizing its value for client, stakeholders and the public realm. His expertise encompasses urban redevelopment concepts, large scale master plans, streetscape design and regional transportation planning.

As an urban designer, Jordan is passionate about examining and imagining the synergies that emerge at the intersection of density and public space. He brings a sensitivity that fuses his interests in ecological urbanism and emergent place typologies into a comprehensive approach to planning and urban design. This perspective comes to life through his design direction on projects that prioritize placemaking and high quality experiences as the foundation of next generation communities.



## Gensler

**MIDORI MIZUHARA** | ASSOCIATE, COMMUNITY ENGAGEMENT AND OUTREACH LEAD

Midori is a design manager and community engagement strategist in Gensler's Cities + Urban Design group in Los Angeles. With nearly 15 years of experience in urban planning, design, and community development, her work is focused on creating well designed and activated public spaces and creatively engaging communities to shape their built environment.

Throughout her career, Midori has worked extensively with both public and private clients to reimagine the public realm through active and tactical outreach strategies. In her current role as a Design Manager and Strategist, Midori is leading cross-disciplinary project teams.



**THOMAS P. COX, AIA | SENIOR PRINCIPAL**

Thom is the founder of TCA Architects. Under Thom’s guidance, TCA has emerged as a nationally recognized leader in creative, cost effective and cutting edge design of the built environment. Thom founded TCA more than 29 years ago with the goal of integrating design, technology, and new materials in the formulation of the next generation of sustainable, mixed-use, urban infill communities. TCA has a broad platform of Urban Housing, Retail, Hospitality, and Interior Design. Operating out of three California based studios (Irvine, Los Angeles and Oakland) the firm collaborates with many of the nation’s leading developers on a portfolio of projects spanning from the eastern seaboard to the entirety of California and Hawaii.



**TERESA RUIZ, AIA, LEED AP | PRINCIPAL, STUDIO DIRECTOR**

Teresa Ruiz is a Principal and Studio Director for TCA’s Oakland office. She has 20 years of experience in Multifamily architecture. Teresa believes that architecture can have a positive impact on our community and that a well and thoughtfully designed building can bring the community together. She is passionate about inclusive and collaborative design process that welcomes input from all stakeholders.



**TAK KATSUURA, ARCHITECT | PRINCIPAL, PROJECT DESIGN**

Tak Katsuura has over 17 years of experience designing a range of projects, including retail, residential and master planning. Since joining TCA in 2014, Tak has been the lead designer on numerous multifamily and mixed-use projects, taking them from concept, to entitlements, to schematic design. He was responsible for the design of Addison, a recently completed seven-story infill building located in downtown Berkeley; as well as Modera Rincon Hill, a high-rise in San Francisco, CA. He is also responsible for the design of West End located in Sand City, a master plan with two hotels and two residential buildings. Tak enjoys designing urban sites to support the revitalization of cities and communities.



**RADZIAH LOH, AIA, LEED AP | PRINCIPAL, TECHNICAL DIRECTOR**

A Partner at TCA, Radziah Loh has over 30 years of experience in the architecture field, working on a variety of project types including mixed-use, multifamily residential, and Transit Oriented Development (TOD) projects. Ms. Loh directed several of TCA’s recently completed mixeduse Bay Area projects.

In addition to her role as Principal In Charge of Oakland office, Ms. Loh is also the Technical Director who oversees the training of all technical staff. As Technical director, she manages the QM process for all the projects in Oakland office.







Hines

# Hines Overview

Hines is a privately owned global real estate investment, development and management firm, founded in 1957, with a presence in 255 cities in 27 countries and \$83.6 billion<sup>1</sup> of investment assets under management and more than 138.3 million square feet of assets for which Hines provides third-party property-level services. Hines has 171 developments currently underway around the world, and historically, has developed, redeveloped or acquired 1,486 properties, totaling over 492 million square feet. The firm’s current property and asset management portfolio includes 634 properties, representing over 243 million square feet. With extensive experience in investments across the risk spectrum and all property types, and a foundational commitment to ESG, Hines is one of the largest and most respected real estate organizations in the world.

<p><b>\$83.6 billion</b> INVESTMENT ASSETS UNDER MANAGEMENT<sup>1</sup></p>	<p><b>138.3 million SF</b> PORTFOLIO OF THIRD-PARTY PROPERTY-LEVEL SERVICES<sup>2</sup></p>
<p><b>27 countries</b> IN WHICH HINES OPERATES</p>	<p><b>57 funds</b> SPONSORED SINCE 1993</p>
<p><b>4,850</b> TEAM MEMBERS WORLDWIDE</p>	<p><b>65 years</b> OF OPERATIONS SINCE 1957</p>

<sup>1</sup>Includes both the global Hines organization as well as RIA AUM as of June 30, 2021.

<sup>2</sup>Includes 367 properties as of June 30, 2021.

Above metrics are in U.S. dollars.

# Hines Global Experience

The firm is active across all product types, from core and value-add acquisitions to opportunistic pursuits and development projects.

**193 million+ SF**

OFFICE

**59 million+ SF**

INDUSTRIAL / LOGISTICS

**68 million+ SF**

LIVING / HOUSING

**17 million+ SF**

RETAIL

**11 million+ SF**

HOSPITALITY

**22,000+ acres**

LAND DEVELOPMENT



OFFICE



INDUSTRIAL / LOGISTICS



LIVING / HOUSING



RETAIL



MIXED-USE



LAND DEVELOPMENT

# Partnering to Build a Better World

Through our history of partnerships with industry leaders, Hines has helped pioneer sustainability in real estate from the beginning. As early as 1978, Hines engineers were tracking energy use in our buildings to identify ways to lower consumption, and in 1992—before government regulations were in place—we developed air-quality guidelines for our buildings that helped shape the certification programs of today.



## U.S. Green Building Council and LEED\*

In 1998, Hines collaborated with USGBC to formalize the energy-efficiency standards we'd set forth in our own buildings, helping to create what is now the Leadership in Energy and Environmental Design (LEED) certification program.

## Urban Land Institute



Hines has been a longtime supporter of ULI. Several Hines leaders helped to develop ULI's sustainability programs, including the ULI Greenprint Center for Building Performance and the ULI/Gerald D. Hines Student Urban Design Competition.



## IWBI / WELL

In 2018, Hines became a keystone member of the International WELL Building Institute's WELL Certification Program, which aims to enhance human health and wellness in buildings. WELL focuses on seven primary categories: air, water, nourishment, light, fitness, comfort, and mind.



## Fitwel

Fitwel addresses health impacts, behaviors, and risks associated with the built environment. Hines achieved its first certification in 2019.



## ENERGY STAR®

The Environmental Protection Agency's (EPA) ENERGY STAR program is the leading benchmarking and tracking system for the commercial real estate sector in the U.S. We work closely with the EPA to learn about emerging energy initiatives and products.



## Well Living Lab

Hines aims to maximize the health, happiness and productivity of our employees, tenants and partners. That is why we became a founding alliance member of the Well Living Lab. The Lab is the first research institution of its kind—dedicated solely to understanding how indoor environments shape our health.

# ESG

Hines is leading a firm-wide effort to accelerate our sustainability efforts through the lens of ESG. Our ESG approach is grounded by a strategic framework. Foundations are the global policies, practices, and processes we adhere to across the firm to ensure Hines meets market requirements and industry best practices. Our disclosures and external reporting commitments seek to bolster our position as a globally recognized industry leader. And our ESG pillars contain the focus areas through which we strive to lead the market by attracting and retaining great talent and aligning with progressive investor and client goals.

## ENVIRONMENTAL STEWARDSHIP

### Improving the built environment for people and the planet

We've endeavored to bring the most responsible, sustainable practices to Hines projects, and we participate in sustainability benchmarking seeking to set and raise the bar for the future.

## SOCIAL

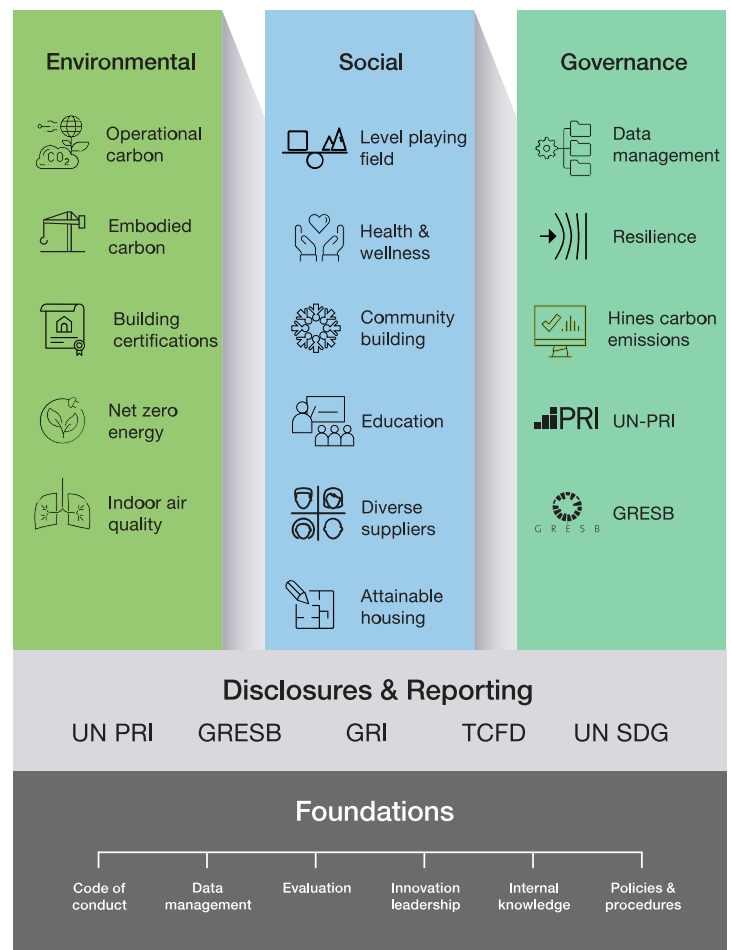
### Prioritizing people is how we do business at Hines

Our focus on people — and on improving their experiences in our workforce, industry, and communities — helps Hines remain a sustainable, resilient business.

## GOVERNANCE

### Creating a resilient business

Over the past 64 years, we have built a robust structure to support our growing investment business and ensure that we continue to lead the industry with a focus on enhancing risk management, resilience, data management and reporting/transparency.





The Square was developed in response to the evolving needs of the modern workforce, allowing Hines to deliver agile and amenitized workspaces to its tenant base. The company selected Industrious as one of its workplace provider partners-of-choice after an intensive vetting process across the coworking industry. Industrious provides a productive and engaging workplace for companies of all sizes and stages.

### **FLEXIBLE WORKSPACES**

The Square is a fully-amenitized workspace designed for the modern occupier. The spaces are as sophisticated and functional as the buildings for which Hines is known but agile and flexible, built for a company's evolving headcount and customized for its needs.

### **MEETING SPACE**

Expanding productivity beyond the office with a host of collaboration amenities. These inspiring spaces can complement existing facilities with comprehensive meeting services.





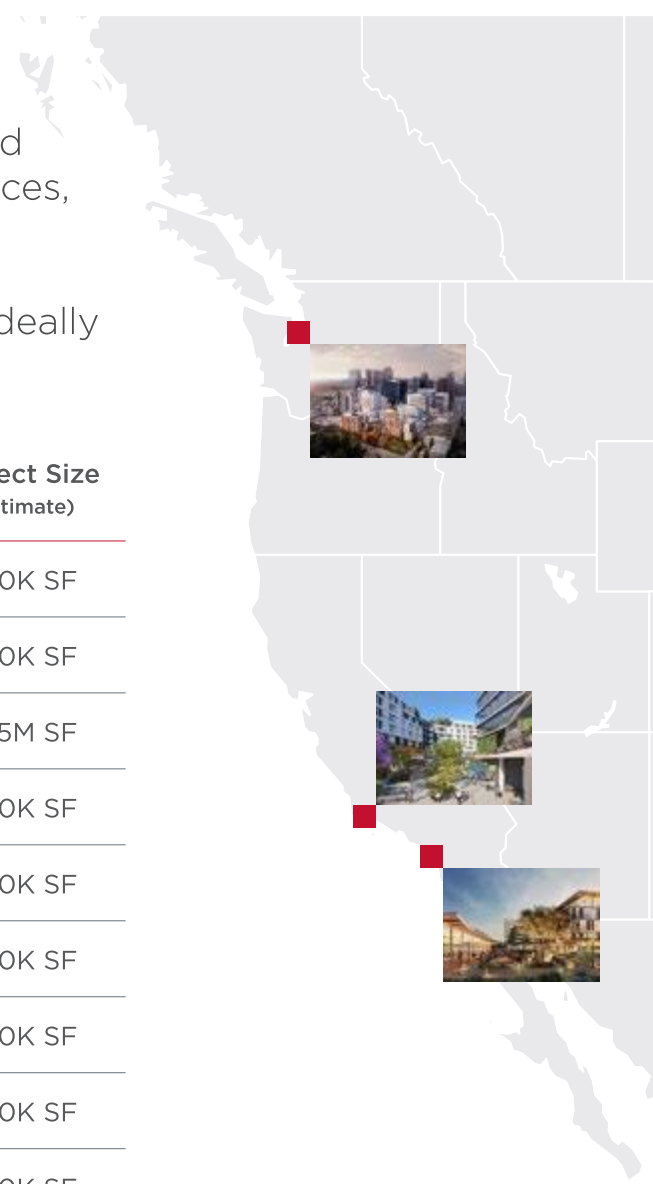


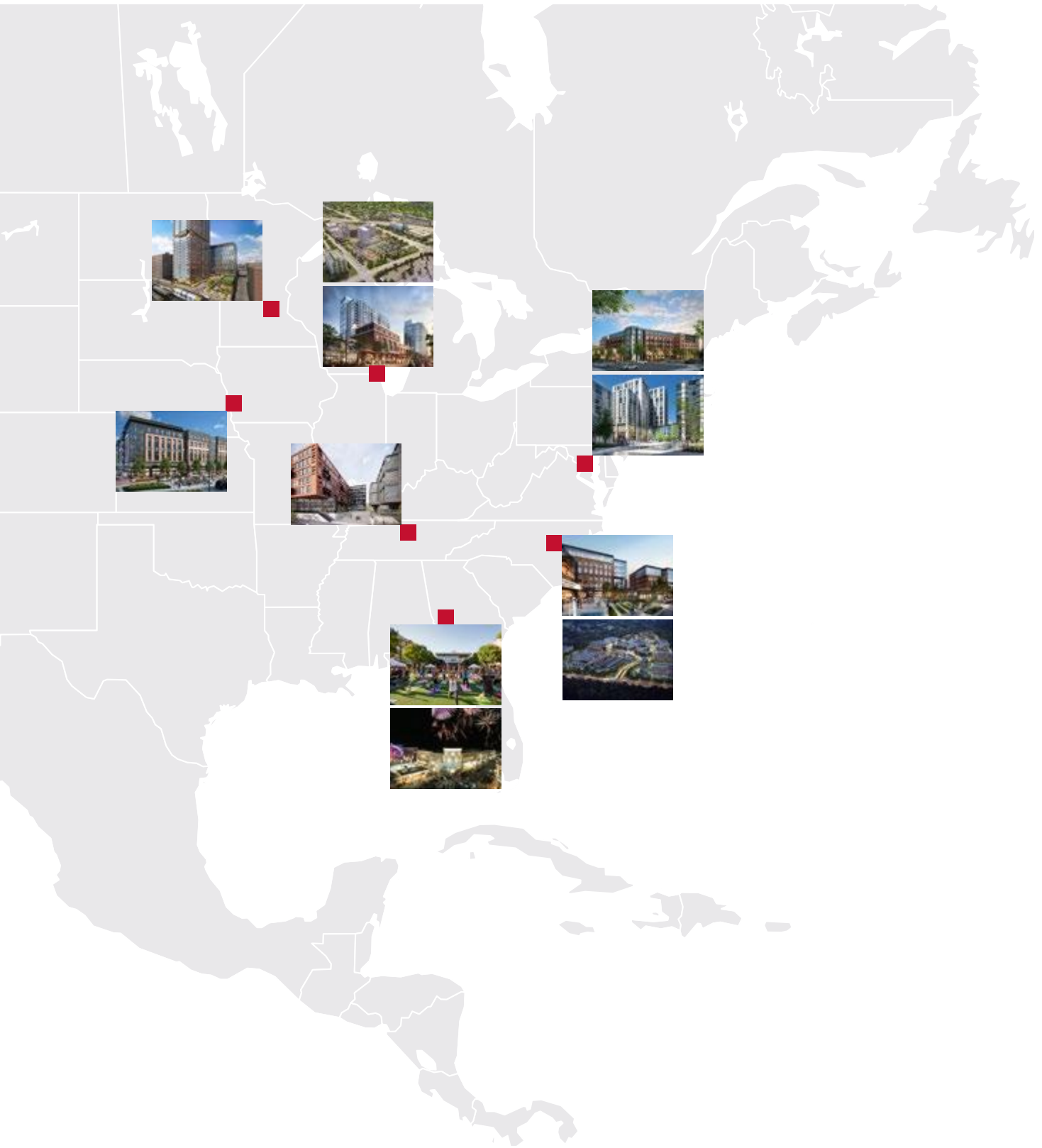
# Village Making from Coast to Coast

Unlike standard mixed use, village-making mixed use is an experiential destination with value created through thoughtfully integrated uses, intentional design, activated public spaces, and communal programming.

Hines national village-making experience is ideally suited to be implemented at Project Elevate.

	Market	Project Size (Estimate)
<b>Atlantic Station</b>	Atlanta	590K SF
<b>Avalon</b>	Atlanta	480K SF
<b>Main Street Place</b>	Bellevue	1.5M SF
<b>Lincoln Common</b>	Chicago	600K SF
<b>Oak Brook Common</b>	Chicago	900K SF
<b>American Tobacco</b>	Durham	700K SF
<b>West Edge</b>	Los Angeles	740K SF
<b>N. Loop Green</b>	Minneapolis	600K SF
<b>The Finery</b>	Nashville	540K SF
<b>The Mercantile</b>	Omaha	450K SF
<b>Fenton</b>	Raleigh (Cary)	830K SF
<b>Riverwalk</b>	San Diego	5M SF
<b>CityCenterDC</b>	Washington, D.C.	2.5M SF
<b>The Parks at Walter Reed</b>	Washington, D.C.	3.1M SF





# Public Private Partnership Projects

Hines has a history of working with cities, public entities and multiple stakeholders to create city redefining places for people that become icons, supporting ancillary smart growth and attracting renewed interest from locals and tourists. Larger projects require more time for planning, entitlement, infrastructure, permitting and execution which increase the risk and lowers time weighted returns. They also require sensible phasing to balance the product delivered to the

PROJECT NAME	LOCATION	
383 Madison	New York, NY	
Detroit Public Safety Headquarters	Detroit, MI	
Camelback Corridor Redundant Water Line and Booster Pump Station	Phoenix, AZ	
The Detroit Riverwalk Redevelopment	Detroit, MI	
PETCO Park	San Diego, California	
Hilton Americas Hotel	Houston, Texas	
Toyota Center	Houston, TX	
Diagonal Mar Centre	Barcelona, Spain	
Science City at Union Station	Kansas City, MO	
Food and Drug Administration Facility	Queens, NY	
United States Postal Service Redevelopment	Washington, D.C.	
San Francisco Civic Center Complex	San Francisco, CA	
Houston Police Department Headquarters Renovation	Houston, Texas	
Postal Square	Washington, DC	
450 Lexington	New York, NY	
New World Center	Miami, Florida	
Porta Nuova - Garibaldi	Milan, Italy	
CityCenter DC	Washington, DC	
Association of American Medical Colleges Headquarters	Washington, DC	
Dr. Phillips Performing Arts Center	Orlando, FL	
Salesforce Tower	San Francisco, CA	
Bayside Toronto	Toronto, Canada	
Cherrywood	Dublin, Ireland	
CIBC Square	Toronto, Canada	
MilanoSesto	Milan, Italy	
North Loop Green	Minneapolis, MN	
The Parks at Walter Reed	Washington, DC	
Player Wills	Dublin, Ireland	
Riverwalk	San Diego, CA	
South Station	Boston, MA	

market in any given year, which in turn requires infrastructure (offsite and on-site) investment and delivery to precede real estate delivery. Often the sheer scale of the project impacts city planning, traffic and even permit/regulation updates to move forward, in close coordination with the local municipality. Hines' success is predicated on past successful public private partnerships.

PROJECT DETAILS	
	1,197,175 sq. ft. office building
	460,000 sq. ft. office building
	As contract administrator on behalf of the City of Phoenix and three private commercial developers, Hines led the public/private infrastructure improvements partnership on this 33 million gallon per day municipal water distribution project
	A development management project on a 3.5-mile promenade along the Detroit River
	829,186 sq. ft., 42,000-seat professional baseball ballpark
	1,235,146 sq. ft. hotel
	A 780,000 sq. ft. arena containing 18,500 seats
	An 84-acre mixed-use development on the Mediterranean
	Adaptive reuse of a 7-level, 700,000 sq. ft. train station
	A 224,000 sq. ft. facility
	720,000 sq ft
	830,000 sq. ft. office building
	575,000 sq. ft. office building
	848,000 sq. ft. office building; 10,000 sq. ft. retail space; 20,000 sq. ft. postal facility; 70,000 sq. ft. postal museum
	1,000,000 sq. ft. office building
	A 100,000 sq. ft. performance and education facility that includes a city park and a 600-car garage
	A 1,102,536 sq. ft. mixed-use development
	A 2.5 million sq. ft. mixed-use development
	287,500 sq. ft. office building including 14,350 sq. ft. of ground floor retail
	A 250,000 sq. ft. performing arts center
	1,600,000 sq. ft. office tower including 50,000 sq. ft. retail space
	A 13-acre, mixed-use sustainable waterfront development
	A 390-acre master-planned development site
	2.8 million sq. ft. two-tower office development that will include 86,183 sq. ft. of retail space
	12,395,989 sq. ft. mixed-use development
	A 704,548 sq. ft. transit-oriented, mixed-use development on 7 acres
	66-acre land development of the historic Walter Reed Army Medical Center site
	835,966 sq. ft. multifamily development
	A 200-acre mixed-use land development
	876,554 sq. ft. mixed-use development

## PROJECT PROFILE

# West Edge

## Los Angeles, CA

Hines, USAA Real Estate and Philena Properties are developing West Edge, a transformative, transit-oriented, mixed-use development situated within the creative heart of West Los Angeles.

Designed by Gensler, Togawa Smith Martin, and Rios Clementi Hale Studios, the project will offer 200,000 square feet of creative office space, private landscaped terraces over five floors, 600 luxury apartments (121 of which will be affordable), a full-service natural grocer, eight restaurants, a vibrant one-half-acre open-air plaza with al fresco dining, boutique retail and studio fitness options.

West Edge will be the preeminent live, work, play destination in West Los Angeles. The office building is registered to be LEED® and WiredScore Certified and will pursue WELL Core & Shell Certification.

The 4.8-acre site is the former home of the Martin Cadillac dealership and sits less than one block from the Expo/Bundy Metro station which connects downtown Santa Monica to downtown Los Angeles. The site is located within half a mile of the 10 Freeway and within one mile of the 405 freeway, in close proximity to pockets of executive housing within Brentwood, Santa Monica, Westwood, and Pacific Palisades.

West Edge Residences begin leasing in Q4 2022, with retail and office opening in Q1 2023.





PROJECT PROFILE

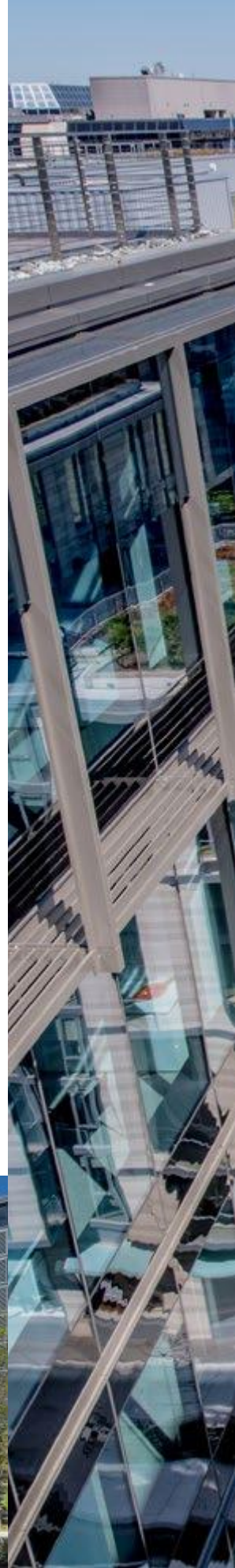
# CityCenterDC

Washington, D.C.

CityCenterDC is a 2.5 million square foot mixed-use, master plan development on a 10-acre site located in the heart of downtown Washington, D.C. master planned and developed over 16 years.

Phase I, substantially completed in early 2014, contains approximately 1.5 million square feet and includes: two 11-story office buildings containing 522,000 square feet; 191,600 square feet of retail space; two 11-story apartment buildings, containing 511,000 square feet and 458 units; two 11-story condominium buildings containing a total of 320,500 square feet and 216 units. It also includes a new park, a central plaza, retail-oriented alleyways and streetscapes, and a 1,555-car parking facility.

Phase II contains a 10-story, 412,800 square foot, 360-room Conrad hotel and 30,000 square feet of retail space and was completed in 2019.







PROJECT PROFILE

# Riverwalk

San Diego, CA

Riverwalk is a pedestrian-friendly mixed-use transit-oriented-development project located in San Diego, CA, currently on the site of a 195-acre golf course. Riverwalk is a multiplephase project that will, on completion, consist of multi-family residential units, retail, office buildings, public plazas, walking trails, park spaces, and a future Green Line trolley stop. A unique feature of the site is the San Diego River which traverses the entire length of the project site.

Phase 1 consists of 5 blocks consisting of 900 multi-family residential buildings, a large grocery, fitness gym, as well as a central “urban village” which consists of retail and F&B buildings, as well as plaza and park spaces. Riverwalk is uniquely set-up to create an integrated walkable neighborhood that combines healthy outdoor living with the built and natural environments. The project is also uniquely connected to San Diego urbanistically with multi-modal transit & recreational travel options (bike paths, Green-Line trolley line, multiple bus lines, adjacent streets & highways, walking/hiking trails).

Designed by Gensler, the project’s groundbreaking is scheduled for July 2022.





PROJECT PROFILE

# The Parks at Walter Reed

Washington, D.C.

The Parks at Walter Reed is a 66-acre master plan development of the historic Walter Reed Army Medical Center site in Washington, D.C. With work commencing in 2013, the master plan will see a multi-phase construction and build out over a 15 year period. When fully developed, the site will contain 3.1 million square feet of new construction and adaptive reuse of historic structures including retail, for-rent and for-sale multifamily, townhomes, office, healthcare, a school, and a hotel.

The development will contain approximately 220,000 square feet of retail, more than 300,000 square feet of office and ambulatory care, a 200-key hotel and conference center, a top-performing language-immersion school, and 30,000 square feet of creative and arts uses. More than 2,099 units of high-quality housing will be developed to serve a diverse mix of incomes and households, providing both rental and homeownership options. The Parks at Walter Reed will include new roads and infrastructure and nearly 20 acres of parks and plazas, and will employ energy saving and water conserving tools.





PROJECT PROFILE

# Fenton

## Cary, NC

Hines and Columbia Development Group in partnership with USAA Real Estate are developing Fenton—a 92-acre mixed-use district in the Cary submarket of Raleigh/Durham, North Carolina. Fenton will be Cary’s first vertically integrated, mixed-use destination.

The development will offer 2.5 million square feet of retail, office, restaurant, hotel and multifamily. The initial phase will consist of 348,000 square feet of specialty and experiential retail, including a high-end movie theater; 195,000 square feet of Class A office; 357 apartment units; and a 175-key hotel.

Fenton will be located along Cary Towne Boulevard at I-40, adjacent to the Wake Med Soccer Park. The highly-amenitized development is proximate to Research Triangle Park—the regional job engine, as well as many of the area’s best residential neighborhoods and public and private schools.

Slated to open in April 2022, Fenton is one of the largest retail-driven projects currently underway in the United States.





PROJECT PROFILE

# Natomas Fountains

Sacramento, CA

Hines is developing Natomas Fountains, a 269,000-square-foot, 303-unit, multifamily community on a 10.59-acre site located at 3801 Gateway Park Boulevard. Natomas Fountains will consist of studio, one- and two-bedroom units in six residential buildings with a pool, pet spa and other amenities. Just five miles from downtown Sacramento in the heart of North Natomas, this multifamily project represents the best of modern, walkable suburban development — it's located along a planned RT station and adjacent to numerous restaurants, grocery stores and entertainment options including a Michelin award winning restaurant.



PROJECT PROFILE

# Centene Campus

Sacramento, CA

In 2018, Hines partnered with Centene Corporation to develop a build-to-suit office campus which would be the home of their west coast headquarters for 1,800 occupants.

Upon completion of construction, in September of 2020, Hines fully transitioned the startup of operations and oversaw commissioning of all building mechanical systems. Working closely and in partnership with the manager of the headquarters, the Hines team developed operational standards, an extensive transportation management plan, and performed complete management of vendor contracts for over half a million square feet of office space and specialty facilities including a conference facility, a 20,000 SF full service café, fitness facility, medical center & retail pharmacy and a daycare facility on a 75-acre campus.





## PROJECT PROFILE

# PG&E Redevelopment

## San Francisco, CA

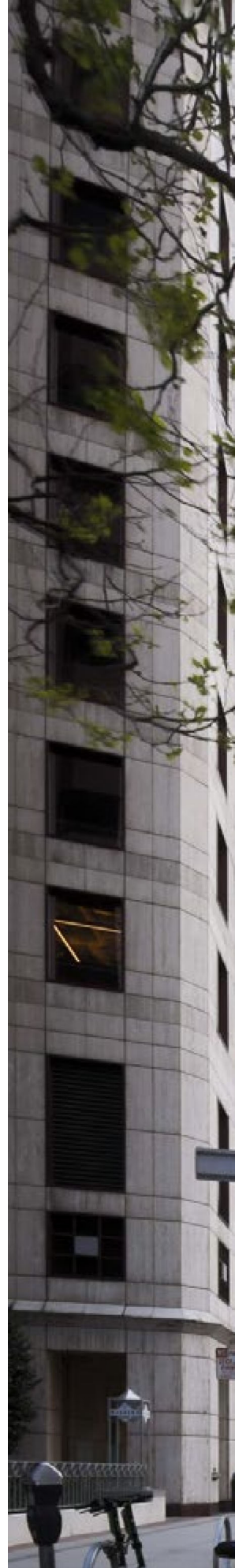
Hines recently purchased the history Pacific, Gas & Electric (PG&E) site, located on one full city block in downtown San Francisco, with plans to revamp the campus to include offices, a multifamily tower with affordable apartments, and park space.

50 Main, the planned multifamily component, will rise 85 stories and stand at 1,066 feet tall. The tower will offer 800 apartments – a variety of studio, one- and two-bedroom floorplans, 20.5% of which will be affordable apartments. Residents will experience a connection to nature with excellent access to light and air, a host of shared amenities, and direct access to the new park at the ground floor level while enjoying immediate access to multiple city transit services.

In addition to 50 Main, two next-generation office projects totaling approximately 1.6 million square feet are planned for the same block. The first of the two office projects will consist of the restoration and renovation of the 600,000-square-foot historical office complex currently on the site that dates back to the early 1900s. To respect the building's history and architectural integrity, Hines will retain the historic building facade and original lobbies while upgrading the building's systems and technological capabilities to achieve the modern functionality and sustainability of a 21st-century Class-A office building.

The second office project, 77 Beale, to be renamed 200 Mission, is an existing 1,000,000-square-foot, 34-story tower which will be repositioned into a premier office tower oriented toward Mission Street. Hines will improve structural systems and incorporate sustainability standards, including MEP systems, glass technology and façade-integrated solar panels. 200 Mission will seek LEED Platinum certification.

Upon completion, the combined projects and new 1.25-acre park will reimagine and breathe new life into an irreplaceable, transit-oriented location that spans an entire city block.





## PROJECT PROFILE

# Salesforce Tower & Parcel F

San Francisco, CA

Salesforce Tower, a 1.4 million-square-foot, 61-story icon, is adjacent to the Transbay Transit Center in San Francisco. The tower is a landmark addition to the San Francisco skyline and is the second tallest building on the West Coast, with its crown soaring to a height of 1,070 feet.

Hines won a city-led competition and then led the design concept for Salesforce Park. Designed by Pelli Clarke Pelli Architects, Salesforce Tower includes state-of-the-art security, safety and many sustainability features. The tower is the focal point of a massive 145-acre development complete with residential housing, hotels, retail space and a transit center serving as the northern terminal of the state's high-speed rail project.

Hines sold Salesforce Tower in April 2019.

Hines is developing Parcel F, an iconic 800-foot mixed-use tower that will include 339,642 GSF of Class A office space, 709,677 GSF of luxury condominium units, and a 272,262 GSF 5-star hotel.

Parcel F is located mid-block between First, Second, Howard, and Natoma Streets, adjacent to the Salesforce Transit Center (STC) and the bus ramp connecting the STC to the Bay Bridge. Parcel F is one of only three projects currently allowed to connect directly to the STC's 5.4-acre rooftop park via a planned pedestrian sky bridge.





# Select Hines & Gensler experience

- 111 West Monroe Conceptual Studies
- 111/115 Resi Study
- 1125 Seventeenth Street - Video
- 131 South Dearborn Lobby Renovation
- 141 Bay Fitness Centre
- 250 & 292 Stockton Ave Feasibility Study
- 3 Bryant Park L05 Test Fits
- 321 W 6th Mixed Use, Concept Design
- 333 W Wacker Repositioning Master Plan
- 541 Lexington Avenue
- 561 Greenwich
- 561 Greenwich Street
- 6AM Masterplan
- 717 Texas Public Spaces FF&E
- Bridgepointe Shopping Center
- Burlingame Plaza - Mixed Use Reposition
- Century Park Towers
- Dublin Corp Center Feasibility Study
- El Real Restaurant & Real Agave Lounge
- Fidelity National Information Services Headquarters
- Fitness Center for Campus at Playa Vista
- Galleria Densification Master Plan Edina
- Levit Green Mixed Use Master Plan Studies
- Maple Terrace Test Fits
- MPG Blocks 3A & 4AB
- NOLO Station
- One Museum Place
- Project Cypress Media Production Studio
- Project Vidalia at Fenton
- Queens Quay Place, Bayside, Toronto
- Riverwalk San Diego
- Salesforce Tower Amenity Floor-Hines
- Salt Lake City Urban Design
- South Station
- Texas Tower Spec Suites
- The Stack Deep Ellum Test Fits
- Trinity RE- 100 6th Ave Alt 1 Amendments
- Water Garden
- West Edge







An architectural rendering of a modern shopping plaza. The scene is set in a winter environment with snow on the ground and trees. A large, multi-story building with a glass facade and a wooden slat ceiling is the central focus. The building's interior is visible through the glass, showing a bright, modern space. A prominent feature is a large, curved glass wall that reflects the sky and the surrounding environment. In the foreground, several people are engaged in various activities: a couple is embracing, a woman is sitting at a small table with a coffee, and others are walking or standing. A Tim Hortons store is visible on the right side of the building, with its logo and signage clearly visible. The overall atmosphere is warm and inviting, suggesting a vibrant community space.

# Gensler



# Reaching Elevation with Gensler

Every day, millions of people around the world experience the spaces and places that Gensler creates. With that level of impact comes great responsibility. That's why using design to improve the human experience is the highest calling of our work. Our clients look to us to change their businesses—and the world—for the better.

Gensler supports the development of innovative places with a philosophy of value-based design and comprehensive services that allow clients to collaborate with a continuous, dedicated team from planning through construction. We have organized and integrated our services to support clients at every stage in the real estate and facilities cycle, from initial strategy and design through implementation and management.

## MASTER PLANNING

Since real life is never linear, we approach master plans with a strong vision and a flexible approach, giving them the resilience they need to guide development for both today and tomorrow. We design mixed use districts and retail centers to act as vibrant social hubs that connect people and experiences and breathe new life into cities. Our urban designers create next-generation mixed use and shopping destinations that are amenity- and service-rich, leverage technology, promote culture, and offer recreational activities. The

places we design are rooted in local culture and act as a catalyst for socially sustainable urban transformation.

As the industry leader in mixed use, we maximize land values through activation, adding density to enhance a city's urban fabric. The notion of making great places for people is not just lip service, but one of the critical keys to success in a mixed use development. Whether a project is a shopping district or a town center, a theme park or a cultural attraction, we create authentic experiences that will be adopted by the community. The secret to successful mixed use developments is an obvious but elusive goal—you have to make a place where people want to be. The best mixed use environments are grounded in the fabric of their community and built to adapt to consumers' and residents' needs over time.

## SERVICES

- Community Engagement
- Design Codes and Guides
- Design Guidelines
- Feasibility studies and Site Assessment
- First/Last Mile Planning
- Graphic Communication
  
- Landscape Concept Design
- Land Use Planning
- Market Analysis
- Multi-Modal Planning
- Policy & Guidelines
- Public Engagement
  
- Public Presentations
- Regional, Community & City Planning
- Signage and Wayfinding
- Site Assembly
- Station Design
- Streetscape Design
  
- Transit Oriented Development
- Transportation Planning
- Urban Design
- Urban Regeneration and Site elopment
- Visioning and Charrettes



ENDEAVOR REAL ESTATE GROUP

## The Domain |

Austin, TX | 304 acres

For this project, the design team created 356,700 square feet of retail, including the addition of a 123,000-square-foot Nordstrom and over 100 different specialty tenants. The expansion included an “Austin Flavor” district, dedicated to local businesses. A 63,000-square-foot Whole Foods Market expanded and relocated to The Domain, acting as the new front door to the property. The project included multiple residential buildings, housing more than 500 units, and Austin’s first aLoft hotel. A richly-landscaped, pet-friendly, nine-acre community park is complete with a pavilion, serving as an open-air music venue and outdoor family activity locale.

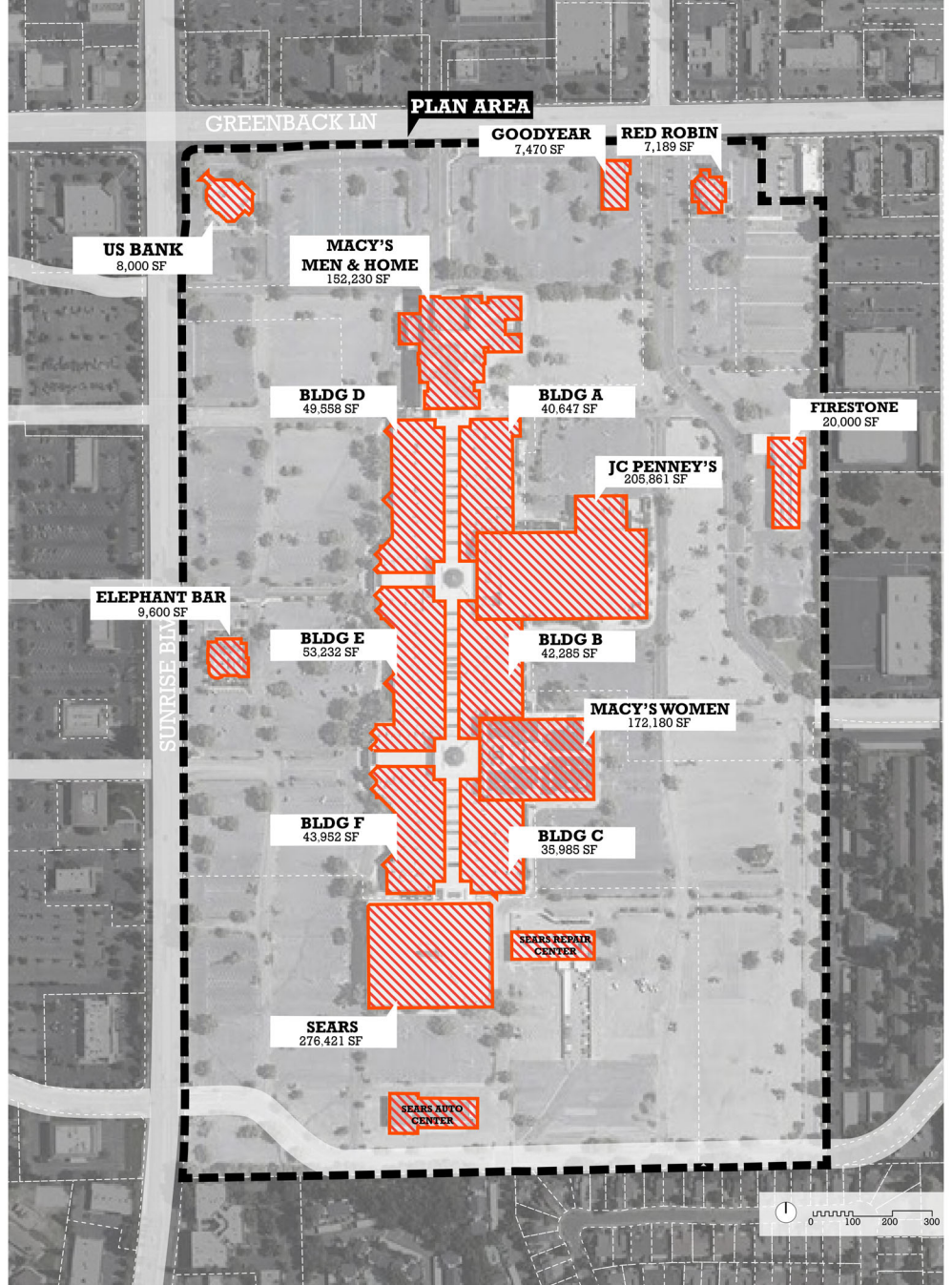


CITY OF CITRUS HEIGHTS

# Sunrise Tomorrow Specific Plan

Citrus Heights, CA | 95 acres

The City has hired Gensler to lead a multidisciplinary team in developing a program level Specific Plan and EIR for a hundred acre parcel in the center of the city. The plan will bring together community members, city officials, land owners, and interested parties to imagine a new brighter future for an underperforming mall. Potential opportunities include integrating a mix of uses, street improvements and programs that promote activity and community engagement. Uses could include employment, commercial and housing; community oriented event programming; and improved streets. Creating an infrastructure trust combined with density bonusing for integration of affordable housing, and reduced parking standards will allow for maximum flexibility and expedited implementation.



**4.7.3 Sub Area 5-B: Mixed-Use / Residential**

**SUB AREA CHARACTER**

This Sub Area of Mixed-Use / Residential is characterized by primarily medium-rise multi-family development clusters with shared green spaces and amenities. Character is created by residential buildings with a variety of heights and a mix of uses, including retail, office, and parking.

**FIGURE 4.31 SUB AREA 5-B**

**LEGEND**

- Residential

- 1) Buffer and buffer of edges of residential blocks with Mid-rise, dual use, and green spaces to provide a suitable residential character.
- 2) Building form should incorporate parking stack with canopy and buffer around parking to provide a suitable residential character.
- 3) Ground floor of residential units should have active uses and parking, including, but not limited to, retail, office, and parking. Use should be visible from ground floor of building and provide amenities for residents.
- 4) Ground floor of residential units should have active uses, including, but not limited to, retail, office, and parking. Use should be visible from ground floor of building and provide amenities for residents.
- 5) Greenhouse and landscape units should have active uses, including, but not limited to, retail, office, and parking. Use should be visible from ground floor of building and provide amenities for residents.

**4.7.4 Sub Area 5-C: Neighborhood Residential**

**SUB AREA CHARACTER**

This Sub Area of Neighborhood Residential is characterized by primarily low-rise multi-family buildings and greenhouses. Building form is characterized by the variety of heights of the buildings and a mix of uses, including retail, office, and parking. The buildings are highly oriented to walkability, green spaces, and other amenities.

**FIGURE 4.32 SUB AREA 5-C**

**LEGEND**

- Residential

- 1) Greenhouse and landscape units should have active uses, including, but not limited to, retail, office, and parking. Use should be visible from ground floor of building and provide amenities for residents.
- 2) Greenhouse and landscape units should have active uses, including, but not limited to, retail, office, and parking. Use should be visible from ground floor of building and provide amenities for residents.
- 3) Greenhouse and landscape units should have active uses, including, but not limited to, retail, office, and parking. Use should be visible from ground floor of building and provide amenities for residents.
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**FIGURE 4.33 SUB AREA 5-C**

**LEGEND**

- Residential

- 1) Greenhouse and landscape units should have active uses, including, but not limited to, retail, office, and parking. Use should be visible from ground floor of building and provide amenities for residents.
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CITY OF PLANO

# Legacy West Mixed Use Development

Plano, TX | 38 acres

Legacy West is a walkable neighborhood of residential, boutique office, dining, retail, and entertainment establishments composing a forward-looking urban experience where one can live, work, and play within a vertically integrated mix of uses. The development is a luxury-complement west of the original Shops at Legacy, across the Dallas North Tollway, and near new corporate campuses including Toyota, FedEx, and JCPenney. It serves to amenitize the surrounding corporate developments, and serves the growing professional workforce that values an integrated lifestyle in an upscale environment.

Gensler master-planned the development and designed all retail spaces, restaurant spaces, upper level offices, and garages. Broken into three major districts or zones, Legacy West includes approximately 600 apartment homes, 300,000 square feet of retail space, 750,000 square feet of office space, a Renaissance hotel and four parking decks. The combination of both horizontal and vertical integration creates a thriving development connecting users and uses.





AT&T

## AT&T Discovery District |

Dallas, TX | 7 acres

The District creates a destination place for all Dallas visitors and the downtown community to enjoy new restaurants and retail in a media-rich landscaped environment. The AT&T Discovery District celebrates people, programming, and activities, offering unique, dynamic experiences for visitors. To best celebrate and highlight AT&T's lead in technology and media, Gensler

has crafted a unique architectural experience, blurring the boundaries between the physical and digital realms that AT&T represents. A matrix of fully connected digital platforms, seamlessly integrated into the buildings and landscape, will enable immersive take-over moments of lighting, audio, and creative media content.

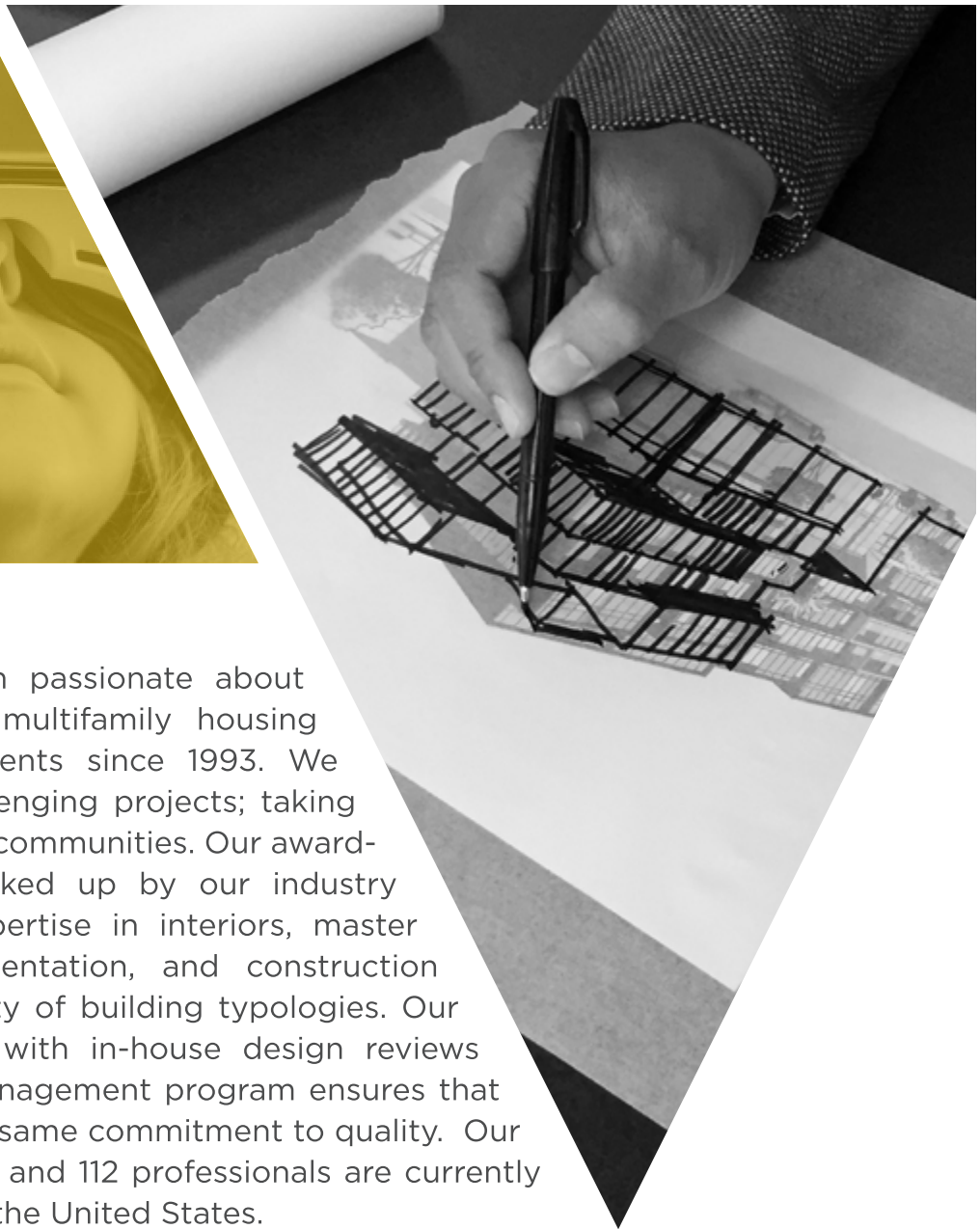








**TC**  
**ARCHITECTS**



TCA Architects has been passionate about high-density, mixed-use, multifamily housing and hospitality environments since 1993. We live and breathe for challenging projects; taking pride in designing vibrant communities. Our award-winning designs are backed up by our industry leading technological expertise in interiors, master planning, design, documentation, and construction administration for a variety of building typologies. Our internal studio structure with in-house design reviews and a rigorous quality management program ensures that every project receives the same commitment to quality. Our 3 California-based studios and 112 professionals are currently designing projects across the United States.

**We're fueled by game-changing innovation, collaborative environments and thoughtful design solutions...**

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**STUDIOS**

MULTIFAMILY  
MIXED-USE

MASTER-PLANNING  
HOSPITALITY

INTERIORS  
VIRTUAL REALITY



ENDEAVOR REAL ESTATE GROUP

## The Asher

Fremont, CA | 670 units

Architecture for this site was intended to ground the style within the context of Fremont's history and existing vernacular. Two residential buildings sit on the 12.6 acre site, divided by a Linear Green which serves as a publicly-accessible, park like space. The Linear Green joins with the East Greenway, which is a pedestrian link between Litchfield Avenue and Walnut Avenue, and fosters a safe connection for the neighborhood. The design allows the dwellings to front existing neighborhood streets to activate the surrounding neighborhood and provide a defined street edge, while providing variety and interest with courts and landscape.



# One Paseo

San Diego, CA | 23.6 acres

Designed as a true live-work-play environment, One Paseo is a 23.6-acre community made up of over 280,000 square feet of office space, 95,000 square feet of shops and restaurants as well as 608 residential apartment homes. A primary paseo that is open to the public slices through the residential community creating the connective element that ties the residential

component to the office and retail marketplace. Tied to this paseo is a series of residential courtyards on the north and the Plaza fronting the office buildings on the south end of the site. The residential component provides a certain amount of critical mass, and supports the horizontal proximity of the various, creating a sustainable, pedestrian friendly environment.





# Cumulus

Los Angeles, CA | 910 units

Located directly adjacent to the La Cienega/Jefferson Expo Line, Cumulus is a comprehensive residential and commercial mixed-use project that embodies all the defining characteristics of a TOD. The master plan is guided by the principles of connectivity and place making. The architecture is inspired by the notions of progress, change, and motion.

The goal of the design was to create a uniquely livable community that reflects the progressive nature of the context. The site planning and architecture respond directly to the urban scale, fabric, and culture of its surroundings. Whole Foods will occupy 50,000 SF of the main corner's ground floor retail space.





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