



# RESPONSE TO REQUEST FOR PROPOSALS FOR INVITATION FOR DETAILED PHASE PROPOSALS FOR HERNDON DOWNTOWN REDEVELOPMENT PROJECT

RFP 16-05 | Due: June 1, 2016 @ 4:00pm EST

**SUBMITTED TO:**

Town Manager's Office  
Town of Herndon  
777 Lynn Street  
Herndon, VA 20170  
(703) 435-6800

**SUBMITTED BY:**

Christopher Clemente  
Comstock Development Services, LC  
1886 Metro Center Drive  
Fourth Floor  
Reston, VA 20190  
(703) 230-1985

**COMSTOCK**



SPA

CAFE

BAKERY

# COMSTOCK

June 1, 2016

***VIA HAND DELIVERY***

Dennis Holste  
Economic Development Manager  
Town of Herndon  
777 Lynn Street  
Herndon, VA 20170

**Re: Exclusion from Virginia Freedom of Information Act  
RFP 16-05 – Herndon Downtown Redevelopment Project**

Dear Mr. Holste:

I am pleased to submit the attached Detailed Phase Proposal on behalf of Comstock.

In accordance with Section V.F. of the above-referenced solicitation we hereby invoke Sections 56-575 *et. seq.*, 2.2-4342 and other applicable provisions of the Va. Code, to exclude from the Freedom of Information Act (FOIA) the following portions of this Proposal because the data and materials contained therein comprise confidential and proprietary business information:

*Section 4, Items R, T, U and V; Attachment A; and the corresponding Exhibits*

Unless you inform us otherwise, we will presume that this exclusion has been effected.

Also, please note that ALL information submitted to the Town in connection with the solicitation will remain the property of Comstock and, in the event that a final award is made to another bidder, all such information must be returned to Comstock.

Thank you in advance for your cooperation in this regard. If you or your associates have any questions, please do not hesitate to contact me.

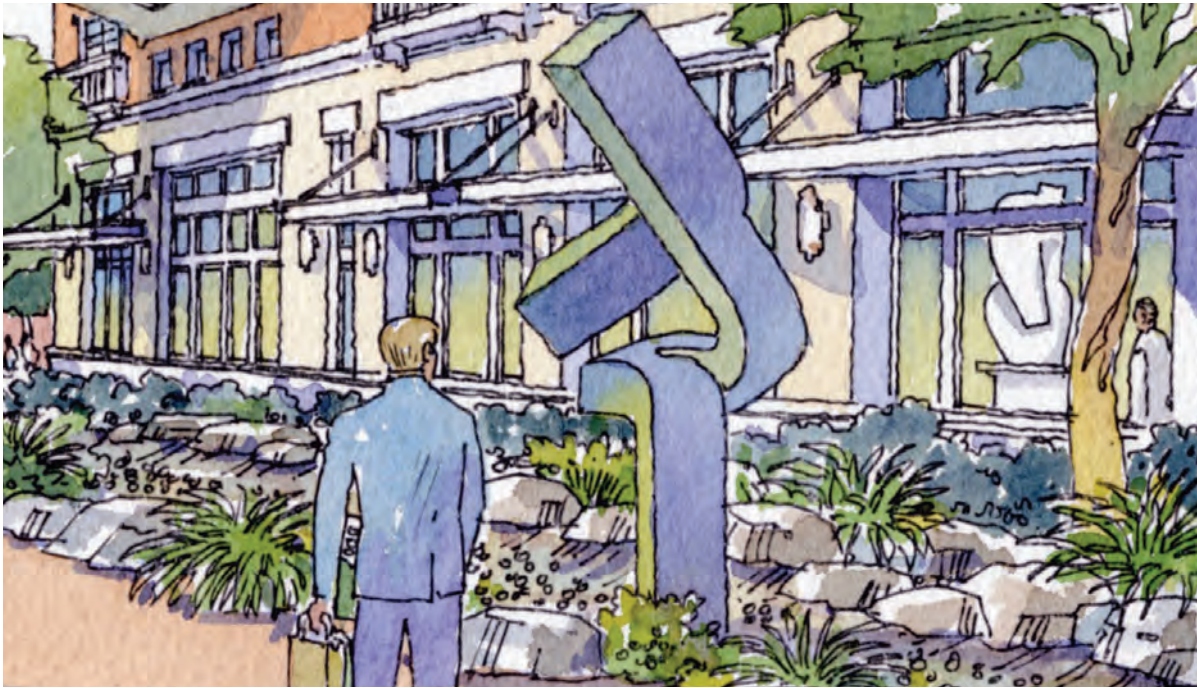
Sincerely,

  
Christopher Clemente

COMSTOCK

RESPONSE TO REQUEST FOR PROPOSALS FOR  
**INVITATION FOR DETAILED PHASE PROPOSALS FOR  
HERNDON DOWNTOWN REDEVELOPMENT PROJECT**

RFP 16-05 | Due: June 1, 2016 @ 4:00pm EST



**COMSTOCK**



# TABLE OF CONTENTS

Executive Summary

Comstock Response – Section 4

Full Size Exhibits – Illustrative #'s 1-16

EXHIBIT # 1	SITE CONTEXT
EXHIBIT # 2	SITE PLAN
EXHIBIT # 3	SITE PLAN – PEDESTRIAN AND VEHICULAR
EXHIBIT # 4	SITE PLAN - GROUND FLOOR DETAILED PLAN
EXHIBIT # 5	FLOOR PLANS – BELOW GRADE GARAGE / ENGLISH BASEMENT PLAN
EXHIBIT # 6	FLOOR PLANS – GROUND FLOOR PLAN AND CONCEPTUAL ARTS CENTER DIAGRAM
EXHIBIT # 7	FLOOR PLANS – GARAGE AND SECOND FLOOR
EXHIBIT # 8	FLOOR PLANS – THIRD AND FOURTH FLOOR
EXHIBIT # 9	FLOOR PLANS – ROOF PLAN
EXHIBIT # 10	BUILDING SECTIONS
EXHIBIT # 11	PERSPECTIVE – STATION STREET
EXHIBIT # 12	PERSPECTIVE – ELDEN STREET PLAZA
EXHIBIT # 13	PERSPECTIVE – ARTS WALK
EXHIBIT # 14	ELEVATIONS – CENTER STREET
EXHIBIT # 15	ELEVATIONS – W&OD TRAIL
EXHIBIT # 16	TABULATIONS

Attachment A – Comstock Only

Confidential Exhibits #'s 17-20

EXHIBIT # 17	PUBLIC SPACES / LANDSCAPE BUDGET
EXHIBIT # 18	PRELIMINARY PROJECT SCHEDULE
EXHIBIT # 19	PROPOSED TERM SHEET – COMPREHENSIVE AGREEMENT
EXHIBIT # 20	ESTIMATED TAX BENEFITS

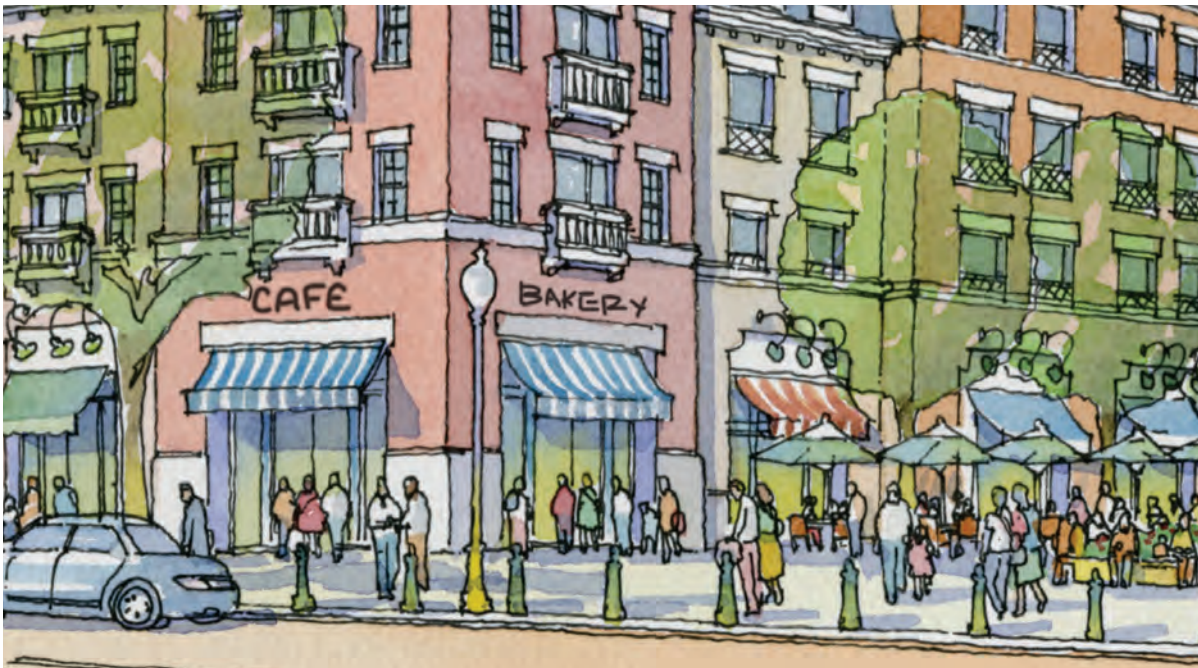
Comstock FOIA/PPEA Signatures

COMSTOCK



# RESPONSE TO REQUEST FOR PROPOSALS FOR INVITATION FOR DETAILED PHASE PROPOSALS FOR HERNDON DOWNTOWN REDEVELOPMENT PROJECT

RFP 16-05 | Due: June 1, 2016 @ 4:00pm EST



COMSTOCK



# EXECUTIVE SUMMARY – DETAILED PHASE PROPOSAL

6/1/16

Comstock Herndon Venture, LC is pleased to have been invited to submit a Detailed Phase Proposal for the Herndon Downtown Redevelopment Project.

Comstock has assembled a qualified team with significant relevant experience to analyze, design, finance, construct and operate a mixed-use project in the heart of historic Herndon. The team has a proven track record with public-private partnerships, having collaborated with Fairfax County to develop the transit-oriented project at the Wiehle-Reston East Metro Station known as Reston Station, and with Loudoun County to develop the Route 772 North Metro Garage project at Comstock's Loudoun Station development.

This proposal has many characteristics similar to Comstock's other public-private partnerships. The collaborative relationship and experience gained throughout the Reston Station and Loudoun Station development processes will be brought to the Herndon Downtown Redevelopment Project and will help ensure success.

Many of the strategies that are employed in successful P3 projects are learned ones, and Comstock is privileged to have gained great working knowledge because of its experiences during the the past decade. This awareness will shorten the learning curve for the Town of Herndon/Comstock partnership. Successful partnerships demand strong leadership, an understanding and respect for the different cultures within the partnership, development of common goals through an understanding of what success looks like for each of the parties and a strong interest in building trust between the public and private entities. Success demands working well together within a shared space, both physically and theoretically.

The Comstock team also has deep experience with mixed-use projects which integrate parking with residential, retail, arts and other uses, as are conceived for this centerpiece site. At Reston Station, team members are delivering multifamily, office, and retail spaces integrated with an operating garage – all surrounding a central plaza that serves as a gathering space and a public amenity. At Loudoun Station, the team has already delivered residential over retail, with theater and entertainment venues, in a pedestrian friendly town center environment.

This Detailed Phase Proposal submission is similar in many ways to Comstock's initial proposal, but it incorporates valuable feedback and presents a refined plan. The key elements of the plan are the same. Comstock still envisions a mixed-use project that will be multifamily-focused but will also address the Town's parking and public amenity needs. The proposed development will include 281 residential units, an 18,000 SF Art Center, 18,000 SF of retail and approximately 760 parking spaces.

This proposal envisions delivery of outstanding housing options that are fresh, timely and appealing to a range of residents from millennials to empty-nesters. Taking a note from Robert E. Simon's adage the "density builds community," this new batch of downtown citizens will invigorate the neighborhood providing ready customers for the theater, arts classes, restaurants and regular events. The walkable/rideable streets, paseos and the Arts Walk will integrate the new neighborhood with historic Downtown Herndon providing connectivity to the W&OD Trail, the town green, library, town hall, and all of the other gems spread throughout downtown.

The design intent is complimentary of the historical character of the downtown. By delivering all of the amenity requirements, the Comstock development will meet community needs and enhance the vibrancy of the adjacent civic spaces. The project will include walkable outdoor space, designed to activate the streetscape and enhance connectivity. The design proposes a vital public realm that will encourage urban, outdoor activity while creating an authentic 'place', framed by architecturally significant buildings. The mix of retail, residential, and Arts Center uses are accessed by a small scale street framework. Direct access is provided from the W&O Trail into the Arts Walk paseo, which leads into the two public plazas across from the Town Hall and along Elden Street. This offers a development that is nestled into the contextual fabric, enhancing the historic character and heritage of the Town of Herndon.

Comstock's relevant experience, financial strength and established local presence allow us to provide this competitive, comprehensive proposal, designed to satisfy the Town of Herndon's requirements. We are pleased to make this Detailed Phase Proposal submission and look forward to working with the Town's leadership on the next steps of this exciting project.

# TOWN OF HERNDON

## COMSTOCK PARTNERS

Christopher Clemente  
Managing Director

Dwight C. Schar  
Sponsor

Lawrence Bergner  
Senior Vice President-Development

J. Phillip London, Jr.  
Senior Vice President & General Counsel

Christopher Guthrie  
Senior Vice President & Chief Financial Officer

E. Scot Miller  
Vice President-Construction

York Murray  
Development Director

Michael Gualtieri  
Vice President-Finance Controller

Maggie Parker  
Vice President-Communications

### ARCHITECT/ PLANNER

Torti Gallas and Partners, Inc.

Sherief Elfar, AIA  
Principal-In-Charge

Robert Goodill, APA  
Principal Planner

Stephanie Farrell, RA, LEED AP BD+C  
Project Architect

Mauricio Mallea, LEED AP BD+C  
Construction Phase Services Architect

### GENERAL CONTRACTOR

James G. Davis Construction Corporation

Michael G. Pittsman  
Senior Vice President

David J. Mesich  
Construction Executive

Matthew Dabrowski  
Project Manager-  
Integrated Construction Engineer (ICE)

### CIVIL ENGINEER

Urban, Ltd.

Eric S. Siegel, PE  
Principal

Ryan G. David, PE  
Senior Associate

Clayton C. Tock, PE  
Associate

### LANDSCAPE ARCHITECT

LSG Landscape Architecture

Robert Karl Esselburn, ASLA  
Principal

Steve Choi, ASLA  
Senior Associate

Amol Deshpande, ASLA, LEED GA  
Senior Associate and  
Director of India Operations

Mike Molkenhuth, ASLA  
Landscape Designer

### PARKING CONSULTANT

Walker Parking Consultants

Damian J. Larkin, PE, LEED AP  
Project Manager

William C. Reiter, PE  
East Regional Leader/  
Executive Vice President

*Team Organizational Chart*

# RESPONSE TO REQUEST FOR PROPOSALS FOR INVITATION FOR DETAILED PHASE PROPOSALS FOR HERNDON DOWNTOWN REDEVELOPMENT PROJECT

RFP 16-05 | Due: June 1, 2016 @ 4:00pm EST



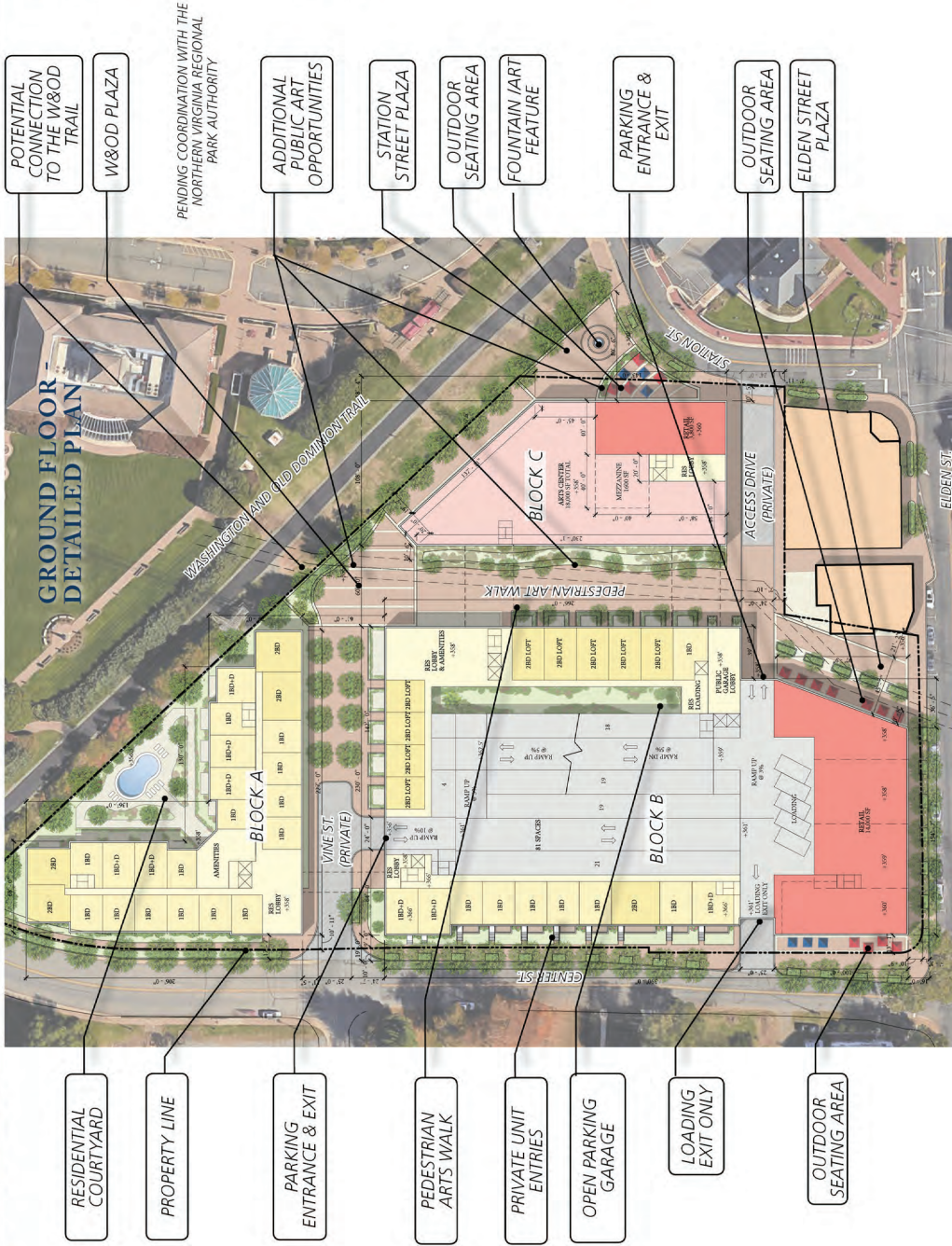


*4.A. Provide scaled/dimensioned plans indicating building dimensions, road and alley widths, sizes of public spaces, separations from existing culvert, etc. Show property lines and setbacks along the perimeter of the project. Indicate public vs private streets, walks, and plazas. Include ultimate ownership of properties; include anticipated easements/vacations of easements.*

Please see the following pages, Exhibit #'s 4, 5, 6, 7, 8, 9 and 10.

<sup>[1]</sup> See § 4.V(1) of the Town's "Invitation for Detailed Phase Proposals for Herndon Downtown Redevelopment Project RFP 16-05 to Comstock Partners," dated April 15, 2016, requesting Comstock to provide a proposed term sheet for a Comprehensive Agreement to include certain material terms. Responses to each of the listed material terms are integrated herein. For ease of review, references to the respective section of the Invitation are noted.

**FLOOR PLANS - DETAILED GROUND FLOOR**



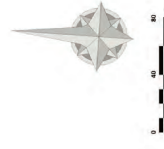
**DYNAMIC MIX OF USES**

The building fabric completes blocks and so responsibly forms the spaces of the surrounding streets.

- Block A, located north of Vine Street, is a 4 story purely residential building. The building features a landscaped ground floor courtyard facing the W & OD Trail, and the building will also complement the residential character of Center Street. The building will connect to the parking garage through a small pedestrian bridge.

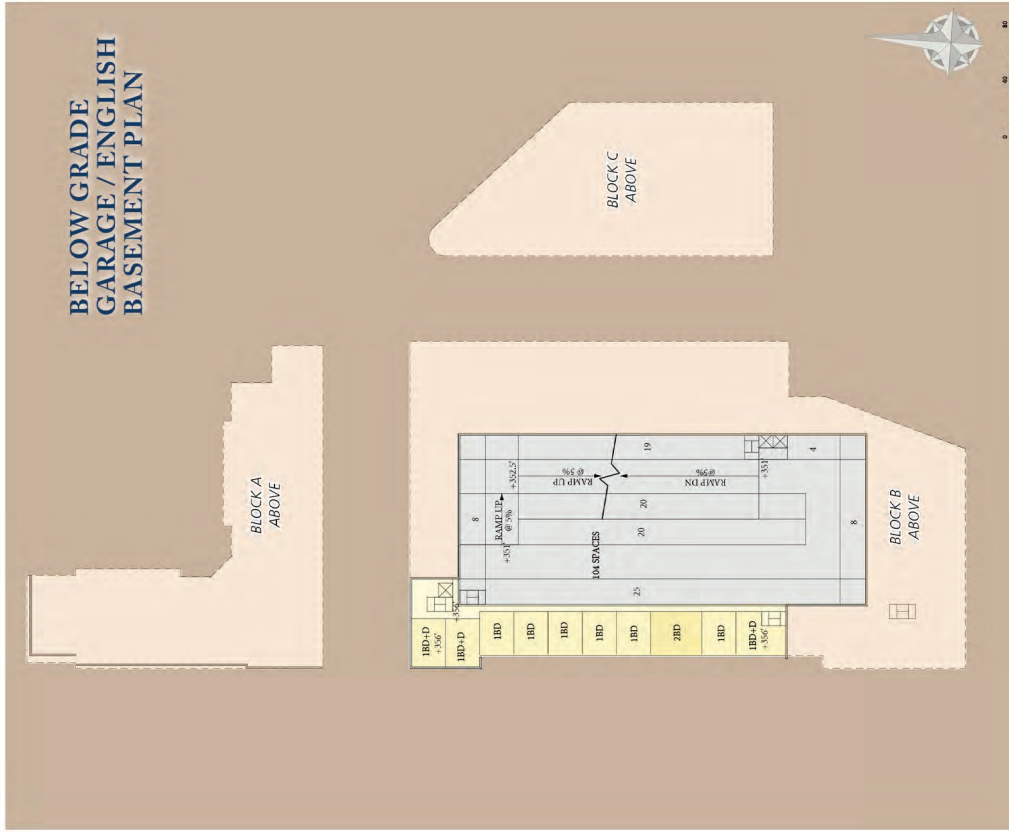
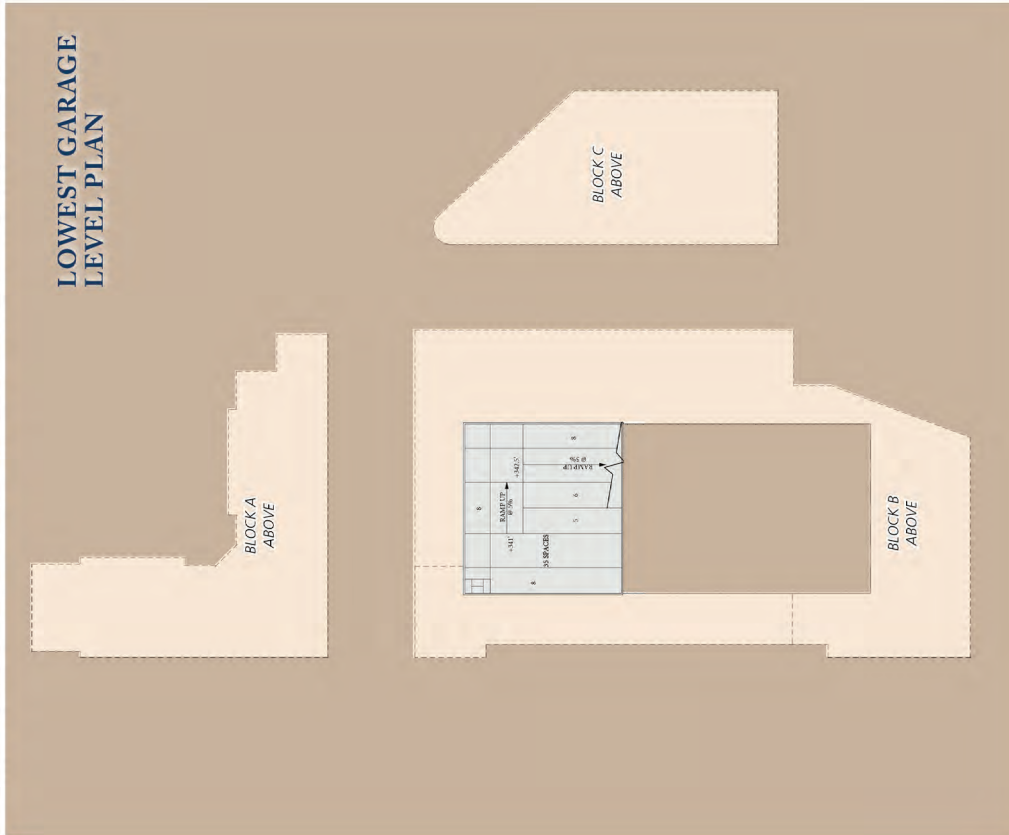
The area south of Vine Street is divided into two blocks, Block B to the west and Block C to the east, further reducing the scale of the development to compliment the character of the town.

- Block B includes the garage structure, which is primarily above grade with one level of below grade parking, and is wrapped by a residential liner on all sides. The liner along Center Street is 3 stories, with individual unit entries and English basements that are compatible with the homes on the other side of the street. The Elden Street frontage includes ground floor retail with 3 stories of residential above. The liner continues facing the new Pedestrian Street / Arts Walk and the north side along Vine Street, and features ground floor loft type units with high ceilings.
- Block C includes ground floor retail along Station Street. Around the corner, the Arts Center is located on and visible from the W&OD Trail; it also has frontage along the Pedestrian Street / Arts Walk. The building above the ground floor has 3 stories of residential, with a small landscaped courtyard and bridges connecting to the garage building to the west.

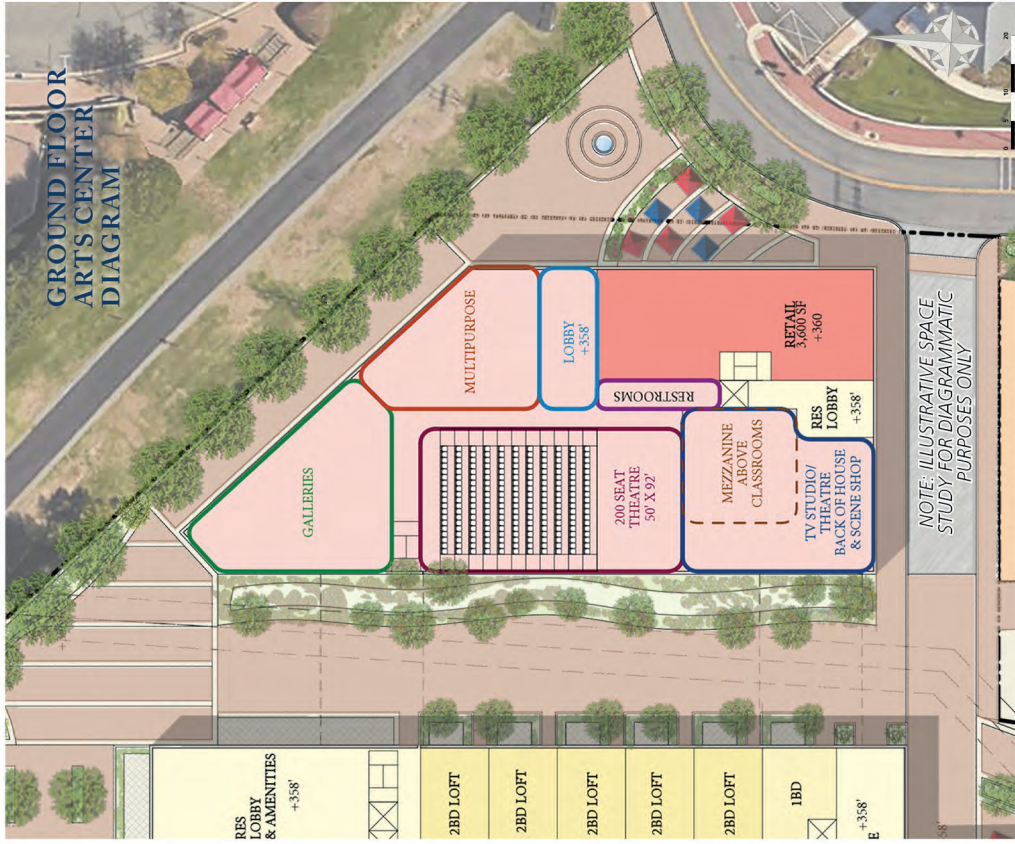
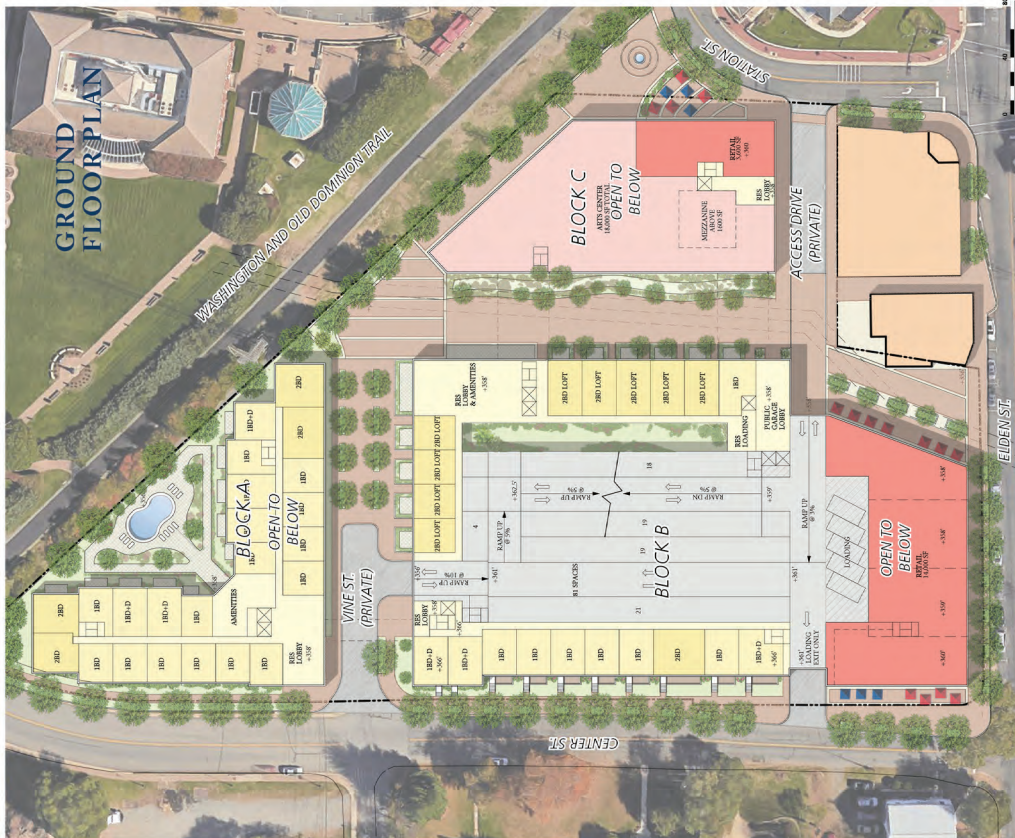




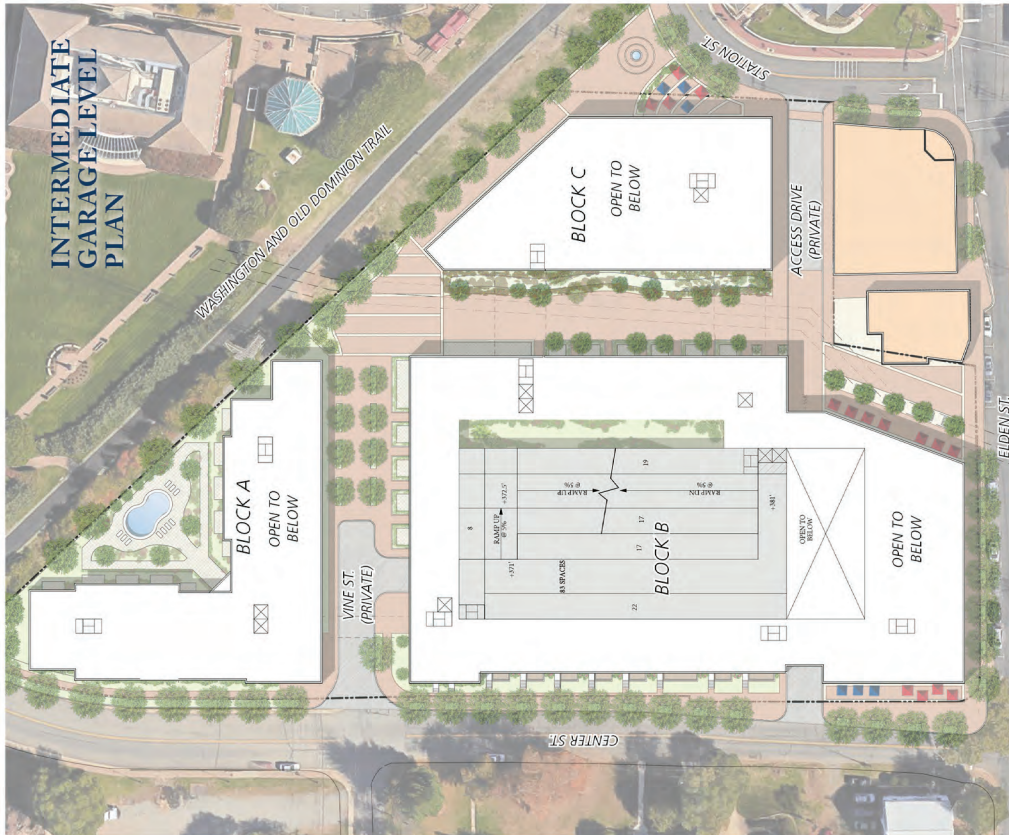
**FLOOR PLANS - BELOW GRADE GARAGE/ENGLISH BASEMENT PLANS**



FLOOR PLANS - GROUND FLOOR PLAN AND ARTS CENTER DIAGRAM



**FLOOR PLANS - INTERMEDIATE GARAGE LEVEL & SECOND FLOOR PLANS**

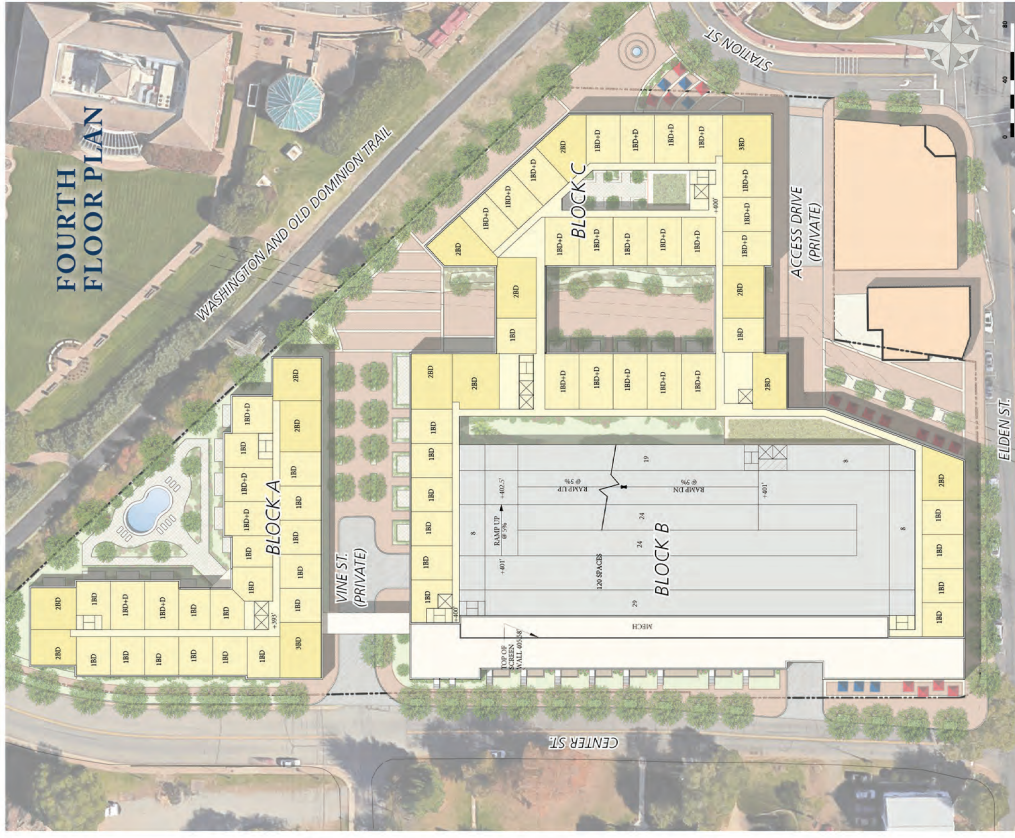


**COMSTOCK**

RESPONSE TO REQUEST FOR PROPOSALS FOR  
**INVITATION FOR DETAILED PHASE PROPOSALS FOR HERNDON DOWNTOWN REDEVELOPMENT PROJECT**  
 RFP16-05 • Due: June 1, 2016 @ 4:00 pm EST

See full size exhibits in next tab

**FLOOR PLANS - THIRD & FOURTH FLOOR PLANS**



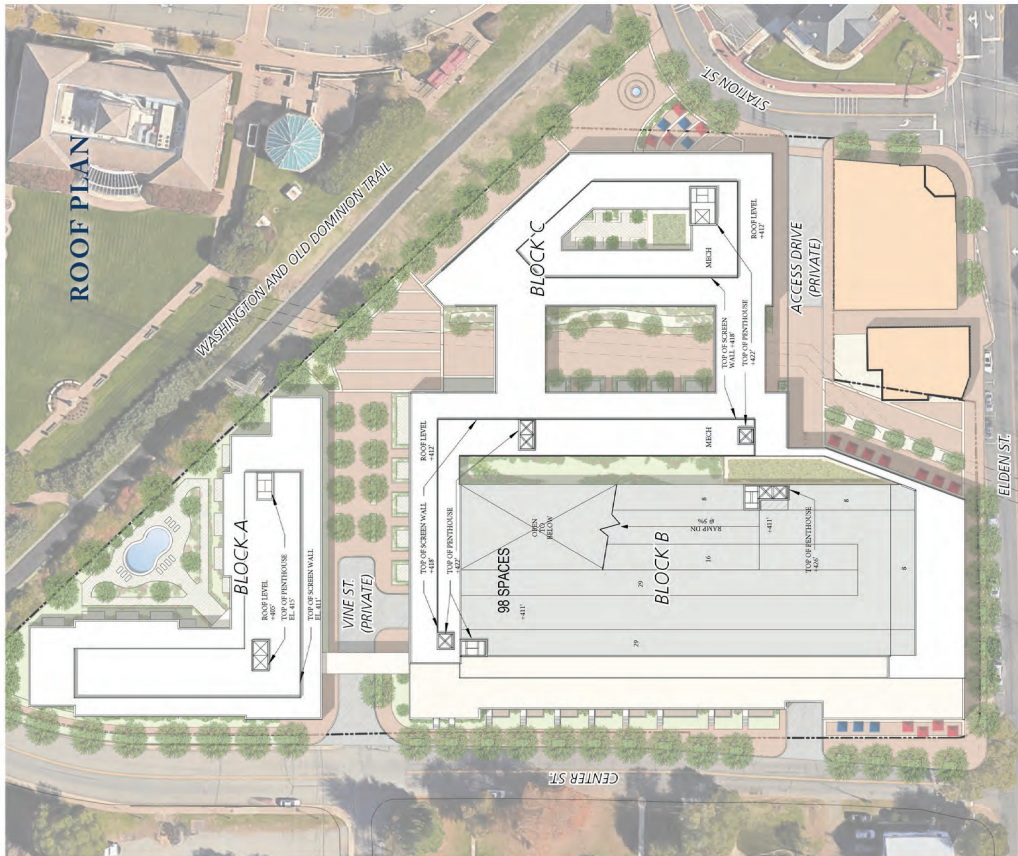
**COMSTOCK**

RESPONSE TO REQUEST FOR PROPOSALS FOR  
 INVITATION FOR DETAILED PHASE PROPOSALS FOR HERNDON DOWNTOWN REDEVELOPMENT PROJECT  
 RFP16-05 • Due: June 1, 2016 @ 4:00 pm EST

Exhibit  
8

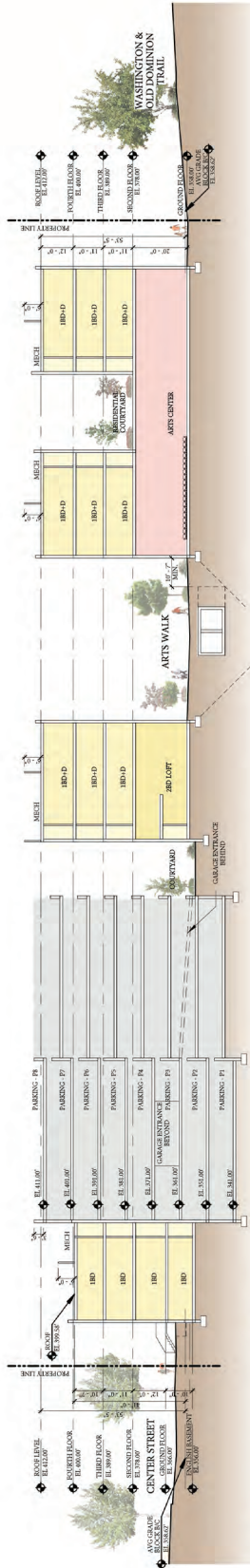
See full size exhibits in next tab

**FLOOR PLANS - ROOF PLAN**

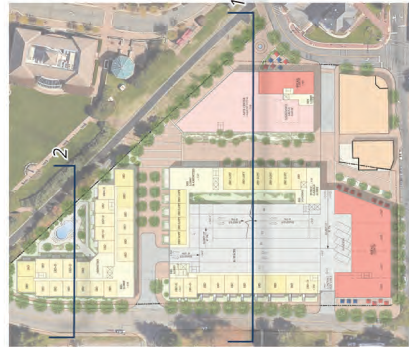


# BUILDING SECTIONS

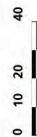
NOTE: TYPICAL PARAPETS TO BE MAXIMUM 4" ABOVE ROOF ARCHITECTURAL LABELLISHMENTS SUCH AS TOWER TOPS TO BE MAXIMUM 4" ABOVE AVERAGE GRADE



EAST - WEST SECTION 1



EAST - WEST SECTION 2



RESPONSE TO REQUEST FOR PROPOSALS FOR  
 INVITATION FOR DETAILED PHASE PROPOSALS FOR HERNDON DOWNTOWN REDEVELOPMENT PROJECT  
 RFP16-05 • Due: June 1, 2016 @ 4:00 pm EST

COMSTOCK

See full size exhibits in next tab

Exhibit  
 10

*4.B. Provide pertinent elevations on plans, indicating FFE's, roof elevations, stair and elevator towers, parapets, mechanical screens, street elevations, existing adjacent street elevations and elevations at any connections to the W&OD Trail easement.*

Please see the exhibits presented within the previous tab, 4.A.





*4.C. Indicate public facilities that will be relocated or crossed by the project and a description of the plans you have to relocate the facilities/utilities or accommodate the crossings. Include necessary separations from other utilities or structures.*

A preliminary analysis of the site has been performed and the following constraints have been identified on site:

Existing overhead wires are located within property tax maps #0162-02-0010B, 0017, 0018, and 0020F. These wires run adjacent to the W&OD trail from Center Street to Station Street and crossing Vine Street. Existing overhead wires are also located running across property tax maps #0162-02-0026 and 0020F and running across Elden Street into the existing building within property tax map #0162-02-0026. Existing overhead wire location(s) will require relocation in areas that are in conflict with the current preliminary proposed building location.

Existing direct buried electric lines have also been located and will require relocation to accommodate the proposed improvements.

An existing Vepco easement has been identified between the properties identified as tax map #0160-02-0029 and 0020C. The existing Vepco easement conflicts with the preliminary building footprint layout. As such, the Vepco easement will need to be vacated. Any facilities within the easement will need to be relocated. An existing storm easement and associated twin box culvert has also been identified onsite. The existing twin box culvert crosses the entire site, running from the south across Locust Street and north through the W&OD trail. Based on the preliminary building layout, the box culvert can remain in-place.

Two existing storm water vaults and associated conduit system have been located underneath the existing parking lot within property tax map #0162-02-0020F. The storm vaults currently detain a portion of the site from the east section of the site along Station Street and ultimately discharge into the existing twin box culvert system. The preliminary building footprint layout currently falls on top of the existing storm vaults and will therefore require the vault systems to be relocated and/or an alternate system be put in place in order to control the storm water runoff from the site.

There are also two existing storm inlet structures within the northeast corner of property tax map #0162-02-0020C which run across Vine Street and ultimately discharge into the existing twin box culvert. The preliminary building layout currently falls on top of the inlet structures and may require the subsequent downstream structure to be upsized and/or an alternate conduit run in place.

Lastly, the building footprints have been adjusted so that the proposed project does not impact the existing culvert. The buildings are located a minimum of 10' off of the culvert.

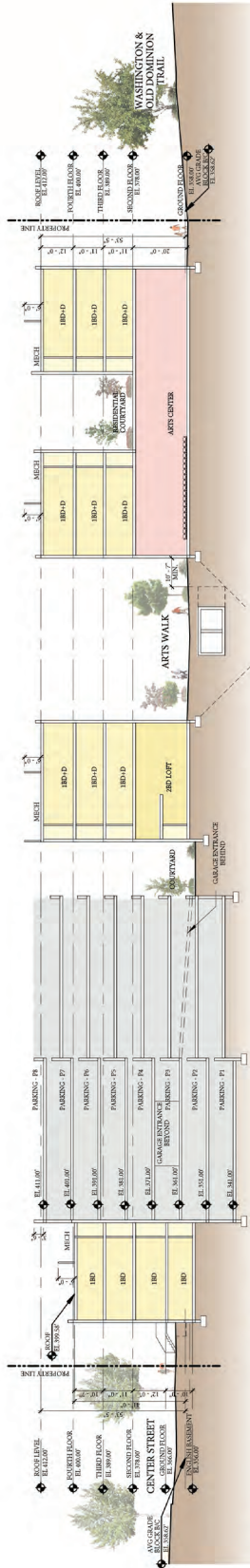


*D. Provide at least one east-west cross section through the project; include existing culvert and adjacent roads. Section should demonstrate garage access.*

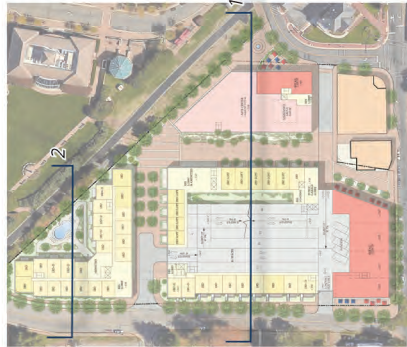
Please see the following page, Exhibit # 10.

**BUILDING SECTIONS**

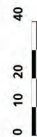
NOTE: TYPICAL PARAPETS TO BE MAXIMUM 4" ABOVE ROOF ARCHITECTURAL LABELLISHMENTS SUCH AS TOWER LIGHTS TO BE MAXIMUM 4" ABOVE AVERAGE GRADE



**EAST - WEST SECTION 1**



**EAST - WEST SECTION 2**



RESPONSE TO REQUEST FOR PROPOSALS FOR INVITATION FOR DETAILED PHASE PROPOSALS FOR HERNDON DOWNTOWN REDEVELOPMENT PROJECT  
 RP16-05 • Date: June 1, 2016 @ 4:00 pm EST  
 Exhibit 10

**COMSTOCK**

See full size exhibits in next tab

*E. Provide conceptual architectural elevations and building materials for the facades for the project and the relationship of the facades to the ground plane should be as accurate as possible at this point in the process for the following streets.*

- *Elden Street*
- *Center Street*
- *Station Street*
- *W&OD Trail*
- *Vine Street*

Please see the following pages, Exhibit #'s 11, 12, 13, 14, 15.

PERSPECTIVE - STATION STREET



View of Station Street

STATION STREET PLAZA

This plaza connects the W & OD Trail with Station Street and is activated by both retail and Arts uses. The Station Street ground floor retail, perfect for a restaurant, provides an excellent backdrop for the historic Herndon Town Hall and Train Station, and will enliven the square with outdoor seating.



PERSPECTIVE - ELDEN STREET

**ELDEN STREET PLAZA**

The Elden Street ground floor retail provides an opportunity for neighborhood serving retail, such as a coffee shop, bakery/deli, or small store, as well as a restaurant with outdoor cafe space that will draw people through the pedestrian street.



View of Elden Street

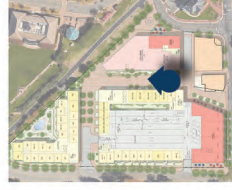


PERSPECTIVE - PEDESTRIAN STREET / ARTS WALK



**THE ARTS WALK**

This is the heart and life of the proposal. Here is an intimate and unique space; a street with a meandering landscaping, framed by the Arts Center on one side and loft units on the other, and picturesque bridges on both ends. Art displays and sculptures can be featured and the street itself can become outdoor space for the Arts Center activities; this is just the kind of place to serve the arts and the community well.



View of Arts Walk

RESPONSE TO REQUEST FOR PROPOSALS FOR  
 INVITATION FOR DETAILED PHASE PROPOSALS FOR HERNDON DOWNTOWN REDEVELOPMENT PROJECT  
 RP16-05 • Due: June 1, 2016 @ 4:00 pm EST

**COMSTOCK**



**ELEVATIONS - CENTER STREET**



**OVERALL CENTER STREET ELEVATION**



**A PARTIAL ELEVATION**



**B PARTIAL ELEVATION**



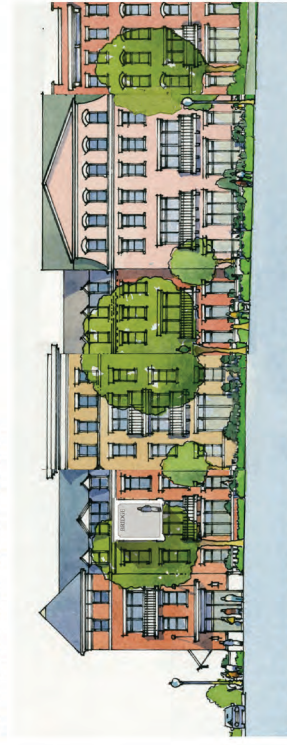
**ELEVATIONS - WASHINGTON & OLD DOMINION TRAIL**



**A W&OD TRAIL ELEVATION**



**B W&OD TRAIL ELEVATION**



**C PARTIAL VINE STREET ELEVATION (SIMILAR TO CENTER ST)**



*F. Provide the total square footage of the residential and non-residential construction, excluding the garage.*  
Please see the following page, Exhibit # 16.

**TABUATIONS**

GEA	Retail	Multifamily	Arts Center	Total
Block A		96,600 sf		96,600 sf
Block B	14,000 sf	159,600 sf		173,600 sf
Block C	3,600 sf	79,200 sf	18,000 sf	101,000 sf
<b>Total</b>	<b>17,800 sf</b>	<b>335,400 sf</b>	<b>18,000 sf</b>	<b>371,200 sf</b>

Parking	#	Multiplier	Spaces Req
Residential	281 DU	1.5 per DU	422
Retail	17.6k	3.3 per 1k	59
Arts Center	18k	3.3 per 1k	60
County Req			220
<b>Total</b>			<b>761</b>

Uses	Retail	Multifamily	Arts Center
Block A		104 DU	
Block B	14k	123 DU	
Block C	3.6k	54 DU	18k
<b>Total</b>	<b>17.6k</b>	<b>281 DU</b>	<b>18k</b>

Unit Mix	#	%
1 Bedroom	126	45%
1 Bed + Den	93	33%
2 Bedroom	57	20%
3 Bedroom	5	2%
<b>Total</b>	<b>281</b>	<b>100%</b>

*G. Provide details on construction materials for Art Center exterior and expected delivery of any systems that would be provided as part of the overall building of which Arts Center will be a part of, for example the locations of the loading dock and utilities.*

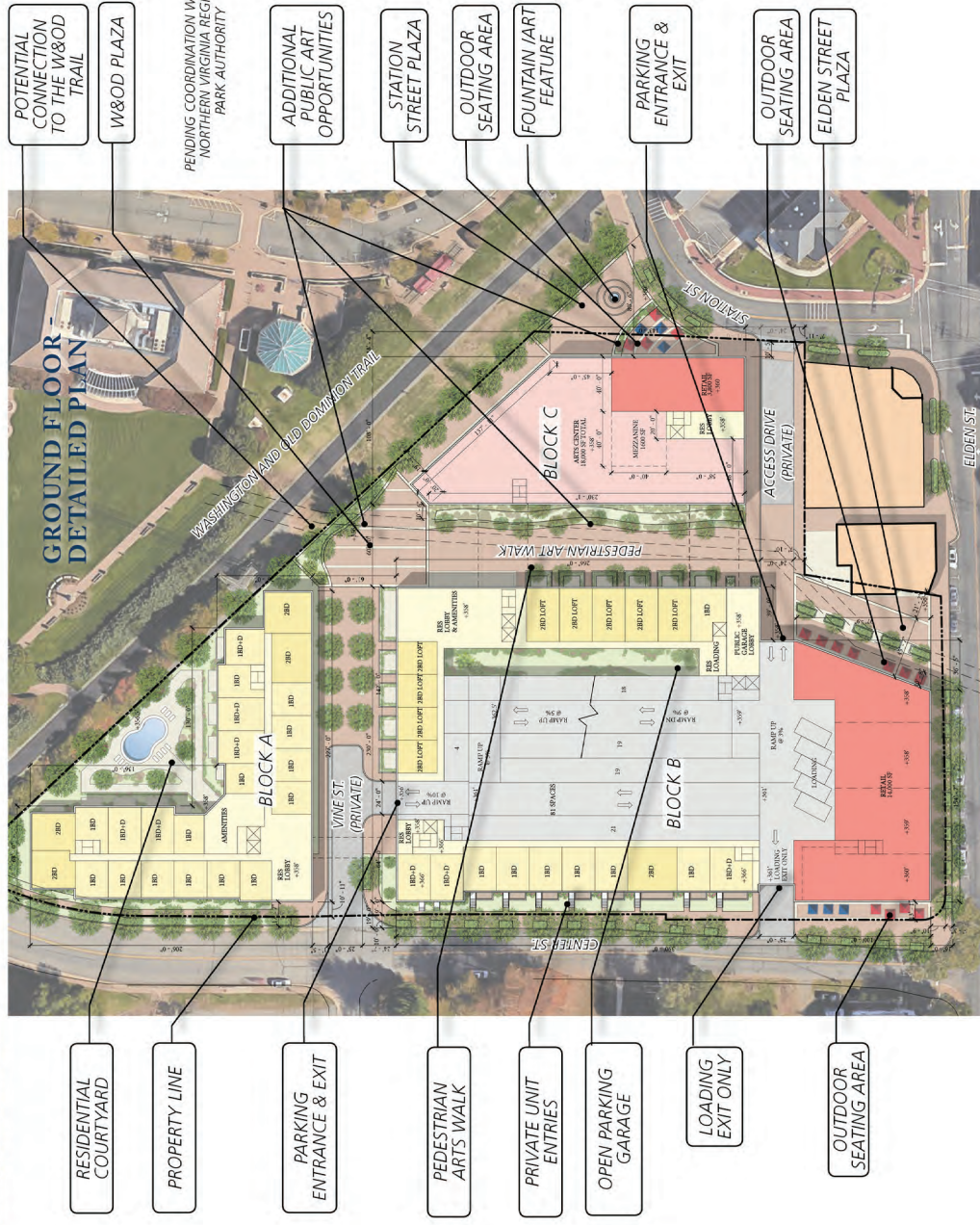
The Arts Center will be prominently located adjacent to Station Street and the W&OD Trail. It will be on the ground floor of Block C, which is a concrete podium structure with residential units above. The Arts Center will share the ground floor with retail space. The ceiling height of this floor will be approximately 20 feet. The facades of the Arts Center will consist of masonry walls, aluminum storefronts, and a canopy at the main entrance. The loading entrance for the Arts Center is anticipated to be on the private access drive off of Station Street. Both the storefront and loading area will be coordinated as part of the tenant fit-out scope for that space. Utility connections for the Arts Center will be located in underground vaults, located adjacent to the building, likely under the private access drive. The utility rooms for the Arts Center, such as main electric room and water pump room, will be located in partial basement level located under Block C. The main project loading area, provided in the garage of Block B, can be utilized by the Arts Center.



*H. Provide the dimensions for the floor area for the Arts Center.*

Please refer to Exhibit #'s 4, 6 and 16.

**FLOOR PLANS - DETAILED GROUND FLOOR**



**DYNAMIC MIX OF USES**

The building completes blocks and so responsibly forms the spaces of the surrounding streets.

- Block A, located north of Vine Street, is a 4 story, purely residential building. The building features a landscaped ground floor courtyard facing the W & OD Trail, and the building will also complement the residential character of Center Street. The building will connect to the parking garage through a small pedestrian bridge.

The area south of Vine Street is divided into two blocks, Block B to the west and Block C to the east, further reducing the scale of the development to complement the character of the Town.

- Block B includes the garage structure, which is primarily above grade with one level of below grade parking, and is wrapped by a residential liner on all sides. The liner along Center Street is 3 stories, with individual unit entries and English basements that are compatible with the homes on the other side of the street. The Elden Street frontage includes ground floor retail with 3 stories of residential above. The liner continues facing the new Pedestrian Street / Arts Walk and the north side along Vine Street, and features ground floor loft type units with high ceilings.
- Block C includes ground floor retail along Station Street. Around the corner, the Arts Center is located on and visible from the W&OD Trail; it also has frontage along the Pedestrian Street / Arts Walk. The building above the ground floor has 3 stories of residential, with a small landscaped courtyard and bridges connecting to the garage building to the west.

RESPONSE TO REQUEST FOR PROPOSALS FOR  
**INVITATION FOR DETAILED PHASE PROPOSALS FOR HERNDON DOWNTOWN REDEVELOPMENT PROJECT**  
 RP16-05 • Date: June 1, 2016 @ 4:00 pm EST

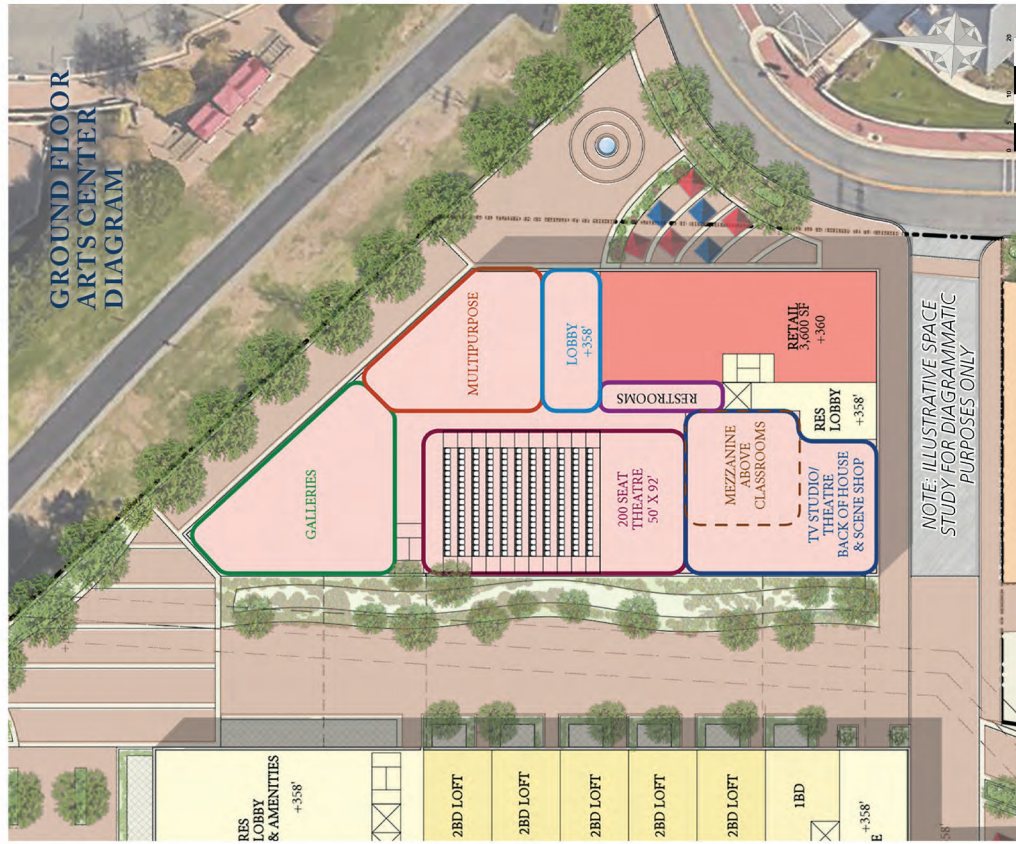


See full size exhibits in next tab

Exhibit  
 4



**FLOOR PLANS - GROUND FLOOR PLAN AND ARTS CENTER DIAGRAM**



**COMSTOCK**

INVITATION FOR DETAILED PHASE PROPOSALS FOR HERNDON DOWNTOWN REDEVELOPMENT PROJECT  
 RFP16-05 • Due: June 1, 2016 @ 4:00 pm EST  
 RESPONSE TO REQUEST FOR PROPOSALS FOR  
 Exhibit  
 6

See full size exhibits in next tab

**TABUATIONS**

GEA	Retail	Multifamily	Arts Center	Total
Block A		96,600 sf		96,600 sf
Block B	14,000 sf	159,600 sf		173,600 sf
Block C	3,600 sf	79,200 sf	18,000 sf	101,000 sf
<b>Total</b>	<b>17,800 sf</b>	<b>335,400 sf</b>	<b>18,000 sf</b>	<b>371,200 sf</b>

Parking	#	Multiplier	Spaces Req
Residential	281 DU	1.5 per DU	422
Retail	17.6k	3.3 per 1k	59
Arts Center	18k	3.3 per 1k	60
County Req			220
<b>Total</b>			<b>761</b>

Uses	Retail	Multifamily	Arts Center
Block A		104 DU	
Block B	14k	123 DU	
Block C	3.6k	54 DU	18k
<b>Total</b>	<b>17.6k</b>	<b>281 DU</b>	<b>18k</b>

Unit Mix	#	%
1 Bedroom	126	45%
1 Bed + Den	93	33%
2 Bedroom	57	20%
3 Bedroom	5	2%
<b>Total</b>	<b>281</b>	<b>100%</b>

*I. Provide estimated cost of construction and finishing of the public plazas and sidewalks, excluding the 12-foot wide public streetscapes along Center Street, Elden Street and Station Street. What exterior art features, fountains or other open space amenities are included in the proposal?*

The finish of the Vine Street pedestrian extension, the internal Arts Walk, and sidewalk along the W&OD trail will be a paver material matching the Town of Herndon standard streetscape pavers. The plazas will be a combination of concrete and pavers.

The public spaces will feature raised planters. The three plazas (Elden Street, Station Street, and Arts Walk/W&OD Trail intersection) will incorporate low walls at some of the perimeters.

The Station Street plaza design includes a fountain as well as an integrated art feature (as required by the zoning proffers).

The Arts Walk includes a linear landscape feature. All of the spaces present opportunity for public art of temporary and/or permanent nature. Comstock is committed to public arts programs, recognizing the value such installations play in place-making and community-building.

Please see Exhibit #17, located in the "confidential" section of this document (back) for an estimated detailed budget.



*J. Refrain from providing any drawings or photographs of facades or other features/enhancements that have not been included in the cost estimates or which are not being provided by the proposer. If such a feature is shown please clearly show/state that such feature is not in the actual cost estimates or that it will not be provided by the proposer if that is the case.*

This proposal complies with the foregoing request.

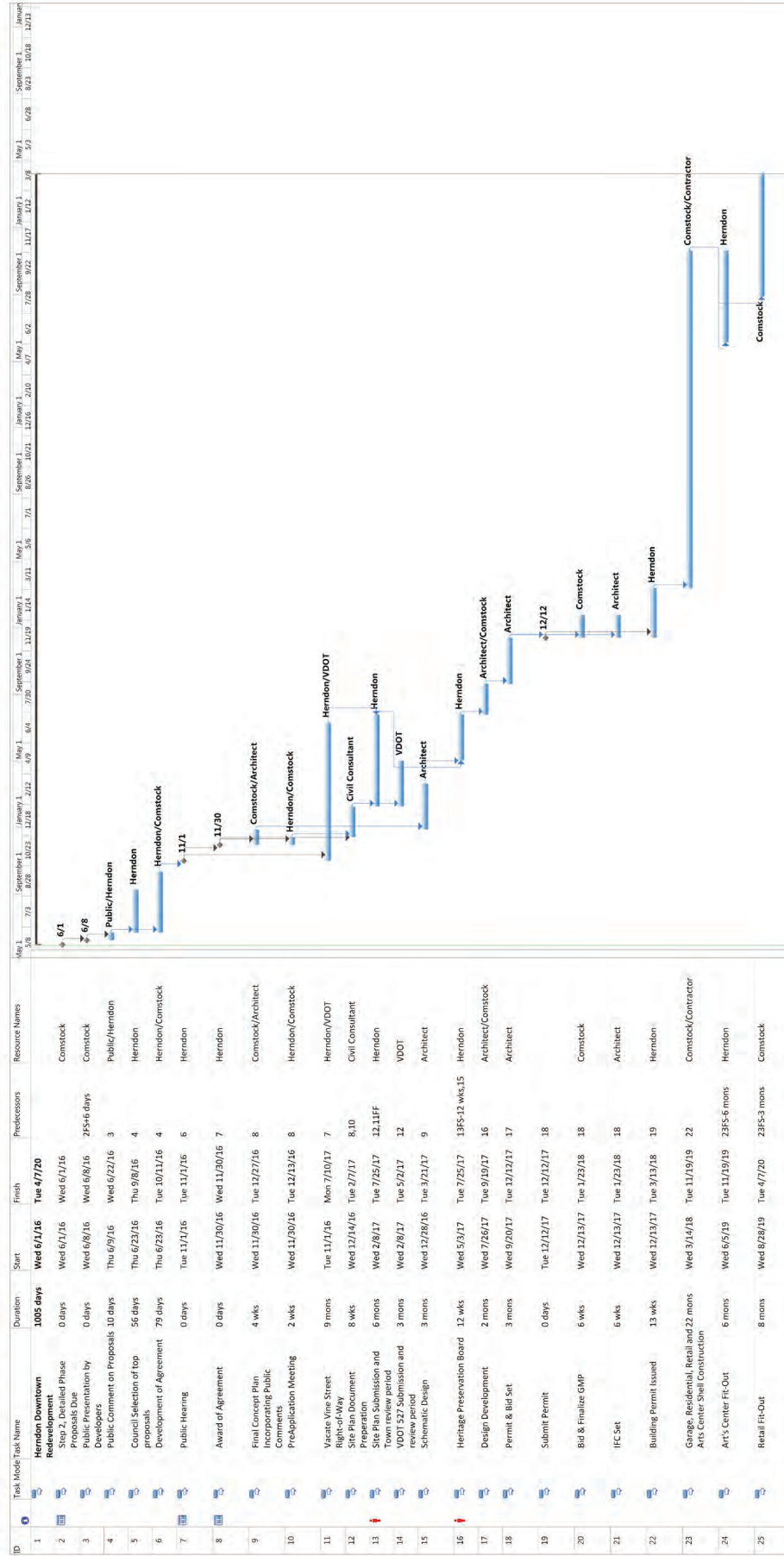


*K. Provide design schedule, indicating all public meetings and time for town review and comment on plan submissions. Describe method of accommodating public and town input.*

We anticipate that there will be public feedback to our proposal after the Public Presentation on June 8, 2016, and again after the Public Hearing in the Fall/Winter of 2016, prior to the Award of Agreement. Feedback accepted by the project team will be incorporated into the documents and issued as a Final Concept Plan four weeks after the Award of Agreement. That plan will be the basis for the subsequent Site Plan submission which will again be open to public review as it goes before the Architectural Review Board. Upon the final acceptance of the site plan, and in order to maintain the project schedule from that point on, public input will need to be complete. However, as a project stakeholder in the garage and Arts Center, Town of Herndon representatives will be invited to attend monthly progress meetings.

Please see the following page for Exhibit # 18, Preliminary Project Schedule.

# PRELIMINARY PROJECT SCHEDULE



Task: Herndon Downtown Redevelopment  
 Date: Tue 5/1/16

Summary: Summary, Project Summary, Inactive Task  
 Inactive Milestone: Inactive Milestone, Inactive Summary, Manual Task  
 Duration only: Duration only, Manual Summary Rollup, Manual Summary  
 Start only: Start only, External Milestone, External Task  
 Finish only: Finish only, External Task  
 Manual Progress: Manual Progress





*L. In your overall project schedule, indicate time for the plans to be reviewed and approved through the town's site plan review process.*

Exhibit #18 "Preliminary Project Schedule" shown under the previous tab reflects our understanding of a six-month review process.



*M. Relative to the public improvements, describe your method for tracking key performance and delivery items of the project, to include safety, quality, legal compliance, third party inspections, and acceptance of project elements by the town.*

The design, construction and delivery of the public improvements will be executed using industry-accepted best practices.

Design will be led by a project architect, supported by a variety of specialty sub-consultants including MEP and structural engineering firms. A parking consultant will be engaged to ensure that traffic flows efficiently through the garage and that the needs of the different user types are appropriately addressed.

Construction will be performed by a qualified general contractor under a GMP contract. The contractor will provide a QA/QC and safety programs for Owner review.

The design team will perform oversight of the project to maintain quality standards, and Comstock will also engage a testing and inspection firm to test materials used on the job. It is also likely that the project's lender will require a separate inspector to verify the standards of completion.

Lastly, Comstock will provide periodic progress reports to the Town of Herndon and designated representatives from the Town will be invited to participate in regular project meetings throughout the course of construction of the public improvements.

At the completion of construction, the design team and Owner will perform punch list inspections prior to acceptance to ensure that the finished product complies with the plans and specifications and industry standards. Upon the contractor's successful completion of the punch list and issuance of a Certificate of Occupancy, the public space will be turned over to The Town of Herndon.



*N. Describe any continuing roles in the operation of the project between the town and the developer/ultimate project management.*

As a unit owner, the Town will be a member of the condo association. In this capacity, it will have access to information regarding management of the project and a vote for, and opportunity to participate on the association's board of directors.

Because of the special nature of the Arts Center and the programmable outdoor plazas, the Town and the Association have the opportunity to collaborate on events and activities. The neighborhood's vibrancy, activation and overall success is codependent between Arts Herndon and this new residential/retail component. Comstock's management team and resident association would want to work closely with the Town and the Arts Center to enhance the existing schedule of events. Activities within the Arts Walk could compliment other ongoing activity or provide fillers for any gaps in schedules. Our experience with developing a sense of place in emerging neighborhoods will be useful even though we will be strengthening an existing community.



*O. Provide a list of the safety features and design details that were included in the cost estimate of the garage, such as safety features within the enclosed stairwells. Verify the following features are included in the cost of the garage:*

(1) Passive and active security features, such as stairwells with clear-glazed curtain walls, glass-enclosed elevators, no hidden corners, all areas well lit, and security cameras.

The garage will be built using a variety of features that will provide light and visibility to areas accessible by the public. Design will need to be advanced further to reveal specific elements. Cameras will be placed in locations that will support management efforts, and provide visibility. A design-build security firm will be engaged to consult on locations.

(2) Vandal-resistant high efficiency LED light fixtures.

LED light fixtures are assumed in the garage budget. No additional wire or cage trims are planned for each light fixture.

(3) Any other features unique to the facility that provide the expected quality level of the garage structure.

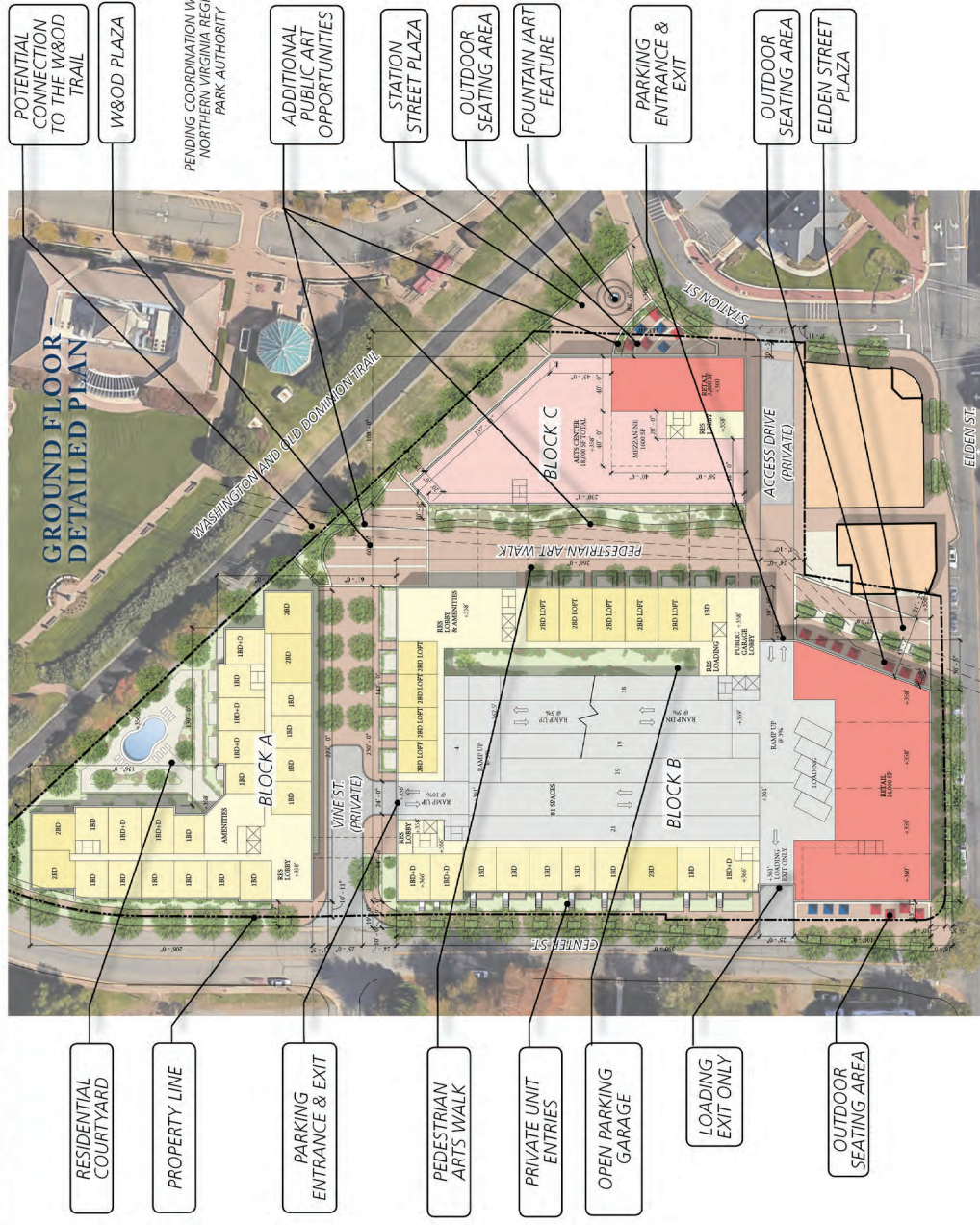
Garage technology is advancing, and we are continually exploring new concepts that will make the use of our garages safer and more convenient for users. Prior to completion of this garage, we expect to research and implement new features that are currently in the testing stage. Some new (and not-so-new) ideas that we will be looking at are: electric car charging stations, car-share services, digital signboards showing transit options, and the like.





*P. Provide garage floor plans showing arrangement of drive aisles, access points and parking space lay-out.*  
Please see Exhibit #'s 4, 5, 6, 7, 8 and 9.

**FLOOR PLANS - DETAILED GROUND FLOOR**



**DYNAMIC MIX OF USES**

The building completes blocks and so responsibly forms the spaces of the surrounding streets.

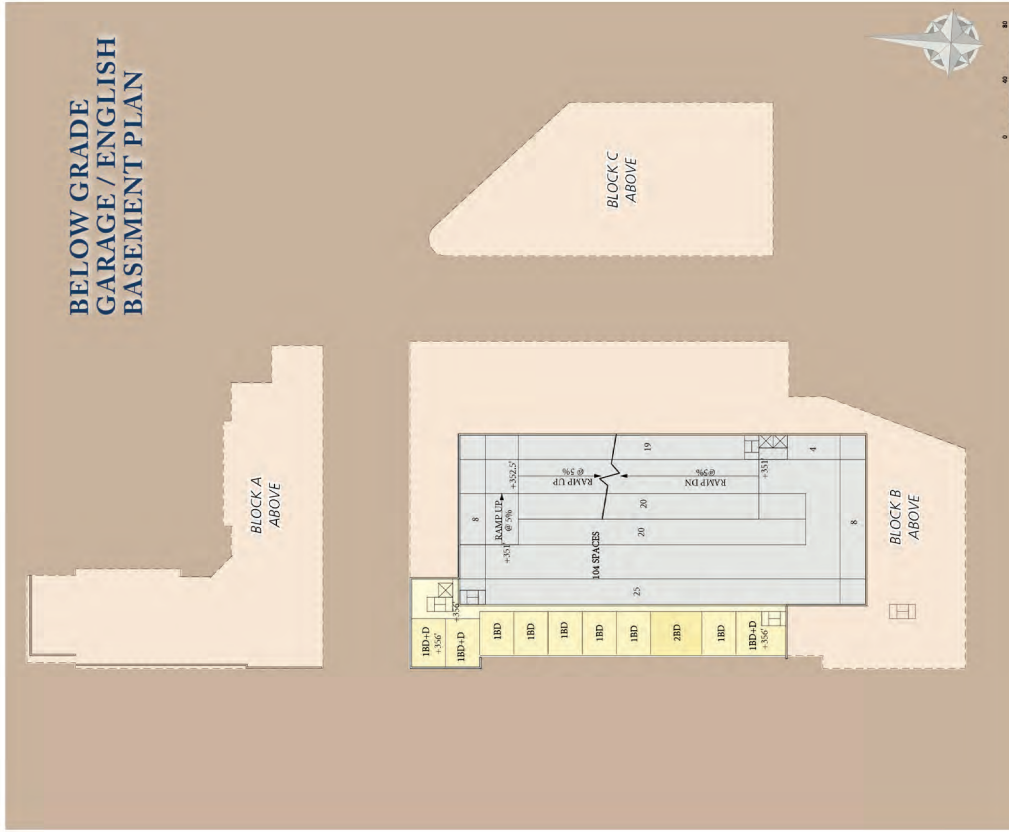
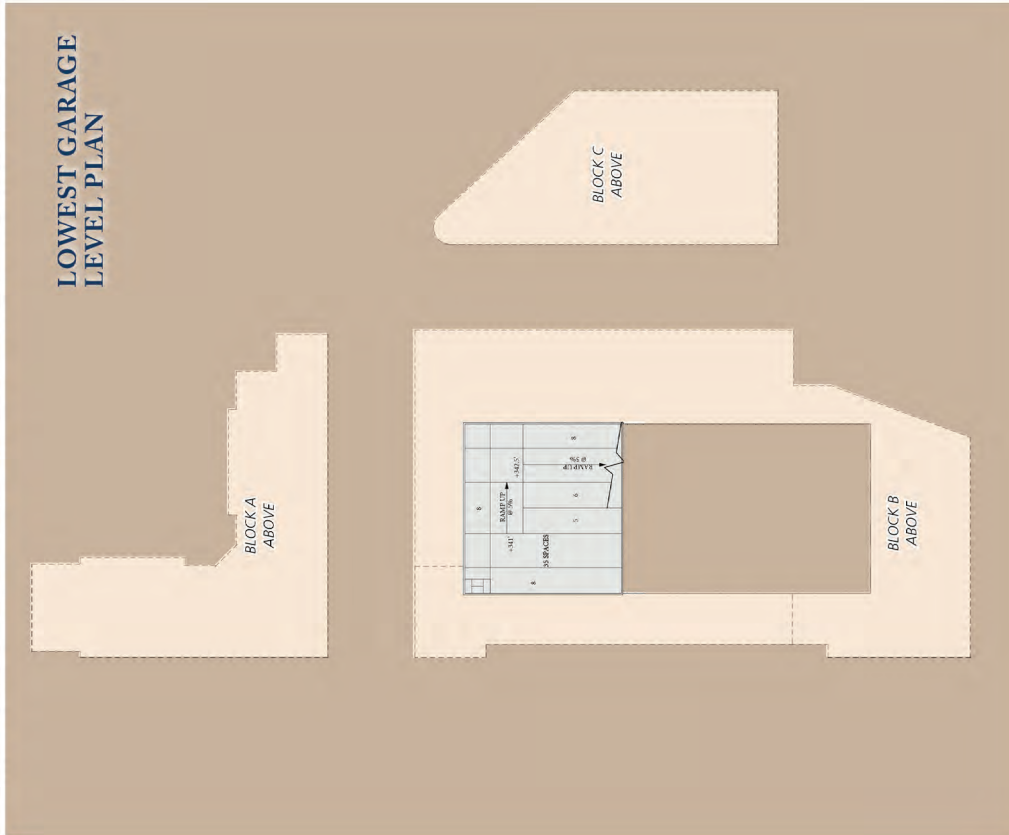
- Block A, located north of Vine Street, is a 4 story, purely residential building. The building features a landscaped ground floor courtyard facing the W & OD Trail, and the building will also complement the residential character of Center Street. The building will connect to the parking garage through a small pedestrian bridge.

The area south of Vine Street is divided into two blocks, Block B to the west and Block C to the east, further reducing the scale of the development to complement the character of the Town.

- Block B includes the garage structure, which is primarily above grade with one level of below grade parking, and is wrapped by a residential liner on all sides. The liner along Center Street is 3 stories, with individual unit entries and English basements that are compatible with the homes on the other side of the street. The Eiden Street frontage includes ground floor retail with 3 stories of residential above. The liner continues facing the new Pedestrian Street / Arts Walk and the north side along Vine Street, and features ground floor loft type units with high ceilings.
- Block C includes ground floor retail along Station Street. Around the corner, the Arts Center is located on and visible from the W&OD Trail; it also has frontage along the Pedestrian Street / Arts Walk. The building above the ground floor has 3 stories of residential, with a small landscaped courtyard and bridges connecting to the garage building to the west.



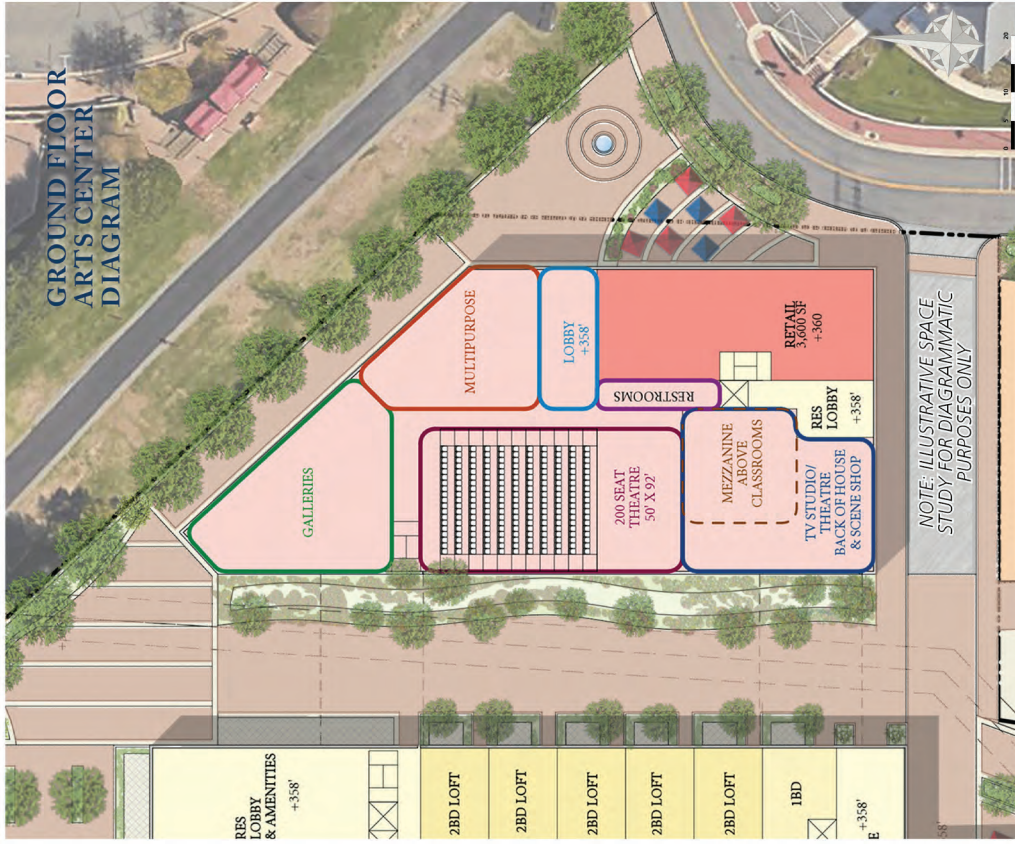
**FLOOR PLANS - BELOW GRADE GARAGE/ENGLISH BASEMENT PLANS**



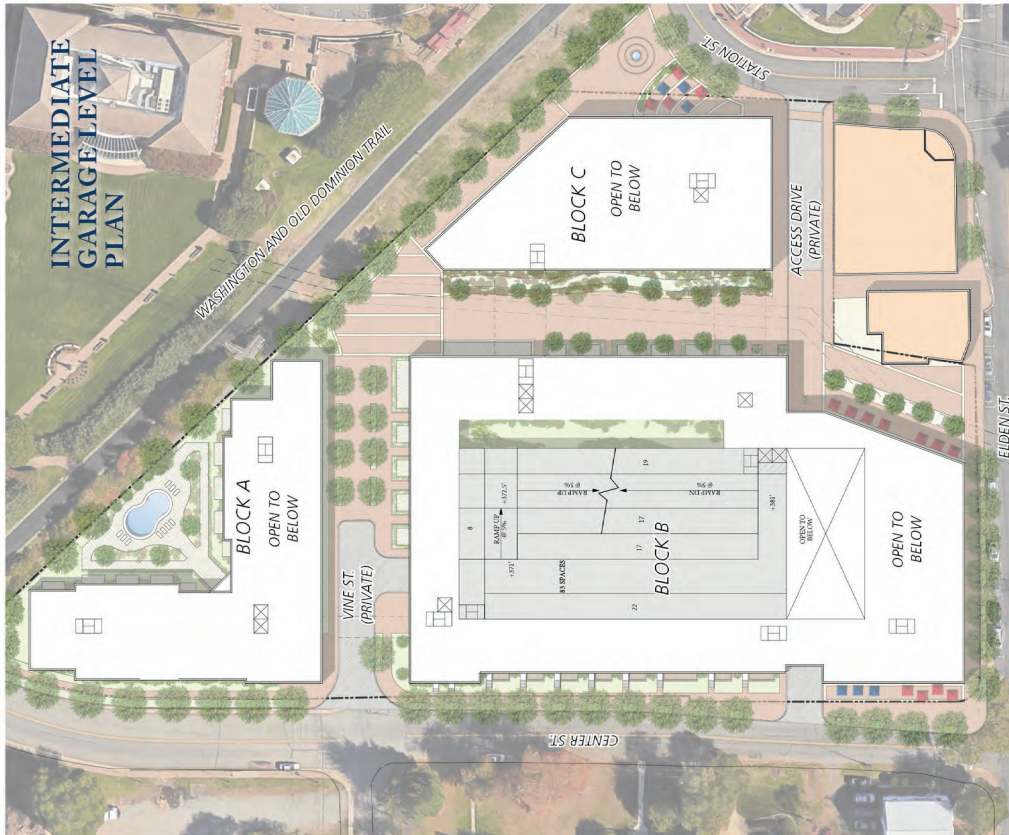
COMSTOCK  
 INVITATION FOR DETAILED PHASE PROPOSALS FOR HERNDON DOWNTOWN REDEVELOPMENT PROJECT  
 RESPONSE TO REQUEST FOR PROPOSALS FOR  
 RFP16-05 • Due: June 1, 2016 @ 4:00 pm EST  
 Exhibit 5

See full size exhibits in next tab

FLOOR PLANS - GROUND FLOOR PLAN AND ARTS CENTER DIAGRAM



**FLOOR PLANS - INTERMEDIATE GARAGE LEVEL & SECOND FLOOR PLANS**



**COMSTOCK**

RESPONSE TO REQUEST FOR PROPOSALS FOR  
**INVITATION FOR DETAILED PHASE PROPOSALS FOR HERNDON DOWNTOWN REDEVELOPMENT PROJECT**  
 RFP16-05 • Due: June 1, 2016 @ 4:00 pm EST

See full size exhibits in next tab

**FLOOR PLANS - THIRD & FOURTH FLOOR PLANS**



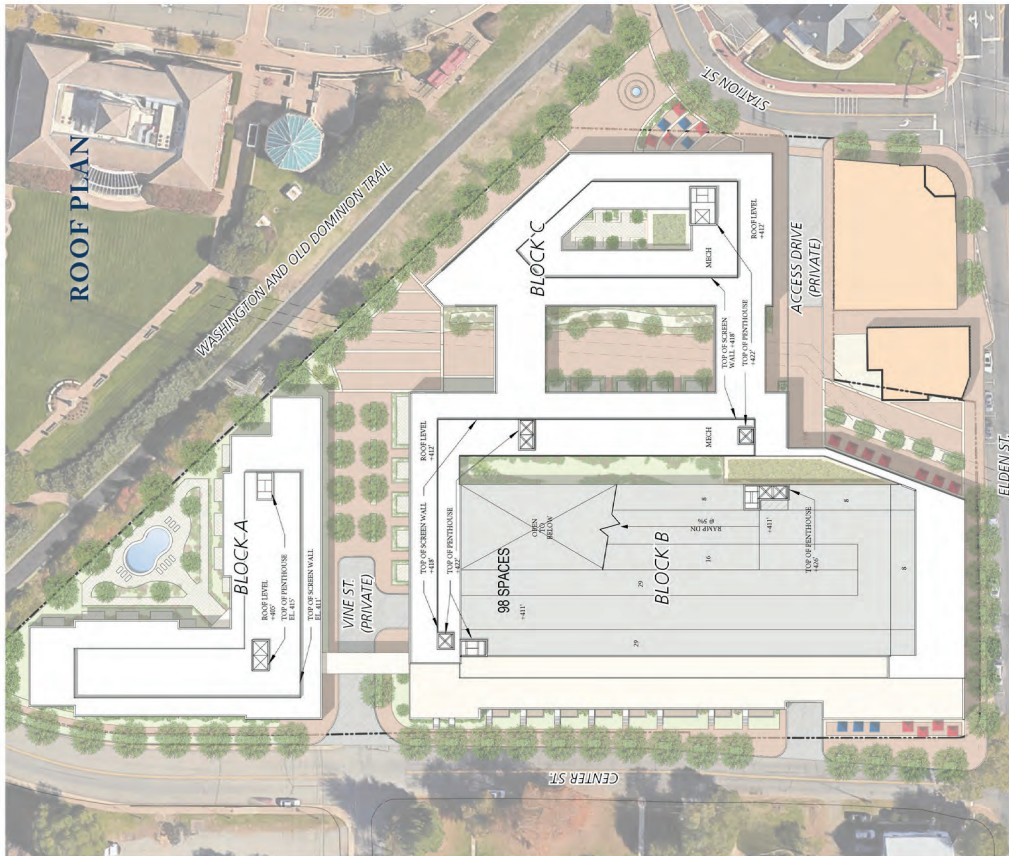
**COMSTOCK**

RESPONSE TO REQUEST FOR PROPOSALS FOR  
 INVITATION FOR DETAILED PHASE PROPOSALS FOR HERNDON DOWNTOWN REDEVELOPMENT PROJECT  
 RFP16-05 • Due: June 1, 2016 @ 4:00 pm EST

Exhibit  
8

See full size exhibits in next tab

**FLOOR PLANS - ROOF PLAN**



RESPONSE TO REQUEST FOR PROPOSALS FOR  
**INVITATION FOR DETAILED PHASE PROPOSALS FOR HERNDON DOWNTOWN REDEVELOPMENT PROJECT**  
 RFP16-05 • Due: June 1, 2016 @ 4:00 pm EST

See full size exhibits in next tab

**COMSTOCK**





*Q. Provide design basis and materials/finishes that will provide the town's expected 60-year life expectancy and provide for limited maintenance for the parking garage. What assurances and warranties will be provided as to the facility's expected life-span?*

The Garage structure will be designed to meet or exceed a 60-year life expectancy. The parking garage will be constructed as a Double-T precast concrete structure. It will have an integrated ventilation system (fans) to maintain required fresh air levels. Industry appropriate materials, such traffic coating, concrete admixtures and epoxy coated rebar will be incorporated into the design as needed to meet the life expectancy.



*R. Outline the estimated tax benefits of the project to the town and County and the assumptions on which the amounts given are based in more depth and detail than provided in your original Step 1 Initial Proposal provided in response to the RFP.*

Answer to be found in Comstock Proprietary Response to Detailed Proposal Questions, with detail to be found in Exhibit #20 in same section.



*S. Would you be willing to consider reversion back to the town of the town's property that is subject to transfer to you under your proposal in the event of a substantial default by you, such as failure to complete the project, including private development, in a timely manner? If so, under what circumstances and under what terms and conditions?*

We would prefer to have the Town continue to hold title to the property and deliver the deed at the closing on construction financing, immediately prior to commencement of construction. This is a more simple means to protect the Town's interest during the design phase. In the event of a default during this initial stage which continues beyond the applicable notice and cure period, the Town's straightforward remedy is to terminate the Comprehensive Agreement.

During construction, intercreditor agreements among the construction lender, the Town and Comstock will provide the rights and remedies of each in the event of a material Comstock default. In our experience, the lender is going to require that the Town permit the lender to step in and complete construction (subject to a continuing obligation to deliver the Arts Center unit and parking) in order to protect its collateral. If the lender elects not to proceed, the Town would then have the opportunity to step in. Whether the means to protect the Town's interests until completion of construction entails a reversionary right, a ground lease, special declarant rights under the condo regime or another form has not yet been determined. We anticipate vetting this issue more fully following selection of Comstock as the best bidder, so that the final Comprehensive Agreement will accurately reflect market-appropriate terms that the Town and the capital markets are willing to accept.



*T. The town has some concerns that the financial terms for transfer of the property proposed may not reflect the property's full value. What, if anything, would you do to address those concerns?*

Answer to be found in Comstock Proprietary Response to Detailed Proposal Questions, with detail to be found in Exhibit #20 in same section.





*U. As requested in Step 1- Initial Proposals, please describe in detail your transition plan for the public shared parking program and the relocation of Art Space within the development schedule of this project.*

Answer to be found in Comstock Proprietary Response to Detailed Proposal Questions, with detail to be found in Exhibit #20 in same section.



*V. Provide with your detailed-phase proposal a proposed term sheet for a Comprehensive Agreement to be entered into between you and the town outlining all material terms. Include all of the following:*

- (1) The name of the entity that would be entering into the Comprehensive Agreement with the town.
- (2) The names of the persons who would be guaranteeing the performance of the entity, such as a parent company, affiliates, or individual members/ owners.
- (3) The guarantees to be provided by the guarantors. Any proposed limitations on the guarantees.
- (4) The security (bonds, letters of credit) that you would provide to secure performance of the completion of all public aspects of the project (public parking, Arts Center, public amenities). The security or guarantees you would provide to secure performance of the private portions and phases of the project.
- (5) The conceptual design and standards/outline specifications to which the parking garage would be built. The conceptual design and standards/outline specifications to which the building housing the Arts Center would be built. Include lists of major materials to be used for each.
- (6) The procedures by which, and the criteria under which, the town would review and approve plans and specifications for the parking garage and the Arts Center.
- (7) The rights the town would have to inspect the project to ensure compliance with the Comprehensive Agreement.
- (8) Terms for closing on your acquisition of the town property and any conditions to closing.
- (9) Insurance that you and your designers and contractors would maintain.
- (10) Your obligations to ensure proper management, safety, use, and maintenance for the project, your plan to do so, and your facilitation of the town's monitoring of your performance of these obligations.
- (11) What payments or consideration, if any, you will make or convey to the town and when.
- (12) How the public portions of the project would be implemented if you default.
- (13) The terms and conditions under which the town will contribute financial resources, if any, for the project, including without limitation the timing for the payments.
- (14) Any conditions under which the town's financial contribution would increase, if any, including without limitation, due to increases in construction costs for any reason.
- (15) The legal structure and terms of any condominium, property owners' association, maintenance agreement, or similar regime to which the entire project, or portions thereof, would be subject, including without limitation, the portion that the town will own.
- (16) Any lender requirements by your lenders that would impact the town's interests.
- (17) Any conditions precedent to any of your obligations under the Comprehensive Agreement.
- (18) The process for ensuring that the Art Center shell that you provide has adequate utilities, conduit, configuration, etc., to meet the Art Center's program requirements and facilitate an economical and efficient build-out.
- (19) The persons with whom you would enter into significant agreements ancillary to the comprehensive agreement and a description of those agreements.
- (20) The types of ancillary agreements the town would necessarily need to enter into in order to implement the project as contemplated by the Comprehensive Agreement.
- (21) The warranties that would apply to any construction in which the town would hold an ownership interest.
- (22) Town responsibilities going forward as to project-wide operating costs, such as maintenance, snow removal, landscaping, etc.
- (23) Whether any deposits would be paid toward purchase of town real estate, and if so the timing, amounts and conditions applicable.

Answer to be found in Comstock Proprietary Response to Detailed Proposal Questions, with detail to be found in Exhibit #20 in same section.



# RESPONSE TO REQUEST FOR PROPOSALS FOR INVITATION FOR DETAILED PHASE PROPOSALS FOR HERNDON DOWNTOWN REDEVELOPMENT PROJECT

RFP 16-05 | Due: June 1, 2016 @ 4:00pm EST



COMSTOCK



## SITE CONTEXT



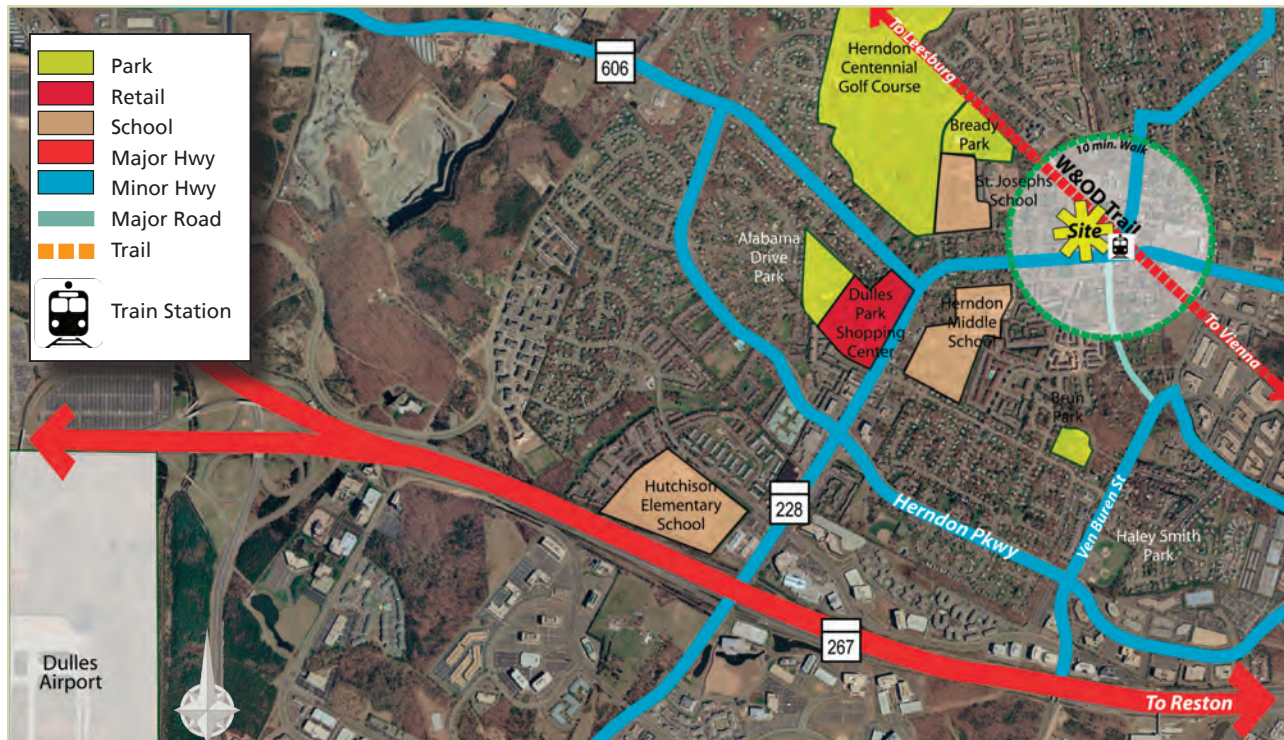
Existing Site

## HERNDON, VA

The site is situated within the dozen or so blocks which make up the core proper of the Town. City Hall is one block east on Elden. The south face fronts directly onto Elden Street, the main street in Herndon; Center Street lies to the west, and the Washington & Old Dominion Trail (W&OD) and Station Street lies to the east. Across the W&OD to the north lies the new County Municipal Building and Public Library.

The W&OD Trail is one of the great amenities of the Town. The railroad discontinued service in 1968 and the tracks have given way to power lines and the regional trail system. Today, the Washington & Old Dominion Trail (W&OD) is one of the most successful and popular weekend recreational trails in the area.

This proposal is consistent with good, smart, attractive, town growth, combining mixed-use/contextual development with civic, residential, and commercial uses. The design proposes a lively public realm that will encourage urban, outdoor activity. The pedestrian-scaled spaces help to create an authentic 'place', framed by architecturally significant structures and a mix of uses. Each public space is interconnected by a small-scale street framework, such as the Pedestrian Street/Arts Walk. This offers a development that is nestled into the contextual fabric, enhancing the historic character and heritage of the Town of Herndon.



The Washington & Old Dominion Trail Map

**SITE PHOTOS**



Existing Site Photo at Station Street and W&OD Trail



Existing Site Photo looking west into site from Station Street



Existing Site Photo looking west along Elden Street



Existing Site Photo at Center Street & Vine Street



SITE CONTEXT PHOTOS



Corner of Station Street and Elden Street



Outdoor seating between restaurants on Elden Street



Northwest corner of Center Street and Vine Street



View east along Elden Street



Northwest corner of Center Street and Vine Street

**DOWNTOWN HERNDON PHOTOS**



Retail Storefront at Station Street and Pine Street



View east at Washington & Old Dominion Trail & Center Street



Historic Herndon Town Hall



Multifamily building at Center Street & Fortnightly Blvd



Townhomes at Center Street & Fortnightly Blvd



Retail along Center Street

# SITE PLAN



## PLACE AND CONNECTIVITY

The plan seeks to build on the wonderful place that is the center of Herndon. This proposal seeks to make a building ensemble that is a good neighbor to the surrounding development and helps complete the picture of the Town Center envisioned in the Master Plan.

The Concept Plan forms a number of unique streets and spaces.

- **Pedestrian Street / Arts Walk** - Here is an intimate and unique space--a street with a meandering landscaping, framed by the Arts Center on one side and loft units on the other, with picturesque bridges on both ends. Art displays and sculptures can be featured and the street itself can become outdoor space for the Arts Center activities; this is just the kind of place to serve the arts and the community well.
- **Station Street Public Open Space** – This plaza connects the W&OD Trail with Station Street and is activated by both retail and Arts uses. The Station Street ground floor retail, perfect for a restaurant, provides an excellent backdrop for the historic Herndon Town Hall and Train Station, and will enliven the square with outdoor seating.
- **Elden Street Plaza and Retail Storefront**– The Elden Street ground floor retail provides an opportunity for neighborhood serving retail, such as a coffee shop, bakery/deli, or small store, as well as a restaurant with outdoor café space that will draw people through the pedestrian street.

- - - Arts Walk



**SITE PLAN**



**PLACE AND CONNECTIVITY**

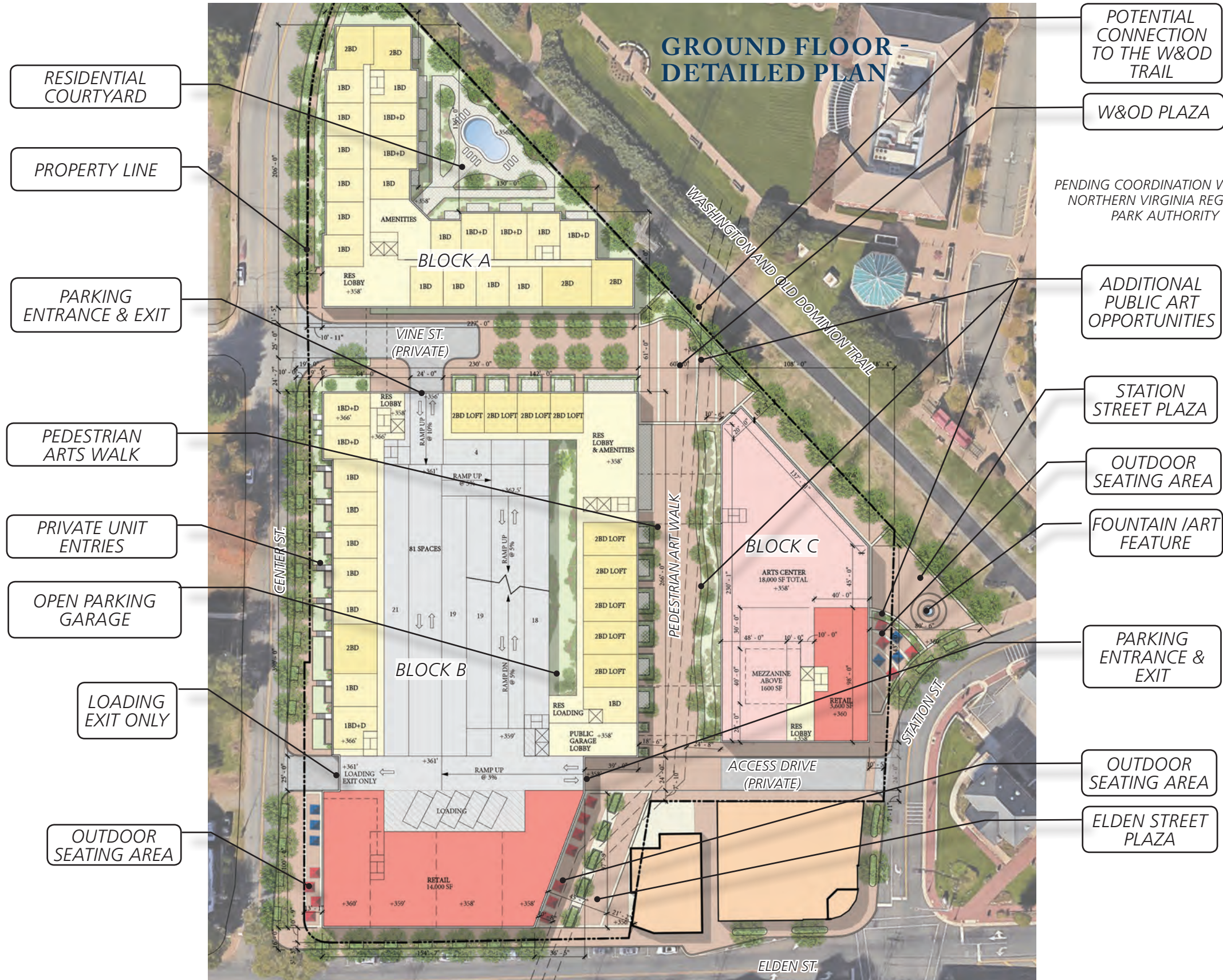
The plan seeks to build on the wonderful place that is the center of Herndon. This proposal seeks to make a building ensemble that is a good neighbor to the surrounding development and helps complete the picture of the Town Center envisioned in the Master Plan.

- Pedestrian Connection
- Vehicular Connection



# FLOOR PLANS - DETAILED GROUND FLOOR

## GROUND FLOOR - DETAILED PLAN



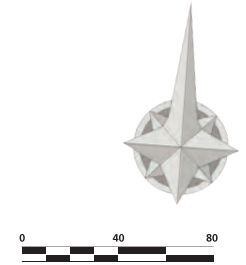
### DYNAMIC MIX OF USES

The building fabric completes blocks and so responsibly forms the spaces of the surrounding streets.

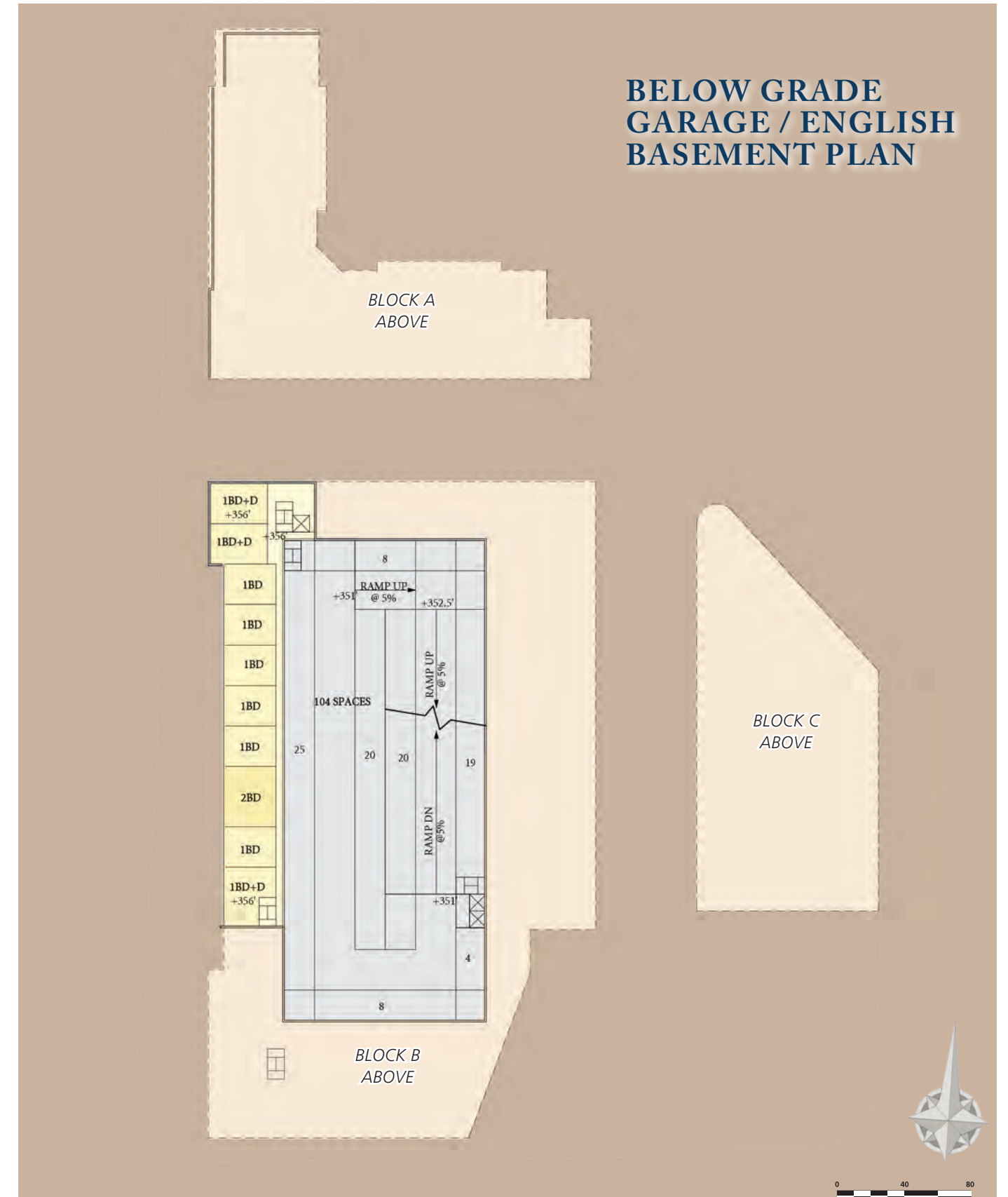
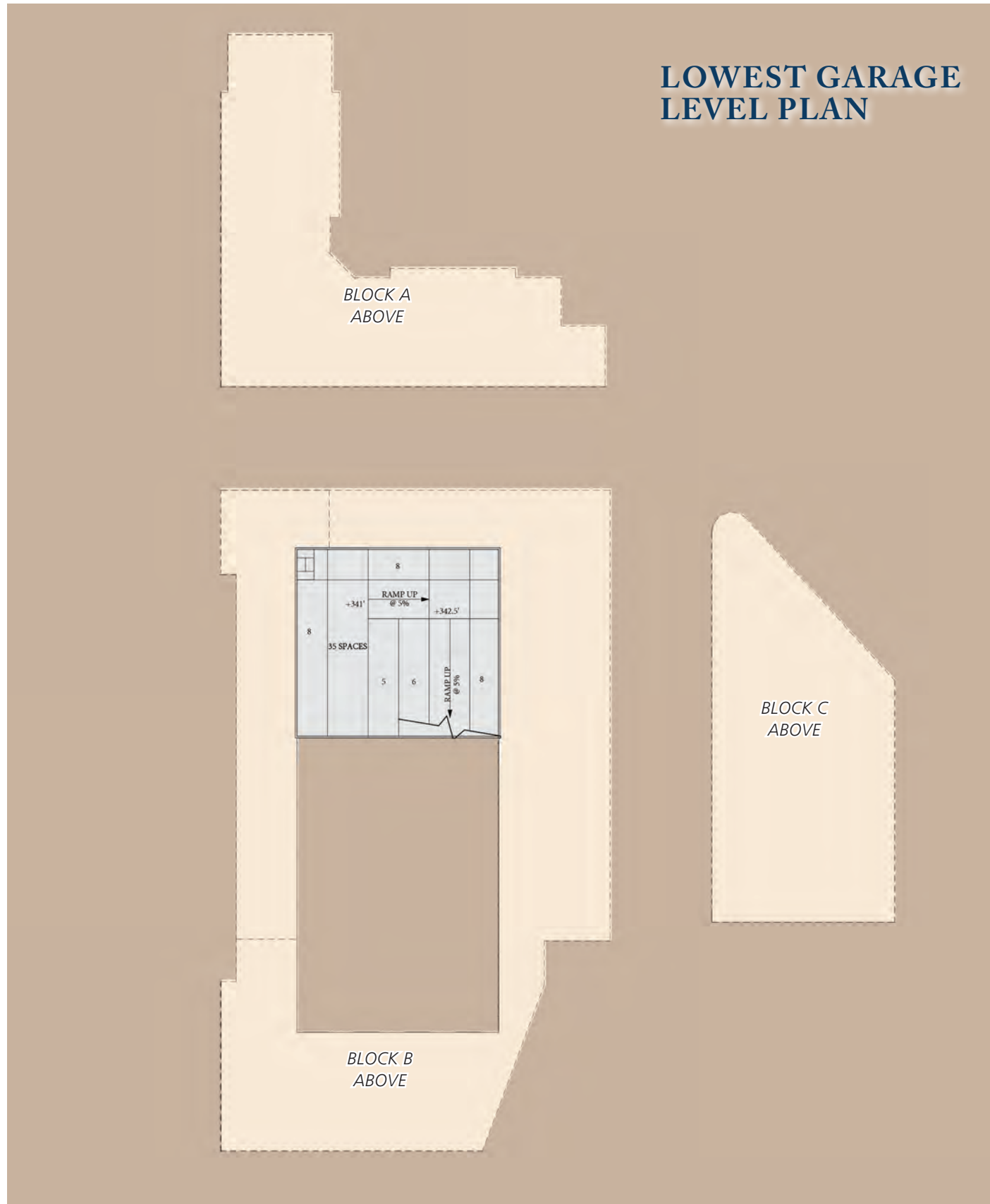
- Block A, located north of Vine Street, is a 4 story, purely residential building. The building features a landscaped ground floor courtyard facing the W & OD Trail, and the building will also complement the residential character of Center Street. The building will connect to the parking garage through a small pedestrian bridge.

The area south of Vine Street is divided into two blocks, Block B to the west and Block C to the east, further reducing the scale of the development to compliment the character of the Town.

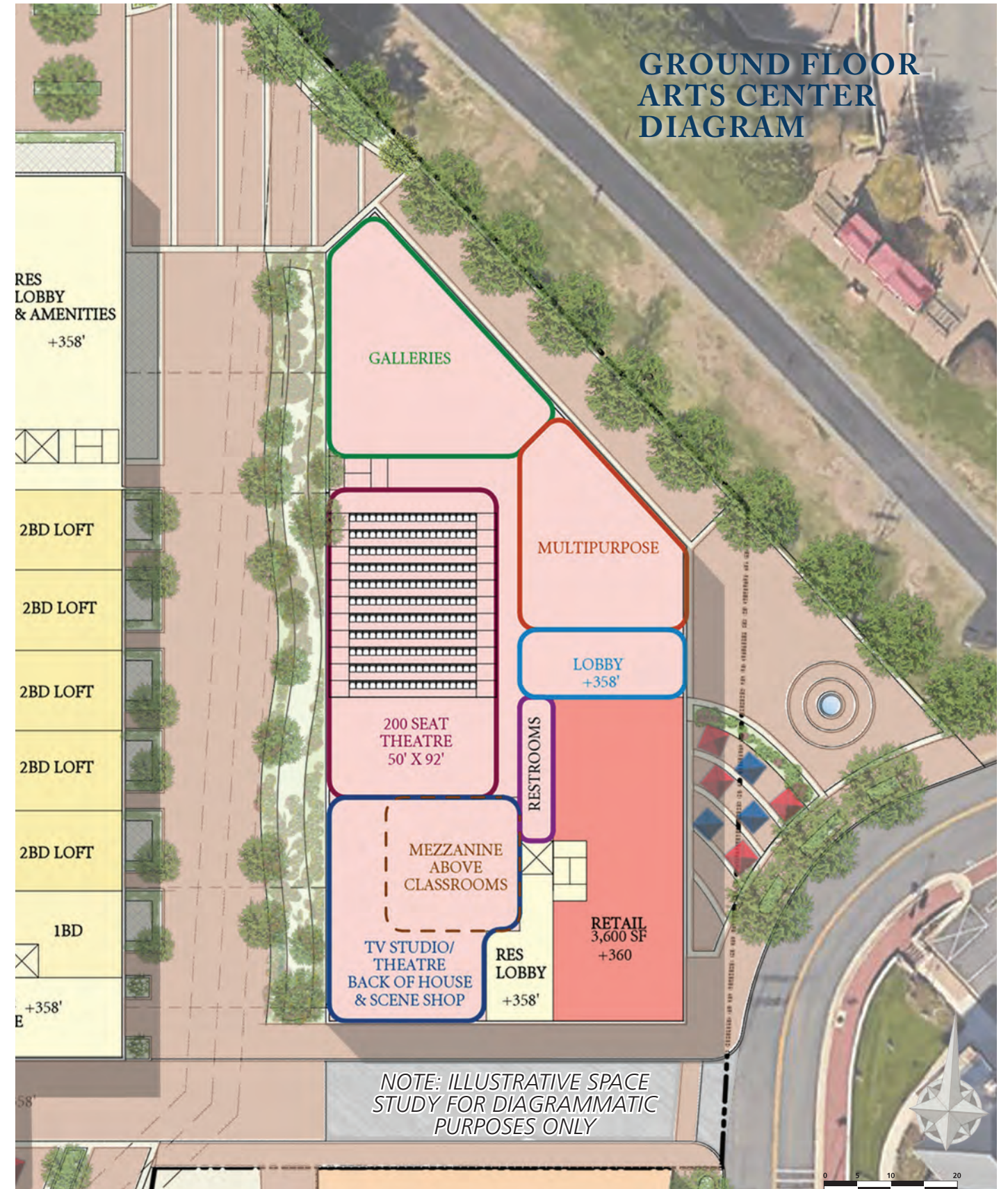
- Block B includes the garage structure, which is primarily above grade with one level of below grade parking, and is wrapped by a residential liner on all sides. The liner along Center Street is 3 stories, with individual unit entries and English basements that are compatible with the homes on the other side of the street. The Elden Street frontage includes ground floor retail with 3 stories of residential above. The liner continues facing the new Pedestrian Street / Arts Walk and the north side along Vine Street, and features ground floor loft type units with high ceilings.
- Block C includes ground floor retail along Station Street. Around the corner, the Arts Center is located on and visible from the W&OD Trail; it also has frontage along the Pedestrian Street / Arts Walk. The building above the ground floor has 3 stories of residential, with a small landscaped courtyard and bridges connecting to the garage building to the west.



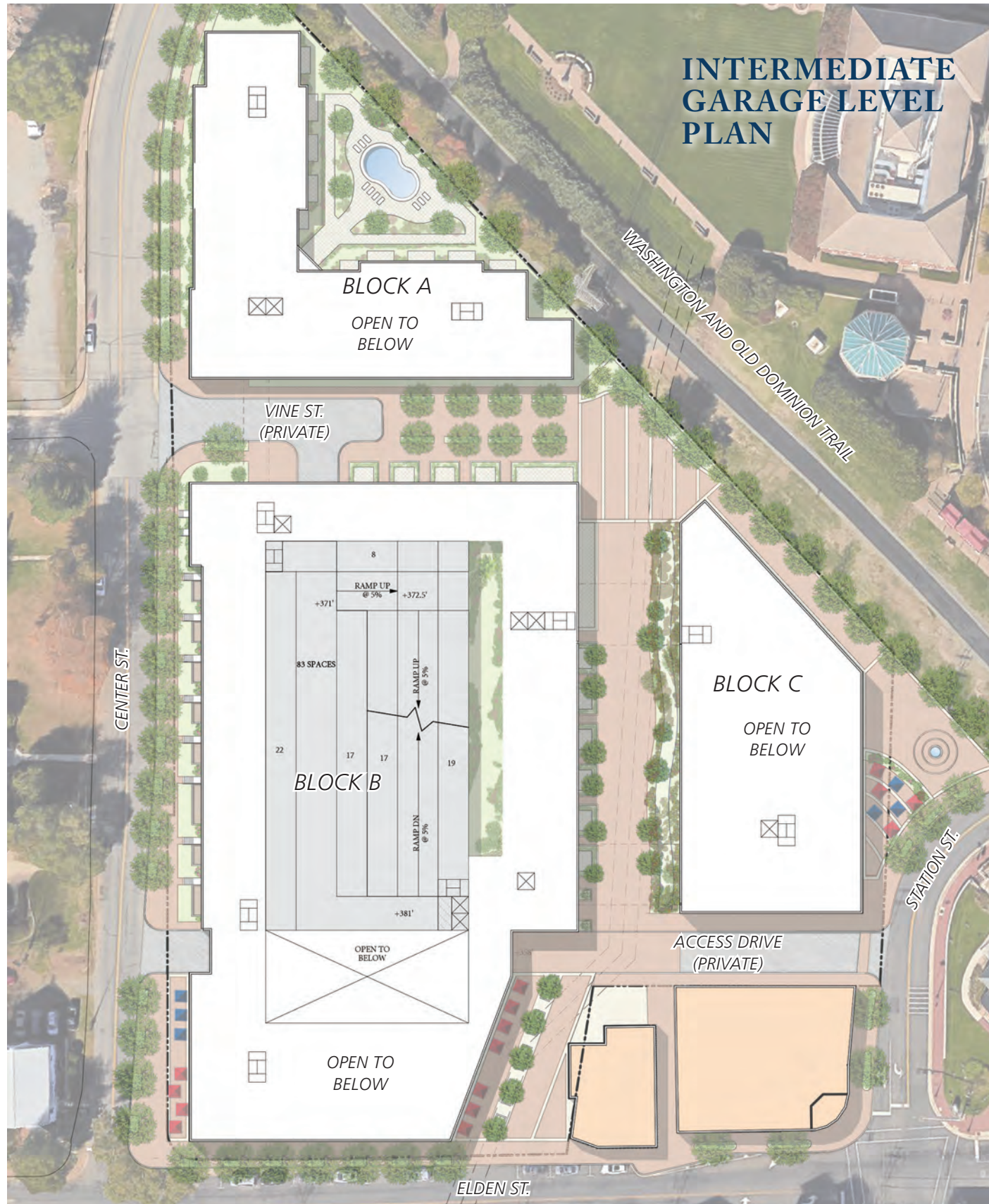
**FLOOR PLANS - BELOW GRADE GARAGE/ENGLISH BASEMENT PLANS**



**FLOOR PLANS - GROUND FLOOR PLAN AND ARTS CENTER DIAGRAM**

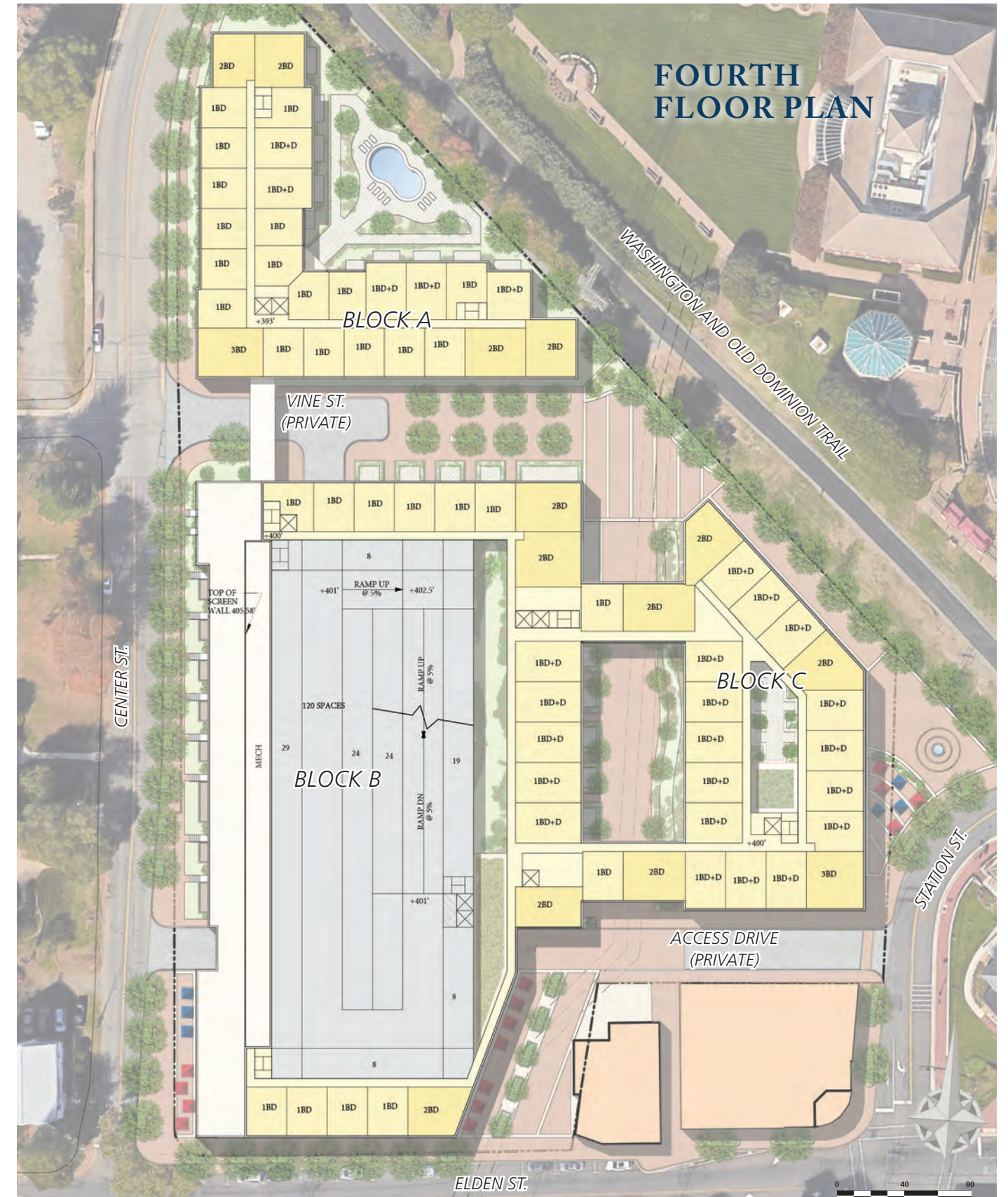


**FLOOR PLANS - INTERMEDIATE GARAGE LEVEL & SECOND FLOOR PLANS**

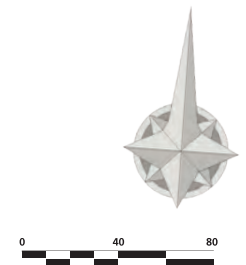
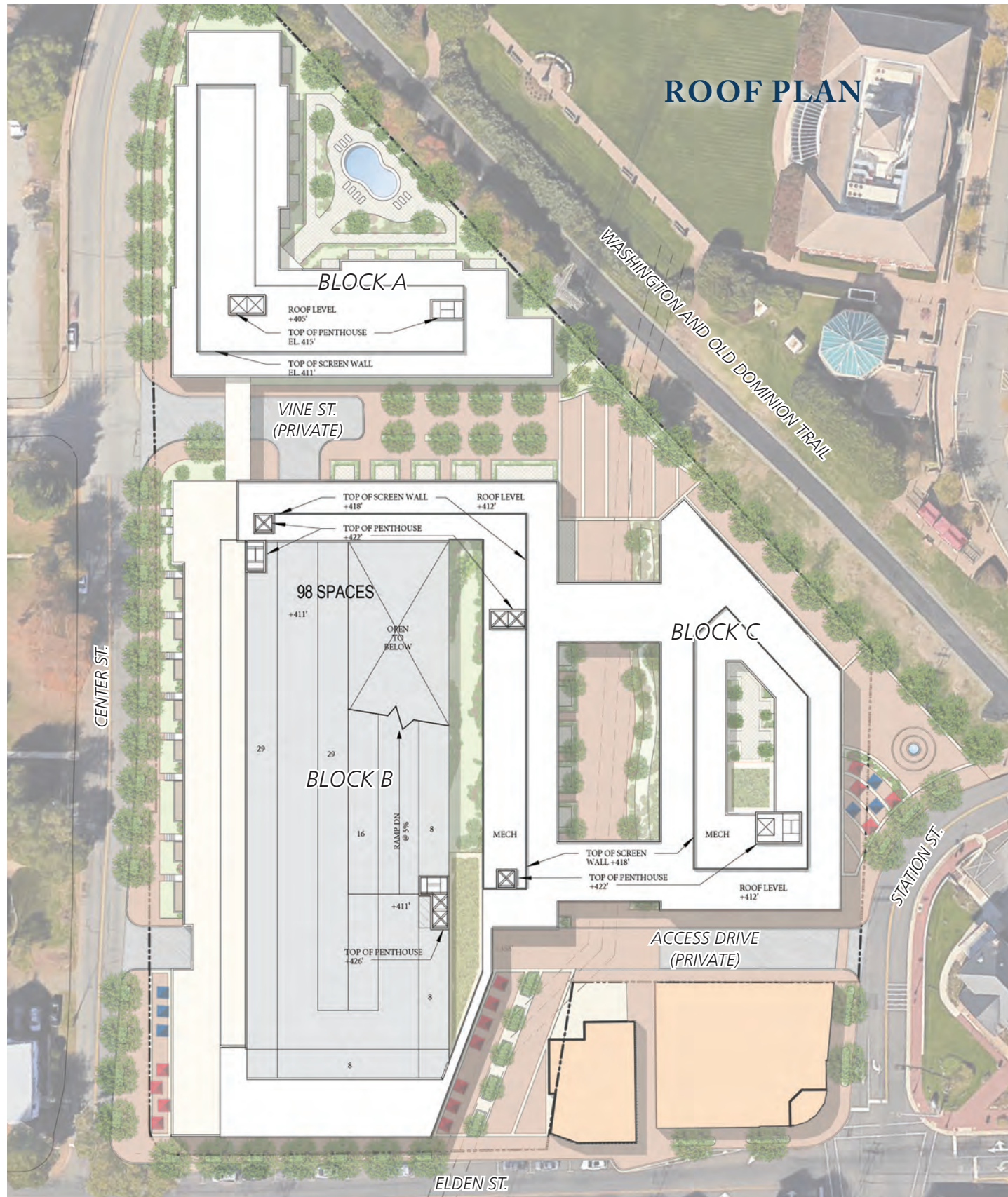




**FLOOR PLANS - THIRD & FOURTH FLOOR PLANS**



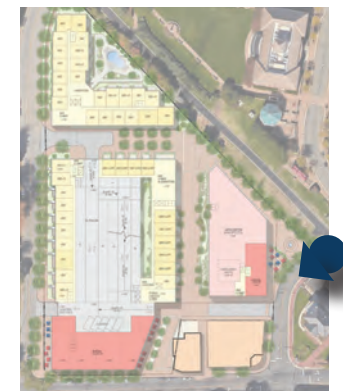
**FLOOR PLANS - ROOF PLAN**





### STATION STREET PLAZA

This plaza connects the W & OD Trail with Station Street and is activated by both retail and Arts uses. The Station Street ground floor retail, perfect for a restaurant, provides an excellent backdrop for the historic Herndon Town Hall and Train Station, and will enliven the square with outdoor seating.



View of Station Street

### ELDEN STREET PLAZA

The Elden Street ground floor retail provides an opportunity for neighborhood serving retail, such as a coffee shop, bakery/deli, or small store, as well as a restaurant with outdoor café space that will draw people through the pedestrian street.



View of Elden Street





### THE ARTS WALK

This is the heart and life of the proposal. Here is an intimate and unique space; a street with a meandering landscaping, framed by the Arts Center on one side and loft units on the other, and picturesque bridges on both ends. Art displays and sculptures can be featured and the street itself can become outdoor space for the Arts Center activities; this is just the kind of place to serve the arts and the community well.



View of Arts Walk

# ELEVATIONS - CENTER STREET



OVERALL CENTER STREET ELEVATION



A PARTIAL ELEVATION



B PARTIAL ELEVATION



**ELEVATIONS - WASHINGTON & OLD DOMINION TRAIL**

- FIBER CEMENT OR FRP TRIM
- BRICK
- METAL RAILINGS
- MASONRY
- ALUMINUM STOREFRONT



**A W&OD TRAIL ELEVATION**

- FIBER CEMENT OR FRP TRIM
- BRICK
- METAL RAILINGS
- RESIDENTIAL WINDOWS & DOORS



**B W&OD TRAIL ELEVATION**



**C PARTIAL VINE STREET ELEVATION (SIMILAR TO CENTER ST)**





# TABUATIONS

GFA	Retail	Multifamily	Arts Center	Total
Block A		96,600 sf		96,600 sf
Block B	14,000 sf	159,600 sf		173,600 sf
Block C	3,600 sf	79,200 sf	18,000 sf	101,000 sf
<b>Total</b>	17,800 sf	335,400 sf	18,000 sf	<b>371,200 sf</b>

Parking	#	Multiplier	Spaces Req
Residential	281 DU	1.5 per DU	422
Retail	17.6k	3.3 per 1k	59
Arts Center	18k	3.3 per 1k	60
County Req			220
<b>Total</b>			<b>761</b>

Uses	Retail	Multifamily	Arts Center
Block A		104 DU	
Block B	14k	123 DU	
Block C	3.6k	54 DU	18k
<b>Total</b>	17.6k	281 DU	18k

Unit Mix	#	%
1 Bedroom	126	45%
1 Bed + Den	93	33%
2 Bedroom	57	20%
3 Bedroom	5	2%
<b>Total</b>	281	100%

# RESPONSE TO REQUEST FOR PROPOSALS FOR INVITATION FOR DETAILED PHASE PROPOSALS FOR HERNDON DOWNTOWN REDEVELOPMENT PROJECT

RFP 16-05 | Due: June 1, 2016 @ 4:00pm EST



COMSTOCK

# COMSTOCK

June 1, 2016

***VIA HAND DELIVERY***

Dennis Holste  
Economic Development Manager  
Town of Herndon  
777 Lynn Street  
Herndon, VA 20170

**Re: Exclusion from Virginia Freedom of Information Act  
RFP 16-05 – Herndon Downtown Redevelopment Project**

Dear Mr. Holste:

I am pleased to submit the attached Detailed Phase Proposal on behalf of Comstock.

In accordance with Section V.F. of the above-referenced solicitation we hereby invoke Sections 56-575 *et. seq.*, 2.2-4342 and other applicable provisions of the Va. Code, to exclude from the Freedom of Information Act (FOIA) the following portions of this Proposal because the data and materials contained therein comprise confidential and proprietary business information:

*Section 4, Items R, T, U and V; Attachment A; and the corresponding Exhibits*

Unless you inform us otherwise, we will presume that this exclusion has been effected.

Also, please note that ALL information submitted to the Town in connection with the solicitation will remain the property of Comstock and, in the event that a final award is made to another bidder, all such information must be returned to Comstock.

Thank you in advance for your cooperation in this regard. If you or your associates have any questions, please do not hesitate to contact me.

Sincerely,

  
Christopher Clemente





SPA

CAFE

BAKERY



COMSTOCK

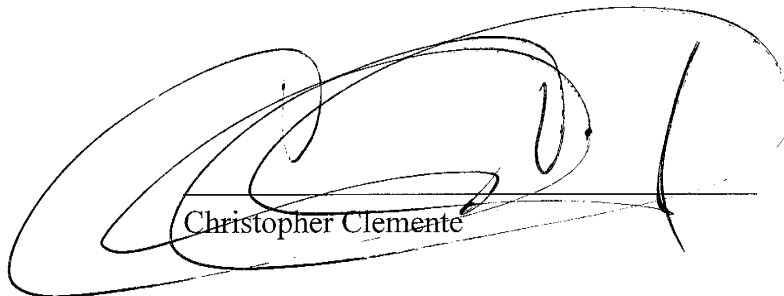
Certification  
Regarding Conflicts of Interest and Ethics in Public Contracting

The undersigned, on behalf of the Proposer, states that he is not aware of any conflicts of interest or other factors that may impact the Town of Herndon's consideration of the proposal or of any persons acting on behalf of the Town who would be obligated to disqualify themselves from participation in any transaction arising from or in connection with the Herndon Downtown Redevelopment Project (Solicitation No. RFP 16-05) pursuant to The Virginia State and Local Government Conflict of Interest Act, Chapter 31 (Va. Code § 2.2-3100, et. seq.).

During this procurement, Proposer has conformed with Sections 2.2-4367 through 2.2-4377 of the Code of Virginia, the Ethics in Public Contracting Act.

This certification is provided in fulfillment of Sections 7.2.15 and 7.2.16 of the Town of Herndon Guidelines for Implementation of the Public-Private Education Facilities and Infrastructure Act of 2002, as amended- August 11, 2015.

This 1<sup>st</sup> day of June, 2016

  
Christopher Clemente