

Overall Impressions

earthdevelopment	RMP Construction
RFP complete (goes beyond RFP to include other properties)	RFP complete
Professional Document and Concept Drawings	Professional Document and Concept Drawings
Modern Design	Traditional Design

Qualifications and Experience

earthdevelopment	RMP Construction
Founded in 2008	Incorporated since 1984
	Member of Green Building Council Member of Ontario Home Builders Association Member of the Seaway Valley Construction and Trades Association Energy Star Certified
David House, Principal of earthdevelopment - 35 years experience -delivered residential units in Dallas Texas, management and sale of mall in Ontario, 3 office developments and was development advocate and then became the project manager for Brickworks	Robert Pelda, Project Manager and President RMP Construction - 35 years experience -1800 residential units and 14 major shopping centre renovations across North America
George Davis, Principal of Maxion Construction -45 years experience -management of multimillion dollar institutional, commercial and industrial projects including \$420 million Skydome and \$420 million Health Centre	Andrew Ball, Construction Manager RMP Construction -25 years experience -managed over \$75 million construction dollars
Mark Johnson, Principal of earthdevelopment -10 years experience -real estate development specializing in financial modelling analysis, investment origination and underwriting	Adam McGrath, Vice President RMP Construction -12 years experience -Construction and inspection experience
Michael Poitras, Principal of Linevision, Architect -25 years experience -Founded Linevision in 2009	David Chui, Principal of Allen & Chui Architects -25 years experience -2005 David Chui joined Allen Architects Inc to form Allen & Chui Architects

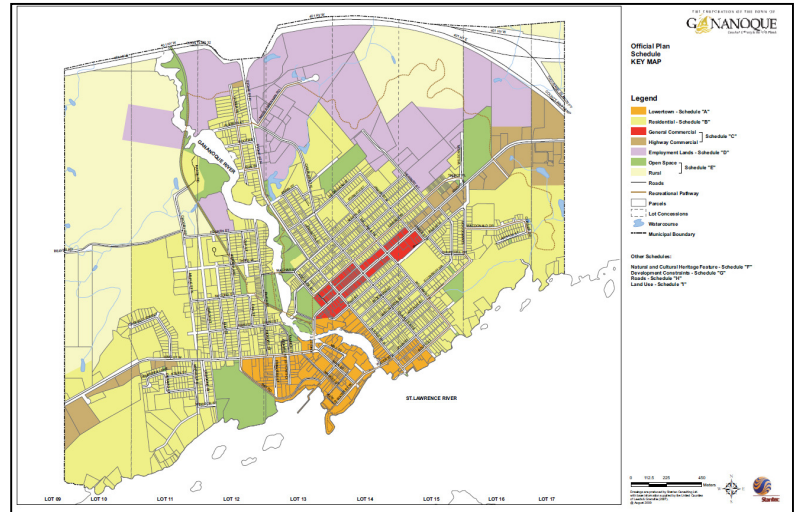
Development and Concept Summary

Official Plan Vision – By-law 2009-39

Our Vision is to preserve and enhance the Town’s unique “small town” heritage, preserve our historic and environmental character, and provide a high quality of life through a sustainable development pattern.

Official Plan Guiding Principals Section 2.2

1. We will be dedicated to maintain and improving Lowertown through the long term implementation of the Official Plan-Lowertown Section 3.0.



Both proposals are mixed use as per the Official Plan-Lowertown Section 3.0.

2. The waterfront will be maintained and improved as a community focal point and will be enhanced through balanced, sustainable public and private development.

This private development compliments the newly developed Joel Stone Park.

3. We are committed to revitalizing our downtown commercial district as a mixed use pedestrian friendly area while respecting the area’s architectural heritage.

N/A

4. We are committed to preserving and enhancing the quality of our residential neighborhoods through appropriate housing types, densities and transitions from adjoining land uses.

Both proposals present medium density uses.

5. We are committed to increasing the number and diversity of employment opportunities in the Town of Gananoque by promoting the rehabilitation of industrial properties and the introduction of a mixed use approach in our employment areas.

Both proposals are mixed use on an existing brownfield site.

6. We will plan for a connected system of greenways and parks facilities to serve residents and visitors.

The Town maintains ownership of the waterfront with an extensive amount of park space. This provides a balance of private public development that optimizes on the park space and prime real estate.

7. We are committed to increasing the diversity of arts, cultural and recreational opportunities.

The mixed use provides opportunities for arts and culture in the commercial space.

8. We will protect our natural environment.

The development requires a record of site condition which ensures the brownfield site is remediated while the development permit system requires green space.

9. We will ensure public involvement in the planning process to ensure the protection of everyone's property rights.

There were public meetings for the Official Plan, Lowertown Study and the 175 St. Lawrence Street development.

Official Plan Lowertown Goal

Create a vibrant, year-round, mixed-use Lowertown neighbourhood on an active waterfront where people live, work and play.

3.1.2.3 Development and Re-Development Policies

Council will apply the Urban Design Guidelines as described in the Lowertown Master Plan for all proposed development or re-development. All development will be compatible with the Lowertown Master Plan and consistent with the existing character and approved themes for the Lowertown.

Development Permit System – By-law 2010-65

Lowertown Design Criteria:

The objective within the Lowertown Mixed Use designation is to recognize the historical, architectural character and unique streetscape and waterfront advantages this distinctive area of the Town enjoys.

- Architectural interest through the use of exterior cladding materials that complement the cultural and architectural heritage of the area is encouraged.
- The use of materials and colours that are representative of the texture, character and palette of the area is encouraged.
- Buildings should be orientated towards the street.
- All building service areas shall be located away from the public view.
- Lighting and street furniture shall be to the municipal standard.
- Environmental attributes such as green space and landscaping should complement the unique waterfront location.

Concept Comparison

(This overview is compiled directly from the respective proposals. For further details and information please review the proposals)

Required Element	Earthdevelopment	RMP Construction
Public Space	<ul style="list-style-type: none"> -Extensive public landscaping, curbs, street lighting and street amenities consistent with those provided elsewhere by the Town of Gananoque -Courtyard is detailed with medium grey textured pavers, producing a cobblestone character. -Placed strategically within the raised courtyard are paired deciduous trees to soften the area and provide ample shade, thus encouraging regular use by residents. -Grade level programmatic guidelines, critical to our success, will be developed in consultation with Evergreen 	<ul style="list-style-type: none"> -Large Courtyard with access points from each street -Design encourages pedestrian traffic across the property with access points from each street to the courtyard via beautiful arched and covered connections all of which are barrier free. -Water fountain and reflecting pool takes a prominent position at the north end of the courtyard -An articulated landscaped street patio is proposed along Water St. facilitating easy transitions between the street and the courtyard.
Green Space	<ul style="list-style-type: none"> -Deciduous trees in courtyard -Green roofs 	<ul style="list-style-type: none"> -Landscaped to provide luscious green space including trees and planters
Parking	<ul style="list-style-type: none"> - underground parking* <ul style="list-style-type: none"> -42 residential stalls -5 visitor stalls -30 public stalls -40 public at grade stalls 	<ul style="list-style-type: none"> -underground parking -100 spots plus 30 off street spots -residential and commercial spots separated
Residential	42 Residential Units (1000 sqft)	49 -Residential Units (1344–1430 sqft) 8 - Play & Work** units (1430 sqt)
Commercial	Potential retail 621 m ² (6684 sqft) ground level	10, 750 sqft ground level
Complimentary Site Lines	Complimentary curvilinear design to Catholic church	Complimentary design and materials to buildings throughout the Lowertown
Environmental Standards	-Sustainable design that mimic LEED standards	-Sustainable energy efficient design
Development Permit Requirements	7 stories high and a building height of 65ft	4 stories high and a building height of 53ft

	Exceeds height requirements by graphic images Meets height requirements pg 8	
Approach	Intensification of 5 parcels of land in the Lowertown as set out by our masterplan. We must lead the rejuvenation of Lowertown with the most ambitious ideas, and by taking the highest measured risk. Building less aggressively and to a lower standard will not benefit Lowertown in the long run.	RMP Construction utilizes these three basic devices to develop communities that will prosper for years to come: -Mixed use with varied demographics and target customers -Community involvement -Minimized energy and operating costs
Design Philosophy	175 St. Lawrence Street will act as a westerly bookend to a master planned waterfront architectural composition. -local grey dolomite limestone inspiration -Curvilinear elements based on Bolt Castle and St. John Catholic Parish	We want our buildings to exude the same elegance, class and sophistication fifty years from now as it does today. This is the core tenant of our design philosophy. -exterior design and finishes are specifically selected to match the local architectural flavour -Our design philosophy neatly compliments the Town's vision for sustainability.
Construction Type	Concrete poured-in-place structure, clad in stone and masonry materials, copper highlights	<i>Discussed at public meeting</i> Primarily steel and steel studding
Development Design	Orientation maximizes daylight potential, thus flooding each residence with natural light while providing breathtaking views of the water.	Mixed use, medium density development focusing on street level retail and upper residential condominiums. The property is principally designed to encourage pedestrian traffic and multiply diverse uses.

*i) Please note earthdevelopment would like to engage a parking operator to validate the parking requirements. “Our initial instinct would be that may not be practical or affordable to provide substantially underutilized public parking spaces at this location, given our ambition to avoid expensive environmental impacts and to continue to provide future street-related retail opportunities.” Pg 17; ii) At the public meeting this was reiterated that they prefer not to do underground parking; iii) The Executive Summary of the Financial Proforma only shows 40 underground stalls rather than the 77 spots described under required elements. Pg 13 and Pg 17

** Play & Work units are on the ground level and designed for easy integration of commercial and living space. They are equipped with a second entrance and segregated work areas.

Management

Management Structure

earthdevelopment	RMP Construction
earthdevelopment will be development manager	RMP Construction will be development manager
earthdevelopment will engage a construction manager	RMP Construction will be retained as construction manager
Upon completion the project is turned over to the Condominium Corporation.	Upon completion of the project the individual owners will form a Condominium Corporation to assume care and control of the building.
Our objective would be to work collaboratively with the Town of Gananoque and its most prominent cultural and employment drivers to promote the well-being of the Town through specific project driven deliverables.	
	A representative of our environmental consultant will be onsite to closely monitor remediation activities.

Brownfield Regulations

In general terms, an environmental site assessment in the context of brownfield sites means the assessment of the environmental condition of the land including the soil, ground water and sediment, if any. An environmental site assessment may be carried out for purposes such as a sale of property between parties, to obtain financing or a mortgage, or to obtain approval from a municipality for a land use change or building permit.

Records of Site Condition are mandatory where there is a change to a more sensitive use under the Environmental Protection Act. Below are examples provided by the Ministry as guidelines.

Last Property Use	Record of Site Condition Required to Cross to Sensitive Property Use	Sensitive Property Uses	
Industrial Commercial		Residential Agricultural Parkland Other Institutional	

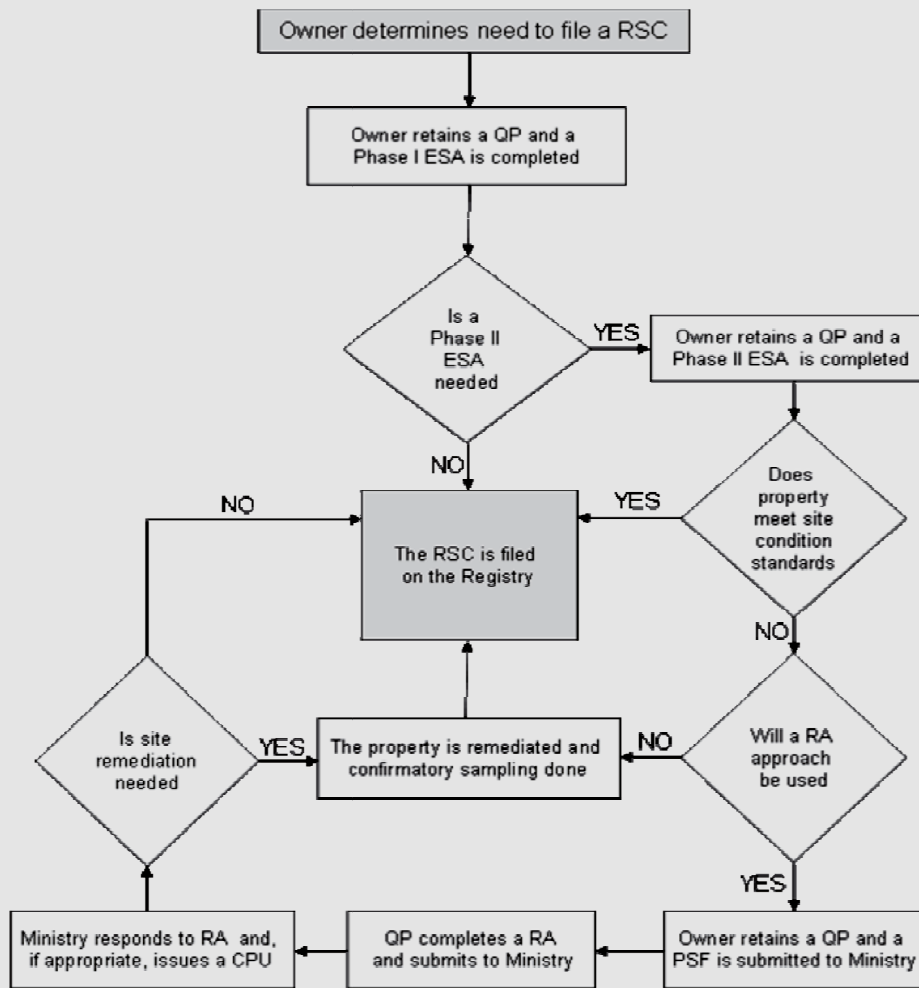
Under Part XV.1 of the EPA, an environmental site assessment is required in order to file a RSC in Ontario's Environmental Site Registry. Part XV.1 of the EPA defines two types of environmental site assessment: a phase one environmental site assessment (Phase I ESA); and, a phase two environmental site assessment (Phase II ESA). In order to file a RSC in the Environmental Site Registry, a Phase I ESA must be completed. A Phase II ESA may also be required. In carrying out the sampling and analysis of soil, ground water or sediment as part of a Phase II ESA, or for confirmatory sampling or for a risk assessment, the proper analytical procedures must be followed and the analysis must be done by an accredited laboratory. These requirements are set out in Ontario Regulation 153/04.

If a property does not meet the applicable site condition standards, or any property specific standards set through a risk assessment accepted by the Director, site remediation would be needed before a RSC can be filed in the Environmental Site Registry.

A record of site condition (RSC) is a document which summarizes the environmental condition of a property as determined by a qualified person by conducting a Phase I ESA, a Phase II ESA (if appropriate) and confirmatory sampling (in the case of site cleanup). Under Part XV.1 of the EPA, a RSC must be completed and filed in the Environmental Site Registry if a property owner wishes to obtain protection from potential future environmental orders for the property as specified in Part XV.1. For certain types of land use changes, such as a change from industrial use to residential use, filing a RSC on the Environmental Site Registry is mandatory."

Source: Ministry of Environment, 2004, Records of Site Condition, A Guide on Site Assessment, the Cleanup of Brownfield Sites and the Filing of Records of Site Condition

Figure 1: Overview of the RSC Process



Notes for Figure 1:

1. "CPU" means a certificate of property use
2. "ESA" means an environmental site assessment
3. "Ministry" means Ministry of the Environment
4. "PSF" means a pre-submission form
5. "QP" means a qualified person
6. "RA" means risk assessment
7. "RSC" means a record of site condition

Source: Ministry of Environment, 2004, Records of Site Condition, A Guide on Site Assessment, the Cleanup of Brownfield Sites and the Filing of Records of Site Condition

Brownfield Experience and Knowledge

earthdevelopment	RMP Construction
<p><i>Not included in proposal, but addressed in the additional questions</i></p> <p>earth as a corporation has not but its principals and affiliates have had extensive experience in their previous corporate lifetimes addressing both remediation and Record of Site Condition solutions.</p>	<p>Over \$15 million dollars in brownfield environmental clean-up and urban redevelopment infill projects.</p>
<p>Comparable Brownfield Projects: <i>Not included in proposal, but addressed in the additional questions</i></p> <p>Other team members (George Davis) were responsible for the construction of the Corus Quay</p>	<p>Comparable Brownfield Projects: -Cotton Mill Cornwall (200 unit condo on the St. Lawrence River) -Mariner’s Club (28 unit condo in Prescott, ON)</p>
<p><i>Not included in proposal, but addressed in the additional questions</i></p> <p>In our collective history as national property developers we have had extensive experience in managing complex environmental matters.</p>	<p>We have the tenacity and composure to insure brownfield projects are not only successful, but viable and vibrant additions to the community.</p>

Brownfield Approach

earthdevelopment	RMP Construction
<p><i>As per the Public Meeting</i></p> <p>Discussed a holistic approach as there is contamination all over the Lowertown and they are not sure that remediation can be done on the one site alone successfully.</p>	<p><i>As per the Public Meeting</i></p> <p>Referred to the environmental clean-up done in Brockville very successfully and that the site was isolated.</p>

Development Schedule

Milestone	earthdevelopment	RMP Construction
RFP Submission	June 15, 2012	June 15, 2012
Resolve Negotiation with Town (and Adjacent Property Owners)*	March 1, 2013	2013 (Goal to complete the design and negotiations with Town Council before the end of 2013)
Design and Sales -Completion of Applicable Laws -65% Pre Sales		-Site plan application, remediation plan and draft condominium plan would be completed in the first half of 2014 -Pre sales difficult to estimate as it is greatly influenced by the housing market (milestone is 65%)
Marketing	April 15-October15, 2013	
Conditional Expiry Date (Go/No go)	Pg 19 Section 3 April, 2013 Pg 17 – November 30, 2013 Pg 19 Section 1 up to 2 years which is October 2014	
Design Start	November 30, 2013	
Environmental Cleanup and Record of Site Condition	**	6 months -Upon completion of the 65% sales milestones we begin environmental remediation and submit for building permit. -Anticipated to occur towards the end of 2014 -Goal is to receive a Record of Site Condition from the Ministry of Environment at the same time of permit issuance, effectively satisfying the applicable law portion of the permit application at the same time as the rest of the permit is ready. -Secondary goal is to have all major contracts tendered and ready to award.
Construction Start	January 1, 2014 Topping Off September 2014	End of 2014 18-22 months depending on the season Milestones include foundation completion, topping off,

		weather-tight, occupancy and substantial completion.
Occupancy	April-September, 2015	2016

* Resolve Negotiation with Adjacent Property Owners is only applicable for earthdevelopment

**Please note this development does not allocate time for the environmental cleanup required for the Record of Site Condition

Terms of Negotiation and Purchase Conditions

earthdevelopment	RMP Construction
Our proposal describes a free period of control (up to two years) for the site. If we are successful in marketing and preselling an agreed target number of condominium units, then we would propose to purchase the site for a combination of payments, including a small deposit and a share of profits derived from this development program.	Appraised Value Clean – Remediation Cost = Purchase Price
Our sample pro forma (included with this submission) describes an initial amount of \$25,000 representing the first payment to secure title to the entire 175 St. Lawrence property (all of which is conditional on a successful marketing and presale campaign). Our pro forma also includes a due diligence cost/preliminary marketing budget of up to \$150,000 leading to a decision to launch the project in April 2013. Our submission is conditional on satisfying ourselves that this is achievable.	A qualified third-party appraiser would appraise the property’s value; predicated on a filed Record of Site Condition (ROSC) with the Ministry of Environment. Remediation cost would be substantiated and tracked by invoices for the work completed. A complete ledger of all costs would be provided with the ROSC to validate the proposal.
Our Master Plan contemplates that during the period from award to project commitment (April 2013)*, we would work with the Town and other property owners to secure agreements for the future development of the Master Plan areas described in previously in this submission (see description in the section “Written Presentation - General descriptions of the project including uses, themes and styles”). This means that the final decision to commence this important project is conditional on earth satisfying itself that it can arrange a mutually beneficial agreement with the Town and other property owners, failing which it may at its sole discretion choose not to proceed.	

Our pro forma also provides for a budget of approximately \$500,000, which is our best estimate of the cost to partially remediate and cap** any environmental matters connected with the development of our project. This proposal is conditional upon the town providing us with a **120-day period** to conduct environmental due diligence, commencing upon award of this RFP within which may satisfy ourselves as to the sufficiency or otherwise of this sum. earth may choose at its sole discretion to withdraw with no economic penalty or further obligation within this period.

Please note the pro forma includes a profit sharing proposal which is based upon the project producing created value for the participants. Currently, the Town's parcel of land generating no income is difficult to value in the current economic environment. If we are successful in creating value in this development we are willing to discuss splitting such value with the Town. In this sense the Town can realize land value if we collectively succeed. The current best indicator of land value which we have heard rumour of, indicates that the LUX property has recently sold for \$500,000. Bear in mind that it is located on a water lot and includes an existing building, which may be adaptively reused, making it potentially more valuable than the 175 St. Lawrence Street site.

Municipal Charges: Town agrees to service site and to waive all municipal charges with exception of Building Permit. Assuming adequate water, sewer and power delivered to the perimeter of the site at an appropriate location all at the expense of the Town. This is a condition of our proposal. Pg 12

We strongly believe it is critical that in the negotiations after award of this RFP, that other property owners and the Town of Gananoque work collaboratively to realize the development of these collective parcels, failing which we will not succeed in developing the 175 St. Lawrence Street property. Pg 5

If we are selected to work with the Town of Gananoque we need to agree to be collaborative, to resolve the actual programmatic design of the proposed building and to agree to the financial parameters for this development.

We are proposing that any public space will be improved at our expense, but maintained by the Town at its expense. Pg 16

*Please note this section says the project commitment is April, 2013, the development schedule says November 30, 2013 and the first condition says up to 2 years which is October 2014.

**Here they refer to capping the property thus implying that there will not be underground parking.