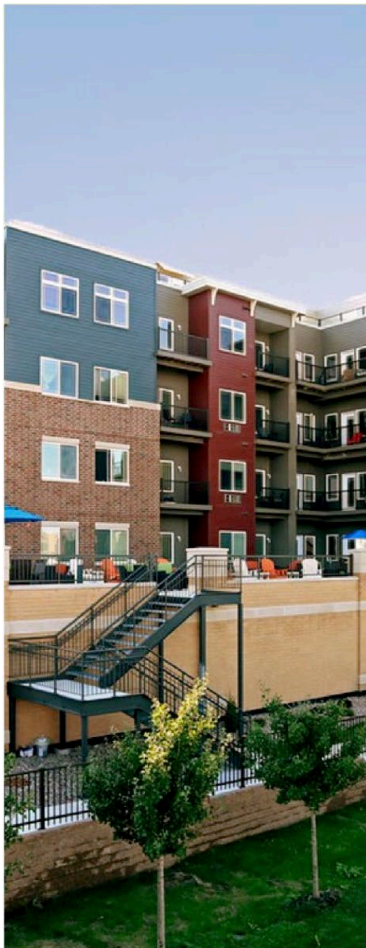




THE MILL on MAIN
43 E. 7th Avenue
City of Oshkosh
April 16, 2021



T. Wall Enterprises LLC
Creating Places Where People Interact



T. Wall Enterprises Development, LLC, or its affiliate
Contact: Jake Bunz
jake@twallenterprises.com
608.444.0850

Creating Places Where People Interact®

P.O. Box 620037 Middleton, WI 53562



Redevelopment Authority of the City of Oshkosh
Department of Community Development
215 Church Avenue, Room 201
Oshkosh, WI 540901

RE: Proposal to Develop 43 E 7th Avenue Oshkosh, WI

To Whom it May Concern:

T. Wall Enterprises Development, LLC, or its affiliate (hereafter T. Wall Enterprises) is pleased to provide the following response to the City of Oshkosh's 43 E. 7th Ave Request for Proposals.

INTRODUCTION

Please accept this proposal for the 43 E. 7th Ave RFP from T. Wall Enterprises. We are excited to provide a high-quality, creative development proposal for this site that will prove to be a catalyst to further the revitalization of the greater downtown. The Proposal offers a unique livable community that will support the city's continued effort to redevelop and improve the master planned Sawdust District and incorporate a new urbanism design and vision.

Overall, T. Wall Enterprises is proposing a mixed-use development with multi-family and commercial uses that will take advantage of South Main Street's high visibility and complement the Fox River and it's future Riverwalk. The proposal includes approximately 281-296 units, 19,000 commercial square feet, 240-255 underground parking stalls, and 194 surface parking stalls. Development details to follow in the order requested by the RFP.



Through our experience as one of Wisconsin's leading multi-family developers, we understand the importance of developing communities that are visually appealing and desirable for an increased *life experience*. Our apartments will become the resident's homes. Because of this, we believe in developing communities in an environmentally sustainable and sensitive manner as well as making the additional investment to ensure long-term quality. We invest in top quality HVAC systems, in-unit laundry, wider hallways, taller ceilings, fully insulated walls, glass top stoves, ice makers, faucet sprayers and numerous other value-add details that aren't found in typical apartment units. We are committed to quality.

We have a long and mutually beneficial history of working with local municipalities. In fact, we have been one of the most successful developers at working with municipalities to develop award-winning communities that complement the city and excite the residents.

T. Wall Enterprises has taken pride in developing underutilized sites that integrate and involve the surrounding communities. Our communities offer connectivity to the street with well-articulated facades and landscaping, which offer a pleasant "pedestrian experience".

In 2018, T. Wall Enterprises responded to the City of Middleton's Clark Street RFP. Our goal for the development, Conservancy Bend Residences, was to create a vibrant community alongside the coveted Pheasant Branch Conservancy and Middleton High School. Similar to this RFP, in terms of proximity to downtown and waterfrontage, our plans created a community linkage between the high school, beltline commuters and downtown Middleton. T. Wall Enterprises successfully won the bid by respecting the relationship with the Conservancy, aligning our goals with the city and creating and connecting a community.



T. Wall Enterprises is one of the most experienced developers that can handle complex and complicated developments. With this comes ample knowledge of the development process as well as resident's tastes when it comes architectural styles, fixtures, finishes, etc.

DEVELOPER CREDENTIALS

Successful Urban Redevelopment Examples

Middleton

In the heart of Middleton, Middleton Center has revitalized the downtown district, adding over 220 apartment units, 40,000 sq ft of office space, and 20,000 sq ft of 1st floor retail. It includes a new town square with a bandshell and event space for community



gathering and local programming. Middleton Center has quickly become the "go-to" attraction for residents. Quaint coffee shops, restaurants, gyms, a

rock-climbing wall, racquet ball court, and unique locally owned retailers draw people to downtown, turning a dying city center into THE community gathering place.



Middleton Center has grown the city's tax base by an astounding \$42 million and has provided jobs to local residents. As a sidenote, T. Wall Enterprises development's in



Middleton's TID #3 have created the most successful Tax Incremental District in the entire state of Wisconsin. As part of our development of Middleton Center, we also worked with the city to acquire the adjacent properties. Because of this, the city has plans to create a public square/community gathering event space complete with a bandshell, light display, walking path, as well as open space for community to gather for concerts, farmers markets, movie nights, art fairs, and much more.

Green Bay

Green Bay's long standing downtown regional mall was defunct, and the city turned to T. Wall Enterprises to create a new downtown redevelopment plan. The city later implemented that plan bringing in a new Schreiber Foods headquarters. Next came T. Wall's City Deck Landing, a 76-unit mixed use building with first floor retail. At a time when developers were not interested

into breaking into the downtown Green Bay market and most of the retail stores were vacant, T. Wall Enterprises pioneered a new building along the Fox River, and because of our investment, the city rebuilt the Fox River



waterfront with a new boardwalk called City Deck to accommodate concerts, farmers markets, weekly lunches, and community events, which has now spurred area-wide redevelopment and ultimately has revitalized downtown Green Bay. City Deck grew the City of Green Bay's tax base by over \$8 million.



Madison

T. Wall Enterprises has long recognized underutilized areas and led the charge in redeveloping those areas. Two examples are Madison's East Washington Avenue Redevelopment and Park Street Redevelopment.

Veritas Village

T. Wall Enterprises was among the first to build in the recent surge of redevelopment along Madison's East Washington corridor, with Veritas Village. Veritas Village is a 189-unit, luxury apartment complex that encompasses the feel and design of the East Madison area.



Veritas has brought many residents into the downtown area to live, who otherwise wouldn't have considered the East Washington corridor before it's redevelopment.



Peloton Residences

The recently constructed Peloton Residences is one of the first of its kind built on Park Street during the City of Madison's effort to revitalize the area. Peloton is a 172-unit, luxury multi-family apartment whose views encapsulate all of Madison. The sky-deck on the 6th floor gives site lines of the Madison skyline across Lake Monona, the capital and the UW-Madison campus.



Peloton provides students, young professionals and empty nesters a place to live. T. Wall Enterprises strives to make our apartments a "living community" not just a temporary arrangement. This is why we include high class amenities and prioritize locations with views. Along with the 6th floor sky-deck, Peloton



has a fitness center with on-demand fitness, community courtyard with grill stations, fire pits, turf and patio seating, as well as an in-house coffee shop for residents to use at their convenience. The units are equipped with high-quality finishes and fixtures including granite countertops, stainless steel appliances, floor to ceiling windows and in-unit washer and dryers.



APPROACH

Alongside our success creating communities, we have been one of the most active developers in Wisconsin. Given the Covid-19 crisis, it's more important than ever for municipalities to select developers with strong banking relationships and the financial capacity to ensure that developments are started and completed in a timely manner. We are proud to say that we were the first developer to break ground on a new development in Dane County during the height of the Great Recession. T. Wall Enterprises would be a trusted partner for the City of Oshkosh.

CUSTOMER REFERENCES

Refer to the supplement attached to this RFP containing T. Wall Enterprises Track Record including multi-family, office, retail and industrial developments completed to date.



TEAM MEMBERS

DEVELOPER

1818 Parmenter Street
Middleton, WI 53562
Ph. 608.826.4000
www.twallenterprises.com



ARCHITECT

800 W Broadway St, Suite 200
Monona, WI 53713
Ph. 608.241.9500
www.jla-ap.com



ENGINEER

999 Fourier Dr, Suite 201
Madison, WI 53717
Ph. 608.826.0532
www.vierbicher.com





TERRENCE WALL

CEO & PRESIDENT

Terrence has been involved with real estate analysis, leasing and marketing since 1979. He began developing in 1989. He has developed in a wide range of markets including:

- Over 1,700 multi-family units
- Five retail centers (including Target, Verizon, Bed Bath & Beyond, Michael's Craft, Ashley Furniture, American TV, and many more)
- A 160-acre industrial park
- The largest portfolio of office buildings in the state of Wisconsin with over 45 buildings totaling 3.5 million square feet
- Planned and developed five major mixed-use centers that included office space, hotels, retail and residential
- Presently developing a master planned community which includes seven neighborhoods and a town center, known as The Community of Bishops Bay, in Middleton, WI

Education

BA in Economics
University of Wisconsin-Madison

Masters in Real Estate Appraisal
and Investment Analysis
University of Wisconsin-Madison

Completed coursework at:

Harvard University Executive
Education Program, Loyola
University, and Kellogg School of
Management (Chicago)

Philanthropy

- Terrence Wall has previously raised donations for and developed the Dane County Children's Zoo Carousel Building, Boy Scout's Glacier's Edge Council Office and Store and the John Wall Family Pavilion at Tenney Park.
- He has also been a major donor to Edgewood High School, American Family Children's Hospital, James A. Graaskamp Real Estate Center, Congress Park, High Crossing Park, Madison Central Library, Madison Children's Museum, Middleton's Soccer Field, Asset Builders of America and Domestic Abuse Intervention Services.



KEY TEAM MEMBERS



TAYLOR BRENGEL | General Counsel

Taylor Brengel joined T. Wall Enterprises in 2012. As general counsel, Taylor oversees the company's legal activities, including real estate negotiation and purchases, development financing, project entitlement coordination, landlord tenant issues and commercial lease negotiation, lender relations, entity organizational structuring and corporate governance.

Taylor Earned his Juris Doctorate from Marquette University Law School and his Bachelor of Arts from Lawrence University. His prior experiences include working for the in-house legal department of a Fortune 100 company and working for the Honorable John Coffey of the U.S. Seventh Circuit Court of Appeals.



SCOTT TEBON | Director of Construction

Scott Tebon is the Director of Construction responsible for management and coordination of construction activities within the portfolio. He has over 20 years of experience in the construction industry and has overseen in excess of \$200 million in projects encompassing over 2 million square feet of space and managed build-outs for over 250 commercial customers.

Scott earned his BBA at the University of Wisconsin-Whitewater with majors in Economics and Finance with a Real Estate emphasis.



KEY TEAM MEMBERS



ERICA KOCH | Director of Operations and Property Management

Erica Koch is the Director of Operations and Property Management for all multi-family communities. Her role is to oversee the property managers and ensure the overall maintenance of the properties. She has spent the last 20 years in the multi-family housing industry in Wisconsin with various roles and responsibilities including managing all aspects of the company's operations, customers and properties. Erica earned her BBA at the University of Wisconsin-Whitewater with a major in Marketing. She is also a licensed real estate salesperson in Wisconsin.



JAKE BUNZ | Development

Jake Bunz joined T. Wall Enterprises in 2019. Jake is responsible for the entire entitlement process pertaining to the company's multi-family and mixed-use developments. Jake coordinates with architects, engineers, city planners, surveyors and contractors to ensure efficient planning and execution of a development.

Jake received his B.B.A in Real Estate and Urban Land Economics at University of Wisconsin-Madison while playing Division 1 hockey for the Badgers. He is also the winner of the 2019 NCAA Hockey Humanitarian Award.



JLA
ARCHITECTS

COMPANY OVERVIEW

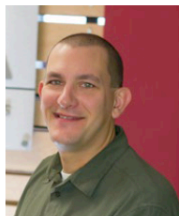
With offices in Madison and Milwaukee, JLA Architects provides a full range of planning & architectural services for various project types. With a focus on providing creative, real-world solutions to meet project goals they maintain client satisfaction as their highest priority. Founded in 2007 by Joseph Lee, JLA believes the firm's success is dependent on the happiness of their clients and their success of each completed project.

KEY TEAM MEMBERS



JOSEPH LEE | President / Principal

Joe's role on this project will be to serve as general oversight throughout all phases of the project. Joe will collaborate on design concepts & lend his experience throughout the entitlement process. As the project progresses, Joe will maintain involvement & assist the project team as needed. He will help to ensure that the process is smooth & enjoyable. Throughout the process Joe will be a visible & 'reachable' member of the JLA Team.



JOHN SCHMIED | Project Manager

John would serve project manager. He has worked with T. Wall for several years as a project manager on several of their developments. He will be responsible for the daily management & coordination of the project throughout the entire process. He will be intimately involved at all phases ensuring consistency & continuity throughout the project & will serve as the primary daily contact for the development team, consultants & contractor.



JOSEPH LEE, AIA

FOUNDER & PRESIDENT

JLee@JLA-AP.com

C: 608.215.1495

Education

Masters of Architecture
UW-Milwaukee May 1998

Masters of Urban Planning
UW-Milwaukee May 1998

Bachelor of Science
Architectural Studies
UW-Milwaukee May 1995

Project Manager Bootcamp
PSMJ 2006

Strategies for the Construction
Administrator
UW-Extension Course 2005

Professional Affiliations

Licensed Architect
Wisconsin 2003–present

American Institute
of Architects 2003–present

Awards & Recognition

Franciscan Health Care Center
Finalist—New Construction

Nursing Homes Long Term Care
Management 2003

Madison's "40 Under 40"
In Business Magazine 2006

"Design of the Times"
Madison Magazine Feb. 2007

Joe is a Madison native & graduated with both a Masters of Architecture & a Masters of Urban Planning from the University of Wisconsin–Milwaukee. During his schooling & after his graduation from UWM, Joe resided in Milwaukee for 13 years, working in both the public & private sectors.

Prior to founding JLA Architects & Planners in February 2007, Joe was an Associate at Eppstein Uhen Architects in Milwaukee where he was a lead designer on multi-family, mixed-use, & retail projects.

Joe's background in both architecture & urban planning has allowed him to develop a unique blend of skills & market knowledge that brings distinct value to JLA clients. He has gained the respect of both clients & peers by managing & designing projects of various types & sizes with an unpretentious style.

As the Owner & Managing Principal of JLA Architects, his main goal is client satisfaction. He is involved at every phase to assist with conceiving & developing sound designs, navigating through entitlement processes, producing complete & accurate construction documents, & following-up with thorough construction administration. Joe values each client relationship & works to exceed expectations on every project.

Representative Project Experience

502 Boutique Hotel	Madison, Wis.
JLA Milwaukee Office	Milwaukee, Wis.
Merchant Square Office Building	Sun Prairie, Wis.
Ballpark Commons Office Building	Franklin, Wis.
Michigan Athletic Hall of Fame	Detroit, Mich.
Yahara Commons – Mixed Use	Monona, Wis.
Ballpark Commons– Mixed Use Sports Facilities	Franklin, Wis.
The Brewery – Mixed Use	Milwaukee
Synergy @ the District – Mixed Use	Wauwatosa, Wis.
The Junction Apartments	Menomonee Falls, Wis.
Sun Prairie Ice Arena	Sun Prairie, Wis.
Graber Manufacturing	Waukegan Wis.
Veritas Village Apartments	Madison, Wis.
22 Slate Apartments	Madison, Wis.
Factory District Apartments	Madison, Wis.
Pete's Fruit Market	Milwaukee
Grandview Commons Retail	Madison, Wis.
Brooks & Dayton Student Housing	Madison, Wis.



JOHN SCHMIED

PROJECT MANAGER

JSchmied@JLA-AP.com

D: 608.442.3863



John has expert knowledge on all aspects of architecture: site concerns, complicated structural elements, and exterior relationships to all of the interior details needed in design projects.

John connects with his clients to understand their desires and needs; then presents designs that are practical, relevant and well-received. Although exposed to a wide variety of market sectors, he has an extensive background in multi-family projects.

Education

Associate Degree
Architecture
Madison Area Technical
College 1995–1999

Professional Accreditations

Licensed Architect – Wisconsin
American Institute of Architects
(AIA)
LEED AP Building Design +
Construction

Awards

Gold Award for Projects
of Distinction, 2009
Associated Builders &
Contractors of Wisconsin

Representative Project Experience

Veritas Village	Madison, Wis.
Dayton Street Apartments	Madison, Wis.
City View Condominiums	Sun Prairie, Wis.
Park & Drake	Madison, Wis.
Prairie Trail (T. Wall)	Sun Prairie, Wis.
Hidden Creek, (T. Wall)	Madison, Wis.
Lilly Preserve	Brookfield, Wis.
Veritas Village (T. Wall)	Madison, Wis.
The Junction at White Stone Station	Menomonee Falls, Wis.
Merrill Apartments (Stonebridge)	Merrill, Wis.
Park Place (awaiting construction)	Merrill, Wis.
Prairie Lakes Retail Building 'G' (under construction)	Sun Prairie, Wis.
Market Square (in development)	Sun Prairie, Wis.



vierbicher
planners | engineers | advisors



COMPANY OVERVIEW

Vierbicher is a team of planners, engineers, landscape architects and surveyors committed to providing the highest level of skill and expertise to clients throughout Wisconsin and the Upper Midwest. Our multi-disciplined, team-based approach enables us to combine our strengths and bring unique perspective to a wide range of projects.

Having this diverse in-house experience provides many benefits to our clients, including creative solutions, efficient project flow and cost-effective results. We have been delivering unmatched customer service to private and municipal clients for over 40 years, and it has been a cornerstone of our success in this highly competitive field.



ROD ZUBELLA, PE | President & CEO

Rod has over 28 years of experience providing civil engineering services for local government and real estate developers. As a practicing civil engineer, Rod blends his passion, experience and compassion to find sound solutions for his clients' issues.



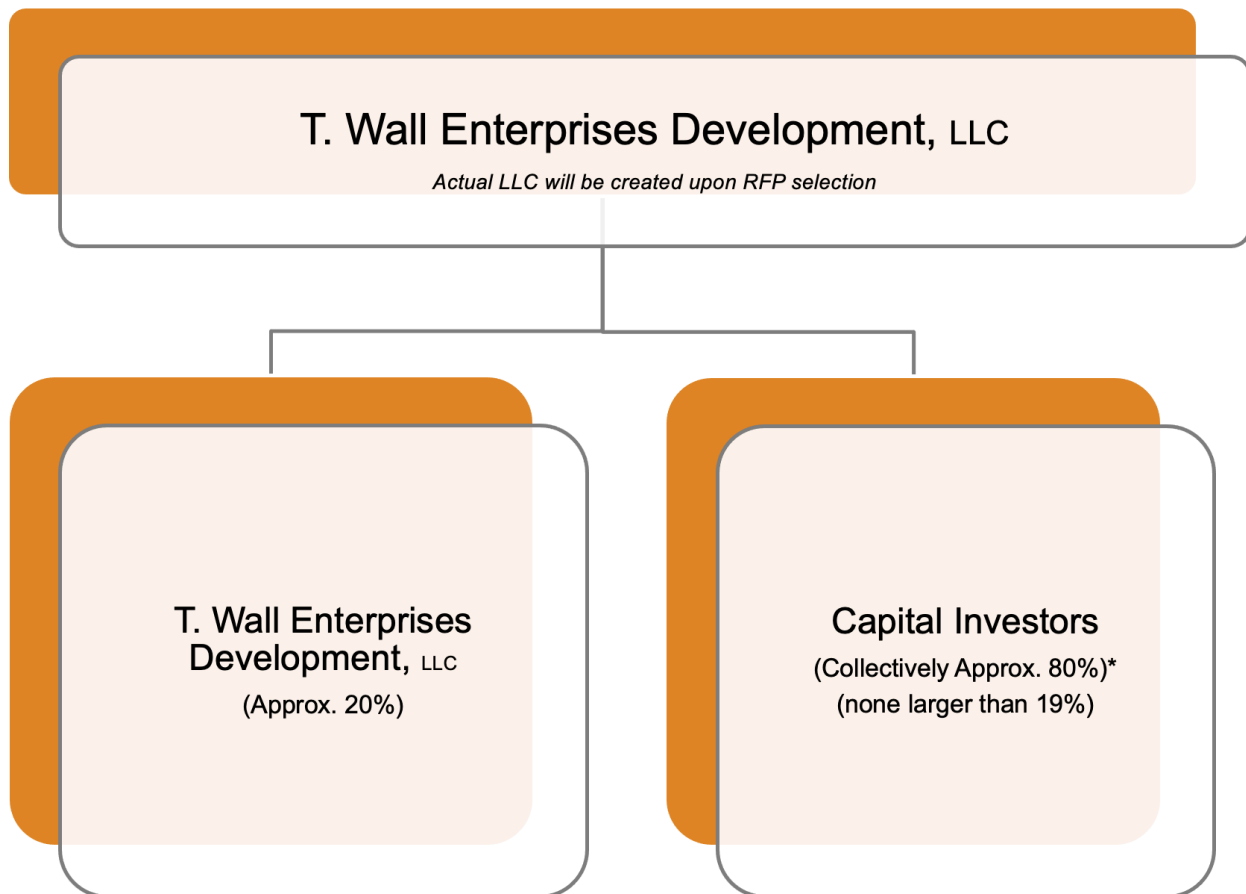
MATT SCHREINER, PE | Engineering Manager

Matt provides engineering services on municipal, commercial and residential projects. His responsibilities include stormwater & utility design, permitting, grading design, site layout, contract documents and construction inspection.



DEVELOPER LEGAL STRUCTURE

T. Wall Enterprises Development, LLC, or its affiliate is the Managing Member.
See flow chart below:



Refer to *Exhibit B* showing T. Wall Enterprises Development, LLC's Articles of Organization.



PROJECT DESCRIPTION

T. Wall Enterprises proposed site plan is attached under the Concept Plan header of this proposal.

T. Wall Enterprises is proposing a mixed-use development with multi-family and commercial uses. Buildings would be constructed over 3 phases with unit counts, commercial square footage, and parking counts shown in the *Approximate Building Data* chart below.

Approximate Building Data

Phase	Building	Apt. Units	Commercial Sq Ft	Underground Parking	Surface Parking
1	Building A1 w/ Retail & Clubhouse	97-102	11,000	80-85	76
2	Building A2 w/ Retail	77-82	8,000	66-71	66
3	Building A3	107-112	N/A	94-99	52
Total					
		281-296	19,000	240-255	194

Site Plan Design

The design of the site plan was focused on complimenting the future Fox River Riverwalk, capturing Fox River and Lake Winnebago views, and taking advantage of the high visibility for retail and commercial uses along South Main Street.

The layout connects the Fox River Riverwalk with the interior living, green space and walking paths provided on site. This will activate the river front,



making it safe and inviting. The design will protect the waterfront aesthetics while accommodating a wide variety of both indoor and outdoor land uses.

All three multi-family buildings are four-stories high with some walk-up ground level units for easy residential access and to provide an activated street frontage. They will include studios, 1-bedroom, 1-bedroom plus den, 2-bedroom and potentially 3-bedroom units. Standard T. Wall Enterprises units feature: high-quality finishes and fixtures including granite countertop kitchen islands, stainless steel appliances, large windows, wider hallways, 1-foot taller ceilings, faucet sprayers, ice makers, glass stove-tops, and in-unit washer and dryers. The quality finishes and materials make our apartments the resident's home. It's a lifestyle choice by our customers.

Commercial Space

This proposal accommodates approximately 19,000 square feet of commercial space to be used by coffee shops, bakeries, small retailers, destination commercial users (such as realtor, insurance agent, etc.), and a waterfront restaurant.

The waterfront restaurant will have second story balcony seating with views across Fox River, as well as ground level patio seating for waterfront ambiance. This will encourage more usage of the Riverwalk. It will also provide a destination for Riverwalk users to promote night life along the Riverwalk in addition to its daytime use.

The stores along South Main Street will activate that corridor while the waterfront restaurant will bring nightlife to the Riverwalk. The goal is to bring the community to BOTH South Main Street and the Riverwalk to reinvigorate the entire site, neighborhood and Sawdust District with increased pedestrian, bicycle and motorized traffic.



Parking

The proposed layout accommodates 194 surface parking stalls, between 240-255 underground parking stalls and 12 parallel parking stalls along South Main Street. The underground parking stalls will be reserved for residents. The 86 surface parking stalls and 12 parallel parking stalls on South Main Street will be used by retail and commercial users as well as residents. Retail and Commercial users use the parking stalls during the day while residents use the stalls at night.

T. Wall Enterprises typically strives for a parking ratio of 1:1 or greater (1 parking stall for every unit). This plan, at its most, utilizes almost a 1.5:1 parking ratio, enough to support residents and commercial users.

T. Wall Enterprises is also proposing two temporary parking lots on the west side of South Main Street for a total of 56 stalls. This will use space that is not currently utilized to allow customers easy access to retail and commercial businesses. The temporary parking would also act as an interim trailhead for Riverwalk users to park before the trailhead construction is completed.

Bicycle Parking

Included in the design along the interior retail storefronts, waterfront restaurant and clubhouse are bicycle parking stalls to allow easy bicycle/pedestrian access for those utilizing the Fox River Riverwalk and accessing the stores via South Main Street.

Private Clubhouse

As a resident amenity, our design includes a private community clubhouse. We plan to include some of the following standard T. Wall Enterprises clubhouse amenities: a full fitness center with fitness on-demand and



yoga/cycling studio, bowling alley, billiards and ping pong table, pool, hot tub, community room with a full kitchen and dining area, as well as outdoor patio, grilling areas and dog park.

Dog Park

T. Wall Enterprises is proposing using the southeastern most detached site as a dog park. The dog park will be fence in and create another amenity as well as additional green space.

Storm Water Management

T. Wall Enterprises proposal plans on meeting the city and state storm water ordinances and requirements. Further Civil Engineering details to follow once proposal is selected.

Building Design

The RFP has asked for all new construction to be brick or a comparable masonry. Because of this we have attached pictures of a previous T. Wall Enterprises development that aligns with the design goals of this RFP, Middleton Center. We have not included actual renderings or elevations within this proposal in hopes that we can continue to work with the RDA and City Council on design details and architectural appearance. We are not married to any design at this point. However, we are committed to using quality and long-term sustainable materials.

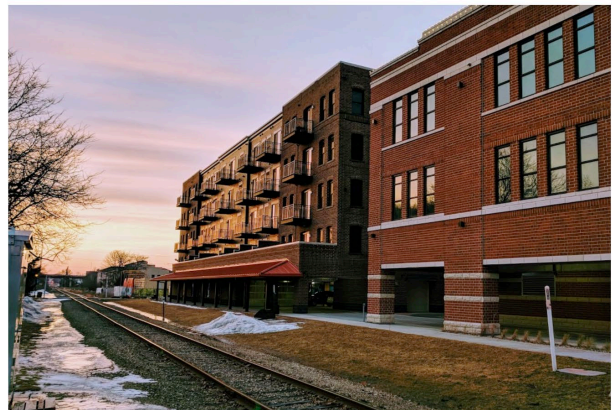
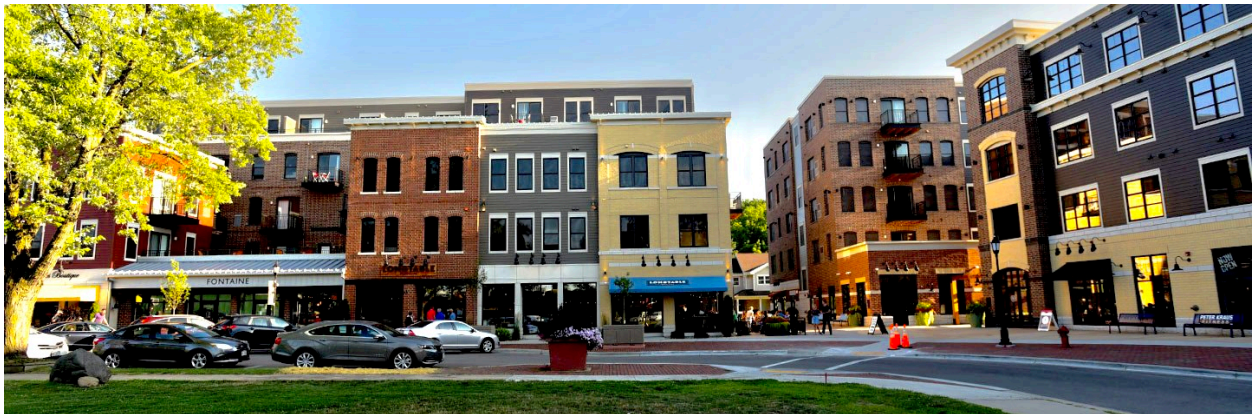
Shown below are pictures of the design comparable - Middleton Center, where we worked with the city to invigorate the downtown area with floor level retail/commercial space and multi-family above. Located in the heart of downtown, the building was designed to produce a historical, old-town Main Street feel, similar to the Sawdust District goals. Note the storefronts



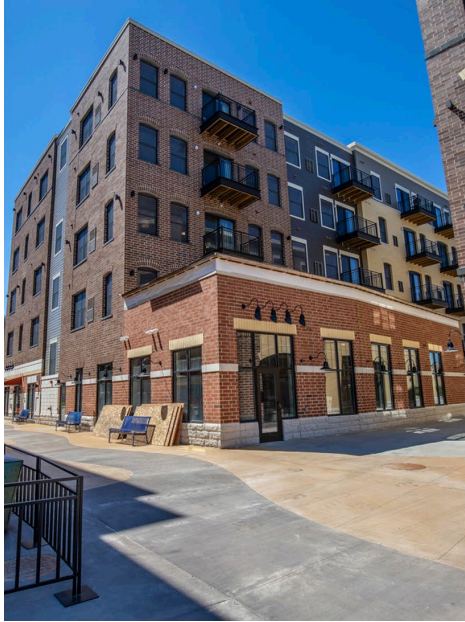
segregated by different size and color of brick and vinyl (Hardi plank) used to accentuate and delineate the different storefronts and retailers. Middleton Center's design also included breezeways (shown below) that allow for decorative art, more retail frontage, outdoor plaza seating and community gathering space.

Also included are pictures of Middleton Center at night to show the creative use of direct/indirect lighting along with gooseneck, barn fixtures and rooftop Christmas lighting to highlight the different architectural features and make the building stand out and draw in retail customers.

Design Comparable – Middleton Center











Construction Timeline

The *Tentative Development Schedule* below will show our proposed timeline. We're anxious to get started. Construction is broken down into 3 phases, starting with building A1 to provide a gateway from Downtown Oshkosh to the Sawdust District and bring in residents and retailers to South Main Street.

T. Wall Enterprises always aim to start construction in the Fall in order to open in time for the start of leasing season the following Spring. This allows us enough time to lease up each individual phase before opening the next phase.

Tentative Development Schedule

Phase	Construction	Construction Start	Occupancy
Phase 1	Building A1 w/ Retail & Clubhouse	Fall 2021	Spring 2023
Phase 2	Building A2 w/ Retail	Fall 2023	Spring 2025
Phase 3	Building A3	Fall 2025	Spring 2027

(Subject to Approvals)



CONCEPT PLAN

**RIVERFRONT MIXED USE-RIVERFRONT
OVERLAY (RMU-RFO)**

**SITE = 333,714 SF (7.7 ACRES)
DENSITY 36.0 - 38.0 UNITS PER ACRE**



JLA
ARCHITECTS

43 E 7th AVENUE
RENDERED MASTERPLAN

APRIL 13, 2021

1"=120' @ 11x17



T. Wall Enterprises LLC
Creating Places Where People Interact



FINANCING PLAN

T. Wall Enterprises has developed over three-quarters of a billion dollars over the last 5 years, and has been recognized by both local governments, non-profits, and the State of Wisconsin for exceptional work, sustainable development, and our community approach.

Extraordinary Costs/Risks

We would be remiss if we didn't discuss the challenges or head winds going forward. Based off T. Wall Enterprises assessment of the property, its condition, and the Environmental Surveys performed on the site, the development risks moving forward are:

Pilings (or Geo Piers) Due to Poor Soils

Poor soils are incapable of holding the building's weight. Because of this, the building foundation may require hundreds of pilings per building going 100 feet deep or more, adding a major cost to the development.

Environmental Conditions

Due to the sites previous industrial use, PAHs, metals, lead, petroleum, and PVOCs were found in the soils. This will cause the developer to pay high remediation, hauling and tipping fees to safely and appropriately handle the contaminated soil.

Shoring

Shoring occurs when the soils are poor and won't hold up, risking collapsing walls into the foundation hole. This requires wood or metal sheets and H pilings to hold up the excavated walls. Due to the large amount and depth of fill material found on site, shoring is likely and will be a large additional cost to the developer.



Construction Costs

Construction material costs such as lumber, PVC, copper and steel have all increased significantly. Lumber costs alone have increased over 330% since last March (from \$300/board ft to over \$1,000/board ft).

High Water Table

With this site being located adjacent the river, a high water table is highly likely. This would require the developer to utilize a dewatering system during and after construction for ongoing issues. It would also require drain tile, pumps, generator backup, etc.

Surprises Buried in the Site

This is a fill site from previous industrial uses. Examples of what T. Wall Enterprises has found in other similar conditions: old rail cars, concrete vaults, building abutments, etc. causing additional excavation, removal and disposal costs.

RDA Investment and Offer Price

Due to probable increased construction costs from soil hauling and tipping fees, undercutting fill and poor soils, the environmental survey's suggested use of deep foundations or geo piers, rising lumber, copper, PVC prices, and the uncertainty of retail and commercial space leasing in the current climate, T. Wall Enterprise's is proposing two RDA Investment scenarios:



Scenario	Site Conditions	Land	TIF
A	If NO pilings, environmental issues, soil removal, shoring, or high water table issues are encountered:	We will purchase the land for \$3.50/sqft divided per phase at 3 years after granting of the building permit. (\$389,333 per phase)	90% of tax increment, but no less than \$35,000 per unit.
B	If pilings, environmental issues, soil removal, shoring, or high water table issues are encountered:	We will purchase the land for \$1.	90% of tax increment, but no less than \$35,000 per unit.

Note: Some site conditions may not be discovered until after commencing construction.

State of Developer's Financial Ability

T. Wall Enterprises has built relationships with a stable portfolio of lenders over the past 35 years. On any given development, 3 to 5 lenders will have interest in the construction loan, because they trust our developments, our performance, and know the quality of product we provide. Our lending relationships exist across southern Wisconsin and the Fox Valley region.

In addition to our strong lending relationships, T. Wall Enterprises also has a pool of over 700 investors that provide capital. We have built trust with our investors, many of whom are continually seeking new markets and projects to invest with us.

We have the financial capability to move forward with this project.



Target Market

T. Wall Enterprises develops high quality apartment “homes” that are marketed towards young professionals, millennials, middle-age professionals, families and empty nesters looking to downsize.

Demographics

Age Range	Percentage of Residents
Under 30	50%
30 - 72	50%

Household Income	Percentage of Residents
Over \$60,000	50%
Over \$80,000	25%

Our focus is developing the “missing middle” and higher end housing that produces long-term, higher value communities and attracts the disposable incomes needed to support downtown retail and restaurants.

Our residents have more disposable income, which drives the neighborhood economically speaking. The quality of our developments provides significant improvement in property value for the city along with a large economic impact for local retailers, restaurants, businesses, and services.

Accepting our proposal would be the catalyst that the Sawdust District needs to spur further development, jump start economic growth, and attract residents and disposable income to the River North neighborhood.



APPROACHES TO ADDRESSING CITY GOALS AND VISION

This proposal was designed to reflect the city goals and vision for the Sawdust District and specifically, the River North neighborhood. The chart below lists goals directly from the Sawdust District Masterplan, specifically the River North subarea and relates it to our proposal:

Sawdust District Masterplan – River North Subarea Goals	The Mill on Main Proposal
<i>“High density multi-family residential that may contain a mixed- use component should be encouraged in the subarea.”</i>	☑
<i>“Development along the waterfront should provide orientation and visual interest toward the water, reinforcing the Sawdust District as a unique water-oriented, mixed use destination.”</i>	☑
<i>“Multi-family housing would benefit from waterfront orientation, proximity to South Main Street Activity, and abundant open space provided by the front yard of the Sawdust District.”</i>	☑
<i>“Connect parks and open space to the waterfront, encouraging passive and active recreation for visitors and residents.”</i>	☑
<i>“The trail network should connect new office and residential developments to the Riverwalk.”</i>	☑
<i>“The River North subarea presents an excellent opportunity for new multi-family housing, accommodating residents in all stages of life.”</i>	☑
<i>“Residents will further benefit from easy access to new development along South Main Street.”</i>	☑
<i>“Parking areas should be considered carefully to provide adequate space for the area without creating a surplus.”</i>	☑
<i>“Public parking should be set back from the waterfront.”</i>	☑
<i>“Buildings facing the waterfront should be developed between two and four stories.”</i>	☑



As shown above, T. Wall Enterprises design, goals and vision align directly with what the City of Oshkosh and the RDA are seeking. Particularly at this site, the gateway to the Sawdust District.

Anchoring the Sawdust District with our proposal, connects the barbell that is created between Menominee Nation Arena and 43 E 7th Avenue, see below. This barbell anchor will act as a catalyst, bringing traffic into the Sawdust District and also spurring development between the two anchors, which will further the City's goals for the Sawdust District.





CLOSING

We understand the importance for continued positive, creative and high-quality development in the City of Oshkosh and specifically the Sawdust District.

We feel our proposal addressed the goals included in this RFP. We have proposed a *“mixed use commercial/multifamily development”*, where our *“Commercial uses... take advantage of high visibility provided along South Main Street”* while our development *“complements and utilizes the unique location with the Fox River Riverfront, future river-walk”*.

We know our team’s proposal will help Oshkosh achieve their goals for the Sawdust District by providing high density, mixed-use development that engages the community, activates South Main Street and provides connectivity to the Fox River Riverwalk. We seek to add to the high-quality development that this community is experiencing now and desires for the future.

T. Wall Enterprises strives to develop this site into a community that will be enjoyable for the residents and the Oshkosh community. **We want to ensure that Oshkosh remains a successful place to live, work, shop, and play.**

Thank you for your consideration.

Sincerely,

Terrence R. Wall, President & CEO

T. Wall Enterprises Development, LLC, or its affiliate

**NOTE: Please note that we have purposefully excluded actual architectural renderings and elevations. As with our previous developments, we look forward to working with city staff and the community to create a winning*



architectural theme and material pallet. We've included photos of previous T. Wall Enterprises Development, LLC, or its affiliate's developments for reference.

DISCLAIMER:

The information contained herein this Request for Proposal ("RFP") is a draft for discussion and negotiation purposes only and shall not be construed or interpreted as an agreement. A subsequent purchase agreement (the "Agreement") signed by the parties that incorporates the business terms described herein shall govern over the terms contained herein this RFP. Furthermore, this RFP shall be null and void upon execution of the Agreement. If the City of Oshkosh, or its representative, initiates negotiations of terms different than this RFP then all of the terms in this RFP will be subject to renegotiation by T. Wall Enterprises Development, LLC, or its affiliate. Notwithstanding any indication of assent to any matters under negotiation, T. Wall Enterprises Development, LLC, or its affiliate shall not be under any legal obligation until T. Wall Enterprises Development, LLC, or its affiliate has obtained all approvals necessary for such Agreement and such Agreement has been executed. Only the signed Agreement shall bind T. Wall Enterprises Development, LLC, or its affiliate to any terms contained in this RFP. The information contained in this RFP is confidential, privileged, proprietary and only for the information of the indented recipient and may not be used, published or redistributed without the prior written consent of T. Wall Enterprises Development, LLC, or its affiliate, or its Agent. If you receive this document via a third party (by accident or deliberately) then you must destroy this document immediately and notify the sender. Anyone who illegally distributes this document without the Owner's prior written consent shall be liable for damages. T. Wall Enterprises Development, LLC, or its affiliate or subsidiaries, and its managers, employees and agents cannot be held liable for the use of and reliance of the opinions, estimates, forecasts and findings in these documents. This RFP is a best effort to offer terms for discussion/negotiation purposes with the City of Oshkosh.



EXHIBIT B

*T. Wall Enterprises Development, LLC
Articles of Organization*



State of Wisconsin
Department of Financial Institutions

ARTICLES OF ORGANIZATION - LIMITED LIABILITY COMPANY

Executed by the undersigned for the purpose of forming a Wisconsin Limited Liability Company under Chapter 183 of the Wisconsin Statutes:

Article 1. **Name of the limited liability company:**

T. Wall Enterprises Development, LLC

Article 2. **The limited liability company is organized under Ch. 183 of the Wisconsin Statutes.**

Article 3. **Name of the initial registered agent:**

Terrence R. Wall

Article 4. **Street address of the initial registered office:**

1818 Parmenter St Suite 400
Middleton, WI 53562
United States of America

Article 5. **Management of the limited liability company shall be vested in:**

A manager or managers

Article 6. **Name and complete address of each organizer:**

Terrence R. Wall
1818 Parmenter St Suite 400
Middleton, WI 53562
United States of America

Other Information. **This document was drafted by:**

F. Taylor Brengel, ESQ

Organizer Signature:

Terrence R. Wall

Date & Time of Receipt:

7/15/2020 3:17:17 PM