June 7, 2021  
Revised June 23, 2021

Ms. Maura Thompson, Interim Executive Director  
Ann Arbor Downtown Development Authority  
150 South Fifth Avenue, Suite 301  
Ann Arbor, MI 48104

RE: 415 W. Washington Street Area Plan Review Process

Dear Ms. Thompson:

On behalf of SmithGroup, Inc., ("SmithGroup") we are pleased to submit this proposal to provide professional advisory services to assist the Downtown Development Authority (DDA) and City of Ann Arbor (City) in developing a pre-entitlement area plan for 415 W Washington Street. This scope approved by the DDA Board is based on the preferred concept from the previous public engagement process. We do not anticipate major changes to that concept as we begin this phase of work. The scope of work includes Area Plan Review for the DDA and City in six (6) steps over approximately eight (8) months. The following is our understanding of the services which are to be provided.

The DDA has authorized to pay SmithGroup $195,000 based on the authorization of deliverables by Derek Delacourt, City of Ann Arbor Community Services Area Administrator. SmithGroup will invoice the DDA directly for the work (see Attachment A Ann Arbor DDA Resolution).

RESPONSIBILITIES OF THE CONSULTANT

We anticipate working with a core team for this project including representation from the City, DDA and Ann Arbor Housing Commission (AAHC). SmithGroup will serve as the site planners, civil engineers, architects and landscape architects for the project. These services will include the following:

- Site Design, Landscape Architecture, Architecture and Engineering
- Submittal assistance for Area Plan Review, as outlined in the Scope of Services
- Our team will include a partner to complete the high-level traffic analysis required by the Area Plan Process
- Our team will include a partner to complete the high-level environmental review as required by the Area Plan Process
- Our team will also include cost estimate and housing market and affordability analysis partners who will develop high-level analysis as part of the Area Plan Process

In addition, SmithGroup will serve as project coordinator (with the other project consultants) during the entitlements effort to assist in the management of schedules, communications, decision making, open issues tracking and deliverables.

This scope of services does not include a site survey, which will be required by others as part of the Area Plan Submittal.

SCOPE OF SERVICES

STEP ONE – CONCEPT DESIGN AND REQUIRED DRAWINGS (INCLUDING TRAFFIC AND ENVIRONMENTAL)

Step One efforts will include the completion of Pre-Application Conference with Planning Commission, Citizen Participation requirements, and PUD Zoning Review. These efforts will be performed by SmithGroup and other members of the project team (see services by others). During this step SmithGroup will provide the following:

<table>
<thead>
<tr>
<th>Ann Arbor</th>
<th>415 W Washington Street Area Plan Review Process</th>
<th>SmithGroup</th>
</tr>
</thead>
<tbody>
<tr>
<td>Downtown Development Authority</td>
<td></td>
<td>Ann Arbor, Michigan</td>
</tr>
</tbody>
</table>

LETTER FORM PROPOSAL - 1 -  
Revised 06/23/2021, 06/07/2021
SMITHGROUP

- Updated community and site analysis and development program
- Updated comparison chart of existing and proposed conditions
- Grading Plan
- Layout Plan with written descriptions demonstrating compliance with all applicable development standards and setbacks
- Conceptual Building Design
- Conceptual Sections
- Zoning, FAR/Density and Building Height/Stories
- Circulation and Parking Plan, including Bike Parking
- Traffic Statement
- Sidewalk Maintenance Plan
- Open Space Plan
- Natural Features Plan
- Conflicting Land Use Buffer Plan
- Landscape Plan
- Details, as needed
- Utility Plan
- Location and Dimension of Public Easements
- Soil Erosion Control and Storm Water Management Plan
- Cut and Fill Calculations
- Existing and proposed impervious area calculations and square feet of impervious area
- Storm Water Management System Design

PROJECT COORDINATION
SmithGroup will work with the project team to develop the project schedule, coordinate deadlines and lead communication with City Staff. This will include scheduling City of Ann Arbor Planning Department meetings to review design and confirm entitlement schedule, consultant meetings and neighborhood meetings to facilitate entitlement. Additional meetings with City Staff (i.e., Traffic) are also anticipated during this phase. SmithGroup will attend bi-weekly project team calls.

STEP TWO-PRELIMINARY MEETINGS

PLANNING DEPARTMENT AND DESIGN REVIEW BOARD
- Package Preliminary Area Plan drawings and submit hard copies, as required
- Prepare presentation of Conceptual Area Plan for Planning Department
- Prepare presentation of Conceptual Area Plan for Design Review Board
- Provide meeting minutes, as required

STEP THREE-PLANNING COMMISSION

PRE-APPLICATION CONFERENCE WITH PLANNING COMMISSION
- Package Area Plan drawings and submit hard copies, as required
- Prepare presentation of Conceptual Area Plan for Planning Commission
- Provide meeting minutes, as required

STEP FOUR-CITIZEN PARTICIPATION

COMMUNITY OUTREACH
- Modify notification card for City to send to neighbors
- Assist in reserving a venue for Citizen Participation meeting
- Provide presentation materials for Citizen Participation meeting

Ann Arbor 415 W Washington Street Area Plan Review Process SmithGroup
Downtown Development Authority Ann Arbor, Michigan

LETTER FORM PROPOSAL - 2 - Revised 06/23/2021, 06/07/2021
Attend two (2) Citizen Participation meeting and assist with presentation
Provide meeting minutes for publication, as required

STEP FIVE-PLANNING DEPARTMENT AND PLANNING COMMISSION REVIEW

AREA PLAN REVIEW BY PLANNING DEPARTMENT AND PLANNING COMMISSION
- Incorporate comments from Planning Commission Pre-application conference to modify Conceptual Area Program
- Provide Supplemental Regulations for the Conceptual Area Plan.
- Submit hard copies and electronically to the City on Etrakit, as required
- Meet with City to review comments from City Staff
- Provide modifications to documents based upon City Staff comments, as required
- Prepare presentation of Conceptual Area Plan, Development Program and Supplemental Regulations for public hearing and Planning Commission
- Attend Planning Commission meeting and assist with presentation
- Provide meeting minutes, as required

SmithGroup will work with the project team to develop the project schedule, coordinate deadlines and lead communication with City Staff. This will include scheduling City of Ann Arbor Planning Department meetings to review design and confirm entitlement schedule, consultant meetings and neighborhood meetings to facilitate entitlement. Additional meetings with City Staff (i.e., Traffic) are also anticipated during this phase. SmithGroup will attend bi-weekly project team calls.

AREA PLAN REVIEW BY CITY COUNCIL
- Prepare presentation prior to public hearing for City Council
- Provide revisions, as needed, following first City Council meeting
- Attend public hearings for City Council and assist with presentations (assumes two (2) meetings)
- Provide meeting minutes, as required

Deliverables:
- Final Area Plan Documents, Supplemental Regulations, Presentations for Public Meetings and Application
- Provide meeting minutes as required

SCHEDULE

This scope of work shall take approximately eight (8) months to complete. SmithGroup will work with the DDA, City and other team members to develop a project schedule to meet appropriate commission and council approval dates.

COMPENSATION

The Ann Arbor Development Authority shall compensate SmithGroup for the scope of services outlined above on an hourly basis not to exceed $195,000 (one hundred ninety-five thousand dollars), inclusive of all labor, consultant, and reimbursable cash charges. Compensation will be made upon invoice approval by Derek Delacourt, City of Ann Arbor.

CONSULTANTS

SmithGroup will engage the appropriate subject matter consultants to meet the Area Plan requirements within the scope of services, fee and schedule, including:
- Housing market and affordability analysis: not to exceed $7,500
SMITHGROUP

- Conceptual construction cost estimate: not to exceed $10,000
- High-level traffic analysis: not to exceed $10,000
- High-level environmental analysis: not to exceed $40,000

MISCELLANEOUS PROVISIONS

SmithGroup acknowledges that all work being performed is under the direction of Derek Delacourt, City of Ann Arbor. The Ann Arbor Downtown Development Authority, as the holder of the contract, agrees to pay SmithGroup for services performed, up to the limits authorized in the attached resolution based upon invoice approvals by Derek Delacourt, City of Ann Arbor.

SmithGroup will use reasonable professional efforts and judgement, consistent with a normal standard of care in the performance of these services.

PAYMENTS

Invoices will be prepared monthly on the basis of services rendered with copies sent to both Derek Delacourt, City of Ann Arbor and Maura Thompson, Ann Arbor DDA. Once invoices are approved by Derek Delacourt they will be paid by the DDA.

Thank you for contacting SmithGroup. We look forward to working with you on this project.

Sincerely,

[Signatures]

Michael Johnson, MLA, ASLA
Principal | Co-Director of Urban Design

Dan Kinkead, AIA, NCARB
Principal | National Urban Design Practice, Co-Director

Attachment 'A' – Ann Arbor DDA Resolution dated May 5, 2021
This document will serve as an agreement between us, and you may indicate your acceptance by signing in the space provided below and returning one (1) signed copy for our files.

SmithGroup
(Signature)

Ann Arbor Downtown Development Authority
(Signature)

Thomas L. Mroz Jr., Senior Vice President
(Printed name and title)

Maura K. Thompson
(Printed name and title)

June 23, 2021
Date

June 23, 2021
Date
RESOLUTION TO GRANT $195,000 TO THE CITY OF ANN ARBOR
FOR PRE-ENTITLEMENT WORK ON 415 W WASHINGTON

Whereas, The DDA’s mission is to undertake public improvements that have the greatest impact in strengthening the downtown area and attracting new private investment;

Whereas, The DDA has received a request for funding from the City of Ann Arbor for up to $195,000 towards pre-entitlement work on City owned property at 415 W. Washington Street;

Whereas, The City has obtained a proposal from SmithGroup for pre-entitlement work for the site that ranges from $155,000-$195,000 and which is planned to be completed by Spring of 2022;

Whereas, The City suggests that SmithGroup will bill the DDA directly for the work;

Whereas, The City proposes that development of this property will support the DDA’s mission by:

- Eliminating a functionally obsolete, blighted nuisance in the downtown
- Increasing available housing stock in the City
- Investigating the opportunity for affordable/workforce housing
- Developing a signature portion of the Treeline
- Develop a project that is approved by the City’s HDC
- Increasing the tax base

Whereas, The project will encourage the development of public land to meet community goals

Whereas, The DDA’s General/TIF Fund FY22 Budget does include capacity for the requested $195,000 for Grants that support downtown development;

RESOLVED, The DDA Board approves The Resolution to Grant Up To $195,000 to the City of Ann Arbor through direct payments to SmithGroup for Pre-Entitlement Work on 415 W Washington, to be paid from its General/TIF Fund.

A consent vote on the resolution showed:
Ayes: Bartelme, Crawford, Dieck, Guenzel, Kim, Kinley, Klopf, Letaw, Massey, McFarland, Narayan
Nays: None
Absent: None
Recused: McKinnon
The resolution was approved.
May 5, 2021