



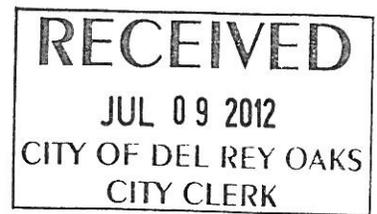
# CITY OF DEL REY OAKS

650 CANYON DEL REY RD. • DEL REY OAKS, CALIFORNIA 93940  
PHONE (831) 394-8511 • FAX (831) 394-6421

## AGENDA SPECIAL MEETING OF THE DEL REY OAKS CITY COUNCIL MONDAY, JULY 30, 2012 AT 5:00 P.M. CHARLIE BENSON MEMORIAL HALL, CITY HALL

1. 5:00 P.M. - ROLL CALL - *Council Members*
2. PLEDGE OF ALLEGIANCE
3. PUBLIC COMMENTS:  
Anyone wishing to address the City Council on matters not appearing on the Agenda may do so now. The public may comment on any other matter listed on the Agenda at the time the matter is being considered. *There will be a time limit of not more than three minutes for each speaker. No action will be taken on matters brought up under this item and all comments will be referred to staff.*
4. NEW BUSINESS:
  - A. Consider selection and approval of request for qualification response for the former Fort Ord property development area and direct staff to proceed with an Exclusive Negotiating Rights Agreement with selected developer.
5. SET NEXT MEETING DATE: Establish **Tuesday, August 28, 2012**, at 6:00 P.M. as the date and time of the Council's next regular meeting.
6. ADJOURNMENT

Information distributed to the Council at the meeting becomes part of the public record. A copy of written material, pictures, etc. must be provided to the secretary for this purpose.  
All enclosures and materials regarding these agenda items are available for public review at the Del Rey Oaks City Hall, 650 Canyon Del Rey Road, Del Rey Oaks.



Del Rey Oaks  
Fort Ord Property  
RFQ Submittal by:  
**BRANDENBURG PROPERTIES**  
July 9, 2012

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# BRANDENBURG

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## PROPERTIES

July 9, 2012

HAND DELIVERED

Mr. Daniel Dawson  
CITY MANAGER  
City of Del Rey Oaks  
650 Canyon Del Rey Road  
Del Rey Oaks, CA 93940

RE: RFQ; "Fort Ord Property"; Del Rey Oaks, CA

Dear Mr. Dawson:

Thank you for the opportunity to respond to the City of Del Rey Oaks Request for Qualifications associated with its Ford Ord Property.

- In response to the RFQ, Paragraph C 1, 2 & 3, please find attached an Executive Summary, Experience Report & Development Team Summary. This document provides a historic overview of Brandenburg Properties as well as identifying members of the Brandenburg Properties team, pertinent individual and corporate experience as well as Development Team career approach.
- We have also included a Development Team "intent to participate" letter, signed by the individual Brandenburg team members.
- In response to the RFQ, Paragraph C 4, please find attached our brief Development Approach/Vision Concept.
- In response to the RFQ, Paragraph C 5, please be advised that our financial documents have been directly forwarded to EPS, as provided for within the RFQ guidelines. We have, however, included a letter from Comerica Bank for your edification. Generally speaking, our extensive history suggests acquisition, predevelopment funds and working capital are typically provided by internal cash and/or a revolving line of credit. Rarely has there been a need to secure construction/permanent financing. Most all Brandenburg assets are owned free and clear without secured debt.



Mr. Daniel Dawson

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- In response to the RFQ, Paragraph C 6, please find our enclosed check in the amount of \$7,500 payable to the City of Del Rey Oaks for the Non-Refundable Deposit.
- In response to the RFQ, Paragraph C 7, please find our check in the amount \$100,000 payable to the City of Del Rey Oaks for the Refundable Deposit.
- We have also provided a reference list of individuals you are welcome to contact in seeking further understanding of the team and team members.

Should you have any questions, please feel free to contact either me at 408-282-4101 or through my assistant Samantha Van Lone at 408-282-4112 or Bill Baron at 408-282-4103.

Best regards,  
BRANDENBURG PROPERTIES

  
Eric Brandenburg

# **Brandenburg Properties**

*Lee H. Brandenburg and Eric Brandenburg  
Chuck Butters, Bill Baron and Garros Ng*

## **Executive Summary, Experience Report & Development Team**

### **I. Executive Summary Background**

#### ***Real Estate***

Lee H. Brandenburg has been involved in the real estate industry for over 50 years. Collectively, he and his team at Brandenburg Properties have nearly 170 years combined experience in the field of real estate ownership, management, design, planning, entitlement, construction and finance.

Commencing in the 1950's, Lee developed over 4 dozen residential subdivisions and numerous custom homes. In the mid-1960's and through the decade of the 1970's, Lee and his partners expanded into conceiving, designing, entitling, constructing and managing "5-star" mobilehome communities, office buildings and shopping centers in the rapidly growing Santa Clara County.

In the late 1970's, focus shifted to larger land entitlement projects both within and outside of California, land development projects, "vertical construction" projects consisting principally of residential development, golf course planning, design and construction projects as well as an expansion of investment holdings to include assets located in southern California, Texas, Louisiana, Georgia, South Carolina, Florida and British Columbia, Canada.

Today, Brandenburg Properties (primarily Lee Brandenburg and his family, including his son Eric Brandenburg) and its partners own 14 Bay Area based, 5-star mobilehome communities consisting of over 3,400 spaces comprising nearly 7,000 tenants; approximately 4,000 acres of investment/development land in 6 states and 1 Canadian province; over 630,000 square feet of buildings (retail, commercial and residential) including two apartment complexes totaling 310 apartment homes. Lee and Eric Brandenburg's 2011 net worth is very conservatively estimated at \$164,000,000.

## *Career Approach*

Whether the opportunity is identified in our backyard, across the nation or in another country, our approach to investment real estate includes an emphasis of determination and hands-on engagement, patience and discipline, collaboration and creativity. Underlying our approach is -- and perhaps most importantly -- a recognition that real estate investment and development is all about working thoughtfully, productively and proactively with stakeholders so as to provide a positive and transparent approach with equally positive and transparent results.

There is no question that investment real estate, particularly with an eye toward a legacy project as is envisioned in Del Rey Oaks, is a wide ranging and all encompassing endeavor. It is with this understanding that we complement our principal team with a host of equally experienced individuals within their specific field of expertise. Such disciplines include but are not limited to: land use, vast range of environmental and civil engineering, architectural design, construction, marketing and management.

Further complementing long-established business acumen, Lee and his family as well as the Brandenburg Properties individual team members actively engage in the communities in which they live and conduct business by supporting worthy non-profit groups, volunteering "time and mind" on various board's of directors and trustees as well as service with and through other community-building organizations. For many years, members of the Brandenburg Properties team have been recognized for outstanding leadership and commitment.

## **II. Detailed Career Highlights—Development Experience**

### ***A. The Early Years & Mobilehome Communities; Brandenburg, Staedler & Moore***

- In the mid to late 1950's through the early 1960's, Lee developed custom home and multi-family subdivisions in Santa Clara County, California, including County Squire Estates, the then newly incorporated city of Saratoga's first residential subdivision.
- Lee completed over 55 custom lot subdivisions in the 1950's and early 1960s including in 1957, the first subdivision located in the newly incorporated City of Saratoga.
- In 1967, Lee and his partner Rudy Staedler developed their first mobilehome community, Adobe Wells, a 613 space community located in Sunnyvale, CA. After Adobe Wells, Lee and Rudy continued their development of mobilehome communities and in 1974, welcomed John Moore to form Brandenburg, Staedler & Moore. Ultimately, BS&M built a total of 17 five-star mobilehome communities in the greater San Francisco Bay Area consisting of almost 5,000 spaces. BS&M continues to own and manage 14 of those original 17 mobilehome communities, consisting of approximately 3,500 spaces representing over 7,000 active tenants. The quality construction demanded by long-term investment strategy, eye to detail and continued intensive maintenance and management continue to be a hallmark of the award-winning BS&M communities. Please visit [www.bsmcommunities.com](http://www.bsmcommunities.com). Today, the mobilehome parks have a likely market valuation of near \$300,000,000.

### ***B. Brandenburg Properties: Lee Brandenburg and Eric Brandenburg***

- In the mid-1970's, Lee teamed up with his son Eric to form Brandenburg Properties ([www.brandenburg-properties.com](http://www.brandenburg-properties.com)). Other team members joined in the mid 1980's. Brandenburg Properties, through its affiliated entities, owns investment assets including land, leased commercial properties in Northern and Southern California, Texas, Louisiana, Georgia, South Carolina, British Columbia Canada and most recently, Florida. Focus includes ownership, management, planning, entitlement, community outreach and engagement, construction and finance.

### *C. Brandenburg Properties & Projects with Environmental Remediation Success*

- ***Waterford, San Jose, CA:*** In the mid 1980s Lee and Eric acquired, with internal cash, a non-operating quarry on Capitol Expressway in San Jose. The property contained approximately 100 acres and consisted of a number of deep excavations -- some exceeding 20 to 30 feet in depth -- together with a large hill consisting of solid bedrock. The site was almost entirely contaminated with petroleum hydrocarbons consisting mainly of diesel, gasoline and oil used during the quarry operations and substantial quantities of naturally occurring asbestos.

Led by Chuck Butters, Brandenburg Properties successfully remediated the contamination by biodegrading the petroleum hydrocarbons and by isolating and then encapsulating the naturally occurring asbestos. Brandenburg then reclaimed the quarry by blasting the existing hill with dynamite, crushing the spoils and using them for fill in the deep excavations.

Having successfully reclaimed the quarry site, Chuck then led the effort to master plan and fully entitle the entire site -- including obtaining the required zoning and tentative parcel maps -- for a mixed use development containing (i) 100,000 plus square foot grocery anchored (Lucky Markets, now Albertsons) shopping center, (ii) 120,000 square foot Home Depot retail outlet with garden center, (iii) 700 +/- "for sale" residential units (consisting of both single family detached and single family attached) and (iv) 300 +/- unit apartment complex. Chuck then oversaw the installation of all the required streets, utility systems (gas, electricity, water, sewer and street lighting etc.), curbs, gutters and sidewalks as necessary to facilitate the full development of the property.

Brandenburg Properties put the entire site into a "ready for immediate development" condition with all required offsite improvements in place and all necessary utilities at the property line. Brandenburg financed the entire undertaking internally with the exception of the construction of the public improvements which was accomplished with assessment district financing. (Contact: former City of San Jose Planning Director Gary Schoennauer @ 408-947-1234). The entire development would likely have a current market value in excess of \$400,000,000.

- **Julian Street, San Jose, CA:** In 1986, Lee and Eric acquired one of the largest assemblages of land in downtown San Jose. The approximately 5 acres is located adjacent to the only full freeway interchange serving downtown at Julian and State Highway 87 (Guadalupe Parkway). After the properties were assembled, it was discovered that one of the building tenants utilized solvents that contaminated both the soil and groundwater under a portion of the site. The level of contamination was some of the highest in the State of California and the site was a candidate for the EPA Superfund List.

Thoughtfully, proactively and cooperatively, BP worked with the EPA, DTSC and the RWQCB to successfully keep the site off of the Superfund List and, over a period of about 15 years, remediate the contamination to allow for unrestricted use of the site. The assemblage was sold under the threat of eminent domain to the Redevelopment Agency of the City of San Jose in 2003.

As initially conceived by Lee, the “Brandenburg Site” is currently being planned for a mixed use project with up to 1,500 dwelling units and commercial uses to bolster the continued renaissance of downtown San Jose. (Contact: former City of San Jose Planning Director Gary Schoennauer at 408-947-1234 and Executive Director of the Successor Agency of the San Jose Redevelopment Agency Richard Keit at 408-795-1849). At full build out as currently conceived, the project may have a market value of over \$400,000,000.

***D. Brandenburg Properties & Major Residential Entitlement, Golf Course Entitlement and Construction.***

- ***St. Ives, Duluth, GA:*** Located along the banks of the Chattahoochee River in Duluth, Georgia (northeast Atlanta metropolitan area) sits St. Ives Country Club. Brandenburg Properties assembled the property and gathered a qualified team of professionals including a highly regarded Atlanta-based land planner, local civil and environmental engineers and worked directly with the local authorities to obtain initial entitlements for this 1,124 acre property consisting of over 1,100 residential units and an 18-hole championship-caliber golf course. The asset acquisition and entitlement processing was paid for in cash by the Brandenburg's. The project was sold to a local builder/developer. The work initiated by the Brandenburg's resulted in the development of the premier residential golf community with a likely current overall market valuation in excess of \$750,000,000.

Brandenburg Properties' California golf projects include award-winning Silver Creek Valley Country Club, San Juan Oaks Golf Club, Cinnabar Hills Golf Club and Wild Wings Golf Course.

- ***Silver Creek Valley Country Club, San Jose, CA:*** Silver Creek Valley Country Club is located in the City of San Jose. It consists of an 18-hole private country club surrounded by over 1,500 dwelling units. Lee and Eric initially assembled the 1,550 acre property from 1977 to 1979. Land acquisition and entitlement costs were paid for directly by internal cash.

In working with LAFCO, the property was annexed into the City of San Jose. The Brandenburg's defended an environmental lawsuit attacking the City's general plan during the project approvals. The lawsuit was the first legal battle ever fought over the general plan amendment process.

The project plan and entitlement had to include an arterial road connecting Highway 101 to accommodate the City of San Jose's vision for even greater growth (above Silver Creek Valley) in this southeastern section of the city. A tremendous and talented team of experts was assembled and worked to align the City's desires with necessary entitlements.

Shea Homes ultimately developed the project which was built out in 2000 and it is now the premier private gated golf community in the City of San Jose. (Contact: former City of San Jose Planning Director Gary Schoennauer at 408-947-1234). Market valuation of the entire Silver Creek Valley Country Club and associated residential community is likely over \$750,000,000.

- **San Juan Oaks Golf Club, San Benito County, CA:** San Juan Oaks Golf Club is a championship caliber 18-hole golf course located near Hollister, CA. Lee and Eric assembled nearly 2,400 acres from several different land owners and obtained the initial entitlements for the golf course. The property and entitlement processing, amounting to over \$14,000,000, were paid for by Brandenburg in cash. The project included coordination with and permits from local, state and federal agencies.

In a joint venture with the Nikko Group, Brandenburg retained golf course architect Gene Bates and Fred Couples to design this *Golf Digest* “top” ranked high-end daily fee golf course. In 2004, the Nikko Group obtained additional approvals for a second 18-hole golf course, 200 room resort hotel and 176 residential lots and most recently, the current owner is processing entitlements for an additional 800 residential units. (Contact former Chairman of the San Benito County Board of Supervisors Mike Graves at 916-834-7545). Ultimate valuation for this complete asset is expected to reach over \$400,000,000 upon full build out.

- **Cinnabar Hills Golf Club, San Jose, CA:** Cinnabar Hills Golf Club is a 27-hole high-end public golf course located in San Jose. Land assemblage, project conception, entitlements and construction were completed by Lee and his Brandenburg Properties team in 1995 and opened in August 1998. Eric Brandenburg and Bill Baron managed the entitlements with the City of San Jose and all stakeholder outreach and engagement, and Bill oversaw construction. The project required a General Plan Amendment, PD Zoning and numerous local, state and federal permits. As well, Cinnabar Hills has its own sewer and water systems.

Cinnabar Hills Golf Club is considered one of the finest golf courses, public or private, in California. It consistently ranks as the Best Public Golf Course in Silicon Valley by San Jose Magazine, the Metro and the San Jose Mercury News, the latter two for the past 11 straight years! In 2011, Cinnabar Hills hosted over 76,000 rounds of golf, 96 weddings and special events and 160 golf tournaments.

Brandenburg Properties oversees the golf course management and operations. Nestled within the expansive yet efficient clubhouse is the Brandenburg Historical Golf Museum, a one of a kind home to some of golf’s greatest treasures. Construction costs totaled nearly \$27,000,000, a large portion of which was provided in cash by the ownership group and the balance in permanent financing. (Contact: former Vice Mayor Patricia Dando: 408-564-2760 and/or former San Jose Planning Director Gary Schoennauer: 408-947-1234)

- **Wild Wings Golf Club, Yolo County, CA:** Wild Wings Golf Course is located west of Sacramento near Woodland, California. This 9-hole full-length design golf club was part of a much larger overall master development consisting of 337 home sites built upon by three prominent home builders in the Sacramento valley. Wild Wings opened in the spring of 2005. Bill Baron served as the project manager.

Wild Wings LLC, a joint effort with Brandenburg Properties and partner Nick Coussoulis of Southern California, assembled the land, perfected earlier tentative map entitlements, internally financed the near \$50 million dollar project which included full grading, paving/streets, utilities, detailed water and sewer systems, golf course, clubhouse, community facilities together with the installation of a near 4-mile long extension of natural gas main. Moreover, the project required numerous permits from local, state and federal agencies.

Brandenburg and Coussoulis served as master developer for the Wild Wings Golf-Residential Community. Wild Wings Golf Course was conveyed to the Yolo County CSA in 2009. (Contact: Jim Campbell, Yolo County Assistant Director of Planning & Public Works; 530-666-8847). Approximate total value of the entire Wild Wings development is about \$125,000,000.

***E. Brandenburg Properties: Significant Land Entitlement, Construction, Other Holdings***

- **“Apple”, San Jose, CA:** In 1998, Brandenburg Properties purchased 640 acres located in south San Jose from Apple Computer for several million dollars in cash. The property is adjacent to Cinnabar Hills Golf Club. A small portion of the property was sold to Xilinx for a future industrial campus to be located in the “Coyote Valley”. Brandenburg Properties (Eric Brandenburg, Chuck Butters and Bill Baron) successfully secured a General Plan modification to provide for a memorial park land use. In the past, Brandenburg has applied to the City of San Jose to build the first memorial park to be established in the City in over 130 years. Referred to as “Heritage Oaks”, this planned 125 acre full service memorial park situated high above the Coyote Valley sits on an overall 450 acre site and is expected to serve the community in the respectful disposition of its citizenry for the next 200 years (Contact: former City of San Jose Planning Director Gary Schoennauer at 408-947-1234).
- **South Palm Canyon, Palm Springs, CA:** In December 1999, Brandenburg Properties completed the purchase of approximately 67 acres for about \$7,000,000 in cash in the Canyon Country Club area of South Palm Springs, CA adjacent to the former Canyon Hotel and recently renovated Canyon South Golf Club. Brandenburg Properties through Bill Baron’s project management and his project team successfully processed two Tentative Tract Maps and associated Planned Development Districts with the City of Palm Springs totaling 156 single family residential lots. Brandenburg Properties sold these projects to two home builders in 2004 at a significant profit. (Contact: former City of Palm Springs Planning Director Marv Roos at 760-320-9811). Several homes have been constructed and ultimately, the economic development valuation should reach \$125,000,000.
- **Villas & 43 @ Racquet, Palm Springs, CA:** During the decade beginning in 2000, Brandenburg Properties formed a relationship with a local Palm Springs-based home builder, Dennis Cunningham of Palm Spring Modern Homes. The team completed full entitlement and construction of The Villas of Old Palm Springs, located on Tahquitz Canyon Way near the historic O’Donnell Golf Course. The project consisted of 48 attached and detached single family residences ranging from 2,200 to 3,500 square feet. All of the homes have been sold and today, the development would likely have a market value of near \$30,000,000. As well, the team completed 43 @ Racquet, which consisted of obtaining full entitlements together with construction of 43 single-family homes in the northern portion of Palm Springs. All units have been sold. (Contact former City of Palm Springs Planning Director Marv Roos at 760-320-9811) Current projected market value of this economic development is approximately \$50,000,000.

- Coachella, CA:** Brandenburg Properties assembled two large properties located in the City of Coachella in the eastern Coachella Valley, one consisting of approximately 360 acres and one consisting of approximately 185 acres. Brandenburg Properties successfully removed the property from the Williamson Act and then successfully processed a Specific Plan on the 360 acre allowing up to 1,481 residential units and approximately 52 acres of commercial. In 2003 and 2004 all of the residential land was sold to home builders. Brandenburg Properties retains 52 acres of State Route 86 (NAFTA Freeway) exposed commercial property. The 185 acre project is located on Dillon Road across the street from the Trump 29 Casino. In 2004, Brandenburg Properties worked with a local developer to initiate approvals on the 185 acre property and adjacent property for an 18-hole golf course, approximately 1,500 dwelling units and 46 acres of commercial. The 185 acre property was sold at the end of 2004 to the local developer. In both these instances, Brandenburg acquired the lands for cash and internally funded all entitlements.
- 50<sup>th</sup> & Frederick, Coachella, CA:** In the early-1990's, with the assistance and encouragement of Lee, Bill Baron and business partner Ron Zraick (current General Manager of Cinnabar Hills Golf Club) acquired 40 acres of property in downtown Coachella intended for long term investment. After several years of holding, the two secured necessary entitlements for 150 residential lots and thereafter collaborated with the Coachella Valley Housing Coalition, a quasi-public entity that provides for "self-help" equity for those more economically challenged individuals and families. Baron and Zraick ultimately improved the property and developed all of the lots with full infrastructure, tot lot and exterior landscaping and other improvements as the CVHC oversaw its clientele construct personal residences.
- LA County, CA:** Brandenburg Properties and Nicholas Coussoulis of Coussoulis Development Company of San Bernardino, CA formed a joint venture (B & C) and acquired approximately 1,079 acres in north Los Angeles County above Santa Clarita along one of California's busiest travel corridor, Highway 14. B & C secured the necessary initial entitlements with an approved Tentative Tract Map for 319 2-acre "equestrian-inspired" home sites and the final map for Phase 1 is now recorded. Bill Baron manages the asset for the Brandenburg team. B & C intends to continue its work with Los Angeles County to complete the entitlement of this project, including designing potable water and wastewater treatment systems. The property was acquired for just over \$8,000,000 and was acquired with cash. Nearly \$4,000,000 has been spent on the assets since acquisition and has been internally funded in cash. At full build out, the property should be home to over \$300,000,000 of improved real estate.

- **Riverside County, CA:** In 2000, B & C also acquired 1,140 acres at the corner of Cajalco and Wood Roads in Riverside County, California from the land division of Ford Motor Company and other parties for over \$9,000,000 in cash. The property had tentative approval for 1,421 homes and approximately 30 acres for commercial development. B & C purchased an additional 160 acres adjacent to this property with tentative approval for 125 homes. B&C successfully worked with Riverside County and other jurisdictions to revise and modify the tentative tract maps and worked with the local school district to commence and complete the formation of a Mello Roos Financing District for approximately \$6,000,000 in offsite improvements. These projects were fully entitled by B & C and in 2003 and 2004 were then sold to a home builder for a cash sum exceeding \$65,000,000. B&C retained the commercial property and envisions retail development. The project area currently consists of nearly 380 homes with another 900 on the horizon. At full build out, the market value should be over \$400,000,000.
- **Summerland, British Columbia, Canada:** In 2005, Brandenburg Properties acquired a 50% interest in 212 acres located in the “Okanagan Valley” of the Canadian province of British Columbia. The property is 40 miles south of Kelowna in the District of Summerland. Summerland is in the heart of this incredible “fruit basket” of Canada fronting on the nearly 40-mile long Okanagan Lake. The project as envisioned, together with additional Federal Crown and District of Summerland lands, is a 1,750 unit, 20-year phased master-planned, 18-hole championship caliber golf resort with full resort amenities. The entitlement effort was led by Bill Baron and a tremendous team of talented experts. Coordination between Crown (Federal), Provincial (Vancouver) and numerous local governmental agencies as well as the consultant team was critical in securing the Official Community Plan Amendment (General Plan Amendment) and adoption of the project’s Neighborhood Plan in 2007.

While stalled due to the economy and issues associated with First Nations/Crown lands, we retain hope, albeit limited, that a project may materialize in the future. Thus far, “Brandenburg” has invested nearly \$5,000,000 in cash. (Contact former District of Summerland Chief Administrative Officer Evan Parliament at 250-415-8149). If full build out is ever achieved on the scale contemplated by the Official Community Plan and adopted Neighborhood Plan, the project valuation could reach several hundred million over the course of development.

- **North Ft. Myers (Lee County), FL:** In early 2012, Brandenburg Properties acquired 467 acres of land and an operating 69-wet slip marina located in North Ft. Myers (Lee County), Florida. North Ft. Myers is located in southwest Florida, adjacent to the Gulf of Mexico. The property, once home to a vibrant 18-hole public golf course, with entitlements for 775 residential units in one area of the property and up to 400 in another was acquired from a consortium of 54 lending institutions. The property enjoys direct access to the Caloosahatchee River.

Currently, the marina is operated as a business enterprise. The former golf course was closed in 2006 by prior owners. Although no timetable has been established, future redevelopment of the entire site is envisioned with an eye toward a water-integrated residential development consisting of several hundred units, park areas, wet and dry-stack slip marina with associated commercial activities. The asset was acquired with internal cash and Bill Baron serves as the project manger.

- **Other:** In addition to the above and other land holdings, Brandenburg Properties owns other long-term income producing real estate investments including a multi-tenanted commercial building in Cathedral City, a Lunardi's-leased grocery store in San Jose, a Big Lots department store in Hercules, former Wal-Mart stores in Texas and Louisiana, a Barnes & Noble Superstore in Texas and two apartment complexes, one located in North Augusta, South Carolina and the other located in Dallas, Texas. Together, they total 310 apartment homes and provide long term portfolio income. All of the above assets were acquired with cash.

### **III. --Background**

#### ***F. Brandenburg Properties & the Team***

- Lee Brandenburg and his son Eric have vast experience in real estate acquisition, disposition, legal, engineering, concept and design planning, entitlement, construction, financing, leasing and management.
- In addition to serving several non-profits including the Ronald McDonald House @ Stanford, United Way Silicon Valley, San Jose State University and the Waldorf School, Lee and Eric, through the Brandenburg Family Foundation, are dedicated to helping create and sustain a vibrant and healthy community where all Silicon Valley residents have equal opportunity to live, work and be enriched. To accomplish its purpose, the Foundation invests in strong community-based organizations that promote self-reliance and economic independence and contribute to the quality of life for economically, physically and emotionally challenged individuals.
- Over the past three decades, the Brandenburg Family Foundation and family members have made contributions and commitments that exceed nearly \$22 million to deserving non-profit organizations and capital improvements projects that build and strengthen community and quality of life.
- In addition to Lee and Eric, the Brandenburg Properties team also includes Chuck Butters, Bill Baron and Garros Ng.
- Chuck Butters joined Brandenburg Properties in 1986. Chuck is a graduate of U.C. Berkeley's Boalt Hall School of Law. Prior to 1981, he was the managing partner of the real estate law group at a prominent San Jose law firm. He left the practice of law in 1981 to co-found Renco Investment Company, where he was the managing general partner. Renco Investment Company developed numerous industrial properties, including Bayside Technology Park in Fremont, which was then the largest industrial park in Silicon Valley. Chuck is engaged in all aspects of real estate including acquisition, disposition, legal, engineering, concept/design/planning, entitlement, construction, financing, leasing and management. Chuck has served on several boards and commissions, most recently as a member of the Coyote Valley Task Force at the request of the City of San Jose.

- Bill Baron joined Lee and Eric in 1983 as a 19 year-old intern from San Jose State University. Upon his graduation with a degree in Business Management, Bill joined the firm full time serving in several capacities including a near 4-year stint as the Brandenburg Properties point person for its assets in the southeastern United States. Like Chuck, Bill has extensive experience in all aspects of real estate including acquisition, disposition, legal, engineering, concept/design/planning, entitlement, construction, financing, leasing and management. Bill is a member of the Rotary Club of San Jose, past Chairman of the San Jose Silicon Valley Chamber of Commerce, past Chairman of ChamberPAC, the San Jose Silicon Valley Chamber of Commerce Political Action Committee, Board Member of the Stroke Awareness Foundation, Board Member of Pro Baseball to San Jose Committee. He also served on San Jose Mayor Chuck Reed's Transition Committee.
- Garros Ng has been a Certified Public Accountant for more than a decade and focuses on issues relating to entity preparation, tax functions, information systems and all accounting management. He serves as "in house" controller for Brandenburg Properties.
- Del Rey Oaks "Fort Ord Property" Principal Point Person: Eric Brandenburg; 408-282-4112 (assistant, Samantha Van Lone).

# BRANDENBURG

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## PROPERTIES

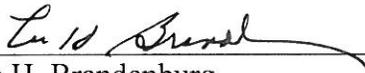
July 9, 2012

Mr. Daniel Dawson  
CITY MANAGER  
City of Del Rey Oaks  
650 Canyon Del Rey Road  
Del Rey Oaks, CA 93940

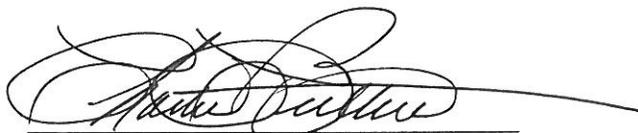
RE: RFQ; "Fort Ord Property"; Del Rey Oaks, CA

Dear Mr. Dawson:

We, the undersigned, fully intend on participating as a part of the Brandenburg Properties development team associated with the above referenced property:

  
\_\_\_\_\_  
Lee H. Brandenburg

  
\_\_\_\_\_  
Eric Brandenburg

  
\_\_\_\_\_  
Charles C. Butters

  
\_\_\_\_\_  
William B. Baron

  
\_\_\_\_\_  
Garros Ng



# *Brandenburg Properties*

## Development Approach/Vision Concept Del Rey Oaks—“Fort Ord Property”

Our vision for the Del Rey Oaks—Fort Ord Property—is quite similar to the City’s general thoughts, that is a site holistically conceived, designed and ultimately developed with a mixed variety of integrated and complementary uses, including both natural and more active open space uses.

Clearly, the site is set within an area of regional significance and international appeal. It demands thoughtful planning and mindful engagement on the part of many stakeholders, led by a qualified development team in partnership with its community.

Our approach is likely to follow a similar path to that of several of our large scale projects (discussed in the developer’s experience section herein). We will bring together the best-minded, highly regarded experts to join our team and engage in partnership with the City of Del Rey Oaks, public entities, the community and other stakeholders to thoughtfully conceive, plan, present and entitle the project in such a way and to such condition thereby enabling the land to be developed in a comprehensive, fully integrated, and environmentally-friendly way.

Working proactively together, ultimate development will be aesthetically pleasing, functional and purposeful, and will provide a new level of positive tax base and economic impact for the City of Del Rey Oaks, Monterey County, the Monterey Peninsula and the State of California.

Like all of our past projects, we don’t see any need for a public subsidy. We are fully aware of the other parameters found within the Request for Qualifications and look to work collaboratively and positively with the City of Del Rey Oaks.



COMERICA BANK  
MC 4850, PO BOX 2249, SAN JOSE, CA 95109-2249  
333 WEST SANTA CLARA STREET, SAN JOSE, CA 95113

July 2, 2012

To: Whom It May Concern:

Re: Brandenburg Properties, LLC  
Lee H. Brandenburg and Eric Brandenburg

At the request of our long valued client, this letter is to inform you that Brandenburg Properties and the Brandenburg family have been outstanding customers of Comerica Bank for twenty five years, having begun their relationship with the bank in 1987. For the last twenty years, I have been responsible for the management of the Brandenburg's relationship with the Bank.

The Brandenburg's have had a long track record of exceptional operating performance and they have consistently managed their finances in a conservative and prudent manner. They have always been considered a top customer of Comerica Bank and have managed all their accounts in a professional and responsible manner. We hold Lee and Eric Brandenburg, and their management team in high regard.

The Brandenburg's have had unsecured line of credit facilities with Comerica Bank of up to Twenty Million Dollars (\$20,000,000.00), which was always handled as agreed. Their current line balance is about \$1,000,000. We would be willing to entertain higher levels of credit requests for the Brandenburgs, should they request us to do so. Comerica stands ready to assist the Brandenburg's as needed.

If you require additional information, please give me a call at (408) 556-5321.

Sincerely,

James G. LaPlante, Jr.  
Senior Vice President  
South Bay Corporate

Brandenburg Properties  
Financial Material Provided  
Directly to  
City of Del Rey Oaks Consultant  
EPS  
Via email on 7.9.12

DATE:07/09/12 CK#:28215 TOTAL:\$7,500.00\*\*\* BANK:lhbi1 - Comerica Checking  
PAYEE:City of Del Rey Oaks(13201)

Property Account	(Date)Invoice	Description	Amount
lhbi 19719-005	120709-deposit 1	Non Refundable Deposit for RFQ	7,500.00
			<hr/> 7,500.00

**The Brandenburg Revocable Tr.**

Investment Account  
1122 Willow Street #200  
San Jose, CA 95125  
(408) 279-5200

Comerica Bank  
San Jose Main  
333 W. Santa Clara St.  
San Jose, CA 95113  
90-3752/1211

28215

CHECK VOID 120 DAYS FROM ISSUANCE

\*\*\*\* SEVEN THOUSAND FIVE HUNDRED AND 00/100 DOLLARS

TO THE  
ORDER OF

07/09/12

\$7,500.00\*\*

City of Del Rey Oaks



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⑈028215⑈ ⑆121137522⑆ 1890595455⑈

DATE:07/09/12 CK#:28216 TOTAL:\$100,000.00\* BANK:lhb11 - Comerica Checking  
PAYEE:City of Del Rey Oaks(13201)

Property Account	(Date)Invoice	Description	Amount
lhb1 19719-005	120709-deposit 2	Refundable Deposit for RFQ	100,000
			<hr/> 100,000

**The Brandenburg Revocable Tr.**

Investment Account  
1122 Willow Street #200  
San Jose, CA 95125  
(408) 279-5200

Comerica Bank  
San Jose Main  
333 W. Santa Clara St.  
San Jose, CA 95113  
90-3752/1211

28216

CHECK VOID 120 DAYS FROM ISSUANCE

\*\*\* ONE HUNDRED THOUSAND AND 00/100 DOLLARS

TO THE  
ORDER OF

07/09/12

\$100,000.00

City of Del Rey Oaks



⑈028216⑈ ⑆121137522⑆ 1890595455⑈

# *Brandenburg Properties*

## Reference List--Partial

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