

THE DISTRICT DETROIT

TRANSFORMATIONAL BROWNFIELD PLAN

DETROIT BROWNFIELD REDEVELOPMENT AUTHORITY

2200 WOODWARD AVENUE • 2250 WOODWARD • 2211 WOODWARD AVENUE • 2300 WOODWARD AVENUE •
2305 WOODWARD AVENUE/2300 CASS AVENUE • 2455 WOODWARD AVENUE • 408 TEMPLE STREET • 2205 CASS AVENUE •
2115 CASS AVENUE • 2210 PARK AVENUE

WAYNE COUNTY • DETROIT • MICHIGAN • 48201

JANUARY 18, 2023

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APPROVED BY DETROIT BROWNFIELD REDEVELOPMENT AUTHORITY ON [_____, 2023].

APPROVED BY: THE CITY OF DETROIT CITY COUNCIL ON [_____, 2023].

APPROVED BY: THE MICHIGAN STRATEGIC FUND ON [_____, 2023].

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A.	October 2022 TBP Economic and Fiscal Impact Analysis, HR&A
B.	BSEED BEA Acknowledgment Letters
C.	Documentation of Historic Resources
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E.	ENR Construction Economics, September 5/12, 2022
F.	Office Outlook, Jones Lange LaSalle Research Report, Q3 2022
G.	Detroit, MI Unemployment Rate as of October 31, 2022
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J.	Census as of July 1, 2021
K.	Kendall Square - Welcome to the Most Innovative Square Mile on the Planet https://kendallsquare.org/about/
L.	Cornell Tech in New York City 2022 Annual Report https://urban.tech.cornell.edu/annualreport/
M.	Virginia Tech's Innovation Campus https://www.vt.Edu/innovationcampus/index.html

- N. Crains Detroit Business, September 26, 2022, As Detroit looks to build technology hubs, collaboration becomes key <https://www.crainsdetroit.com/innovation/detroit-looks-build-technology-hubs-collaboration-becomes-key>
- O. Detroit News, October 6, 2022, Santa Ono opens up on life, what he'll bring to UM <https://www.detroitnews.com/in-depth/news/local/michigan/2022/10/06/exclusive-interview-santa-ono-opens-up-on-life-what-hell-bring-to-um/7943487001>
- P. University of Michigan Office of Tech Transfer <https://ncrc.umich.edu/private-public-partnerships/office-tech-transfer>
- Q. Forbes.com October 11, 2022 What Drives the University of Michigan's Entrepreneurial Success <https://innovationpartnerships.umich.edu/faculty/>
- R. Combined Transformational Brownfield Plan Resolutions

EXECUTIVE SUMMARY

This Transformational Brownfield Plan proposes more than \$1.5 Billion in transformational investment in The District Detroit — an area of Detroit anchored by Little Caesars Arena, Comerica Park, Ford Field, the historic Fox Theatre, Cass Park and the historic Masonic Temple. This TBP proposes renovating four buildings of historic character and constructing six new mixed-use buildings, moving The District Detroit toward a fully realized urban mixed-use, live, work, play, and learn environment. This will stitch together Downtown, Midtown, and surrounding neighborhoods, and aims to attract leading businesses, entrepreneurs, institutions, and innovators, through innovation that is anticipated to propel job creation and inclusive economic growth in Detroit and beyond.

A significant component of this TBP is the development of the University of Michigan Center for Innovation in Detroit (referred to as the “DCI”), that will include a world-class research and education center anchored by the University of Michigan.¹ The Projects on the DCI Block will support and amplify the education center and will incorporate an existing building and replace a four-acre surface parking lot at Grand River Avenue and W. Columbia Street. The plan for the DCI Block is to be grounded in innovation, inclusivity, accountability, sustainability, and community and the DCI is expected to generate interest from the international business community that this TBP seeks to attract, benefitting Detroiters and the State of Michigan.

Core Values

The developer, Related Olympia Predevelopment Company LLC (“Developer”) – a joint venture of The Related Companies LP (“Related”) and Olympia Development of Michigan, LLC (“ODM”) – is committed to a purpose-driven development approach informed by listening sessions with over 250 individuals and stakeholder groups. Detroiters will be prioritized through Developer’s core values of inclusion and equity which are reflected in the following five areas of emphasis:

- Education Increase access and expand educational opportunities for youth and adults
- Employment Expand entrepreneurship, career, and job opportunities at multiple levels of educational attainment
- Economic Growth and Inclusion Support generational wealth-building and build housing that includes a mix of market-rate and affordable units
- Engagement Create a culturally relevant environment that includes low-cost and no-cost programming
- Environmental Justice Build within a sustainable framework that improves lives

Development Program

This TBP seeks to: (1) reinforce Woodward Avenue as the City’s historic economic spine by proposing infill development on both sides of the street by office, mixed-income residential and hotel development; (2) foster opportunities for new connections between the planned DCI Block and surrounding area including

¹ The education center building of the DCI project is not being funded with support from this TBP; the other DCI Block buildings are.

the Ford Mobility District and DTE Energy Campus; and (3) promote new development along W. Columbia Street and Cass Avenue, building on the momentum anticipated from the DCI Block.

The Plan anticipates construction at ten sites, six of which will be new buildings and four are renovations of existing buildings, including three that are designated historic.² The Plan contemplates more than 1,200,000 GSF of new office space in mixed-use buildings, over 460 new hotel rooms, nearly 700 new residential units (including both market-rate and affordable-rate units). The Plan proposes over 140,000 GSF of ground floor retail space. Figure A shows the location of each Project, the planned use and how each location qualifies as eligible under Act 381. Figure B describes the anticipated investment and expected uses of each Project.

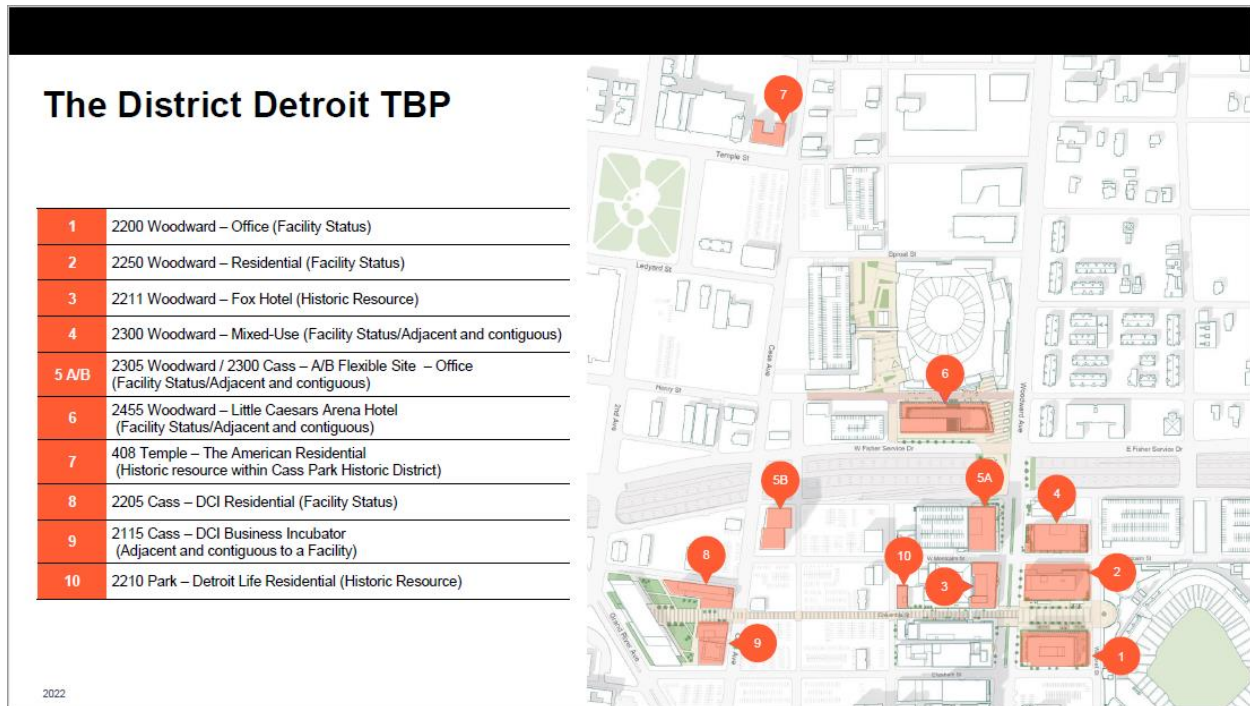


Figure A – Projects Included in Combined Transformation Brownfield Plan

² While street addresses are utilized throughout this TBP, many of these addresses are proposed addresses for the various Project sites which are subject to approval by the City of Detroit. The remaining addresses are current or historical addresses.

Program Summary

			PROGRAM						
		Dev Begin Date	Investment \$/M	Mixed Income Residential Units	Mixed Income Residential Gross SF	Office Gross SF	Retail Gross SF	Hotel Keys	Hotel Gross SF
TOTAL			1,532	695	519,073	1,253,397	146,477	467	386,802
1	2200 Woodward – Office	Jun, 2023	340	-	-	492,900	28,000	-	-
2	2250 Woodward – Residential	Oct, 2024	216	287	294,439	-	26,992	-	-
3	2211 Woodward – Fox Hotel	Apr, 2026	121	-	-	-	13,322	177	194,028
4	2300 Woodward – Mixed-Use	Apr, 2025	84	-	-	131,100	18,400	-	-
5 A/B	2305 Woodward / 2300 Cass – A/B Flexible Site – Office	Oct, 2026	279	-	-	545,950	10,050	-	-
6	2455 Woodward – Little Caesars Arena Hotel	Apr, 2024	191	-	-	-	21,900	290	252,900
7	408 Temple – The American Residential	Oct, 2026	69	131	152,325	-	5,310	-	-
8	2505 Cass – DCI Residential	Apr, 2024	150	261	247,300	-	8,750	-	-
9	2115 Cass – DCI Business Incubator	Apr, 2025	60	-	-	83,447	10,753	-	-
10	2210 Park – Detroit Life Residential	Apr, 2024	24	16	41,308	-	3,000	-	-

Figure B – Program Summary

The following provides detail on each project:

- 2200 Woodward Avenue – Office** - Two new buildings are proposed for the surface parking lot between Comerica Park and Woodward Avenue. This Project is a high-rise office tower above ground floor retail on the south half with two levels of underground parking under both buildings.
- 2250 Woodward Avenue – Residential** - Two new buildings are proposed for the surface parking lot between Comerica Park and Woodward Avenue. This Project is a high-rise residential tower above ground floor retail on the north half with two levels of underground parking under both buildings.
- 2211 Woodward Avenue – Fox Hotel** - One existing building renovation is the conversion and adaptive reuse of the office tower surrounding the Fox Theatre to hotel use.
- 2300 Woodward Avenue – Mixed-Use** - A new building is proposed for the parking lot south of St. John’s Church, which would be replaced by a mid-rise office tower with ground floor retail.
- 2305 Woodward Avenue/2300 Cass (A/B Flexible Site)– Office** - Another new high-rise office tower building is proposed for one of two locations, to be dictated by market demands (2305 Woodward Avenue or 2300 Cass). The election of which of these locations is discussed in Section 1.1.
- 2455 Woodward Avenue – Little Caesars Arena Hotel** - A new hotel is proposed for the vacant areas south of Little Caesars Arena.
- 408 Temple – The American Residential** - An existing building renovation includes the conversion and adaptive reuse of the former American Hotel to mixed-income apartments above ground floor retail.
- 2205 Cass – DCI Residential** - As part of the DCI Block, a parking lot will be the site of new construction of an apartment building.
- 2115 Cass – DCI Business Incubator** - As part of the DCI Block, the former Loyal Order of Moose Lodge will be converted and repurposed and expanded into portion of a parking lot for use as a business incubator.
- 2210 Park – Residential** - Finally, the conversion of the Detroit Life Building to market-rate apartments over ground floor retail.

As described above, this TBP anticipates converting four surface parking lots and a vacant block to building sites, creating greater urban density. The proposed office buildings will be of the most modern design, comparing well to Class A office buildings in urban areas across the United States. Unlike the majority of downtown Detroit's aging office stock, these buildings will have more desirable features such as higher ceilings, fewer interior columns, and better elevators to support significant occupant density. These buildings' systems will incorporate more fresh air and more daylight, leading to greater tenant productivity as well as the most modern and redundant systems to support current and future demands for information technology. These buildings will be highly attractive to businesses seeking to locate or expand, making Detroit nationally and internationally competitive for new talent and businesses seeking new talent.

Transformational Impacts

What does this mean for Detroit and its residents as well as the State of Michigan? Construction of the Projects is anticipated to support approximately 12,450 direct, on-site construction jobs with total wages expected to exceed \$865 Million throughout the construction period (an annual average wage of \$70,000 per year), and approximately 5,790 post-construction full time equivalent (FTE) jobs with an average annual income of \$95,000 per year. The labor income impact of the direct, permanent non-construction jobs totals approximately \$548 Million per year with a total anticipated economic impact of \$1.6 Billion. Beyond the City of Detroit, the State also will experience increased indirect and induced employment and economic impact as discussed further in this TBP.

Detroiters will additionally benefit from projected net tax revenue increases. Independent projections indicate that the TBP will create \$113 Million in net fiscal revenue to the City's general fund over the first 10 years through City income taxes, corporate income taxes, utility user taxes and other miscellaneous tax revenues as well as generating a combined \$751 Million in net fiscal revenues over the period this TBP will be in place. The State will experience similar benefits and independent projections predict this TBP will create \$98 Million in net fiscal revenue to the State over the first 10 years through various taxes as well as generating a combined \$1 Billion in net fiscal revenues over the life of this TBP.

Population Growth – The District Detroit already draws interest from those who want to live and work close to the action. That interest is expected to grow as thousands of new housing units in and around The District Detroit are filled with new residents from the region and outside the State. As new attractions begin to open throughout the area and new opportunities draw in even more residents, it is expected that more of Michigan's recent college graduates will choose Detroit over other cities with higher costs of living. As a result of the Covid-19 pandemic, younger workers have begun to relocate to the Midwest from coastal cities. Recent events have documented the appeal of Michigan with its abundant water and moderate climate to potential "climate migrants." These Projects will make The District Detroit, and the surrounding area, more appealing to such itinerant employees.

Catalyst for Growth in Employment and Commercial Activity – This TBP includes development of two buildings and common areas of the University of Michigan's planned DCI Block, a mixed-use block anchored by a world-class research and education center.³ This TBP will foster greater educational opportunities for Detroiters and strengthen the connection between the City and the University of

³ Two of the three buildings comprising the DCI Block will receive funding through this Plan. A third building – a research and education building – is being separately financed. Without the two buildings contemplated as part of this TBP, the Block's maximum transformational impact will be difficult to realize.

Michigan through the DCI Block's programs, incubator and connection to the surrounding area. These connections will provide greater opportunities to support Detroit entrepreneurship in an affordable environment and provide surrounding businesses more direct access to students at the DCI. The ecosystem of innovation and employment activated by this TBP will attract the pool of talent Michigan produces that, in recent years, has left to seek an urban experience in other States. This will provide these students a viable alternative to leaving the State.

This TBP should continue to revitalize the community. The Projects are expected to attract a growing daytime population, filling the proposed retail and office developments. As growth continues, so will interest from outside investors and employers who want to locate near this expanded economic nucleus. The incredible potential that exists in these proposed Projects will undoubtedly create a positive economic and cultural impact on the City for many years to come.

No other city boasts this many sports and entertainment venues in such close proximity. The developments proposed in this TBP stitch together this constellation of sports and entertainment anchors with an innovation/academic block, modern offices, hotels, retail and residential to create demand and activity in the live, work, play and learn environment that young people and employers are seeking.

1.0 INTRODUCTION

The City of Detroit, Michigan (the "**City**") established the City of Detroit Brownfield Redevelopment Authority (the "**DBRA**") to facilitate the redevelopment of environmentally contaminated, blighted, functionally obsolete and underutilized properties (collectively "**Brownfields**") through the capture of incremental increases in property tax as authorized by 1996 PA 381, as amended, MCL 125.2651 et seq. ("**Act 381**"). As amended in 2017, Act 381 encourages the development of '*transformational*' Brownfield Projects intended to create a transformational impact on the local economy and result in community revitalization, permitting developers to capture tax revenues generated from additional sources beyond those available to traditional Brownfield redevelopment projects. Transformational Brownfield projects must include mixed-use developments, combining retail, residential, office and/or hotel uses. To take advantage of the financial incentives available to qualifying transformational projects within Detroit, a developer is required to submit a "**Transformational Brownfield Plan**" (also referred to in this submission as a "**TBP**") to the City, the DBRA and the Michigan Strategic Fund ("**MSF**") for review and approval.

Related Olympia Predevelopment Company LLC ("**Developer**"), a joint venture of Olympia Development of Michigan, LLC ("**ODM**"), and The Related Companies LP ("**Related**"), submits this TBP as applicant and developer of the Projects defined and described in this TBP. Implementation of this TBP is projected to result in transformational economic growth benefitting the City, its residents, the taxing jurisdictions under the DBRA and the entire State of Michigan (the "**State**").

Upon receipt of required approvals, and to assist in closing an identified financing gap, the Projects included in this TBP will be eligible to capture tax revenues⁴ (“**TR**”) and tax increment revenue⁵ (“**TIR**”) to fund Eligible Activities (as defined in Act 381). This TBP and the Projects comply with the statutory prerequisites for approval and capture of TR and TIR, as explained later in this TBP.

This TBP has been prepared in compliance with Act 381. It is intended to be a living document and may be modified or amended in accordance with Act 381 as may be necessary and permissible.

This TBP: (i) describes 10 separate Projects (collectively the “**Projects**”) planned to be completed within “**The District Detroit**” and (ii) details information required by Sections 13, 13b, 13c, and 14a of Act 381. It includes a description of the Eligible Properties (as that term is defined in Act 381)⁶, Eligible Activities⁷, the basis for transformational designation, and methods and plans for redevelopment, along with TR and TIR data. Once approved, this TBP will serve as a guide for the Transformational Brownfield redevelopment of the Projects.

The identification or designation of a development entity, or a proposed set of specific uses or even an allocation of square footage for various uses, for the eligible properties that are the subject of this TBP shall not be integral to the effectiveness or validity of this TBP. This TBP is intended to propose the capture of various taxes and tax increment revenues from the properties identified in this TBP and to identify and authorize eligible activities to be funded by such tax-based revenues. Changes in the proposed development entity(s) shall not necessitate an amendment to this Brownfield Plan, affect the application of this Brownfield Plan to the property, or impair the rights available to the Authority under this Brownfield Plan, provided that changes in ownership comply with Section 1.2.3.

Changes to the planned development of a Project site that would reduce the gross square footage of residential,⁸ retail, office, or hotel use, respectively, from the relevant amount specified in Figure B in the Executive Summary of this TBP for such use within such location shall be subject to the approval requirements set forth below:

⁴For purposes of this analysis, “**tax capture revenues**” or “**TR**,” includes “construction period tax capture revenues,” “income tax capture revenues,” and “withholding tax capture revenues” as defined by Act 381. “**Construction period tax capture revenues**” means funds equal to the amount of State of Michigan income tax levied and imposed in a calendar year upon wages paid to individuals physically present and working within the Eligible Property for the construction, renovation or other improvement of Eligible Property that is an eligible activity within a Transformational Brownfield Plan. MCL 125.2652(i). “**Income tax capture revenues**” means funds equal to the amount for each tax year by which the aggregate State of Michigan income tax from individuals domiciled within the Eligible Property subject to a Transformational Brownfield Plan exceeds the initial income tax value. MCL 125.2652(y). “**Withholding tax capture revenues**” means the amount for each calendar year by which the income tax withheld under part 3 of the income tax act of 1967, 1967 PA 281, MCL 206.701 to 206.713, from individuals employed within the Eligible Property subject to a Transformational Brownfield Plan exceeds the initial withholding tax value. MCL 125.2652(z).

⁵ See MCL 125.2652(tt).

⁶ See MCL 125.2652(p)

⁷ See MCL 125.2652(o)

⁸ The number of residential units may change without TBP amendment subject to the requirements in this section.

- Any change to the planned development of a Project that, either individually or when combined with prior changes, would reduce the gross square footage of either residential, retail, office or hotel use, from the amount specified in this TBP for such use within such Project site by less than 5% of the cumulative total gross square footage of the entire Project site shall be considered *de minimis* and shall not require approval.
- Any change to the planned development of a Project that, either individually or when combined with prior changes, would reduce the gross square footage of residential, retail, office or hotel use, respectively, from the amount specified in this TBP for such use within such Project site by more than 5% but less than 15% of the cumulative total gross square footage of the entire Project site shall require approval of the MSF President, Fund Manager, or other authorized agent of the MSF as delegated pursuant to the MSF resolution approving this TBP. MSF approval of such a change shall be made only if MEDC brownfield staff determine that the project as changed will still result in an overall positive fiscal impact to this State and continues to align with MEDC's investment criteria.
- Any change to the planned development of one or more of the Project(s) that either individually, or when combined with prior changes, would reduce the gross square footage of residential, retail, office or hotel use, respectively from the amount specified in this TBP for such use within such site by more than 15% of the total gross square footage of the entire Project site shall require an amendment to this TBP pursuant to Act 381 Section 13c. The gross square footages of each Project are:

2200 Woodward – 702,600 GSF	2250 Woodward - 399,281 GSF	2211 Woodward – 207,350 GSF	2300 Woodward – 149,500 GSF	2305 Woodward/ 2300 Cass - 556,000 GSF
2455 Woodward - 274,800 GSF	408 Temple – 157,635 GSF	2205 Cass – 256,050 GSF	2115 Cass – 94,200 GSF	2210 Park – 44,308 GSF

If an amendment to this TBP is required and pursued to make such a change with respect to a Transformational Project site, this TBP shall continue in full force and effect with respect to each other Transformational Project site included in this TBP that is not the subject of the proposed amendment.

Under any circumstance, the total amount of TR that may be captured and transmitted under this TBP may not exceed the total amount authorized to be used under this TBP, as enumerated in the last line of Table 5-a, absent an amendment to this TBP. Further, the overall amount of Income TR and Withholding TR that may be transmitted under this TBP may not exceed the total amount authorized to be used under this TBP, \$644,399,983, as enumerated in Section 2.3, absent an amendment to this TBP.

1.1 Proposed Redevelopment and Future Use for Each Eligible Property

The following is a general overview of the development Projects of this TBP. Additional information regarding each of these related Projects can be found throughout the TBP. This information relates to the Projects as proposed at the time of the submission of this TBP and is subject to change.

This TBP includes the following 10 related mixed-use development Projects:

The District Detroit Transformational Brownfield Plan Projects	
2200 Woodward Office	2250 Woodward Residential
2211 Woodward Fox Hotel	2300 Woodward Mixed Use
2305 Woodward/2300 Cass A/B Flexible Site Office	2455 Woodward Little Caesars Arena Hotel
408 Temple The American Residential	2205 Cass DCI Residential
2115 Cass DCI Business Incubator	2210 Park Detroit Life Residential

Each of these Projects is described below. Each Project description provides both a projected gross square footage and net rentable square footage. So-called “back of the house” usages such as common areas, elevators, escalators, lobbies, corridors, mechanical rooms, and janitor closets are included in calculating the gross square footage.

2200 Woodward Avenue

The 2200 Woodward Avenue Office Project is a planned new construction, mixed-use development which includes first floor retail and 16 floors of Class A office space above. The building is proposed to be located east of Woodward Avenue, west of Witherell Street, north of E. Elizabeth Street and south of vacated E. Columbia Street. This Project is one of two new buildings proposed to replace a surface parking lot between Comerica Park and Woodward (The other building will be the 2250 Woodward Residential Project discussed below). It is planned to face the Fillmore Theater across Woodward Avenue. The building is projected to be approximately 702,600 gross square feet (“**GSF**”), with 28,000 GSF of retail space, 492,900 GSF of office space and 181,700 GSF of underground parking (298 spaces).⁹ Of this square footage, the net rentable square footage (“**NRSF**”) is expected to break down between 28,000 NRSF of retail space, and 463,326 NRSF of office space, with the remaining 29,574 square feet comprised of so-called “back of the house” uses such as common areas, elevators, escalators, lobbies, corridors, mechanical rooms and janitor closets.

The property comprising this Project and the 2250 Woodward Avenue Project discussed below, is part of the Comerica Park complex currently owned by the Detroit-Wayne County Stadium Authority (“**DWCSA**”), leased to Wayne County and sub-leased to City of Detroit Downtown Development Authority (“**DDA**”), but controlled by an affiliate of Developer as concessionaire under the Amended and Restated Concession Management Agreement, as amended (the “**Comerica Park CMA**”) and is therefore not currently subject to property tax. As discussed in Section 1.2.3 below, Developer is working with Wayne County, the DWCSA

⁹ Together with the underground parking under 2250 Woodward Avenue, discussed below, this will total 504 cumulative parking spaces available to tenants, guests, customers and the public. The underground parking for both buildings will be constructed and operated as a single structure.

and the DDA to obtain approvals from each of their respective governing bodies, as required, to transfer title to the Developer as part of the Project development.

Construction activities are anticipated to create 2,470 direct onsite construction jobs and 1,530 indirect and induced jobs. Ongoing economic impacts of the commercial activity following completion of the Project are expected to create 2,000 direct permanent jobs and 3,020 indirect and induced jobs. The projected 2,000 direct permanent jobs are anticipated to earn an average wage of roughly \$50 per hour. The anticipated private investment for this Project is \$340,000,000. This Project is anticipated to start construction Third Quarter of 2023 and to complete eligible activities and the Project in the Third Quarter of 2025.

2250 Woodward Avenue

The 2250 Woodward Residential Project is a planned new construction, mixed-use development including first floor retail and 19 floors of multi-family residential apartments above. This building is proposed to be located at 2250 Woodward Avenue, west of Witherell Street, north of E. Columbia Street and south of E. Montcalm Street. It will share the block with the 2200 Woodward Office Building. It is planned to face the Fox Building. The building is projected to contain approximately 399,281 GSF with 294,439 GSF of residential space comprising 287 apartments (58 of which will be affordable at 50% of AMI), 26,992 NRSF and GSF of retail space and 77,850 GSF of underground parking (206 spaces).¹⁰ In addition to the retail space, the residential space will be 222,604 NRSF, with the difference of 71,835 square feet comprised of so-called “back of the house” uses such as common areas, elevators, escalators, lobbies, corridors, mechanical rooms and janitor closets.

Construction activities are anticipated to create 2,040 direct onsite construction jobs and 1,090 indirect and induced jobs. Ongoing economic impacts of the commercial activity following completion of the Project are expected to create 240 direct permanent jobs and 100 indirect and induced jobs. The projected 240 direct permanent jobs are anticipated to earn an average wage of approximately \$16 per hour. The anticipated private investment for this Project is \$216,000,000. This Project is anticipated to start construction in the Fourth Quarter of 2024, and to complete eligible activities and the Project in the Third Quarter of 2026.

The Projects located at 2200 and 2250 Woodward Avenue will adjoin both Woodward and the sports and entertainment venues nearby, providing superb views of the City and Comerica Park, attractive amenities and efficient, well-appointed apartments and offices. They will incorporate a shared two floor underground parking garage available to tenants, guests, customers and the public.¹¹ Also, these two Projects will share a plaza between them (in what was the E. Columbia Street right-of-way). This plaza will connect these two Projects to Comerica Park, providing a sense of community and providing an opportunity to connect existing activities and businesses and those contemplated in this TBP, from Comerica Park to the DCI Project on Cass Avenue. The plaza will be privately owned and maintained and publicly accessible. The costs to construct the plaza are not included in this TBP for reimbursement.

¹⁰ Together with the underground parking under 2200 Woodward Avenue, discussed above, this will total 504 cumulative parking spaces available to tenants, guests, customers and the public.

¹¹ This garage will be constructed as a single unit as part of the initial construction of the first Project, currently expected to be 2200 Woodward Avenue. Costs will be allocated on a square footage basis between the two Projects served by the garage.

2211 Woodward Avenue

The Fox Hotel Project is a planned adaptive reuse and renovation of the historic Fox Office Building located at 2211 Woodward Avenue and conversion of the building into a hotel with 13,322 GSF of retail and 194,028 GSF of hotel, with approximately 177 hotel rooms. Of this square footage, the expected NRSF is 8,441 NRSF of retail space and 159,192 NRSF of hotel space, with the difference of 39,717 square feet comprised of so-called “back of the house” uses such as common areas, elevators, escalators, lobbies, corridors, mechanical rooms and janitor closets. The plan is for one floor of retail and nine floors of hotel space.

This Project will not alter the Fox Theatre which is located in a separate condominium unit at the property.

The building is located to the north of Columbia Street, west of Woodward Avenue, south of W. Montcalm Street and east of Park Avenue. The 10-story office building is listed on the National Register of Historic Places, designated a National Historic Landmark, and listed on the Michigan State Register of Historic Sites. It features a façade with Asian motifs that is illuminated at night. The front and sides of the office tower are faced with a cream-colored terra cotta. The building wraps around the Fox Theatre lobby, creating a u-shaped floor plan. The current marquee was installed during the 1987 restoration, but is based on the original which was replaced in the 1950s.

Conversion of the office building to hotel use permits The Fox to share and celebrate its lengthy history of live performances with its future guests. The Fox Theatre atrium is unparalleled in the United States and access to it creates a unique gathering and social space that can be utilized even more robustly through hotel related events such as weddings and everyday use. It will also entice theatergoers to extend their stays in the City’s entertainment district.

Construction activities are anticipated to create 940 direct onsite construction jobs and 580 indirect and induced jobs. Ongoing economic impacts of the commercial activity following completion of the Project are expected to create 220 direct permanent jobs and 130 indirect and induced jobs. The projected 220 direct permanent jobs are anticipated to earn an average hourly wage of approximately \$26 per hour. The anticipated private investment for this Project is \$121,000,000. This Project is anticipated to start construction in the Second Quarter of 2026 and to complete eligible activities and the Project in the Second Quarter of 2028.

2300 Woodward Avenue

The 2300 Woodward Avenue Mixed Use Project is a planned new construction, mixed-use development which includes first floor retail and four floors of Class A office space above. The building is proposed to be located at 2300 Woodward Avenue, west of Witherell Street, north of E. Montcalm Street and south of the St John’s Episcopal Church. This building is proposed to replace a surface parking lot and is projected to contain approximately 149,500 GSF comprised of 18,400 GSF and NRSF of retail space and 131,100 GSF of office space. Of this square footage, the office space will occupy 118,000 NRSF and the difference of 13,100 square feet comprised of so-called “back of the house” uses such as common areas, elevators, escalators, lobbies, corridors, mechanical rooms and janitor closets.

Construction activities are anticipated to create 630 direct onsite construction jobs and 390 indirect and induced jobs. Ongoing economic impacts of the commercial activity following completion of the Project are expected to create 610 direct permanent jobs and 830 indirect and induced jobs. The projected 610 direct permanent jobs are anticipated to earn an average hourly wage of approximately \$45 per hour.

The anticipated private investment for this Project is \$84,000,000. This Project is anticipated to start construction in the Second Quarter of 2025 and to complete eligible activities and the Project in the Fourth Quarter of 2026.

The property for this Project is owned in part by the St. John’s Church (subject to a ground lease to an affiliate of ODM) and in part by DWCSA. As discussed in Section 1.2.3 below, Developer is working with Wayne County, the DWCSA and the DDA to obtain approvals from each of their respective governing bodies, as required, to transfer title to the Developer as part of the Project development.

2305 Woodward/2300 Cass Avenue

The Flexible Site/Office Project is a planned new construction, mixed-use building comprised of first floor retail and 21 floors of Class A office space above. The building is projected to contain 556,000 GSF consisting of 10,050 NRSF/GSF of retail space and 545,950 GSF of office space.¹² The office space will occupy 487,200 NRSF, with the difference of 58,750 square feet comprised of so-called “back of the house” uses such as common areas, elevators, escalators, lobbies, corridors, mechanical rooms and janitor closets.

Two different locations are under consideration for this structure – either: (a) 2305 Woodward Avenue, west of Woodward Avenue, East of Park Avenue, south of I-75 and north of W. Montcalm Street or (b) 2300 Cass, east of Cass Avenue, west of Clifford Street, south of I-75 and north of W. Montcalm Street. The structure at the selected location will be demolished and replaced.

Developer shall provide a written election of whether it will proceed with the Project at 2305 Woodward Avenue [Project 5A] or 2300 Cass Avenue [Project 5B] on or before the earlier of:

- (a) 48 months following MSF approval of the Plan or
- (b) 90 days prior to Commencement of Flexible Site Construction.

If Developer fails to timely provide such notice, the Developer shall be deemed to have elected the project on 2300 Cass Avenue. “Commencement of Flexible Site Construction” shall mean for either 2305 Woodward Avenue or 2300 Cass Avenue:

- (i) the undertaking of any eligible activities that qualify for reimbursement of construction period tax capture revenues under Act 381; or
- (ii) the purchasing of any materials for either 2305 Woodward Avenue or 2300 Cass Avenue, which materials would qualify for the sales and use tax exemptions under Act 381.

No reimbursements of TR, TIR, or exemption of sales and use tax shall apply to either of these two Projects (without any impact on such reimbursements relating to any other Projects in this TBP) unless and until such written election is provided.

Such written election shall be made by providing written notice to the City of Detroit Mayor, City of Detroit City Council President, DBRA, MSF, and the State Treasurer. Following such election, the property not

¹² This Plan utilizes the GSF and expenses projected for Project 5A, or 2305 Woodward, which is slightly larger and therefore, the more expensive of the two comparable alternatives.

included in the elected Project shall be automatically removed from this TBP without necessitating an amendment to this TBP, and no reimbursements of TR, TIR, or exemption of sales and use tax with respect to the removed property shall be authorized under this TBP or Reimbursement Agreement. After such date, Developer may amend such election only upon formal amendment to this TBP, subject to the approval of the Board of the DBRA, Detroit City Council, and MSF.

Construction activities are anticipated to create 2,180 direct onsite construction jobs and 1,350 indirect and induced jobs. Ongoing economic impacts of the commercial activity following completion of the Project are expected to create 1,790 direct permanent jobs and 3,050 indirect and induced jobs. The projected 1,790 direct permanent jobs are anticipated to earn an average hourly wage of approximately \$53 per hour. The anticipated private investment for this Project is \$279,000,000. This Project is anticipated to start construction in the Fourth Quarter of 2026 and to complete eligible activities and the Project in the Third Quarter of 2028.

2455 Woodward Avenue

The Little Caesars Arena Hotel Project is a planned new construction of a mixed-use development with first floor retail, second and third floor hotel amenities and 11 floors of hotel rooms above. The building will occupy the block bordered by Woodward Avenue to the east, the W. Fisher Freeway service drive to the south, Park Avenue to the west and Henry Street to the north and will be immediately south of Little Caesars Arena. This building is intended to be a Class A hotel with 274,800 GSF, with 21,900 GSF/NRSF of retail space and hotel amenities and 252,900 GSF of hotel space with approximately 290 hotel rooms. The hotel space is expected to occupy 227,610 NRSF, with the difference of 25,290 square feet comprised of so-called “back of the house” uses such as common areas, elevators, escalators, lobbies, corridors, mechanical rooms and janitor closets.

Construction activities are anticipated to create 1,480 direct onsite construction jobs and 910 indirect and induced jobs. Ongoing economic impacts of the commercial activity following completion of the Project are expected to create 420 direct permanent jobs and 230 indirect and induced jobs. The projected 420 direct permanent jobs are anticipated to earn an average hourly wage of approximately \$25 per hour. The anticipated private investment for this Project is \$191,000,000. This Project is anticipated to start construction in the Second Quarter of 2024 and to complete eligible activities and the Project in the Second Quarter of 2026.

408 Temple Street

The American Residential Project is a planned renovation of the 11-story brown brick and terra cotta building, formerly known as the American or Fort Wayne Hotel which is located in the City’s Cass Park Historic District.¹³ It is proposed to be renovated into a mixed-use building with first floor retail and a mix of market-rate and affordable residences in the 10 floors above. The building is located on the northwest corner of Temple Street and Cass Avenue adjacent to the Masonic Temple. It is a contributing building in the Cass Park National Historic District. The rehabilitated building is projected to contain approximately 157,635 GSF, including 5,310 NRSF/GSF of retail space and 152,325 GSF of residential space, made up of 131 apartments, 27 of which will be affordable at 50% AMI. The NRSF will be 88,477 of residential apartments, with the difference of 63,848 square feet comprised of so-called “back of the house” uses such as common areas, elevators, escalators, lobbies, corridors, mechanical rooms and janitor closets.

¹³ The City of Detroit Ordinance designating this Historic District is found at Sec 25-2-233 of the City Code.

Construction activities are anticipated to create 660 direct onsite construction jobs and 350 indirect and induced jobs. Ongoing economic impacts of the commercial activity following completion of the Project are expected to create 50 direct permanent jobs and 20 indirect and induced jobs. The projected 50 direct permanent jobs are anticipated to earn an average hourly wage of approximately \$19 per hour. The anticipated private investment for this Project is \$69,000,000. This Project is anticipated to start construction in the Fourth Quarter of 2026 and to complete eligible activities and the Project in the Third Quarter of 2028.

2205 Cass Avenue

The DCI Residential Project is planned new construction of a mixed-use development, with first floor retail and 17 floors of multifamily residential apartments above. The building is proposed to be located at 2205 Cass Avenue as part of the DCI Block, on the northeast portion of the block bounded by Cass Avenue to the east, W. Elizabeth Street to the south, Grand River Avenue to the west and W. Columbia Street to the north. This building is intended to be a significant component of new DCI Block, a world-class research, education, innovation and entrepreneurial center, anchored by the University of Michigan.

As part of the three-building DCI Block development, U-M will operate an approximately \$250 Million, 200,000-square-foot center focused on academic programs and research related to advanced technology fields. The University of Michigan's DCI Project Research and Education Center (to be located on the west side of the block) will be financed through philanthropic and State mechanisms and does not depend on this TBP. The residential building and the incubator building (discussed below), combined with the Education Center facility, will make up the DCI Block.

The DCI will increase access to opportunities for Detroiters, help nurture and retain talent and drive positive social and economic impacts throughout the City, region and State. The University of Michigan will provide instruction at its DCI's academic building, with degrees and certificates to be awarded through the Ann Arbor campus. The academic building is designed to serve U-M students in the last year of their undergraduate programs, as well as students seeking graduate degrees or certificates in specified programs to learn the technologies and other skills needed to advance their careers. The DCI will also offer current workers the opportunity to further their skills in a world of fast-paced technological change. When opened, the DCI Block will provide Michigan businesses and communities with a pipeline of talent and will build on Detroit's growing presence as a center for innovation.

Adjacent to the academic building, the newly constructed residential building is projected to contain approximately 256,050 GSF with 247,300 GSF for 261 apartments, 54 of which will be affordable at 50% AMI, as well as 8,750 NRSF/GSF for retail. The residential space will occupy 187,00 NRSF, with the difference of 60,300 square feet comprised of so-called "back of the house" uses such as common areas, elevators, escalators, lobbies, corridors, mechanical rooms and janitor closets.

Construction activities are anticipated to create 1,410 direct onsite construction jobs and 750 indirect and induced jobs. Ongoing economic impacts of the commercial activity following completion of the Project are expected to create 80 direct permanent jobs and 40 indirect and induced jobs. The projected 40 direct permanent jobs are anticipated to earn an average hourly wage of approximately \$18 per hour. The anticipated private investment for this Project is \$150,000,000.

This Project is anticipated to start construction in the Second Quarter of 2024 and to complete eligible activities and the Project in the First Quarter of 2026.

2115 Cass Avenue

The DCI Incubator Project is planned for 2115 Cass Avenue, located on the southeast portion of the DCI Block, a world-class research and education center anchored by the University of Michigan, as described above. This Project will include adaptive reuse and rehabilitation of the former Moose Lodge building at that location and will new construction complementing and incorporating the Moose Lodge building. The Project will include both a residential building (described above), an education center and this renovation/new construction Project to be used as an incubator for a variety of ventures, with a local focus.

The four-story DCI Incubator will provide additional opportunities for the University of Michigan to partner with the City of Detroit and its residents. Program elements may include various initiatives such as built startup office space, research and development and collaboration space for large established companies, co-working space, and startup support services, bringing top minds from the private sector together with the public and academic sectors.

This collaborative approach will encourage business growth in Detroit as students graduate and start their own businesses in the area, with continued support from the DCI. The renovated and newly constructed building is projected to contain approximately 94,200 GSF, yielding 10,753 NRSF/GSF of retail space and 83,447 GSF of office space. Office space will occupy 75,102 NRSF, with the difference of 8,345 square feet comprised of so-called “back of the house” uses such as common areas, elevators, escalators, lobbies, corridors, mechanical rooms and janitor closets.

Construction activities are anticipated to create 420 direct onsite construction jobs and 260 indirect and induced jobs. Ongoing economic impacts of the commercial activity following completion of the Project are expected to create 350 direct permanent jobs and 580 indirect and induced jobs. The projected 350 direct permanent jobs are anticipated to earn an average hourly wage of approximately \$53 per hour. The anticipated private investment for this Project is \$60,000,000.

This Project is anticipated to start construction in the Second Quarter of 2025 and to complete eligible activities and the Project in the Third Quarter of 2026.

The DCI Block will share an open and green community space for use by all three buildings. This space will provide areas for collaboration, recreation and community building and provide a point of connection along Columbia Street to Comerica Park and the Projects at 2200 and 2250 Woodward Avenue, in particular. The space will be privately owned and maintained and publicly accessible. The costs to construct this space are not included in this TBP for reimbursement.

2210 Park Avenue

The 2210 Park Avenue/Detroit Life Residential Project is a planned reuse and conversion of the 10 story Detroit Life Building, located in the City’s Park Avenue Historic District.¹⁴ It is proposed to be renovated into a mixed-use building with first floor retail and nine floors of residential space above. The building is located at the northeast corner of Park Avenue and W. Columbia Street, adjacent to the Fox Building. The rehabilitated building is projected to contain approximately 44,308 GSF, with 3,000 NRSF/GSF of retail space and with 16 market rate residential units spread over 41,308 GSF of residential. The residential

¹⁴ The City of Detroit Ordinance designating this Historic District is found at Sec 25-2-203 of the City Code.

space will occupy 20,992 NRSF, with the difference of 20,316 square feet comprised of so-called “back of the house” uses such as common areas, elevators, escalators, lobbies, corridors, mechanical rooms and janitor closets.

Construction activities are anticipated to create 220 direct onsite construction jobs and 120 indirect and induced jobs. Ongoing economic impacts of the commercial activity following completion of the Project are expected to create 30 direct permanent jobs and 10 indirect and induced jobs. The projected 30 direct permanent jobs are anticipated to earn an average hourly wage of approximately \$16 per hour. The anticipated private investment for this Project is \$24,000,000. This Project is anticipated to start construction in the Second Quarter of 2024 and to complete eligible activities and the Project in the First Quarter of 2025.

Summary

The Projects in this TBP are projected to provide significant new and rehabilitated retail, business and residential development activity and investment to The District Detroit and surrounding area, as well as a significant infusion of economic opportunities, jobs and other follow-on benefits and related prospects. Among the highlights are the following¹⁵:

- Construction period impacts (including tenant improvements), are expected to include 19,780 direct, indirect and induced jobs, \$1,300,000,000 in labor income and \$2,800,000,000 in total economic output.
- Ongoing direct impacts from operations is expected to annually support 5,790 permanent jobs, \$548,300,000 in labor income and \$1,600,000,000 in total economic output.
- Beyond these direct impacts, spending by employees, businesses and residents within The District Detroit is projected to also support indirect and induced economic impacts totaling 8,010 new indirect or induced jobs, \$503,800,000 in annual labor income and \$1,532,900,000 in total annual economic output.
- Net fiscal benefit to the State throughout the construction period and over the full 35-year TBP is expected to be \$1,040,000,000 in total.
- Net fiscal benefit to the City general fund throughout the construction period and over the full 35-year TBP is expected to be \$751,000,000 in total.
- Net fiscal benefit to the Downtown Development Authority throughout the construction period and over the full 35 year TBP is expected to be \$374,000,000 in total.
- Net fiscal benefit to the other property tax jurisdictions (i.e., DIA, Zoo, Wayne County, Schools, Library) throughout the construction period and over the full 35-year TBP is expected to be \$19,000,000 in total.
- This Project is planned to include at least \$1.533 Billion in new development with direct equity investment by Developer and its capital partners, which is well in excess of the Act 381 statutory requirements.
- An anticipated 2,516,793 GSF of space expected to be developed into: 1,253,397 GSF of office space, 146,477 GSF of retail space; 519,073 GSF of housing space, 386,802 GSF of hotel and 467 new hotel rooms. The building square footage is planned as:

¹⁵ The employment and wage assumptions, conclusions and information summarized here and throughout this TBP is found in the October, 2022, TBP Economic and Fiscal Impact Analysis report by HR&A, attached as Attachment A.

2200 Woodward Office – 520,900 GSF; 28,000 GSF Retail; 492,900 Office	2250 Woodward Residential – 256,050 GSF; 26,992 GSF Retail; 294,439 GSF Residential
2211 Woodward Fox Hotel – 207,350 GSF; 13,322 GSF Retail; 194,026 GSF Hotel	2300 Woodward Mixed Use – 149,500 GSF; 18,400 GSF Retail; 131,100 GSF Office
2305 Woodward/2300 Cass Flexible Site – Office- 556,000 GSF; 10,500 GSF Retail; 545,950 GSF Office	2455 Woodward Little Caesars Arena Hotel - 274,800 GSF; 21,900 GSF Retail; 252,900 Hotel
408 Temple The American Residential – 157,635 GSF; 5,310 GSF Retail; 152,325 Residential	2205 Cass DCI Residential – 256,050 GSF; 8,750 GSF Retail; 247,300 GSF Residential
2115 Cass DCI Business Incubator – 94,200 GSF; 10,753 GSF Retail; 83,447 Office; 3000	2210 Park Detroit Life Residential – 44,308 GSF; 3000 GSF Retail; 41,308 GSF Residential

- 695 new residential units are anticipated to be constructed, with 139 units (20 percent of the total units) being reserved as affordable at 50% of Area Median Income.
- The ratio of the increase in revenue to the various taxing authorities to the total tax incentives is estimated to be 2.8 to 1.

1.2 Eligible Property Information

1.2.1 Property Qualifications

The Eligible Property includes 10 Project sites. All Project sites are located within the City of Detroit, Wayne County, Michigan.¹⁶ Project site qualifications include three historic resources¹⁷ and seven sites with facility or facility adjacent status.¹⁸ Individual Project sites and parcel details are included and attached as [Table 1](#), “**Site Specific Eligible Property Information**” summarized below:

¹⁶ The City of Detroit is a “**qualified local unit of government**” within the meaning of Act 381. MCL 125.2652(II).

¹⁷ “**Historic resource**” means that term as defined in section 90a of the Michigan strategic fund act, 1984 PA 270, MCL 125.2090a. Section 90a of the Michigan strategic fund act defines a “historic resource” as a publicly or privately owned historic building, structure, site, object, feature, or open space either manmade or natural, individually listed or located within and contributing to a historic district designated by the national register of historic places, the state register of historic sites, or a local unit acting under the local historic districts act, 1970 PA 169, MCL 399.201 to 399.215.

¹⁸ “**Facility**” means any area, place, parcel or parcels of property, or portion of a parcel of property where a hazardous substance in excess of the concentrations that satisfy the cleanup criteria for unrestricted residential use has been released, deposited, disposed of, or otherwise comes to be located. Facility does not include any area, place, parcel or parcels of property, or portion of a parcel of property where any of the following conditions are satisfied: (i) Response activities have been completed under this part or the comprehensive environmental response, compensation, and liability act, 42 USC 9601 to 9675, that satisfy the cleanup criteria for unrestricted residential use. (ii) Corrective action has been completed under the resource conservation and recovery act, 42 USC 6901 to 6992k, part 111, or part 213 that satisfies the cleanup criteria for unrestricted residential use. (iii) Site-specific criteria that have been approved by the department for application at the area, place, parcel of property, or portion of a parcel of property are met or satisfied and hazardous substances at the area, place, or property that are not

Project	Parcel Address/Tax ID Number Ownership	Basis of Eligibility/Additional Information
2200 Woodward - Office	Part of current 2200 Woodward Part of 0104142-54 Current Owner: Detroit-Wayne County Stadium Authority (DWCSA); Tiger Ballpark, LLC (TBL) is the Concessionaire under Concession Management Agreement (the CMA) that gives TBL the right to operate the Property through the 2034 MLB season and through 6, 10-year extensions	Part of 0104142-54 – Facility Status
2250 Woodward - Residential	Part of 2200 Woodward Part of 01004142-54 Current Owner: Detroit-Wayne County Stadium Authority (DWCSA); Tiger Ballpark, LLC (TBL) is the Concessionaire under Concession Management Agreement (the CMA) that gives TBL the right to operate the Property through the 2034 MLB season and through 6, 10-year extensions	Part of 01004142-54 – Facility Status
2211 Woodward – Fox Hotel	2211 Woodward Condominium Units 2 and 3 (which does not include the theatre) 02001861.002 02001861.003L Current Owner: Fox Office Building, LLC	02001861.002 and 02001861.003L - Historic Resource
2300 Woodward - Mixed Use	Part of 50 E Fisher, and part of 131 E Montcalm Part of 01000522-56, and part of 01000339-477	Part of 01000522-56, and part of 01000339-477 – Facility Status

addressed by site-specific criteria satisfy the cleanup criteria for unrestricted residential use. (iv) Hazardous substances in concentrations above unrestricted residential cleanup criteria are present due only to the placement, storage, or use of beneficial use by-products or inert materials at the area, place, or property in compliance with part 115. (v) The property has been lawfully split, subdivided, or divided from a facility and does not contain hazardous substances in excess of concentrations that satisfy the cleanup criteria for unrestricted residential use. (vi) Natural attenuation or other natural processes have reduced concentrations of hazardous substances to levels at or below the cleanup criteria for unrestricted residential use. MCL 324.20101(1)(s).

Project	Parcel Address/Tax ID Number Ownership	Basis of Eligibility/Additional Information
	Current Owners: St. John’s Episcopal Church and DWCSA; East Montcalm Development, LLC has a ground lease over the church-owned portion of site, and TBL controls the remainder of the property via the CMA	
2305 Woodward/ 2300 Cass - Flexible Office	Alternative A 2301 & 2305 Woodward 02001859-60 and 02001857-8 Current Owner: Olympia Entertainment, Inc.	02001859-60 - Adjacent and Contiguous 02001857-8 – Facility Status
	Alternative B 2310 Cass, 219 & 211 W Fisher, 200 W Montcalm 02002047-8, 02000491, 02000490, 02000465 Current Owners: 2310 Cass, LLC and ODM Parking, LLC	02000491, 02000490, 02000465 – Facility Status 02002047-8, 2310 Cass - Adjacent and Contiguous
2455 Woodward - Little Caesars Arena Hotel	2457, 2465 & 2473 Woodward, 02001853-6, 02001852, 02001851, 42, 48, 54, 60, 68, 76 & 84 W Fisher 02000545, 02000544, 02000543, 02000542, 02000541, 02000540, 02000539, 41, 47, 59, 67, 71 & 83 Henry 02000546, 02000547, 02000548.001, 02000548.002L 02000549, 02000550-1 Current Owners: Nexus Properties, LLC, and ODM Parking, LLC	02001853-6, 02001852, 02001851, 02000545, 02000543, 02000542, 02000541, 02000540, 02000539, 02000546, 02000547, 02000548.001, 02000548.002L 02000549, 02000550-1 – Facility Status Adjacent and Contiguous - 02000544, 48 W. Fisher Adjacent and Contiguous – 02000541, 68 W. Fisher Adjacent and Contiguous – 02000539, 84 W. Fisher Adjacent and Contiguous – 02000546, 41 Henry

Project	Parcel Address/Tax ID Number Ownership	Basis of Eligibility/Additional Information
408 Temple- American Residential Redevelopment	408 Temple 02002261 Current Owner: Temple Commons, LLC	02002261 - A Historic Resource within the Cass Park Historic District, Detroit City Code, Section 21-2-233
2205 Cass – DCI Residential	Part of 2121 Cass Ave 437 W. Columbia Street, 465 W. Columbia Street Part of 02000353-6 Current Owner: Olympia Development of Michigan, LLC	Part of 02000353-6- Facility Status
2115 Cass - DCI Business Incubator	Part of 2121 Cass, 2115 Cass, 426 W Elizabeth Part of 02000353-6, 02002290, 02000402 Current Owners: Moose Building, LLC and Olympia Development of Michigan, LLC	Part of 02000353-6, 02000402 - Facility Status 02002290 - Adjacent and Contiguous (2115 Cass)
2210 Park -Detroit Life Residential	2210 Park Avenue 02000447 Current Owner: Detroit Life Building, LLC	02000447 - Historic Resource, Detroit City Code, Section 212-203

The “**Scaled Property Location Map**,” and “**Legal Description and Eligible Property Maps**” are attached as [Figures 1 and 2](#) to this TBP.¹⁹ Documents supporting the Basis of Eligibility are attached as Attachments B, C and D.

1.2.2 Current Ownership

Please refer to the attached [Table 1](#), “**Site Specific Eligible Property Information**,” for current property ownership information.

¹⁹ Any addresses used are intended to provide an understanding of the historical use of the site and general area. Final addresses for Project sites remain subject to finalization at the time Developer completes necessary parcel combinations.

1.2.3 Proposed Future Ownership

Because of the customary structuring of historic tax credits and low-income housing tax credits, the following projects are anticipated to have Developer retain ownership of one percent (1%) of the membership in such Project-owner entities, to permit capital investors to make use of the tax credits. That structure would apply to the following projects: (a) 2211 Woodward – Fox Hotel; (b) 2250 Woodward – Residential; (c) 408 Temple – American; (d) 2205 Cass – DCI Residential; (e) 2210 Park – Detroit Life Residential.

As to the remaining projects, capital investors may be admitted as members of the Developer or one or more Developer-controlled Project-owner entities with the resulting dilution of the ownership percentages of the other members, so long as, in either such case: (i) a senior executive employee of ODM and/or The Related Companies, or any combination thereof, remain in control of Developer and/or such Project-owner entity(s), whether directly or through an affiliate; and (ii) ODM and Related, or an affiliate thereof, continue to own at least five percent (5%) of the membership interests in the Developer and/or such Project-owner entity(s) unless the City approves in writing a transfer of control or a greater percentage ownership interest. This is a reasonable and customary approach to capital structuring of projects of this type.

Such changes in ownership do not require a plan amendment, provided that the plans for any such Project will not be materially altered.

As of the time of the submission of this TBP, the following changes to the current ownership of the owner entities or the parcels are planned following TBP approval, subject to economic conditions and modification to optimize development potential:

- **2200 Woodward Avenue** – Developer plans that the property owner, DWCSA will convey this Project site to a new single purpose limited liability company affiliated with ODM, and that such new entity will ground lease the land, and convey the existing improvements on the land, to a new single purpose entity that will be wholly owned by an affiliate of Developer. The ground-lessee affiliate of Developer will be owned by affiliates of ODM and Related, and one or more capital partners.
- **2250 Woodward Avenue** – Developer plans that the property owner, DWCSA, will convey this Project site to a new single purpose limited liability company affiliated with ODM, and that such new entity will ground lease the land, and convey and any existing improvements on the land, to a new single purpose entity that will be wholly owned by an affiliate of Developer. The ground-lessee affiliate of Developer will be owned by affiliates of ODM and Related, and one or more capital partners.
- **2211 Woodward Avenue** – Developer will cause the owner of this Project site, Fox Office Building, LLC, an affiliate of ODM, will convey this property to a new single purpose limited liability company affiliated with ODM, and that such new entity will ground lease the land and convey any existing improvements on the land to a new single purpose entity that will be wholly owned by an affiliate of Developer. The ground lessee affiliate of Developer will be owned by affiliates of ODM and Related, and one or more capital partners.
- **2300 Woodward Avenue** – Developer plans that DWCSA, will convey the eastern portion of this Project site to a new single purpose limited liability company affiliated with ODM, and that East Montcalm Development, LLC, an affiliate of ODM, will assign its interest in a ground lease of the remainder of the planned Project property owned by St. John’s Episcopal Church to such new single purpose limited liability company. Developer further plans that such ODM affiliate will sub-ground-lease the land, and convey any existing improvements on the land, to a new single

purpose limited liability company that will be wholly owned by an affiliate of Developer. The sub-ground lessee affiliate of Developer will be owned by affiliates of ODM and Related, and one or more capital partners.

- **A/B Alternative Sites**

- **2305 Woodward Avenue** - If chosen for development, Developer will cause the property owner, Olympia Entertainment, Inc. and Little Caesar Enterprises, Inc., each an affiliate of ODM, to convey this Project site and any existing improvements on the land, to a new single purpose limited liability company affiliated with ODM, and that such new entity will ground lease the property to a new single purpose entity that will be wholly owned by an affiliate of Developer. The ground-lessee affiliate of Developer will be owned by affiliates of ODM and Related, and one or more capital partners.
- **2300 Cass Avenue** – If chosen for development, Developer will cause the property owners, 2310 Cass, LLC, and ODM Parking, LLC, each an affiliate of ODM, to convey this Project site to a new single purpose limited liability company affiliated with ODM, and such new entity will ground lease the land, and convey the existing improvements on the land, to a new single purpose entity that will be wholly owned by an affiliate of Developer. The ground-lessee affiliate of Developer will be owned by affiliates of ODM and Related, and one or more capital partners.
- **2455 Woodward Avenue** – Developer will cause the property owners, Nexus Properties, LLC, and ODM Parking, LLC, each an affiliate of ODM, to convey this Project site to a new single purpose limited liability company affiliated with ODM and that such new entity will ground lease the land, and convey any existing improvements on the land, to a new single purpose entity that will be wholly owned by an affiliate of Developer. The ground-lessee affiliate of Developer will be owned by affiliates of ODM and Related, and one or more capital partners.
- **408 Temple Street** – Developer will cause the owner of this property, Temple Commons, LLC, an affiliate of ODM, to convey this Project site to a new single purpose limited liability company affiliated with ODM, and that such new entity will ground lease the land and convey any existing improvements on the land to a new single purpose entity that will be wholly owned by an affiliate of Developer. The ground-lessee affiliate of Developer will be owned by affiliates of ODM and Related, and one or more capital partners.
- **2205 Cass Avenue** – Developer will cause the property owner, ODM, to convey this Project site to a new single purpose limited liability company affiliated with ODM, and that such new entity will ground lease the land, and convey the existing improvements on the land, to a new single purpose entity that will be wholly owned by an affiliate of Developer. The ground-lessee affiliate of Developer will be owned by affiliates of ODM and Related, and one or more capital partners.²⁰
- **2115 Cass Avenue** – Developer will cause the owners of this property, ODM and Moose Building, LLC, an affiliate of ODM, to convey this Project site to a new single purpose limited liability company affiliated with ODM, and that such new entity will ground lease the land and convey any existing improvements on the land to a new single purpose entity that will be wholly owned by

²⁰ The DCI Block will either be: (1) a land condominium with the University's DCI classroom building located on a unit owned by the University; or (2) it will be divided into separate tax parcels and the DCI classroom building would be on such a parcel owned by the University.

an affiliate of Developer. The ground-lessee affiliate of Developer will be owned by affiliates of ODM and Related, and one or more capital partners.

- **2210 Park Avenue** – Developer will cause the owner of this property, Detroit Life Building, LLC, an affiliate of ODM, to convey this Project site to a new single purpose limited liability company affiliated with ODM, and that such new entity will ground lease the land and convey the existing improvements on the land to a new single purpose entity that will be wholly owned by an affiliate of Developer. The ground-lessee affiliate of Developer will be owned by affiliates of ODM and Related, and one or more capital partners.

1.2.4 Delinquent Taxes, Interest, and Penalties

No delinquent taxes, interest or penalties are known to exist for the parcels included in this TBP.

1.2.5 Existing and Proposed Future Zoning

Please refer to the attached [Table 2](#), “**Site Specific Zoning Information**,” for existing and proposed future zoning for each Eligible Property. This TBP will be updated if any proposed future zoning is further modified.

1.3 Project Justification

Approval of this TBP would make a significant positive impact, accelerating development of The District Detroit, creating broader residential, business, educational, entrepreneurial, and retail uses in the area surrounding the sports and entertainment venues. This would expand the City’s vital core, spreading the momentum already underway throughout downtown; momentum that is expected to have a lasting impact for years to come.

This substantial investment of more than \$1.5 Billion in adaptive reuse, and new construction of residential, retail and office space would spark new, desirable real estate across the area in addition to the 10 Projects that are the subject of this TBP. The TBP is anticipated to generate ancillary investment and exciting new commercial activity that would attract new residential interest from throughout the region and State. Growth in The District Detroit would add density along Woodward, Park, and Cass Avenues, connecting the City’s rapidly developing Central Business District, the existing sports and entertainment venues on Woodward and the cultural, medical and educational anchors of Midtown. This expected ancillary investment would infill areas further increasing population density, adding vibrancy to the streetscape along the Woodward Avenue corridor that honors the past through adaptive reuse and looks toward the future with new, modern amenities. It would also connect Woodward Avenue to the west, particularly along Columbia Street, expanding the reach of downtown to Cass Avenue and increasing infill along Cass Avenue from the DCI Block to the north.

These 10 Projects will have a significant positive impact on the City’s economy, tax base and population growth—benefiting not only Detroit, but the entire State, adding new tax revenue to the State, City and Wayne County. These Projects will create a mixed-income, walkable urban environment. The two planned hotels will make the City more desirable for conventions and business trips as well as “stay-cations” – particularly visits to the sporting and entertainment venues in the area.

The office buildings that make up a significant component of this TBP would be the most modern design - the sort of space and design companies now seek as reflected in the national acceleration of businesses’ flight to quality office projects. The current landscape does not support large scale development and large-scale development is required to attract employers and talent at scale. This type of development will

entice new employers to locate in Detroit and existing employers to expand, creating a demand for employees and population growth. This development would create more tax revenue that could be used for vital City services such as transportation, brownfield redevelopment, blight removal and police and fire—continuing Detroit’s resurgence.

The DCI Block will incorporate a high-tech nexus of education and innovation in proximity to various employers as well as Cass Technical High School and Wayne State University, leading to a novel synergy between education, entrepreneurship, innovation and commerce that is projected to grow economic activity. This will complement Wayne State’s TechTown and provide for “cross-pollination” between these two centers and other local educational facilities to create a more robust pipeline of talent for Detroit and the State as a whole. At the recent Crain’s Homecoming presentation on “Technology and Talent,” Detroit and Michigan’s business leaders agree that as to innovation and technology, Detroit is nowhere close to having enough of this particular good thing.

TechTown’s and Wayne State’s leadership have been actively involved with the planning for the DCI Block to ensure that it is different from other existing centers and truly a “value-add” to the community and each of the educational partners. The DCI Block will be able to develop and retain talent in ways that no other center in Michigan can offer.

This major development would provide affordable housing options for residents at different income levels adding to other residential projects recently completed or approaching completion. It will deliver approximately 695 residential units throughout four properties, which are being planned as part of a broad residential strategy that includes 20 percent of the units earmarked as affordable units at 50 percent of the Area Median Income, exceeding the City’s usual requirements. While the number of students and faculty that will live on-site is not yet determined, these 695 units are anticipated to provide homes to 1,228 residents. The experience of innovation centers elsewhere in the United States (*see* Sections 3 and 4 *infra*), indicates a growth in demand for residences, particularly between the DCI Block residential building and other nearby residential projects.

The University of Michigan has presently projected up to 1,000 University students matriculating at the DCI education building by its third year of operation, a significant number of whom would be expected to reside at the DCI Block. This does not include others to whom short term “upskilling” classes would be available to obtain some certification or credential for employment purposes. In addition to Masters level education in Robotics, Electrical and Computer Engineering, Urban Technology and Sustainability and Just Transitions, the DCI education facility will provide critical skills and educational pathways for students from the Detroit Public Schools Community District, including neighboring Cass Technical High School, Wayne County Community College District, and beyond. The academic programming will fluctuate as the University addresses changing demands. The number of Faculty is not specifically known, including how many will split time between Detroit and Ann Arbor, but the ratio of faculty to students will be consistent with the University’s other locations.

While how many students and faculty will live on-site will likely fluctuate, it is clear from other innovation center models across the country, discussed in Section 1.3, there will be a demand that we anticipate will be appropriately met between the on-site residential building and other nearby residential projects.

The DCI Incubator building will provide an intersection between the University, budding entrepreneurs, community groups and existing stakeholder businesses and venture capital seeking exposure to growth

and innovation opportunities. Although the University has expressed great interest in participating in the Incubator, the building itself will be operated as a private development offering a fertile birthplace and home for entrepreneurial ingenuity and innovation.

The DCI project will draw interest from employers and potential employees who want to live and work close to this level of urban vibrancy. Given the exposure to The District Detroit by the DCI Block, population growth is expected.

To derive estimates for the cost of redevelopment included in this TBP, Developer engaged leading independent construction and engineering firms with experience in both Detroit and comparable urban markets. Likewise, to build accurate estimates for office, retail, and residential rents, Developer engaged leading commercial real estate services and investment and accounting firms, to provide a comprehensive analysis of market conditions.

It was determined that this Project would continue to grow the City's economy by creating new opportunities for Detroit's businesses and residents and would positively impact Michigan by attracting even more investment to the State.

The City's remarkable rebound since its 2013 bankruptcy, spurred by internal reform initiatives, while aligning private sector investments, has positioned the City with its strongest outlook in half a century. While the benefits of this resurgence have been widespread, renewed urban investment has led to particularly high demand in the construction industry.

As a result, the City's composite construction cost for labor and materials is 9th (above median) for 20 major cities in the United States.²¹ Meanwhile the City's average office rents of \$20.28 per square foot are the third lowest among the 54 largest urban markets, significantly below the \$38.65 per square foot national average and only slightly higher than Grand Rapids, MI and Louisville, KY.²² As a further example, office rents in Detroit currently average \$20.15/square foot, placing Detroit as the 16th of 20 major US cities. Denver, by way of contrast, averages \$33.64/square foot for office space. Taking the differing costs of construction between those two cities into account, and assuming that the required rate of return on investment is a 7% yield-to-cost for both cities, the rental rate in Detroit would fund a construction cost of \$233/square foot, where in Denver, the rent would support construction of \$343/square foot. Applying the TBP financing benefit proposed in this TBP to this example would support investment in Detroit construction of office space at a cost of \$371/square foot, yielding a competitive built-environment to cities, like Denver, with higher rental rates, strengthening Detroit's ability to compete nationally for tenants.

The discrepancy between costs of construction and rent generating revenue underscores the necessity of Act 381 Transformational Brownfield financing proposed in this TBP to make this program of investment economically viable.

²¹ ENR.com, construction economics, ENR's cost indexes by City. [Attachment E](#)

²² Jones Lange LaSalle Research Report, "US Office Statistics," Q3 2022. [Attachment F](#)

Together with this proposed investment, Developer is setting the stage for significant continuing future development in and around The District Detroit.

1.4 Historical Use and Previous Ownership of Each Eligible Property

1.4.1 Historical Use

Detailed historical records indicate that the respective properties were used and occupied as follows, in each case, the history provided is based on available information. It is likely that these properties were used before the information presented here. Available past ownership information is found in **Table 3**.

2200 Woodward Avenue and 2250 Woodward Avenue

This property was used for retail and residential purposes from 1884, with a Detroit Edison Substation built in 1904 and a 17-story hotel built 1920. By 1950, the property was also used for restaurants, a parking garage, retail, parking lots, rooming houses, a movie theater and rooming houses and a parking lot fronting Montcalm Street, two rooming houses, an electrical supply building, a movie theatre, a hall and restaurants. From the 1950s to 1970s some of the rooming houses were converted to offices. In the 1980s a number of the buildings were demolished and since 2002, the property has been used for parking.

2211 Woodward Avenue

This property was identified as occupied by restaurants and stores from 1888 through the 1920s and developed into its current configuration in 1928.

2300 Woodward Avenue

This property is a portion of the parking lot of St. John's Episcopal Church which was reportedly built between 1858 and 1859. The land was used largely for residential and rectory purposes and was later used for commercial and office uses between 1914 and 1940. It has been a parking lot since the 1940s.

2305 Woodward Avenue / 2300 Cass

Alternative A - 2305 Woodward

In the 1880s – 1919, the property was used for various stores, dwellings and stables. From 1921 -1926, it was used for various retail purposes. From 1931 – 1969, it was used for various retail operations as well as a one-hour cleaners and a “State Hat Cleaners.” It was used from 1961 - 1994 for various stores and offices and from 1994 to the present was used for a theater, restaurant and office.

Alternative B – 2305 Cass

Because this property was previously four different properties, the history is broken down as follows. Primarily from 1884, until the properties fell into disuse, several were used for residential and apartment use. The exceptions appear to be: (a) 2310 Cass, which had commercial, office and warehousing from 1926 to 1985 and then was vacant; (b) 200 W Montcalm which was used for commercial as well as residential purposes between 1884 and 1950, including a dry cleaner until around 1931 and then was a parking lot from 1950 to the present; (c) 219 W Fisher has been a parking lot from 1985 to the present; and (d) 211 W Fisher became vacant in 1977 and has been vacant or a parking lot since.

2455 Woodward Avenue

This property consists of a number of smaller platted lot with their own histories

- 2473 Woodward was occupied by a six-story commercial building that was occupied by stores and shops. The building was constructed in 1910 and demolished in 1985 and now is vacant land.
- 2457 Woodward had a variety of uses including residential, livery, tailoring, cleaning and auto repair from 1884 to 1922. From 1922 to 1956, it was used for auto repair, residential, tailor, cleaning, retail and office; from 1957 to 1990, it was used for retail and commercial offices. It was an unoccupied building until 2006 and has since been vacant land.
- 2465 Woodward also had a variety of uses including livery, retail and candy plant, bottle and carton storage from 1884 to 1961; from 1961 to 1980, it was used for storage and office; from 1980 to 2006, it was a vacant building and from 2006 to the present, it has been used for parking or was vacant land.
- 41 Henry was used for residential dwellings from 1884 to 1935 and was a retail store from 1919 to 1935. From 1935 to the present, it has been vacant land.
- 47 Henry was used for residential dwellings from 1884 to 1921 and was listed as a plumber shop from 1919 to 1921. From 1935 to the present, it has been vacant land.
- 59 Henry was used for residential dwellings from 1884 to 1935 and from 1935 to the present, it has been vacant land.
- 67 Henry was used for residential purposes from the 1890s to 1975 and after 1975 was vacant land.
- 71 Henry was used for residential purposes from 1884 to 1985 and after 1985 was vacant land.
- 83 Henry was occupied by up to three residential dwellings from at least 1884 to 1888. From about 1888 to about 1914, the parcel was occupied by residential dwellings and a store. From about 1914 to about 1925, the parcel was occupied by a residential dwelling and four stores. From about 1925 to about 1962, the parcel was occupied by four stores and a garage. The parcel was occupied by a store between about 1962 and 1977, was used as a parking lot and now is vacant land.
- 48 W. Fisher was used for residential purposes from 1884 to 1925 and has been used for parking or was vacant land since then.
- 54 W. Fisher was occupied by a residential dwelling with a basement from at least 1884 to 1980, was used for parking, and has since been vacant land.
- 60 W. Fisher from 1884 to 1935, the property was residential after 1935 was used for parking and is now vacant land.
- 68 W. Fisher from 1884 to 1935, the property was residential after 1935 to the present was used for parking and is now vacant land.
- 76 W. Fisher from 1884 to 1935, the property was residential and from 1961 to the present has been vacant land.
- 84 W. Fisher from 1884 to 1935, the property was residential and after 2005 to the present was used for parking and is now vacant land.

408 Temple Street

From 1888 to 2001, the property was used as a church, a lodge hall, a hotel with stores and restaurants. The current hotel building opened in 1926 and, since 2002, has been unoccupied.

2205 Cass Avenue

This property consists of a number of smaller platted lots with their own histories

- 426 W Elizabeth Street - In the 1880s, this property was used for residential purposes. In the 1920s it was divided into a private parking garage, office, and battery charging. In 1950, the same building was divided into two storefronts and two warehouses. By 1983, the building was divided into manufacturing, printing and warehouse. The building was vacant by 1991 and thereafter was demolished and now is vacant land.
- 2121 Cass Avenue - In the 1880s, this property was a two-story residential dwelling and associated outbuildings. By 1919, it was a two-story 128-car capacity parking garage with an office. In the 1920s, a gasoline UST was added in the northeast corner of the garage. In 1977, the same building was a restaurant. By 1983, the building was vacant and then was later demolished and now is vacant land.
- 2171 Cass Avenue - In the 1880s, the property was used for residential purposes and by 1919, included a hotel. By 1950, the property was vacant land and became a parking lot by 1977.
- 2203 Cass Avenue - In the 1880s, the property was used for residential purposes and was a hotel by 1921. By 1983, the land was vacant and since 1988, the property has been used as a parking lot.
- 2211 Cass Avenue - In the 1880s, the property was residential. There was an office used for some sort of film storage building in 1950. By 1983, the building was identified as a public building and was later demolished and now is vacant land.
- 437 W. Columbia Street In the 1880s, the property housed stockyards and an office. By 1897, it was a two-story commercial building which was later used as a machine shop and metal storage and a carriage house and boarding stables and then for machine shops, storage, box making, office and shipping. By 1950, the same buildings were used as a carpenter's shop, factory building, and parking. In 1961 the property became a parking lot.
- 465 W. Columbia Street - In the 1880s, the property housed stockyards and by 1897 it was a carpenters shop and lumber shed. In 1919, it was a boarding stable, auto house, one-story wagon shed, lumber shed, and warehouse. By 1950, it was a parking garage, storage warehouse, lithographing supplies and a parking lot. In 1966, an office building and parking lot were built and the building was later demolished and now is vacant land.

2115 Cass Avenue

This property consists of a number of smaller platted lots with their own histories

- 426 W Elizabeth - In the 1880s, this property was used for residential purposes. In the 1920s it was divided into a private parking garage, office, and battery charging. In 1950, the same building was divided into two storefronts and two warehouses. By 1983, the building was divided into manufacturing, printing and warehouse. The building was vacant by 1991 and thereafter was demolished and is now vacant land.
- 2121 Cass Avenue - In the 1880s, this property was a two-story residential dwelling and associated outbuildings. By 1919, it was a two-story 128-car capacity parking garage with and office. In the 1920s, a gasoline UST was added in the northeast corner of the garage. In 1977, the same building was a restaurant. By 1983, the building was vacant and then was later demolished and is now vacant land.
- 2115 Cass Avenue - From 1884 to 1920, this property was used for residential purposes. The property has been occupied by a Loyal Order of Moose Lodge building since 1922 (although some

listings show it as an Elks Temple). From 1988 until 2002, the building was reportedly in use by the Detroit Engineering Institute. The building has been vacant for at least two decades.

2210 Park Avenue

Residential dwellings and retail stores occupied this property from approximately 1884 through 1922, when the current building was constructed. Thereafter, uses included offices, retail and restaurants through approximately 1984; the building has since remained vacant.

1.4.2 Previous Ownership

Details regarding Prior Ownership information, back to 1994, for each property included in this TBP are provided in the attached [Table 3](#), “**Prior Ownership Information.**” Ownership information provided is based on records possessed by Developer’s consultants and legal counsel.

1.5 Current Use of Each Eligible Property

With two exceptions,²³ each property included in this TBP has no occupied buildings (and in some cases are surface parking lots with attendant structures or have vacant buildings).

Project Site	Current Use
2200 Woodward Avenue and 2250 Woodward Avenue	Commercial parking lot
2211 Woodward Avenue	Office building and vacant retail space
2300 Woodward Avenue	Commercial parking lot
Alternative A - 2305 Woodward	Theater and restaurant
Alternative B – 2305 Cass	Vacant building
2455 Woodward Avenue	Plaza and vacant lot
408 Temple Street	Vacant former hotel
2205 Cass Avenue	Commercial parking lot
2115 Cass Avenue	Commercial parking lot and vacant former Loyal Order of Moose Lodge building
2210 Park Avenue	Vacant former office building

1.6 Site Conditions and Known Environmental Contamination Summary

Details regarding environmental conditions and other qualifying conditions relating to each of the Projects in this TBP are included in the attached [Table 4](#), “**Site Conditions and Known Environmental Contamination.**”

²³ The building located at 2305 Woodward Avenue is occupied by the Hockeytown Café and would be the only occupied building in this Plan planned to be replaced. The building at 2211 Woodward, the Fox Building, is partially occupied by ODM affiliates that will relocate as the building is redeveloped.

1.7 Functionally Obsolete, Blighted and/or Historic Conditions

This TBP includes three buildings designated as historic.

- **2210 Park Avenue** - This Project, commonly known as the Detroit Life Building, qualifies as a Brownfield for inclusion in this TBP on the basis of its status as a contributing historic resource within the National Park Avenue Historic District. The National Register of Historic Places reference identification number for this building is 97000396. This ten-story neoclassical style building was designed by architects Arnold & Scheve and opened in 1923. Documentation of 2210 Park Avenue's inclusion in the City's Park Avenue Historic District is included in [Attachment C](#).
- **408 Temple Street** – This Project, more commonly known as the Fort Wayne Hotel or American Hotel, qualifies as a Brownfield for inclusion in this TBP on the basis of its status as a contributing historic resource within the National Cass Park Historic District. This eleven-story brown brick and terra cotta building was designed by Ellington and Weston and opened in 1926. Documentation of the 408 Temple Street Project site's inclusion in the City's Cass Park Historic District is included in [Attachment C](#).
- **2211 Woodward Avenue**– This Project, The Fox Building, located at 2111 Woodward Avenue, qualifies as a Brownfield for inclusion in this TBP on the basis of its status as a historic resource. This ten-story cream-colored terra cotta beaux arts building was designed by Charles Howard Crane and constructed in 1927-8 as an office building surrounding a theater. It has been listed on the National Register of Historic Places (No. 85000280) since 1985. In 1989, it was designated a National Historic Landmark and in 1991, it was placed on the Michigan State Register of Historic Sites. It was deemed significant in part due to its architecture. Documentation of the Fox Building historic designation is included in [Attachment C](#).

1.8 Transit-Oriented Development or Transit-Oriented Property Qualification

Not applicable.

1.9 Information Required by Section 15(12) of Act 381 and not addressed elsewhere in this document

1.9.1 Describe how each individual activity included in the Combined Plan is sufficient to complete the Eligible Activity.

Construction activities identified and described in this TBP and attachments are sufficient to complete the Eligible Activities outlined in this TBP. As this TBP proposes an interdependent set of Projects that lead synergistically to an enrichment of The District Detroit and greater interconnections between The District Detroit and the surrounding neighborhoods including downtown. For example, the construction of hotels at 2211 and 2455 Woodward Avenue will provide a greater opportunity to serve the theater, entertainment and sports venues of The District Detroit. The construction of offices, residential and retail along Woodward Avenue will provide greater day and night-time density and walkability in this area, making The District Detroit and surrounding areas more human-centered and more desirable to the talented individuals that growing companies seek to hire and retain.

The DCI Block will be more than a sum of its parts, bringing students into Detroit and encouraging them, businesspeople and entrepreneurs to see the opportunities in Detroit. The residential component of the DCI Block, and the residences at 408 Temple, 2210 Park Avenue and at 2250 Woodward, expand and intensify the walkable, urban environment that will connect Cass Avenue to Woodward via Columbia Street and the plaza that is proposed between 2200 and 2250 Woodward. Each component of the Project

depends on the others. Without the offices, there would be little increase in day-time density. Without the hotels and apartments, there would be little increase in the nighttime activity. Without the DCI, there would be little connection from Cass Avenue to Woodward Avenue and many fewer spin-off businesses to populate the offices and surrounding areas in The District.

1.9.2 Describe how each individual activity included in the Combined Plan is required to complete the Eligible Activity.

Construction activities identified and described in this TBP and attachments are required to complete Eligible Activities at each individual Project site.

As noted above, each of the elements of the Project depend on the others to achieve the synergistic transformational effects desired as part of this TBP. Therefore, to achieve the daytime intensity and economic benefits of tech and financial business, the offices are needed. Likewise, the construction of the offices at 2200 Woodward, 2300 Woodward and either 2305 Woodward/2300 Cass is required to house the anticipated influx of employees. To develop the sort of creative ecosystem described here, which will feed employees and businesses into The District Detroit and the surrounding areas, the DCI Block is an essential element. To serve The District Detroit more fully, and to be a more complete community, additional hotel space in close proximity is going to be a requirement. Finally, to achieve the live-work model so prized by today's younger employees, additional housing is needed and so the apartments at 408 Temple, 2210 Park and 2250 Woodward are needed.

1.9.3 Are the Eligible Properties in a high unemployment area?

Yes, the Eligible Properties included in this TBP are within a high unemployment area. As of October 31 of 2022, the City's unemployed level was 6.40%²⁴, which is higher than the State unemployment level of 4.30%²⁵ and the national level of 3.50%.²⁶

1.9.4 What is the level and extent of contamination alleviated by or in connection with the Eligible Activities?

To the extent feasible, a significant portion, if not all, of the contamination identified on those Eligible Properties included in this TBP that are identified as "facilities" is anticipated to be remediated as part of the construction activities. Foundation and subsurface construction activities encountering contaminated soil are anticipated to result in removal and proper disposal of impacted materials in accordance with applicable law.

1.9.5 If the developer or projected occupant of the new development is moving from another location in this State, will the move create a Brownfield?

At present, none of the Project sites have contractually-bound future occupants. Therefore, there is no information indicating that a projected occupant of any of the Projects would be moving from a location in the State creating a brownfield.

²⁴ Detroit, MI Unemployment Rate as of November 30, 2022 YCHARTS, https://ycharts.com/indicators/detroit_mi_unemployment_rate (last visited January 19, 2023). Attachment G.

²⁵ Michigan Unemployment Rate as of November 30, 2022 YCHARTS, https://ycharts.com/indicators/michigan_unemployment_rate (last visited January 19, 2023). Attachment H.

²⁶ US Unemployment Rate as of December 31, 2022: YCHARTS, https://ycharts.com/indicators/unemployment_rate (last visited January 19, 2023). Attachment I.

1.9.6 What other state and/or local incentives (including amounts) are anticipated to directly or indirectly benefit this Project?

Developer anticipates obtaining State and local incentives that directly or indirectly benefit the Projects covered by this TBP, including incentives available under the Commercial Property Rehabilitation Act (“PA 210”),²⁷ and the Neighborhood Enterprise Zone program (“NEZ”)²⁸ and a Paid-In-Lieu-of-Taxes abatement (“PILOT”) on all affordable housing projects. The attached table, “Summary of Other State and/or Local Incentives by Project” provides additional details regarding anticipated State and local incentives to be obtained for Projects within this TBP.

SUMMARY OF OTHER STATE AND/OR LOCAL INCENTIVES BY PROJECT			
Project Name	Total Property Tax Abatement Savings	Abatement Type	Anticipated Date of Certificate approval
2200 Woodward -Office	\$34,744,741	PA 210	August, 2023
2250 Woodward - Residential	\$18,961,807	NEZ-N, PA 210, PILOT	November, 2024
2211 Woodward - Fox Hotel	\$4,405,948	PA 210	May, 2026
2300 Woodward – Mixed Use	\$7,511,952	PA 210	May, 2025
2305 Woodward/ 2300 Cass - - A.B Flexible Site; Office	\$25,450,139	PA 210	November, 2026
2455 Woodward - Little Caesars Arena Hotel	\$14,159,482	PA 210	May, 2024
408 Temple - American Residential Redevelopment	\$9,397,557	NEZ-R, PA 210, PILOT	November, 2024
2205 Cass - DCI Residential	\$11,108,922	NEZ-N, PA 210, PILOT	May, 2024
2115 Cass - DCI Business Incubator	\$4,245,935	PA 210	May, 2025
2210 Park - Detroit Life Residential	\$3,324,338	NEZ-R, PA 210	May, 2024
Totals	\$133,310,820		

Further, the Developer is pursuing financing pursuant to the Downtown Detroit Authority’s Affordable Housing support program.

Finally, the Developer anticipates securing federal Historic Tax Credits (“HTC”) with respect to 2211 Woodward Avenue, 408 Temple Street, and 2210 Park Avenue, as well as federal 4% Low Income Housing Tax Credits (“LIHTC”) with respect to 2250 Woodward Avenue, 408 Temple Street and 2205 Cass Avenue.

²⁷ 2005 PA 210, MCL 207.814 et seq., Commercial Rehabilitation

²⁸ 1992 PA 147, MCL 207.771 et seq., Neighborhood Enterprise Zone Act.

2.0 INFORMATION REQUIRED BY SECTION 13C OF ACT 381 – TRANSFORMATIONAL BROWNFIELD PLAN

2.1 Basis for Designating the TBP as a Transformational Brownfield Plan under Section 2(ww)

Section 2(ww) of Act 381 states that qualification as a TBP is dependent on both a minimum level of capital investment as well as a resolution of the governing body, and approval by the MSF, confirming that the TBP “will have a transformational impact on local economic development and community revitalization based on the extent of brownfield redevelopment and growth in population, commercial activity, and employment that will result from the plan.”

As of July 1, 2021, the US Census Bureau estimates the City’s population to be 632,464.²⁹ The minimum level of capital investment for a TBP in a city with a population equal to or greater than 600,000 people is \$500,000,000.00. This TBP is projected to result in over \$1.5 Billion in redevelopment expenditures - investment well exceeding the \$500 Million statutory threshold applicable to a project in the City of Detroit.

As evidenced by [Sections 1.3, 2.1, 3.1, and 4.2](#) of this TBP, and further by resolution or approval by the MSF, City and DBRA, this TBP and each Project within the TBP have been determined to satisfy the requirement that the TBP “will have a transformational impact on local economic development and community revitalization based on the extent of brownfield redevelopment and growth in population, commercial activity, and employment that is anticipated to result from the plan.”

2.2 Summary Description of the Costs of the Plan Intended to be Paid for with Construction Period Tax Capture Revenues, Withholding Tax Capture Revenues, and Income Tax Capture Revenues

Eligible expenses for transformational Brownfield projects are broadly defined by Section 2(o)(iv) of Act 381 to include “any demolition construction, restoration, alteration, renovation, or improvement of buildings or site improvements on Eligible Property, including infrastructure improvements that directly benefit Eligible Property.”

Tax increments are projected to be captured and applied to (i) reimbursement of eligible activity costs and payment of DBRA administrative and operating expenses, (ii) make deposits into the State Brownfield Redevelopment Fund, and (iii) make deposits into the DBRA’s Local Brownfield Revolving Fund as identified in the following “**Eligible Activity Table**”³⁰ below:

²⁹ <https://www.census.gov/quickfacts/detroitcitymichigan>; last visited November 21, 2022. Attachment J

³⁰ With only “hard costs” and tenant improvements, Developer expects to spend at least \$1,010,530,589.29, without any contingency and without any infrastructure. The amounts listed in the table are a subset of those cost projections and include no contingency factor whatsoever.

<u>Project Name</u>	<u>MSF Eligible Activities - Maximum Reimbursement to Developer</u>	<u>DBRA Administrative Cost</u>	<u>State Brownfield Redevelopment Fund</u>
2200 Woodward - Office	\$170,447,750	\$1,913,689	\$5,164,580
2250 Woodward - Residential	\$69,461,986	\$1,291,771	\$2,189,162
2211 Woodward - Fox Hotel	\$23,859,377	\$889,355	\$1,357,153
2300 Woodward - Mixed Use	\$42,473,931	\$429,568	\$1,156,959
2305 Woodward/2300 Cass - A.B Flexible Site; Office	\$163,169,697	\$1,506,790	\$3,903,106
2455 Woodward - Little Caesars Arena Hotel	\$42,122,729	\$1,375,040	\$2,229,938
408 Temple - The American Residential	\$22,862,965	\$505,573	\$620,305
2205 Cass - DCI Residential	\$47,727,684	\$727,059	\$1,242,756
2115 Cass - DCI Business Incubator	\$28,359,287	\$432,673	\$837,643
2210 Park - Detroit Life Residential	\$5,822,009	\$105,063	\$214,383
Total	\$616,307,416	\$9,176,580	\$18,915,987

Eligible Activities, as defined by Act 381 and approved under this TBP, may be undertaken at the Project sites. Subject to the written approval of the DBRA and MSF, Eligible Activities at a particular Project site may exceed the identified estimates for that site provided that the total Eligible Activities remain equal to or less than the costs identified in the above table. Any Eligible Activities identified within this TBP that are carried out within 90 days of the TBP's approval by MSF remain eligible for reimbursement.

Developer requests reimbursement for Eligible Activities completed pursuant to this TBP as identified in the "**Eligible Activity Table.**" Reimbursement for Eligible Activities is anticipated to be captured from TR generated by the Projects and captured by the DBRA and transmitted by the MSF or the State Treasurer pursuant to Act 381 or other applicable Michigan Law.

The DBRA, the MSF and Developer anticipate entering into a Reimbursement Agreement following the approval of this TBP. That Agreement will establish the terms of reimbursement for Eligible Activities in accordance with Act 381.

In addition to the available TR, Developer desires to avail itself of the sales and use tax exemptions available for redevelopment of Eligible Properties included in this TBP, as identified in 1933 PA 167, as amended, MCL 205.54d and 1937 PA 94, as amended, MCL 205.91-205.111.

In no event shall the duration of this TBP exceed thirty-five (35) years following the date of the governing body's resolution approving this TBP nor shall the duration of the tax capture exceed the lesser of the period authorized under subsection (5) of Section 13 of Act 381 or 30 years. Subject to the preceding sentence, capture and plan length is also contingent on MSF approval. Further, in no event shall the beginning date of the capture of tax increment revenues be later than five (5) years after the date of the governing body's resolution approving this TBP or such other date authorized by Act 381.

This TBP, or any subsequent amendment thereto, may be abolished or terminated in accordance with Section 14(8) of Act 381 in the event of either of the following:

- a. The governing body may abolish this TBP (or any subsequent amendment thereto) when it finds that the purposes for which this TBP was established have been accomplished.
- b. The governing body may terminate this TBP (or any subsequent amendment thereto) if no eligible activities identified in this TBP (or any subsequent amendment thereto) are undertaken with respect to any eligible property before the expiration of two (2) years following the date of the governing body resolution approving this TBP (or, if applicable, any subsequent amendment thereto).
- c. The governing body may terminate this TBP (or any subsequent amendment thereto) as to an eligible property if no eligible activities identified in this TBP (or any subsequent amendment thereto) are undertaken at that eligible property are undertaken with respect to the eligible property before the expiration of two (2) years following the date of the governing body resolution approving this TBP (or, if applicable, any subsequent amendment thereto) or by the commencement date of the applicable Project as provided in Section 10 hereof, whichever event occurs later; provided that, the governing body first does both of the following: (i) gives 30 days' written notice to the Developer at its last known address by certified mail or other method that documents proof of delivery attempted; and (ii) provides the Developer with an opportunity to be heard at a public meeting.
- d. No termination of this TBP or as to any eligible property may occur until the governing body does both of the following: (a) gives thirty (30) days' written notice to the Developer of the intent to terminate at Developer's last known address by certified mail or other method that documents proof of delivery attempted; and (b) provides the Developer with an opportunity to be heard at a public meeting.

Notwithstanding anything in this subsection to the contrary, this TBP (or any subsequent amendment thereto) shall not be abolished or terminated until the principal and interest on bonds, if any, issued under Section 17 of Act 381 and all other obligations to which the tax increment revenues are pledged have been paid or funds sufficient to make the payment have been identified or segregated.

2.3 An Estimate of the Amount of Construction Period Tax Capture Revenues, Withholding Tax Capture Revenues, and Income Tax Capture Revenues Expected to be Generated Annually

Estimated Tax capture revenues, including TIR, construction period TR, withholding tax capture revenue and income TR to be generated and utilized to reimburse Developer for Eligible Activities completed under this TBP are provided in the table “**Estimated Tax Capture Revenue**” below:

ESTIMATED TAX CAPTURE REVENUE					
<u>Tax Capture Revenue</u>		<u>Captured Taxes</u>	<u>DBRA Admin Costs</u>	<u>State Brownfield Fund</u>	<u>Taxes Available for Developer Reimbursement</u>
School Operating		\$138,053,298	-	-	\$138,053,298
State Education		\$48,601,760	-	\$18,915,987	\$29,685,773
Wayne County Operating - Winter		\$6,596,105	\$1,093,068	-	\$5,503,037
Wayne County Parks - Winter		\$1,647,879	\$272,975	-	\$1,374,904
Wayne County Jail - Winter		\$6,286,528	\$1,041,379	-	\$5,245,149
Wayne County RESA		\$646,253	\$107,053	-	\$539,200
Wayne County RESA SP ED		\$22,569,158	\$,738,637	-	\$18,830,521
Wayne County Special RESA ENH		\$13,352,321	\$2,211,845	-	\$11,140,476
Library		\$4,747,908	\$11,622	-	\$4,036,286
Property Tax Subtotal		\$242,501,210	\$9,176,580	\$18,915,987	\$214,408,643
Construction Income Tax Revenues		\$11,422,200	-	-	\$11,422,200
Construction Sales / Use Exemptions		\$38,114,899	-	-	\$38,114,899
Income Tax Capture Revenues		\$74,011,403	-	-	\$74,011,403
Withholding Tax Capture Revenues		\$278,350,271	-	-	\$278,350,271
Total		\$644,399,983	\$9,176,580	\$18,915,987	\$616,307,416

The Developer elects the use of the safe harbor method to calculate the withholding tax capture revenue and income TR as described in MCL 125.2652(y) and (zz). Further, the Developer requests 100% of income tax capture revenues pursuant to MCL 125.2664a(7) and anticipates the development of a written, binding affordable housing agreement with the City of Detroit as part of the Community Benefits Ordinance

process, which agreement will be provided to the Michigan Strategic Fund. As noted in Section 1.3, the cost of Detroit construction and the lower residential rental rates render it uneconomical to build or redevelop residential rental properties such as those contemplated by this TBP. The additional reimbursement provided by the 100% capture requested will help to level the economic playing field by making it economically viable to charge market (and affordable) residential rental rates.

As noted in Section 1.3, Detroit’s composite construction cost for labor and materials is 9th (above median) for 20 major cities in the United States. A recent report on rental rates across the nation indicated that Detroit’s median rental was 37th of 50 metropolitan areas. Further, residential occupancy is significantly less dense than office occupancy, meaning that residential rentals provide less support to repay the costs of construction than does office use. Taking into account lesser residential density and lower rental rates per square foot means that even at 100% capture of the withholding tax capture revenue and income TR, residential uses within a project receive less support and is less economically viable than the other proposed uses. Applying the 100% factor would support investment in Detroit construction of residential space that is competitive with other cities that have higher rental rates, strengthening Detroit’s ability to compete nationally and regionally for tenants.

This discrepancy between costs of construction and rent generating revenue underscores the necessity of 100% income TR and withholding tax capture proposed in this TBP to make this TBP economically viable.

Tax capture revenues are provided on a per-year basis and in total in the attached [Table 5a](#) and on a per-Project basis in the attached [Tables 5b – 5k](#).

Time	Total (35 years)
Construction Sates/Use Tax Exemption	\$38,114,899
Construction PIT Capture	\$11,422,200
Income Tax Capture	\$74,011,403
Withholding Tax Capture	\$278,350,271
Increase Property Tax Capture – School	\$167,739,071
Increase Property Tax Capture – Local	\$46,669,572
Total TBP Benefit	\$616,307,416

2.4 Beginning Date and Duration of Capture of Construction Period Tax Capture Revenues, Withholding Tax Capture Revenues, and Income Tax Capture Revenues

The capture and use of construction period tax capture revenue shall coincide with the start of construction activities on each Project. The beginning date and duration of the use of tax increment revenue, withholding tax capture revenue, and income tax capture revenue for each Project is planned to remain in accordance with the TIF tables provided as [Tables 5a-5k](#). A summary of revenue start dates is provided below:

Project	Construction Tax Capture Start/End	Property Tax TIF Capture Start/End	Income/Withholding Start/End
2200 Woodward – Office	2023 – 2025	2025 - 2054	2026 - 2045

Project	Construction Tax Capture Start/End	Property Tax TIF Capture Start/End	Income/Withholding Start/End
2250 Woodward - Residential	2024 - 2026	2026 - 2055	2027 - 2046
2211 Woodward - Fox Hotel	2026 - 2028	2028 - 2057	2029 - 2048
2300 Woodward – Mixed Use-	2025 - 2026	2026 - 2055	2027 - 2046
2305 Woodward/2300 Cass - A.B. Flexible Site – Office	2026 - 2028	2028 - 2057	2029 - 2048
2455 Woodward - Little Caesars Arena Hotel	2024 - 2026	2026 - 2055	2027 - 2046
408 Temple - The American Residential	2026 - 2028	2028 - 2057	2029 - 2048
2205 Cass DCI – Residential	2024 - 2026	2026 - 2055	2027 - 2046
2115 Cass DCI - Business Incubator	2025 - 2026	2026 - 2055	2027 - 2046
2210 Park -Detroit Life Residential	2024 - 2025	2025 - 2054	2026 - 2045

Developer will apply for combining and splitting tax parcels for each Project, where applicable, at least 90 days before commencing construction and before tax increment capture commences.

The capture and use of tax increment revenue, withholding TR and income TR shall not (a) commence later than five years after the date of the MSF’s resolution approving this TBP or (b) extend beyond the maximum period identified by Sections 13b(16), 13c(8), and 13c(11) of Act 381.³¹

Pursuant to MSF guidelines for TBP, Developer must begin construction under the TBP within one year of MSF approval of the TBP. Construction under this TBP is expected to begin within one year of TBP approval. Under current DBRA guidance, all construction must be completed within three years of the TBP’s approval, unless an extension is approved by the DBRA. The Developer’s current construction schedule reflects the last Project being completed, in or around, late 2028, and so the Developer has requested an extension of the completion date. DBRA supports Developer’s five-year timeline for completion of Eligible Activities, due to the size, scale, complexity and number of Projects included in this

³¹ MSF is anticipated to act upon a resolution to approve this Plan in April of 2023.

TBP. The actual timeline to complete the eligible activities described in this TBP shall be governed by the terms of the Reimbursement Agreement.

3.0 INFORMATION REQUIRED BY SECTION 14A OF THE STATUTE — TRANSFORMATIONAL BROWNFIELD PLAN

As described below and pursuant to Sections 14a(2) and 14(5) of Act 381, the governing body has found this TBP to “constitute a public purpose” in accordance with Act 381.

3.1 How will the TBP have a Transformational Impact on Economic Development and Community Revitalization?

This development would have a transformational economic impact on the community by adding to the momentum already underway in downtown Detroit and have a lasting impact for years to come. The District Detroit includes redevelopment of a large area with a mix of commercial and residential uses — leading the way for more revitalization of Detroit and the State of Michigan. Further details are given below and in Section 4 of this TBP.

Successful and sustainable development must focus on education, employment, engagement, economic inclusion and environmental justice. The DCI Block advances these objectives and will function as a talent beacon for employers and a location fostering economic inclusion and environmental justice in future business projects while expanding educational and community engagement opportunities.

Similar to comparable economic districts with educational anchors in other urban areas, the DCI Block’s proximity to various businesses and educational institutions is expected to result in symbiotic growth and greater graduate retention. As with the other leading centers for innovation across the Country (see Section 4.0), the transformative impacts of the DCI as part of the larger Project proposed in this TBP will be measured by its impact on creating prosperity for Detroiters and the community. For example, Cornell Tech revitalized a fallow location and sent faculty into local middle schools to cultivate STEM skills in students who, previously, never had such opportunities. As with these other innovation centers, the DCI is expected to deliver in the form of the number of start-up businesses, the amount of venture capital, the high-wage employment of its graduates, the numbers of employees who upskill through certificates for career advancement and on many other fronts.

As discussed in Section 4.1, other leading innovation centers in the United States have impacted investment, start-up businesses, job-creation, career development and spin-off redevelopment. These demonstrate that the planned DCI is a proven transformational model. Calibrating that model with the needs and opportunities of the Detroit community through the Community Benefit Ordinance process will ensure that the transformation realized here will benefit those who call Detroit home both today and tomorrow.

Beyond connecting students, employers, organizations and residents to maximize these various benefits and further commerce growth and economic activity in the community, the DCI Block is expected to create a corridor along W. Columbia Street connecting the various businesses and other operations on Woodward and Cass Avenues with each other and with the DCI Block, broadening Detroit’s growing urban core to the west and connecting the revitalization of the southern end of Cass Avenue to Woodward Avenue. This new connective corridor is anticipated to function similar to the redevelopment along

Woodward Avenue over the last 10 to 20 years, creating an urban vibrancy not seen in this part of Detroit since the 1960s.

These Projects would also greatly increase the population density of the area by as many as 7,500 new residents and employees, create additional support for nearby businesses, create demand for additional commerce and economic opportunity and connect the City's rapidly developing Central Business District to the cultural, medical and educational anchors of Midtown. It would extend the walkable streetscape along the Woodward Avenue corridor in a way unseen for over two generations. This TBP will encompass significant job creation; high-quality, affordable and market-rate housing; historic redevelopment; additional commercial activity and population growth.

Likewise, modern office, residential, and retail infill will add to this dynamic community and should create incredible opportunities for people and businesses that live and work here. This new activity would help trigger ancillary investment and exciting, new commercial activity that would attract new residential interest throughout the region and State and beyond.

Together, these Projects would have a significant positive impact on the City's economy, tax base and population growth—benefiting not only Detroit but the entire State of Michigan with new tax revenue to the State, City of Detroit and Wayne County.

3.2 Whether the TBP Meets the Requirements of Sections 13, 13B, and 13C

This TBP meets the requirements of Sections 13, 13B and 13C of Act 381. The TBP identifies the Eligible Properties and the basis of eligibility, TR and the effect on the local taxing jurisdictions, provides proposed beginning and end dates for TR capture and otherwise complies with Act 381.

3.3 How were the Eligible Activity Costs determined to be Reasonable and Necessary?

Prior to the consideration and approval of this TBP, Developer and the MSF completed independent financial and underwriting analyses of the TBP's Projects. Section 14a(5) of Act 381 prohibits the MSF from approving the use of TR in excess of what is determined to be necessary for the Projects in order to be economically viable. Furthermore, Section 14a(6) of Act 381 requires an independent third-party analysis as part of the MSF underwriting analysis for any plan that proposes to use more than \$10 Million in any year in withholding tax capture revenues and income tax capture revenues.

Section 14a(3)(c) requires the approving governing body to consider whether the proposed eligible costs identified under a TBP are reasonable and necessary pursuant to the requirements of Act 381. Upon approval of this TBP, and as set forth in the approving resolution, the governing body will have considered the criterion and will have affirmatively concluded that the Eligible Activity costs and proposed reimbursements identified in this TBP are reasonable and necessary for the Projects in order to be economically viable and to fulfill the purposes of Act 381.

3.4 How were Captured Taxable Value, Construction Period Tax Capture Revenue, Withholding Tax Capture Revenue, and Income Tax Capture Revenue Amounts determined to be Reasonable?

Prior to approval, Section 14a(3)(d) of Act 381 requires the governing body to consider "[w]hether the amount of captured taxable value, construction period TR, withholding TR, and income TR estimated to result from adoption of the TBP are reasonable." The governing body's approving resolution identifies the

criterion it has considered and shall be evidence of its evaluation and approval of the reasonability of the captured taxable value, construction period TR, withholding TR and income TR estimated under this TBP.

3.5 Whether Subject to Subsection (22)(D), the TBP Includes Provisions for Affordable Housing

Of the four residential Projects in this TBP, three will have affordable housing and 20% (139) of the total number of rental units (695) developed through this Project will be deeply affordable (at 50% of Area Median Income (“AMI”) vs 80% as prescribed by City Ordinance).³² Specifically, this TBP provides for:

- 58 of the 287 total units at 2250 Woodward Avenue will be affordable at 50% AMI;
- 27 of the 131 total units at 408 Temple Avenue (The American) will be affordable at 50% AMI;
- 54 of the 261 total units at 2205 Cass Avenue (DCI Residential) will be affordable at 50% AMI.

Given the configuration and relatively small size of the Detroit Life Building, which was previously an office building, it was not practical to include affordable housing in that building. As noted in Section 1.1, nearly half of the square footage of that building is consumed with “back of the house” infrastructure.

Although there is no binding affordable housing agreement with the City at this time, the Developer intends to enter into such an agreement through the Community Benefits Ordinance process.

4.0 INFORMATION REQUIRED BY SECTION 14A(3)(e) OF THE STATUTE – TRANSFORMATIONAL BROWNFIELD PLAN

For the governing body to determine if this TBP constitutes a public purpose, Section 14a(3)(e) requires it to consider whether the TBP “takes into account the criteria described in section 90b(4) of the Michigan Strategic Fund Act, 1984 PA 270, MCL 125.2090b.” As described below, the Projects within the TBP individually and collectively align with the criteria included within the Michigan Strategic Fund Act. The Projects included in this TBP are planned to promote a transformational impact in the community and to encourage additional growth in the surrounding area.

4.1 The importance of the Project to the community in which it is located

The City’s revitalization is gaining momentum and Detroit is just getting started. This new phase of development is anticipated to create new tax revenues available for vital public services - continuing Detroit’s rapid redevelopment. These developments connect downtown to growing nearby neighborhoods, such as Midtown, Corktown and Brush Park, while supporting the rebuilding of neighborhoods and positioning this area for even more future investment and growth.

The addition of the proposed Projects to the existing anchors of The District Detroit will further the transformation of an area that has recently begun to see business development. Beyond spurring economic growth, new construction and historic renovation, these Projects, and The District Detroit in general, already have ignited, and are expected to continue to ignite, new careers, giving Detroit residents opportunities to learn skills that last a lifetime.

These Projects will strengthen the Woodward corridor and are expected to foster the development of a new Columbia corridor connecting Woodward to Cass and broadly deliver additional mixed-use

³² Residential developments have obligations pursuant to Article III, *Inclusionary Housing Requirements*, Sections 22-3-1 through 22-3-9 of Chapter 22 of the Detroit City Code, *Housing*. The planned pricing exceeds these requirements.

operations reflecting changing requirements for urban space. This will support vibrant redevelopment of Cass Avenue and support future purpose-driven development utilizing the focus on education, engagement, employment, economic inclusion, and environmental justice.

Some of the most significant investments are underway now, and some of the City's most underutilized economic zones are being rejuvenated. The Projects included in this TBP are projected to create or support 5,790 direct permanent full-time jobs and 8,010 indirect and induced jobs in the State, 19,780 direct, indirect, and included temporary construction jobs, extensive contractor opportunities, expanded economic opportunities for the City's residents, economic boosts to the surrounding areas and contribute significantly to the City's long term tax base, thus supporting economic revitalization of the surrounding area for many years to come. Additionally, the developments included in this TBP are anticipated to build upon the recent flurry of construction within the downtown and Midtown areas creating a 24/7 walkable community and a safer environment for the people in the City. Furthermore, the Projects within this TBP are anticipated to promote significant infill development between and around the proposed Projects. The importance is further highlighted for the Project as noted below:

- **The DCI Block Project** – This Project will expand the University of Michigan's involvement with the City of its origin to support innovation through a world-class research and education center together with a residential building and a business incubator will focus on academic programs and research related to fields in which advanced technology is increasingly critical. The engagement of the University of Michigan in Detroit will positively drive the City's long-term revival.

The inclusion of the DCI Block as part of this TBP will be truly transformational, particularly its location west of Woodward in a now-empty building surrounded by a parking lot. Incorporating a high-tech hub of education and innovation in the core of a community has proven to be truly synergistic in locations across the nation, including Kendall Square in Cambridge, MA (the so-called most innovative square mile on the planet), Attachment K; Cornell Tech in New York City (developing meaningful technologies for a digital society); Attachment L; and Virginia Tech's Innovation Campus in Alexandria, VA) Attachment M.

The location of the DCI Block in the orbit of Cass Technical High School, Wayne State University, TechTown, the Ford Mobility District, DTE's Detroit corporate campus and near high tech manufacturing and scientific operations throughout southeast Michigan provides an ideal location for the sort of transformative collaboration that innovation districts (such as those listed above) have created elsewhere. For example, the Virginia Tech Campus was a key to Virginia winning Amazon's second headquarters in 2018. In fewer than five years since it opened, the Cornell Tech hub campus has already generated some 92 companies, with over 90% staying in the local area. The DCI Block parallels Harvard's new Enterprise Research Campus, part of the Kendall Square district and is anticipated to have similar benefits. Infill of vacant lots is anticipated as a result of the DCI Block's development.³³

³³ ODM is restoring six residential buildings and community space on a single historically designated block at Cass and Henry in The District Detroit. While not part of this Plan, this project's reactivation of a space along Cass Avenue is a step toward the vibrant, populated streetscape that the TBP envisions resulting from the DCI and other Projects.

Innovation districts such as the DCI Block aim to positively impact residents through supplier diversity, workforce and talent development and affordable residences. Attachment N.

The University of Michigan President, Santa Ono, said recently that one of his priorities is further growing how the University translates its research into jobs and that “[w]hatever we can do to elevate the standard of living and create jobs for Michiganders is part of what a great state university should do.” Attachment O. Given the University’s experience with transfer of technology to the marketplace, the DCI Block is expected to improve on U-M’s already impressive record for startups and include Detroit in that program. Attachment P. U-M’s entrepreneurial ecosystem is drawing national attention and national support and that will redound well to the City of Detroit. Attachment Q. The DCI Block will lead to the sorts of positive local impacts the University seeks to expand.

Over the last year, Developer has leveraged its relationships across the country, and has spoken with over 20 corporate heads of real estate for the world’s leading tech and financial services companies to educate them on Related’s projects globally. When the Developer describes its vision for The District Detroit, the DCI Block is a component of the Project that most see as a true differentiator for why Detroit should be strongly considered. The competition for talent among these leading companies is real and being able to have some of the best talent right in your backyard is viewed as a game changer. These companies are determined to not only attract but, more importantly, retain their talent. Allowing employees with Detroit and Michigan roots and connections to work closer to home is critical to that effort. This is just one more way that the TBP, including the DCI Block, is transformative.

- **Apartment Projects**

Demand for urban apartments in Detroit is at a 55 year high. This TBP plans to help address that demand in a number of ways.

- **Apartment Projects** – Development of 2250 Woodward Project will be one of the most modern apartment buildings Detroit has ever seen, located mere blocks from all three major sports venues and other entertainment venues in the Theater District with modern design and amenities. This will be one of the most desirable places to live in all of southeast Michigan. These Projects will provide a greater connection between downtown and midtown that has been lacking.
- **2210 Park Avenue** - The former Detroit Life Building, a ten-story office building built in the 1920s and now within the Park Avenue Historic District, is proposed to be transformed into renovated residential space with ground-floor retail space at Park Avenue and Columbia Street, repurposing a beautiful historic neighborhood office building adjacent to the Fox Theatre area, which is anticipated to generate more foot traffic to the area’s restaurants and shops.
- **408 Temple Street** – The interior of this 98-year-old eleven-story Historic District building is proposed to be renovated into residential space and ground-floor retail space. Rehabilitating this unique building is anticipated to provide new affordable and mixed-income housing options for residents who want to be in the center of the rapidly growing area surrounding Little Caesars Arena, while encouraging a 24/7 walkable environment. This will provide greater livability and connection between Cass and the DCI Block. Along with the DCI Block, these apartments will provide two points of revitalized connection

along Cass Avenue for future infill development paralleling Woodward for the first time in some 50 years.

- **Office Projects** - The construction of three significant, modern, desirable office buildings anchored to Woodward Avenue in the burgeoning entertainment district along with mixed-use and residential developments in this TBP adds desirability, density and diversity to this part of downtown. These buildings will be designed to standards that national and international corporations are looking for and it is anticipated that new tenants will generate further demands for goods and services in addition to spending on entertainment in the City. These Projects will enhance the connection between the Central Business District and Midtown that has been lacking.
- **Hotel Projects** – These two Projects – a brand new hotel and the adaptive reuse of dated and less desirable office space in a landmark heritage building will result in 467 new hotel rooms in the District Detroit. Both of these hotels will help meet the City’s need for additional hotel rooms to better compete for significant events and conventions that will bring tens of thousands of additional visitors to the region and help create good jobs for Detroiters. The Fox Hotel will be in the heart of Detroit’s Sports and Entertainment District. The Little Caesars Arena Hotel will be on the doorstep of the second busiest arena in the nation, positioning Detroit to attract more of the world’s most watched sporting and entertainment events and inviting visitors to extend their stay and experience more of this City and growing neighborhood.

4.2 If the Project will act as a catalyst for additional revitalization of the community in which it is located

This development would add to growth already underway in downtown Detroit, which includes \$2 Billion in investment in Detroit for the new Little Caesars Arena; 170,000 square feet of adjacent office space; four new restaurants; a team store; the Mike Ilitch School of Business at Wayne State University; the Columbia Street shopping and dining destination; the Eddystone residences; parking improvements; and the Little Caesars headquarters building. The developments planned in this TBP will be the next step in revitalization and connection of a number of Detroit neighborhoods. Since 2019, the Developer has engaged with the community to pursue collaborative communal input to ensure that the Project incorporates successful placemaking goals and concepts.

Real estate development in The District Detroit since 2015 has created thousands of construction and construction-related jobs and more than 3,000 permanent jobs. These 10 Projects would continue to grow the City’s economy and density while creating opportunities for the people and businesses that call Detroit home. This development would deliver approximately 695 residential units which are being planned to offer mixed-income living environments and include 20 percent of the units earmarked as affordable at 50 percent AMI. These 695 units are anticipated to be home to 1,228 people, 368 of which are projected to be new residents of Detroit and 196 are expected to be new residents of the State of Michigan. In addition, the new office, hotel and commercial spaces are expected to be filled with some 6,300 new employees.

Given recent businesses and residential expansion and Developer’s track records, this development is expected to attract new out-of-state businesses to Detroit, catalyze new local jobs, generate significant commercial activity, grow the City’s population, and provide housing options for residents at different income levels with anticipated “ripple” effects.

With the approval of this TBP, these 10 Projects would deliver the adaptive reuse of four historically-significant properties, hundreds of units of market-rate housing and more than 1.2 Million square feet of office and retail development.

These Projects, together, would have a significant positive impact on the City’s economy, tax base and population growth—benefiting not only Detroit but the entire State of Michigan by adding new tax revenue to the State, City of Detroit and Wayne County.

This development would act as a catalyst for even more revitalization of the community. The Projects within this TBP would greatly increase the density of the area, create additional support for, and demand for services from, existing surrounding businesses, foster demand for additional businesses and economic opportunity, and provide additional sports, entertainment, shopping and dining destinations and opportunities.

Much-needed new office, residential and retail spaces would add to this dynamic community as well as create new jobs and generate immense opportunities for people that live and work here. The ambitious scope of the Project — redeveloping a large area with a mix of entertainment, commercial and residential developments will lead the way for even more future investment and job opportunities for Detroiters.

4.3 The amount of local community and financial support for the Project

Developer is seeking support for the Projects under this TBP through local tax abatements under PA 210, and Neighborhood Enterprise Zone (“NEZ”) funds. These tax abatements are necessary to the economic viability of each proposed Project.

Developer expects that the following abatements will take place on the following dates:

Project Name	Total Property Tax Abatement Savings	Abatement Type	Certificate Approval Anticipated Date
2200 Woodward - Office	\$34,744,741	PA 210	August, 2023
2250 Woodward - Residential	\$18,961,807	NEZ-N, PA 210, PILOT	November, 2024
2211 Woodward - Fox Hotel	\$4,405,948	PA 210	May, 2026
2300 Woodward -Mixed Use	\$7,511,952	PA 210	May, 2025
2305 Woodward/2300 Cass - Flexible Office	\$25,450,139	PA 210	November, 2026
2455 Woodward - Little Caesars Arena Hotel	\$14,159,482	PA 210	May, 2024
408 Temple American - Residential	\$,9397,557	NEZ-R, PA 210, PILOT	November, 2024
2205 Cass - DCI Residential	\$11,108,922	NEZ-N, PA 210, PILOT	May, 2024
2115 Cass DCI - Business Incubator	\$4,245,935	PA 210	May, 2025

Project Name	Total Property Tax Abatement Savings	Abatement Type	Certificate Approval Anticipated Date
2210 Park Detroit Life - Residential	\$3,324,338	NEZ-R, PA 210	May, 2024
Total	\$133,310,820		

All of the districts are expected to be designated in the Second Quarter of 2023.

The local portion of the total abatement savings of \$133,310,820 and \$47,000,000 in local property TIR will be the local contribution to the Project.

As noted above, Developer is also pursuing financing with the Downtown Detroit Authority to support infrastructure expenses and Developer anticipates securing federal Historic Tax Credits (“HTC”) with respect to 2211 Woodward Avenue, 408 Temple Street, and 2210 Park Avenue, as well as federal 4% Low Income Housing Tax Credits (“LIHTC”) with respect to 2250 Woodward Avenue, 408 Temple Street and 2205 Cass Avenue and both taxable and tax-exempt pass-through bond financing from Michigan State Housing Development Authority (MSHDA).

4.4 The extent of reuse of vacant buildings and reuse of historic resources and the redevelopment of blighted property.

This TBP includes the reuse of vacant buildings and historic resources. The following Project sites currently include buildings:

- 2211 Woodward Avenue – the office building is part of the historical resource and only the office building and associated retail (and not the theatre) is planned to be adapted to reuse as a hotel;
- 408 Temple Street - a vacant historical resource that is planned to be converted from defunct hotel to residential use; and
- 2210 Park Avenue - a vacant historical resource that is planned to be adapted to reuse from office space to residential and ground floor retail.

4.5 Creation of jobs

The Projects included in this TBP are anticipated to create or support a total of 12,590 direct local construction jobs and 7,390 indirect and induced jobs surrounding construction, along with 5,700 new direct ongoing jobs and 7,950 indirect and induced jobs following construction, which greatly expands the economic opportunities available in the area while providing long term growth to the City’s tax base.

Project	New Direct Ongoing Jobs FTE	Types of Jobs Expected	Direct Construction Jobs	Total Anticipated Construction Wages
2200 Woodward - Office	2000	Retail and various office including executives and clerical, financial and technology based	2,470	\$171,769,157

Project	New Direct Ongoing Jobs FTE	Types of Jobs Expected	Direct Construction Jobs	Total Anticipated Construction Wages
2250 Woodward - Residential	240	Retail; Apartment management, maintenance and housekeeping	2,040	\$141,866,024
2211 Woodward - Fox Hotel	220	Retail and hotel management and service employees; restaurant employees	940	\$65,369,639
2300 Woodward - Mixed Use	610	Retail and various office including executives and clerical, financial and technology based	630	\$43,811,566
2305 Woodward/ 2300 Cass -Flexible Office	1790	Retail and various office including executives and clerical, financial and technology based	2,180	\$151,601,928
2455 Woodward - Little Caesars Arena Hotel	420	Retail and hotel management and service employees; restaurant employees	1,480	\$102,922,410
408 Temple American - Residential	50	Apartment management, maintenance and housekeeping	660	\$45,897,831
2205 Cass - DCI Residential	80	Apartment management, maintenance and housekeeping	1,410	\$98,054,458
2115 Cass DCI - Business Incubator	350	Various entrepreneurial businesses and support.	420	\$29,207,711
2210 Park Detroit Life - Residential	30	Apartment management, maintenance and housekeeping	220	\$15,299,277
Total	5,790		12,450	\$865,800,000

The attached [Table 6](#), “**Job Creation Data**,” summarized in part above, provides anticipated job creation details.

Following construction, direct employment is anticipated to include 4,250 office jobs, 1,110 retail jobs, 30 property management jobs, and 390 hotel jobs. Using IMPLAN’s input-output model, an estimate by HRA Advisors (“HR&A”) of total yearly income for these direct positions are \$484.8 Million for office jobs, \$35.6 Million for retail jobs, \$1.8 Million for property management positions, and \$26.1 Million for hotel jobs (total value of employee compensation with wages and benefits included). The overall average hourly wage for all permanent full time equivalent jobs is \$45.53/hour.

Indirect and induced jobs are anticipated to include 7,280 office jobs, 430 retail jobs, 20 property management jobs, and 260 hotel jobs. Using IMPLAN’s input-output model, HRA’s estimate of total yearly income for these indirect and induced positions are \$453 Million for office jobs, \$32.5 Million for retail jobs, \$1.7 Million for property management positions, and \$16.5 Million for hotel jobs (total value of employee compensation with wages and benefits included).

In summary, based on HRA’s analysis, estimated total yearly income for these indirect and induced positions are \$937.8 Million for office jobs, \$68.1 Million for retail jobs, \$3.5 Million for property management positions and \$42.6 Million for hotel jobs (total value of employee compensation with wages and benefits included).

4.6 The level of private sector and other contributions, including, but not limited to, federal funds and federal tax credits

Michigan’s TBP guidelines require a developer to contribute at least 20% equity to a transformational brownfield. Developer expects to contribute, \$654,769,000 in equity to this Project portfolio, well in excess of what is required for a TBP. Developer also anticipates utilizing federal Historic Tax Credits to support the redevelopment of 2211 Woodward Avenue, 2210 Park Avenue, and 408 Temple Street Projects and 4% LIHTC on 2250 Woodward Avenue, 408 Temple Street, 2205 Cass Avenue. Historic Tax Credit awards are anticipated on the following dates:

Project	Anticipated Historic Tax Credits
2211 Woodward Avenue	May, 2026
2210 Park Avenue	May, 2024
408 Temple Street	May, 2027

4.7 Whether the Project is financially and economically sound

Reimbursement of Eligible Activities is anticipated to result in financial and economic soundness of the Projects included in this TBP. The requested reimbursements are expected to result in closing the financial gap between construction costs and current attainable market rents within the City, which in turn will result in Project viability. In addition to providing 43% of Project capital sources in the form of new developer equity contributions to the Projects, the Developer intends to finance the Projects through a combination of bank financing, Low-Income Housing Tax Credits (LIHTC), Historic Tax Credits (HTC), affordable housing and infrastructure funding from the DDA, local tax abatements and both taxable and tax-exempt pass-through bond financing from Michigan State Housing Development Authority (MSHDA). Following approval and completion of financing, Developer is prepared to commence the Projects as identified in this TBP.

Detroit has typically lagged in its ability to attract demand from outside of the market. To achieve such new demand, the office product offered must meet the highest standards. The cost of doing so will be higher, but drawing additional tenants will result in higher rents than have typically been achieved in this market.

As noted above, the members of the Developer have substantial development history supporting Developer's ability to complete the Project. Related Companies is one of the largest private owners and preservationists of affordable housing in the U.S. and a fully integrated, highly diversified industry leader with experience in virtually every aspect of development, acquisition, management, finance, marketing, and sales. ODM is one of the Ilitch companies, which include leading brands in the food, sports and entertainment industries, including Little Caesars, Blue Line Distribution, the Detroit Red Wings, Ilitch Sports & Entertainment, the Detroit Tigers, Little Caesars Pizza Kit Fundraising Program and Champion Foods.

Related has a 50-year track record of developing \$60 Billion in projects owned or under development. ODM and its affiliates have over \$1 Billion in projects owned or under development including: Little Caesars Arena; Comerica Park; the historic Fox Theatre; Little Caesars Global Resource Center; 2715 Woodward Avenue; the Google Detroit offices; the Mercedes-Benz Farmington Hills offices; the historic Eddystone Residences; the historic Women's City Club; the historic Henry Street Apartments and ancillary retail and parking.

This Project is the best opportunity for the State of Michigan to maximize the return on its investment of \$100 Million in the University of Michigan Center for Innovation in Detroit, matching a \$100 Million philanthropic donation by Stephen M. Ross, and the gift of land from the Ilitch family, all to facilitate a world-class pipeline of talent. For too long, Michigan's universities have been some of its greatest exporters when it comes to talent. The Projects proposed in this TBP, in their proximity to the coming University of Michigan Center for Innovation in Detroit will provide not only an unprecedented intersection for talent and opportunity, but will also provide an intersection of the world's leading public research university with Detroit's manufacturing and entrepreneurial muscle, attracting the kinds of employers and companies that currently draw our students away. These Projects are about harvesting the talent and expatriate-employer fruit that will be borne by the DCI.

4.8 Whether the Project increases the density of the area

The Projects proposed in this TBP are intended to increase the density of the area. The proposed Projects under this TBP contemplate adding approximately 2,841,724 GSF of new and rehabilitated buildings. This includes 1,253,397 GSF of office space, 146,477 GSF of retail space and 735,372 GSF of residential space (695 new residential units with 20 percent of units being reserved as affordable at 50% of Area Median Income). As noted above, the residential units are anticipated to house some 1,228 new residents in The District Detroit and the office and other commercial developments are anticipated to bring another 6,300 employees. Combined, this Project will increase the population density of The District Detroit and surrounding area.

All of the Projects contemplated in this TBP are proposed to be constructed on vacant or underutilized Brownfield sites shifting them to an intensive high-density use. The resulting developments are expected to activate The District Detroit at times other than those relating to arena and ballpark events, extend the duration of activity around these events, and significantly increase the overall population and business density of the area.

4.9 Whether the Project promotes mixed-use development and walkable communities

The development of dozens of contiguous parcels throughout more than 13 acres of this area creates an opportunity to connect Detroit's thriving Central Business District with the rapidly growing Midtown

neighborhood and beyond. As noted previously, the construction of various Projects along Woodward Avenue will strengthen and extend its walkable components. The connection between the DCI Project and the apartments to be developed at the former American Hotel at 408 Temple will further invigorate the walkability along Cass Avenue. Expanding the business and population density between Woodward and Cass Avenues will provide a mechanism to connect Woodward to the DCI Project via a revitalized Columbia Street Corridor.

These Projects are enhancing these areas by renovating blocks and blocks of previously unused or underutilized properties into a walkable community, which is an essential part of rebuilding Detroit's population and economy. The Project includes a publicly accessible plaza at the Project's East end of Columbia Street and a publicly available green space for community events and collaboration as part of the DCI Block at its west end of Columbia Street. These improvements lay the foundation for a human-scaled, walkable connection between these two, which is anticipated to naturally occur as students and faculty take advantage of The District Detroit's retail and entertainment elements.

The combined development of new housing, retail, commercial developments and community spaces is part of a sweeping, long-range vision of the creation of a larger commercial and business district connecting downtown Detroit and the Midtown education community; a high-tech innovation and invention corridor along W. Grand River Avenue and connecting the Ford Mobility project and the DTE Block to downtown Detroit and between those, significantly greater residential density. This has been the outcome of similar projects discussed in Section 4.1.

The positive impact of developing The District Detroit with new and rehabilitated mixed-use buildings containing office, residential, hotel and retail space has already created thousands of permanent jobs for Detroiters. Developer is committed to continuing that success.

This TBP focuses on Projects surrounding Little Caesars Arena, Comerica Park, and The Fox Theatre expanding Detroit's current entertainment and business district to the west between Cass and Woodward Avenues and to the north. This will help to create or expand the 24/7 live, work, play area from the central downtown business district. The planned Projects include pedestrian friendly mixed-use elements ranging from entertainment, residential, education, innovation, entrepreneurship, opportunities, dining and shopping areas, as well as high tech and office space.

4.10 Whether the Project converts abandoned public buildings to private use

Not applicable.

4.11 Whether the Project promotes sustainable development

Developer's track record reflects its commitment to environmentally sustainable development practices that are economically sound and feasible.

Little Caesars Arena, developed by ODM is LEED Silver certified. LEED certification shows a building project's "leadership in energy and environment design." The certification process helps businesses reduce their carbon footprint. Certification involves a rigorous process of assessment by professionals at the USGBC institute. Upon certification, building projects are granted a rating, which their owners can use to demonstrate the verified sustainability of their property. LEED certification reflects distinction for achieving certain prerequisites to meet program requirements, such as CO2 emissions reduction, promoting environmental sustainability, energy efficiency, indoor air quality, indoor environmental quality, energy performance, and materials sustainability. LEED focuses on factors including building design and construction, interior design and construction, operations and maintenance.

Since developing one of the nation's first green residential high-rises in 2004 (LEED Gold), Related has committed to developing exclusively sustainable projects across a diverse array of asset classes including hotel, luxury and big box retail, market rate, labor force and affordable housing, and mixed uses. In 2009, Related was among the first developers to commit that every building it develops in the United States will be certified LEED Silver or higher. Related's deep commitment to sustainable design, extensive experience in green building and reputation for innovation has made it a go-to resource for green policy impact initiatives in multiple markets, including sustainable city development initiatives through Stephen Ross' work with the World Resource Institute and the New York City Green Codes Task Force among others.

Related has had previous success with initiatives including low carbon operations through: reduced EUI design and solar PV production coupled with energy storage; low-carbon transportation support including EV charging, cycling and vehicle share infrastructure; enhanced public open space through thoughtful, vegetated plaza design; circular economy support including building lifecycle assessments and low-carbon concrete specifications; and enhanced indoor environments with increased fresh air delivery, high efficiency filtration, and IAQ monitoring.

For this transformative development, Developer has assembled a team of best in class designers and planners led by globally acclaimed architect KPF, the lead master planner and architect for the 2200 Woodward office building. As the development team grows, The District Detroit Project will reflect Related's mission to develop visionary solutions for sustainability, resilience, mobility, health and wellness. Developer plans to investigate a wide array of systems and technologies to realize its targets and intends to implement those strategies that are determined to be technically and economically feasible.

- All buildings will meet LEED Gold or Silver certification standards and will pursue certification.
- Projects will support low-carbon transportation options and associated air quality improvements by electrifying parking spaces and providing car-sharing, bicycling, and mass transit support infrastructure for both local busses and the QLine.
- All Projects will pursue reduction in greenhouse gas (GHG) emissions by designing to exceed energy code requirements by a minimum of 5% and evaluating renewable energy and energy storage systems and Developer will pursue participation in DTE's MIGreen Power program
- Projects will pursue improved waste diversion through a construction waste management program.
- Construction material selections will be procured to favor lower-embodied carbon and lower-emitting alternatives.
- Building ventilation and filtration systems will follow enhanced, best-practice guidelines such as LEED, WELL and ASHRAE.

Developer is planning a building design that will support EV chargers at 20% of the parking spaces at 2200 and 2250 Woodward Avenue garage. Current plans are that 5% of the parking spaces built out at the 2200 Woodward side of the garage will receive EV chargers on day one. This equates to 15 EV chargers. Future plans anticipate including additional chargers throughout the garage.

Stormwater management will meet the requirements of the City of Detroit's Stormwater Management Ordinance. To the extent possible, projects will also use increased green space and other measures to mitigate stormwater by using it onsite for landscape and aesthetic features.

4.12 Whether the Project involves the rehabilitation of a historic resource

Three Projects include structures that are historic in nature. Two of them are designated as historic resources located in, and contributing to, two historic districts. The third structure is individually designated as a national historic landmark. These structures include:

- **2211 Woodward Avenue** - The Fox Hotel Project is a planned renovation of the office tower portion of the Fox Theatre Building to a hotel with 177 hotel rooms. On June 29, 1989, the Fox Theatre was designated a National Historic Landmark. The imposing ten-story structure was designed by C. Howard Crane and was built in 1928 as part of the theater empire of film mogul William Fox. The building is located to the north of W. Columbia Street, west of Woodward Avenue, south of Montcalm Street and east of Park Avenue. The 10-story office building features a façade with Asian motifs which is illuminated at night. The front and sides of the office tower are faced with a cream-colored terra cotta. There are decorative lintels above the windows on the second and tenth floor. The building wraps around the Fox Theatre lobby creating a u-shaped floor plan. The auditorium and rear of the office tower are faced with brick. The current marquee was installed during the 1987 restoration but is based on the original which itself was replaced in the 1950s. Many of the building's features remained when the 1987 restoration began, with the exception of the seventh floor which was altered in the 1970s to accommodate a Social Security Administration office. 94 years after its original construction, the building is anticipated to be converted to a hotel use.
- **408 Temple Street** - Formerly known as the Fort Wayne Hotel/American Hotel, 408 Temple Street and its appurtenant parcels, includes an eleven-story brown brick and terra cotta building designed by Ellington and Weston for use as a lodge headquarters for the Knights of Pythias. It is included in the national and local Cass Park Historical District. It has been listed in the National Register of Historic Places since 2005 and was designated as a City of Detroit Historic District in 2016. 98 years after its original construction, the building is anticipated to be rehabilitated and returned to use as a mixed-use residential building with affordable and market rate units and first floor retail.
- **2210 Park Avenue** - Commonly known as the Detroit Life Building, 2210 Park Avenue is a ten-story neoclassical style building designed by architects Arnold & Scheve. Opening in 1922, the building façade and cornice work comprised of simply detailed limestone and granite pier bases. The building originally served as a social hall for returning war veterans that were assimilating back into society. It provided a basement level bowling alley and lounge with upper an level ball room with a stage, dance hall, movie room and large meeting space. It has been a part of the local and national Park Avenue Historic District since 1997 and is proposed to be transformed into renovated multi-family apartments, with ground-floor retail space at Park Avenue and Columbia Street, which brings the revival of a beautiful office building adjacent to the Fox Theatre area, which is anticipated to see even more foot traffic to its restaurants and shops.

4.13 Whether the Project addresses area-wide redevelopment

This development will have a transformational economic impact on the community adding to the momentum already underway in downtown Detroit and having a lasting impact for years to come. The ambitious scope of the TBP — redeveloping a large area with a mix of entertainment, educational, commercial and residential amenities — is leading the way for even more revitalization in Detroit and the State of Michigan.

These Projects will greatly increase the density of the area, create additional support for existing surrounding businesses, create demand for new commerce and economic opportunity and connect the City's rapidly developing Central Business District to the cultural, medical and educational anchors of Midtown. They will create a walkable streetscape along the Woodward Avenue corridor unseen for many years.

In May of 1997, Mayor Archer laid out a vision for downtown redevelopment focusing on Woodward revitalization. Similarly, for roughly 55 years, the City has focused on revitalizing Cass Avenue. The development of the DCI Block at the south end of Cass along with the redevelopment of The American at the north end of Cass will enable the City to pursue additional infill development creating a much broader swath of core density, focusing on education and engagement, employing more City residents and providing more opportunities for economic inclusion and environmental justice than ever before.

This Project addresses the goals of the City of Detroit Master Plan of Policies relating to the City's central business district because it will: (a) increase residential density; (b) convert unused buildings to productive reuse; (c) provide additional retail to the area; (d) help add vitality to Woodward Avenue, Cass Avenue and Columbia Street; (e) position the area for use as corporate headquarters; (f) improve the area's appearance; (g) provide more inviting green and open spaces; and (h) reuse historic buildings in the area.

Likewise, much-needed new, up-to-date, office, residential and retail spaces will add to this dynamic community and will create incredible opportunities for people and businesses that live and work here. This new activity will help trigger ancillary investment and exciting, new commercial activity that will attract new residential interest from throughout the region and State.

Together, these Projects will have a significant positive impact on the City's economy, tax base and population growth—benefiting not only Detroit but the entire State of Michigan with over \$1 Billion in net fiscal benefit.

4.14 Whether the Project addresses underserved markets of commerce

The area surrounding The District Detroit is a historically underserved market of commerce, and these Projects will expand the available commercial choices. Furthermore, the planned large-scale office and retail opportunities are expected to draw a critical mass of economic activity. Before development of the Little Caesars Arena, The District Detroit's activity was largely centered on evenings and weekends. The LCA complemented this, and ODM purposefully helped to create daytime economic activity through development of the Wayne State business school, Google offices, and offices at 2715 Woodward. Adding the daytime/office uses proposed in this TBP will continue to bridge the gap in daytime office use between Grand Circus and Campus Martius.

In addition to the traditional business development proposed as part of this TBP, the inclusion and support for the DCI will absolutely address underserved markets. By working with Wayne State and the community at large, the DCI will reach out to urban entrepreneurs and others seeking to make a difference in the City of Detroit in new and different ways. It will provide opportunities to Detroit residents to create their own paths, and develop their own businesses, which will create an upward spiral of community development.

4.15 The level and extent of environmental contamination

The 2200 Woodward Avenue, 2250 Woodward Avenue, 2300 Woodward Avenue, alternative locations for the flexible office tower (2305 Woodward Avenue or 2300 Cass Avenue); 2205 Cass Avenue; 2115 Cass Avenue and adjoining real estate; and the proposed Little Caesars Arena Hotel site are all Eligible

Properties under Act 381 because of “facility” status. The source of contamination can be generally be categorized as a mix of urban fill and releases relating to historic land use and operations. Gasoline filling stations, automotive repair shops, dry cleaning businesses and varied industrial, commercial and residential activities are all sources of known on-site contamination. Additionally, as uses changed, many of the buildings were demolished and debris pushed back into the open excavation, leaving the area with historic urban fill that is contaminated, full of debris and often unsuitable for new construction. The extent of impact includes organic and inorganic contaminants exceeding Part 201 generic residential cleanup criteria and screening levels for vapor intrusion. Please refer to the attached [Table 4](#) for site specific details regarding facility status.

Based on the information compiled during previous subsurface environmental explorations, the near-surface or urban fill soil at the Project sites extend to depths of up to 12 feet or more. The urban fill is comprised of sandy and clayey soil mixed with rubble materials and demolition debris (i.e. chunks of concrete and brick, broken glass, scrap metal, etc.). The fill material is non-homogeneous in nature with no documentation regarding the source or origin of the materials. Laboratory analysis of the fill material confirmed the presence of contaminants primarily comprising of heavy metals, heavier hydrocarbons (PNAs or PAHs) and occasional lighter hydrocarbons or volatile organic compounds exceeding Part 201 generic residential cleanup criteria and in some cases the vapor intrusion screening levels. A majority of the fill soil can be disposed of as non-hazardous waste in a licensed Type II or Sanitary Landfill.

4.16 If the rehabilitation of the historic resource will meet the federal Secretary of the Interior's standards for rehabilitation and guidelines for rehabilitating historic buildings (36 CFR 67)

Developer intends to meet the federal Secretary of the Interior’s standards for rehabilitation and guidelines for rehabilitating historic building facades on the three historic resources.

4.17 Whether the Project will compete with or affect existing Michigan businesses within the same industry

This TBP is not anticipated to compete with or adversely affect existing Michigan businesses. To the contrary, this TBP is intended to encourage economic growth, create new jobs and attract new businesses and residents to the City. The success of this TBP will be a success for the City and the State.

4.18 Any other additional criteria approved by the board that are specific to each individual Project and are consistent with the findings and intent of this chapter

None

5.0 SCOPE OF WORK AND COSTS

5.1 EGLE Eligible Activities

5.1.1 Department Specific Activities

Developer anticipates maximizing TIR and TR reimbursements during construction and rehabilitation activities and as such will not separate and itemize EGLE Eligible Activities under this TBP.

5.1.2 Interest

Developer is not seeking interest.

5.1.3 Combined Transformational Brownfield Plan Preparation

Developer is not seeking reimbursement for the costs of development and preparation of this TBP.

5.1.4 Combined Transformational Brownfield Plan Implementation

Developer is not seeking reimbursement for the costs of implementation of this TBP.

5.2 MSF Eligible Activities

5.2.1 New Construction of Buildings

Costs associated with vertical construction of buildings including required private utility relocation, upgrades and replacement, anticipated building heights, approximate square footage, anticipated use and number of buildings for the 2200 Woodward Avenue, 2250 Woodward Avenue, 2300 Woodward Avenue, 2305 Woodward Ave/2300 Cass, 2205 Cass and 2115 Cass Projects, are provided in the attached [Table 7](#).

5.2.2 Restoration, Alteration, Renovation, or Improvement of Buildings

Costs associated with restoration, alteration, renovation and or improvement activities (including required private utility relocation, upgrades and replacement) for the renovations at 2210 Park Avenue, 408 Temple Street, 2115 Cass, and 2211 Woodward Avenue, are provided in the attached [Table 8](#).

5.2.3 Demolition

Developer will be conducting some demolition of existing buildings³⁴ as part of its renovation of 408 Temple Street, 2115 Cass Avenue, 2211 Woodward Avenue and whichever of 2305 Woodward Avenue or 2300 Cass Avenue is chosen for the flexible site, but these costs are not separated or itemized under this TBP but are included as part of the total renovation and construction costs.

- Work on 408 Temple Street will largely be internal demolition to prepare it for its future use and to bring it into compliance with current codes and standards. There may be some minor external demolition as part of façade repairs.
- Work on 2115 Cass will include internal demolition to prepare it for its planned use and to bring it into compliance with current codes and standards. There will be some external demolition of a brick party wall of the former Moose Lodge building that lacks architectural ornamentation.
- Work on 2211 Woodward Avenue will largely be internal demolition to prepare it for its future use and to bring it into compliance with current codes and standards. This internal demolition will not impact the theatre and may take place in the basement, office space and retail spaces. There may be some minor external demolition to make façade repairs.
- Work on either 2305 Woodward Avenue or 2300 Cass will include both internal and external demolition as the on-site building will be completely demolished.

5.2.4 Lead Abatement

Developer will be conducting some lead abatement as part of its renovation of 408 Temple Street, 2110 Park Avenue, 2115 Cass, and 2211 Woodward, but these costs are not separated or itemized under this TBP but are included as part of the total renovation and construction costs.

³⁴ There will also be demolition of parking lots as described in this Plan.

5.2.5 Asbestos Abatement

Developer will be conducting some asbestos abatement as part of its renovation of 408 Temple Street, 2115 Cass, 2110 Park Avenue, and 2211 Woodward, but these costs are not separated or itemized under this TBP but are included as part of the total renovation and construction costs.

5.2.6 Mold Abatement

Developer will be conducting some mold abatement as part of its renovation of 408 Temple Street, 2110 Park Avenue, and 2115 Cass, but these costs are not separated or itemized under this TBP but are included as part of the total renovation and construction costs.

5.2.7 Infrastructure Improvements

This Project will include infrastructure improvements relating to:

- Road improvements including resurfacing and replacement of roads
- Work adjoining roadways including: removal of obsolete below public grade utilities, planting of trees at regular intervals, placement of street furniture, landscaping of beds, placement of sidewalks where appropriate
- Construction of the parking garage under 2200 Woodward Avenue and 2250 Woodward Avenue
- Relocation/replacement of portions of existing Detroit Water & Sewerage Department (DWSD) Water Mains that service the area as part of the looped/redundant distribution water main network; manhole construction; provision of new fire suppression systems in some locations; remove and replace water lines in some locations
- Upgrade existing DWSD Combined Sewer by providing cured-in-place pipe (CIPP) lining of downstream of certain combined sewers near Woodward; in some instances, extend new sanitary sewer lines
- Stormwater drainage
- Traffic signal and street lighting improvements.

Following completion of these upgrades, these portions of The District Detroit will be serviced by newer, more up-to-date infrastructure than any other portion of the City.

All of the infrastructure work conducted in public rights-of-way, the parking garage under the buildings at 2200 and 2250 Woodward Avenue, the plaza between those buildings and the green space at the DCI Block are anticipated to be paid for with sources other than funds captured through this TBP and, therefore, reimbursement for those expenses (which would otherwise be Eligible Activities) is not sought in this TBP. Any costs reimbursed through other third-party grants or similar sources will not be reimbursed through this TBP.

5.2.8 Site Preparation/Site Improvements

At this time, Developer anticipates maximizing TIR and TR reimbursements during construction and rehabilitation activities and as such is not seeking reimbursements for Site Preparation and Site Improvements as a separate line item under this TBP.

5.2.9 Assistance to a Land Bank Fast Track Authority

Not applicable.

5.2.10 Relocation of Public Buildings or Operations

Not applicable.

5.2.11 Combined Transformational Brownfield Plan Preparation

As identified in **Section 5.1.3**, reimbursements for the reasonable cost of developing and preparing this TBP are not being sought.

5.2.12 Combined Transformational Brownfield Plan Implementation

As identified in **Section 5.1.4**, reimbursements for the reasonable cost of implementation of this TBP are not being sought.

5.3 Local Only Eligible Activities

At this time, Developer does not intend to use local-only taxes for any activity other than construction.

6.0 TAX INCREMENT REVENUE ANALYSIS - Estimate of Captured Taxable Value and Tax Increment Revenues (Section 13(2)(c)); Beginning Date of Capture of Tax Increment Revenues (Section (13)(2)(f); Impact of Tax Increment Financing on Taxing Jurisdictions (Section 13(2)(g))

6.1 Captured Taxable Value and Tax Increment Revenue Estimates

This TBP anticipates the capture of tax increment revenues to reimburse the Developer for the costs of eligible activities under this TBP in accordance with the Reimbursement Agreement. The plan projects to capture taxable value of \$242,501,211 over the term of this TBP and reimbursements totaling \$214,408,643. Please refer to the attached [Tables 5a – 5k](#) and Section 2.3 for this information.

6.2 Combined Plan Financing Method

Developer intends to finance Projects through a combination of private debt, private capital and TBP financing including construction period sale and use tax exemptions, construction period TR, withholding TR and income TR.

6.3 Note or Bond Indebtedness

At this time, Developer has yet to determine if it anticipates pursuing note or bond indebtedness for Eligible Activities under this TBP. Developer will continue to review methods of monetization for TIR and TR and pursue options with the most reasonable financing terms. DBRA will not be asked to issue note or bonded indebtedness for any Project under the Plan.

6.4 Capture of Tax Increment Revenues

Subject to §13b(16) of Act 381, the beginning date and duration of the capture of TIR for each Project shall be in accordance with the TIF tables attached as [Tables 5a - 5k](#). The indicated beginning date shall not begin later than five years following the date of the MSF resolution including the Eligible Properties in the TBP and may not be amended once TIR capture has started. Any TIR captured from an Eligible Property before the beginning date of TIR capture for that Eligible Property shall revert proportionately to the respective tax bodies. If an authority amends the beginning date for TIR capture that includes the TIR capture for school operating purposes, then the authority shall notify the department or the MSF, as applicable, within 30 days after amending the beginning date. The planned beginning date for capture shall be as follows:

Project	Property Tax Abatement Start Year	Property Tax TIF Capture Start Year	Income/Withholding Start Year
2200 Woodward - Office	2024	2025	2026
2250 Woodward - Residential	2025	2026	2027
2211 Woodward - Fox Hotel	2027	2028	2029
2300 Woodward -Mixed Use	2026	2026	2027
2305 Woodward/2300 Cass -Flexible Office	2027	2028	2028
2455 Woodward - Little Caesars Arena Hotel	2025	2026	2027
408 Temple American - Residential	2026	2028	2029
2205 Cass - DCI Residential	2024	2026	2027
2115 Cass - DCI Business Incubator	2026	2026	2027
2210 Park Detroit Life - Residential	2024	2025	2026

6.5 Future Tax Revenues

This TBP captures all TIR within the meaning of §2(ss) of Act 381. Pursuant to the agreement between the DDA and the Wayne County Board of Commissioners (the “**County**”) dated July 17, 1978, as amended by the First Amendment to the Agreement between the County and the DDA, dated December 17, 2013, the DDA does not capture three of the taxes currently imposed by the County (approximately 0.9873 mill operating millage, approximately 0.9358 mill jail millage, and approximately 0.2453 mill parks millage). Pursuant to §13(2)(c) of Act 381, these millages are and will be included as TIR captured by this TBP.

The table shown in Section 2.3, “**Estimated Tax Capture Revenue,**” provides the estimated impact of the capture TIR on the taxing jurisdiction within the DBRA as well as the use of the TIR. The attached [Table 9](#), “**Estimate of Property Taxes Generated But Not Captured,**” provides an estimate of property taxes generated by the Project that are not captured for reimbursement to the Developer. Instead, these funds will be used to pay down bond debt and school debt as well as certain other expenses

7.0 Relocation

Developer's teams have strong track records on developing affordable housing as well as inexpensive, inclusive and accessible open public spaces, so nearby neighbors cannot only afford to remain, but also want to remain to be part of a thriving diverse community. Over the last 50 years, Related has established itself as the nation's largest affordable housing developer, with a portfolio of over 60,000 units. Related has never converted a single affordable unit to market rate. ODM has more recently undertaken substantial affordable residential development on its own, and partnered with community-based developers in Detroit to bring more affordable housing units online in the vicinity of the proposed Projects.

As it relates to this TBP, Developer has publicly committed to a purpose-driven development around five core values (the 5Es): economic inclusion, equity, education, employment and environmental justice. Not only will those values drive the proposed development, they will be further activated and achieved by substantial resources being committed to them as part of a Community Benefit Ordinance process complimenting the Transformational Brownfield Plan process. The essence and focus of the 5Es is to create significant and dynamic community building and input and thereby work against indirect displacement.

As for the potential for indirect displacement, the Project incorporates a significant amount of deeply affordable residential development intended to draw residents of all income levels into the area.

7.1 Current Residents and Displacement

At the time of this TBP submission, there are no people residing in the Project areas included in this TBP and it is not anticipated to result in any "Displaced Person" as defined by Act 227 of 1972, as amended.

7.2 Displaced Persons Relocation Plan

As noted in **Section 7.1**, there are no people residing in the Project areas included in this TBP. Therefore, this TBP does not include a Displaced Person Relocation Plan.

7.3 Relocation Costs Provisions

As noted in **Section 7.1 and 7.2**, this TBP does not include displacement of any people residing in the areas included in this TBP nor a Displaced Person Relocation Plan. Therefore, no provisions for relocation costs are included in this TBP.

7.4 Compliance with Michigan's Relocation Assistance Law

As noted in **Section 7.1, 7.2 and 7.3**, this TBP is not anticipated to result in any displaced people. While there are some business tenants in 2211 Woodward and 2305 Woodward, those are ODM affiliates and ODM has made plans and is committed to relocating those affiliates. Given that there will no such displaced persons, Act 381 Section 13(2)(k), (l) does not apply to this TBP.

8.0 Revolving/Funds

By agreement, this TBP directs no funds to Local Brownfield Revolving Fund (LBRF) established by the DBRA. This TBP projects tax increment revenue authorized for capture and payment to the DBRA for administrative expenses estimated at \$9,176,580.

The DBRA shall pay to the Department of Treasury at least once annually an amount equal to 3 mills of the taxes levied under the state education tax, 1993 PA 331, MCL 211.901 to 211.906, that are captured

under this TBP for up to the first twenty-five (25) years of the duration of capture of tax increment revenues for each eligible property included in this TBP. If the DBRA pays an amount equal to 3 mills of the taxes levied under the state education tax, 1993 PA 331, MCL 211.901 to 211.906, on a parcel of eligible property to the Department of Treasury under Section 13b(14) of Act 381, the percentage of local taxes levied on that parcel and used to reimburse eligible activities for the Project under this TBP shall not exceed the percentage of local taxes levied on that parcel that would have been used to reimburse eligible activities for the Project under this TBP if the 3 mills of the taxes levied under the state education tax, 1993 PA 331, MCL 211.901 to 211.906, on that parcel were not paid to the Department of Treasury under Section 13b(14) of Act 381.

9.0 DEVELOPMENT TEAM EXPERIENCE

Developer is a joint venture of Related and ODM. Related Companies is a global real estate and lifestyle company defined by innovation and is the most prominent privately-owned real estate firm in the United States. Formed 50 years ago, Related is one of the largest private owners and preservationists of affordable housing in the U.S. and a fully integrated, highly diversified industry leader with experience in virtually every aspect of development, acquisition, management, finance, marketing, and sales. Headquartered in New York City, Related has offices and major developments in Boston, Chicago, Los Angeles, San Francisco, West Palm Beach, Miami, Washington, D.C., Abu Dhabi and London, and boasts a team of approximately 4,000 professionals. Related has over \$60 Billion in assets owned or under development including the 28-acre Hudson Yards neighborhood on Manhattan's West Side, The Square in Downtown West Palm Beach, The Grand LA and Related Santa Clara in California and The 78 in Chicago.

ODM is the development arm of Ilitch Holdings, Inc., which controls leading brands in the food, sports and entertainment industries, including Little Caesars, Blue Line Distribution, the Detroit Red Wings, Ilitch Sports & Entertainment, the Detroit Tigers, Little Caesars Pizza Kit Fundraising Program and Champion Foods. The companies collectively employ 23,000 full-time and part-time employees worldwide. ODM also manages the real estate assets of Ilitch Holdings Inc., including the historic Fox Theatre.

ODM is led by Keith Bradford, President, Rian English-Barnhill, Vice President of Government and Community Affairs, Mike Harris, Vice President of Parking, Mike Hartnett, Vice President of Security, Zarah Karepetyan Broglin, Vice President of Construction, Randy Lippe, Senior Executive, Leo Mendez, Vice President of Planning and Design, Stefan Stration, Vice President of Development, and John Valentine, Vice President and General Counsel, all of whom report to Keith Bradford on development matters. Mr. Bradford oversees a team of experienced real estate experts providing a full range of services, with in-house teams for each area of expertise, including Leasing, Acquisition, Finance, Legal, Construction, Architecture, Historic Rehabilitation, Project Management, Parking and Security.

The signature development of ODM is The District Detroit, a diverse mix of sports and entertainment, office, education, residential, and food and beverage destinations, anchored by Little Caesars Arena and Comerica Park. The District Detroit is having a dramatic economic impact on the City, with ODM having completed or nearing completion on \$2 Billion in new investment comprising 2 Million square feet of development, including the Little Caesars Arena (opened September 2017), the Mike Ilitch School of Business (opened August 2018), Eddystone residences (opened in December 2021) and the Little Caesars global headquarters. Developer's affiliates have previously received an MSF award for the Little Caesars Arena project.

10.0 ANTICIPATED COMPLETION DATE TIMELINE

The anticipated completion date timeline for Projects in this TBP are provided in the attached [Table 10](#), Anticipated Completion Date Timeline summarized below.

Project Name	Construction Commencement	Project Completion
2200 Woodward - Office	Third Quarter 2023	Third Quarter 2025
2250 Woodward - Residential	Fourth Quarter 2024	Third Quarter 2026
2211 Woodward - Fox Hotel	Second Quarter 2026	Second Quarter 2028
2300 Woodward -Mixed Use	Second Quarter 2025	Fourth Quarter 2026
2305 Woodward/2300 Cass - Flexible Office	Fourth Quarter 2026	Third Quarter 2028
2455 Woodward - Little Caesars Arena Hotel	Second Quarter 2024	Second Quarter 2026
408 Temple American - Residential	Fourth Quarter 2026	Third Quarter 2028
2205 Cass - DCI Residential	Second Quarter 2024	First Quarter 2026
2115 Cass - DCI Business Incubator	Second Quarter 2025	Third Quarter 2026
2210 Park Detroit Life - Residential	Second Quarter 2024	First Quarter 2025

11.0 ELIGIBLE ACTIVITY TABLE

A summary of Eligible Activities is provided below.

Property Tax and Transformational Brownfield Activities		
MSF Eligible Activities Costs and Schedule		
MSF Eligible Activities	Cost	Completion Season/Year
New Construction Sub-Total		
2200 Woodward – Office	\$170,447,750	Third Quarter 2025
2250 Woodward – Residential	\$69,461,986	Third Quarter 2026

Property Tax and Transformational Brownfield Activities		
MSF Eligible Activities Costs and Schedule		
MSF Eligible Activities	Cost	Completion Season/Year
2300 Woodward – Mixed Use	\$42,473,931	Third Quarter 2026
2305 Woodward Avenue/2300 Cass Avenue - Flexible Office	\$163,169,697	Third Quarter 2028
2455 Woodward Avenue – Little Caesars Arena Hotel	\$42,122,729	Third Quarter 2026
2205 Cass Avenue – DCI Residential	\$47,727,684	Third Quarter 2026
Restoration, Alteration, Renovation, or Improvement of Buildings Sub-Total		
2211 Woodward Avenue - Fox Hotel	\$23,859,377	Third Quarter 2028
408 Temple Street American – Residential	\$22,862,965	Third Quarter 2028
2115 Cass Avenue - DCI Incubator	\$28,359,287	Third Quarter 2026
2210 Park Avenue Detroit Life - Residential	\$5,822,009	Third Quarter 2025
MSF Eligible Activities Total Costs	\$616,307,416	

Each project is individually described below:

MSF Eligible Activities – 2200 Woodward Avenue	Cost	Completion Season/Year
New Construction Sub-Total	\$170,447,750	Third Quarter 2025
MSF Eligible Activities Total Costs	\$170,447,750	

MSF Eligible Activities -2250 Woodward Avenue	Cost	Completion Season/Year
New Construction Sub-Total	\$69,461,986	Third Quarter 2026
MSF Eligible Activities Total Costs	\$69,461,986	

MSF Eligible Activities - 2300 Woodward Avenue	Cost	Completion Season/Year
New Construction Sub-Total	\$42,473,931	Third Quarter 2026
MSF Eligible Activities Total Costs	\$42,473,931	

MSF Eligible Activities – 2305 Woodward Avenue/2300 Cass Avenue	Cost	Completion Season/Year
New Construction Sub-Total	\$163,169,697	Third Quarter 2028
MSF Eligible Activities Total Costs	\$163,169,697	

MSF Eligible Activities -2455 Woodward Avenue	Cost	Completion Season/Year
New Construction Sub-Total	\$42,122,729	Third Quarter 2026
MSF Eligible Activities Total Costs	\$42,122,729	

MSF Eligible Activities - 2205 Cass Avenue	Cost	Completion Season/Year
New Construction Sub-Total	\$47,727,684	Third Quarter 2026
MSF Eligible Activities Total Costs	\$47,727,684	

MSF Eligible Activities – 2211 Woodward Avenue	Cost	Completion Season/Year
Restoration, Alteration, Renovation or Improvements New Construction Sub-Total	\$23,859,377	Third Quarter 2028
MSF Eligible Activities Total Costs	\$23,859,377	

MSF Eligible Activities -408 Temple Street	Cost	Completion Season/Year
Restoration, Alteration, Renovation or Improvements New Construction Sub-Total	\$22,862,965	Third Quarter 2028
MSF Eligible Activities Total Costs	\$22,862,9645	

MSF Eligible Activities - 2115 Cass Avenue	Cost	Completion Season/Year
Restoration, Alteration, Renovation or Improvements New Construction Sub-Total	\$28,359,287	Third Quarter 2026
MSF Eligible Activities Total Costs	\$28,359,287	

MSF Eligible Activities - 2210 Park Avenue	Cost	Completion Season/Year
Restoration, Alteration, Renovation or Improvements New Construction Sub-Total	\$5,822,009	Third Quarter 2025
MSF Eligible Activities Total Costs	\$5,822,009	

12.0 MISCELLANEOUS

The Developer and its affiliates shall comply with all applicable laws, ordinances, executive orders, or other regulations imposed by the City or any other properly constituted governmental authority with respect to the Property and shall use the Property in accordance with this TBP.

The Developer, at its sole cost and expense, shall be solely responsible for and shall fully comply with all applicable federal, state, and local relocation requirements in implementing this TBP.

The Developer represents and warrants that a Phase I Environmental Site Assessment (“ESA”), and if appropriate, a Phase II ESA, baseline environmental assessment, and due care plan, pursuant to Part 201 of Michigan’s Natural Resources and Environmental Protection Act (MCL 324.20101 *et seq.*), have been performed on the Property (“Environmental Documents”). Attached as Attachment R are the Governmental Resolutions approving this TBP. Attachment S is a letter from the City of Detroit Planning and Development Department regarding this TBP.

Developer further represents and warrants that the Projects do not and will not include a City of Detroit Land Bank Authority, Wayne County Land Bank Authority or State of Michigan Land Bank financing component.

Except as otherwise agreed to by the DBRA, any breach of a representation or warranty contained in this TBP shall render the Plan invalid, subject to the Developer’s reasonable opportunity to cure as described in the Reimbursement Agreement.