



BRANCHWAY
DEVELOPMENT

POWHATAN EASTERN CONVENIENCE CENTER –
COMMERCIAL PROPERTY DEVELOPMENT

RFP RESPONSE

4/22/2022

Attn: Bret Schardein, Deputy County Administrator
3834 Old Buckingham Road
Powhatan, VA 23139



Executive Summary

Branchway Development, LC (“Offeror”) is pleased to submit the following response to the Powhatan County Eastern Convenience Center – Commercial Property Development Request for Proposal (“RFP”). Following is a high-level overview of Offeror’s proposed development plan to provide the greatest public benefit Powhatan County.

Offeror Proposes the following:

1. In-kind exchange of the County Parcel fronting Rt 60 (GPIN 6791-02-0020, 19.76 acres) for a portion of the Urbine Family, LLC Vacant Parcel (GPIN 6791-11-2992, approx. 20.35 acres) The Convenience Center will be constructed on the Urbine Vacant Parcel which frees the County Parcel fronting Rt. 60 for future commercial development.
2. Construct Convenience Center, a proposed regional BMP and section of Carter Gallier Boulevard on GPIN 2992. Construct a section of Carter Gallier Boulevard on GPIN 6791-02-0020 (currently owned by Powhatan County). Construct a section of Carter Gallier Boulevard on GPINS 6791-32-1401, 0084, 7018, 5688, 3204 (currently owned by Luck Stone). Construct new public access road from Rt 60 to Carter Gallier Boulevard on a section of GPIN 6791-11-2992. Completion of Carter Gallier Boulevard to include state acceptance on GPIN 6781-92-4228 (currently owner by South Creek Properties).



3. The roads and convenience center layouts provided within are preliminary and are subject to change based on County desires. The work contained within can be completed in full or in part, based on County desires.

The total project cost as proposed is estimated to be approximately \$5,950,000 and the estimated development and construction period will be approximately 2 years.

Offeror will be responsible for facilitating County and Urbine exchange: design, governmental approvals and permits; construction; and, if requested, to secure an interim funding source to fund project expenses. County will be responsible for transaction and legal work and costs associated with exchange: any rezoning; cooperation and support throughout development and construction process; equipping and operation of Convenience Center, and procurement of public project funding.

Significant project planning and coordination will be needed for this Project. Should County select and award Project to Offeror, then Offeror is prepared to immediately engage in a timely planning and implementation process with the County.

New Convenience Center will reduce the burden on existing convenience center and increase level of service to Powhatan residents especially in the eastern part of Powhatan County that will see the most growth in the coming years. Carter Gallier extension from S Creek One stub to Luck Stone Road will decrease traffic on Route 60, minimize entrances onto and off of route 60,



and create future development sites along extension for light manufacturing, warehouse and commercial uses. This project also promotes work force retention and enables job creation for public and private employees. The project and future development will to future incremental tax revenue.

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Part A. Qualifications and Experience

1. Identify the legal structure or type of private entity making the proposal. Identify the organizational structure for the project, the management approach and how each partner and major subcontractor (\$1 million or more) in the structure fits into the overall team. All members of the operator/offeror's team, including major subcontractors known to the proposer, must be identified at the time a proposal is submitted for the conceptual stage. Identified team members, including major subcontractors (over \$1 million), may not be substituted, or replaced once a project is approved and an Interim or Comprehensive agreement entered into, without the written approval of the County. Include the status of the Virginia license of each partner, proposer, contractor, and major subcontractor.

Response:

- a. **Offeror.** Branchway Development, LC
2150 Carter Gallier Blvd, Suite C
Powhatan, VA 23139
- b. **Organization for Project.** Branchway Development will be the primary point of contact and will then coordinate directly with the Engineer, Architect and Prime Subcontractor. Prime Subcontractor (Benchmark Construction, LC) will then coordinate with Sub-sub contractors and Material Suppliers.
- c. **Management Approach.** Branchway Development, LC has full project accountability, will provide leadership and direction to Branchway project team, and will be responsible for project and financial management. Contracts will be used to document design and

subcontract team scope, fee, schedule and respective project management requirements.

d. **Members of Offeror Team.** Don Balzer, Scott O’Connell, Todd Chalmers and Mark Chilcott

2. Describe the experience of the private entity making the proposal and the key principals involved in the proposed project including experience with projects of comparable size and complexity, including prior experience bringing similar projects to completion on budget and in compliance with design, land use, service, and other standards. Describe the length of time in business, business experience, public sector experience and other engagements of the private entity. Describe the past safety performance record and current safety capabilities of the private entity. Describe the past technical performance history on recent projects of comparable size and complexity, including disclosure of any legal claims by or against the private entity. Include the identity of any private entity that will provide design, construction and completion guarantees and warranties and a description of such guarantees and warranties.

Response:

a. **Offeror Principal.** Donald J Balzer Jr, Scott O’Connell, and Todd Chalmers

b. **Offeror Experience.** See **Exhibit 1**

c. **Length of time in business.** The management team collectively has over 100 years of public/private business experience.

d. **Design Team.** Balzer & Associates, Inc and Matt Shrader, Architect, LC.

- e. **Completion Guarantees and Warranties:** Design team will have liability insurance and subcontractor team will have insurance, bonding and provide 1-year warranty.
3. For each private entity or major subcontractor (\$1 million or more) that will be utilized in the project, provide a statement listing all the private entity's prior projects and clients for the past five years and contact information for same (names/addresses/telephone numbers). If a private entity has worked on more than ten (10) projects during this period, it may limit its prior project list to ten (10) but shall first include all projects similar in scope and size to the proposed project and, second, it shall include as many of its most recent projects as possible. Each private entity or major subcontractor shall be required to submit all performance evaluation reports or other documents which are in its possession evaluating the private entity's performance during the preceding three years in terms of cost, quality, schedule maintenance, safety, and other matters relevant to the successful project development, operation, and completion.

Response:

- a. **Subcontractor Prior Projects & References (limit 10 projects).** Benchmark Construction, LC will be Branchway's prime construction subcontractor. Scott O'Connell is Benchmark's President and a member of Offerors Team. Please see **Exhibit 2** for Benchmark's Prior Project and References.
4. Provide the names, addresses, and telephone numbers of persons within the private entity who may be contacted for further information.

Response: Primary contacts are as follows:

- a. Don Balzer
b. Scott O'connell

2150 Carter Gallier Blvd, Suite C

Powhatan, VA 23139

(804)897-0143

5. Provide a current or most recently audited financial statement of the private entity and each partner with an equity interest of ten percent or greater.

Response: Will be submitted under separate cover letter after Offeror is selected for further consideration.

6. Identify any persons known to the proposer who would be obligated to disqualify themselves from participation in any transaction arising from or in connection to the project pursuant to the Virginia State and Local Government Conflict of Interests Act, Chapter 31 (§ 2.2-3100 et seq.) of Title 2.2.

Response: None

7. Identify the proposed plan for obtaining sufficient numbers of qualified workers in all trades or crafts required for the project.

Response: Core subcontractor team is affiliated with Branchway Development and currently has sufficient qualified workers to complete work. All non-affiliated subcontractor team members will be vetted via proposal process which will include demonstrating sufficient qualified workers.

8. For each private entity or major subcontractor that will perform construction or design activities, provide the following information:

- (1) A sworn certification by an authorized representative of the private entity attesting to the fact that the private entity is not currently debarred or suspended by any federal, state, or local government entity.

Response: Sworn Certification provided as **Exhibit 3.**

(2) A completed qualification statement that reviews all relevant information regarding technical qualifications and capabilities, private entity resources and business integrity of the private entity, including but not limited to, bonding capacities, insurance coverage and private entity equipment. This statement shall also include a mandatory disclosure by the private entity for the past five years any of the following conduct:

- (a) bankruptcy filings
- (b) liquidated damages
- (c) fines, assessments, or penalties
- (d) judgments or awards in contract disputes
- (e) contract defaults, contract terminations
- (f) license revocations, suspensions, other disciplinary actions
- (g) prior debarments or suspensions by a governmental entity
- (h) denials of prequalification, findings of non-responsibility
- (i) safety past performance data, including fatality incidents, "Experience Modification Rating," "Total Recordable Injury Rate" and "Total Lost Workday Incidence Rate"
- (j) violations of any federal, state, or local criminal or civil law
- (k) criminal indictments or investigations
- (l) claims filed by or against the firm

Response: Private Entity Disclosure attached as **Exhibit 4.**

9. **Worker Safety Programs:** Describe worker safety training programs, job-site safety programs, accident prevention programs, written safety, and health plans, including incident investigation and reporting procedures.

Response: Attached as **Exhibit 5** is an excerpt from Benchmark’s employee handbook regarding safety protocols. All entities working on this project will adhere to these safety protocols. Also attached as Exhibit 5-1 is a letter from McGriff, Benchmark’s insurance company, affirming Benchmark’s safety record.

Part B. Project Characteristics

1. Provide a description of the proposed project, including the conceptual design, in sufficient detail so that type and intent of the project, its location, and the communities that may be affected are clearly identified.

Response:

- a. Project Description: The Proposed Project will be broken into the following Tasks:
 - Task 1. Document and record Urbine property exchange, see **Exhibit 8**, and Luck Stone ROW acquisition and South Creek ROW acquisition.
 - Task II. Rezone parcels 6791-11-2992, 6791-01-8452, 6791-01-6673 and 6791-11-9672 within the Project Area. See depiction on **Exhibit 6**.
 - Task III. Design and construction drawings for Phase III work, governmental approvals and permits, hard bid, subcontract team contracts and pre-con.
 - Task IV. Construction of Carter Gallier Boulevard from S Creek One stub to Luck Stone Road, construction of north/south road running along west line of Yard Works from Carter Gallier to US-60 and construction of Convenience Center.
Note, Task IV construction work can be phased, if needed.
- b. Conceptual Design: See **Exhibit 6**.

2. Identify and describe any work to be performed by the County.

Response: County's work will generally include the following:

- a. Responsible for rezoning property within the Project Area.
 - b. Responsible for legal and transaction work associated with Urbine property exchange as shown in **Exhibit 8** (land and right of way), Luck Stone right of way, and easements, and South Creek right of way. Offeror will assist as needed.
 - c. Purchase and installation of convenience center equipment and operations of convenience center.
 - d. Procure public financing for Project.
3. Include a list of all federal, state, and local permits and approvals required for the project and a schedule for obtaining such permits and approvals.

Response: Permits required, but not limited to, the following:

DEQ and USACOE Wetland Permit

DEQ VPDES Permit

Powhatan County Land Disturbance Permit

VDOT Land Use Permit

Design and approvals will occur during Phase II and the estimated time needed to procure all approvals and permits is 6-9 months. A more detailed schedule will be provided after Offeror is selected.

4. Identify any anticipated adverse social, economic, and environmental impacts of the project. Specify the strategies or actions to mitigate known or anticipated impacts of the project. Indicate if any environmental or archaeological assessment has been completed.

Response:

- a. Adverse Social, Economic and Environmental Impacts: NA
- b. Wetlands & Creek Crossing. TBD

5. Identify the projected positive social, economic, and environmental impacts of the project.

Response. New Convenience Center will reduce the burden on existing convenience center and increase level of service to Powhatan residents especially in the eastern part of Powhatan County that will see the most growth in the coming years. Carter Gallier extension from S Creek One stub to Luck Stone Road will decrease traffic on Route 60, minimize entrances onto and off of route 60, and create future development sites along extension for light manufacturing, warehouse and commercial uses. This project also promotes work force retention and enables job creation for public and private employees. The project and future development will to future incremental tax revenue.

6. Identify the proposed schedule for the work on the project, including sufficient time for the County to review, and the estimated time for completion.

Response. Further discussion is needed to prepare a definitive schedule that embodies the County's desired scope of work and priority. General time frames for the project will be 12-

months for design, governmental approvals and permitting and 12-months for construction. The timeframes will largely be influenced by governmental responsiveness during approval and permitting process.

7. Identify contingency plans for addressing public needs in the event that all or some of the project is not completed according to projected schedule.

Response: Public is currently utilizing existing convenience center located at 2407 Mitchell Road; thus, there will be no immediate impact to public.

8. Propose allocation of risk and liability for work completed beyond the Comprehensive Agreement's completion date, and assurances for timely completion of the project.

Response: Offeror to assume normal design and construction liability for Phase II-IV until substantial completion of work and turnover to Powhatan County and Virginia Dept of Transportation.

9. State assumptions related to ownership, legal liability, law enforcement and operation of the project and the existence of any restrictions on the County's use of the project.

Response. Powhatan County will own the Carter Gallier Road and Route 60 access road right of way, with maintenance turned over to VDOT. Powhatan County and will own, operate, and maintain all improvements including the Convenience Center.

10. Provide information relative to phased or partial openings of the proposed project prior to completion of the entire work, if applicable.

Response. After selection of Offeror, a phased and partial opening plan will be developed with the County.

Part C. Project Financing

1. Provide a preliminary estimate and estimating methodology of the cost of the work by phase, segment, or both.

Response:

| | | |
|----------------------------------|----|--------------|
| Engineering, Approvals & Permits | \$ | 156,250.00 |
| Fees & Wetland Impact | \$ | 206,250.00 |
| Power | \$ | 125,000.00 |
| Construction | \$ | 5,462,500.00 |
| Total Project Cost: | \$ | 5,950,000.00 |

2. Submit a plan for the development, financing and operation of the project showing the anticipated schedule on which funds will be required. Describe the anticipated costs of and proposed sources and uses for such funds, including any anticipated debt service costs. The operational plan shall include appropriate staffing levels and associated costs. Include any supporting due diligence studies, analyses, or reports.

Response:

- a. See **Exhibit 7** for Sources & Use
- b. Financing method will be determined after Offeror is selected for further consideration. Offeror has the ability to procure bank financing to advance funds for project expenses. If this is selected funding strategy, then project expenses advanced by Offeror will be reimbursed during project via periodic draw disbursements or lumpsum payment at conclusion of project. Attached is a letter from Village Bank (**Exhibit 7**) in support of Offeror and the project.

3. Include a list and discussion of assumptions underlying all major elements of the plan. Assumptions should include all significant fees associated with financing given the recommended financing approach. In addition, complete disclosure of interest rate assumptions should be included. Any ongoing operational fees, if applicable, should also be disclosed, as well as any assumptions with regard to increases in such fees.

Response:

- a. Financing Assumptions and Fees. If Offeror is requested to procure bank financing to advance funds for project expenses, then bank interest, fees and costs will be added to project budget.
 - b. Interest Rate Disclosure. Interest rate TBD.
4. Identify the proposed risk factors and methods for dealing with these factors.

Response. NA

5. Identify any local, state, or federal resources that the proposer contemplates requesting for the project. Describe the total commitment, if any, expected from governmental sources and the timing of any anticipated commitment, both onetime and on-going. Such disclosure should include any direct or indirect guarantees or pledges of the County's credit or revenue.

Response. Powhatan County will determine what governmental sources will be used and/or procured to fund this Project. Offeror proposes that the County owned frontage parcel (GPIN 6791-02-0020) be used as an in-kind exchange for Urbine property for proposed Convenience Center and Urbine right of way.

6. Identify the amounts and the terms and conditions for any revenue sources.

Response: NA

7. Identify any aspect of the project that could disqualify the project from obtaining tax-exempt financing.

Response: Unknown

Part D. Project Benefit and Compatibility

1. Identify community benefits, including the economic impact the project will have on the Commonwealth and the County in terms of amount of tax revenue to be generated for the Commonwealth and the County, the number of jobs generated for Virginia residents and level of pay and fringe benefits of such jobs, the training opportunities for apprenticeships and other training programs generated by the project, and the number and value of subcontracts generated for Virginia subcontractors.

Response: New Convenience Center will reduce the burden on existing convenience center and increase level of service to Powhatan residents especially in the eastern part of Powhatan County that will see the most growth in the coming years. Carter Gallier extension from S Creek One stub to Luck Stone Road will decrease traffic on Route 60, minimize entrances onto and off of route 60, and create future development sites along extension for light manufacturing, warehouse and commercial uses. This project also promotes work force retention and enables job creation for public and private employees. The project and future development will to future incremental tax revenue.

2. Identify any anticipated public support or opposition, as well as any anticipated government support or opposition, for the project.

Response. No public opposition is expected.

3. Explain the strategy and plan that will be carried out to involve and inform the general public, business community, local governments, and governmental agencies in areas affected by the project.

Response. County will be responsible for all general public communication. Offeror will work directly with property owners within project limits.

4. Describe the compatibility of the project with local, regional, and state economic development efforts.

Response. Project creates opportunity to expand business park and add Tier 3-5 land for new industrial commercial businesses.

5. Describe the compatibility with the County's comprehensive plan, infrastructure development plans, and capital improvements plan.

Response: Proposed Project is compatible with County's comprehensive plan, infrastructure development plans, and capital improvements plan.

EXHIBIT 1
Offeror Bios

EXHIBIT 2
Subcontractor Prior Projects and References

EXHIBIT 3
Sworn Certifications from Offeror & Prime Subcontractor

EXHIBIT 4
Private Entity Disclosure from Offeror & Prime Subcontractor

EXHIBIT 5
Safety Protocols

EXHIBIT 6
Conceptual Project Design

EXHIBIT 7
Sources and Uses

EXHIBIT 8
Exchange Property