



CITY OF MARTINEZ

CITY COUNCIL AGENDA February 2, 2011

TO: Mayor and City Council
FROM: Mitch Austin, Recreation Manager
SUBJECT: Selection of Vendor for Use of Zocchi Building
DATE: January 27, 2011

RECOMMENDATION:

Adopt resolution authorizing the City Manager to expend up to \$10,000 for development of a lease agreement for use of the Zocchi Building by the California Sports Complex for use of the building as described in their proposal to the City, contingent on the results of a peer review seismic study that will be paid by the applicant.

BACKGROUND:

City Council directed staff to create and circulate a Request for Proposals (RFP) for use of the 48,000 square foot building located on what was formerly known as the Zocchi property. This building is commonly referred to as the Zocchi Building. The RFP was mailed to 13 interested parties. Among the recipients of the RFP were the Universal Sports Academy, a local youth basketball group and potential brewery/restaurateur. Three proposals were received two by sports oriented proposals and one brewery submission was received. The proposals were:

- **Universal Sports Academy-** Batting cages, indoor soccer/sports field, lesson cages to provide casual and organized use of these areas.
- **California Sports Complex-** Provide five indoor basketball/volleyball courts, training room and fitness areas for rental, host tournaments, camps and leagues
- **Excelsior Brewing Company** – Provide a brewery, pub fare restaurant and indoor bocce courts

The Council and PRMCC appointed representatives which reviewed the proposals and interviewed the most feasible submittal in order to make a recommendation to the City Council regarding which proposal to negotiate an agreement for use of the Zocchi building. The review committee thoroughly reviewed the proposals, asked supplemental questions and interviewed both the Universal Sports Academy and the California Sports Complex. After the lengthy review process by the committee, Excelsior Brewing Company withdrew their proposal before interviews. After the interviews were conducted, the committee met one last time to make a recommendation to the City Council. The committee unanimously recommended the California Sports Complex is being recommended to move forward in the process for use of the Zocchi Building at this time.

The California Sports Complex proposal includes the construction of five basketball courts that can accommodate both basketball and volleyball games and practices. The vendor is estimating that between practices, games, tournaments, camps, clinics, open gym and rented use the facility has the potential to realize more than 200,000 visitors per year.

Key factors for recommending them include:

- California Sports Complex proposed to make improvements to the building
- The proposed uses of the building will draw a greater amount of people to Martinez to utilize the facility having a significant economic benefit to the community
- The facility programming allows time use by the Martinez community and will help meet the community's need for indoor basketball and volleyball courts

The building has been vacant for almost three years. Therefore the review committee expressed interest in the project moving forward as soon as possible, and emphasized the need for the applicant to secure Phase I funding as soon as possible.

ALTERNATIVES

Below are the options for Council's consideration along with key considerations. Option #1 is the recommended option.

1. Direct staff to negotiate a lease agreement with the California Sports Complex and fund the City's portion of the attorney costs associated with the creating the lease agreement. The agreement decision points will be vetted with the Economic Development Subcommittee and the lease agreement brought to the Commission for final approval. The applicant has stipulated that it will pay for the seismic reinforcement if a peer review of staff's estimate of \$320,000 is close to this estimate.
2. Direct staff to pursue an agreement with Universal Sports Academy who interviewed well with the selection committee, but had a scaled down plan that offered fewer physical improvements and modifications to the existing building. Their financing plan was well laid out, although staff has not had the opportunity to confirm available funding.

The selection of this applicant is totally contingent on whether the Council is willing to share the costs of the seismic upgrade to the Zocchi building. The percentage contribution will have to be negotiated as part of the process. The current estimate for seismic reinforcement is approximately \$320,000.

A key element of negotiating a lease will be to understand the cost of providing seismic upgrades to the building. Rough estimates were used for the purposes of the RFP and must be fully vetted to ensure the economic feasibility of the use of this building for either vendor.

The California Sports Complex, at its own expense and in cooperation with City staff will provide an assessment of the seismic retrofitting needs and cost estimates. If the costs greatly exceed initial estimates this could prohibit California Sports Complex from committing to a lease with the City. The results of this assessment will come forward to the City Council in March along with key deal points for the lease agreement. It is imperative to keep the lease agreement

moving forward as it will provide key credibility for California Sports Complex in its

discussions with lending institutions to fund the building improvements. At this time the California Sports Complex has shown no secured funding for the project.

FISCAL IMPACT:

The California Sports Complex has agreed to pay for 50% of the legal costs associated with the development of the lease agreement. The City's share is projected to range between \$5,000 and \$10,000. City staff will assist the seismic retrofit methodology/ findings of the Zocchi Building and provide a mitigated negative declaration for the project.

ACTION:

Adopt resolution authorizing the City Manager not to exceed \$10,000 to create a lease agreement with California Sports Complex, contingent on the results of the seismic peer review report.

Attachments:

Resolution to Create Lease Agreement for Use of Zocchi Building
Exhibit A- California Sports Complex Proposal

APPROVED BY: City Manager

RESOLUTION NO. -11

ADOPT RESOLUTION TO AUTHORIZE THE CITY MANAGER TO EXPEND UP TO \$10,000 FROM UNALLOCATED RESERVES TO CONSTRUCT A LEASE AGREEMENT WITH THE CALIFORNIA SPORTS COMPLEX CONTINGENT ON SATISFACTORY RESULTS FROM A SEISMIC PEER REVIEW STUDY COMPLETED AND PAID BY THE CALIFORNIA SPORTS COMPLEX

WHEREAS, at the Council directed staff to create and circulate a Request for Proposals(RFP) for use of the 48,000 square foot Zocchi Building; and

WHEREAS, the thirteen (13) RFP's were circulated and three proposals received; and

WHEREAS, the three proposals were reviewed by staff, City Council and Parks Recreation Marina Cultural Commission members; and

WHEREAS, there was unanimous support for the selection of the California Sports Complex to provide basketball and volleyball courts in the facility and programming as shown in Exhibit A; and

WHEREAS, there will be both a recreational and economic benefit to the community for said use of the facility; and

WHEREAS, a Lease agreement is required to identify terms for use of the building and ensure compliance of those terms; and

WHEREAS, the vendor agrees to pay for half of the lease agreement costs (50%); and

WHEREAS, sufficient funding exists in the unallocated reserve contingency account to fund the City's portion (50%) of cost; and

NOW, THEREFORE, BE IT RESOLVED by the City Council adopts a resolution to authorize a transfer of up to \$10,000 in expenditure appropriations from the unallocated reserves contingency account to pay for lease preparation expenses.

* * * * *

I HEREBY CERTIFY that the foregoing is a true and correct copy of a resolution duly adopted by the City Council of the City of Martinez at a Regular Meeting of said Council held on the 2nd day of February, 2011 by the following vote:

AYES:

NOES:

ABSENT:

RICHARD G. HERNANDEZ, CITY CLERK
CITY OF MARTINEZ

California Sports Complex
"Building a better sports facility for your community"



A partnership between the City of Martinez and the California Sports Complex

Proposal Submitted: September 24, 2010

Tenant Improvements Begin: November 17, 2010

Occupancy Date: September 12, 2011



Table of Contents

I.	Letter to the City Manager	3
II.	Who is the California Sports Complex?.....	4
III.	Why Select the California Sports Complex?.....	5
IV.	Fulfillment of the RFP Requirements	6
1.	Discussion of the development concept:	6
2.	Development Approach.....	7
3.	Preliminary site plan showing floor plans and square footage.....	10
4.	Preliminary building elevations, pictorial representation of the proposed design	10
5.	All proposed uses, including any proposed outdoor use	17
6.	Tenant attraction approach, including preliminary commitments.....	18
7.	Architectural approach and aesthetic compatibility with existing Downtown structures ..	20
8.	Discussion of compliance with relevant City zoning and CEQA compliance.....	21
V.	Description of relevant development experience	22
VI.	Evidence of financial capability	29
VII.	Identification of the legal entity	30
VIII.	Describe the intended role of each partner in the project.....	30
IX.	Preliminary schedule for building renovation and/or new construction	32
X.	Execution of leases and target opening date.	32
XI.	Preliminary pro forma for the project.....	33
XII.	RFP Checklist.....	35
XIII.	Competitive and Industry Research	38
XIV.	Marketing Plans.....	40
XV.	Economic Opportunities to the Community.....	41
XVI.	Administration:.....	42
XVII.	Resumes of key team members	42

I. Letter to the City Manager

To: Phillip Vince, City Manager, City of Martinez
From: Dan Middleton, President, California Sports Complex
Date: September 24, 2010

Phillip, it is my pleasure to provide this proposal for renovating and managing the facility at 330 Ferry Street, downtown Martinez. The California Sports Complex is a new company that will be dedicated to the development of one of the largest and most well run sports facilities in Northern California. My team of highly dedicated professionals comes from all areas of business in the San Francisco Bay Area. My team also has an enormous heart when it comes to community service and volunteering. Many of them own their own businesses, while running non-profits and volunteering in their community and schools. Our success is defined by the many thousands of youths and adults that will be served at our sports complex.

The success these team members have had in their own business and community will translate into a very successful project for the City of Martinez and their community. We know how to manage a large construction project and we also know a lot about youth sports and the programs needed to make this successful.

There is a lot of information here even beyond what you asked for in the RFP. So please sit back and read the proposal in its entirety. I know you will find this proposal very interesting. My team and I look forward to meeting you soon.

Dan Middleton
President, California Sports Complex

II. Who is the California Sports Complex?

The California Sports Complex is an organization dedicated to providing the facilities and sports programs for youth, adults and special needs youths in the local community while attracting the regional and national basketball and volleyball programs that will call it home. We will be the most sophisticated and organized facility in Northern California. In addition to the basketball and volleyball programs, the Complex will operate and manage the California Sports Club. The sports club will have a focus on the local community by offering a variety of exercise, wellness and nutritional programs. As a member of the club, youths and adults can be part of a team sports or general exercise and nutritional program offered at the facility. California Sports Complex will have affiliation with many different clubs and associations that will call it home. Cal Stars AAU Basketball will make the California Sports Complex their home base. Other Volleyball clubs will also call it home. It will be accessible to "all people". Scholarship and reduced cost programs will be available for people who have need. The local community will benefit by having membership to the California Sports Club and low cost drop in fees. In addition, if their son or daughter joins a basketball or volleyball league, the parent will get a reduced membership to the club.

California Sports Complex will be organized as an LLC (Limited Liability Corporation) that will manage and administer all the programs at the facility. This organization will field their own local teams for both basketball and volleyball for boys and girls 2nd grade through high school. The younger teams will compete in regular leagues at the complex that will attract teams from the East Bay. The older more competitive teams will be set up for 10 through 17 through the many clubs that will call the complex their home. We will also be able to sponsor a number of elite types of basketball and volleyball events on the West Coast. College coaches looking to recruit players will attend these events. Teams and coaches will come from all over the country to view these events, which will provide economic development for the hotel, restaurant, grocery and gasoline industry nearby. We will also be the host of the Special Olympic and Special Needs sporting events like basketball and volleyball. These types of organizations suffer trying to find a place to call home because of lack of accessibility and equipment like 7 foot basketball hoops.

Additional phases of our plans include the following: 1- On the south side of the building we will build Handball and Racquet ball courts and outdoor batting cages. 2- Inside the main building we plan to build a second floor synthetic jogging/running track. 3- Outside the facility we plan for a 50-meter competition and 25-meter warm up pool. 4- Lastly, we plan to build 4 outdoor beach volleyball courts in the nearby park. This will create additional attraction in the summer with tournaments. Beach volleyball just became an NCAA Sport and has been an Olympic sport for some time. The track will be used by all members. The pools will attract not only local recreational swimmers, but be host to many year round regional and national swim meets. These additional future plans are great investments to use the space in an efficient and environmentally friendly way.

Goals:

- 1- Move into the facility by September 12, 2010 for basketball, volleyball and phase 2 by Dec 25, 2012
- 2- Provide the most well run and managed facility in Northern California.

- 3- Offer services at reasonable costs and provide financial support for financially disadvantaged families in the community.
- 4- Collaborate and partner with local businesses (hotels, restaurants, grocery stores and other local retail businesses) and the Chamber of Commerce to fund and sponsor events for their community.
- 5- Rent the facility out for basketball and volleyball tournaments, special training and other wellness programs.
- 6- When sporting events are not scheduled, convert the facility into a large hall for dances and major fund raising events.
- 7- Be environmentally conscience of our energy usage and waste.

III. Why Select the California Sports Complex?

We fully understand the City of Martinez is looking for an organization to develop and manage the Zocchi building for the long-term benefit of the community and provide economic growth for the downtown area. The California Sports Complex is uniquely set up to accomplish this goal. Our organization has worked very hard since the beginning of the summer to develop a program that will meet the need so the city. We have arranged an organization of top-notch professionals to help with the conceptual design and building concepts and another set of highly qualified professionals to manage and run the facility. These team members are the most important element of our proposal since they are at the heart of the organization. The common thread that all team members of the California Sports Complex share is they have a commitment to giving back to the community and volunteering their time. They have dedicated many thousands of hours in the last few years helping their community while the economy has gone through the worst recession since the Great Depression. Our leader, Dan Middleton, is now challenging his team to rise to the occasion and build the best managed sports facility in Northern California. He will bring his over 30 years of corporate experiences working primarily in engineering, manufacturing and financial services. He currently is running his own company called Performance Coaching where he has provided leadership and career coaching to over 500 clients. While running his business he spends an enormous amount of time in the community with his Alhambra High School and Cal Stars basketball programs.

When our team wins this proposal, we will move forward with a high level focus on the community and the needs of the city. We will start with a community fund raising and awareness event that will highlight the winner of the California Sports Complex logo design. The celebration will be a new and exciting start for the City of Martinez. Our fund raising event will showcase our sports programs, vendors and volunteers who will help us achieve this mission.

Our organization is proposing the type of sports complex that will serve the most popular sports for youths. Our research shows that Basketball is the number one sport played by youths and high school kids behind football. Volleyball is third on the list for Girls. Overall, Volleyball and Basketball are the number 1 and 3 most popular sports for youths. Soccer, Baseball and Softball all rank below Basketball and Volleyball. While this will be our main focus initially, we are planning to add batting cages, racquet sports, beach volleyball and an Olympic swimming complex.

IV. Fulfillment of the RFP Requirements

1. Discussion of the development concept:

GENERAL - The project proposed envisions a lively and stimulating environment for players and families. A friendly welcoming environment will attract users and still allow for the casual participants or just an observer to enjoy the facility.

SITE - The site fully utilizes all available space for parking, amenities, outdoor activities, landscaping, and access to the facility. The project will upgrade utilities as required within 5 ft of the building. The city is required to bring the utility lines to the site. All landscaping on site is irrigated and planting will meet the City requirements. Access to the site from the railroad station can be provided but is not currently part of this proposal. Parking for the transit system is provided at the south end of the parking area. The site features are:

- *A welcoming Portico Entrance to the facility*
- *Parking for 10 Handicap spaces and 150 regular spaces*
- *Future Olympic swimming pool & diving tank*
- *Baseball batting cages (outside back building)*
- *Squash or handball courts (outside back building)*

BUILDING – The building layout and structure offer both challenges and opportunities. The interior height allows for 2-story and high bay combinations suitable for basketball, volleyball and exercise use. The ground floor will feature a basketball patterned Portico and 2-story lobby with glass walls from the upper floors for viewing the lobby and on the ground floor for viewing the main basketball/volleyball court. Large screen TV's will also be showing activities on the other courts. The lobby also has registration, access to amenities/restrooms, administration, cafeteria, and weight room/cardio rooms. An elevator and stairs lead to the upper floor V.I.P. suites, conference rooms, and additional weight/cardio rooms. The rest of the Main Floor has the following:

- *5 NCAA size padded basketball courts with stands on one side.*
- *6 Volleyball courts*
- *2 Practice ½ court or 1 full court (court #2)*
- *1 weight room*
- *1 cardiovascular room*
- *Men's and women's showers/lockers*
- *3 offices and staff support space*
- *1 Conference room*
- *Café seating for 40*
- *Game room*
- *Vending machines sponsored by Vitamin water and Gatorade*

BUILDING EXTERIOR – The entire exterior will have a new integral color coated spray stucco finish, trim, and super graphics, doors, and portico. The roof and any openings / skylights are

new or repaired as necessary. The trim and color scheme will reflect the colors and design elements prevalent in the surrounding area. The front entrance to the building is raised for design purposes and to meet the floodplain requirements

BUILDING STRUCTURE - The project will seismically upgrade the existing building to meet all requirements and bring the entire project up to current code. The project will replace the roof to wall connections per the seismic report as well as other required and necessary work. The roof trusses will be strengthened to support any equipment or wall.

NOTE: We have not received the city's seismic analysis or cost estimates.

2. *Development Approach*

Our Team has over 30 years of experience in all aspects of project management, architecture, planning, and design. Our projects in both the private and public sectors include:

• <i>Multi-Unit Residential Complexes</i>	• <i>Commercial Facilities</i>
• <i>Hotels</i>	• <i>Manufacturing Facilities</i>
• <i>Hospital and Nursing Care Facilities</i>	• <i>Laboratory and Industrial Computer Centers</i>
• <i>Recreation Centers</i>	• <i>Educational Facilities</i>
• <i>Medical Office Buildings</i>	• <i>Hi-Tech Security Facilities</i>

Based upon our record of accomplishments and past project experience, our team proposes a phased approach to the project as follows:

- Phase 1 - will involve the seismic upgrade of the building, rough-in of utility lines, installation of basic mechanical, electrical, and fire/life safety systems not currently in the building. The basketball floors for courts #3, #4, & #5 are installed and perimeter walls enclosing this area will be constructed. This will allow for occupancy of these courts to start generating cash flow.
- Phase 2 – Build out of the remaining 1st floor including all systems, utilities, walls, restrooms, locker rooms, walls, court flooring, lobby flooring and the new entry portico. The rough structure, stairs, and elevator shaft enclosures for the 2nd floor are included.
- Phase 3 – Build out the entire 2nd floor including finishing the stairs, installing the elevator, and finishing all floors, walls, ceilings, and utilities and fire/life safety systems.

Our firm believes that the role of the Architect goes far beyond design and project coordination. We spend the time necessary for a complete project including coordination with the owner's consultants and governmental agencies, reviewing energy requirements, reviewing building and zoning laws, and preparing construction contracts. In addition, we can assist in the selection of contractors, make site inspections and solve construction problems.

Our firm emphasizes timely service and personal attention to each client's needs and goals. The firm believes in a strong, comprehensive, interactive working relationship with each client. Open communication is the key to a good working relationship and a successful project. Our successful record of accomplishment underscores the importance of listening to our client's concerns, understanding our client's needs and budget, and incorporating our client's ideas into the overall project. Our experience is a valuable resource for our clients in the areas of design, cost evaluation, time management, and quality control for each phase of the project.

Experience has taught us that behind every successful project are a great working relationship with our clients. In this way, working with the selected design team, the client's needs melded with the designer's views to produce a completed project tailored to each client's goals. This process produces projects that are meaningful, achieve their goals, and strive for overall excellence in design and construction. This result is achieved through a series of working sessions at the start of the project to establish the scope of work, the character of the design appearance, the overall budget, and the project schedule. This process establishes the project cost, period, and quality level to be maintained throughout the project.

Our team recommends a team approach to each project. The team is composed of the owners, all design consultant principals/staff, the end user's staff and the contractor. All team members work with a hands-on approach to design and documentation under the coordination of our team principals.

The Team is established at the start of each project with the leadership determined by our team. Each team member is selected based upon their experience with the type of project being considered and for their ability to work with other team members. Communication is integral to all successful teams. Meetings are conducted as appropriate. Each consultant maintains open communication with the client through the team coordinator our team.

Overall coordination is controlled by deliverables prepared jointly by all design consultants. These may include as necessary a project schedule, a project directory of all participants, a basis of design outline document, information sheets, meeting notes, and a project status report. We maintain quality through a five-step process that includes Project Planning and Kick-Off Meetings, document monitoring during preparation, Interdisciplinary coordination checks, independent review by Our team staff, and a final review by all project leaders jointly.

Quality assurance is a process that begins with the people we help the owner select for the team. They bring a wealth of experience to the project, as well as a commitment to excellence in their contribution.

We maintain quality through a five-step process that includes Project Planning and Kick-Off Meetings, document monitoring during preparation, Interdisciplinary coordination checks, independent review by Our team staff, and a final review by all project leaders jointly.

Our team is an experienced firm utilizing only competent trained staff and consultants. All of the lead personnel assigned to the project will be licensed architects with over 30 years experience. To augment our staff we retain key personnel with whom we have worked with in the past. This includes any new personnel retained for this project who will be chosen from our pool of regular/special consultants and technicians.

Our team and its consultants have the ability to start immediately on your project. We will further guarantee that the people who start your project will remain on the team for the duration of the project. We have an excellent record of accomplishment of coordinating projects and meeting project deadlines.

Our team has provided owner representation services to public and private sector clients throughout California. We are familiar with all related building regulations and local ordinances that affect our construction projects. We make a point to contact building officials on each of our projects to verify that we are meeting their criteria.

Our team is a non-MBE, non-WBE firm. However, we are committed to hiring and training women and people of color. Currently (6) six of our (7) employees are people of color and (5) five are women. In addition to our own commitment, we recommend to our clients capable qualified WBE and MBE firms whom we know will make a substantial contribution to the project team.

Our team and its team use several methods to develop accurate cost estimates. These methods include computerized estimates; our historical project cost records, and crosses checks with contractors we have worked with on similar projects. Our estimates are usually within 1-5% of the actual bid price.

Our team and the owner are involved in all cost control reviews. To assist our clients in achieving their project goals while maintaining cost control, our team does value engineering throughout the design process. This helps avoid cost overruns and costly change orders later on.

Our team carefully reviews the drawings and specifications of the selected consultants. Dimensional accuracy, avoidance of space conflicts, and readability of line work and notes are essential to providing quality professional documents.

Our staff assigned to construction administration all has at least 30 years experience in their respective fields. We prepare regular reports and other necessary documents in a timely manner. It is vital to maintaining the schedule and good will of all parties involved.

3. Preliminary site plan showing floor plans and square footage

Conceptual Site Plan AA-1
Conceptual 1st Floor Plan AA-2
Conceptual 2nd Floor Plan AA-3

4. Preliminary building elevations, or other pictorial representation of the proposed design concept

Conceptual Exterior Elevations AA-4
Conceptual Entrance Elevation AA-5
Conceptual 3D Rendering AA-0



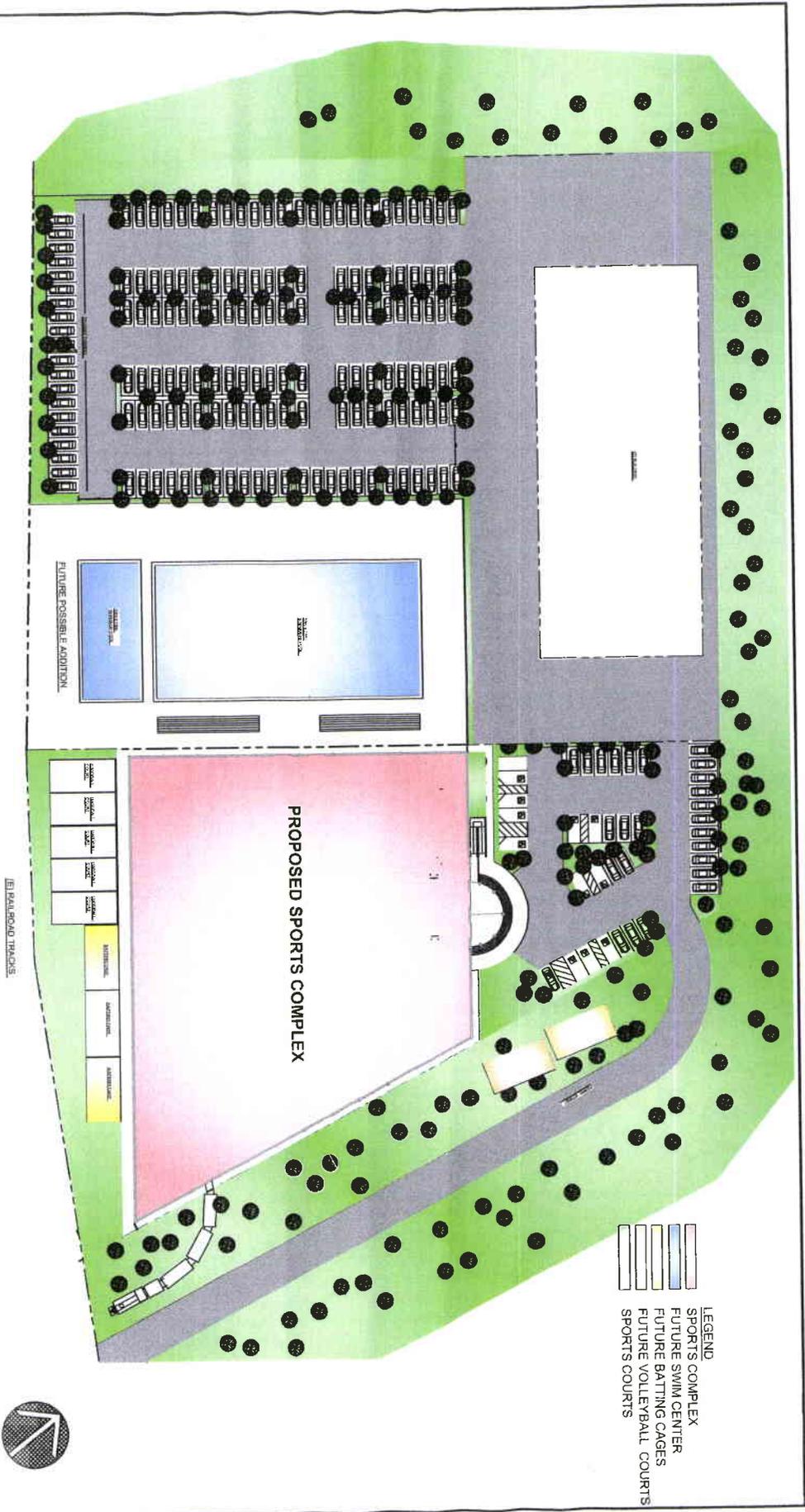
ARCHITECTURE
 PLANNING
 INTERIORS
 JOHN W. COWE, JR.
 ARCHITECT C-9199
 509 RAMONA AVE
 ALBANY, CA 94706
 T 510-525-9630
 F 510-525-9630

CALIFORNIA SPORTS COMPLEX
 FERRY STREET, MARTINEZ, CA
 DAN MIDDLETON, PROGRAM DIRECTOR

CONCEPTUAL SITE PLAN

DATE 09/23/2010
 SCALE NO SCALE

SHEET NO.
AA-1



- LEGEND
- SPORTS COMPLEX
 - FUTURE SWIM CENTER
 - FUTURE BATTING CAGES
 - FUTURE VOLLEYBALL COURTS
 - SPORTS COURTS



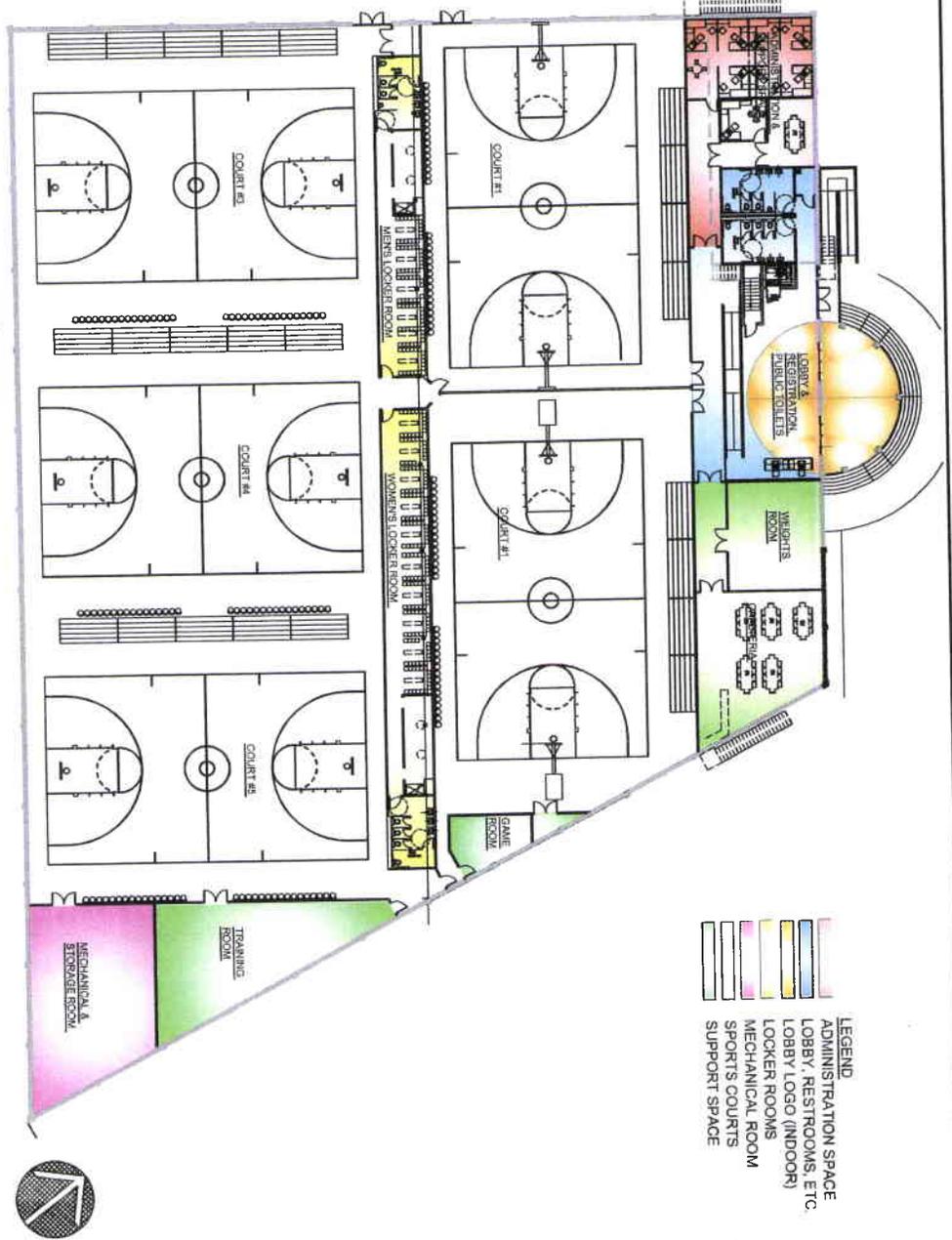
ARCHITECTURAL CONCEPTS
 ● ARCHITECTURE
 ● PLANNING
 ● INTERIORS
 JOHN W. COWE, JR.
 ARCHITECT C-9199
 509 RAMONA AVE
 ALBANY, CA 94706
 T 510-525-9630
 F 510-525-9630

CALIFORNIA SPORTS COMPLEX
 FERRY STREET, MARTINEZ, CA
 DAN MIDDLETON, PROGRAM DIRECTOR

**CONCEPTUAL
 1ST FLOOR
 PLAN**

DATE 09/23/2010
 SCALE NO SCALE

SHEET NO.
AA-2



LEGEND

ADMINISTRATION SPACE	1,500 SF
LOBBY, RESTROOMS, ETC.	2,500 SF
LOBBY LOGO (INDOOR)	780 SF
LOCKER ROOMS	3,000 SF
MECHANICAL ROOM	1,000 SF
SUPPORT SPACE	37,000 SF
SUPPORT SPACE	3,000 SF
SUPPORT SPACE	48,790 SF

ARCHITECTURAL CONCEPTS

● ARCHITECTURE
 ● PLANNING
 ● INTERIORS
 ● EXTERIORS
 ● LANDSCAPE ARCHITECTURE

J. R. DOWNEY, ARCHITECT
 5091 RAMONA AVE.
 ALBANY, CA 94706
 T 510-525-9630
 F 510-525-9630

CALIFORNIA SPORTS COMPLEX

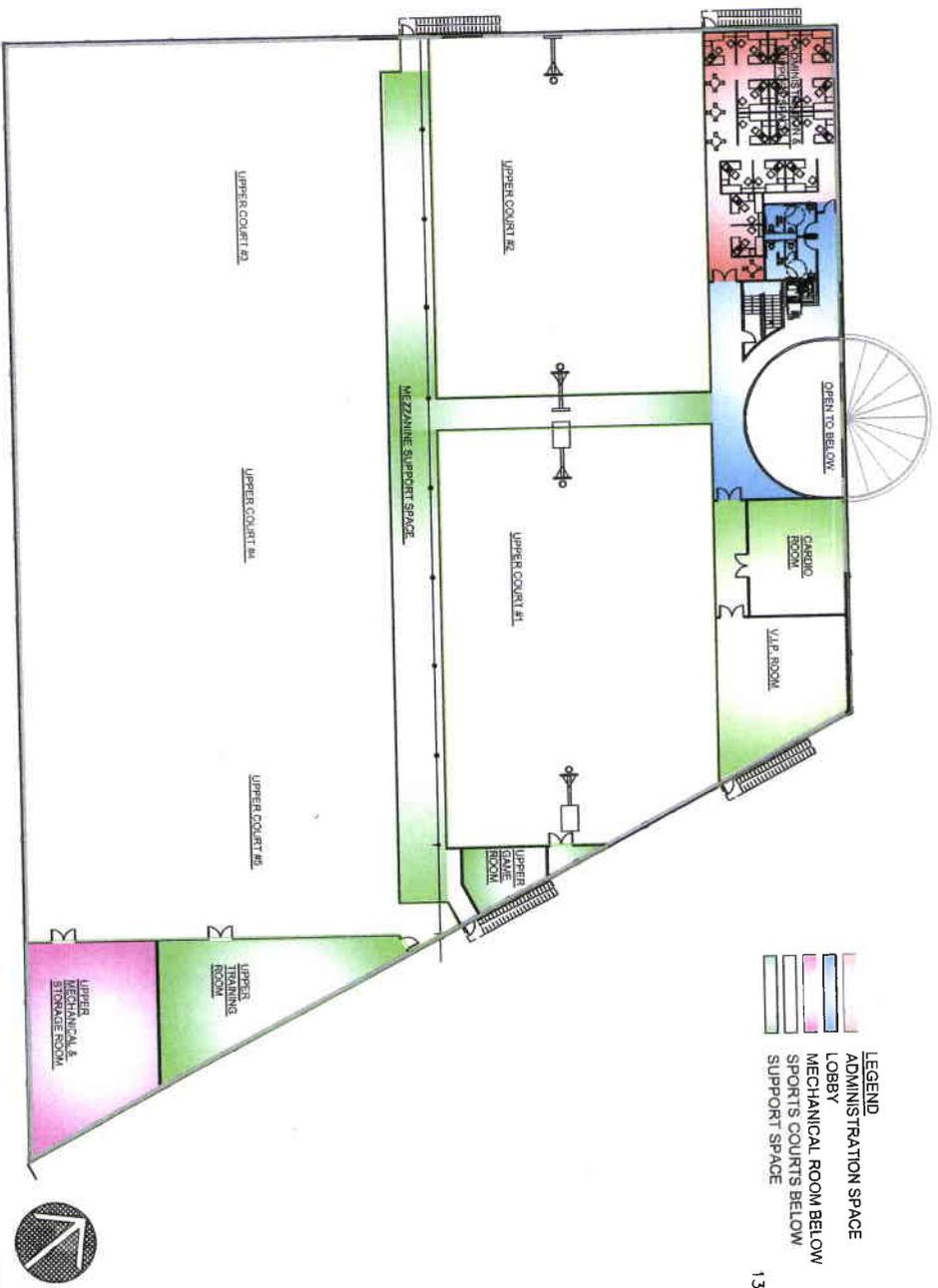
FERRY STREET, MARTINEZ, CA

DAN MIDDLETON, PROGRAM DIRECTOR

CONCEPTUAL 2ND FLOOR PLAN

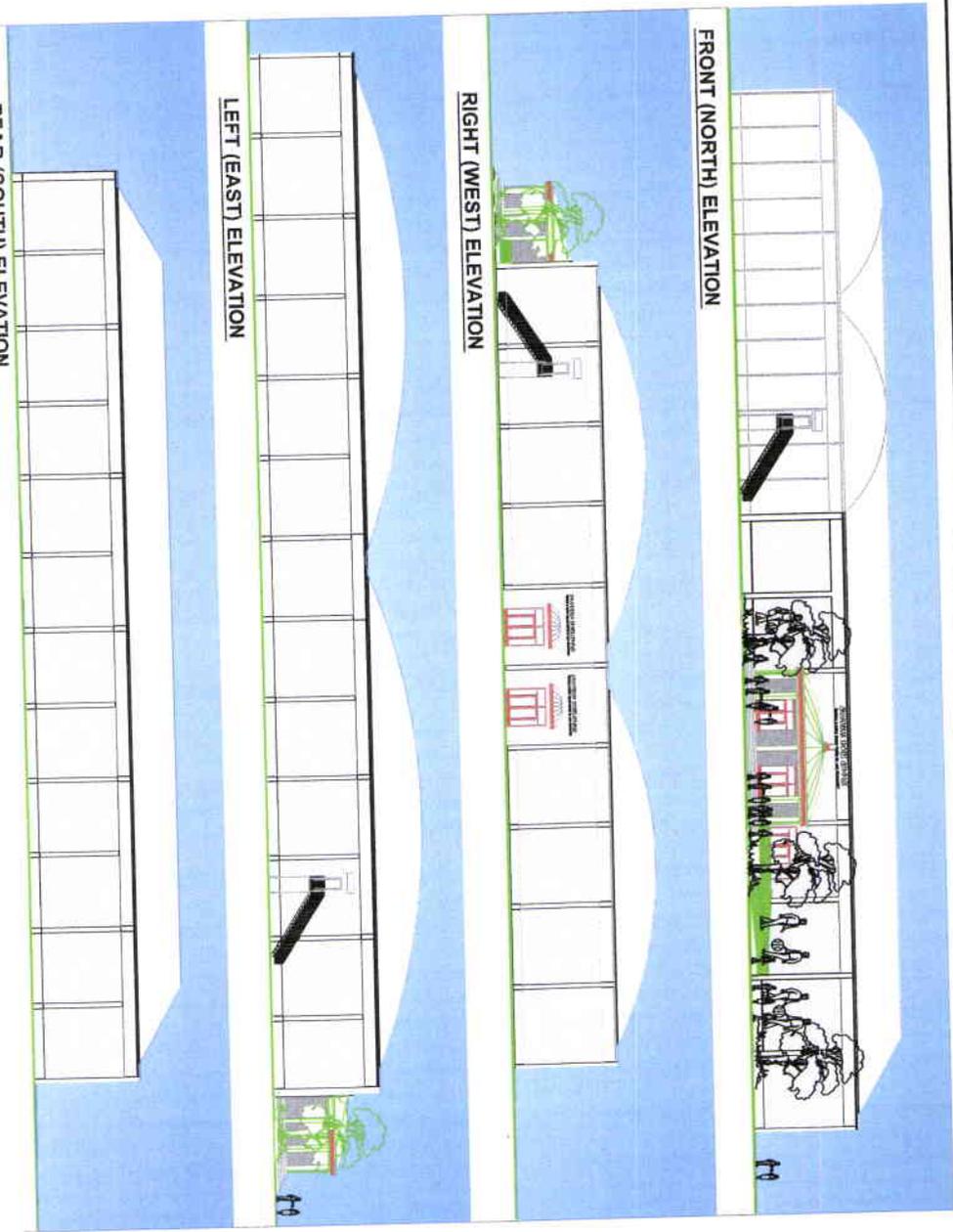
DATE 09/23/2010
 SCALE NO SCALE

SHEET NO. **AA-3**



LEGEND

ADMINISTRATION SPACE	1,500 SF
LOBBY	2,000 SF
MECHANICAL ROOM BELOW	0 SF
SPORTS COURTS BELOW	0 SF
SUPPORT SPACE	8,210 SF
	13,210 SF



FRONT (NORTH) ELEVATION

RIGHT (WEST) ELEVATION

LEFT (EAST) ELEVATION

REAR (SOUTH) ELEVATION

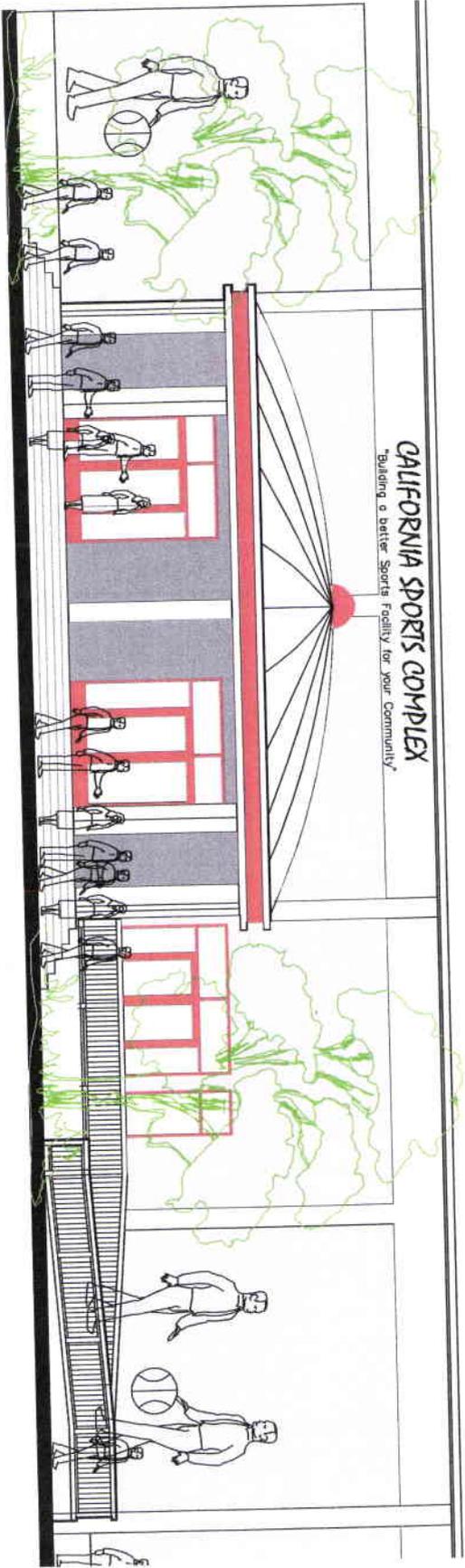
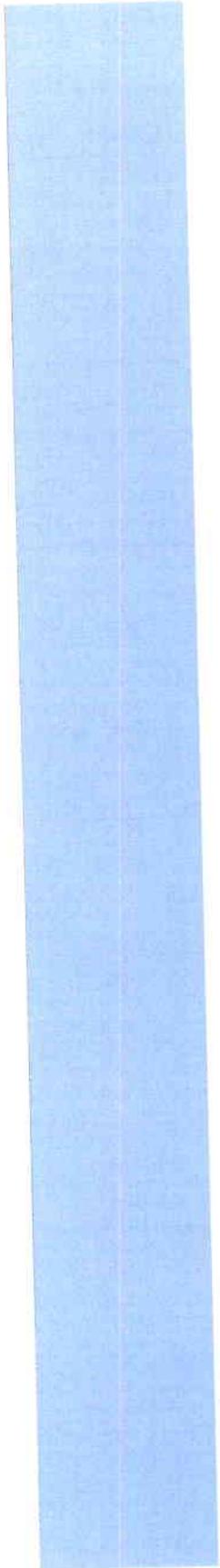

ARCHITECTURAL CONCEPTS
 ● ARCHITECTURE
 ● PLANNING
 ● INTERIORS
 JOHN W. GOWEN, JR.
 ARCHITECT, C-5197
 509 RAMONA ST.
 ALBANY, CA 94706
 T 510-525-9630
 F 510-525-9630

CALIFORNIA SPORTS COMPLEX
 FERRY STREET, MARTINEZ, CA
 DAN MIDDLETON, PROGRAM DIRECTOR

**CONCEPTUAL
 EXTERIOR
 ELEVATIONS**

DATE 09/23/2010
 SCALE NO SCALE

SHEET NO.
AA-4



CALIFORNIA SPORTS COMPLEX
"Building a better Sports Facility for your Community"

MAIN REENTRANCE

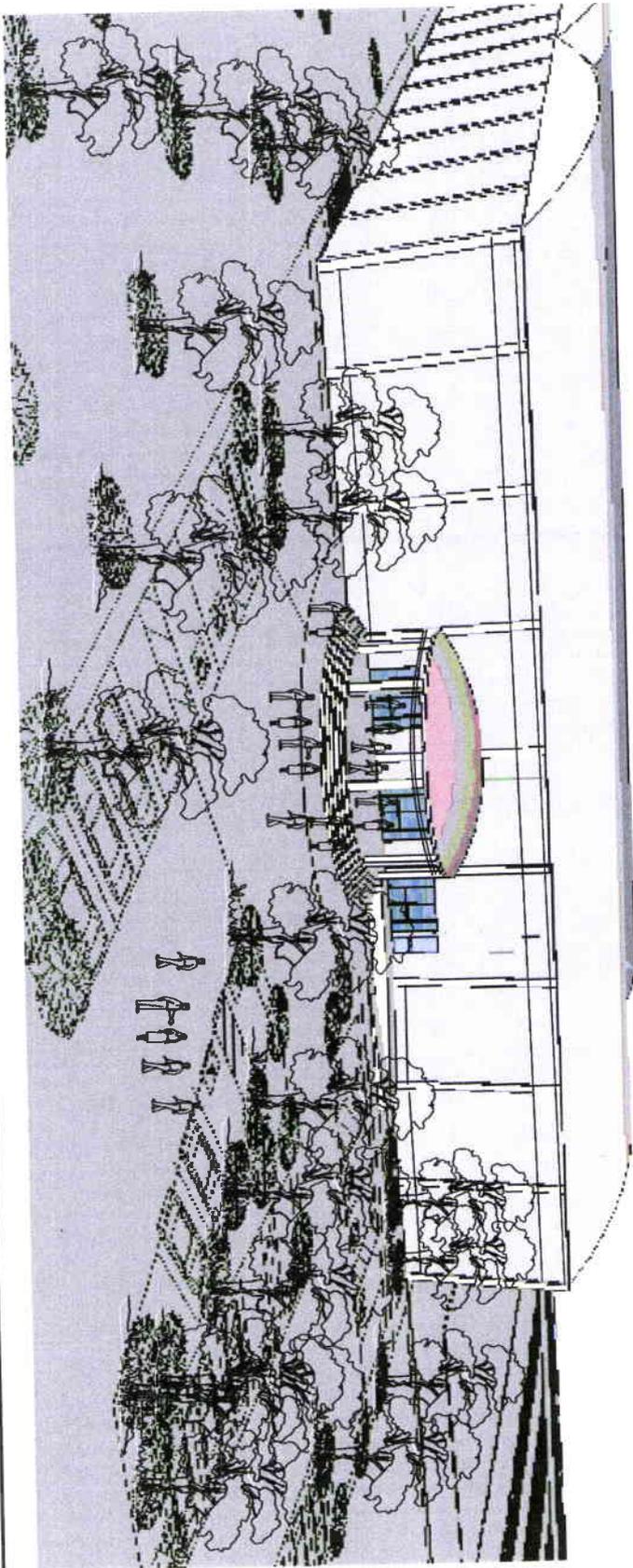

**ARCHITECTURAL
CONCEPTS**
ARCHITECTURE
PLANNING
INTERIORS
JOHN W. COME JR.
ARCHITECT C-5195
509 RAMONA ST. #106
ALBANY, CA 94706
T 510-525-9630
F 510-525-9630

CALIFORNIA SPORTS COMPLEX
FERRY STREET, MARTINEZ, CA
DAN MIDDLETON, PROGRAM DIRECTOR

**CONCEPTUAL
ENTRANCE
ELEVATION**

DATE 09/23/2010
SCALE NO SCALE
NO SCALE

SHEET NO.
AA-5



ARCHITECTURE
PLANNING
INTERIORS
JOHN W. GOWER, P.A.
ARCHITECT C-9199
509 RAMONA ST/706
ALBANY, CA 94706
T 510-525-9630
F 510-525-9630

ARCHITECTURAL
CONCEPTS

CALIFORNIA SPORTS COMPLEX
FERRY STREET, MARTINEZ, CA
DAN MIDDLETON, PROGRAM DIRECTOR

CONCEPTUAL
RENDERING

DATE
09/23/2010
SCALE
NO SCALE

SHEET NO.
AA-0

5. All proposed uses, including any proposed outdoor use

Basketball Programs:

The basketball programs will be managed by Kelly Sopak, Director of Basketball Operations. Kelly has gained a great amount of experience as the Head Girls Coach at Northgate High School and recently at Miramonte. He is also the Director of the Cal Stars AAU program and the CYO Director of Santa Maria. He also has a vast number of years running tournaments and attracting high level talented basketball players and teams to the area. The Cal Stars program over the last 3 years has helped over 40 players get scholarships to Division 1,2,33 and NAIA schools. We will run programs for all ages from 2nd grade to adult. Competition will start at the lowest level recreational levels to the top competitive high school teams in the country.

Volleyball:

Similar to Basketball, We will run programs for all ages from 2nd grade to adult. Competition will start at the lowest level recreational levels to the top competitive Power Leagues according to the USA Volleyball association.

California Sports Club:

Our California Sports Club director will set up a variety of fitness programs for the general public who will mainly use the weight and cardio rooms for workouts. These members will also have access to all other programs being offered in the complex. For the general public we will offer a membership fee that gives local residents access to the entire complex at a reasonable monthly fee. Also for the local community we will offer a \$5 drop in fee per day and a reduced fee membership for the parents when their daughter or son is registered in one of the many leagues that will be offered.

Yoga and Wellness:

The Yoga and Wellness program will be directed by Gina Middleton. Through a wide variety of Yoga classes and fitness classes, an individual has the opportunity to find a program that is appropriate for their mind and body. With a variety of classes, a person has the control to build their knowledge about their health and well-being. The program offers classes based on Hatha Yoga. Classes cover a wide variety of groups including classes for kids, all age levels, specialty sports, and styles of vinyasa and gentle yoga. Other classes include body fitness classes, willpower and grace™, guided meditations, and dance.

Also through the program, there will be workshops and seminars. The workshops and seminars will include the same variety as the classes offered. In the near future Yoga Teacher Trainings and willpower and grace™ trainings will be offered.

Finally, the program has connection to a holistic, natural and tranquil space in Costa Rica. Annual wellness retreats and training programs in Costa Rica offered solely for the members of the sports complex.

Special Needs Program:

Our sports complex will be designed with the players who have special needs to have access to our facility and the opportunity to belong to teams and camps. The facility will have handicapped entrances on the front and side of the building. The basketball hoops will be adjustable to 7 ft to allow for young kids with special needs to play the game.

Nutrition Management:

The director of the California Sports Club will hire an external nutritional specialist to provide the services needed for our members.

Sports Medicine Programs:

We will have an affiliation with Alhambra High School to offer continuing education and training of sports medicine. The high school program can have their students provide sports medicine services to the California Sports Complex as part of their normal class work.

Future Programs will include: Squash, Racquet ball courts, outdoor beach volleyball, batting cages and a possible Olympic swimming pool if we can attract a USA National swim team like the Terrapins.

6. *Tenant attraction approach, including preliminary commitments*

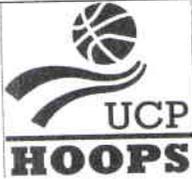
We have a wide range of tenants that will use the facility year round and on every weekend. Basketball and Volleyball will be the marquee events in the facility. Our research has identified both Basketball and Volleyball is the #1 and 3 in popularity in youth and high school sports. We will have local, regional and national clubs using the facility. We already have arrangements with a few clubs to call it their home for practices, games and tournaments. They are: Cal Stars AAU Basketball and Northern California Volleyball. In addition, the East and West Diablo CYO organizations will find our facility very convenient and affordable to what they have today with local high schools and other gyms like Tice Valley. We anticipate because of our relationship with the directors of both CYO programs, that they would choose to use our facility over others from the past.

The Cal Stars AAU Basketball program is the largest girls' basketball program in Northern California. They are a club sponsored under the AAU (American Athletic Union). The AAU has stated that girls and boys basketball are their two top sports that they support. Northern California Volleyball Association is the 4th largest association under USA Volleyball. NOVA has close to 1,000 clubs and over 13,000 playing members in northern California.

Club or Business	Probability of getting business
AAU Club Basketball practices	100%
AAU Club Basketball Tournaments	100%
CYO Basketball Practices	100%
CYO Basketball Tournaments	100%
Special High School basketball Tournaments (West Coast Jamboree)	100%
Coaching Clinics and Training	100%

NCAA College Viewing Basketball	100%
Adult Volleyball Leagues	100%
Adult Basketball Leagues	100%
Individual Basketball and Volleyball conditioning and training	100%
Volleyball Tournaments	100%
Sports Complex Cafe	100%
Volleyball Practices	100%
CYO basketball Camps	100%
AAU Basketball Camps	100%
Volleyball Camps	100%
Special Needs Camps	100%

Organizations and Non-profits who will use the facility.

Cal Stars AAU Basketball		www.calstars.org
Alhambra Ladies Basketball		www.alhambraladiesbasketball.org
Northern California Volleyball Association		www.ncva.com
United Cerebral Palsy, Special Needs Basketball		
Pacific AAU Basketball		www.aaupacific.com
AAU Girls Basketball		http://www.aaugirlsbasketball.org/

AAU Boys Basketball		http://www.aauboysbasketball.org/
CYO Basketball		www.oaklandeyo.org/basketball.html
Yoga Costa Rica		www.yogacostarica.org
USA Volleyball		http://usavolleyball.org
USA Basketball		www.usabasketball.com
Sports Medicine		Local connection with Sports medicine programs

7. Architectural approach and aesthetic compatibility with existing Downtown structures

Building: The existing tilt-up warehouse building will be upgraded in appearance, in the final design, to reflect the colors, design elements, and character of the current downtown area while maintaining the industrial character of the site. Because there is a great diversity of building types and appearances in the existing urban fabric, judicious use of selected design elements is necessary. The nature of the building and the project costs impact the extent of the upgrades so the design changes to the exterior need careful study.

The nearest and most prevalent structures such as the train station, and adjacent buildings will provide the inspiration for the design elements. Super graphics of basketball and volleyball players will add playfulness to the exterior appearance and reflect the use of the building. The portico serves as defining element for the front entrance and allows for covered outdoor space for our patrons in inclement weather.

Site: The site will have new landscaping to reduce the amount of paved area and bring in elements of the current adjacent parklands. Outdoor benches and a seating area near the front entrance will utilize the same type of street furniture found in the downtown area and could be

accessed from the dining area on the first floor. These elements will aesthetically enhance the site appearance providing the front entrance with an inviting feeling. An elevated link to the train station utilizing the design elements of the station would be part of the future planning. Additional plans include expanded outdoor facilities such as the swimming pool, handball/racquetball courts, beach volleyball and the batting cages.

8. Discussion of compliance with relevant City zoning regulations, including any planning approvals that required for the proposed project, and CEQA compliance

The project will comply with the waterfront zoning regulations, any conditional use permits, and building permit requirements. Continuous meetings with City staff and the community at large will enhance the planning process and assure that all parties are in agreement with the design and the short and long-term proposed uses of the facility.

The project complies with CEQA due to its urban setting, non-disruption to traffic flow, non-creation of pollutants, etc. and will receive a negative declaration. All construction on the site will utilize all known methods to minimize pollution and will recycle up to 90% of all waste materials.

V. Description of relevant development experience

JOHN COWEE

Project Architect, California Sports Complex

archcow@archlink.net

www.architectural-concepts.net

(510) 525-9630

Relevant Projects

Foothill Square Daycare Center, Oakland, CA

12,500 sf. Sports & Shopping Units Council of Jay-Phares Corporation (contact: retired)



The project involves renovation, seismic upgrade, and conversion of a retail store into a fully functioning 2-story daycare center for 108 children with four classrooms, commercial kitchen, library and training rooms for staff and parents. Construction included replacement of the mechanical, electrical, and fire alarm systems. Mr. Cowee served as the architect during design and construction providing full services to the developer, Jay-Phares Corporation, property manager of Foothill Square Shopping Center.

111 Jones Street Apartments, San Francisco, CA

100,000 sf. Merry Charities Housing California Co. Allied Irish Bank (contact: not available)

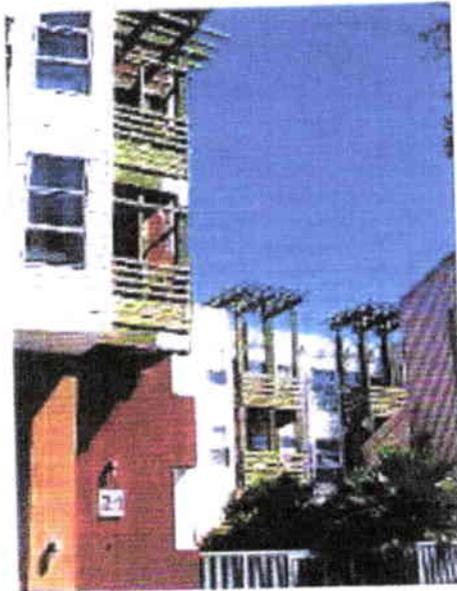


The project is a postmodern interpretation of the traditional San Francisco Apartment building in the Tenderloin District. The 12-story cast-in-place 108-unit apartment building contains twelve 1,250-s.f. 3-bedroom units, forty-eight 900-s.f. 2-bedroom units, and forty-eight 700 s.f. 1-bedroom units over a 2-story subterranean garage. The project utilizes a structural slab-on-grade over concrete piles foundation system. The facility features an enclosed courtyard, enclosed 2-level parking garage with space for each unit and visitor parking, private and public open space, commercial space, and interior courtyard views from units. The building meets all zoning requirements and enhances the character of the neighborhood. Mr. Cowee served as a consultant to Allied-Irish Bank and the Owner during final design and construction providing progress reports architectural design consultation and construction document and engineering constructability reviews.

JOHN COWEE

1028 Howard Street Apartments, San Francisco, CA

38,000 sf. Merr. Chanter Housing California Cr. Allied Int'l Bank (Contact: not available)



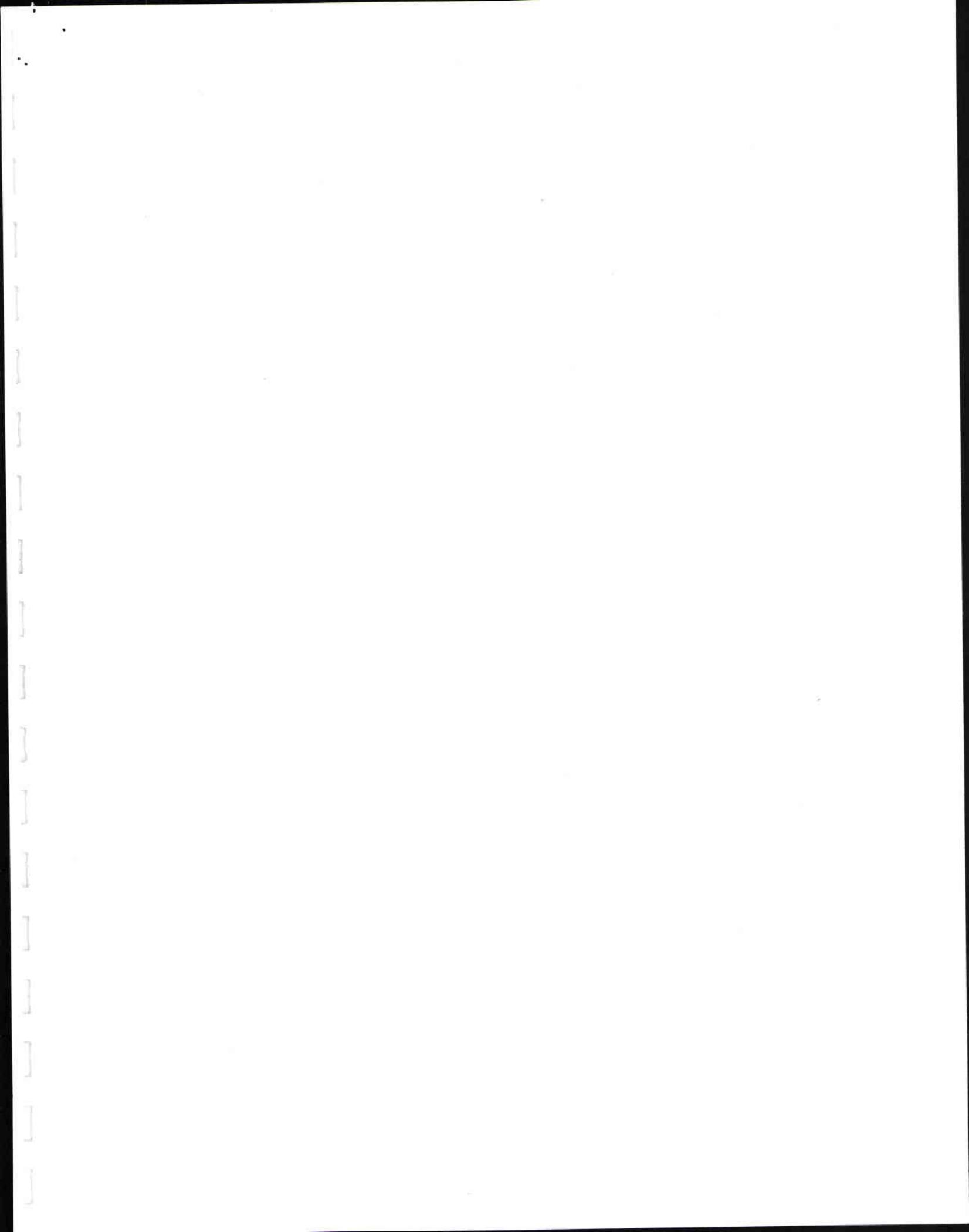
The project is a contemporary interpretation of the industrial heritage of San Francisco's South of Market Area. The 4-story 30-unit apartment building contains four 1,250-s.f. 3-bedroom units, twelve 900-s.f. 2-bedroom units, and fourteen 700-s.f. 1-bedroom units over a post-tensioned concrete slab podium. The facility features an enclosed courtyard, enclosed parking garage space for each unit, private and public open space, commercial space, and interior courtyard views from units. The building meets all zoning requirements and compliments the neighboring residential / industrial character of the neighborhood. Mr. Cowee assisted the lender and client with project coordination as well as preparation of lender review documents, construction progress reports, and pay application approval, architectural design consultation, and construction document review.

1450 Fruitvale Avenue Office Building, Oakland, CA

51,000 sf. Mr. & Mrs. Bill Pava, Owners



Contemporary Style 4-story office building containing space for several tenants. The facility features an elevator tower, on-site parking space for each office, private and public open space, and interior atrium views from office. The building meets all zoning requirements and compliments the residential character of the neighborhood. Mr. Cowee assisted the owner with agency coordination and neighborhood meetings as well as preparation of design review documents and presentation to city agencies and review boards.



JOHN COWEE

Kaiser Richmond Medical Center, Richmond, CA

35,000 sf. Addition, Kaiser Permanente, Owner John Cowee, Project Planner 510.525.9630



The project includes a contemporary addition to the existing medical center building. The facility houses a laboratory, clinic space, Operating Rooms, Sterile Processing, and other support spaces. The parking lot was upgraded to add handicap parking and a heliport. The addition reflects the style of the original 1960's building. Mr. Cowee provided design, planning, and budgeting experience assistance to the project team.

Kaiser Medical Office Building, Pinole, CA

35,000 sf. Addition, Kaiser Permanente, Owner John Cowee, Project Designer 510.525.9630

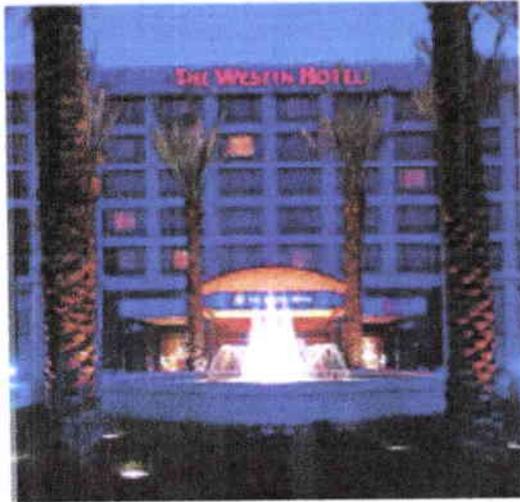


A new state-of-the-art Medical Office Building housing a pharmacy, 3 clinics, a conference center, and support space. Mr. Cowee provided design, planning, project management, and budgeting experience assistance to the project team. The facility serves the Kaiser Permanente patients in Pinole and neighboring communities.

JOHN COWEE

The Westin Hotel, San Mateo, CA

65,000 sq. Westin Corp., Owner Leo A. Daly Co. John Cowee, Project Architect \$10,525,9030



The project includes a new 200-room state-of-the-art hotel building near the San Francisco Airport. The hotel sits in the flight approach requiring the design to meet maximum height requirements and provide triple-glazing on all windows for soundproofing. The hotel features an indoor atrium and pool area. Mr. Cowee provided design, planning, project management, and budgeting experience assistance to the project team. The facility was originally built for the Sheraton Corporation and sold to the Westin Corporation.

Kaiser Medical Center, Oakland, CA

10,000 sq. Emergency Department Addition, Kaiser Permanente, John Cowee, Project Manager \$10,525,9830



The project includes a new state-of-the-art Emergency Department Addition to the existing Oakland Medical Center Emergency Department. The site is extremely small and required major relocation of utilities, gas tanks, underground fuel for the emergency generators, and relocation of several utility lines. The building is a stand-alone structure intended to remain in place following removal and replacement of the existing hospital. The addition reflects the character of the other buildings to remain on the site. Mr. Cowee provided design, planning, project management, and budgeting experience assistance to the project team. The facility serves the Kaiser Permanente patients in Oakland, Piedmont, and neighboring communities.

Sandcastle Entertainment Complex, Tumon Bay, Guam

52,000 sf. Sandcastle Inc., Mark Balisga, Owner 671.671.049.7203



The entrance is under a lighted portico that leads to an elegant lobby with spiral stairway. The building is a 3-story concrete structure housing a grand showroom with 350 seats suitable for Las Vegas style shows, a 750-seat New York style nightclub/discotheque with \$1 million in art and lighting, a chick VIP lounge with 50ft-high window, and central kitchen. The building is design to resist typhoons and magnitude 8.5 earthquakes that occur in the south pacific.



Kaiser Data Center, Walnut Creek, Ca

50,000 sf. Kaiser Permanente, owner George Dewler, Project Manager (Retired)



A 4-phase project to renovate and upgrade a tilt-up concrete building into an 80,000 sf computer data center for Kaiser Permanente. The center handles all of Kaiser Permanente's medical billing for northern California.

Relevant Projects

John Muir Health, Concord, CA

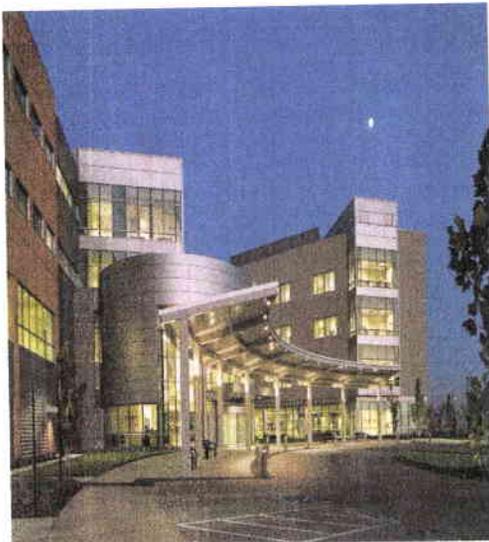
Contact: Paul Guilkey, General Contractor, Guilkey Construction



Manage renovation and plant maintenance projects in multiple locations. Oversaw tenant improvement of administrative office building to include 51 workstations, 19 private offices, 3 conference rooms; managed all aspects of staff relocation from three locations. Coordinated weekend cutover to new electrical panel while keeping 7x24 units operational. Currently managing workload of eight other projects with total project budget ranging to \$2.3M, most of which require stringent OSHPD permitting and oversight.

Kaiser Permanente, Antioch, Ca

Contact: Tim Baker, Staff Project Manager, Kaiser Permanente

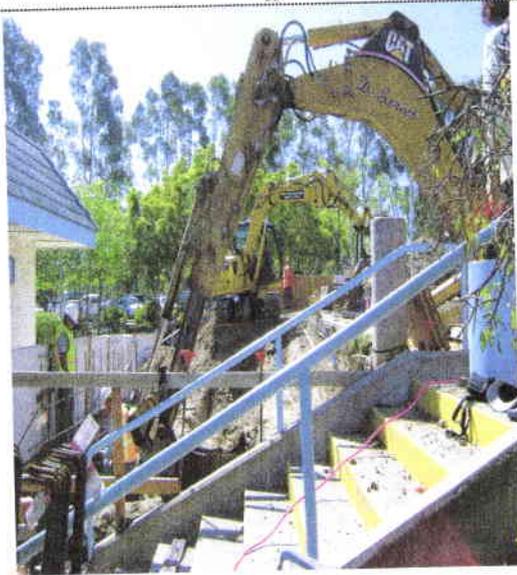


Managed safety and operational corrections for newly opened hospital medical center including interior, onsite and offsite improvements with budget of \$14.4M. Orchestrated acceptance of roads by the city, installed cell phone infrastructure, corrected drainage at loading dock. Oversaw demobilization of general contractor.

KAREN CAUAYANI

Kaiser Permanente, Martinez, Ca

Contact: Tim Baker, Staff Project Manager, Kaiser Permanente



Co-managed RFP process for ADA barrier design remediation across five campuses. Remediated ADA barriers across 10-building campus in Martinez including parking, exterior and interior path of travel, bathrooms, and transaction counters. Designed and constructed imaging services breast care center.

Kinder's Meats*Deli*BBQ, Hercules CA

Contact: Paula Kinder, Owner



Managed the build out of quick service restaurant. Developed construction schedule, reviewed and approved invoices. Initiated competitive bidding for next store build-out which resulted in hiring of new contractor and savings of \$40k. Researched and procured online credit card processor and identified \$18k annual savings for existing stores.

VI. Evidence of financial capability

Our analysis is written assuming a fully operational facility after all capital improvements and business is at 68% utilization. The following statements of financial expectations are considered conservative at this time.

We assume an investment of \$5.06 million cash over the first 2 years of operation. This investment will be done in phases.

Phase 1: January 2011- \$1.2 million

Phase 2: August 2011- \$3.1 million

Phase 3: January 2012- \$0.76 million

Our startup revenue for 2011 will be \$60,000/month starting in October, 2011 and growing to a full run rate of \$130,000/month in January 2012. We have run detail cash flow statement that shows us breaking even in the 3rd year of operation. The revenue is driven by court rentals, food service, entrance fees, club memberships, weekend tournaments, coaching clinics, youth clinics, yoga and wellness and much more. Our operating expenses consist of salaries, insurance and other standard costs.

Category	Monthly
Monthly Operating Expenses	\$ (60,000)
Monthly revenue	\$ 130,000
Operating Profit (excl interest and principal)	\$ 70,000

We have a number of funding resources that are ready to execute once we get approval to move forward. Once we win the proposal we will negotiate with Glopac International on funding. We will also negotiate final prices for Glopac ReZist-it system for the interior build-outs. In addition we will submit proposals for Government Grant number EDA06222009EDPA, 11.300- Investments for Public Works and Economic Development Facilities. Lastly, we would discuss any additional funding or further extension of the lease arrangement beyond the first 5 years.

Because we are a new company, these financial arrangements will not turn live until we win the proposal. It is not realistic to think the funding sources mentioned above would provide the funding until the negotiations are complete between the California Sports Complex and the City of Martinez. All the funding sources want to know the total investment coming from the city before laying down any private monies. The whole economic benefit to the City of Martinez Community needs to be taken into consideration with all funding sources.

Our analysis assumes less than a 3 year payback on approximately \$5 million of capital investment required. We are assuming the city will provide some funding knowing they are the recipients of over \$1.3 million of additional economic development per year. We will also be asking the city for a long term lease (15-20 years) at \$1/year to ensure our business model turns a profit at the beginning of the third year. Once the original investment can be recouped we have

future plans of other capital improvements of a running track, beach volleyball and Olympic size swimming pool. The Olympic size swimming pool is contingent on a major USA swim club like the Terrapins, to make a 10 year contract. The California Sports Complex would like to be in a position in the next 5 years to fund these additional capital improvements from our own cash flow by plowing profits back into the facility.

VII. Identification of the legal entity

The California Sports Complex started its filing as a Limited Liability Organization once the RFP was officially announced. The filing should be complete once the California Sports Complex is selected at the winner or the RFP. The LLC is run by the President, Dan Middleton. Dan has been running his own company since 2008 after a 30 year career in major corporate businesses. His corporate experiences make him more than qualified to setup, hire, fund and manage a facility like the California Sports Complex.

Dan has retained top notch talent by retaining John Cowee as the Master Architect, Karen Cauayani as Construction Manager. All these professionals bring a wealth of experience (over 55 years) to this project. Themselves as individuals have provided services to other non-profits and cities just like Martinez over the years.

VIII. Describe the intended role of each partner in the project

Dan Middleton will provide overall executive management, leadership, and sponsorship of the project. He is the President of the California Sports Complex and has over 30 years working as a senior executive. He also owns his own Executive Leadership and Career Coaching business called Performance Coaching. While running his business he spends an enormous amount of time in the community with his Alhambra High School and Cal Stars basketball programs.

www.performancecoachdan.com
www.californiasportscomplex.com
www.alhambraladiesbasketball.org

John Cowee will provide all architectural services to the project. John has over 30 years experience in the architectural field and has designed many facilities from hospitals to entertainment complexes similar to what we are proposing. John has an impressive resume of projects all throughout the San Francisco and Bay Area.

Karen Cauayani will provide all Construction and Project Management services to the project. Karen is currently working for the John Muir Hospital on major construction jobs in the east bay while they finish the hospital construction in Walnut Creek. Karen is also an adjunct instructor at the Martinez Adult Education Center.

Kelly Sopak will provide all Basketball consulting and program design to the project. Kelly has been involved with similar basketball programs for over 10 years. In addition, he has been running his own State Farm insurance business successfully for over 15 years and a member of the prestigious SVP Club. He is a graduate from the University of Nevada where he played college baseball 4 years.

www.calstars.org

Linda Middleton will provide all landscape and interior design services. Linda owns her own business called Terralinda Design and has been providing inspirational gardens for clients in the East Bay since 2004. She has also studied Interior Design at the Maryland Institute College of Art and Landscape Design at Merritt College in Oakland, CA. She currently serves as a board member of the Association of Professional Landscape Designers (APLD) California chapter and been a Certified Bay Friendly Landscape Professional since 2008. In the last 3 years she has made a tremendous impact on the campus landscape of Northgate High School. The facility used to be a barren landscape until she mobilized a team of volunteers to plant trees and change every aspect of the landscape around the campus.

www.terralindadesign.com

Glopac International will provide 2 services to the project: 1- They have indicated a desire to work with us on funding once we win the bid and details from the city have been examined. 2- Interior walls and construction materials at reasonable cost in favor of using our facility as a showcase for the SF and bay area. Glopac CEO, Frank McDonald has been in constant discussion about this project and is aware of the obligations once we win the bid and start the negotiations.

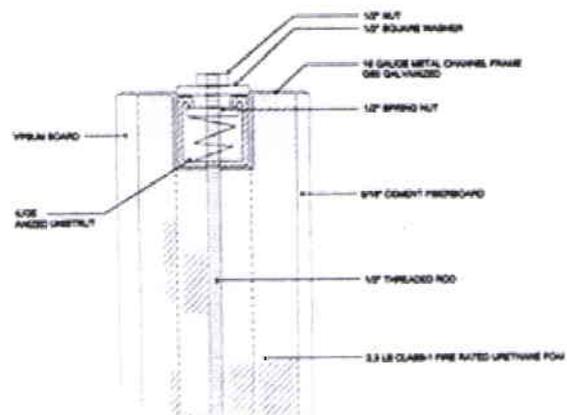
www.glopacinternational.com

ReZist-It: Powerful Design

The *ReZist-It* system has been *architecturally designed and professionally engineered.*

Our design includes:

- Proprietary components
- High quality
- Extreme durability
- Easy fabrication and assembly on site
- Patent-pending locking system



IX. Preliminary schedule for building renovation and/or new construction

We have our project designed into 3 phases as described above.

Phase one (first 3 competition courts) completion- September 12, 2011

Phase two (first floor build out) completion- December 23, 2011

Phase three (second floor build out) completion- Dec 25, 2012



X. Execution of leases and target opening date.

We are pleased to announce that our target opening date for phase 1 is September 12, 2011. This is an aggressive date knowing all that has to be done to the building for seismic retrofitting and general work for plumbing and electrical. Our second phase will be complete December 23, 2011, and the third phase on December 25, 2012.

Our assumption for lease arrangement is mutual with the City of Martinez. We are expecting the city will provide the facility for \$1/year for at least the first 5 years if not longer. We know the city and the community will be benefiting in an enormous way from the volume of athletic programs and people that will visit the facility. We estimate the economic growth for the city starting in 2012 will be over \$1.3 million per year.

XI. Preliminary pro forma for the project

Monthly Cash Flow Projection- Year 1
California Sports Complex
September 24, 2011

	Pre-Startup	Jan-11	Feb-11	Mar-11	Apr-11	May-11	Jun-11	Jul-11	Aug-11	Sep-11	Oct-11	Nov-11	Dec-11	TOTAL
1. CASH ON HAND [Beginning of month]	-	-	1,152,965	(62,292)	(93,438)	(124,584)	(155,730)	(186,876)	(245,022)	2,721,821	(429,236)	(461,342)	(490,449)	-
2. CASH RECEIPTS	-	-	-	-	-	-	-	-	-	-	60,000	60,000	60,000	180,000
(a) Cash Sales	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(b) Collections from Credit Accounts	-	-	-	-	-	-	-	-	-	-	60,000	60,000	60,000	-
(c) Loan or Other Cash Injection	-	1,184,111	-	-	-	-	-	-	3,058,960	-	-	-	-	4,243,061
3. TOTAL CASH RECEIPTS [2a + 2b + 2c-3]	-	1,184,111	-	-	-	-	-	-	3,058,960	-	60,000	60,000	60,000	4,243,061
4. TOTAL CASH AVAILABLE [Before cash out] (1 + 3)	-	1,184,111	1,152,965	(62,292)	(93,438)	(124,584)	(155,730)	(186,876)	2,813,908	2,721,821	(369,236)	(401,342)	(432,449)	-
5. CASH PAID OUT	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(a) Purchases (Merchandise)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(b) Gross Wages (excludes withdrawals)	-	13,000	13,000	13,000	13,000	13,000	13,000	13,000	13,000	13,000	13,000	13,000	13,000	216,000
(c) Payroll Expenses (Taxes, etc.)	-	2,000	2,000	2,000	2,000	2,000	2,000	13,000	13,000	13,000	13,000	13,000	13,000	90,000
(d) Outside Services	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(e) Supplies (Office and operating)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(f) Repairs and Maintenance	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(g) Advertising	-	1,000	1,000	1,000	1,000	1,000	1,000	3,000	3,000	3,000	3,000	3,000	3,000	24,000
(h) Auto, Delivery, and Travel	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(i) Accounting and Legal	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(j) Rent	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(k) Telephone	-	1,000	1,000	1,000	1,000	1,000	1,000	3,000	3,000	3,000	3,000	3,000	3,000	24,000
(l) Utilities	-	1,000	1,000	1,000	1,000	1,000	1,000	3,000	3,000	3,000	3,000	3,000	3,000	24,000
(m) Insurance	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(n) Taxes (Real Estate, etc.)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(o) Interest	-	5,871	5,822	5,773	5,723	5,674	5,625	5,576	20,569	20,516	20,346	20,183	19,986	141,760
(p) Other Expenses (Specify each)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(q) Miscellaneous (Unspecified)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(r) SUBTOTAL	-	23,871	23,822	23,773	23,723	23,674	23,625	23,575	65,593	65,516	65,346	65,183	64,986	519,760
(s) Loan Principal Payment	-	7,276	7,324	7,374	7,403	7,472	7,522	7,571	26,414	26,590	26,767	26,944	27,121	185,796
(t) Capital Purchases (Specify)	-	-	1,184,111	-	-	-	-	-	-	3,058,960	-	-	-	4,243,061
(u) Other Start-up Costs	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(v) Reserve and/or Escrow (Specify)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(w) Owner's Withdrawal	-	-	-	-	-	-	-	-	-	-	-	-	-	-
6. TOTAL CASH PAID OUT [Total 5a thru 5w]	-	31,146	1,215,267	31,146	31,146	31,146	31,146	58,146	92,107	3,151,067	92,107	92,107	92,107	4,548,617
7. CASH POSITION [End of month] (4 minus 6)	-	1,152,965	(62,292)	(93,438)	(124,584)	(155,730)	(186,876)	(245,022)	2,721,821	(429,236)	(461,342)	(493,449)	(525,556)	-

Monthly Cash Flow Projection- Year 2
California Sports Complex
September 24, 2011

	Pre-Startup	Jan-12	Feb-12	Mar-12	Apr-12	May-12	Jun-12	Jul-12	Aug-12	Sep-12	Oct-12	Nov-12	Dec-12	TOTAL
1. CASH ON HAND [Beginning of month]	-	(625,556)	262,064	(470,648)	(443,194)	(415,740)	(388,286)	(360,832)	(346,378)	(331,924)	(317,469)	(303,015)	(288,561)	-
2. CASH RECEIPTS	-	-	-	-	-	-	-	-	-	-	-	-	-	1,560,000
(a) Cash Sales	-	130,000	130,000	130,000	130,000	130,000	130,000	130,000	130,000	130,000	130,000	130,000	130,000	-
(b) Collections from Credit Accounts	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(c) Loan or Other Cash Injection	-	760,156	-	-	-	-	-	-	-	-	-	-	-	760,156
3. TOTAL CASH RECEIPTS [2a + 2b + 2c-3]	-	890,156	130,000	130,000	130,000	130,000	130,000	130,000	130,000	130,000	130,000	130,000	130,000	2,320,156
4. TOTAL CASH AVAILABLE [Before cash out] (1 + 3)	-	264,600	392,064	(340,648)	(313,194)	(285,740)	(258,286)	(230,832)	(216,378)	(201,924)	(187,469)	(173,015)	(158,561)	-
5. CASH PAID OUT	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(a) Purchases (Merchandise)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(b) Gross Wages (excludes withdrawals)	-	33,000	33,000	33,000	33,000	33,000	33,000	33,000	33,000	33,000	33,000	33,000	33,000	396,000
(c) Payroll Expenses (Taxes, etc.)	-	2,000	2,000	2,000	2,000	2,000	2,000	13,000	13,000	13,000	13,000	13,000	13,000	90,000
(d) Outside Services	-	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	60,000
(e) Supplies (Office and operating)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(f) Repairs and Maintenance	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(g) Advertising	-	1,000	1,000	1,000	1,000	1,000	1,000	3,000	3,000	3,000	3,000	3,000	3,000	24,000
(h) Auto, Delivery, and Travel	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(i) Accounting and Legal	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(j) Rent	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(k) Telephone	-	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	36,000
(l) Utilities	-	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	36,000
(m) Insurance	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(n) Taxes (Real Estate, etc.)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(o) Interest	-	23,876	23,370	23,161	22,963	22,744	22,536	22,327	22,119	21,911	21,702	21,494	21,286	269,161
(p) Other Expenses (Specify each)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(q) Miscellaneous (Unspecified)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(r) SUBTOTAL	-	70,876	70,370	70,161	69,963	69,744	69,536	69,327	69,119	68,911	68,702	68,494	68,286	811,151
(s) Loan Principal Payment	-	31,968	32,176	32,385	32,593	32,802	33,010	33,218	33,427	33,635	33,844	34,052	34,261	397,371
(t) Capital Purchases (Specify)	-	-	760,156	-	-	-	-	-	-	-	-	-	-	760,156
(u) Other Start-up Costs	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(v) Reserve and/or Escrow (Specify)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(w) Owner's Withdrawal	-	-	-	-	-	-	-	-	-	-	-	-	-	-
6. TOTAL CASH PAID OUT [Total 5a thru 5w]	-	102,844	852,702	102,844	102,844	102,844	102,844	116,546	116,546	116,546	116,546	116,546	116,546	2,068,708
7. CASH POSITION [End of month] (4 minus 6)	(525,556)	262,064	(470,648)	(443,194)	(415,740)	(388,286)	(360,832)	(346,378)	(331,924)	(317,469)	(303,015)	(288,561)	(274,107)	-

	Pre-Startup	Jan-13	Feb-13	Mar-13	Apr-13	May-13	Jun-13	Jul-13	Aug-13	Sep-13	Oct-13	Nov-13	Dec-13	TOTAL
1. CASH ON HAND (Beginning of month)		(274,107)	(242,153)	(210,199)	(178,245)	(146,291)	(114,337)	(82,383)	(51,429)	(40,475)	(19,521)	1,433	22,387	
2. CASH RECEIPTS														
(a) Cash Sales		136,500	136,500	136,500	136,500	136,500	136,500	136,500	136,500	136,500	136,500	136,500	136,500	1,638,000
(b) Collections from Credit Accounts														-
(c) Loan or Other Cash Injection														-
3. TOTAL CASH RECEIPTS (2a + 2b + 2c-3)		136,500	136,500	136,500	136,500	136,500	136,500	136,500	136,500	136,500	136,500	136,500	136,500	1,638,000
4. TOTAL CASH AVAILABLE (Before cash out) (1 + 3)		(137,607)	(105,653)	(73,699)	(41,745)	(9,791)	22,163	54,117	75,071	96,025	116,979	137,933	158,887	
5. CASH PAID OUT														
(a) Purchases (Merchandise)														-
(b) Gross Wages (excludes withdrawals)		33,000	33,000	33,000	33,000	33,000	33,000	33,000	33,000	33,000	33,000	33,000	33,000	396,000
(c) Payroll Expenses (Taxes, etc.)		2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	24,000
(d) Outside Services		5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	60,000
(e) Supplies (Office and operating)														-
(f) Repairs and Maintenance														-
(g) Advertising		3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	36,000
(h) Auto, Delivery, and Travel														-
(i) Accounting and Legal														-
(j) Rent														-
(k) Telephone														-
(l) Utilities		3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	36,000
(m) Insurance		3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	36,000
(n) Taxes (Real Estate, etc.)														-
(o) Interest		21,077	20,868	20,660	20,451	20,242	20,034	19,826	19,617	19,409	19,200	18,992	18,784	229,161
(p) Other Expenses (Specify each)														-
(q) Miscellaneous (Unspecified)														-
(r) Subtotal		104,546	104,546	104,546	104,546	104,546	104,546	115,546	115,546	115,546	115,546	115,546	115,546	1,320,562
(s) Loan Principal Payment		34,409	34,678	34,956	35,234	35,512	35,790	36,068	36,346	36,624	36,902	37,180	37,458	427,990
(t) Capital Purchases (Specify)														-
(u) Other Start-up Costs														-
(v) Reserve and/or Escrow (Specify)														-
(w) Owner's Withdrawal														-
6. TOTAL CASH PAID OUT (Total 5a thru 5w)		104,546	104,546	104,546	104,546	104,546	104,546	115,546	115,546	115,546	115,546	115,546	115,546	1,320,562
7. CASH POSITION														
(End of month) (4 minus 6)	(274,107)	(242,153)	(210,199)	(178,245)	(146,291)	(114,337)	(82,383)	(51,429)	(40,475)	(19,521)	1,433	22,387	43,341	

9/23/2010

CALIFORNIA SPORTS COMPLEX Phases 1, 2 and 3

Direct Costs		Phase 1	Phase 2	Phase 3	Direct Subtotals
CSI Number					
BUILDING					
Div. 2	EXISTING CONDITIONS	\$390,232	\$19,971	\$0	\$410,203
Div. 3	CONCRETE	\$0	\$8,510	\$0	\$8,510
Div. 4	MASONRY	\$0	\$0	\$0	\$0
Div. 5	METALS	\$0	\$7,056	\$1,580	\$8,636
Div. 6	WOOD AND PLASTICS	\$0	\$2,475	\$3,265	\$5,740
Div. 7	THERMAL AND MOISTURE PROTECTION	\$10,000	\$0	\$0	\$10,000
Div. 8	OPENINGS	\$18,200	\$59,550	\$24,500	\$102,250
Div. 9	FINISHES	\$96,940	\$347,105	\$101,277	\$545,322
Div. 10	SPECIALTIES	\$224,280	\$415,500	\$3,000	\$642,780
Div. 11	EQUIPMENT	\$0	\$106,000	\$0	\$106,000
Div. 12	FURNISHINGS	\$0	\$29,000	\$26,400	\$55,400
Div. 13	SPECIAL CONSTRUCTION	\$0	\$50,000	\$0	\$50,000
Div. 14	CONVEYING SYSTEMS	\$0	\$0	\$60,000	\$60,000
Div. 21	FIRE SUPPRESSION	\$21,979	\$41,400	\$39,000	\$102,379
Div. 22	PLUMBING	\$0	\$328,350	\$107,850	\$436,200
Div. 23	HVAC	\$22,505	\$107,550	\$44,420	\$174,475
Div. 26	ELECTRICAL	\$9,925	\$155,000	\$74,000	\$238,925
Div. 27	COMMUNICATIONS	\$5,445	\$6,750	\$3,278	\$15,473
Div. 28	ELECTRONIC SAFETY & SECURITY	\$21,779	\$27,000	\$13,111	\$61,890
	SUBTOTAL	\$821,285	\$1,711,217	\$501,681	\$3,034,183
SITework					
Div. 31	EARTHWORK	\$0	\$70,000	\$0	\$70,000
Div. 32	EXTERIOR IMPROVEMENTS	\$0	\$189,900	\$0	\$189,900
Div. 33	UTILITIES	\$0	\$47,700	\$0	\$47,700
	SUBTOTAL	\$0	\$307,600	\$0	\$307,600

\$821,285 \$2,018,817 \$501,681 \$53.82 \$3,341,783

Preliminary building elevations, or other pictorial representation of the proposed design concept		Beautiful 3-D rendering of the facility
All proposed uses, including any proposed outdoor use		Multi- use facility for the most popular sports- Basketball and Volleyball
Tenant attraction approach, including preliminary commitments		Volleyball and Basketball will keep the facility filled year round.
Architectural approach and aesthetic compatibility with existing Downtown structures		Changes to the exterior will accentuate the size of the facility the adjacency to the railroad with night-time lighting effects.
Description of relevant development experience, including location(s), photos or rendering, and general description for each project, plus references and contact information for each project.		Top notch professional architect and construction manager to build and Sports Professionals to manage the facility
Evidence of financial capability, including ability to raise capital for the project, cash/equity, strength of current relationships with financial institutions, overall financial track record including disclosure of non-performing loans, and whether the proposer has had any litigation/legal disputes involving a public entity, development partners or real estate ventures		Opportunities abound for capital. Glopac is our primary resource for finding the funding and the use of government grants
Identification of the legal entity that will develop and own the project, including all joint venture/limited partners and percentage interest and capital/equity committed to the project. Describe the intended role of each of the partners in the project, including		California Sports Complex will be a Limited Liability Corporation

responsibility for ongoing project management and operations		
Preliminary schedule for building renovation and/or new construction, tenant improvements, execution of leases and target opening date.		Open for business September 12, 2011
Preliminary pro forma for the project, from pre-development through completion of the proposed project.		Positive cash flow starts in 3 rd year of operations
Competitive Research		Our research demonstrates the need for a facility that will offer the most popular sports programs for youth and adults.
Marketing Plan		Marketing locally, regionally and nationally.
Economic opportunity to the City of Martinez		Potential revenue to the city of Martinez in excess of \$1.3 million
Organization Structure		Strong organization with a leader who has proven ability to manage a business
Resumes of Key Team Members		Strong team members with resumes of experience in both design, construction, sports management with many hours of volunteering

XIII. Competitive and Industry Research

Industry research shows overwhelming support for building sports complexes similar to what is being proposed by the California Sports Complex.

Of the owners of these types of facilities, an overwhelming percent (65%) are managed by public organizations like parks, schools and universities (source- 2009, Recreation Management Annual Report). 18.6% are privately held organization like the California Sports Complex.

Despite the economy, over 60% of respondents in a 2009 survey said they plan to for new or renovated facilities. 2/3 of private and parks and recreation plan to build, while less than 15% of schools and universities were planning to build. On average, those who plan to build are spending \$4,835,000 on new facilities.

In addition to anecdotal evidence about the declining cost of construction, a recent report from the Associated General Contractors of America also indicates that construction is a bargain right now. Decreasing economic activity has driven producer prices down for some kinds of material. "In addition, increased competition for a shrinking number of overall construction projects has reportedly led contractors to cut their margins, further adding to lower-than-expected bid prices on public projects," said Ken Simonson, chief economist for the AGC. "The price declines make this a great time for public agencies and private owners alike to start construction projects, particularly because this 'limited-time sale' may not last much longer."

We have a very unique situation where as the American Sports Complex in Anaheim has a very profitable facility and is 3 times larger than the California Sports Complex. They have been nice enough to provide us important demographic data on the family income level, athlete age, adult age and total visitors to their facility in 2008.

Average family income of 67% of visitors is over \$100,000
90% of the athletes are between the ages of 12-18 yrs old.
95% of spectators are between the ages of 31-59 yrs old
They had a total of 700,000 visitors, 479,000 spectators, and 232,000 athletes.

We have taken a very risk adverse approach to our estimates and assumed about one tenth the volumes of visitors than the American Sports Complex, but with one third the space. This creates lots of opportunities for further growth and economic activity to the City of Martinez.

Our other research was conducted by National Federation of State High School Associations, Indianapolis, IN, and The 2007-2008 High School Athletics Participation Survey (copyright); <http://www.nfhs.org> of which Dan Middleton is a Member. This research demonstrates a very strong opportunity for offering basketball and volleyball programs for our youths.

For both sexes, football has the most participants among organized high school sports, followed by basketball, track & field, baseball/softball, soccer, and cross-country. Wrestling is the sixth most popular sport for boys, while volleyball is the third most popular sport for girls.

For girls, Basketball and Volleyball are the number 1 and 3 top sports. For Boys, Basketball is the top sport.

Table 1211. Participation in High School Athletic Programs by Sex: 1979 to 2008

[Data based on number of state associations reporting and may underrepresent the number of schools with and participants in athletic programs]

Year	Participants ¹		Sex and sport	Most popular sports, 2007-2008 ²	
	Males	Females		Schools	Participants
1979-80	3,517,829	1,750,264			
1985-86	3,344,275	1,807,121			
1986-87	3,364,082	1,836,356			
1987-88	3,425,777	1,849,684			
1988-89	3,416,844	1,839,352			
1989-90	3,398,192	1,858,659			
1990-91	3,406,355	1,892,316			
1991-92	3,429,853	1,940,801			
1992-93	3,416,389	1,997,489			
1993-94	3,472,967	2,130,315			
1994-95	3,536,359	2,240,461			
1995-96	3,634,052	2,367,936			
1996-97	3,706,225	2,474,043			
1997-98	3,763,120	2,570,333			
1998-99	3,832,352	2,652,726			
1999-20	3,861,749	2,675,874			
2000-01	3,921,069	2,784,154			
2001-02	3,960,517	2,806,998			
2002-03	3,988,738	2,856,358			
2003-04	4,038,253	2,865,299			
2004-05	4,110,319	2,908,390			
2005-06	4,206,549	2,953,355			
2006-07	4,321,103	3,021,807			
2007-08	4,372,115	3,057,266			
			MALE		
			Football (11-player)	13,987	1,108,286
			Basketball	17,861	552,935
			Track & field (outdoor)	15,835	548,821
			Baseball	15,720	478,029
			Soccer	11,122	383,561
			Wrestling	10,090	259,688
			Cross country	13,485	221,109
			Golf	13,647	159,958
			Tennis	9,576	156,285
			Swimming & diving	6,428	111,896
			FEMALE		
			Basketball	17,564	449,450
			Track & field (outdoor)	15,772	447,520
			Volleyball	15,009	397,968
			Softball (fast pitch)	14,846	371,293
			Soccer	10,543	346,545
			Cross country	13,294	190,349
			Tennis	9,694	172,455
			Swimming & diving	6,766	147,197
			Competitive spirit squads	4,510	111,307
			Golf	9,447	69,243

¹ A participant is counted in the number of sports participated in. ² Ten most popular sports for each sex in terms of number of participants.

Source: National Federation of State High School Associations, Indianapolis, IN, *The 2007-2008 High School Athletics Participation Survey* (copyright); <<http://www.nfhs.org/>>.

Comparable Facilities

- 1- American Sports Center, Anaheim, CA
At 150,000 square feet, ASC is the largest indoor sports court complex in the world.
\$68/hr rentals
22 Indoor Volleyball Courts
16 Indoor Basketball Courts
9 Indoor Futsal Courts
1 Soccer Court featuring padded walls
- 2- HAX (Hawthorne Athletic Exchange), Hawthorne, CA
\$100/hour rentals
6 basketball courts
6 Volleyball courts
Café
Weight training room
Conference rooms
- 3- Local rentals at nearby gyms.

Tice Valley- \$70/hr
Local High Schools- range from \$20-70/hr

XIV. Marketing Plans

Our marketing will consist of many different avenues and venues to present the mission of the facility not only locally and regionally, but also nationally.

Local Marketing- In the east bay, many of the local communities have a sports and recreation activity guide. We will market our facility in those communities.

With schools, they would be using the facility for after school programs. Restaurants and hotels will partner with us by marketing inside the facility directly with our visitors and members. It is common practice for restaurants and hotels to provide discounts and special rates for groups and blocks of rooms.

Corporate marketing- The City has a few major corporations that will be asked to sponsor various programs and scholarships. The following companies would be a natural sponsorship: Kaiser, Shell, Wal-Mart, and Home Depot. The full list city employers are below.

Regional- Many sports programs have regional organizations that can do marketing for our facility. The Pacific AAU for Basketball and Northern California Volleyball association to name a few.

Nationally- We have many avenues for marketing nationally. Both Basketball and Volleyball have nationally recognized organizations. Many of the national marketing programs will come from sponsorships. Adidas is a sponsor of the Cal Stars basketball program. We have the opportunity to get sponsorships from Adidas, Hotels, AAU, Positive Coaching Alliance, USA Volleyball, Special Needs, United Cerebral Palsy, Special Olympics, PATH, Professional sports team (Lakers, Warriors), WNBA, etc...

Recreation Management magazine will provide marketing to regional and national planners of basketball and volleyball sporting events.

Host Hotels:

There are a limited number of hotels in the City of Martinez.

[Best Western John Muir Inn](#)- 445 Muir Station Road, Martinez, CA
[Americas Best Value Inn Martinez](#)- 3999 Alhambra Avenue, Martinez, CA
[Super 8](#)- 4015 Alhambra Avenue, Martinez, CA
[Muir Lodge Motel Martinez](#)- 3930 Alhambra Avenue, Martinez, CA

Other hotels near Benicia and Concord:

[Holiday Inn Express-Benicia](#)- 1375 East 5th Street, Benicia, CA
[Best Western Heritage Inn](#)- 1955 East 2nd Street, Benicia, CA
[Crowne Plaza Concord](#)- 45 John Glenn Drive, Concord, CA
[Hilton Concord hotel](#)- 1970 Diamond Boulevard, Concord

With the limited number of hotels in the city, there is a new business opportunity. We believe a Marriott Courtyard hotel would be a great fit with the city.

City of Martinez, Demographics Web Site.

Employer	# of Employees	Rank	% of Total City Employees
Contra Costa County	5,079	1	56.1%
Kaiser Permanente	1,097	2	12.1%
Shell Oil Refinery	715	3	7.9%
Veterans Admin Med Ctr	661	4	7.3%
Martinez Unified School Dist	425	5	4.7%
Contra Costa Electric	395	6	4.4%
Wal-Mart Store	278	7	3.1%
California Grand Casino	145	8	1.6%
Home Depot Store	135	9	1.5%
City of Martinez	129	10	1.4%

XV. Economic Opportunities to the Community

With the number of people visiting the facility, there is a plethora of growth opportunities for the hotels, restaurant, gasoline, grocery and other retail establishments.

With the regional and National tournaments that will run at the sports complex, hundreds of people will need hotel rooms, dinner reservations, gas, and groceries.

For the local clubs and recreation practices, tournaments and games, there will be thousands of kids and adults coming into Martinez and will need refreshments, snacks and other foods and gas.

We have identified two types of economic growth due to the influx of people into the city; 1- Regional and National visitors and 2- Local and regional daily and weekly visitors.

Regional and National visitors will bring in \$300,000 of revenue to the city.

Local and regional daily and weekly visitors will bring in \$500,000 of revenue to the city.

The Sports complex will also employ 6 full time employees and up to 50 part-time employees.

Annual salaries will be \$400,000 and part-time salaries will be \$100,000

Total economic value to the city- \$1,300,000

XVI. Administration:

CEO/President- Dan Middleton
Chief Architect- John Cowee
Construction Manager- Karen Cauayani
Facilities- Lisa Alesi
Basketball Director- Kelly Sopak, Director of Cal Stars
Yoga Director- Gina Middleton, Owner, Costa Rica Yoga
Event Scheduling- Beverly Sopak
Facilities and equipment- Rebecca Najera
Sports Café- Anthony Middleton
Office and Finance Manager- TBD
Director of Marketing- TBD
Volleyball Director- TBD
Fitness Director- TBD
Special Needs Program Director- TBD
X Front desk greeter and scheduling- TBD
X Nutrition Specialist- TBD
Maintenance Supervisor- TBD

XVII. Resumes of key team members follows

President, California Sports Complex

Relevant proposal experience

- Talented and seasoned Executive Leadership and Career Coach.
- Over 30 years of management and executive management experience in leadership development, team facilitation, vendor management, contract information technology, process reengineering, strategy and new product development, project management, operations, coaching and customer service experience.
- Over 25 years coaching Boys and Girls Basketball and Special Olympics.
- As a player, Pennsylvania State Runner up, 1977 High School Basketball Championships.

- Special Olympics Coaching 1975-1987
- Trained to coach 4 sports for Western Pennsylvania Special Olympics as a high school sophomore.
 - Assistant Director of the Westmoreland County Special Olympic Track meets.
 - Director of the Westmoreland County Special Olympic Track meet.
 - President of a Non-Profit organization called the Board of Directors. The organization donated time and money to the Special Olympics and the Special Education School in Greensburg, PA.
- CYO Basketball Head Coach 1984-1985
- St. Edwards Church, Greensburg, PA. Boys- 8-9 Grade
- Lutherville Basketball Head Coach 1993-1999
- Lutherville Recreation League, Lutherville, MD. Girls, 1-4 Grade
- Walnut Creek Association Basketball Head Coach 1999-2000
- Walnut Creek Association. Walnut Creek CA. , Girls- 5th Grade
- CYO Basketball Head Coach 1999-2004
- St. John Vianney, Walnut Creek, CA., Girls- 5,6,7,8 Grade and Boys- 3,4,5 Grade
- AAU Basketball Head Coach 2002-2003
- East Bay Panthers, Lafayette, CA. Girls 12 Under
 - Assisted with the startup of this program and managed the finances.
- AAU Basketball Head Coach and Director 2003-2006
- Raptors Basketball, Contra Costa County, Girls 13 U and Varsity
- AAU and High School Basketball Coach and Assistant Director 2007-Current
- Cal Stars Girls Basketball, Walnut Creek, CA., Director of High School Programs
 - Alhambra High School Varsity Girls Head Coach
 - Director of the Walnut Creek Classic and Alhambra Bulldog Classic Tournaments
 - Directed and managed multi-site Basketball tournaments

DAN MIDDLETON, RESUME CONTINUED

BUSINESS RESUME

2010- Current	President	CALIFORNIA SPORTS COMPLEX
2009- Current	Senior Executive Consultant	M SQUARED INC
2008- Current	Owner and Executive Leadership Coach	PERFORMANNCE COACHING
2008- Current	Executive and Career Coach	DRAKE BEAM AND MORIN
2004-2008	SVP, Operations and Leadership Coach	WELLS FARGO BUSINESS DIRECT
2003-2004	SVP, Operations Support	WELLS FARGO BUSINESS DIRECT
1999-2003	VP, Product and Project Support Services	WELLS FARGO BUSINESS DIRECT
1995-1999	Director, Product Development	PHH VEHICLE MANAGEMENT
1993-1995	Director, Information Systems	PHH VEHICLE MANAGEMENT
1988-1993	Manager, Process Re-engineering	PHH CORPORATION.
1985-1988	CAD/CAM System Trainer	PITTSBURGH TECHNICAL INSTITUTE
1979-1988	Manager, CAD/CAM Systems	WESTINGHOUSE, CONTRAVES GOERZ

EDUCATION

Executive Master of Business Administration
LOYOLA COLLEGE of MD.

Bachelor of Mechanical Engineering
UNIVERSITY OF DETROIT

Corporate Coach U.
ADVANCED CORPORATE
COACHING GRADUATE
International Coaching Federation
Associate Certified Coach, ACC

KELLY SOPAK

Director of Basketball Programs, California Sports Complex

BASKETBALL EXPERIENCE

- Current Head Coach – Miramonte High School (2009- Present)
- Founder & Coaching Director – Cal Stars AAU (2005- Present)
- Former Head Coach – Northgate High School (2005-2009)
- Current Athletic Director – Santa Maria CYO (2003-Present)
- 40+ Kids coached now playing in college
- Career High School Record – 116-30

COACHING BIO

- Coach Sopak founded the Cal Stars in 2004 and has been serving as the Club's Director and Elite Head Coach since that time. Sopak arrived in California in 2000 and has since made his positive impact on the Girls Basketball scene here in the Bay Area and around the country. Kelly has coached teams of all ages from 2nd Grade - High School Varsity and of all levels. Under Coach Sopaks' guidance the Cal Stars have produced over 40 college basketball players in the past three seasons. During this time the Cal Stars program has grown from a 1 team program in 2006 to a 16 team program today.
- Currently Coach Sopak is the Head Varsity Coach at Miramonte High School in Orinda. Kelly will enter his 6th Year as a Varsity Head Coach in the area (Northgate 2005-2009 & Miramonte 2009- Present). During that time Coach Sopak's record stands at 116 wins and 28 Losses (.805%). Coach Sopak took over the Miramonte Varsity Head Coaching position in June of 2009 www.insidebayarea.com/crime/ci_12587348. During coach Sopak's first year at Miramonte the Matadors quickly returned to Regional Dominance going 22-8 and reaching the CIF Northern California Quarterfinals before losing to eventual National Champion St Mary's of Stockton.
- Prior to Miramonte, Sopak spent four outstanding seasons at Northgate High School in Walnut Creek. During his tenure the Broncos rolled off more wins in any four year period in the schools' history with 94 wins and 20 losses. In addition the Broncos claimed Two League Titles (DFAL 2006 & DVAL 2009) during that span. The last two seasons Sopak has guided the Broncos to Back to Back North Coast Section Championship and CIF Nor Cal Division II appearances. Following the 2009 campaign the Broncos Basketball team earned their first North Coast Section Division II Scholar Team Award with the top GPA in the section at 3.49. Coach Sopak also served as the West (DFAL & DVAL) All Star Game coach the past two seasons
- Coach Sopak also serves as the Athletic Director and coach for Santa Maria Parish in Orinda. During this time Coach Sopak has guided three different teams at three different grade levels to Oakland Diocesan Championships. His most recent was 2009 when he guided the Santa Maria 4th Graders to the Championship.
- Coach Sopak has run and managed over 150 basketball tournaments in his young basketball career. These tournaments included large 60 team multi-site and multi-level competition in San Francisco and the East Bay.

GINA MIDDLETON

ginamidd@gmail.com
www.yogacostarica.org
(925) 939-1915

Director, Yoga and Wellness, California Sports Complex

Relevant proposal experience

Owner of Yoga Costa Rica

- Directs Wellness Retreats as well as other Yoga and Wellness programs
- Teaching classes to all ages and all levels, beginner to advanced
- In connection with local businesses, gyms, schools, and hotels
- In talks with local business about developing an Olympic swimming complex

A known yoga instructor in the Central New Jersey area

- Leading students in a natural and healthful way
- Worked in the Rutgers University community with students, alumni and residents
- Opened new classes to the public, especially for young children and teens

BUSINESS RESUME

2010-current	Owner, Yoga Costa Rica	Guanacaste, Costa Rica
2009-2010	Teacher, Onyx Mind Body LLC	Warren, NJ
2009-2010	Teacher, Centerspace Studios	Basking Ridge, NJ
2007-2010	Nanny, Stapleton Family	Warren, NJ
2009-2009	Intern, Rutgers Athletic and Media Dept.	Piscataway, NJ
2003-2004	Lifeguard, Heather Farm Park	Walnut Creek, CA

EDUCATION

Bachelor's Degree in Women's and Gender Studies

Rutgers, The State University of New Jersey, NJ

Registered 200 Hour

Devalila Teacher Training,

Facility Management, California Sports Complex

Relevant proposal experience

- Current Member of City of Concord Parks, Recreation and Open Space Commission-Alternate June 30, 2009 to present. Advisory body providing information and guidance to City of Concord officials on issues relating to parks and open spaces. Reviewed site proposals and advised city council on construction of new playground at Newhall Park. Reviewed and advised city officials on development of new hiking trails. Inspected Concord's city parks and made recommendations regarding improvements and upgrades. Reviewed proposed city wide budget cuts and made recommendations to city officials concerning impact of cuts on parks and recreation programs such as Cowell Pool and Camp Concord.
- Previously held a position of Front Desk Manager for the City of Walnut Creek for their Heather Farms Swim Complex. Opened the pool facility for the use of the Walnut Creek Master swimmers. Processed credit card and cash payments for both daily and monthly transactions for the entrance fees of the facility. Assisted families in signing up for swim classes as I had knowledge of what type of classes would best serve their needs. Balanced and cashed out money drawer and prepared deposits.
- Supported youth sports as children participated in USS Swimming, CYO Basketball and Clayton Valley Little League Baseball. Worked at recreation swim meets, coached CYO basketball teams and help with field maintenance at little league fields.

Business Resume

- **Caregiver** 2009 to present Martinez, CA
- **Front Desk Manager** City of Walnut Creek Heather Farms. 2008 to 2009 Walnut Creek, CA
- **Marriott Corporation ten years of experience.** Opening recruiter for 700 room hotel, payroll and benefits administration for various hotels with Marriott. Sent to opening of new hotels and trained staff. Experienced at a concierge desk to inform Marriott guests of new vacation properties.

Education

Bachelor of Arts Political Science

George Washington University, Washington, D.C

Completed coursework through Mt. Diablo Adult Education in customer service and received a certificate from the National Retail Foundation.

Construction Project Manager, California Sports Complex

Relevant Experience

- **Construction Project Manager**
 - As healthcare construction project manager, oversaw all design and construction activities of projects with cumulative budget responsibility of \$25M, including remediation of ADA barriers at KP Martinez campus, digital mammography and reading rooms, equipment upgrades in operating rooms and sterile processing departments, leasehold tenant improvement projects.
 - Managed the build-out of the Cinder's Meats*Deli*BBQ template store in Hercules on which other store designs were based. Identified requirements and procured telephone and security systems, signage and alcohol license.
 - Led committee of homeowners to design and build the entrance to Muir Oaks in Martinez.
- **Adjunct Instructor**
 - Taught Understanding Plans and Specifications at Martinez Adult Education, Spring 2010.
- **Senior Technical Manager for Financial Services**
 - Managed large-scale telecommunications projects for Bank of America.
 - Projects included all aspects of telephone and data switching technologies as well as web design and delivery.
 - Managed large groups of team members and external vendors as well as directly managing application development and operations support staff.

Business Resume

- 2010- present **Project Manager, Facilities Development** John Muir Health
- 2004-2009 **Staff Project Manager, Capital Projects** Kaiser Permanente
- 2002-2004 **Community Leader, Student** CSU East Bay
- 1990-2002 **Senior Technical Manager** Bank of America

Education

***Bachelor of Arts, Liberal Studies with
Business concentration***
California State University – East Bay

Graduate – Construction Technology Program
Martinez Technology Education Center