

Terra Realty Advisors, Inc. - Profile

Scott Sheldon is the founding Principal and President of Terra Realty Advisors, Inc. In addition, we have a dedicated staff providing research, analysis and due diligence on behalf of our clients. Terra Realty Advisors, Inc. was formed in 2008 to broaden and expand our public and private sector real estate consulting practice. We have extensive experience in the development, construction and ownership of Class "A" office buildings in California, Colorado and Washington. We have also developed or acquired retail shopping centers, together with industrial "tilt-up" warehouses, apartment buildings, single-family home subdivisions, schools (public & private), and religious buildings throughout the Western United States. Our projects combined value is over \$1 billion dollars.

Our consulting practice includes working with private owners and public agencies in the development, construction and/or acquisition of land for school sites, airport expansion, outdoor billboard signs, cell sites, golf course communities, hotels/resorts, storage facilities, corporation yards, auto body shop, car washes and single-family homes. During the past twenty years, we have assisted many public agencies, including Cities, Counties and School Districts, throughout California with their strategic real estate needs, including: the development of public service buildings, negotiating and structuring acquisitions, sales and property exchanges, providing asset management solutions for the short and long term needs of our Clients, and interfacing with the development community to originate and implement mutually beneficial results for both. In addition, we are an expert witness and consultant for Caltrans in real estate matters and have extensive experience in eminent domain matters.

Our forty plus years of real estate experience allows us to be a leader in real property due diligence investigations, including forensic analysis of title, land and buildings, as well as other land use matters. We have successfully completed eminent domain work as lead negotiator and expert witness on behalf of several public agency clients; working with attorneys, appraisers, civil engineers and other consultants in both the San Francisco Bay Area and Southern California. Our method is to recognize the goals and constraints of our Clients and the property, and to formulate and implement creative, market driven solutions to meet their needs, with the best information available.

Our knowledge of the strategic requirements of our Clients, as it relates to the use, development, due diligence coordination, entitlement and approval processes for their real estate assets, and being able to successfully complete projects and assignments, is unparalleled. A combination of professional experience and knowledge allows Terra Realty Advisors, Inc. to successfully manage and provide timely advice to meet all your real estate needs.

Our Philosophy

Our organizational model revolves around active management and establishing and maintaining complete and clear lines of communication. Our flat organizational structure allows us flexibility in adapting to changing situations and markets. We accomplish this through constant monitoring and tracking of events that have happened, are happening, and need to happen. Using proprietary computer models, accounting software, scheduling software, and other databases, the team at Terra Realty Advisors, Inc. is fully committed to your real estate needs. We allocate and commit the necessary resources and personnel to accomplish our tasks in a timely way, and our past record demonstrates this ability.

Terra Realty Advisors, Inc.'s approach to our assignments are straightforward and clear; with the goal to provide timely and good quality information to our Clients, so informed decisions can be made rapidly and cost effectively, while understanding the implications of those choices. With Terra Realty Advisors, Inc. being the central repository for all information, schedules, and budgets, we are able to quickly and expeditiously answer questions and provide timely information and proposed direction, to keep everything on track and on budget. We are also the "Vital Records" keeper for all our Clients, so questions and information can be dealt with quickly, both during and after a projects' completion. To help make this happen, we have invested and embraced technology to assist us in all parts of our business; with the goal of being a "paperless" office achieved over 7 years ago.

Accurate and timely information on which to base decisions will help ensure success for our Clients. Creative solutions, with an iterative approach to resolving issues, will allow our Clients to focus on macro-decisions, not micro-processes to achieve their goals. Our approach and philosophy has proved successful time and time again for both our public, as well as private sector clients.

EXHIBIT A – Compensation of the Consultant

In its capacity under this Agreement, TRA shall receive fees, as set forth in the Rate Schedule as referenced herein, which rates may be adjusted annually on July 1.

RATE SCHEDULE 2020/2021

The following are the hourly rates for each position:

\$255.00/hr
\$200.00/hr
\$175.00/hr
\$150.00/hr
\$115.00/hr
\$ 75.00/hr

Invoices will be issued monthly and will be due and payable upon receipt. All other costs, such as phone, fax, or travel outside the Bay Area or Sacramento, overnight delivery charges, blueprints, etc., and additional costs, shall be reimbursed at cost. All payments will be delinquent after 30 days, and shall bear interest at 1 1/2% per month.

The following is a budget estimate of fees likely to be incurred for our services based on the attached Scope of Services in the amount not to exceed (\$15,000.00). An estimate is not a fixed fee and does not constitute a commitment to perform services for that amount, or an obligation for the Client to pay that amount. Client consent will be obtained before TRA charges for fees that exceed the stated budget.

Preparing to serve or serving as a consultant or witness in any litigation, arbitration or other legal proceedings are additional costs, and will be charged at 1.5 times the hourly rates as shown above.

Both parties herein agree to keep all information relating to this project and Agreement confidential to the extent permitted with public agencies.

SCOPE OF SERVICES

TRA shall represent and provide advice to <u>Mountain View Whisman School District</u> ("Client"), as directed, in connection with their various real estate needs, and shall perform these services and carry out such other responsibilities as are set forth herein, and any additional duties and responsibilities as are reasonable within the general scope of such services and responsibilities as designated from time to time by the Client.

Services shall be performed in the name and on behalf of Client, and shall consist of the duties set forth herein; provided, however, the performance of any duty by TRA is not beyond the reasonable control of TRA:

- (1) Work with property owners, brokers, public agencies and TRA database tools to research and identify potential school sites within the District boundary for acquisition consideration.
- (2) Negotiate the business terms with the property owner on identified sites.
- (3) Coordinate all due diligence work on each identified site including but not limited to: title, environmental, on and offsite issues, political implications, development constraints, etc.
- (4) Work with District legal counsel on final purchase agreements and all other contracts.
- (5) Advise Client, in conjunction with legal counsel, of its obligations with respect to terms and conditions relating to directed real estate activities contained in any outside agreement, or in any agreement entered into with any governmental body or agency.
- (6) Cause the preparation and distribution to the Client of a critical path schedule, and such periodic updates thereto for directed real estate activities.
- (7) At the direction of the Client, implement any reasonable decisions of the Client made in connection with directed real estate activities.
- (8) Perform and administer any and all other services and responsibilities which are set forth in any other provisions of this Agreement, or which are reasonably requested to be performed by the Client and are within the general scope of the services described herein.



REPRESENTATIVE PROJECTS LIST

Development/Acquisition:

Edgewater Core Apartments Jackson, MS	114 units	1981-1982
CHG Plaza Office Federal Way, WA	20,980 sf.	1982-1983
Cedar Ridge Apartments Lakewood, CO	96 units	1982-1983
Siesta Hills Shopping Center Albuquerque, NM	88,320 sf.	1983-1984
Lodi Oaks Apartments Lodi, CA	107 units	1983-1984
The Globe Office Building Mercer Island, CA	22,100 sf.	1983-1984
Amador Plaza Shopping Center Amador, CA	102,000 sf.	1983-1984
Walnut Creek Business Center Austin, TX	99,600 sf.	1983-1984
Cedar Park Apartments Spokane, WA	96 units	1983-1985
Crocker's Lockers Self Storage Fairfield, CA	34,000 sf.	1985-1986
Corporate Plaza Office Fairfield, CA	40,000 sf.	1987-1989
1300 Executive Center Office Fairfield, CA	60,000 sf.	1989-1991
333 Sunset Office Suisun, CA	72,000 sf.	1990-1992
Skyline Commercial Center Fairfield, CA	13,000 sf.	1991-1992
Waterman Professional Center Fairfield, CA	22,000 sf.	1992-2003
Village Retail Center Fairfield, CA	22,500 sf.	1995-2004
Ross Dress for Less Fairfield, CA	32,000 sf.	1996-1998
Solano Office of Education Fairfield, CA	33,000 sf.	1997-1998
Gateway Courtyard Retail Center Fairfield, CA	140,000 sf.	1997-2015
Health & Social Services Office Fairfield, CA	115,000 sf.	1999-2001
Solano County Government Center Fairfield, CA	300,000 sf.	1999-2001
Brea Mixed Use Brea, CA	13,000 sf.	1999-2001
St. Andrew's Parish & School Saratoga, CA	90,000 sf.	2001-2007
Freedom Plaza Office Condo Fairfield, CA	20,000 sf.	2003-2005
Bethany Lutheran K-8 School Vacaville, CA	18,000 sf.	2004-2006



	Bellview Apartments Los Angeles, CA	36,500 sf.	2007-2010		
	Hajoca Building - Centinela Valley UHSD Lawndale, CA	30,000 sf.	2012-2013		
	Marina Office Building Lease - WCCUSD Richmond, CA	23,000 sf.	2013-2017		
	Office Building Rohnert Park, CA	6,500 sf.	2017		
	Office Building Woodland – Yolo County HS&S	63,000 sf.	2020		
I	and Acquisition - Entitlements:				
	Windrift Homes Suisun, CA	5 units	1993-1994		
	River Oaks Housing Fairfield, CA	28 lots	2003-2006		
	Travis Unified School District Vacaville & Fairfield, CA	47 acres	2003-2008		
	Woodland Joint Unified School District Woodland, CA	24 acres	2005-2009		
	The Ranch Middletown, CA	2,300 acres	2006-2007		
	Nut Tree Airport Land Expansion Vacaville, CA	41 acres	2006-2008		
	Solano Irrigation District Vacaville, CA	10 acres	2009-2011		
	Fairfield USD/City of Fairfield/Caltrans Fairfield, CA	16 acres	2011-2013		
	ICON Land Vacaville, CA	24 acres	2014-2015		
	Campbell Union High School San Jose, CA	13 acres	2017-2018		
Renovations:					
	Majestic Hotel Renovation San Francisco, CA	40,000 sf.	1981-1983		
	Princeton Court Apartment Rehab Fairfield, CA	24 units	1986-1988		
	740 Texas Street Historic Rehab Fairfield, CA	15,000 sf.	1988-1990		
	Various Tenant Improvements: Office and Retail, California	750 sf.	1990-Present		
	Brownstone Lofts Los Angeles, CA	95 units	2006-2008		
	Woodland Joint USD District Office Woodland, CA	40,000 sf.	2007-2009		
Specialty Projects: Lease - Development - Construction:					
	Green Valley Master Plan Golf Community Fairfield, CA	1,200 homes	1991-1992		
	George's Feed Store Suisun, CA	10,000 sf.	1991-1992		
	Various Outdoor Advertising Signs SF Bay Area & Los Angeles, CA				
	5 Star Car Wash Fairfield, CA	3,500 sf.	1997-1998		



Watson Auto Body Repair Facility Fairfield, CA	19,000 sf.	1998-2000
Mission Solano Bridge to Life Fairfield, CA	208 beds	2005-2014
El Dorado Polo Club Golf Community Indio, CA	1,000+homes	2006
Solano Irrigation District Corporation Facility Vacaville, CA	57,500 sf.	2008-2013
7 Flags Car Wash Facilities Vacaville & Citrus Heights, CA	3,000 sf.	2012-2014
ICON Aircraft Production Vacaville, CA	280,000 sf.	2012-Present
Long Beach USD – expanded parking lot	1 acres	2013
Santa Monica Malibu USD – mixed use, public-public plan	9 acres	2013-Present
Paradise Valley Estates expansion project Fairfield, CA	8.5 acres	2017-2019

Partial Client List: Real Property Consulting/Public:

- Travis Unified School District
- Orcutt Union School District
- Long Beach Unified School District
- Santa Monica Malibu Unified School District
- Centinela Valley Union High School District
- Montebello Unified School District
- Fairfield Suisun Unified School District
- Evergreen School District
- Campbell Union High School District
- Woodland Joint Union School District
- Chico Unified School District
- Dublin Unified School District
- Newport Mesa Unified School District
- Pajaro Valley Unified School District
- San Jose Unified School District
- Oakland Unified School District
- Compton Unified School District
- Metropolitan Education District
- West Contra Costa Unified School District

- San Rafael City School District
- Chabot Las Positas Community College District
- Solano County Office of Education
- City of Fairfield
- · City of Montebello
- City of Bell Gardens
- City of Norwalk
- Vacaville Unified School District
- California Department of Transportation
- City of Hawthorne
- City of Rohnert Park
- City of San Pablo
- County of Solano
- County of Yolo
- Solano Irrigation District
- Solano County Water Agency
- Vallejo Sanitation and Flood Control
- Cambrian School District
- Ukiah Unified School District

Partial Client List: Real Property Consulting/Private:

- MHI Real Estate
- Tellefsen Investments
- ICON Aircraft, Inc.
- Partnership HealthPlan of California
- Spectrum Properties, Inc.

- St. Andrews Parish + School
- Bethany Lutheran Church + School
- B + L Properties
- Solano Land Trust
- Watson Auto Body, Inc.



- Mission Solano Bridge to Life
- Jack Anthony Enterprises
- Concord Iron Works
- Holy Spirit Catholic Church
- Grace Episcopal Church

- Chris Miller Self Storage Company
- Dependable Plastics
- Shappell Properties, Inc.
- WW Acquisition, LLC
- Orbach Huff Suarez & Henderson LLP

Partial Client List: Outdoor Advertising (Billboards):

- City of Hawthorne, CA
- Centinela Valley Union High School District
- Montebello Unified School District
- City of Montebello, CA
- City of El Monte, CA
- City of Bell Gardens, CA
- City of Norwalk, CA
- Solano Irrigation District Dixon, CA
- City of San Pablo, CA
- Metropolitan Education District San Jose, CA

- Chabot Las Positas Community College Livermore, CA
- Chico Unified School District
- City of Lawndale, CA
- City of Galt, CA
- San Leandro Unified School District
- San Jose Unified School District San Jose, CA
- City of Baldwin Park, CA
- City of Lynwood, CA
- City of Fairfield, CA