

**TOWN OF HERNDON, VIRGINIA**

**RESOLUTION**

**OCTOBER 24, 2017**

**Resolution-** to consider a proposed Comprehensive Agreement between the Town of Herndon and Comstock Herndon Venture, LC, which would define responsibilities of both parties for the redevelopment of approximately 4.675 acres of town-owned land on Center, Elden and Station Streets as a mixed-use town center project, Arts Center and associated parking.

**WHEREAS,** the Town of Herndon ("Town") currently owns certain parcels of land in historic downtown Herndon, Virginia, consisting of approximately 4.675 acres of land (the "Land"); and

**WHEREAS,** the Town has determined that it is in the best interests of the Town and its citizens to redevelop the Land as a mixed use town center (the "Project") through a competitively negotiated public-private partnership under the Public-Private Education Facilities and Infrastructure Act of 2002, as amended ("PPEA"), and has adopted the "Town of Herndon Guidelines for Implementation of the Public-Private Education Facilities and Infrastructure Act of 2002, as amended - August 11, 2015" ("Guidelines") by vote of the Town Council of the Town of Herndon, Virginia ( "Town Council") on August 1, 2015; and

**WHEREAS,** on November 2, 2015, the Town issued a "Request for Proposals for Herndon Downtown Development Project, RFP 16-05," ("RFP") and, as permitted by the PPEA and the Guidelines, determined to use the procedures of competitive negotiation of other than professional services for the procurement initiated by the RFP; and

**WHEREAS,** the Town subsequently:

- 1) amended the RFP;
- 2) received two conceptual proposals in response to the RFP, one from Comstock Herndon Venture, LC ("Comstock");
- 3) engaged outside professionals to provide independent analysis in accordance with the PPEA and the Guidelines;

- 4) posted the proposals for public review and comment;
- 5) invited and received detailed-phase proposals;
- 6) posted those detailed-phase proposals;
- 7) received additional submissions;
- 8) held multiple negotiation sessions with proposers;
- 9) conducted a public meeting regarding the procurement and the proposals and a public hearing on the proposals;
- 10) requested public comment on the proposals;
- 11) provided Fairfax County more than 60 days to comment on the proposals;
- 12) evaluated the proposals by staff and outside professional advisors; and

**WHEREAS,** the Town of Herndon manager ("Town Manager") designated persons to evaluate the proposals in accordance with the Guidelines and the evaluation criteria for the RFP; and

**WHEREAS,** on November 30, 2016, following review of evaluations of the proposals, the Town Council concluded that the proposal submitted by Comstock was the best proposal and provided the best value to the Town under the evaluation criteria and selected Comstock as the private entity with which to finalize a comprehensive agreement for the Project; and

**WHEREAS,** the Town Council found that the purposes of the PPEA would be met by the Project based upon the criteria in Virginia Code § 56-575.4 c.1-3; and

**WHEREAS,** on September 12, 2017, Town staff and Comstock finalized a comprehensive agreement consistent with the PPEA and the Guidelines, the terms and conditions of which are set out in the "September 12, 2017, 4:40 p.m." version of the Comprehensive Agreement and its exhibits, and the Town posted this Comprehensive Agreement and its exhibits on September 25, 2017; and

**WHEREAS,** the Town Manager conducted a town hall public meeting on October 12, 2017, on the proposed Comprehensive Agreement, which was widely publicized; and

**WHEREAS,** after notice to the public, the Town Council conducted a public hearing on October 24, 2017, to consider the proposed Comprehensive Agreement between the Town and Comstock pursuant to the Public-Private Education Facilities and Infrastructure Act of 2002 for the Herndon Downtown Redevelopment Project.

**NOW, THEREFORE, BE IT RESOLVED** that the Town Council of the Town of Herndon Virginia, hereby:

1. ratifies and reaffirms its determinations and the actions reflected in the above recitals;
2. authorizes the Mayor to enter into a Comprehensive Agreement with Comstock Herndon Venture, LC, substantially in the form and with the material terms of that considered by the Town Council on October 24, 2017;
3. delegates to the Town Manager the authority to be the decision maker under Exhibit M to the Comprehensive Agreement and to make decisions as described in that exhibit;
4. delegates to the Town's Director of Public Works the authority to act as the Town Construction Manager and to make day-to-day decisions as described in Exhibit L to the Comprehensive Agreement; and
5. authorizes the Mayor to agree to changes to the Comprehensive Agreement that do not change the Town's financial obligations or materially change the Project, provided that the Town Attorney concurs with such changes.

**GIVEN** under my hand this 24<sup>th</sup> day of October, 2017.

Lisa C. Merkel, Mayor  
Town of Herndon, Virginia



ATTEST:

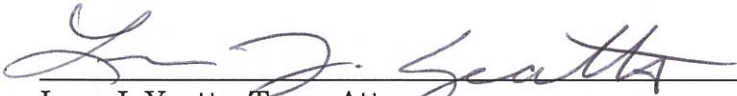
Viki L. Wellershaus, Town Clerk  
Town of Herndon, Virginia

APPROVED AS TO CONTENT:



William H. Ashton II, Town Manager  
Town of Herndon, Virginia

APPROVED AS TO FORM



Lesa J. Yeatts, Town Attorney  
Town of Herndon, Virginia

**This is certified to be a true and accurate copy of Resolution 17-G-85 adopted at a legally convened meeting of the Town Council of the Town of Herndon on October 24, 2017.**



Margie C. Tacci, Deputy Town Clerk

