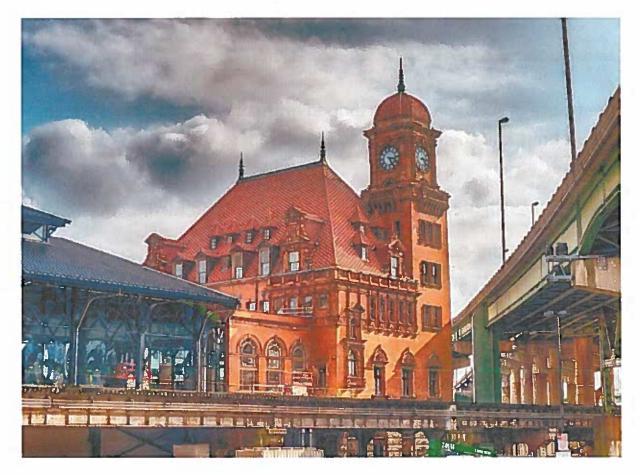
Main Street Station Multimodal Transportation Center: 40 Year Development Project

Business and Development Plan



U.S. Department of Transportation, Federal Transit Administration, January, 1995:

"The concept of a (Richmond) downtown multi-modal transportation center has been in the planning stage for almost a decade and the only suitable site for such a facility is the centrally located Main Street Station in downtown Richmond....The Center is also strategically located in the middle of the State's Urban Crescent, which is a major development corridor...this corridor is experiencing intensive growth and economic investment. Both the region and the Center will benefit from increased long distance and cross jurisdiction commuter travel resulting from the development of the Urban Crescent."

The future of America will be shaped more and more by our younger generations and their attitude and preferences for workplaces and lifestyles

This includes high-density living arrangements and car-lite lifestyles

Cities across America are now actively investing in urban center placemaking to attract and retain young workers and be a City of Choice

Main Station is the cornerstone of our region's millennial placemaking strategy – making our authentic urban environment even more appealing

EXECUTIVE SUMMARY

When Richmond's Economic Development Office was established in the 1980's, suburban markets were growing and the Richmond city population was declining. Today, following national trends of urban revitalization, the City of Richmond's population is growing at a faster rate than the neighboring counties and downtown Richmond is experiencing a resurgence. This shift to urbanism is great for Richmond, and Main Street Station is an essential anchor of Richmond's urban core located in Shockoe Bottom. This historic architectural masterpiece is an iconic landmark to those who reside in the region and to millions who travel through Richmond along interstate 95 each year. The structure serves as the hub for multimodal transportation in the State's Capital.

This business plan frames the business model for the operation of the Main Street Station shed and Head house. The following list of essential elements of a vibrant urban core represents conclusions drawn from several market studies completed for the Main Street Station and Richmond market. They include:

- Multimodal/seamless transportation providing car-lite living and accessibility, trains, trains, trains!
- Specialty markets: farmers and specialty foods, beverage, crafts, pop up retail
- · Events: small, large and new
- Art, culture, community programming
- Respecting and celebrating our city, our rich history
- Recreation, biking and connections to pedestrian/bike trails
- A reoccurring theme requested by the citizens: provide a living room for Shockoe, a place for community and gathering that encompasses all of the above.

The business services provided by the Station are:

- Transportation and connections (covered in previous section)
- Retail services complimentary to the Village of Shockoe
- World Class Event Space
- Community Programming
- Tourism First and Lasting Impressions (our hello to the world)

The completion of the former shed will house the spectacular event space with capacity estimated at 2,000 seated diners, the Virginia Welcome Center and retail spaces that when activated will certainly add to Richmond's growing cool factor. The facility will continue to serve transportation needs offering Amtrak service, Mega Bus and will expand to offer additional Amtrak service, as well as a major downtown departure and arrival location for the new bike

share hub, BRT stations, and tour buses in addition to electric car charging stations. Main Street Station will undoubtedly serve as the center piece for a revitalized bottom which includes the full redevelopment of the 17th Street Market Plaza and development of a new Heritage Center at the former Lumpkin's Jail site. The City of Richmond has invested substantially in the redevelopment of the Main Street Station since 1991 and as we close the final phases of the renovation, administration is excited about the possibilities and potential the facility offers and the future events and activities that will be hosted and housed in the space.

The management team will be selected with care and consideration because the supervision of the operation and space programming will be critical to the success of the facility. The federal sources used to fund the project require that the facility must generate revenue to support itself. In future years there may continue to be city subsidy but revenue is projected to increase incrementally over the first five years thus reducing the level of city support



in each subsequent year. The City projects operating and final upfit cost to be \$3 Million in the first year and offer a conservative projection of \$1.7 million in revenue to be generated through event space rentals, parking, and to a lesser degree the lease of retail space on the lower level.

The final product will attract events and activities that draw families, millennials, tourist, architectural and preservation enthusiast, or simply anyone seeking the coolest spot in town to meet others from the region and beyond. The branding and marketing of the new space is also being carefully developed to ensure that the space receives adequate publicity and exposure to attract users from throughout the Mid-Atlantic and beyond. Management will also work collaboratively with other venues and event planners in the region to now pursue large scale events that have long passed on Richmond because the City did not have a space of this caliber.

MAIN STREET STATION MULTIMODAL TRANSPORTATION CENTER

A 40 Year Development Project: Goal

Develop the Main Street Station complex and surrounding land into a multimodal transportation center/rail center and future high speed rail center serving downtown Richmond. The project will serve as RVA's "grand terminal" relative to Richmond's regional market and economy. Once completed, downtown Richmond will offer dependable rail connections to Washington, DC in less than two hours providing approximately 32 trains daily. Our iconic gateway, Main Street

Station, will link the most populated rail corridor in the country, the Northeast corridor, to the fastest growing rail corridor in the country, the Southeast Rail Corridor via our Capital City. This will have a tremendous positive impact on our city's future, growth (see appendices for market analysis, economic impact studies).

40 year project timeline

This 40 year development project began in the planning stages in the 1980's and was formalized in 1991 when the city submitted and was awarded an Intermodal Surface Transportation Efficiency Act (ISTEA) grant for the feasibility of this project. (See **Appendix A** for complete Project Timeline with milestones and accomplishments).

Signed into law in 1991 under President George H.W. Bush, the of 1991 (ISTEA) is a United States federal law that posed a major change to transportation planning and policy, as the first US federal legislation on the subject in the post-interstate Highway System act. The Act represents an overall intermodal approach to highway and transit funding and collaborative planning requirements. The US government recognized in order to stay globally competitive, this shift was necessary.

Intermodal Surface Transportation Efficiency Act (ISTEA) Goals and Objectives of the Main Street Station development:

- Congestion Mitigation
- Improved Air Quality
- Seamless/Multimodal Transportation
- Connecting the capital of Virginia to the national network of intercity passenger and high speed rail
- Provide multimodal choices with seamless connectivity and solution for transportation's toughest issue: "the last mile"
- Improve accessibility for all segments of the population (environmental justice)
- Expand business and tourist travel
- Catalyze economic and transit-oriented development
- Catalyze the revitalization of the commerce hub: the Village of Shockoe
- Simultaneously develop connected projects: Urban Place Making/Development

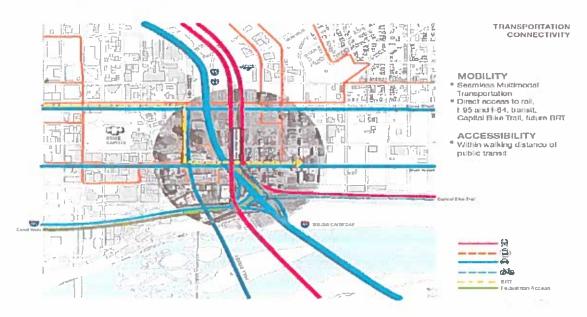
Redevelopment Project Description

Main Street Station is Richmond Region's Multimodal Transportation Center and is a priority transportation project for the region for over 25 years. The project has been funded predominantly through Federal and State transportation grant funding and the required local Richmond match. The first funds were received in 1991 and since the project's inception, the

goal is to transform the Main Street Station, constructed by the railroads in 1901, into our Richmond version of Union Station, Washington DC or Grand Central Terminal in New York City. The project mixes of uses align with mega train stations throughout America and include: trains, multimodal transportation options, tourism, events, community programming and retail. This mix of uses has been confirmed through many retail market analyses, economic impact studies as well as community collaboration and community surveys.

Main Street Station: At the NEXUS of Transportation Infrastructure:

The Station is strategically positioned within the nexus of RVA transportation infrastructure. There is no other site within the region that is better positioned. The Station provides services and connectivity for the below (see Map)



- AMTRAK future Southeast Corridor (west train trestles)
- AMTRAK bridge bus
- 800+ local transit (GRTC) busses circulating within two block radius of the station
- MegaBus intracity motor coach service (12 routes, 11,000+ patrons/month)
- Electric vehicle charging hub (DC fast chargers, level 2 chargers, Tesla)
- Virginia Capital Train Connector
- Bus Rapid Transit stations for both westbound and eastbound BRT (2018)
- Motor Coach tourism origination motor coach bays
- Surface parking lots (over 700 spaces)
- Passenger drop off plazas
- Taxis, UBER, cell phone lots, shuttles

Future Additional train service:

 AMTRAK future Southeast Corridor Florida service to Washington, DC, NYC and beyond (west train trestles) 28 trains daily

Future High Speed Rail Station - Federal Record of Decisions: Confirming Main Street Station as the Downtown RVA Station

The Federal Railroad Administration (FRA) determines the station locations in the United States and issues a Federal Record of Decision (ROD) to confirm their decisions. The FRA guidelines mandate that localities whose populations exceed 150,000 provide a station near/in the Central Business District (CBD). Main Street Station is within the CBD. See below image of the RVA CBD and Main Street Station's location within the CBD.

The FRA guidelines also encourage robust suburban stations in addition to a CBD location. We are allowed and encouraged to have both. For years, the FRA has confirmed in ROD's that Main

MSS Serves the Metro Richmond Area's Central Business District (CBD)



Main Street Station

Street Station is the selected downtown station in Richmond, Virginia serving the Central Business District. The most recent high speed rail studies for Raleigh to Richmond and Richmond to Washington DC (D2RVA) will each conclude with ROD's. The Richmond to Raleigh ROD is circulating for final approvals (Jan. 2017) and it will confirm again Main Street Station as the downtown AMTRAK station The DC2RVA draft

recommendations confirm Main Street Station too as the downtown AMTRAK station location for future higher/high speed rail service in downtown. Staples Mill will be confirmed as the suburban location in both ROD's.

Once the rail infrastructure is funded and installed, Main Street Station will also serve the Southeast Corridor trains adding approximately 28 additional trains daily for a total of approximately 32 trains daily. The Main Street Station train shed rehabilitation has been designed and constructed to support 32 trains daily will full AMTRAK baggage service. Additional rail infrastructure and outboard boarding platforms will be constructed to support 32 trains daily and Southeast Corridor Rail Service when the rail infrastructure is built, however, the train shed and adjacent platforms on the inboard side of the shed are built (2017).

In order to understand and meet the expectations of the young professional and the expectations and desires of our regional customer, the Main Street Station development team engaged retail

Millennials

2015: 29% of Workforce



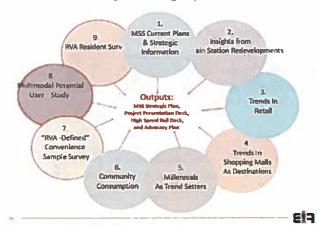
professionals, retail market consultants, demographic trend professionals and economic and market experts. This comprehensive analysis directs the highest and best development use for Main Street Station. The Main Street Station development team worked with retail experts Williams, Jackson Ewing and Market Ventures on the retail strategies and retail/food/beverage market development. Economic analysts Bay Area Economics assisted with the Shockoe Revitalization Strategy. Chamura produced economic

impact studies at key phases of the project. Southeastern Institute for Research and Siddall Communications studied national retail spending trends, shopping mall trends, similar scale and use development models including the repurposed iconic downtown train station, demographic trends. SIR also surveyed the regional customers regarding their perception of Richmond, perception of the Village of Shockoe and that of the Main Street Station. **Studies, Research and Analysis:**

- Williams, Jackson, Ewing: retail consultant and development consultant for the retail
 - highest and best use of the Main Street Station, 2006 2008
- Chamura: Economic Impact: High Speed Rail on the downtown Richmond market
- Bay Area Economics, BAE urban economics:
 Shockoe Economic Revitalization Strategy 2010
- Siddall Advertising, Advertising and Brand
 Development: 2013 present
- Market Ventures, Inc.: Analysis and Confirmation of the Outdoor Market/Indoor Market concept and the event space national comparative analysis, 2015 – 2016

Southeastern Institute for Research, SIR, Market Surveys: Analysis of the concept and mix of uses proposed for the Main St. Station, 2013 – present. Key Planning Inputs for the strategic analysis include

Key Planning Inputs



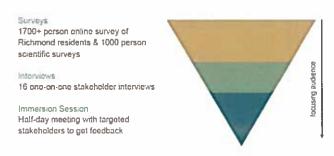
Business Model Confirmation

SIR developed a matrix and a series of methodical tasks to survey the market in order to confirm/deny that the development model was desired and supported and that the model was the correct fit for our market today. The Key Planning Inputs for the community collaboration are shown in the diagram:

The process included multiple phases and surveys – Discovery Activities:

Included were surveys of what is important to young professionals when choosing to live in an urban market. The table matrix below compared 6 cities and surveys of millennials and raised the question: When you think about a city as a place you'd really want to live, how important are each of the following to you? The highlighted portion of the next table reveals how important placemaking is within the urban market competition.

Discovery Activities



The ideal model "urban village" from the attributes above would provide car lite lifestyles, near the water with rich history. A village walkable and bikeable that offered urban outdoor recreation. A city with access to water. A great food, arts and music scene. Urban place-making, multimodal transportation and local transit providing car-lite lifestyles are a must. The village would offer a hip cool urban scene that was diverse, creative, innovative and culturally accepting. The Village just described is Shockoe.

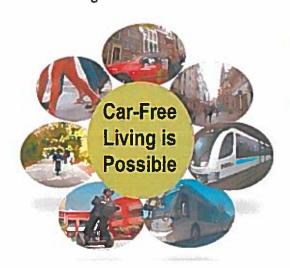
The Village of Shockoe fulfills: diversity, culture, activities/events, food and beverage, seamless transportation and car-lite lifestyles, walkable, cool/hip music scene and a livable community.

Millennials value walkable, bike-able, urban communities with easy access to multimodal transportation access.

	***	Raleigh NC	Wash. DC	Charlotte NC	Austin TX	Atlanta GA	Denver CO
	ls safe	89%	87%	86%	91%	81%	90%
	Has a variety of employment options	90%	82%	83%	85%	82%	87%
Quality <u>and</u> affordability of housing ootions		92%	83%	87%	87%	83%	83%
ſ	Offers outdoor recreation options	71%	60%	71%	77%	71%	76%
ı	Offers a great food scene	76%	75%	78%	85%	77%	75%
l	Embraces creativity	59%	55% 58%	58%	69%	59% 60% 30%	64% 64% 64%
ı	Embraces innovation	70% 28%		61%	69%		
ı	ts near the mountains		24%	40%	17%		
ı	Has access to water	59%	54%	64%	65%	54%	63%
ı	Is bike-able/walkable	46%	50%	41%	43%	44%	61%
l	Has easy public transportation	42%	66%	40%	47%	46%	60%
	Embraces small business/start- ups/entrepreneurship	54%	48%	60%	61%	54%	57%
ı	Higher education options	76%	60%	60%	73%	62%	57%
	Is diverse	60%	63%	55%	69%	55%	55%
1	Urban living environment	an living environment 47%		51%	60%	46%	53%
	Offers an active music scene	51%	36%	46%	53%	49%	49%
	Offers an active arts scene	42%	38%	44%	43%	42%	46%
	Has rich history	42%	47%	39%	41%	42%	42%

Q20. When you think about a city as a place you'd really want to live, how important are each of the following to you?

Car-Lite Living



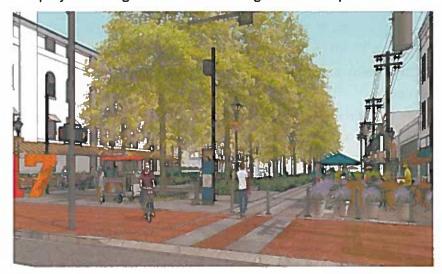
For Richmond to be a city of choice, it must provide multimodal transportation and car-lite lifestyles. Main Street Station is the NEXUS of transportation and the regional multimodal transportation center making car-free living possible.

When Millennials were surveyed by the Rockefeller Foundation (research institution) and asked the importance of transportation and transit,75% responded that they believe they will live in a place that does not require a car. With Main Street Station in the heart of our urban downtown market, car-lite living is possible.

Terrific food/beverage scene and specialty markets - indoor/outdoor

Being a foodie town and providing a great food and event scene is also on the top of the "what makes for a great urban market" list. The studies also revealed that the trends and the surveyed community wanted to see a revitalization of the 17th St. Market and a return of the actual growers markets, farmers and new markets including flowers, plants, artists, makers, musicians, local chefs, local brews, wines. Dining options and more outdoor dining along the 17th Market Square was also at the top of the list.

Analysis and research support that outdoor markets thrive when coupled with an indoor market. That research led the city to fund the 17th Street Market Plaza Renovation and bike/ped plaza. The project's design was formed through community collaboration and collecting the best ideas



from around the globe including Rambla, La Barcelona, Savannah's City Market. Charlottesville's Mall Downtown and Bryant Park, NYC. These ideas were incorporated into а plaza design appropriate for Shockoe and that would knit into the rich material fabric found presently in the streetscapes of Shockoe

and the architecture. The Main St. Station lower level connects now to the 17th St. Market via Franklin Street. Both spaces will be revitalized to offer RVA the outdoor/indoor market that will offer farmers/growers markets, specialty markets, pop up retail as well as community programming including cooking classes with top chefs, Christmas Markets, craft and chic flea markets. The City of Richmond hired the Enrichmond Foundation as the market management group in early 2016 and Enrichmond has hired the new 17th Street market manager for the grand reopening season in 2017. Planning and development is underway for the grand reopening of the 17th St. Market, street closures are underway, the contract has been awarded for the construction and the project is funded with \$4.3 million dollars (City CIP and transportation grant funding). The project will also include bike connector within the footprint of the Market to support the a bikeway connector linking 17th Street and Dock Street to the Market, the Main Street Station and new Welcome Center and on the Virginia Capitol. The Main Street Station will serve as a bike hub, bike welcome, bike related retail/rental, and bike share and the village will

encourage bicyclist gathering and community. Bike the trail and come to the Village for lunch, shopping, entertainment.

Celebration of our Culture, Community and Gathering

A diverse culture also attracts these young professionals as well as those citizens who desire urban living. Gathering will be encouraged and celebrated and to do so, you must have places and spaces to gather as well as quality spaces and places. Shockoe will provide the region's most grand gathering spaces/event spaces in a beautifully delivered authenticity. The power of the architecture and scale of the Main Street Station's 47,000 glass box enclosed train shed platform is like no other place on the east coast. While it will attract new galas, events and celebrations, it will also serve our local community in a grand way through community programming that we were incapable before of providing on this scale.

OPERATIONAL OVERVIEW

Main Street Station – World Class Event and Gala Space to Compliment RVA's Convention Center and Convention Business or

The Economic Power of the Space and the Architecture:

Main St. Station provides Virginia and the northeast corridor a unique world class event space, that includes 47,000 SF enclosed in glass providing breath taking views of downtown RVA. Main St. Station provides three event venues: the clock-towered train station, the second floor of the train shed (47,000 SF) and the north outdoor plaza that can host a 40' x 60' tent among new trees. Main St. Station will provide the largest architecturally powerful event space in the State of Virginia. In Washington, DC, the grand hall at Union Station train station is 28,500 SF. Main St. Station's "glass box" event space on the second floor of the train shed is 47,000 SF. All Main St. Station rental rates are based on fair market value and comparative event rentals in the Richmond, Virginia market.

The Main Street Station team has been working closely with the Richmond Convention Center and Visitor's Bureau Marketing and Sales team as well as the hotel convention teams so that this gala event space can support the new convention business to RVA. The Main Street Station is presently marketed through the Convention Center and is listed as a supporting property to attract convention business to Richmond.

The marketing and branding campaign will be launched later in 2017, however the Main Street Station strategically extends tours to potential clients, convention and hotel industry leaders. Over 250 tours have been given and over 60 special presentations to RVA leaders including VENTURE Richmond, The Chamber of Commerce, The Convention Center Board and Sales and Marketing Teams, The Governor of Virginia, Senator Tim Kaine and Staff, Mayor Levar Stoney,

the Slave Trail Commission. As a result of the tours, the train shed and the head-house are already reserved for the following events for 2017 and 2018:

- American Heart Association Heart Ball 2017 and 2018
- Visual Arts Center Craft Art and Design
- RVAMakers/potential UCI style 4 day bike race
- Virginia Living Best of Virginia 2017
- National Beer Expo (gala event not the convention)
- Virginia Wine Expo (gala event not the convention)
- Martin Agency Gala
- RVA TechJam
- Main Street Station Grand Illumination and Winter Market
- Richmond Ballet Gala 2018
- JDF Gala 2018
- Family LifeLine Chocoholic Event
- Christina Gunter event hold entire facility
- Multiple weddings, corporate parties and events

The list above represents over \$200K in projected revenue prior to the release of the much anticipated branding and marketing campaign, installation of the commercial kitchen, or a tester event to evaluate attendee egress/Ingress, parking lighting and sound. Early attendees have been charmed and awe-struck by the architectural details and views from within the glass box. There is a growing list of events planners from as far away as New York that have expressed deep interest and have asked that tentative slot be reserved. These include:

- Richmond New Year's Eve Event 2017
- Governor's Inauguration Gala (reserved for 2018)
- Lumpkin's Jail/Jamestown 2019 Commonwealth of Virginia event at the Station and surrounding site
- Samuel DeWitt Proctor Gala, 2018
- Fashion Week 2018
- Concert Series (acoustic study of the space wrapping up in Spring 2017 to inform)
- ICMA Annual Conference
- Annual Conference for Building Commissioner 2018
- WRBA Annual Boxing and Smoker (outside plaza) Event

Recent Comments from a few visitors to the Train Shed:

"VCU Fashion Design Faculty Department head, a former Manhattan resident when touring the space for a potential fashion week: **Wow! I am going to get my Manhattan designer** friends to come see this space!"

Craft and Design Show Event Planners (moving to the station in 2017):

"Now we can host our designers from all up and down the East Coast, they can get right off of the train and enter the event space. THIS changes everything

International band, GWAR, drummer and associates:

"This is one of the coolest spaces we have seen in the world..."

Dr. Sommerville, First Baptist Church, televised weekly reaching 65,000 people:

"I feel as if I am standing in the actual HEART of this great city...."

This space which is 47,000 Square Feet, enclosed in glass, 500 feet long by 100 feet wide, with 270 degree clear views of Shockoe Valley and downtown will attract world class events to Richmond that we have not been able to successfully host with such grandeur and magnificence. It will serve as a Gala Event Space in support of the Convention Business provided through our Richmond Region Convention Center and surrounding hotel market.

How the station and its village "connects"

Role	Transportation Network	Richmond's Gathering Place	Catalyst for Community Growth	Premier Meeting & Event Space	Gateway Destination for Visitors			
Rationale	Most strategic spot for Richmond's hub Redaims station's historic purpose	Richmond needs a central space to gather downtown	Elevates Richmond brand to grow investor & business interest	Dynamic & unique infrastructure that serves a city that loves festivals & events	Ideal platform to introduce city to visitors & elevate this growing part of RVA economy Experience the best of Richmond: Food, beer, art; history, people, culture			
Position	Connect Richmond & its people to everything within & beyond the city	Create downtown's "Iving room" by reinvigorating a village around MSS	A village that cultivates new kleas, and connects them to the world	Unforgettable architecture makes for one-of-a-kind events				
Action	Eggs servicini 1986 * Well Davis Steelman (Davis Status) Immi (Decres servicini Dirig Stagastian Toof Mini (Decres	2000 careera (* 200 al Marco Protesso e cosse Star en antico e casalo manda)	Constituti processor etspressoria, processoria, etspressoria, processoria, etspressoria, processoria, pro- monitarioria, etspressoria, processoria, pro- monitarioria,	Tologous withing clay)) preside princip play (file) of 1989 of polypop and extensive Usper (folio 30 April Install American (compare) A 2005, 20 (compare) A	Planational ser (SWA) in the dop-was partied passes for extending systems as the vely style 1/215 methods parties (SWA) style 1/2000			

Event Space Occupancy

Richmond can host a party that exceeds 3,000 or dinner for 2,000 people with 270 degree views of Shockoe and the city skyline. The project is being developed with a full commercial kitchen and separate conveying systems to support the train shed event space.

Target Markets

Main St. Station will draw statewide and along the Northeast corridor as it has little competition with comparative event spaces.

- Convention and Hotel Event Market
- Major Event Market
- Wedding Market
- Corporate Events
- Corporate Presentations/Promotions
- Private Parties
- Specialty Markets
- Music Concert Series (acoustical studies will determine feasibility)
- GREEN programs that also reduce City Operating Costs
- Specialty and Pop Up Retail
- Innovation, Start Ups events, galas
- Retail complimentary to the Village (Heritage Center/Slave Trail, cycling, welcome center, Virginia is for Lovers and RVA gear, recreational river, RVA Makers and RVA artists)

Virginia Welcome Center - It is ONE combined welcome center showcasing the BEST of BOTH: Virginia and RVA:

The welcome center opens in 2017 for the summer travel season. The City of Richmond and the State of Virginia have been working in partnership for a decade to deliver a premier Virginia and Richmond welcome center at the Main St. Station. The State of Virginia will staff the Welcome Center, the City of Richmond will provide the space to the Commonwealth. The area surrounding the footprint of the actual Welcome Center will be programmed and leased to showcase the BEST of Virginia and Richmond.





Since the Tourism Welcome Center is located at the NEXUS of downtown transportation – our Regional Multimodal transportation HUB, excursion tours of the region will be marketed and sold at the Station (just like airport terminals and mega train stations throughout the country). The Station will also serve as a welcome center, an origination point and a trail head location for refreshments, bike rentals, bikeshare, bike repair for the Virginia Capital Trail as the Trail will

connect to the Station via a bikeway connector from 17th and Dock, along 17th St., to Franklin St., into the Main Street Station, along Bank to Capitol Square. We will capitalize more fully on the Virginia Capital Trail asset via a connection to the Main Street Station.

Innovation/Incubation - Start Ups popping up in the Bottom:

The Shockoe Bottom Revitalization, 2010 – 2011, confirmed the WJE conclusions and added a layer of improving the area to attract Millennials through innovation and incubation. 804RVA located to the 17th Street Market plaza in 2016 and New Richmond Ventures and Capital One have announced their Shockoe Bottom incubator along Cary Street in Shockoe Bottom in 2016. RVA TechJam hosts events in the Market but now has many more event options and gala space to showcase the RVA innovative talent.

GREEN Programs to reduce city operating budget

The magnificent 500 foot long standing seam black metal roof will collect rain during storm events via a series of cisterns and the Enrichmond Foundation will begin a grant funded watering program to distribute the water city wide. 32,000 gallons of water can be collected in a typical 1" storm event. The station will literally be given back to the community to establish more RVA growers, community gardens and bring healthy food to our community. This program will offset operating costs via a reduction in wastewater treatment.

The ICE storage Plant at the Main Street Station is programmed to make ice at night, store the ice in underground storage tanks to provide coolant for the air conditioning system. This operation will reduce the utility bills by a third, saving the city \$200K - \$300K annually. LED lighting has been utilized on the project where effective to further reduce operating costs.

Virginia and Richmond Region Tourism

Main Street Station is RVA's iconic architectural brand and creates a lasting impression for

Richmond along the I-95 corridor. 65 million passing vehicles pass by the Main Street Station annually: 44 million from Interstate I-95, 11 million RMTA Downtown expressway and additional 10 million from the adjacent arterial street network: Broad Street, Main Street, 14th Street. Main Street Station will provide a go to place for RVA Starts Right Here and will offer the connections and tourism assistance to take you to where you want to go whether you are visiting from out of town or within the region. RVA Starts Here – once again reestablishing this magnificent Gateway Architecture to say....... Welcome to Richmond.......Welcome to the Region....Welcome to Virginia!

Community Programming

The Shockoe Revitalization Strategy and the community collaboration for the 17th St. Market and the Main Street Station regional surveys 2010 – 2016 confirms that the downtown urban resident as well as the Shockoe surrounding communities want to have a "living room" for the Village. This train shed will provide a space to provide community programming as well as a world class event space. Much like Chicago's Millennium Park, Manhattan's Bryant Park (see calendar excerpts for Bryant Park next page), Shockoe can now host:

- Movie Night for RVA downtown neighborhoods
- Silent Discos, Trivia Nights
- Camp out in the Shed with your Family with the Virginia Parks Service, National Park
 Services and James River Park System and a Ranger Show
- Community Cooking Classes in the Commercial Kitchen
- RVA Top Chefs demonstration nights or large scale food demonstrations
- a Christmas Marketplace in the train shed and Outdoor Skating at the 17th Street Market
- Valor Awards?
- GREEN programs that also reduce City Operating Costs

Management and Staffing for the Main Street Station:

The City of Richmond has formed a transition team so that business will not be interrupted during transfer of management duties and to allow for a smooth transition. The city will advertise a Request for Proposals for 2017 to hire a new team prior to reopening in mid-2017. The RFP will seek top professionals in the convention, hotel and urban market/retail markets to include a Director of Operations, Event Sales and Marketing, Event Imagineering, Community Programming, Property Management and Building Engineering, and leasing management.

Property management contracts will be established by the new management team and those contractors will report directly to the Management Team. These services will include:

Building Automation

- Security and Security Controls
- Grounds Maintenance and Landscaping
- Building Maintenance and Janitorial
- Fire Protection
- HVAC maintenance
- Electrical maintenance
- Plumbing maintenance
- Fire Protection and annual testing
- Holiday event décor and day to day building amenities (flowers, plants, etc.)
- Miscellaneous Property Management

The management model established will be very similar to the model for Union Station in Washington, DC, scaled down for our project's scale. ECD staff has consulted with the management team at various stations since the 1990's in planning for the train shed's opening.

Event Space Parking:

Parking in Shockoe Bottom once leased in mass by Virginia Commonwealth University has now been freed up for public parking. The State of Virginia will support the grand event space by allowing their adjacent 1450 space parking deck located at 14th, 15th and E. Main to be reserved and utilized on nights and weekends to support the Main Street Station events.

The Main Street Station complex includes all surface lots surrounding the buildings and provides over 600 surface parking spaces to support events and amenities provided at the Station. The Parking Lots will be managed by the city contractor for the City Parking Enterprise, currently this is contracted through Standard Parking.

Marketing, Brand Development, Brand Architecture:

During 2015 – 2016, the Siddall team and SIR lead the Main Street Station development team through a Brand Architecture and Marketing process that evolved over months of work and immersion sessions with a very diverse and dynamic RVA team of stakeholders. The following images and concepts are a result of that work and were based on the developed business model, the surveys, market analysis and research. The future website will utilize the Union Station, Washington, DC website for the site's development model. The next step is to move the work into actual advertisements, website development, advertisement Photography, brand logo and ad development, advertisement purchase and placement, campaign roll out and social media.

The following are Brand Concepts/Brand Architecture: (ads concepts under development) **Richmond, Virginia will be added to the final ads when used out of town.

141:

MAIN STREET STATION

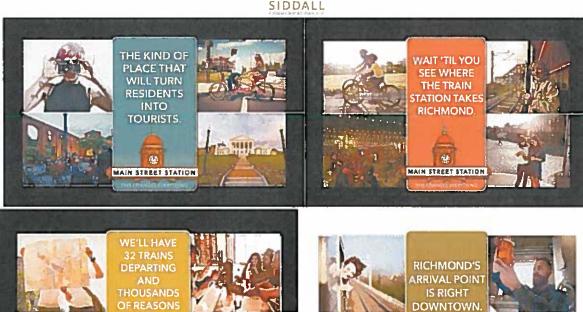
Why "Brand Ourselves?"

Our brand will be our roadmap for clarity It describes who we are to all audiences, helping us drive towards meaningful goals and creating clear touchpoints for people to connect with us

Our brand positions us in the marketplace. By having a distinct and recognizable brand, we move beyond simply just "being there" and tell a richer story about what role we play and why we add unique value to the community.

A unified brand generates a collective identity. It solidifies Main Street Station's purpose and goals, inspiring everyone to support its mission and work toward it together.

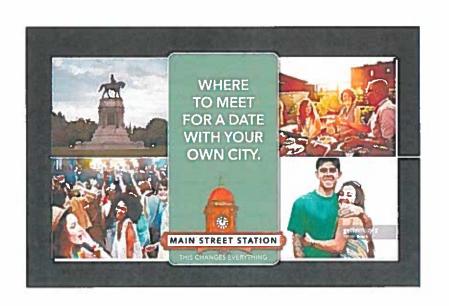
SIDDALL



FOR STAYING.

4

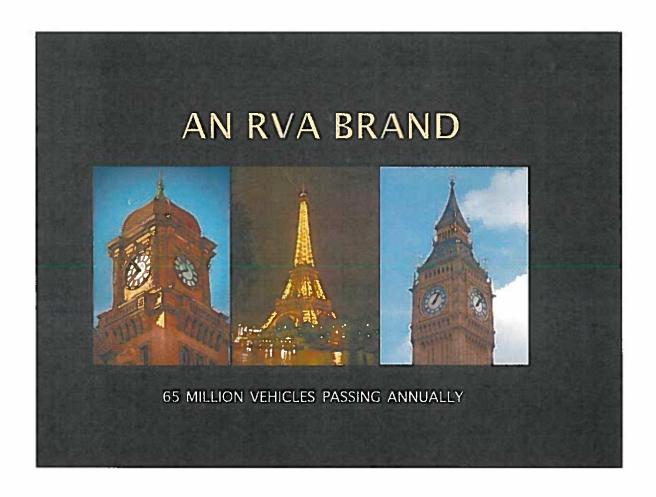
MAIN STREET STATION



The MSS Brand Strategy

Show what happens when a landmark connector is given the opportunity to do what it can do best;

not just changing a building, changing a city.



MAIN STREET STATION BUSINESS PLAN/BUSINESS MODEL

FINANCIAL PROJECTIONS/REVENUE PROJECTIONS: (5 YEAR)

REVENUE Forecasted										
Office Rental			_		_		_		_	
	S	153,000	\$	153,000	\$	153,000	\$	153,000	\$	153,000
Public Programming Rental (city programm)			_							
	S	50,000	\$	52,250	\$	54,601	\$	57,058	\$	59,626
Event Rental		THE RESERVE							-	
Headhouse Train Station	\$	318,525	\$	339,240	\$	354,506	\$	370,459	\$	371,691
Train Shed	\$	1,302,000	\$	1,430,400	\$	1,571,640	\$	1,727,004	\$	1,897,904
North Plaza	\$	30,000	\$	45,000	\$	47,025	\$	49,141	\$	51,352
Tourism Placement Advertising	\$	12,000	\$	12,000	\$	24,000	\$	35,000	\$	44,000
Commercial Kitchen										
Rentals/Programming/Events	\$	96,000	\$	192,000	\$	211,200	\$	211,200	\$	211,200
Retail (pop-up, indoor market)	\$	40,000	\$	80,000	\$	80,000	\$	80,000	\$	80,000
Parking Revenue									1	
Train Station Complex	\$	176,108	\$	184,833	\$	193,990	\$	203,602	\$	213,690
REVENUE Forecasted Total	\$	2,177,633	\$	2,488,723	\$	2,689,963	\$	2,886,464	5	3,082,464
EXPENSES Forecasted										
Building Management, Administration,										
Operations										
Building Management and Admin.	\$	415,477	\$	434,174	\$	453,712	\$	473,902	\$	495,228
Building Operations, Utilities	\$	1,631,476	\$	1,246,499	\$	1,297,920	\$	1,349,784	\$	1,403,887
Buildings Grounds and Maintenance		\$1,618,150.00		\$1,237,955.00		\$1,285,551.25		\$1,330,027.26		\$1,371,477.03
EXPENSES Forecasted Total	\$	3,665,103	\$	2,918,628	\$	3,037,183	\$	3,153,713	\$	3,270,592
PROJECTED REVENUES - EXPENSES	\$	1,487,470	\$	429,905	\$	347,221	\$	267,249	\$	188,128
				•				nercial kitchen d other furnish		•

EXHIBITS

Exhibit: Event Venue Reviews - Tie the Knot (Bridal review)



Dream Wedding!

*** * Reviewed On 11/30/2012 Jennifer W

I absolutely loved my wedding at Main Street! The decor inside is so beautiful you almost don't need to decorate all that much. We had 130 guests for a sit down dinner and it was the perfect size for that amount. I wish we would have paid for the extra hour because we were... Read More

Historic Beauty

★★★★☆ Reviewed On 9/06/2012 Whitney H

I love the history that is here in Richmond and one of the most historic and well known building is the Main Street Train Station. My now husband and I only went to one possible wedding location (MSS) and fell in love. We didn't want a huge wedding so it worked out perfect... Read More

Classic and elegant venue!

*** Reviewed On 7/10/2012 Emily H

The Main Street Station is a beautiful space! You have access to the entire building: the downstairs lobby, the landing on the stairs, the main hall, the loggia, two sitting rooms, and the terminal, and each space is lovely. We had our cocktail hour on the bottom floor, and then... Read More

Reception

★★★★ Reviewed On 5/18/2011 Jessica C

Main Street Station was the best place for our reception in November 2010. It was spacious, there was a ton of room for all of our guests, and they even took out all the station furniture for us for no charge. Our security deposit was returned to us within 2 weeks of the... Read More

Exhibit: Project Timeline Photos:



Main Street Station converted to a retail mall from an abandoned train station: before conversion to the mall, developer Larry Shifflett above, Mall Conversion 1984 below:



Exhibit A: Project Timeline:

Mid 1980's: Master Planning study for a downtown transportation center, Main Street Station converted to a retail mall from an abandoned train station: before conversion to the mall, developer Larry Shifflett shown below):

1991: ISTEA signed into law, City of Richmond applies for and receives initial grant for the feasibility study of the Main Street Station as a multimodal transportation center 1992: 2 million in ISTEA grants earmarked by the General Assembly for the Main Street Station 1995 (January): US Department of Transportation, Federal Transit Administration: "Currently only one AMTRAK station serves the Richmond region. While it has the highest AMTRAK boardings in the State it is inadequate to serve both the region's current and future rail commuter needs because it is not located in or near the Richmond's central business district, there is no connection with Greater Richmond Transit Company (GRTC), the area's local transit provider and commuter parking is inadequate." Issues the below statement:

The concept of a downtown multi-modal transportation center has been in the planning stage for almost a decade and the only suitable site for such a facility is the centrally located Main Street Station in downtown Richmond....The Center is also strategically located in the middle of the State's Urban Crescent, which is a major development corridor...this corridor is experiencing intensive growth and economic investment. Both the region and the Center will benefit from increased long distance and cross jurisdiction commuter travel resulting from the development of the Urban Crescent.

1995 (March): Feasibility Study Downtown Richmond Multimodal Transportation Center completed

1995 (April): City Council fully endorses the Main St. Station Multimodal Transportation Center via Ordinance

1995 (May): FTA Environmental Review/no adverse impact statement received.

1996: City of Richmond hires Harry Weese Associates, architect of record for the redevelopment of Union Station Washington, DC. begins the architectural design development of the Main Street Station head house.

1997: <u>Historic Structures Report</u> finalized for the restoration of the Main Street Station Headhouse to the local State Historic Preservation Office to set the preservation goals required by the Secretary of the Interior.

1998: State Historic Preservation Office issues the required *no-adverse impact statement* for the city's planned approach to the restoration of the headhouse allowing the project to advance.

1999: <u>Potential Improvements to the Washington - Richmond Railroad Corridor</u>, Report to Congress from the National Railroad Passenger Corporation, AMTRAK

2000: Phase I Environmental Site Assessment, Main Street Station

2000: MPO and CTB top 5 priority transportation projects include: Main St. Station, High Speed Intracity Rail

2000: City of Richmond purchases the Headhouse (the name for the clock-towered masonry

train station) from the State of Virginia and the east parking lot. The State of Virginia could not yet sell the train shed and surrounding parking lots to the west and the north as they needed the train shed and surrounding parking lots to support parking for the General Assembly and the train shed for state offices.

2002: VDRPT completes the <u>Richmond to South Hampton Roads High-Speed Rail Feasibility</u> <u>Study</u>

2002: The Plaza at Main St. Station, passenger drop off, motor coach terminal, parking expansion and tourism origination for motor coach industry, design development and land acquisitions begin

2003: VDRPT issues Richmond Area Rail Master Plan Final Report

2003: VDRPT and the Richmond area Metropolitan Planning Organization (MPO) issues *Final* Report-Richmond Rail Transit Feasibility Study

2003: Richmond Area Rail Improvement: Phase 1 Planning and Concept Design Report

2004: VDRPT issues The Virginia State Rail Plan

2004: City of Richmond purchases the train shed from the State of Virginia and hires Beyer Blinder Belle as the lead preservation architects with local architects SMBW for the train shed rehabilitation. Beyer Blinder Belle lead architect, Hany Hassan, restored Grand Center Terminal in NYC with Jacqueline Kennedy Onasis in the 1970's and is a lead architect for Union Station's 6 billion dollar expansion currently in design development.

2004: Tropical Storm Gaston devastates Shockoe Bottom: 17th St. Market and surrounding businesses assisted by FEMA, the Plaza at Main Street Station project is delayed.

2006: HDR rail engineers complete a Conceptual Design Study "Richmond Main Street Station: Track and Platform Modifications" to deliver the full build out to also serve the SE corridor trains

2006: Lumpkin's Jail Archaeological Assessment

2006 – 2007: The Plaza at Main Street Station under construction

2007 - 2009: Lumpkin's Jail Archaeological Excavation

2007 – 2009: Highest and best use studies for the ancillary space of the Main Street Station train shed defining highest use: regional "indoor market" in sync with improved outdoor 17th Street Market building off Local Retailers to make the village a regional draw. Build on the authenticity, scale, character of Shockoe and pair projects: outdoor market linked to indoor market.

2009 – 2017: Virginia Welcome Center/Richmond Welcome Center: planning, development, design

2009: VDRPT/City confirm the State of Virginia High Speed Rail Study, federal Recovery Act Rail Funding opportunity – Main St. Station to also serve SE corridor trains

2009: Rail study defines the future use of the second floor of the train shed platform: not necessary for high speed rail. Second floor platform future use will be for train boarding and for public use. Studied as a bus transfer center, however, the feasibility study confirmed this use was not feasible at the Main Street Station.

2010 – 2013: Lumpkin's Jail and Burial Ground Community Collaboration, Master Planning 2010 (September): Virginia Secretary of Transportation, Sean Connaughton, confirms to advance the Main Street train shed rehabilitation project and finalize the architectural plans for construction

2010 - 2013: Train Shed design development, construction drawings completed

2014: Train Shed rehabilitation construction begins

2014 – 2016: Train shed "market" and second floor highest and best use: urban market and event space. Market Analysis, customer surveys, project concept confirmed. Branding and Marketing advances and Brand Architecture Developed (See Appendices).

2014 – 2016: 17th Street Market Plaza Renovations for the outdoor market, community collaboration, design and invitation for bid issued for construction

2016 – 2017: Reservations for events/bookings. Daily tours of the facility to promote the space, bring in interest and bookings.

2015: Main Street Station Electric Vehicle Charging Station opens in the Plaza at Main Street Station

2015: DC2RVA State Environmental Impact Study

2016: SmithGroup hired as A/E for the Lumpkin's Jail Development

2016: VDRPT recommends Main Street Station as the future rail station for high speed rail in the downtown within the DC2RVA recommendations to the Commonwealth Transportation Board

2017 (January): Ordinance Adopted by City Council for the Virginia Welcome Center

2017 (winter): 17th Street Market Plaza Renovations construction begins

2017 (winter): Main Street Station new management RFP advertised

2017 (winter): Federal Record of Decision – Main Street Station to serve future rail corridor from Richmond to Raleigh.

2017 (summer): Virginia Tourism Center/Richmond Welcome Center opens

2017 fall: Train Shed opens and retail opportunities advance (pop retail towards permanent retail, market driven)

2017: Lumpkin's Site Development advances through Community Collaboration

2017 - 2018: Federal Record of Decision expected - Main Street Station to serve as the downtown station for future rail corridor from Richmond to Washington, DC.

Next Phases of the Development of the Main Street Station Multimodal Complex 2017:

- World Class Events, 47,000 SF train shed
- Community Programming in the train station and surrounding Village of Shockoe
- Storm Water Collection begins the Enrichmond Foundation storm water collection and watering program citywide (\$1.5 mil)
- Electric Vehicle Charging and shared ride Statewide HUB Grant Application,
 Department of Energy
- Retail development at the Main Street Station (pop up retail to sustainable retail)
- Bikeshare hub
- Lumpkin's Jail Site cultural site design development
- Slave Trail Improvements along the trail (\$1 mil)
- · Advance public art partnerships in the train shed and surrounds

2018 - 2022:

- Lumpkin's Jail Site cultural site design advances into construction documents, construction
- · Lumpkin's Jail Site burial ground
- Bridge connector Lumpkin's Jail Site burial ground
- Seaboard Building development

2018 - 2035:

High Speed rail advances, funding secured, design development, construction, opening of High Speed rail station at the Main Street Station