



100 N MAIN PROPOSAL

FOR THE

DOWNTOWN MEMPHIS COMMISSION

AUGUST 31, 2021

TEAM MEMBERS:

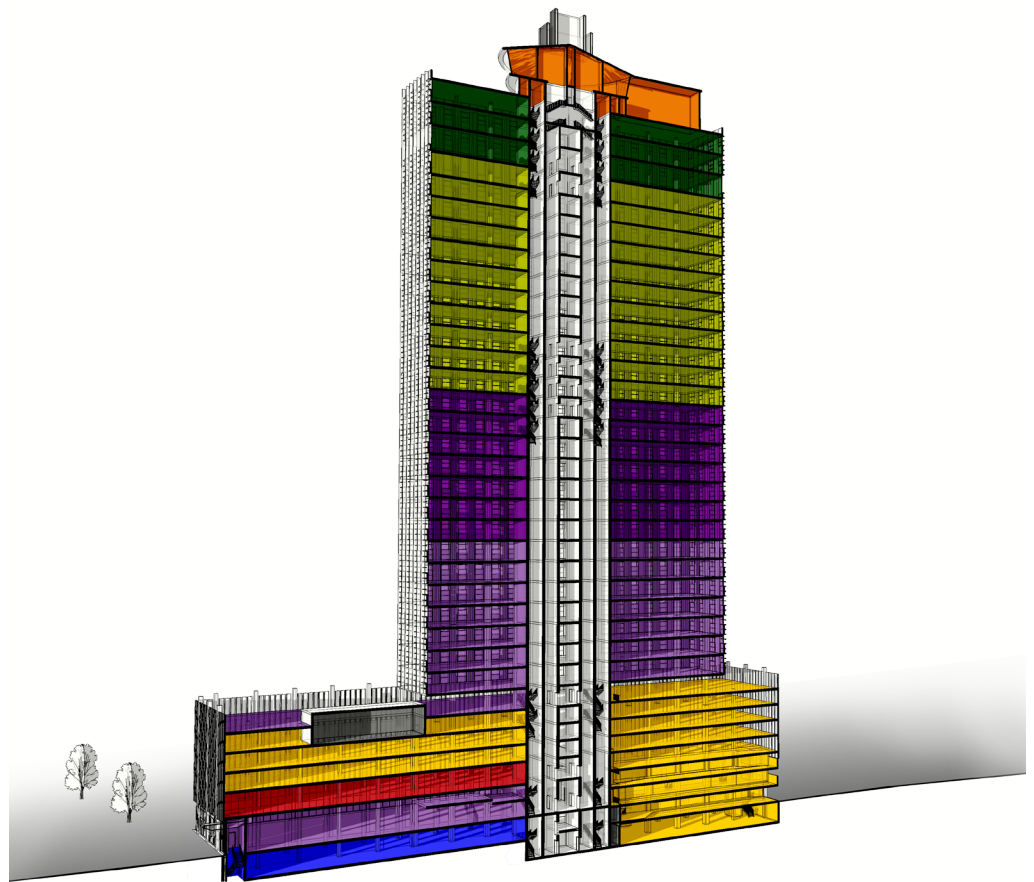
SUMMIT MANAGEMENT CORPORATION
DEVELOPER
4401 NORTHSIDE PKWY, STE 711
ATLANTA, GA 30327
404-949-4800

MARRIOTT INTERNATIONAL
FRANCHISOR
6675 WESTWOOD BLVD, STE 175
ORLANDO, FL 32821
407-741-3781

BOUNDS GILLESPIE KILBREW TUSHEK
ARCHITECT
7975 STAGE HILLS BLVD, SUITE 4
MEMPHIS, TN 38133
901-377-6603

ARCHITECTURE INC.
PRESERVATION CONSULTANT,
DESIGN CONSULTANT,
& PROJECT MANAGEMENT
109 N. MAIN STREET
MEMPHIS, TN 38103
901-526-5080

BASS, BERRY & SIMMS
LEGAL COUNCIL
100 PEABODY PLACE, STE 1300
MEMPHIS, TN 38103
901-543-5900



DESIGN • PRESERVE • RENEW



Promoting The Spirit Of Hospitality

August 31, 2021

Mr. Brett Roler, VP Planning & Development
Downtown Memphis Commission
114 N. Main Street
Memphis, Tennessee 38103

Re: 100 North Main – Request For Proposal

Dear Brett:

We are pleased to submit this proposal in response to the RFP issued by the Downtown Memphis Commission, Downtown Mobility Authority, and the City of Memphis for the 100 N. Main Street building and the contiguous block. Approximately 30 years ago I and my company, Summit Management Corporation, started the journey of developing and operating properties in the area adjacent to 100 N. Main. This includes 5 significant developments stretching from the corner of Jefferson and Main Street to the Historic Kress Building located on Main Street just north of Madison. Over the past 3 decades, Summit has invested significantly in its long-term commitment to the Court Square neighborhood and Downtown Memphis. We continue to own and operate each of these properties. Consider the following highlights:

1. When the Sleep Inn @ Court Square was developed in the mid-90's, it was the first new hotel in Downtown Memphis in approximately 15 years.
2. We have developed more hotel rooms Downtown—over 400 rooms--than anyone else in the last 30 years.
3. We completed the adaptive reuse of the 1927 Historic Kress Building utilizing Historic Tax Credits.
4. Our Marriott Courtyard development sits just across the "right of way" from the subject block. This project broke ground during the height of the Great Recession in 2008/2009 when new development was almost nonexistent.
5. Our development and design team have worked successfully and collaboratively for many years on these downtown projects.
6. In 5 major developments spanning 3 decades, we have completed every one of our proposals to the Downtown Memphis Commission - - in other words we are batting 1000!

7. Combining the 100 N. Main hotel rooms (275) with our existing 400 rooms will create 675 total hotel rooms within a few blocks of the Convention Center -- all under Summit Management Corporation and Marriott International. Collectively, this provides the singular largest hotel offering for the Convention Center.

Our vision, program, and strategy are realistic and contemplate starting construction within 12 months of signing the development agreement. The planned use will revitalize the historic buildings and act as a catalyst for the Court Square neighborhood along with providing additional rooms and amenities for the newly opened Renasant Convention Center. A redeveloped 100 N. Main building will provide vital support for the precious travel and tourism industry in Memphis. Our program for the 100 N. Main building includes approximately 275 hotel rooms consisting of an AC by Marriott and an Element by Westin hotels, plus 200 residential units and 60,000 square feet office space, ground floor retail / commercial space (while maintaining the existing parking spaces). The vision for the balance of the existing block includes a new 700 parking space garage for the DMA, with retail / commercial for the existing historic storefronts on Main Street and residential above. It also includes a future building "podium" at the corner of Jefferson and 2nd Street for a hotel or office building. In the event the DMA does not desire to move forward with the proposed garage at this time, then the balance of the block, with the exception of the existing Main Street historic buildings, will be slated for a phase II development.

As you can see, we have deep experience and familiarity with the neighborhood as well as a realistic and appropriate strategy and a demonstrated ability to obtain financing and execute development of commercial property in an urban context over an extended period of time. We therefore believe that we are the ideal candidate to complete this critical redevelopment of the 100 N. Main building.

I am the primary contact person and can be contacted by telephone at 404.949.4802 and by email at gaverbuch@summitmgmtcorp.com. My team and I are available and look forward to the opportunity to meet and further discuss the details of our proposal.

Sincerely,



Gregory Averbuch, President



Marriott International, Inc.
East Region
Lodging Development

6675 Westwood Boulevard
Suite 175
Orlando, FL 32821

August 27, 2021

Tim Sponsler
Area Vice President
Florida & Tennessee
Phone: 407/741-3781

Mr. Brett Roler, VP Planning & Development
Downtown Memphis Commission
114 N. Main Street
Memphis, TN 38103

Dear Brett:

Marriott International has a very strong relationship with Greg Averbuch and we're extremely pleased with the high quality of standards that he has maintained in developing and operating our hotel brands.

I would be supportive of his company developing a dual brand AC and Element Hotel as part of the adaptive reuse plans to reactivate the iconic 100 Main North building located in downtown Memphis, Tennessee.

The pairing of these two Marriott portfolio lifestyle brands would offer the synergies of two innovative hotel guest experiences that resonate with today's business and leisure travelers. The dual brand hotel concept is growing rapidly throughout major urban areas, including the approved AC – Element Hotel adaptive reuse project in downtown Birmingham.

We believe that Marriott's experience with many similar developments along with the resources that Marriott will add to the development team will be instrumental toward the exciting revitalization of 100 North Main.

Please note that formal approval by Marriott for the hotel project will require submission of the franchise applications and review by the Development Committee. However, based on our review of the preliminary concept plans and successful history of our relationship with Greg Averbuch, I don't anticipate any issues with obtaining the formal approval.

If you or anyone related to this proposed project has any questions, please don't hesitate to contact me at 407/741-3781.

Sincerely,

Tim Sponsler

B. DEVELOPMENT TEAM

SUMMIT MANAGEMENT CORPORATION
KEY PERSONNEL:

GREG AVERBUCH
NOE CERRATO

BOUNDS GILLESPIE KILLEBREW TUSHEK
KEY PERSONNEL:

DANNY BOUNDS
ART KILLEBREW
MICHAEL TUSHEK
CHAD EVANS

ARCHINC
KEY PERSONNEL:

DAVID M. SCHUERMANN
VALENTINA SHANDS-PUPPIONE
CHARLES "CHOOCH" PICKARD

BASS, BERRY & SIMMS
KEY PERSONNEL:

RICHARD SPORE

The development and design team have been familiar with the conditions of the 100 N. Main Building since as early as 2013 (structural consultant was present when the 100 N. Main was originally built in mid-1960's) and have more recently been working to understand the conditions of the existing low-rise buildings on Main Street. Furthermore, the design team has completed numerous projects with the DMC's structural consultant that assessed the buildings. The team acknowledges and agrees that they will be accepting and dealing with the property in its as-is condition. We know of no other team that has worked with the revitalization of 100 N. Main for as long or extensively.

As exhibited by the development teams extensive experience with hospitality and residential development over a long time period specifically over 400 hotel rooms developed and operated within a block of the subject site, the development concept is realistic and feasible. Through our hands on knowledge of Downtown Memphis real estate and proprietary analysis along with that of Marriott International, the largest hotel company in the world, that has marketed and supported most of the hotels in Downtown Memphis for many years, our team has firsthand understanding, knowledge, on the ground experience, and comfort with the sound development program and its realistic feasibility.

The Ownership team is committed to minority participation to the fullest extent possible in the project, not only in design and construction but also in minority equity ownership.



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ORGANIZATIONAL CHARTS

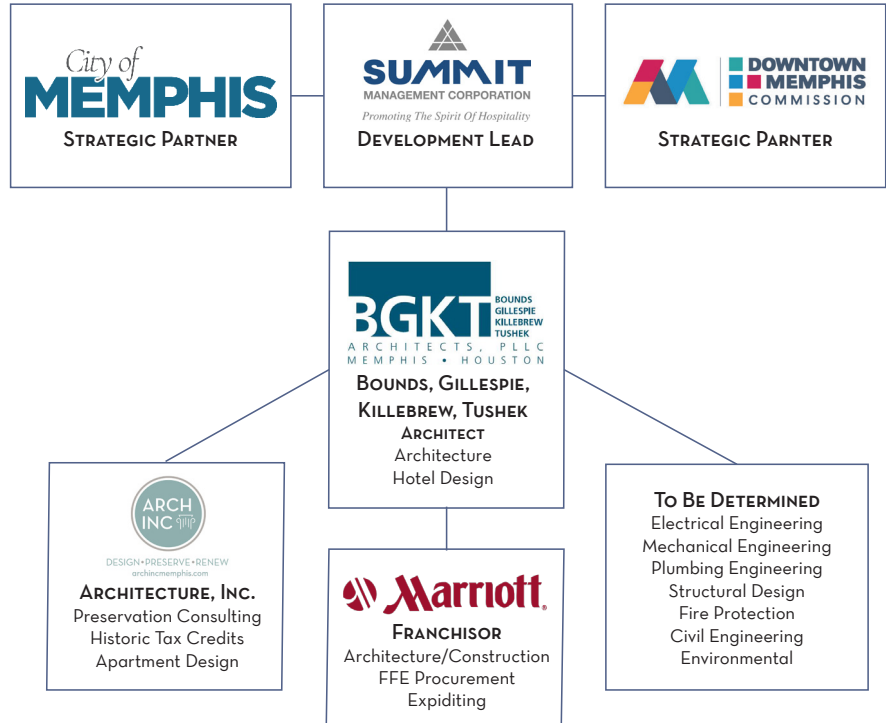
SUMMIT MANAGEMENT CORPORATION
KEY PERSONNEL:
 GREG AVERBUCH
 NOE CERRATO

**BOUNDS GILLESPIE
 KILLEBREW TUSHEK**
KEY PERSONNEL:
 DANNY BOUNDS
 ART KILLEBREW
 MICHAEL TUSHEK
 CHAD EVANS

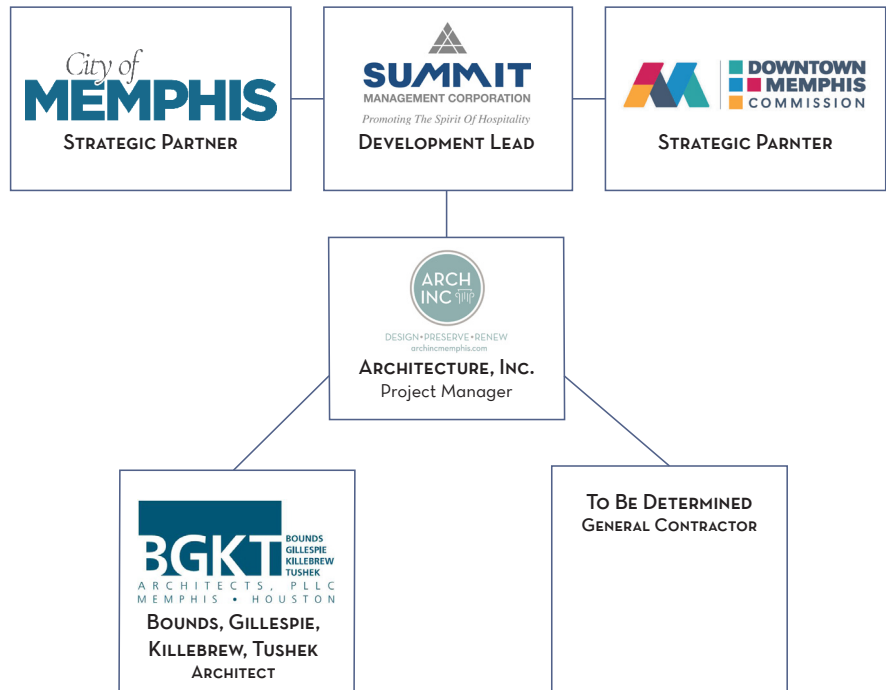
ARCHINC
KEY PERSONNEL:
 DAVID M. SCHUERMANN
 VALENTINA SHANDS-PUPPIONE
 CHARLES "CHOOCH" PICKARD

BASS, BERRY & SIMMS
KEY PERSONNEL:
 RICHARD SPORE

DESIGN PHASE



CONSTRUCTION PHASE



SUMMIT MANAGEMENT CORPORATION

4401 Northside Parkway, Suite 711.....Atlanta, Georgia

FOUNDED: 1989

GREG AVERBUCH,
OWNER & PRESIDENT

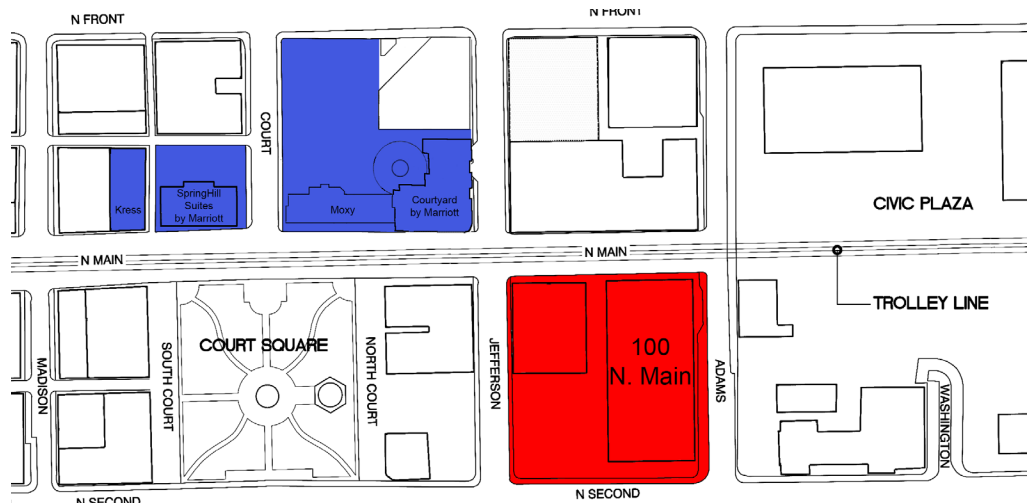
**MEMPHIS PROJECTS:
HOTELS AT COURT SQUARE**

- SLEEP INN, 1996
- SPRINGHILL SUITES, 2002
- HISTORIC KRESS ANNEX, 2005
- MARRIOTT COURTYARD, 2010
- MOXY CONVERSION, 2020

Summit Management Corporation was founded by Gregory Averbuch in 1989 and is a licensed franchisee of Marriott International Inc. to own and operate the Hotels of Court Square along with others in its portfolio. The company is a dynamic, growth-oriented real estate management and development company specializing in hotel, office and residential properties in the southeastern United States. Summit Management Corporation and the Hotels are recognized leaders in the hospitality industry appearing in Success Magazine and featured in Franchisor directories as “Flagship” examples of respective brands. Over the past three decades, the company has focused on developing and operating “Best in Class” hospitality properties along with its expertise in office and multi-family properties. This “Best in Class” status is evident by the quality of the locations, facilities, operations, and service.



VIEW OF HOTELS AT COURT SQUARE FROM 100 N. MAIN



PROXIMITY OF HOTELS AT COURT SQUARE TO 100 N. MAIN



GREGORY AARON AVERBUCH

President/Owner

EDUCATION:

UNIVERSITY OF TEXAS

Austin, Texas

Graduated in 1987 with Highest Honors

Degrees: Bachelor of Business Administration / Real Estate & Finance

PROFESSIONAL EXPERIENCE:

SUMMIT MANAGEMENT CORPORATION- 1990-Present

Atlanta, Georgia

- Full-Service Property Development And Management Organization
- Offers In-House Development, Construction, Marketing, And Design Capabilities
- Specialized In Large Scale Multi-Family, Hotel, And Office Properties
- Focuses On Pursuing Property Acquisition, Development, And Management Opportunities

AVERBUCH ENTERPRISES-Spring 1989 - 1990

Huntsville, Alabama

- Vice President Responsible For Property Management Services And Development Program
- Completed Commercial Leases And Sales Transactions
- Worked Extensively On Proposed Mixed-Use Development Consisting Of Offices And A Convention Hotel

TRAMMELL CROW VENTURES- Spring 1987 - 1989

Dallas, Texas

- Financial Analyst In Group Providing Investment Banking Services To Trammell Crow Company And Other Clients
- Participated In Over 1.5 Billion Dollars Of Real Estate Transactions
- Completed Company's Largest Industrial Property Sale Consisting Of 39 Buildings
- Worked Extensively With Industrial, Hotel, Office, And Retail Properties In Various Markets

CROW-TERWILLIGER COMPANY- Summer 1986

Atlanta, Georgia

- Involved With Zoning Proceedings, Market Studies, Land Acquisitions, Design Programs, Construction And Management Site Inspections, And Financial Analyses
- Researched And Negotiated Private Cable Systems For Multi-Family Developments
- Produced Extensive Study On Different Types Of Heating And Air Conditioning Systems
- Developed Library Of Development Procedures For Various Counties And Municipalities



Promoting The Spirit Of Hospitality

BOUNDS GILLESPIE KILLEBREW TUSHEK

7975 Stage Hills Boulevard, Suite 4.....Memphis, Tennessee

FOUNDED: 1995

PARTNERS:

DANNY BOUNDS
PAUL GILLESPIE
ART KILLEBREW
MICHAEL TUSHEK

SPECIALTIES:

FULL SERVICE ARCHITECTURE
HOSPITALITY DESIGN
MIXED-USE
COMMERCIAL
INSTITUTIONAL
CIVIC
CORPORATE

MWBE CERTIFIED

At BGKT Architects a new company has emerged out of a longstanding partnership between Paul Gillespie, in practice since 1977, and Danny Bounds, who joined Paul in 1995 after 14 years with Holiday Inn corporate. We continue to build upon an invaluable collection of knowledge and experience in hospitality design, as well as commercial, governmental, and institutional projects. Art Killebrew, in addition to hospitality brings years of experience in large scale mixed-use, commercial, institutional, and corporate projects. Michael Tushek has intensive experience in both hospitality and public work, offering a reputation of reliability and trust to our developer and civic clients.

Our story includes over 40 years of diversified architectural design. Although Bounds Gillespie Killebrew Tushek Architects, PLLC has proudly been recognized for design excellence, what really keeps us motivated is knowing that we have made a difference for our clients. Working with BGKT Architects means that you get a collaborative and passionate team without the overbearing design egos and set style. Licensed in over 30 States, BGKT is a preferred vendor of Hilton, Marriott, Choice, Intercontinental, and other major brand hotels.



DANNY G. BOUNDS, SR., AIA

Principal

EDUCATION:

UNIVERSITY OF MEMPHIS

Memphis, Tennessee

Graduated in 1979

Degree: Bachelor of Science - Engineering Technology

REGISTRATION:

LICENSED IN:

Alabama, Connecticut, Illinois, Maine, Maryland, Massachusetts, Missouri,

New Hampshire, New Jersey, Oklahoma, Pennsylvania, Tennessee, Wisconsin

HOLDS A CERTIFICATE WITH THE NATIONAL COUNCIL OF ARCHITECTURAL REGISTRATION BOARDS.

PROFESSIONAL EXPERIENCE:

Design, planning, contract administration of new construction and renovation projects including hospitality, commercial, residential and institutional. Extensive experience in hospitality industry including contract negotiation, bidding, project management, budgeting, purchasing and construction.

Prior experience includes Regional Project Manager for Holiday Inn Worldwide in Atlanta, Manager of Architectural Services, and direct responsibilities for development of several prototype hotel brands, including Homewood Suites and Holiday Inn Express.

PROFESSIONAL ORGANIZATIONS:

MEMBER - AMERICAN INSTITUTE OF ARCHITECTS,

MEMBER - NATIONAL ASSOCIATION OF MINORITY ARCHITECTS,

CERTIFICATE HOLDER - NATIONAL COUNCIL OF ARCHITECTURAL REGISTRATION BOARDS

PROFESSIONAL ACTIVITIES:

DOWNTOWN MEMPHIS COMMISSION, DESIGN REVIEW BOARD: 2010-2015

J. ARTHUR KILLEBREW, AIA, LEED AP BD+C

Principal

EDUCATION:

MISSISSIPPI STATE UNIVERSITY

Starkville, Mississippi
Graduated in 1983
Degree: Bachelor of Architecture

REGISTRATION:

LICENSED IN:

Alabama, Colorado, Florida, Indiana, New York, North Carolina and Texas

HOLDS A CERTIFICATE WITH THE NATIONAL COUNCIL OF ARCHITECTURAL REGISTRATION BOARDS.

CERTIFICATE-HOLDER US GREEN BUILDING COUNCIL

PROFESSIONAL EXPERIENCE:

Design, planning, project management of new construction and renovation projects including hospitality, commercial, corporate interiors and institutional. Extensive experience with planning and execution on large scale, complex projects with multiple critical deadlines.

Prior experience includes Director of Development in 12 person commercial development company in charge of project budgets, design and construction team leadership on projects ranging from \$150m mixed-use town center to wetlands infrastructure to specialty restaurants, and before that as Director of Architecture and managing partner in 26 person architecture and interior design firm.

PROFESSIONAL ORGANIZATIONS:

MEMBER - AMERICAN INSTITUTE OF ARCHITECTS

MEMBER - TEXAS SOCIETY OF ARCHITECTS

MEMBER - US GREEN BUILDING COUNCIL

MICHAEL A. TUSHEK, AIA, LEED AP BD+C

Principal

EDUCATION:

UNIVERSITY OF MEMPHIS

Memphis, Tennessee

Graduated in 2000 & 2015

Degrees: Bachelor of Science - Engineering Technology
& Master of Architecture

REGISTRATION:

LICENSED IN:

Arkansas, Georgia, Kentucky, Mississippi, South Carolina, Tennessee and Texas

HOLDS A CERTIFICATE WITH THE NATIONAL COUNCIL OF ARCHITECTURAL REGISTRATION BOARDS.

PROFESSIONAL EXPERIENCE:

Design, planning, contract administration of new construction and renovation projects including hospitality, commercial and institutional. Experience in hospitality industry including contract negotiation, bidding, project management, budgeting and construction.

PROFESSIONAL ORGANIZATIONS:

MEMBER - AMERICAN INSTITUTE OF ARCHITECTS

MEMBER - US GREEN BUILDING COUNCIL

ARCHINC

109 North Main Street, Suite 200.....Memphis, Tennessee

FOUNDED: 1994

PARTNERS:

DAVID M. SCHUERMANN
VALENTINA SHANDS-PUPPIONE
CHARLES "CHOOCH" PICKARD

SPECIALTIES:

FULL SERVICE ARCHITECTURE
PRE-DEVELOPMENT CONSULTING
PROJECT MANAGEMENT
HISTORIC PRESERVATION
NEIGHBORHOOD REVITALIZATION
HISTORIC TAX CREDITS
LOW INCOME HOUSING TAX CREDITS
COMMUNITY ENGAGEMENT
URBAN DESIGN
LAND USE PLANNING
ZONING/CODE CONSULTING

MWBE CERTIFIED

ArchInc is a full-service, award winning architecture and planning firm founded by David M. Schuermann, AIA and Joseph P. Hagan, AIA in 1994. After 10 years with the firm, Valentina Shands-Puppione, AIA became a partner in 2014. Charles "Chooch" Pickard, AIA joined the firm as a partner in 2017.

Client satisfaction and design excellence are the cornerstones of our practice. We believe the teamwork and consensus building which we establish during a project contribute to client satisfaction as well as design excellence. By creating an open working relationship with our clients, we are better able to understand their goals and therefore create facilities that exactly meet their requirements. We design to our client's needs, not our own egos. ArchInc's commitment to clients results in their commitment to us: we are proud that the majority of our work is from repeat clients.

With offices located in Downtown Memphis, the firm's principals offer over 85 years of combined experience with specialization in new construction, preservation, restoration and renovation of existing buildings, historic structures and National Park Service (National Register) certified projects. ArchInc principals have worked to develop our market rate & affordable multifamily housing, office, retail and restaurant markets as well as community engagement and neighborhood revitalization in and around Downtown Memphis for over 50 years.

Because of our specialty experience in Preservation, Historic Tax Credits, Low Income Housing Tax Credits, Urban Design and Zoning, ArchInc is often asked to collaborate on various projects with other lead architects. Our ability to work well with our colleagues has earned us a reputation for creating added value to their projects.

Complementing the staff's talents is a full range of technology including 3-D and Building Information Modeling (BIM) capabilities, REVIT 2020, AutoCAD 2020, AIA Contract Documents and Adobe Illustrator, Photoshop and InDesign.

The firm is organized as an S-Corp with the ownership consisting of three partners. Valentina Shands-Puppione is majority shareholder making ArchInc a Women-Owned Business Enterprise.



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VALENTINA SHANDS-PUPPIONE, AIA, NCARB

Managing Principal

EDUCATION:

UNIVERSITY OF TENNESSEE COLLEGE OF ARCHITECTURE, KNOXVILLE

Bachelor of Architecture: 2002

UNIVERSITY OF ARKANSAS SCHOOL OF ARCHITECTURE, ROME CENTER

Study Abroad: Spring 2001

LICENSURE:

STATE OF TENNESSEE: 2009

STATE OF ARKANSAS: 2014

STATE OF MISSISSIPPI: 2017

NATIONAL COUNCIL OF ARCHITECTURAL REGISTRATION BOARDS: Certified 2009

PROFESSIONAL EXPERIENCE:

ARCHINC: 2004- Present

Managing Principal: 2017-Present

Principal: 2014-2017

Associate: 2009-2014

Intern Architect: 2004-2009

FLEMING ASSOCIATES ARCHITECTS: 2002-2004

Intern Architect

PROFESSIONAL ORGANIZATIONS:

DOWNTOWN MEMPHIS COMMISSION, DESIGN REVIEW BOARD: 2018-2020

AIA MEMPHIS, BOARD OF DIRECTORS: 2004-2005, 2010-2014

Past President: 2014, President: 2013, President Elect: 2012

Secretary: 2011, IDP Director: 2010, Associate Director: 2004-2005

AIA TENNESSEE, BOARD OF DIRECTORS: 2008-2011

URBAN LAND INSTITUTE - YOUNG LEADER - MEMBER: 2009-2013

PROFESSIONAL RECOGNITION:

AIA MEMPHIS MEMBER SERVICE AWARD: 2019

AIA MEMPHIS PRESIDENTS' AWARD: 2005

CIVIC ACTIVITIES:

MEMPHIS WOMEN'S SUMMIT SPEAKER: 2018

MIDTOWN MEMPHIS ROTARY CLUB: 2017- Present

DOWNTOWN KIWANIS CLUB: 2017- Present

TENNESSEE ACHIEVES MENTOR: 2017- Present

ST. MARY'S ALUMNI BOARD: 2013-2016

THE JUNIOR LEAGUE OF MEMPHIS: 2004- Present

League Architect: 2004-Present

Merry Marketplace Chair: 2011

MEMPHIS 40 UNDER 40: 2014

LEADERSHIP MEMPHIS: Fall 2008



DAVID M. SCHUERMANN, AIA, NCARB

Founding Principal

EDUCATION:

UNIVERSITY OF TENNESSEE COLLEGE OF ARCHITECTURE, KNOXVILLE
Bachelor of Architecture with Honors: 1975

LICENSURE:

STATE OF TENNESSEE: 1981
NATIONAL COUNCIL OF ARCHITECTURAL REGISTRATION BOARDS: Certified 1986

PROFESSIONAL EXPERIENCE:

ARCHINC: 1994- Present
Managing Principal: 1994-2017
DMS, INC.: 1986-1994
President
DAVID M. SCHUERMANN, AIA: 1985-1986
Owner
BOLOGNA & ASSOCIATES, INC.: 1969-1985
Architect

PROFESSIONAL ACTIVITIES:

CITY OF MEMPHIS MINORITY BUSINESS DEVELOPMENT OVERSIGHT COMMISSION: 2014-Present
TENNESSEE STATE BOARD OF ARCHITECTURAL & ENGINEERS EXAMINERS: 2004-2012
West Tennessee Architect Representative: 2004-2012
Chair Architects Committee: 2008-2011
Board Chairman: 2011
DOWNTOWN MEMPHIS COMMISSION, DESIGN REVIEW BOARD: 2010-2015
Board Chairman: 2013-2015
NATIONAL COUNCIL OF ARCHITECTURAL REGISTRATION BOARDS: 2004-2006
Committee for the Architectural Registration Exam (ARE)
CLASSICISM & CONVERSATION- COMPARATIVE PRESERVATION & PRACTICE: 2001
Conference in Rome, Italy by AIA Historic Resources Committee
AIA MEMPHIS, BOARD OF DIRECTORS, TREASURER: 1995-1997
NATIONAL TRUST FOR HISTORIC PRESERVATION: 1979-Present
MEMPHIS HERITAGE, INC.: 1979-Present
Board of Directors: 1990-1994
NATIONAL FIRE PROTECTION ASSOCIATION (NFPA): 1990-Present
Architects, Engineers, Building Officials Section
THE ART MUSEUM BOARD OF THE UNIVERSITY OF MEMPHIS: 1997-Present
Chairman of the Board, 2003-2007, 2009-Present
Chair Exhibit Committee: 1998-2003, 2007-2009
Friends of the Museum: 2002-2006
HARBOR TOWN CULTURAL TRUST, MEMPHIS, TN: 1995
THE MARIA MONTESSORI SCHOOLS, MEMPHIS, TN, BOARD OF DIRECTORS: 1991-Present
MEMPHIS & SHELBY COUNTY ELECTION COMMISSION, OFFICER OF ELECTIONS: 1979-1990



CHARLES “CHOOCH” PICKARD, AIA

Principal

EDUCATION:

UNIVERSITY OF ILLINOIS, URBANA-CHAMPAIGN

Bachelor of Science in Architectural Studies: 1995

Master of Architecture, Preservation Option: 1997

UNIVERSITY OF ILLINOIS, VERSAILLES

French Study Abroad Program: Fall 1993, Spring 1994

LICENSURE:

STATE OF TENNESSEE: May 2004

PROFESSIONAL EXPERIENCE:

ARCHINC: May 2017- Present

Principal

CHARLES J. PICKARD, AIA: January 2013- May 2017

Architecture, Preservation, and Urban Design Consultant

MEMPHIS REGIONAL DESIGN CENTER: February 2009-January 2013

Executive Director/Chief Design Officer

CM DESIGN CORPORATION: October 2004-February 2009

Principal

COURT SQUARE CENTER, LLC: May 2004-February 2009

Executive Architect

THE RITCHIE ORGANIZATION (FORMERLY JMGR INC.): August 1998-May 2004

Project Manager

MEMPHIS CENTER CITY COMMISSION: May 1997-August 1998

Project Coordinator

ARCHITECTURE INCORPORATED: May-August 1995, May-August 1996

Intern Architect

PROFESSIONAL ORGANIZATIONS:

COLISEUM COALITION: 2015-Present, Vice President: 2016-Present

MEMPHIS AREA TRANSIT AUTHORITY, BOARD OF COMMISSIONERS: 2010-2016

LEADERSHIP MEMPHIS: Fall 2009

MEMPHIS HERITAGE INC. BOARD OF DIRECTORS: 2008-2009

AIA MEMPHIS, BOARD OF DIRECTORS: 2003-2011

AIA TENNESSEE, BOARD OF DIRECTORS: 2003-2005, 2009

ALPHA RHO CHI FRATERNITY FOR ARCHITECTURE & THE ALLIED ARTS: 1991-Present

PROFESSIONAL RECOGNITION:

AIA MEMPHIS PRESIDENTS' AWARD: 2019

AIA BLUEPRINT FOR BETTER COMMUNITIES CHAMPION- 2018

TENNESSEE HISTORICAL COMMISSION, CERTIFICATE OF MERIT: 2009

AIA TENNESSEE AWARD OF MERIT: 2009

PAUL GRUENBERG COMMERCIAL REHABILITATION AWARD: 2009

J. TIMOTHY ANDERSON AWARD FOR EXCELLENCE IN HISTORIC REHABILITATION: 2009

ABC EXCELLENCE IN CONSTRUCTION AWARD, HISTORIC RENOVATION: 2008

FIRST RECIPIENT OF THE AIA MEMPHIS PRESIDENTS' AWARD: 2003

TENNESSEE HISTORICAL COMMISSION, CERTIFICATE OF MERIT: 2001



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C. RELEVANT EXPERIENCE

- HOTELS AT COURT SQUARE
- THE CENTRAL STATION HOTEL
- CHISCA ON MAIN
- SPRINGHILL SUITES AT THE HISTORIC KRESS BUILDING
- COURT SQUARE CENTER



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HOTELS AT COURT SQUARE

Main Street.....Memphis, Tennessee

**MARRIOTT
COURTYARD:**
Built in 2010

131 Rooms
Bistro Dining
Starbucks + Full Bar
Contemporary
Redesign of Guest
Rooms: 2018

SPRINGHILL SUITES:
Built in 2002
102 Rooms

All Suite Hotel
Contemporary
Redesign of Guest
Rooms: 2020
12,000 sf of
Event Space

**HISTORIC KRESS
ANNEX & CONF CENTER:**
Built in 2005
47 Rooms

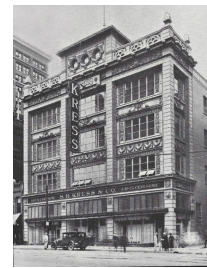
MOXY MEMPHIS:
Built in 1996
Reimagined in 2020

119 Rooms
Tech Enabled Rooms
24-hour Grab n Go
Full Bar



MARRIOTT COURTYARD, 2010

After nearly 15 years of no new hotel construction in Downtown Memphis, Summit Management Corporation brought the Sleep Inn at Court Square, its first concept to Memphis in 1996. In 2002, SMC brought the Marriott brand to Court Square with the addition of Springhill Suites, a combination of new construction and renovation of the Historic Kress Building and Conference Center, completed in 2005. In 2010, the Courtyard Marriott was added to SMC's portfolio on the site of Piggly Wiggly, America's first self serve grocery store. With the conversion of the Sleep Inn to Moxy Memphis, SMC now offers over 400 rooms under the Marriott brand at Court Square, only three blocks from the Renasant Convention Center.



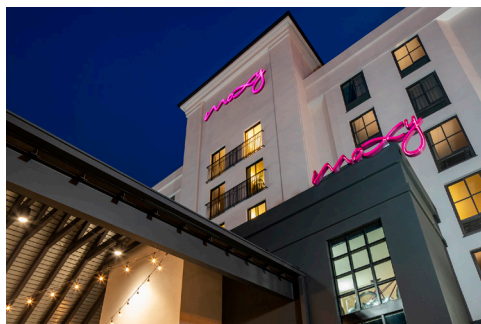
SPRINGHILL SUITES & HISTORIC KRESS ANNEX



Promoting The Spirit Of Hospitality



DESIGN • PRESERVE • RENEW



THE CENTRAL STATION HOTEL

545 S. Main Street.....Memphis, Tennessee

Client Contact:
Kemmons Wilson
Companies
McLean Wilson
901-346-8800

Contractor:
The Robins &
Morton Group
205-870-1000

Total square
footage:
122,162 square feet

Construction cost:
\$25,000,000
\$205/SF

Awards:

2020
Building Design +
Construction
Reconstruction
Award
Historic Renovation

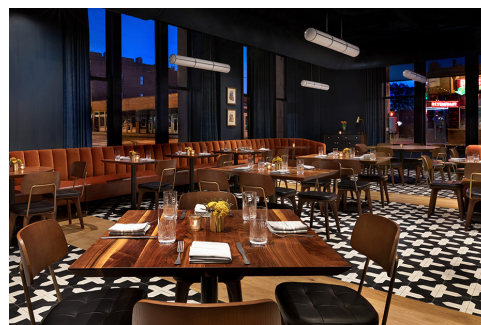
2020
AIA Award of Merit

2020
Tennessee Historical
Commission
Certificate of Merit

2020
Boutique Design
Gold Key Winner



Part of Curio Collection by Hilton, the 124-room boutique hotel located in the downtown Memphis neighborhood's 105-year-old Amtrak Train station and transportation hub, and features custom guest rooms, event and retail space, full-service restaurant/bar, lobby lounge, and a music listening room. The historic hotel renovation addresses the building's rich history through curated music, art, a tasteful food & beverage experience, and with an authentic sense of its city and thriving downtown neighborhood.



CHISCA ON MAIN

272 S. Main Street.....Memphis, Tennessee

Client Contact:
Main St. Apartment
Partners, LLC
Chase Carlisle
901-271-2500

Contractor:
Montgomery Martin
Contractors, LLC
901-374-9400

Total square
footage:
Not Provided

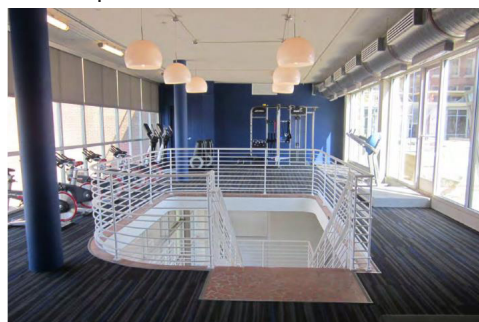
Construction cost:
\$23,300,000

Awards:

2020
AIA Award Citation



This creative adaptive reuse and historic renovation of the landmark historic Hotel Chisca, the modernist addition, and existing parking garage provides a transformational catalyst to the downtown neighborhood as a physical and social community connector from downtown Memphis to Beale Street and the South Main Historic District. It houses 161 new apartment units with parking and amenities, as well as active street-front commercial space. The original 1913 Hotel Chisca and the 1961 addition are joined by a new two-story building containing a 24-hour fitness center, clubroom, lobby area, coffee bar and leasing office, and featuring a 4,700 square foot elevated amenity terrace. From the re-use of the existing built structure and materials to the restoration of multiple building components, including the large rooftop sign structure, the Chisca on Main reinforces the need to advance sound sustainability principles and practices into current project development.



SPRINGHILL SUITES AT THE HISTORIC KRESS BUILDING

7 N. Main Street.....Memphis, Tennessee

Client Contact:
Summit Management
Corporation
Greg Averbuch
404-949-4800

Contractor:
Metro Construction
901-386-0094

Preservation
Consultant:
ArchInc
901-526-5080

Total square
footage:
57,000 square feet

Construction cost:
\$7.8 million.
\$136/SF

Construction
completed:
in 2005

Awards:
2006
Memphis Heritage
Paul Gruenberg



Samuel Kress opened the Kress Department Store in downtown Memphis in 1927. Kress was a national chain of five-and-dime stores, and its buildings were known for their unique coloring, lavish details, decorative terra-cotta facades and strong verticals supporting the golden letters “Kress”. The Memphis Kress store became McCrory’s in 1980 and closed its doors in 1994. It was restored and renovated by Summit Management and its design team to be transformed into an addition to the Marriott Springhill Suites hotel, located next door and connected by a skybridge. The Kress Building contains large guest rooms with soaring ceilings and expansive, historic windows facing the downtown cityscape, and, with thoughtful preservation and respect for historic details, many of its beautiful interior and exterior details were preserved for the public to enjoy. It also contains meeting space on the lower level.



Mixed-Use
Historic Renovation

COURT SQUARE CENTER

62 North Main Street.....Memphis, Tennessee

Client Contact:
Court Square Center
John Basek
901-335-7299

Contractor:
Montgomery Martin
Contractors, LLC
901-374-9400

Total square
footage:
173,902 square feet

Construction cost:
\$22,945,000
\$132/SF

Construction
completed
in 2009

Awards:

2009
TN Historical Comm.
Certificate of Merit

2009
AIA Tennessee
Merit Award
for Renovation/
Restoration

2009
Memphis Heritage
Paul Gruenberg

2009
J. Timothy Anderson
Award for Excellence
in Historic
Rehabilitation

2009
ABC Excellence in
Construction Award
Historic Renovation



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Court Square Center is a mixed-use project including the renovation of the 1924, 21-story Columbian Mutual Tower and the 1886, 5-story Lowenstein Brothers Department Store. It is programmed as a unique downtown living community combining apartments, offices, and retail. In both buildings, historic character in the building shell and structure was retained while introducing contemporary finishes for new construction. On the Tower, the terracotta facade and original clay tile roofs were restored to retain the building's historic integrity. In the Lowenstein Building, ornate cast iron, stone and terracotta detailing that was destroyed in the 1960' was recreated to restore the facade to it's original configuration and appearance. The incredibly complex financing structure included funding from HUD, New Market Tax Credits, Historic Tax Credits and other local sources.



D. DEVELOPMENT CONCEPT, PROJECTED TIMELINE, AND FEASIBILITY

The high quality adaptive mixed-use program for 100 N. Main exhibits not only design excellence but also could not be a more appropriate need and fit for Downtown Memphis in this location. The size of this development creates one of the densest blocks in Memphis and utilizes currently shuttered assets and infrastructure. With its mixed use both visitors and locals alike will be attracted to this iconic building that creates a much higher tax base than non-hospitality real estate. This is because of the multiple layers of sales, use, and room taxes placed on hospitality assets along with the huge multiplier effect from visitors spending versus locals. Not only is the tax base much higher but it is even more impactful since travel and tourism visitors have a lower cost component as they do not require other services such as schools.

The proposed mixed use will improve the pedestrian experience by making the Court Square neighborhood a more walkable neighborhood and provide important connectivity to the other downtown neighborhoods and to the Renasant Convention Center. By utilizing the existing parking on-site, easily accessible from the main vehicular arteries serving downtown, and being on the Main Street Trolley line the mobility options are multi-faceted.

There is no better way to add “around-the-clock” vibrancy to the subject neighborhood and beyond than the proposed mixed-use development with hospitality and residential occupancies.

Our vision and program utilize adaptive reuse of all the existing buildings and includes new development of a garage, retail/commercial space for the surface parking lot that includes a “podium” for a future hotel / office building at the corner of Jefferson and Second. This plan includes maintaining the existing parking spaces (approximately 500 spaces) with a new garage consisting of approximately 700 spaces developed with the support of DMA. This will add approximately 1,200 publicly available parking spaces, not currently available, to the Court Square Neighborhood, civic plaza, and convention facilities.

This iconic and transformative development requires the use of available development incentives to support a project of this scope, size, complexity, and catalytic impact. The public’s benefits from this critically important revitalization will far exceed any perceived costs. Not only will the development benefit the public for what it will add and produce on site, but also the public is in the unique position to benefit tremendously beyond the confines of the subject block with the many multipliers. In addition, to the attached outline of public incentives, this development will require the cooperative and collaborative efforts by the many public departments inherently involved with similar key projects.

Proof of funds (debt and equity), financial analysis, and project costs will be provided during the development process and prior to any transfer of property from the DMA.

Timeline -

Q4 2021 - Q1 2022 - Development Agreement Negotiations and Approvals

Q1-2022 - Q2 2022 - Demolition and Stabilization

Q4 2022 - Construction Commencement

Q2 2024 - Opening of AC Hotel by Marriott and new parking garage

Q3 2024 - Occupancy of 100 N. Main and low rise historical Residences

Q4 2024 - Opening of Element Hotel by Westin



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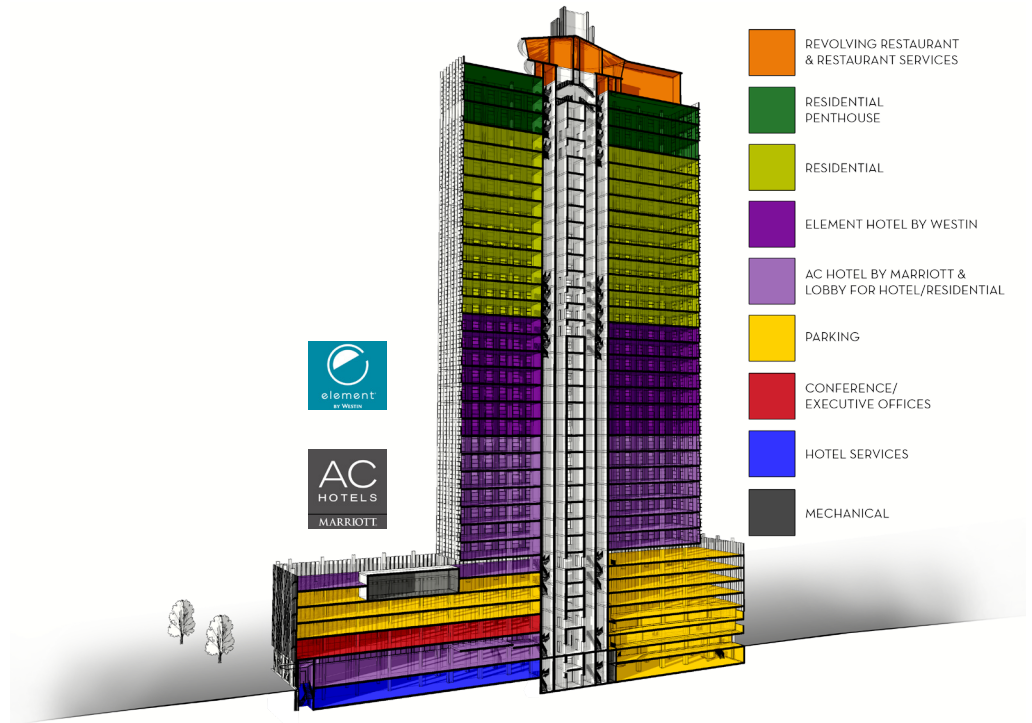
PUBLIC/PRIVATE PARTNERSHIP & INCENTIVES

100 N. Main Street Proposal

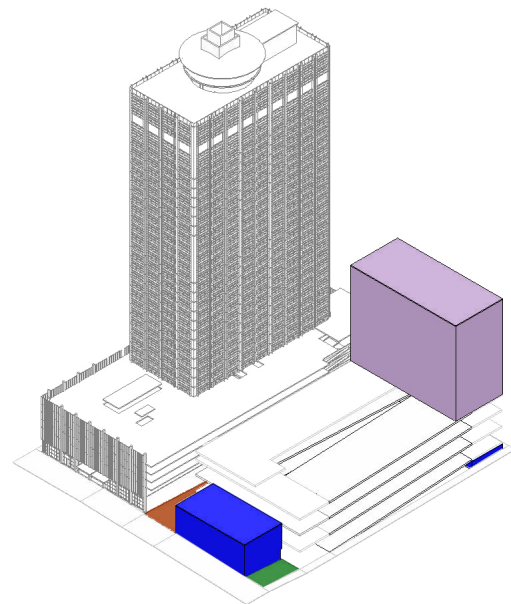
Our goal is for the proposed adaptive reuse of the 100 North Main Building and contiguous block (the “Project”) to be a true public-private partnership that leverages public and private resources to transform 100 North Main into an asset for Downtown and the larger Memphis community. Summit Management Corporation or another affiliate of Greg Averbuch (the “Developer”) would contribute the capital and expertise to complete the development and construction of the Project. The Developer requests that the City of Memphis (the “City”), Downtown Memphis Commission (“DMC”), and its affiliated agencies support the Project as discussed below.

1. Land. DMC will contribute the land and building to the Project for nominal consideration.
2. PILOT. Memphis Center City Revenue Finance Corporation (“MCCRFC”) will grant a PILOT tax incentive for the Project with a term of at least twenty years. The Project will be transformative for Downtown and thus should be awarded the maximum PILOT term. If necessary to make the Project financially feasible, or to facilitate the bond financing discussed below, the City and DMC would cooperate with the Developer in seeking approval from the State Commissioner of Economic and Community Development and State Comptroller for a PILOT term of up to thirty years.
3. Accelerate Memphis. DMC and the City will contribute to the Project all funds from the Accelerate Memphis bond issue that have been allocated for remediation of the 100 North Main Building.
4. DMA Financing. The Downtown Mobility Authority (“DMA”) will assist in financing the construction and renovation of a parking garage for the Project.
5. Surcharge. If requested by Developer, DMC will recommend to the City that the City Council approve a resolution authorizing the levy of a surcharge of up to 5% on all sales within the Project area. The City would remit the revenues generated from this surcharge to MCCRFC for use in the Project for a period of thirty years after the opening of the Project’s hotel.
6. Tourism Development Zone. The City and DMC will cooperate with the Developer in seeking approval from the State to designate the Project as a “qualified public use facility” within the existing Downtown Tourism Development Zone (“TDZ”). If such approval is obtained, then the incremental sales tax revenues from the Project will be remitted to MCCRFC for use in the Project for a for a period of thirty years after the opening of the Project’s hotel.
7. Bond Financing. If requested by Developer, MCCRFC will issue bonds secured by the PILOT rents, surcharge revenues, and, if available, TDZ revenues from the Project. The term of such bonds would be thirty years. The proceeds of the bond issue would be available to pay for costs of construction of the Project.
8. Historic Tax Credits. The Developer intends to use federal rehabilitation tax credits available under Section 47 of the Internal Revenue Code (“Historic Tax Credits”) in connection with the Project. The City and DMC will support the Developer’s Historic Preservation Certification Applications to the National Park Service to make the Project eligible for Historic Tax Credits and will otherwise provide reasonable cooperation with the Developer in securing approval from the National Park Service.

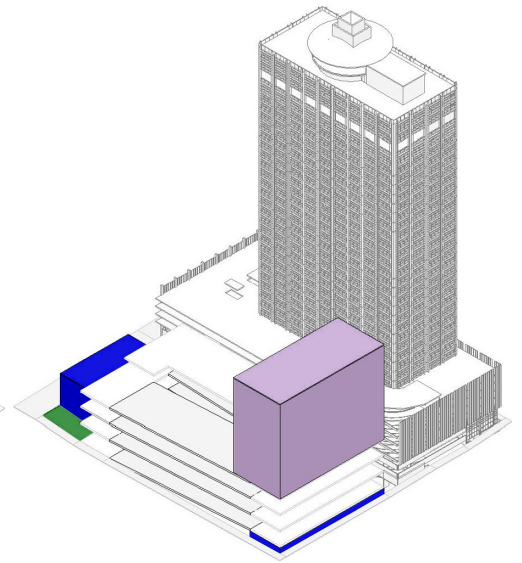
DEVELOPMENT CONCEPT



CONCEPTUAL ARRANGEMENT OF FLOOR USES



VIEW FROM SW
GARAGE, PRESERVATION OF
HISTORIC MAIN STREET BUILDINGS &
FUTURE HOTEL/OFFICE EXPANSION



VIEW FROM SE
GARAGE, RETAIL AT SECOND STREET &
FUTURE HOTEL/OFFICE EXPANSION

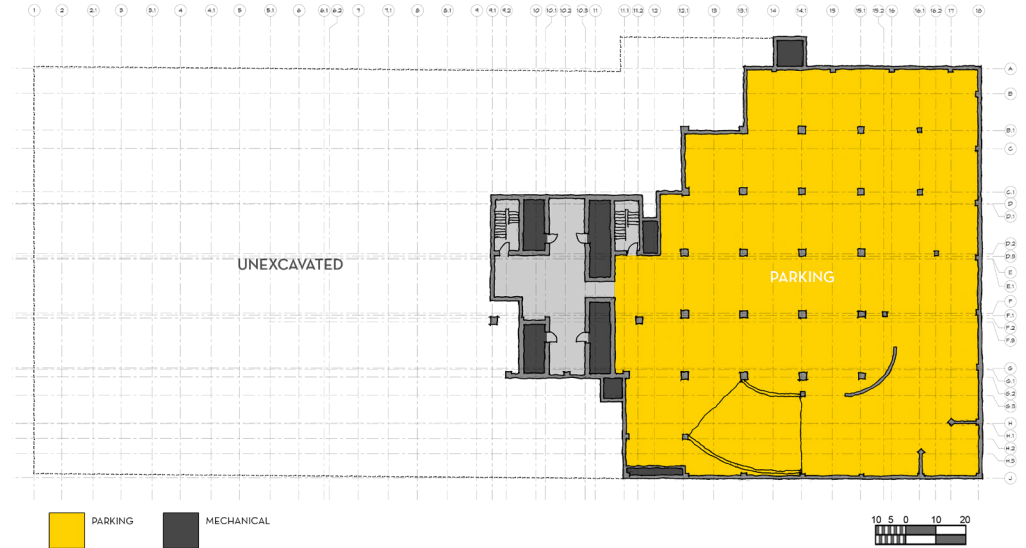
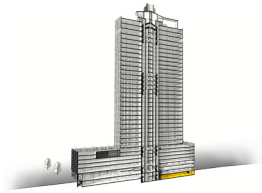
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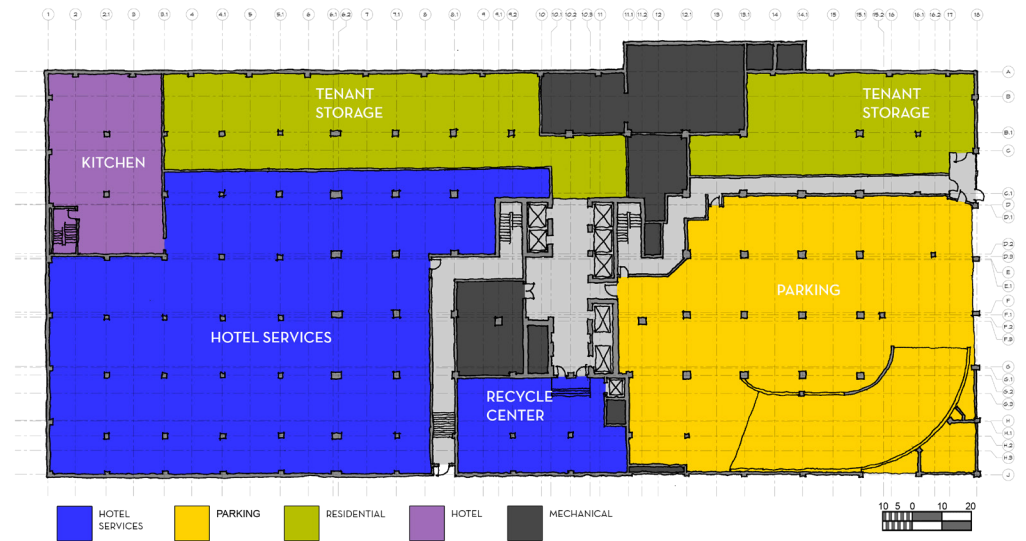
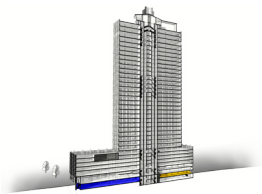


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DEVELOPMENT CONCEPT



BASEMENT LEVEL



LOWER LOBBY LEVEL

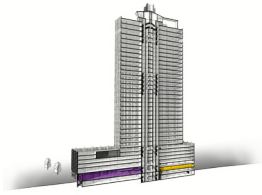
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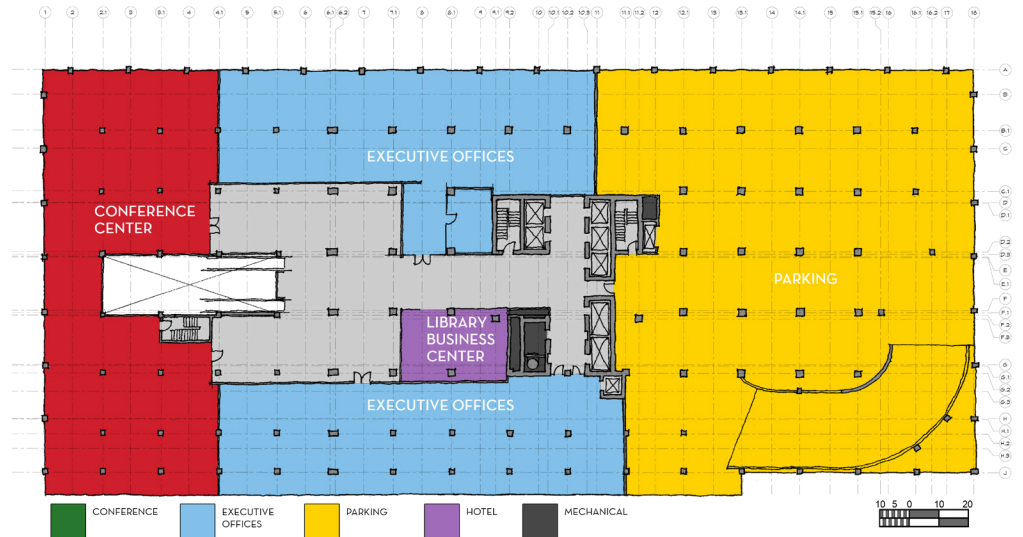
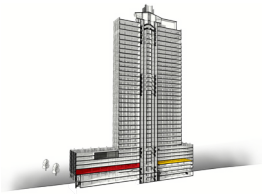


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DEVELOPMENT CONCEPT



UPPER LOBBY LEVEL



FOURTH FLOOR

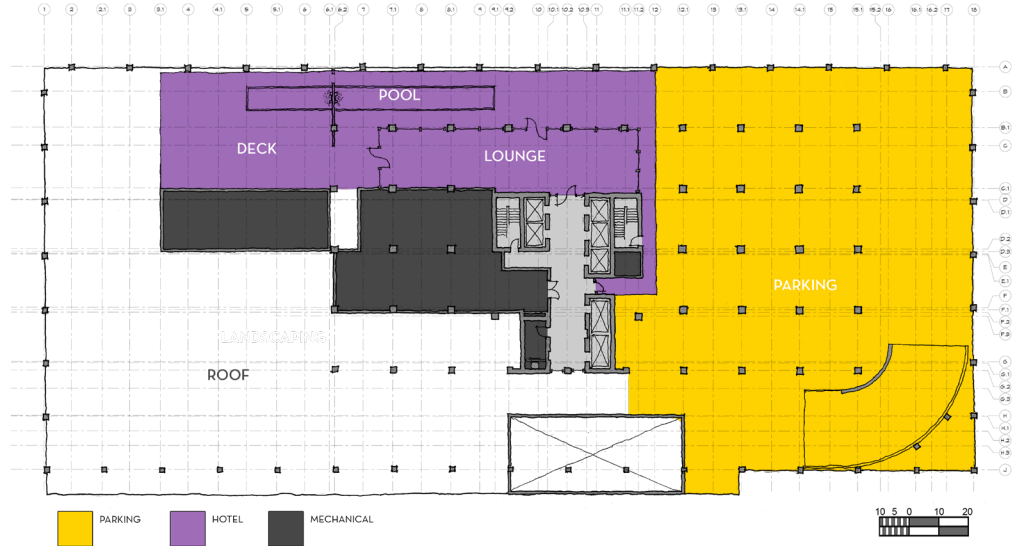
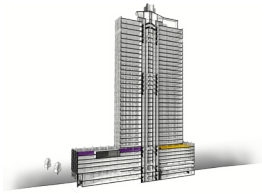
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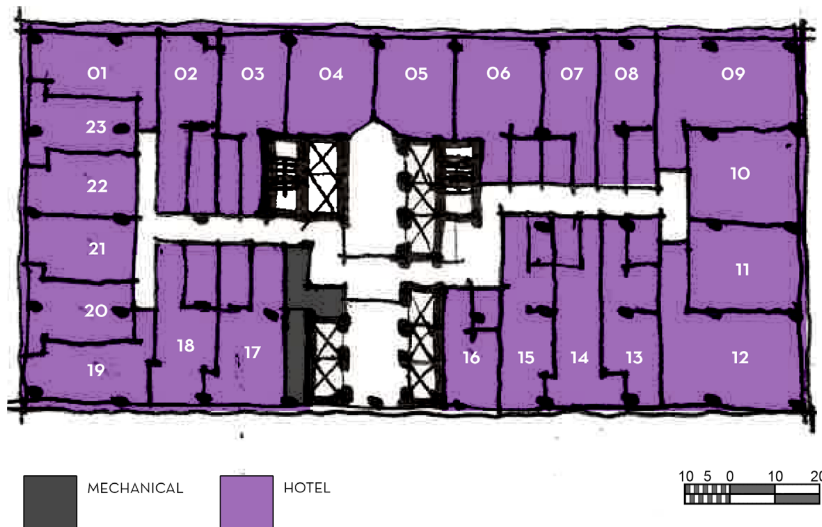
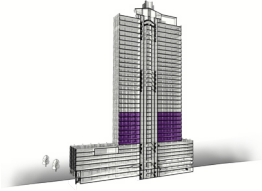


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DEVELOPMENT CONCEPT



EIGHTH FLOOR



FLOORS 9-15 AC MARRIOTT HOTEL


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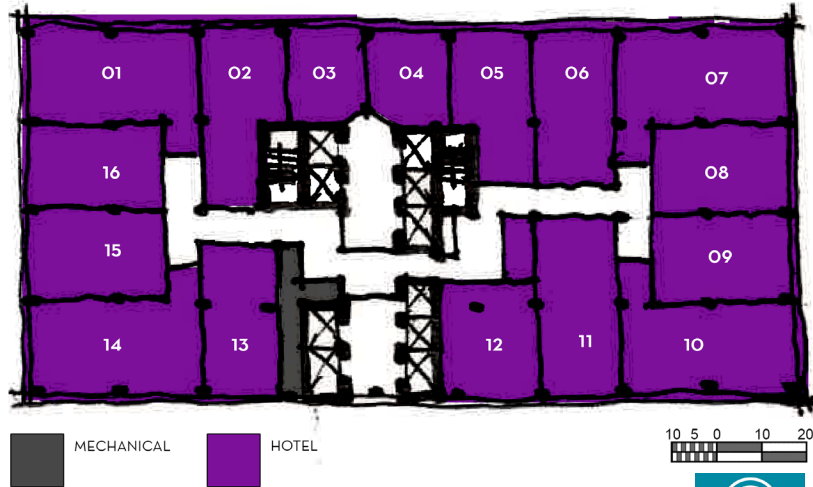
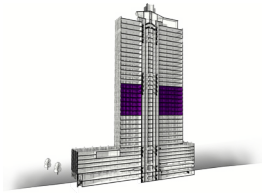

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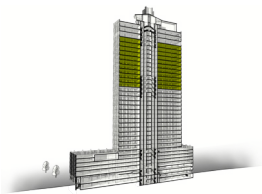
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DEVELOPMENT CONCEPT



FLOORS 16-22 ELEMENT HOTEL BY WESTIN



FLOORS 22-33 RESIDENTIAL

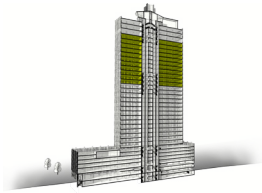
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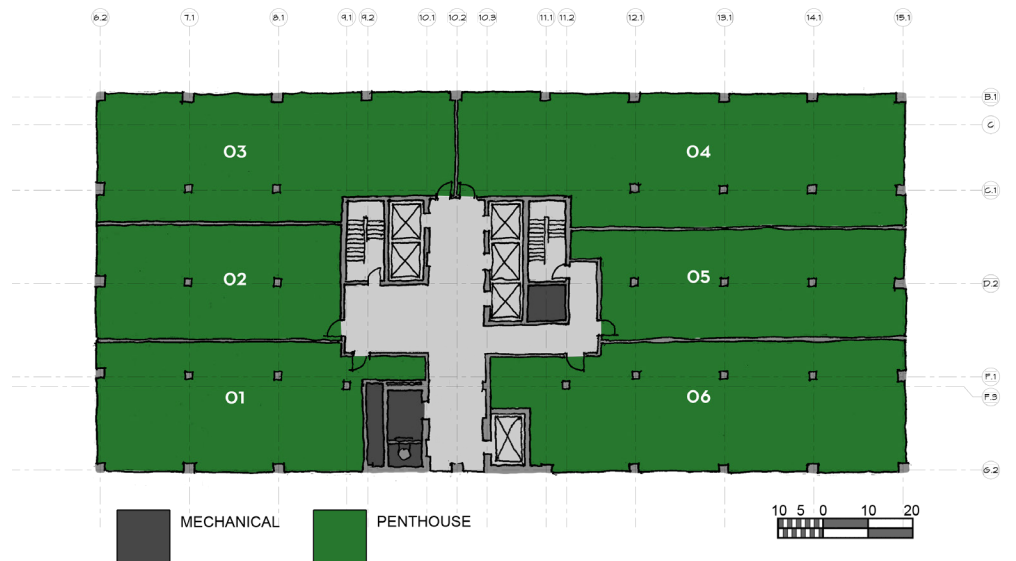
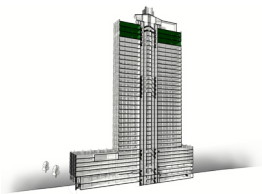


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DEVELOPMENT CONCEPT



FLOORS 23-33 RESIDENTIAL ALTERNATE LAYOUT



FLOORS 34-36 RESIDENTIAL PENTHOUSE

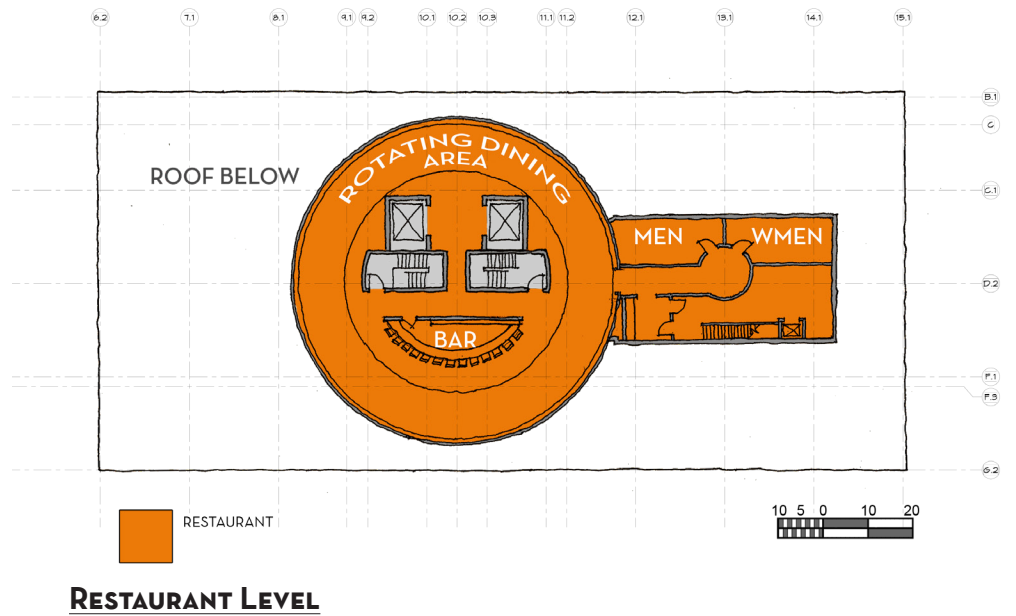
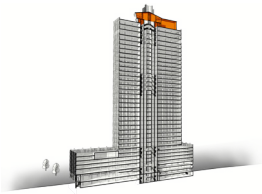
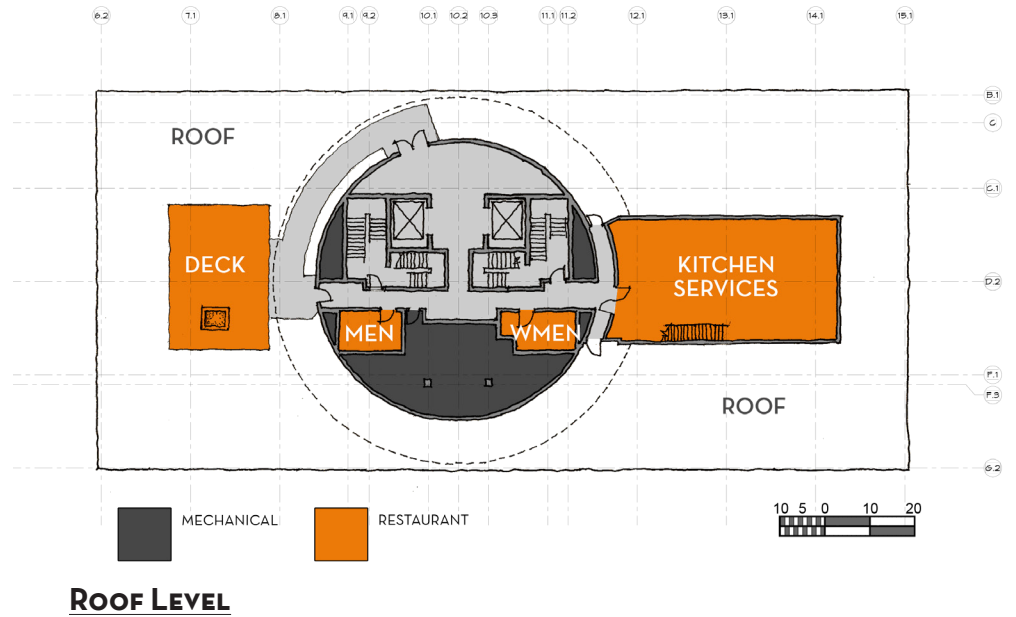
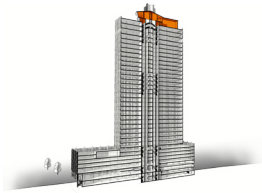
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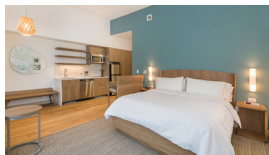
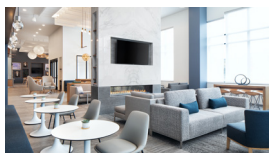
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ELEMENT BY WESTIN



Driving Innovation

Spacious guestrooms with fully equipped kitchens, spa-inspired bathrooms, the signature Heavenly Bed, and innovative programming, Element is geared at today's longer-stay travelers. Element continues to evolve, offering additional room types and innovative activation of the public space to accommodate those that want to fuel a life in balance on the road.

Rise Breakfast

Wake up to our signature breakfast featuring a fresh made-to-order item that rotates daily. Chobani yogurt station offering wholesome granola, fresh cut and whole fruit, plus gourmet coffee and more help guests start their day healthy and energized.

Relax

Rediscover the Relax evening reception. Guests can settle in and mingle over complimentary sustainable wine and local beer options from a fully recyclable keg or enjoy light bites focusing on fresh ingredients. With options for a custom bar cart and full service bars, there is a way for guests at every hotel to unwind four nights a week.

Restore

Restore pantry has been reimagined so that guests can stock up on healthy snacks, local specialties and more at check-in. Savory, fresh ready-to-cook meals plus wine and beer on tap allow guests access to everything they need anytime.

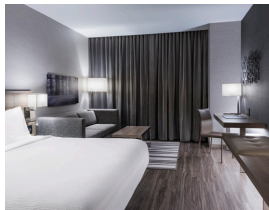
Guestroom/Studio Commons

The guestrooms are an open, energizing environment with extra space, clean designs and an abundance of natural light. To continue to innovate in the extended stay space, Element's new "Studio Commons" communal room concept consists of four guest rooms centered around a common living space that allows guests in the surrounding rooms to congregate, interact, work or dine – even more space to live their lives.



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AC MARRIOTT



AC Lounge®

- Contemporary European design infused with signature lounge seating and multimedia area
- Known for its dynamic atmosphere
- Selective mix of beverages and delectable bar bites
- The AC Lounge® draws both locals and guests

AC Kitchen

- Healthy crafted European inspired small-plate breakfast (paid offering) including a wide range of fresh products and juices

Arrival

- European sensibility with linear clean aesthetic
- Neutral color palette
- Gallery quality, modern art
- Flexible layout
- Dynamic architectural and decorative lighting

AC Fitness

- Complimentary state-of-the-art fitness facilities
- Accessible seven days a week, 24 hours a day
- Personal viewing screens (i.e., LCD TV) on all cardio equipment
- 32" Flat-panel TV

Guest Room

- Simplistic design with consistent FF&E in all rooms
- Signature closet featuring exposed design
- Showers as standard
- Work desk and luggage bench
- Thoughtful architectural lighting
- Complimentary Wi-Fi
- 55" Television
- Three distinct layouts with five color schemes

AC Library

- Collaboration area with communal table
- Reading area with carefully curated press, magazines, city guides
- Wireless printer and laptop or tablet for guest use
- Adjacent to the AC Lounge®

Exterior

- Signature AC Hotel logo on top corner of the building
- Signature channel lettering at main entrance with location name

AC Store

- Sleek retail displays adjacent to registration
- Innovative shelving with vibrant lighting
- Features locally sourced items

E. COMMITMENT TO DIVERSITY & INCLUSION

100 N. Main Street Proposal

In addition to the Developer's contributions to the construction of the Project, the Developer intends to exceed the requirements of MCCRFC's Equal Business Opportunity Program, which establishes a goal of 25% participation by women and/or minority owned businesses. The Developer will endeavor to exceed this requirement and achieve 28% participation by women and/or minority owned businesses. The Developer is also committed to including minority equity ownership in the Project. This is evident with 100% of the current design team and public relations team certified local MWBEs. The development team will also seek opportunities to partner with smaller minority developers on the renovation of the historic main street structures and the Second Street retail component of the new garage. As the development process proceeds this principle will continue in good faith and exhibited efforts and results. A development of this import and scope will create opportunities for many to participate.

Greg Averbuch will be the team member with the primary responsibility for diversity, outreach, and inclusion. David Schuermann, a member of Memphis' Minority Business Development Oversight Committee (MBDOC) will direct these efforts. Expanding his relationship with Director Joann Massey and the staff of the Office of Business Diversity and Compliance specifically to the 100 North development, it can become the catalyst and model for diversity inclusion in the City and even more importantly the mentorship of tomorrows leaders. This fluid effort will be continuous from inception to completion, from design to construction. The 100 North Main's Team commitment to a wholly inclusive partnership with mentorship of majority and minority participation at such a scale offers the Team, the DMC and the City of Memphis a true challenge, partnership and a model to going forward.



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