

**QUESTIONS AND RESPONSES TO THE:
REQUEST FOR PROPOSALS
ENTERTAINMENT VENUE AND EVENT CENTER AT THE BANKS
THE REDEVELOPMENT OF OHIO'S SOUTHERN GATEWAY
CINCINNATI, OHIO
MARCH 8, 2018**

As of March 1, 2018, the deadline for all written questions by interested venue developers, 17 questions had been submitted for response. Set forth below is the JBSC/City of Cincinnati/Hamilton County responses to the questions submitted.

1. Please confirm the Banks Garage/Podium will be provided by the county. Please also confirm the county will include all supporting infrastructure under this slab, such as painting, signage, lighting, fire protection, ventilation, plumbing, etc.

ANSWER: Hamilton County and the City of Cincinnati (the "Public Parties") will fund, design and construct the Public Parking Facility that will provide structural support for the proposed Banks Entertainment Venue. The Public Parking Facility shall be designed and constructed by the Public Parties which shall include the deep foundations, slab on grade, structural decks, ramps, primary public access drives (including those from the Podium Structure) columns, striping, signage, ventilation, fire suppression systems, flood control systems, security, lighting, elevator access to public rights of way, stairwells to public rights of way, headhouses at street level, walkways and mechanical, electrical and plumbing or similar systems. The Public Parking Facility shall include all architectural, structural, and MEP elements that serve and are required for a complete and fully operational parking facility. It is anticipated that the "Podium Structure" (including slabs, beams, any transfer girders, etc), which forms the 'lid' of the Public Parking Facility and the base for the Banks Entertainment Venue (See Exhibit A attached hereto), shall be:

1. Designed by the Public Parking Facility team in close coordination with and per the requirements of the Banks Entertainment Venue team.
2. Constructed by the Public Parking Facility team, since (a) it is integrally connected to the concrete garage structure, and (b) to expedite completion of the Public Parking Facility, as well as commencement of the Banks Entertainment Venue above.

3. Owned and maintained by the Banks Entertainment Venue, and
4. Paid for by the Banks Entertainment Venue.

The Podium Structure shall be designed as a 3-Hour horizontal separation between the Public Parking Facility and the Banks Entertainment Venue.

The Podium Structure shall be constructed within the Air Lot above the Public Parking Facility and shall be considered part of the Banks Entertainment Venue. All related waterproofing systems, drainage systems, expansion joints, finishes, heated plenum spaces or insulation and heat traced plumbing lines, private service branch utilities and other elements as generally depicted on Exhibit A attached hereto are the responsibility of the Banks Entertainment Venue Developer.

The Public Parties and Developer shall execute reciprocal easements with respect to the public and private elements to be located within the respective public and private areas of the Public Parking Facility and the Private Podium. Costs associated with the private elements of The Banks Entertainment Venue will be the responsibility of the Developer of The Banks Entertainment Venue, (including those systems and components that extend down into or through the Public Parking Facility, such as storm and sanitary lines, etc.).

The cost of the deep foundations and any columns (but not shearwalls if necessary due to the design of The Banks Entertainment Venue) below the Podium Structure, which support both the Public Parking Facility and The Banks Entertainment Venue, shall be allocated to the Public Parties.

In the event the Public Parties determine that Lot E, as depicted on Page 3 of the RFP is the optimal site for The Banks Entertainment Venue, the County shall be responsible for the funding, design and construction of the Public Parking Facility as set forth herein.

2. We are presuming that the garage & podium include the top/transfer slab. Please confirm.

ANSWER: The Developer will be responsible for paying for the costs of the Podium Structure and all related components associated with The Banks Entertainment Venue (see response to question #1 above also).

3. When does the County expect to begin construction on the garage/podium, and when do they anticipate completion?

ANSWER: The schedule for the development of Public Parking Facility will be developed in coordination with the Developer of The Banks Entertainment Venue.

4. Please share how the County anticipates funding the garage/podium construction.

ANSWER: The Public Parties will fund the development and construction costs for the Public Parking Facility with a combination of parking revenues, tax increment financing revenues, state funding and other available sources. All funds are available for such Public Parking Facility that will provide support for the development of the subject Venue.

5. Since the proposed entertainment venue provided by the development team will be privately funded, please confirm the overbuild will not be subject to prevailing wages and Responsible Bidder requirements? Were any of the other development projects at The Banks required to comply with these as well? If so, were there any public subsidies given to the developer to fund the increased development costs?

ANSWER: The Developer will be subject to Prevailing Wage and the Responsible Bidder Policy with respect to the construction of the core and shell of The Banks Entertainment Venue. This has been a requirement for all of the private development constructed to date at The Banks. No public subsidies were provided to the private entities to comply with such requirements.

6. In Section 1.4, you note a workforce participation goal of 11% minority and 6.9% women in each trade with a combined goal of 22%. Please clarify the combined goal percent. This is also mentioned on page 16 of Appendix A.

ANSWER: The combined goal is 17.9% with respect to workforce participation.

7. Section 4 of the Joint Policy in Appendix A references undefined goals for work funded from DOT participation (see top of pg. 7). Please advise what percentage we should use and what the scope and value is of the DOT funded work.

ANSWER: This requirement is not applicable to The Banks Entertainment Venue.

8. Page 23 of Appendix A references a Schedule A- Employee Readiness Program as to be attached. Please clarify how we can obtain this document. Is this the 3 page document titled Responsible Bidder Requirements Applicable to Public Contracts?

ANSWER: The Employee Readiness Program is not applicable to The Banks Entertainment Venue.

9. In reference to the document titled Responsible Bidder Requirements Applicable to Public Contracts, Item 2 outlines the requirement to pay Prevailing Wages for the project excluding leasehold, and/or tenant improvements and/or the fit out of interior spaces of the office, retail or condominium elements of the Banks project. Please clarify this requirement relative to the overbuild portion of the Venue. (i.e. above the podium level floor).

ANSWER: Please refer to the response set forth in Section 5 above.

10. In 4.14 — General Response, there is a listed sequence for the order of the RFP response (Tabs), please provide clarity under which Tabs the following requested items should be answered

- 4.9 Community Project Benefits

ANSWER: Venue Design Elements

- 4.10 Financial History

ANSWER: Experience and References

- Statement of acceptance of Responsible Bidder Requirements Applicable to Public Contracts

ANSWER: Venue Design Elements/Preliminary Architectural Renderings

11. We currently have organized the response regarding Entity Information and Personnel as below, please verify if this is the preferred organization.

Entity Information

- 4.2 Members of Development Team
- 4.3 Developer Resumes and Relevant Projects
- 4.4 Development/Operations Philosophy

Entity Personnel

- 4.5 On Site Project Manager
- 4.6 Consulting Members of Development Team

ANSWER: The proposal framework is in compliance with the RFP requirements.

12. Per 1.6 — Project Goals, one of the design elements listed is "The Venue shall consist of a multi-level structure supported by a public parking facility." Is this parking facility the one located in Lot 24 or an additional facility that is to be built underneath the Venue?

ANSWER: Not necessarily. The Venue will be developed above a publicly funded and developed Parking Facility as described in the response to question1 above, on a lot or portions of a lot within The Banks Project, which includes the various Lots as depicted on page 3 of the RFP.

13. Is there a preference on the Lot location of the proposed Venue?

ANSWER: All Lots are being equally considered for development. The JBSC is coordinating with the City/County and may engage the proposing developers in discussions regarding lot development options upon receipt of all proposals.

14. What is the preferred construction commencement and completion for the Venue?

ANSWER: The schedule will be developed in coordination with the Developer of The Banks Entertainment Venue.

15. Regarding Exhibit A — Proposer's Qualifications Statement Form:

- 3.4 — What information is requested by "contract amount"?

ANSWER: Venue Development Budget and Operations Budget.

16.3.4 — Please provide clarification regarding "percentage of cost of the work performed with your own forces"

ANSWER: We are requesting information related to work performed by in-house employees, as versus third-party contractors.

17. To whom do we address the cover letter?

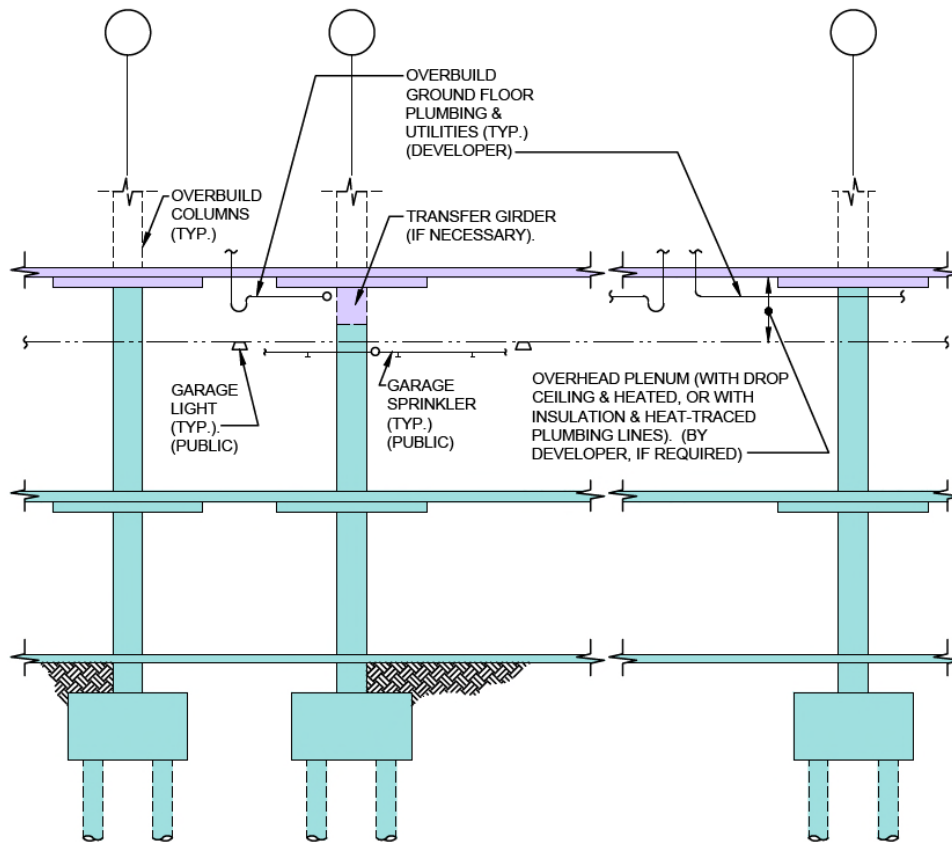
ANSWER:

Joint Banks Steering Committee
C/O Melissa E. Wideman
312 Elm Street, Suite 2600
Cincinnati, Ohio 45202
mew@rhcholdings.com



BANKS DEVELOPMENT

TYPICAL PODIUM PLAN CROSS-SECTION FOR ILLUSTRATION PURPOSES ONLY

EXHIBIT A



LEGEND:

-  PODIUM/TRANSFER STRUCTURE - DEVELOPER
-  GARAGE CONSTRUCTION - PUBLIC PARKING FACILITY

GARAGE SECTION