

Foothills District Predevelopment Agreement

Exhibit C - Work Plan

Introduction

The Foothills District (“District”) is an approximately 120 acre area located just east of downtown Lake Oswego along the Willamette River (**Exhibit B**). Over the last several years, there have been a number of attempts to create a redevelopment plan for the District that reflects the City’s desire to see a more urban mixed-use development pattern emerge adjacent to Lake Oswego’s thriving downtown. Planning the District for future redevelopment at this time will inform the Lake Oswego to Portland Transit Project in which a streetcar alternative is currently being considered. Cost efficiencies in planning both at the same time could be significant. This Scope of Work will deliver a Framework Plan for the District that enjoys broad community support and provides a clear path to achieving a common vision for the area.

The District is characterized by a number of significant features, including:

- Willamette River and Tryon Creek frontage, including a newly constructed Foothills Park and proposed Willamette River dock
- Substantial topographic relief, including a 65-foot-plus drop from State Street in downtown to the River
- A mix of uses including light industrial/warehouse, condominiums and apartments, open space, and commercial centers
- Constrained transportation access to and from Highway 43 (State Street)
- A major sewage treatment plant located in the northern portion of the district adjacent to Tryon Creek and the Willamette River
- Significant portions of the District at or below the 100 year flood elevation

The District provides an unmatched opportunity in the Portland Metro area to create a great urban neighborhood in a unique riverfront setting. While past efforts to study the area have moved the vision of a vibrant mixed-use neighborhood closer to implementation, there is a need to take the planning process for the District to the next level, with an end product that combines planning, infrastructure, development viability and neighborhood livability issues together in a comprehensive plan for the area.

Framework Plan – Product and Process

This Work Plan is intended to generate a Framework Plan for the District that will help guide redevelopment efforts for the area in the coming decades. A Framework Plan is a specific type of planning effort that can be used as the basis for the creation of an Urban Renewal Area and for Comprehensive Plan or Zoning Code amendments. While any contemplation of an Urban Renewal Area for the District will take place outside of the scope of this process, the Framework Plan can be used as the foundation for any future Urban Renewal Area discussions, guiding such elements as public investment priorities, anticipated redevelopment value, and public/private partnerships.

While the Framework Plan will have utility for future URA discussions, that will not be its only focus. In fact, the Framework Plan must stand on its own, regardless of any future action to form an URA. The end goal of this plan is to put in place those elements that are necessary to encourage redevelopment within the District, consistent with the community values that will be expressed and incorporated throughout the planning process.

The approach used for developing a Framework Plan will be to focus initially on those issues that could be constraints to development and/or the issues most challenging to resolve. While the assumed priority is the existing floodplain in the industrially-zoned area of the District followed by access to State Street and the Tryon Creek Wastewater Treatment Plant, the importance and priority of each of these and other constraints may change based on initial work performed in the Work Plan. However, the intended approach of addressing top priority issues first will remain the same regardless of their given order in this Work Plan.

To that end, this Work Plan includes the drafting of revised comprehensive plan, zoning code, and other code regulations – collectively, the “Post-Plan Amendments” - which will be forwarded to the City Council for its consideration as part of their proscribed land use processes. In a similar fashion, those elements that are considered barriers to redevelopment – the 100 year floodplain or current sewer plant configuration are two examples – must also be addressed with specific proposals forwarded to the City of Lake Oswego (or other appropriate bodies) for action.

Getting to the end product will require extensive outreach and communication with the Lake Oswego community and other affected parties. Ultimately, the goal of securing broad community support for the Framework Plan will depend on the effectiveness of the outreach effort. Throughout the process, the team will establish open communications with the community and provide multiple forums for meaningful conversations to take place. The final product should be owned by the community as much as the planning team or the City. To that end, the planning team will be working closely with the City and other community leaders to jointly draft a public process plan that ensures meaningful input and results in a better end product.

WORK PLAN

This Exhibit C, together with the descriptions of work within the Predevelopment Agreement (PDA), describes the work to be performed by WDW itself, or to be performed by WDW through or with Consultants to be engaged by WDW. In the event of any conflict between the provisions of this Exhibit C and the PDA, the terms of the PDA shall control. Unless specified otherwise, references in this Exhibit C to the "team" or the "project team" shall mean WDW together with the Consultants it has engaged through the process outlined in the PDA and this Exhibit.

1.0 Team Organization + Project Management

1.1 Project Management

Williams/Dame + White (WDW) as the Development Manager will provide overall project management for the Framework Plan process. Ultimately, WDW will be responsible for the materials that are generated under this work plan and for ensuring that the outcome of this process meets the City's needs. Specific issues related to the management of this process are outlined below.

1.1.1 Consultants

Over the course of the project, WDW will manage the Consultant selection process as well as develop and manage the consultant workscopes in order to successfully deliver the products described herein. The process will be open and transparent, and will include significant City oversight throughout.

A. Consultant Selection

The WDW Project Manager with the City Project Manager will identify the specific deliverables that are required by this work plan and prepare invitation packages for consultant work scopes. In order to ensure the selection of the most qualified consultants and maximize the City's value, WDW will invite at least three qualified consultants to submit responses to the team for specific areas of work is desired.

At a minimum, it is anticipated that the following services will be needed for the project and that appropriate consultants will be selected to provide these services:

- Architecture and Urban Design
- Infrastructure Planning/Design
- Transportation Planning/Traffic Design
- Geotechnical Engineering/Environmental (HazMat) Analysis
- Environmental (Wildlife/Habitat) Analysis and Planning
- Wastewater Treatment Engineering
- Water Resources and Hydrologic Engineering

Consultant Selection will be done by the WDW Project Manager and the City's Project Manager. WDW will set up an Invitation for Proposals (IFP) process to be

approved by the City Project Manager for selecting qualified consultants. Evaluation criteria will include, in order of priority, relevant firm experience in urban mixed-use settings (planning through construction); experience of team members assigned to project in urban mixed-use settings (planning through construction); local experience and knowledge; billing rates; and references. All firms must demonstrate their standing as an Equal Employment Opportunity (EEO) employer.

Prior to issuing IFP's, WDW and the City's Project Manager will establish specific scoring criteria for consultants. This information will be communicated in each IFP package. The selection team will have the right to select a consultant based on their response to the IFP or may, at its option, conduct interviews with potential consultants. The IFP shall provide that in submitting a response, the consultant acknowledges that the selection team's decision is final, with no avenue for appeal of the decision.

Products/Deliverables: Consultant Invitation Packages; Final Consultant Selections

B. Consultant Workscopes/Contracts

As part of the IFP packages, WDW will prepare an initial outline of the scope of work that is being requested, based on this work plan and the Predevelopment Agreement (PDA). This initial scope of work will be used as part of the basis for consultant selection as well as to assist potential consultants in assembling their responses.

Following consultant selection, WDW will work with the consultant(s) to more clearly define their scope of work, including a delivery schedule and not-to-exceed budget for the work. Where consultant budget or schedule exceeds the established project budget and schedule, WDW will work with the consultant to meet the budget or schedule through reduced/reassigned work, increasing the budget allocation for certain tasks, or beginning negotiations with the second (or next) ranked consultant. The City's Project Manager shall approve of any reductions in/reassignments of work, budget increases, or decisions to move to the next consultant.

Products/Deliverables: Executed Consultant Contracts

C. Manage Consultant Workscopes/Contracts

WDW will manage the Consultant Workscopes/Contracts to ensure delivery of the desired consultant products within the established budget and timeline for the project. This work will include regular meetings with consultants to review project progress, direction to consultants to ensure consistency and coordination with other work tasks, and management of costs to ensure budget certainty. Monthly reports will be prepared for review with the City's Project Manager in order to track consultant performance to date, including budget, schedule, work completed, and acceptability of consultant products.

Products/Deliverables: Monthly Consultant Performance Reports

1.1.2 Project Schedule

WDW will manage the project so as to deliver final products in accordance with the Project Schedule (**Exhibit C-1**). The Project Schedule will be updated monthly (or more as needed) to reflect approved consultant workscopes and reflect progress to date. The Project Schedule will be reviewed at least monthly with the City's Project Manager, and adjustments will be made as needed based on the outcome of these monthly reviews.

Products/Deliverables: Project Schedule and Schedule Tracking Reports

1.1.3 Accounting and Cost Control

WDW will track the Project Budget (**Exhibit C-2**) and provide all accounting and cost controls for the project. Invoices will be submitted monthly to WDW for review and approval. WDW will track submitted invoices against the consultant contracts and the Project Budget and Schedule. Invoices will be approved only if the work performed was included in an approved consultant contract or approved in writing in advance of the work being performed.

Upon WDW's approval of the invoices, WDW will prepare checks, sign the checks, and submit the checks and supporting material to the City's Project Manager for review and countersignature. All consultant checks, and any project expenses exceeding \$1,000.00, must be countersigned by the City.

Concurrent with WDW's submittal of approved invoices and checks, WDW shall also submit a summary invoice for that month's approved costs, including project expenses and WDW fees. A budget tracking report will also be provided to measure consultant performance against the Project Budget and consultant fees earned. Upon the City's review and approval of the summary invoice and tracking report, the City shall electronically transfer payment to WDW's project account, and upon deposit, WDW shall release the countersigned checks for consultant payment.

Products/Deliverables: Monthly Invoices/Checks; Budget Tracking Reports

1.2 Project Oversight

This Work Plan is an important step in the establishment of a public/private partnership focused on redevelopment efforts in the District. To that end, it is important that there be substantial public oversight of the process to ensure that the end products will meet the City's approval and that the public investment in these products is properly managed. The establishment of an Oversight Committee will help to ensure fiscal prudence and provide confidence in the management of the work effort, while the formation of a Project Working Group will ensure that the end products of this effort will incorporate or reflect critical City policy issues.

1.2.1 Oversight Committee

WDW will convene an Oversight Committee ("OC") to meet on at least a bi-monthly basis during the development of the Framework Plan and to provide feedback to the

project team on work products and management of the process to date. The OC will be comprised of the following individuals:

- Mayor
- City Councilperson
- City Manager
- Two Community Representatives

A Community Representative selected by the OC will serve as Chairperson of the Committee. The WDW and City Project managers will serve as staff to the OC, and will manage OC meetings with the goal of reviewing project progress, including work products and public process to date as well as the project management tracking products described in Section 1.1 above. The WDW Project Manager will prepare meeting agendas for the OC and, where feasible, deliver products for review in advance of each meeting.

Products/Deliverables: Oversight Committee Meetings

1.2.2 Project Advisory Group

A Project Advisory Group (PAG) comprised of key City representatives will be formed and managed by the WDW Project Manager to help direct the technical work of the project. This group will provide an opportunity for WDW and the consultants to test and refine planning concepts and to ensure that work products will meet the City's needs for delivery of a final Framework Plan. The proposed core membership of this group will include the following individuals or their designee:

- City Project Manager
- Parks and Recreation Department Director
- Planning and Building Department Director
- Public Works Department Director
- Economic and Capital Development Manager
- Sustainability Coordinator
- Lake Oswego Redevelopment Agency Director

WDW anticipates that this group will meet at least once a month during the development of the Framework Plan. WDW will prepare meeting agendas and, where time allows, distribute information to the Project Advisory Group in advance of each meeting.

Products/Deliverables: Project Advisory Group Meetings

1.3 Project Coordination

The Project will require coordination with a number of parties outside of the WDW/City team. There are three primary areas of outside coordination described below, and additional areas of coordination may be identified as work progresses. The end result of this coordination process should be the seamless integration of the Framework Plan with other public and private efforts in the area.

1.3.1 Coordination with City Consultants

The City anticipates that it will engage a consultant to evaluate the potential for expanding its current downtown urban renewal area (URA) or establishing a new URA encompassing the District. In order to perform this work, the URA consultant will require information that emerges from the Framework Plan process to guide such elements as development capacity, estimated development value, public investment needs, development timing, and other issues. WDW will coordinate with the City's URA consultant to provide this information in a timely way such that the two efforts can occur simultaneously and be considered by the City as a coherent package.

1.3.2 Coordination with Metro/TriMet Consultants

A substantial coordination effort with Metro and TriMet will be required in order to fully integrate the Lake Oswego/Portland Streetcar ("Streetcar") within the Framework Plan. At this time, TriMet has engaged Shiels Obletz Johnson and URS to run the Draft Environmental Impact Statement (DEIS) process for the Streetcar project, with completion of the DEIS and the selection of a Locally Preferred Alternative anticipated for late 2010. WDW will work with the TriMet team to coordinate streetcar design with the District street plan, with an eye towards successful integration of the streetcar project within the District.

It is possible that the Framework Plan will require a Supplemental DEIS ("SDEIS") to be submitted on the Streetcar project in order to ensure consistency between the Framework Plan and the Streetcar project. This work is not included in either this Work Plan and Budget or the DEIS work plan and budget. If a SDEIS is required, WDW will work with TriMet and the City to establish the parameters of the SDEIS effort as well as the appropriate mechanism for pursuing that work (either through an amendment to this Work Plan/Schedule/Budget or the DEIS work plan/schedule/budget).

1.3.3 Coordination with Property Owner Consultants

Property owners in the District may have engaged, or will engage, consultants or other representatives to study development impacts of the Framework Plan or to represent their interests in the planning process. WDW will coordinate its efforts with those of the property owner(s) consultants in order to establish a common vision for the district and incorporate other consultant information into the planning process.

2.0 Public Participation + Community Involvement

Meaningful and substantial public involvement will be required in order to successfully deliver a Framework Plan to the City for its action and approval. WDW's experience has been that the best plans – those that enjoy community support and generate results – have been produced collaboratively with community stakeholders. A trademark of a successful public participation effort is a claim of multiple authorship of the plan, and a sense of pride and ownership in the outcome of the process. This end result is the goal of the public participation effort described in this section.

The public participation effort should not be seen as a task separate from the others described in the Work Plan. Rather, it is integral to the entire Work Plan, and most, if not

all, of the products and deliverables described in this document need to be generated with an eye towards supporting the public outreach efforts. To that end, WDW will manage the public participation effort jointly with the City, and will take the lead in ensuring that the work products are produced and presented in a way that reflects community concerns and incorporates community input.

The process is straightforward. First, WDW will identify stakeholders across multiple audiences whose input is critical in shaping the Framework Plan. After initial interviews with these stakeholders, a specific public involvement strategy will be drafted – essentially, a refinement of this Work Plan which incorporates community issues and concerns as part of the planning process. Upon acceptance of this strategy, WDW will execute the strategy and manage public communications and outreach efforts, with an eye towards gaining broad-based support for the Framework Plan.

2.1 Identify Stakeholders

This subtask will attempt to identify the key players that are involved in or interested in the planning process for the District. Government, business, community and advocacy groups will all have a stance to take and issues to address in the process. Typically, interviews with these stakeholders will lead to additional contacts to explore as the planning process continues. WDW will work with the City to establish a list of stakeholders to contact and keep informed throughout the planning process.

Product/Deliverable: List of Key Stakeholders

2.2 Stakeholder Interviews

Interviews with key stakeholders identified in 2.1 above will be conducted to establish contacts and understand the various points of view that will influence the progress of the project. The interviews will help identify key issues to be addressed by the project and the formulation of an effective public involvement strategy. Where necessary, follow-up interviews will be conducted to expand on key issues and lines of communication will be established to ensure that critical information can be accurately communicated.

Product/Deliverable: Interview Summaries/Notes

2.3 Draft Public Involvement Strategy

Based on the information gathered in Task 2.2, WDW will prepare a Draft Public Involvement Strategy and submit to the City for review. The public involvement strategy will be the “roadmap” that guides the public planning efforts, with the goal of preparing a final Framework Plan that enjoys broad community support. The strategy will include:

- Recommended Community Advisory Committee composition and meeting schedule per the PDA
- Recommended public events (workshops, open houses, presentations, etc.) for broad dissemination of information
- Communications strategy for keeping the public informed of the process

Based on comments received from the City, WDW will refine the public involvement strategy and move forward with implementing the strategy. It is anticipated that WDW

and the City will revisit the document throughout the planning process, and continue refining the strategy to help ensure that opportunities for public involvement are maximized.

Product/Deliverable: Draft and Final Public Involvement Strategy

2.4 Manage Public Involvement Process

WDW will manage the public involvement process in collaboration with the City, based on the public involvement strategy produced in Task 2.3 above. Throughout the process, WDW and the City will continue to review and refine the public involvement strategy to maximize opportunities for citizen participation and meaningful involvement.

2.4.1 Community Advisory Committee

A Community Advisory Committee (CAC) will be formed to review work products and provide critical input to the project team and City Staff. The CAC will meet at least bi-monthly during the development of the Framework Plan, or more often if needed. The CAC Members representing the following will be appointed by the City Council:

- First Addition Neighborhood Association
- Old Town Neighborhood Association
- Evergreen Neighborhood Association
- Lakewood Neighborhood Association
- Birdshill Neighborhood Association
- Lake Oswego Chamber of Commerce
- Downtown business owner
- Association of Unit Owners of Oswego Pointe Village Condominiums
- Prime Property Capital (owners of Oswego Pointe Apartments)
- Terramar Retail Centers, LLC
- At-Large Members (3)

The City and WDW Project Managers will prepare meeting agendas and meeting summaries and, time allowing, will distribute additional meeting materials prior to each meeting. The WDW Project Manager will facilitate the CAC meetings and ensure that members of the consultant team are present relevant to the meeting agenda/topic area.

Products/Deliverables: CAC Formation; up to 13 CAC Meetings; CAC agendas, meeting summaries, and materials; CAC communications

2.4.2 Public Events

Consistent with the final Public Involvement Strategy, WDW will plan, organize, and manage a series of public events (open houses, workshops, or similar formats) with the goal of providing a wider audience with an opportunity to review work products and provide feedback to the consultant team as well as to the CAC, Project Advisory Group, and Oversight Committee. WDW anticipates that there will be three public events, although there may be more if WDW and the City feel that it will be beneficial to the planning process. In advance of the Public Events, WDW will work with the

City to create a mailing list comprised of interested parties/stakeholders, including property owners, residents, and businesses in the proximate area of Foothills. WDW will prepare and mail meeting invitations, with at least two weeks' notice provided to potential attendees.

Following the events, WDW will provide a summary of results, comments, and other feedback received at the events to the CAC, Project Advisory Group, and Oversight Committee.

Products/Deliverables: Three to Four Public Events; Event invitations and Mailings; Event Summaries

2.4.3 Communications

Good communications with interested citizens and other stakeholders will be critical to the success of the planning effort. Throughout the planning process, WDW will maintain open lines of communication with the stakeholder groups identified in Task 2.1 as well as with each of the committees working on the project. At key points in the process, press releases, website updates or similar products may be produced to broadly communicate the work efforts to date and to highlight upcoming events. While not included in the Work Plan or Budget, the Development Manager may set up a project web site as an additional means for interested parties to keep abreast of the planning process and communicate with the team.

Products/Deliverables: Periodical Newsletters; Web site design/upkeep

3.0 Inventory and Analysis

Prior to beginning the conceptual planning process for the District, information will be gathered and analyzed to identify key issues that must be addressed as part of the Framework Plan process. In some cases, information will need to be gathered or generated by the project team; in other cases, existing information will be reviewed and utilized. The information gathered during this phase of work will provide a solid basis for the plan alternatives and subsequent refinements later in the planning process.

3.1 Base Maps/Survey

3.1.1 Assemble Base Maps

Utilizing the City's and/or Clackamas County's Geographical Information Systems (GIS), the project team will assemble base maps for use on the project. Relevant information will be gathered into an electronic format for use by all of the team members and the City. Base maps will likely be generated at a variety of scales, ranging from a District-wide to City-wide scale.

Products/Deliverables: Base Maps

3.1.2 Property Ownership Map

Utilizing the City's and/or Clackamas County's Geographical Information Systems (GIS) and information from the County Auditor, the project team will assemble a

property ownership map for the District and immediately adjacent areas. Property ownership information, including contact information, will be assembled into a separate database to be used for outreach efforts and development analysis.

Products/Deliverables: Property Ownership Map; Ownership Database

3.1.3 Supplemental Survey

As the planning process unfolds, there may be a need to gather supplemental survey information in order to complete work tasks under this Work Plan. For example, if sewer line invert elevations are not present in GIS systems or other City records, it may be useful to survey this information in order to complete planning work for sewer infrastructure in the District. A placeholder for this work is included in the Project Budget, and the survey will be collected on an as-needed basis.

Products/Deliverables: Supplemental Survey/Revised Base Maps (as needed)

3.2 District History

The project team will undertake historical research of the District, including a review of past ownership, past use of the site, and research of historical documents related to the District. Among issues that are likely to emerge are the historic location of iron works in the area and the early settlement of Oswego. The research will be summarized in a report providing a brief history of the District, any historic issues identified, and recommended actions for follow-up, if any.

Products/Deliverables: History Summary Paper

3.3 Site Conditions

A number of site conditions will be analyzed to understand how soil, environmental, and natural systems may influence the Framework Plan. Where possible, existing information will be utilized and analyzed before additional on-site investigation (e.g., soil core samples or soil testing) is undertaken.

3.3.1 Geotechnical Analysis

- A. Development Suitability - Soils in the District will be analyzed to determine the suitability of site soils for development. Where possible, existing geotechnical reports on file with the City or made available by owners in the District will be used as the basis for this summary. The goal will be to identify any areas where redevelopment may be difficult or precluded due to soil conditions, as well as to provide a general picture of the soil bearing capacities in the district, including depth(s) to bedrock.

Products/Deliverables: Development Suitability (Soils) Summary Paper and Maps

- B. Groundwater - Given the District's proximity to the Willamette River, Tryon Creek, and Oswego Lake, depth to groundwater and groundwater flow direction will be critical to understanding how redevelopment can proceed

efficiently. This information will be used to determine where opportunities are present for surface stormwater treatment as well as to inform infrastructure planning tasks as to any underground structures/infrastructure that may be necessary to support site development.

Products/Deliverables: Groundwater Summary Paper and Maps

- C. Level I Environmental Assessment – A Level I Environmental Assessment has not been performed for the entire District. In order to understand any potential Hazardous Materials issues that may be present in or adjacent to the District, a Level I Assessment will be performed. This assessment will highlight known areas of hazardous materials, as well as areas where further investigation may be warranted. Further testing and analysis (a Level II Assessment) is not included in this Work Plan.

Products/Deliverables: Level I Environmental Assessment

3.3.2 Environmental

A variety of environmental issues may be present within the District, including but not limited to wetlands, riparian habitat, and presence of endangered species. This work task will focus on understanding these issues and the natural processes at work on the land.

- A. Wetland Delineation - There are potential wetland areas within the District, including within the industrial area and along Tryon Creek and the River. These areas are defined by hydric soils, groundwater levels, and plant communities. The project team will analyze potential wetlands within the District, including the value of any wetlands identified. Initial recommendations will be developed on incorporating identified wetlands within the Framework Plan, including setbacks, mitigation, and protection/expansion of the wetland areas.

Products/Deliverables: Wetland Delineation Summary Paper and Maps

- B. Riparian Habitat (Willamette River, Tryon Creek) – Tryon Creek and the River are both unique natural resources which help define the northern and eastern boundaries of the District. They are also unique ecosystems that require an understanding of potential impacts resulting from redevelopment efforts nearby. To help guide the planning process, these environments will be inventoried, and an assessment of their current ecological value made. Initial recommendations on protecting or enhancing these environments will also be made as part of this task, and any jurisdictional review requirements for planning or development on or adjacent to these waterways will be identified and summarized.

Products/Deliverables: Riparian Habitat Summary Paper and Maps

- C. Natural Systems - To better understand the natural systems at work within the District, the project team will assemble a natural systems analysis. This analysis will look at the environmental conditions that are at work on or near

the District. These conditions include prevailing winds, solar access, surface water movement, flood storage, and groundwater movement.

Products/Deliverables: Natural Systems Summary Paper and Maps

3.4 Transportation

3.4.1 Existing Transportation System

The existing transportation system in the Downtown Lake Oswego/Foothills District vicinity will be inventoried and analyzed to understand current transportation policy implications, identify current system deficiencies, and document opportunities for improving transportation network in the area. This analysis will include research of proposed improvements identified in Lake Oswego's and Clackamas County's Transportation System Plans (TSP), the Metro Regional Transportation Plan (RTP), and other adopted transportation planning documents. Work performed as part of previous Foothills studies, including the Transportation Growth Management (TGM) grant study, will be summarized and used as a basis for additional analysis.

- A. Street System/Vehicular Movement - Existing streets within ½ mile of the District will be mapped and classified according to adopted City, County, and State transportation plans. For collectors and above, traffic counts will be assembled to establish current average daily traffic volumes. Key intersections identified by the project team (e.g., State Street/Terwilliger, State/A Avenue, State/Foothills) will be analyzed for turning movements and level of service. Where available, a three year crash history will be assembled for streets and intersections adjacent to the project site and ¼ mile east and west along State Street.
- B. Freight/Rail - Truck freight routes in the vicinity of the District will be identified and measured. Key freight origins and destinations will be identified to determine how and where freight movement is generated in the Lake Oswego area and any potential implications that development in the District may have on freight movement. In addition, the team will analyze the Portland & Western rail line adjacent to the property, and gather information on frequency of use, speed through the area, and future rail traffic.
- C. Transit - Bus routes in Lake Oswego area will be identified and analyzed. Information to be gathered includes daily ridership and available capacity, frequency of service (schedule and headways), transit stop locations in or near the District (including number of boardings and deboardings), and transit transfer points. Particular attention will be paid to the Streetcar DEIS alternatives, including stop and terminus locations and any planned transit system modifications that would accompany the Streetcar project.
- D. Bicycles - Bicycle facilities, existing and planned, within 1 mile of the District will be inventoried and mapped, including bicycle lanes, bicycle crossings and recreational pathways. Deficiencies in the system, including the lack of connectivity of bike facilities or unsafe crossing locations, will be identified and mapped. A three year crash history will be assembled for bicycle related crashes in the study area and to identify areas for further study/improvement.

- E. Pedestrians - Pedestrian facilities within ¼ mile of the District will be inventoried and mapped, including marked crosswalks, improved crossings, recreational pathways and sidewalks. Deficiencies, such as missing sidewalks, gaps in pathways, or difficult or prohibited crossings will be identified. Pedestrian generators (e.g., parks, schools, transit stops, etc.) will be identified and mapped. A three year crash history will be assembled for pedestrian related crashes in the study area and to identify areas for further study/improvement. Special attention will be directed at understanding how pedestrians navigate between Downtown /adjacent neighborhoods and the District.

- F. State Highway Issues (Oregon 43) – The project team will work with City and ODOT staff to understand transportation issues related to Highway 43 (State Street) including the effects of the Transportation Planning Rule. Because the City does not have jurisdiction over Highway 43, it will be critical to identify issues related to the State’s ownership and operation of the highway. Additionally, as the primary corridor linking Lake Oswego to downtown Portland and West Linn/points south, an origin/destination study for the corridor in the vicinity of the District will be generated in order to understand how Highway 43 is being used through downtown Lake Oswego.

Products/Deliverables: Existing Transportation Issues Summary Paper, including graphic exhibits

3.4.2 Planned Transportation System Improvements

Currently adopted plans and policies will be inventoried to establish planned improvements to the transportation system serving the District and downtown Lake Oswego. Jurisdictions with plans or policies that may affect the local transportation system include the City of Lake Oswego, Clackamas County, Metro, TriMet, and ODOT.

The project team will document the projects and policies identified, including the scope of improvements, the anticipated benefit to the community in general and the District in particular, the estimated project costs and funding strategies, and estimated schedule for completion of the projects. Building on work done as part of the TGM grant, an updated summary of transportation policies relevant to District development will be generated, including access management issues along State Street, development impact procedures, or other similar issues.

Products/Deliverables: Transportation System Plan Summary Paper, including graphic exhibits

3.4.3 Parking

While the District has adequate parking for its current development pattern, redevelopment of the area may affect parking availability, or it may be desirable to understand how parking will affect urban form and travel behavior. In addition, a more intense and successful development may generate parking impacts in areas directly adjacent to the District; therefore, a high-level survey of parking inventory

and use in the area will be performed. Last, current City parking requirements will be inventoried, including those in place in downtown Lake Oswego.

Products/Deliverables: Parking Issues Summary Paper, including graphic exhibits

3.4.4 Community Traffic Issues/Concerns

Upon completion of the work described in 3.4.1 – 3.4.3 above, the summary information will be used to describe current transportation conditions to community stakeholders and solicit their feedback on any transportation concerns or issues that they feel must be addressed in the planning process. WDW anticipates that there will be concerns that District redevelopment will impact the speed and quantity of cut-through traffic in adjacent neighborhoods; will reduce vehicular capacity on State Street; or will result in less convenient or safe pedestrian or bicycle access in the vicinity, as examples. Collecting this information will help focus later transportation planning work on issues that the community has highlighted.

Products/Deliverables: Community Transportation Issues Summary

3.5 Infrastructure Inventory and Analysis

As with other older urban neighborhoods, the Foothills District does not currently possess infrastructure adequate to support anticipated redevelopment activity. In order to produce a successful Framework Plan, a rational and cost effective infrastructure system must be planned to serve future development. A detailed and thorough understanding of the existing infrastructure systems serving the District will be undertaken, and any deficiencies in the current system identified as early as possible in the planning process.

3.5.1 Public Utilities

Note: Water and Storm Sewer are explored here; Sanitary Sewer is explored separately as part of Task 3.7.

- A. Water - The existing water system serving the District will be inventoried and analyzed for to determine the amount of capacity present in the system and the ability of the water system to support future development. Key issues to be identified and explored include the capacity and location of water lines serving the District; the available capacity of the lines; and any deficiencies in the system that would need to be addressed prior to (or concurrent with) District redevelopment.

Products/Deliverables: Water System Summary Paper; Map showing existing water facilities within/adjacent to the District

- B. Stormwater Management - The project team will identify existing stormwater facilities within the District, as well as the waterways that these facilities drain into and the capacity or ability of these facilities to handle any additional stormwater that may be generated from redevelopment of the site. This analysis will take into account not only local code requirements relative to stormwater management, but also the ideal management approach for

ensuring that Tryon Creek and the River are not negatively impacted by stormwater. A toolbox of potential approaches to sustainable stormwater management will be included in the summary paper to help guide later planning efforts.

Products/Deliverables: Stormwater Management Summary Paper; Map showing existing stormwater facilities within/adjacent to the District

3.5.2 Private/Franchise Utilities

A. Power

- i. Existing facilities/capacity - Power facilities which serve or potentially serve the District will be located, identified and mapped. Analysis of the current facilities will determine their adequacy to accommodate District redevelopment efforts.
- ii. Substation locations/conditions – PGE currently has two substations located in the central portion of the District along Foothills Road. The substations will be analyzed for current condition, including any significant upgrades that will be required in the next five to ten years. In concert with the capacity analysis described above, the project team will also determine the space requirements for expansion and whether the current substation locations would accommodate any future expansion.

Products/Deliverables: Power Facilities Summary Paper; Map showing existing power facilities within/adjacent to the District

- #### B. Telecommunications
- Telecommunications facilities in the vicinity of the District will be inventoried to determine what facilities are available to serve anticipated telecommunication needs. Cable, phone, and fiber-optic facilities will be inventoried, and their capacity to serve additional development will be established.

Products/Deliverables: Telecommunications Summary Paper; Map showing existing Telecommunications facilities within/adjacent to the District

- #### C. Natural Gas
- Natural gas transmission lines that are currently serving, or that potentially will serve, the District will be inventoried and mapped to determine where connections will need to be made and the available capacity of the existing distribution system.

Products/Deliverables: Natural Gas Summary Paper; Map showing existing Natural Gas facilities within/adjacent to the District

3.6 Portland/Lake Oswego Streetcar

3.6.1 Streetcar Operational Parameters

WDW will work with the TriMet Streetcar team to document the operational parameters for the proposed Streetcar project. This information will include basic

design information to inform the street plan for the District (turning radii, maximum vertical grades, lane widths, etc.), as well as to better understand the level of transit service that the streetcar will provide to the District.

3.6.2 Alignment Options/Stop Locations

The project team will document the various Streetcar alignment options and stop locations under consideration in the DEIS and analyze the planning issues associated with each, including pedestrian access, development potential in the vicinity of the stops, park and ride needs, and impact on future circulation in the District. If appropriate, the team will provide early input on adjustments to the Streetcar alignment and/or stop locations in order to feed this information into the DEIS process, which will be running ahead of the Framework Plan schedule.

3.6.3 Interface with future rail transit service

Metro has designated the adjacent Union Pacific rail alignment as a future High Capacity Transit corridor between Washington Square and Clackamas Town Center, potentially linking downtown Lake Oswego to downtown Milwaukie and the South Corridor light rail project. The project team will analyze the potential alignment options for this future rail corridor with a focus on how the project would be seamlessly integrated with the Streetcar and future District development. Issues to be analyzed will include interface with Streetcar, impact on development potential in the vicinity, impact on future circulation access in the District, park and ride needs, and transfer (Streetcar and Bus) issues.

Products/Deliverables: Streetcar Summary Paper and supporting graphics

3.7 Tryon Creek Wastewater Treatment Plant/Sanitary Sewer

The Tryon Creek Wastewater Treatment Plant (WWTP) occupies a significant portion of land in the northeastern corner of the District. The WWTP serves both Lake Oswego and the City of Portland and is owned and operated by the City of Portland's Bureau of Environmental Services (BES) under an agreement between the cities. A significant amount of work has been commissioned in the past to study the potential for relocating the WWTP out of the District or modifying the WWTP so that it occupies less space and its negative impacts are mitigated.

The project team will review these studies and provide a summary of past work, including any decisions that have been made by either the City or BES with relation to the work. In addition, the team will summarize the current characteristics of the WWTP, including the age of the facility, its current total capacity, how much additional growth the WWTP can accommodate, the current plans and budget for capital replacement at the WWTP, and other information that will be relevant to the planning process. The team will also generate recommendations on WWTP alternatives that should be studied in greater detail as part of the infrastructure planning tasks in this Work Plan.

Concurrent with this effort, the team will also assemble information on the sanitary sewer system in the District, including the main lines that feed the WWTP from Tryon Creek and Downtown and Oswego Lake. This information will include sanitary line profiles and/or invert elevations, sewer line locations, ages, and conditions, and line capacities

including the potential to accommodate future growth. Issues related to the WWTP and the existing sanitary system in the District will be summarized and used in later infrastructure planning work.

Products/Deliverables: WWTP/Sanitary Sewer Summary Paper; Map showing existing sanitary sewer facilities within/adjacent to the District; recommendations on WWTP alternatives to explore in the planning process

3.8 Floodplain

Substantial portions of the industrial lands and Tryon Creek basin in the northern section of the District lie within FEMA-designated 100 year floodplains. This designation affects the development potential for the area and poses a hazard to existing properties and businesses in the District. In addition, the 1996 flood was seen to exceed the 100 year flood elevation and Oswego Lake overtopped its dam and sent floodwaters through the south/central portion of the District, so there is recent history in the District of the impact of floodwaters on District activities.

The project team will review both the FEMA flood designations for the District (Floodway, 100 year and 500 year Floodplains) and compare this information to the 1996 flood elevations and the Oswego Lake overtopping/dam elevation to provide an overview of the current flood hazards and their impact on District development potential. Current stormwater management facilities will be reviewed and analyzed to determine their potential impact on District flood control, including the pump station in the northern portion of the district and floodgates at the WWTP.

In addition, the team will review policies related to development within or adjacent to floodplains to determine what regulatory pathways or hurdles may exist to redevelopment within floodplain zones. These regulatory issues include FEMA mapping and designations; Metro Title 3 regulations, including but not limited to requirements for balanced cut-and-fill within the 100 year floodplain; and City of Lake Oswego requirements for development within the 100 year floodplain. The team will also generate recommendations on floodplain issues that should be studied later in the planning process.

Products/Deliverables: Floodplain Summary Paper; Map showing floodplain designations within or adjacent to the District; recommendations on floodplain approaches to explore in the planning process

3.9 Land Use

Land use patterns in and around the District will be documented to better understand the land use context. Both existing plans and policies and current uses will be included in this analysis.

3.9.1 Existing Plans/Policies

Current plans, policies, and regulations affecting the District and its immediate vicinity will be documented and evaluated. The goal of this task is to identify any specific issues related to existing zoning and/or adopted policies that could be barriers to District redevelopment.

- A. Regional Plans and Statewide Planning Goals – The project team will examine regional plan documents that affect the District, including Metro 2040, regional parks and greenway plans (e.g., Tryon Creek and Willamette River), County plans and policies, and other relevant documents. Where applicable, statewide planning goals will be summarized in order to ensure the consistency of planning products with these goals.
- B. Lake Oswego Comprehensive Plan/Zoning Code - The City’s Comprehensive Plan and Zoning Code will be reviewed and summarized to determine the current regulatory framework for the property and identify any potential barriers to pursuing mixed-use development in the District. The various Comprehensive Plan and Zoning Code designations will be mapped, including for the areas immediately adjacent to the District.
- C. Neighborhood Plans – The project team will collect, review, and summarize the various City-approved Neighborhood Plans for those neighborhoods or districts proximate to the Foothills District. Neighborhood Plans to be reviewed (assuming they exist) include Lakewood, Evergreen, Old Town, First Addition, and Downtown. Relevant policies and/or projects will be summarized and included in the Land Use summary paper.
- D. Previous Studies – A number of studies have been undertaken for the District that may help guide the current planning effort. These studies will be summarized, and ideas that have current relevance and/or enjoy broad support will be identified and summarized in the Land Use summary paper. Past studies that will be included in this effort are:
 - Tryon Creek Wastewater Treatment Plant Enhancement Master Plan (2007)
 - Alternatives Study – Tryon Creek Wastewater Treatment Plant (2005)
 - Foothills District Study (TGM Grant – 2005)
 - City of Lake Oswego Trails and Pathways Master Plan (2003)
 - Lake Oswego Foothills Design District (2002)
 - Transit Station Study (2005)

3.9.2 Current Uses

Understanding current uses, as well as the age, condition, and compatibility of existing uses within the District will help focus planning efforts on areas with greater potential for redevelopment and encourage a rational transition of use over time.

- A. Use Types – Current uses in the district will be identified and categorized into general use classes, including light industrial, service, warehouse, public utilities, office, retail, general employment, single family residential, multi-family residential, institutional, and other appropriate categories.
- B. Building Ages/Conditions – Where possible, building ages and conditions will be identified or estimated. The goal of this exercise will be to determine the

remaining useful life of buildings in the District rather than judging the aesthetic quality of the buildings.

- C. Non-conforming/potentially incompatible Uses – Assuming a transition over time to a mixed-use development pattern in the District, with a focus on office, residential, and local retail uses, potentially non-conforming or incompatible uses will be identified. These uses will require further attention later in the implementation process to either mitigate incompatibilities between uses or plan for transition of uses.

Products/Deliverables: Land Use Summary Paper; Maps depicting current zoning/comp plan designations, current uses, building ages/conditions

3.10 Education

Through discussions with the Lake Oswego School District and other local school stakeholders, the project team will assemble information on the current status of the education system in Lake Oswego, including school locations and attendance, growth in student population, identified needs for expansion, and fiscal challenges to the district. Emphasis will be placed on understanding how redevelopment efforts may impact the school district and what opportunities may exist for strengthening the School District through the redevelopment process.

Products/Deliverables: Education Summary Paper

3.11 Opportunities and Constraints Summary Map and Paper

As a summary of all of the Task 3 activities, the project team will assemble an Opportunities and Constraints summary map and paper that provides an overview of the information gathered in the inventory and analysis phase. This work will include issues such as:

- Relationship to adjacent neighborhoods/amenities and barriers to connectivity between adjacent areas
- Current heights, densities, urban quality and opportunities for areas of greater heights and density
- Site features (topography, views, orientation, natural features, etc.)
- Connections to and from downtown and adjacent neighborhoods
- Streetcar Integration
- Current infrastructure conditions and locations, and anticipated infrastructure needs
- Opportunities for open space, pedestrian connections, view corridors, and other potential organizing elements of the District

Upon completion of this work, the Opportunities and Constraints products will be presented along with the results of Tasks 1, 2 and 3 at a public event, and the input received at those events will be summarized by the project team and shared with the Project Working Group, CAC, and Oversight Committee.

Products/Deliverables: Opportunities and Constraints Summary Paper and Map

4.0 Framework Plan Goals and Concepts

Following completion of the Inventory and Analysis phase and after initial conversations with community members and the CAC, the focus of the Work Plan will turn to an iterative process leading up to a preferred schematic-level plan for the District. The work described in Task 4 will proceed from higher level vision, goals, and objectives through a series of alternatives to the “Preferred Framework Plan Alternative” that will be used as the basis for the Draft and Final Framework Plans. Throughout this task, information will be presented to the CAC for review and feedback, and there will also be opportunities for broader public feedback at two public events.

4.1 Develop Plan Vision, Goals, Objectives

Based on initial conversations with community members, the CAC, and other stakeholders, a draft Vision Statement will be drafted for the District, accompanied by Goals and Objectives that the Framework Plan is intended to deliver. The Vision Statement, Goals and Objectives will continue to evolve over the course of the planning process, and will for the basis for potential Comprehensive Plan and Zoning Code modifications that would follow completion of the Framework Plan process.

Products/Deliverables: Vision Statement, Goals, Objectives and continued refinements

4.2 Develop Plan Alternatives

Building off of the Vision/Goals/Objectives, a series of plan alternatives will be generated to begin providing a more detailed view of the redevelopment possibilities in the District. This work will begin with higher level (Concept) alternatives focused on District organization before moving to more detailed (Schematic) alternatives which will flesh out the Concept-level ideas.

4.2.1 Concept-level Plan Alternatives

The project team will generate 2-4 concept-level plan alternatives and present these to the Project Working Group, CAC, and Oversight Committee for their review and comment. The focus of the concept alternatives will be on the overall organization of the District, including issues such as:

- Street network and orientation/block pattern
- Connectivity to surrounding areas
- Open space network/locations
- Pedestrian priority routes/areas
- Streetcar integration/stop location
- Topographic and height concepts
- Density and Development Type

These plans will be illustrated on maps, and supplemented with cross-sections, rough sketches, and/or computer models in order to help convey key concepts. Upon review by the groups identified above, the project team will refine the concept plan alternatives, at which point they will be presented at a public event and then to the

various project committees. Based on this feedback, the project team will select one or two concept plans to pursue further in the next stage.

Products/Deliverables: 2-4 Concept Plan Alternatives, including supporting graphic materials necessary to convey key ideas; Continued refinement of Concepts based on review/feedback

4.2.2 Schematic-level Plan Alternatives

Following the Concept Plan task, the project team will focus on the continued refinement of one or two Schematic-Level Plan Alternatives (“Schematics”). The Schematics will continue to focus on the issues outlined in the Concept phase, but will begin to add other details to the plans and graphics to better illustrate the planning principles and focus on the next level of detail in the process. These additional details include:

- Right-of-way cross sections and design/streetscape character
- Building orientation and massing
- Density ranges
- Pedestrian oriented retail
- Open space locations/general layout
- Image boards displaying desired streetscape and architectural character
- Initial (conceptual) infrastructure plan showing utility spine locations

The Schematics will be prepared and presented to the Project Working Group, CAC, and Oversight Committee for review and feedback. Following these sessions, the Schematics will be refined and presented for input and feedback at a public event, along with supporting information outlined in Tasks 4.3.1 and 4.3.2 below.

Products/Deliverables: 1-2 Schematic Plan Alternatives, including supporting graphic materials necessary to convey key ideas; Continued refinement of Schematics based on review/feedback

4.3 Select and Analyze Preferred Schematic Plan Alternative

4.3.1 Select Preferred Plan Alternative

Based on feedback received at the public event and from discussions with the project committees, the project team will recommend a preferred plan alternative to serve as the basis for the Final Framework Plan and present this recommendation to the Oversight Committee for review and concurrence. In addition to public feedback received, this selection will also include an analysis of how the preferred plan is consistent with/best fits the Vision Statement, Goals, and Objectives for the District.

4.3.2 Gather Supporting Information/Analysis

Following selection of a preferred plan alternative in Task 4.3.1, the project team will undertake a more specific analysis in order to provide supporting information for the preferred plan. This information will be used to refine the plan and to support recommendations in the final Framework Plan document. It should be noted that

some of this analysis will occur at a more rudimentary level earlier in the planning process as alternatives are being explored.

- A. Development Density and Feasibility – WDW will analyze the preferred alternative and generate information on the potential development density of the District and summarize the development feasibility issues (phasing, efficiency, financing, etc.) present in the preferred alternative. This information will help to inform other analysis in terms of determining how much infrastructure capacity is needed to accommodate redevelopment or how development may be logically phased, as examples.

Product/Deliverable: Summary of Development Density in the District; Summary of Development Feasibility Issues

- B. Infrastructure Plan and Capacity – Based on the selected alternative, the project team will calculate infrastructure capacity needs and recommend infrastructure improvements or upgrades that will be necessary to support the preferred plan. These recommendations will encompass the following areas:

- Water
- Stormwater Management
- Sanitary Sewer
- Power
- Telecommunications
- Natural Gas
- Other Infrastructure Elements as needed

Product/Deliverable: Summary of Infrastructure Capacity needs; Recommendations for Infrastructure Improvements/Upgrades; Map(s) depicting proposed infrastructure spine locations

- C. Transportation/Traffic Analysis – Based on the selected alternative and the earlier transportation analysis performed in the Inventory and Analysis phase, the project team will calculate traffic capacity needs and recommend a package of transportation improvements or upgrades that will be necessary to support the preferred plan. As part of this process, the project team and the City will work closely with ODOT to define assumptions and determine appropriate measures that will reduce the transportation impacts on Highway 43 (State Street) and meet with the Transportation Planning Rule and ODOT’s approval. Transportation and Traffic recommendations will include the following elements:

- Target mode splits for the District
- Street Plan – street layout, right-of-way widths, and circulation pattern/hierarchy
- Intersection/portal improvements required to meet level of service standards for the District
- Parking requirements for the District

The goal of these recommendations is to provide a solid foundation for future redevelopment efforts. By establishing the transportation needs of the entire District up front, the burden of proving transportation capacity for each individual development project should be eliminated.

Product/Deliverable: Transportation Analysis of preferred plan; Recommendations for Transportation and Traffic Improvements/Upgrades; Map(s) depicting proposed street plan and improvements/upgrades

- D. Floodplain Analysis – Assuming that some areas of the District that are currently within the 100 year floodplain should redevelop over time, the project team will undertake an analysis of potential redevelopment in these areas to determine the potential paths to addressing flood hazard issues. These paths may include, but not necessarily limited to, raising the elevation of the redevelopment areas out of the floodplain; balancing cut and fill on all or a portion of the floodplain area; mitigation of floodplain issues; diking floodplain areas to effectively remove the floodplain designation from them; pursuing exemptions to Metro Title 3; and/or FEMA remapping.

Product/Deliverable: Summary Paper outlining Floodplain mitigation recommendations and estimated costs; Map depicting proposed modifications to District Floodplain extent

- E. Phasing Approach/Trigger Points – The Framework Plan for the District is a 20 year roadmap to guide redevelopment efforts in the area. Timing of redevelopment will depend on market conditions, specific property owner needs, and the availability of infrastructure to support new development. WDW will provide an analysis of potential phasing approaches for the preferred plan, focused on how services can be logically extended to the District to serve redevelopment efforts. In addition, potential “trigger points” in the development process will be identified; that is, points at which the amount of redevelopment activity will require certain capacity or other types of improvements (e.g., parks) within the District.

Product/Deliverable: Summary Paper outlining potential phasing approaches and trigger points

- F. Tryon Creek Wastewater Treatment Plan Analysis – The WWTP consultant will provide an analysis of the various means for reducing the current footprint of the WWTP, possible relocation of the plant to the west but still within the industrial portion of the District, updating the plant to incorporate new technology, and otherwise mitigating the negative impacts of the plan on adjacent uses (current and proposed). This analysis will include a phasing strategy that demonstrates how the WWTP can transition over time from its current technology and footprint to improved technology on a smaller or relocated footprint, all while maintaining service during construction phases. The WWTP consultant will also analyze projected growth in the basin and provide recommendations on plant sizing, technology, and other pertinent factors to ensure that there will be adequate capacity to meet the anticipated growth within the WWTP’s service basin.

Product/Deliverable: Summary Paper outlining proposed modifications to the WWTP, including phasing and capacity needs and estimated costs.

5.0 Draft Framework Plan

The combined goal of the tasks described in this section will be to generate and distribute for public review a Draft Framework Plan document. Following receipt of public comments/feedback, the project team will refine and finalize the document as described in Task 6 below.

5.1 Refine Preferred Framework Plan

Based on the outcome of the analysis undertaken in 4.3.2 above, the preferred Framework Plan will be refined to reflect this analysis. Upon completion of these refinements, the analysis work will be reconfirmed to ensure that the proposed plan is supported by solid and reliable information.

Product/Deliverable: Refined Framework Plan Alternative and Supporting Graphics; Updated Analysis products (if necessary)

5.2 Document Framework Plan Elements

Upon completion of the Framework Plan refinement, the project team will complete documentation of the following elements that will be necessary to support the final Framework Plan recommendation. These elements should be seen as an outline of the final Framework Plan document, and they will be combined and incorporated into the document as described in Task 5.3.

5.2.1 History

A summary of the history of the District will be provided, as well as a description of historic elements that have been incorporated within the Framework Plan. Recommendations, if any, with respect to historic issues will be provided, including any kind of historic review that may be required in certain locations within the District.

5.2.2 Site Conditions

A summary of site conditions within the District will be produced, including the following elements:

- Soil conditions and suitability for development
- Depth to groundwater and flow direction of groundwater
- Areas of concern for hazardous materials
- Topographic opportunities or constraints
- Current uses and relationships between these uses (currently and under the Framework Plan)

Based on this information, the project team will provide recommendations on addressing any potential issues related to redevelopment efforts, including the need (if any) for additional environmental assessments (Level II Assessments).

5.2.3 Environmental and Sustainable Design

Utilizing information gathered earlier in the planning process and based on the Preferred Framework Plan, the project team will provide recommendations on incorporating environmental and sustainable design elements within the District. The recommendations will include:

- Natural habitat and riparian protection
- Wetland protection, relocation, and/or mitigation
- Sustainable stormwater treatment, including infiltration, vegetative, and “green street” treatments
- U.S. Green Building Council (LEED) building design standards, building orientations balancing views, relationships to adjacent areas, and passive solar access
- District-wide sustainability measures

5.2.4 Land Use

A significant element of the Framework Plan will be a series of recommendations to modify existing land use policies and regulations in order to achieve the Framework Plan vision. These land use elements will be pursued in greater detail in Task 7, but must be outlined in the Framework Plan document in order to convey the land use principles that will be implemented after the Framework Plan is approved. The project team will provide land use modification recommendations incorporating the following issues;

- Height, density, and use recommendations for the District
- Comprehensive plan modifications necessary to implement the Framework Plan
- Zoning Code modifications necessary to implement the Framework Plan
- Outline of modification process

In addition, there may be other land use elements that emerge from the Framework Plan that will need to be pursued. For example, this may include the creation of design guidelines and a design review process for the District or the establishment of other elements that will be necessary to carry out implementation of the Framework Plan.

5.2.5 Transportation/Parking

The project team will summarize the results of the transportation analysis performed on the preferred Framework Plan and describe the transportation improvements that will be necessary to support implementation of the Framework Plan. The recommendations will encompass the following areas:

- District Street Plan, including street locations and types, right-of-way widths, and street cross sections
- Transportation access/portal improvements to State Street, including a potential “north portal” for the District

- Pedestrian and bicycle facilities
- Potential “trigger points” for certain transportation improvements that will be necessary to accommodate increased growth
- Traffic mitigation requirements for downtown and adjacent neighborhoods to the District
- Parking ratios by use type (e.g., residential, office, retail, etc.)

5.2.6 Streetcar

Integration of the Streetcar within the Framework Plan will be critical to the ultimate success of redevelopment efforts. Given the fact that the Streetcar DEIS is on an earlier timeline than the Framework Plan process, this work will be accelerated in order to coordinate plan recommendations with the DEIS process. To the extent that it is necessary, alternative streetcar alignments and/or stop and terminus locations in the District may be recommended and forwarded to the Streetcar team for inclusion in the DEIS process. It may be necessary for a Supplemental DEIS be performed in order to accommodate streetcar recommendations emerging from the Framework Plan, and it is worth noting that neither the Framework Plan Project Budget or the DEIS Budget currently accommodates this Supplemental DEIS scope of work.

Following establishment of a final Streetcar alignment and stop locations, the project team will provide recommendations on the following Streetcar elements:

- Stop design, including pedestrian access to and from stops
- Landscape treatment along the Streetcar alignment in the District
- Park and Ride locations in the District (if any), including conceptual design demonstrating how parking can be incorporated in a manner consistent with the Framework Plan and community concerns

5.2.7 Infrastructure

A recommended infrastructure plan will be produced by the project team outlining the infrastructure capacity needs for the District as well as the proposed infrastructure spine locations within the District. Off-site capacity increases will also be identified, and any trigger points in the redevelopment process where capacity upgrades will be required will be documented. Infrastructure elements to be included are:

- Water
- Stormwater Management
- Sanitary Sewer
- Power
- Telecommunications
- Natural Gas
- Other Infrastructure Elements as needed

5.2.8 Tryon Creek Wastewater Treatment Plant

Based on the earlier analysis and study of potential alternatives, as well as the preferred Framework Plan, the project team will provide recommendations on modifications to the WWTP. These modifications may include mitigation of the

existing plant, upgrades to the capacity and/or technology of the plant, and relocating or reducing the footprint of the plant. The team may also provide ideas on how to redirect current planned capital expenditures at the WWTP in a way that will support the Framework Plan while accomplishing the intent of the funding (e.g., capital replacement or upgrades). Recommendations on modifications to the current Intergovernmental Agreement between the Cities of Lake Oswego and Portland will also be provided, if necessary, to implement the WWTP plan.

5.2.9 Open Space

Recommendations on open space types, amounts, and locations will be provided to reflect the preferred Framework Plan. While the District currently is the home to Foothills Park, there is likely a desire for other types of open space, including expansion of the Willamette River Greenway and Tryon Creek State Park and inclusion of smaller spaces within the District. Recommended timing of open space implementation will also be provided as part of this task.

5.2.10 Urban Form

The intended scale, look, and feel of the District will be described in this section. Recommended approaches to design quality, building orientation, pedestrian-scaled design, parking lot/structure design, and other issues will be outlined. If a design-guideline process is pursued as part of the Framework Plan's recommendations, this section will help to outline the issues that design guidelines should address.

5.2.11 Floodplain

Based on the earlier Floodplain analysis, the project team will provide a set of recommendations on how to best address or mitigate floodplain issues in the District. These recommendations, upon approval, will be the basis for later regulatory actions that will be proposed to address floodplain issues. Recommendations may include one or more of the following elements:

- Raising the elevation of the redevelopment areas out of the floodplain
- Balancing cut and fill on all or a portion of the floodplain area
- Mitigation of floodplain issues
- Diking floodplain areas to effectively remove the floodplain designation from them
- Pursuing exemptions to Metro Title 3
- FEMA remapping

5.2.12 Education

The project team will work with the Lake Oswego School District (LOSD) to determine how the Framework Plan may impact LOSD facilities or activities. This analysis will include a close look at the anticipated population and mix of uses proposed for the District and how that population and mix of uses will translate into additional student population within the LOSD over the next ten years. Based on this analysis, the project team will provide recommendations on what types of facilities or services, if any, should

be provided in the District to accommodate new student growth and ensure the success of the redevelopment efforts.

5.2.13 Public Art

The project team will recommend a program for integrating public art in the District.

5.2.14 Public Facilities

Based on the anticipated development density of the District and the City's and community's feedback on the type of public facility elements that are desired in the District, the project team will evaluate the adequacy of available public facilities and services required to support District redevelopment. Following this evaluation, the project team will provide recommendations on what types of public facilities or services (if any) would be desirable or necessary in the District in order to support the Framework Plan. These recommendations would be accompanied by potential locations and approximate sizes of these facilities.

5.2.15 Cost Estimates.

Cost estimates, in current dollars, for all public improvements.

5.2.16 Implementation

A key to the success of the Framework Plan as a guiding document will be the action that is taken following its acceptance and adoption. The project team will prepare an implementation strategy for the plan, including recommendations on the immediate next steps that must be taken in order to move the plan forward into more concrete redevelopment efforts. Among the elements that will be included in the Implementation section of the Framework Plan are:

- Project list, identifying the public projects that will be required to successfully implement the Framework Plan recommendations
- Phasing recommendations for public infrastructure projects
- Cost estimates for public infrastructure
- An Action Plan that identifies the critical next steps over a five-year period. The plan will include the specific task or project to be undertaken; the responsible party for undertaking that item; a timeline for initiation and completion; a cost estimate for completion; and stakeholders involved in the action item.

The Implementation section will also include recommendations or information that will be provided by the City's Urban Renewal consultant outlining the most effective funding strategies for implementing the Framework Plan.

5.2.17 Concepts for Post Plan Amendments

Planning and design concepts for the District containing, at a minimum, recommendations for uses, densities, building heights, design standards for both public and private improvements, and other development standards, together with concepts for the Post-Plan Amendments.

Product/Deliverable: Draft document collating the tasks above, including supporting graphic materials

5.3 Produce Draft Framework Plan Document

After completion of the work products described in Section 5.2 above, the project team will assemble those products and other information gathered in the planning process into a draft Framework Plan document. The document will be reviewed and approved by the City Project Manager and then forwarded to the Oversight Committee and Project Advisory Group for review prior to distribution to the public for an initial refinement.

Product/Deliverable: Draft Framework Plan Document (Distributed electronically)

5.4 Distribute Draft Framework Plan Document for Public Review

After receiving comments from the Oversight Committee and Project Working Group, the project team will revise the Draft Framework Plan and distribute to the CAC and other interested stakeholder for review and comment. At this time, a public event will also be held to present the draft recommendations and receive additional input.

Product/Deliverable: Revised Draft Framework Plan Document (Distributed electronically)

6.0 Final Framework Plan

6.1 Assemble Public Comments

Following the public event and a review of the document with the CAC, the project team will assemble comments received on the draft document and forward recommendations on how to respond to those comments to the Project Advisory Group and Oversight Committee. WDW will work with the Project Advisory Group and Oversight Committee to identify what changes are required to the document in light of the feedback received.

Product/Deliverable: Summary of comments received; Recommendations on revisions to Framework Plan Document

6.2 Revise Final Framework Plan Document

After consultation with the Project Working Group and the Oversight Committee, WDW will revise the Framework Plan document and prepare a final version for submittal to the City.

Product/Deliverable: Final Framework Plan Revisions

6.3 Produce Final Framework Plan Document and Submit to City

The project team will produce a final version of the Framework Plan Document and submit the document to the City for all necessary actions. 12 bound copies of the document will be produced, along with one unbound copy for ease of reproduction. The team will also submit an electronic (.pdf) version of the document.

Product/Deliverable: Final Framework Plan Document (12 bound copies; 1 unbound original; electronic version)

7.0 Post Plan Amendments and Implementation

Following the completion of the Final Framework Plan document and assumed acceptance of the Framework Plan by the City Council, WDW will prepare the necessary documents for implementing the policy recommendations contained within the Framework Plan related to land use, zoning, transportation and floodplain mitigation. These work products are comprised of the Post Plan Amendments, Floodplain Mitigation, and Implementation Assistance.

The Post Plan Amendments are defined in the Pre-Development Agreement as “all regulatory amendments under the City’s jurisdiction, including modifications to the City’s Comprehensive Plan, Zoning and Development Code, and/or the establishment of Design Guidelines or other regulatory language that will enable the District to be developed consistent with the approved Framework Plan, including the resolution of all appeals.” Consistent with this definition, the work products described in 7.1, 7.2, and 7.3 below comprise the Post Plan Amendments that will be delivered under this Work Plan.

7.1 Comprehensive Plan Concepts

The Comprehensive Plan provides the overall policy guidance for land use decisions in the City of Lake Oswego. The vision, goals, and objectives in the Framework Plan will serve as the starting point for revising the Comprehensive Plan to ensure its consistency with the Framework Plan’s recommendations.

7.1.1 Identify Comprehensive Plan Modifications

WDW will identify those areas of the Comprehensive Plan that will need to be modified in order to implement the land use recommendations contained in the Framework Plan. If necessary, these recommendations may also include new sections within the Comprehensive Plan related to the District (for instance, the establishment of a separate Plan District with its own set of Vision, Goals, and Objectives).

Product/Deliverable: Recommendations on Comprehensive Plan sections to modify/issues to address/new sections to add

7.1.2 Draft Comprehensive Plan Language

Following review and refinement of Task 7.1.1 with City staff, WDW will prepare draft language for modifying the Comprehensive Plan and submit it to the City Project Manager for review and comments. Following revisions, the draft language will be finalized and assembled into a format that will allow it to be submitted to the City’s Planning Commission and, ultimately, City Council, for those bodies’ review and consideration.

Products/Deliverables: Draft Comprehensive Plan Language; Final Comprehensive Plan Language and submittal package

7.2 Zoning Code Concepts

Transitioning from current land use patterns and regulations to a more urban form of development in the District will require modification of the Zoning regulations for the District. This task will identify those areas of the Zoning Code that require modification, and provide recommended code language.

7.2.1 Identify Required Zoning Code Modifications

The Framework Plan will almost certainly require modifications to the City's Zoning Code in order to reflect the land use recommendations contained within the plan. Initially, WDW will identify those parts of the Zoning Code that are inconsistent with, or are barriers to, implementation of the Framework Plan. The issues to be studied include use categories (zoning designations), development standards, and other pertinent issues.

Product/Deliverable: Recommendations on Zoning Code sections to modify/issues to address/new sections to add

7.2.2 Draft Zoning Code Language

Following review and refinement of Task 7.2.1 with the City's Project Manager, WDW will prepare draft language for modifying the Zoning Code and bringing the code into alignment with the Framework Plan's recommendations. This language will be submitted to the City's Project Manager for review and comment. Following revision, the draft language will be finalized, supplemented with necessary exhibits, and assembled into a format that will allow it to be submitted to the City's Planning Commission and, ultimately, City Council, for those bodies' review and consideration.

Products/Deliverables: Draft Zoning Code Language; Final Zoning Code language, exhibits, and submittal package

7.3 Other City Code Concepts

While the Comprehensive Plan and Zoning Code are the two most obvious areas that will need to be revised to implement the Framework Plan's recommendations, there may be other elements of the City Code that need to be revised, modified, or added in order to fully implement the Framework Plan. This Task will identify those areas and prepare modification packages for City Council review and action.

7.3.1 Identify Other City Code Modifications

Beyond the Comprehensive Plan and Zoning Code, there are likely to be a number of other regulatory areas that will require modification. WDW will identify those parts of the City Code that are inconsistent with, or are barriers to, implementation of the Framework Plan as well as new regulatory tools or processes that may be necessary to reflect the Framework Plan's recommendations. Among the likely issues to be identified are design and/or historic review and guidelines, public street standards, subdivision regulations, development standards or other issues.

Product/Deliverable: Recommendations on City Code sections to modify/issues to address/new sections to add

7.3.2 Draft Code Language

Following review and refinement of Task 7.3.1 with the City's Project Manager, WDW will prepare draft language for modifying the City Code and bringing the code into alignment with the Framework Plan's recommendations. This language will be submitted to the City's Project Manager for review and comment. Following revision, the draft language will be finalized, supplemented with necessary exhibits, and assembled into a format that will allow it to be submitted to the City's Planning Commission and, ultimately, City Council, for those bodies' review and consideration.

Products/Deliverables: Draft City Code Language; Final City Code language, exhibits, and submittal package

7.4 Floodplain Mitigation Concepts

The 100 year floodplain is a major barrier to District redevelopment. It is anticipated that the Framework Plan will contain recommendations addressing development within the 100 year floodplain that will require modification to existing regulations related to the floodplain and/or modification of the District's physical characteristics such that land is raised above the 100 year flood elevation. This task will carry the floodplain recommendations through the appropriate regulatory processes in order to remove the floodplain as a development barrier to the District.

7.4.1 Floodplain Mitigation Concepts

The Framework Plan will identify the potential modifications to the District floodplain areas that will allow redevelopment to proceed. Following adoption of the Framework Plan, WDW will identify the regulatory processes for modifying the floodplain (or floodplain regulations) and establish a pathway for modifying these processes or applying for revisions or exceptions to the various regulatory bodies that govern floodplain regulation. These bodies may include the City of Lake Oswego, Metro, State of Oregon, Army Corps of Engineers, and FEMA.

Products/Deliverables: Recommendations on Floodplain Regulations to modify/Floodplain revisions to submit applications for

7.4.2 Draft Floodplain Mitigation Language/Actions

Following review and refinement of Task 7.4.1 with the City's Project Manager, WDW will prepare draft language for modifying the Floodplain regulations related to the District, or will prepare applications for allowing development within the floodplain for later submittal to the appropriate regulatory bodies. The language and exhibits will be submitted to the City's Project Manager for review and comment. Following revision, will finalize the language or applications, supplemented with necessary exhibits, and assembled these products into a format that will allow them to be submitted to the appropriate bodies for their review and consideration.

Products/Deliverables: Draft Floodplain Language and/or Revision Applications; Draft Floodplain Language and/or Revision Applications, exhibits, and submittal package(s)

7.5 Implementation Process Assistance

Following submittal of the packages described in Sections 7.1 through 7.4, WDW and the project team will provide assistance to the City as the proposed revisions make their way through the various approval processes (e.g., Planning Commission, City Council, FEMA, etc.). Where necessary, WDW will prepare revisions to code language or applications to reflect the direction of the various bodies. While the City will take the lead as the applicant during this phase, WDW will also be on hand at any regulatory hearings to present material, answer questions, and otherwise help guide the various packages through to final approval.

Products/Deliverables: Hearing(s) attendance; Language/Package revisions; consultation with City related to regulatory processes