

**CITY OF MILWAUKIE  
CITY COUNCIL MEETING  
DECEMBER 3, 2013**

**CALL TO ORDER**

**Council President Hedges** called the 2,163<sup>rd</sup> meeting of the Milwaukie City Council to order at 7:10 p.m. in the City Hall Council Chambers.

Present: Councilors Scott Churchill and Mark Gamba

Excused: Mayor Jeremy Ferguson and Councilor Mike Miller

Staff present: City Manager Bill Monahan, Assistant to the City Manager Teri Bankhead, City Attorney Tim Ramis, City Recorder Pat DuVal, Community Development Director Steve Butler

**PLEDGE OF ALLEGIANCE**

**PROCLAMATIONS, COMMENDATION, SPECIAL REPORTS AND AWARDS**

**A. Christmas Ships Parade Days**

**Council President Hedges** read a proclamation naming December 11 through December 20, 2013 as Christmas Ships Parade Days in the Dogwood City of the West and encouraged all citizens to greet the ships and crews as they arrived at the Milwaukie Boat Ramp.

Ron Bielenberg, Mayor of Scotts Mills, accepted the signed proclamation on behalf of the Christmas Ships organization.

**B. Announcement of the 2013 Ed Zumwalt Volunteer of the Year Award**

**Council President Hedges** announced that Dion Shepard had been selected as the 2013 Ed Zumwalt Volunteer of the Year Award recipient. The formal presentation and reception for Ms. Shepard was scheduled for the December 17, 2013, City Council meeting.

**CONSENT AGENDA**

It was moved by Councilor Gamba and seconded by Councilor Churchill to approve the consent agenda as presented.

**A. City Council Meeting Minutes:**

1. October 15, 2013, Regular Session and
2. November 5, 2013, Regular Session

**B. Resolution No. 84-2013: A Resolution of the City Council of the City of Milwaukie, Oregon, Appointing James Fossen to the Milwaukie Design and Landmarks Committee**

Motion passed with the following vote: Councilors Churchill and Gamba and Council President Hedges voting "aye." [3:0]

**AUDIENCE PARTICIPATION**

Mr. Monahan reported comments at the last meeting were reiterations from previous Council meetings by Mr. Parecki. The Charter amendment could be addressed at the

CITY COUNCIL REGULAR SESSION –DECEMBER 3, 2013

APPROVED MINUTES

Page 1 of 3

City Council goal setting session in January, and Councilor Miller would look into gathering more information on the trees.

**Marcus Reuter**, 5230 SE Logus Rd. His property was a 1.1 acre parcel and mostly a natural area. He had spent eight years clearing invasive species and restoring the property by planting 300 trees and shrubs. He was in the process of having it classified as backyard habitat. Sadly the habitat was deemed a debris pile, and Code Enforcement issued a citation. He contended his property was a natural area and asked the City Council to direct Code Enforcement to allow for habitat creation and rescind the citation. He would like to see the Municipal Code amended to allow for habitat restoration and green spaces.

**Mr. Monahan** said the City Prosecutor identified elements of the Code he felt were enforceable. It would be important to determine if the Code was consistent with the intent of the community.

**Mr. Ramis** said one option was to put the prosecution on hold while the Code was analyzed and amended.

**Council President Hedges** suggested putting the matter on hold until all the City Council members were present given possible ramifications to the community.

**Mr. Monahan** would direct Code Enforcement staff not to take any further action at this time, assemble the file, and discuss the matter in a conceptual way at the January 7, 2014, work session. The City Council would not rule on the actual question of this property and consider a proposed amendment to the Code.

## **PUBLIC HEARING**

None scheduled.

## **OTHER BUSINESS**

### **A. Habitat Development Agreement, Extension of Wildlands' Feasibility Period – Resolution**

**Mr. Monahan** provided the staff report in which the City Council was requested to approve the Resolution extending the feasibility period of Wildlands, provided for in the Habitat Development Agreement (HDA) between the City and Wildlands Capital Partners, LLC. He discussed the justification of extending the feasibility period through May 30, 2014.

It was moved by Councilor Gamba and seconded by Councilor Churchill for adoption of the Resolution authorizing an amendment to the Habitat Development Agreement and Initial Escrow Instructions (“First Amendment”) between the City of Milwaukie and Wildlands Capital Partners. Motion passed with the following vote: Councilors Churchill and Gamba and Council President Hedges voting “aye”. [3:0]

#### **RESOLUTION 85-2013:**

**A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF MILWAUKIE, OREGON, AUTHORIZING AN AMENDMENT TO THE HABITAT DEVELOPMENT AGREEMENT AND INITIAL ESCROW INSTRUCTIONS (“FIRST AMENDMENT”) BETWEEN THE CITY OF MILWAUKIE AND WILDLANDS CAPITAL PARTNERS.**

**B. Council Reports**

No reports were given.

**ADJOURNMENT**

It was moved by Councilor Gamba and seconded by Councilor Churchill to adjourn the regular session. Motion passed with the following vote: Councilors Churchill and Gamba and Council President Hedges voting "aye". [3:0]

Mayor Ferguson adjourned the regular session at 7:41 p.m.

Respectfully submitted,



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Pat DuVal, Recorder



**Regular Session**

**RS**

**Milwaukie City Council**



**MILWAUKIE CITY COUNCIL  
REGULAR SESSION**

City Hall Council Chambers  
10722 SE Main Street  
www.milwaukieoregon.gov

**REVISED AGENDA  
DECEMBER 3, 2013**

2,163<sup>rd</sup> Meeting

- |  | <b>Page #</b> |
|--|---------------|
| <b>1. CALL TO ORDER</b>  |               |
| Pledge of Allegiance   |               |
| <b>2. PROCLAMATIONS, COMMENDATIONS, SPECIAL REPORTS, AND AWARDS</b>  |               |
| <b>A. Christmas Ships Proclamation</b>   | <b>2</b>      |
| <b>B. Announcement of the 2013 Ed Zumwalt Volunteer of the Year Recipient</b>  |               |
| <b>3. CONSENT AGENDA</b>   |               |
| <i>These items are considered to be routine, and therefore, will not be allotted discussion time on the agenda; the items may be passed by the Council in one blanket motion; any Councilor may remove an item from the "Consent" agenda for discussion or questions by requesting such action prior to consideration of that part of the agenda.</i>  |               |
| <b>A. City Council Meeting Minutes</b>   | <b>4</b>      |
| 1. October 15, 2013, Regular Session   |               |
| 2. November 5, 2013, Regular Session   |               |
| <b>B. A Resolution Appointing James Fossen to the Milwaukie Design and Landmarks Committee</b>   | <b>15</b>     |
| <b>4. AUDIENCE PARTICIPATION</b>   |               |
| <i>The Presiding Officer will call for statements from citizens regarding issues relating to the City. Pursuant to Section 2.04.140 of the Milwaukie Municipal Code, only issues that are "not on the agenda" may be raised. In addition, issues that await a Council decision and for which the record is closed may not be discussed. Persons wishing to address the Council shall first complete a comment card and return it to the City Recorder. Pursuant to Section 2.04.360 of the Milwaukie Municipal Code, "all remarks shall be directed to the whole Council, and the Presiding Officer may limit comments or refuse recognition if the remarks become irrelevant, repetitious, personal, impertinent, or slanderous." The Presiding Officer may limit the time permitted for presentations and may request that a spokesperson be selected for a group of persons wishing to speak.</i> |               |
| <b>5. PUBLIC HEARING</b>   |               |
| <i>Public Comment will be allowed on items under this part of the agenda following a brief staff report presenting the item and action requested. The Mayor may limit testimony.</i>   |               |
| <b>A. None Scheduled</b>   |               |
| <b>6. OTHER BUSINESS</b>   |               |
| <i>These items will be presented individually by staff or other appropriate individuals. A synopsis of each item together with a brief statement of the action being requested shall be made by those appearing on behalf of an agenda item.</i>   |               |
| <b>A. Habitat Development Agreement, Extension of Wildlands Feasibility Period – Resolution</b>  | <b>17</b>     |
| Staff: City Manager Bill Monahan   |               |
| <b>B. Council Reports</b>  |               |

## **7. INFORMATION**

## **8. ADJOURNMENT**

### **Meeting Information**

- Executive Sessions: The Milwaukie City Council may meet in executive session immediately following adjournment pursuant to ORS 192.660(2).
  - All Executive Session discussions are confidential and those present may disclose nothing.
  - Representatives of the news media are allowed to attend Executive Sessions as provided by ORS 192.660(3) but must not disclose any information discussed.
  - Executive Sessions may not be held for the purpose of taking final actions or making final decisions.
  - Executive Sessions are closed to the public.
- For assistance/service per the Americans with Disabilities Act (ADA), please dial TDD 503-786-7555
- During meetings the Council asks that all pagers and cell phones be set on silent mode or turned off.



**Regular Session  
Agenda Item No.**

**2**

**Proclamations,  
Commendations,  
Special Reports,  
& Awards**



CITY OF MILWAUKIE  
*"Dogwood City of the West"*

RS 2. A.

**PROCLMATION**

**WHEREAS**, the Christmas Ships Parade is a great tradition of the holiday season featuring a parade of between fifty-five and sixty boats and their volunteer crews on the Portland Metropolitan region's two major river ways, the Columbia and the Willamette; and

**WHEREAS**, 2013 marks the Fifty-Ninth anniversary of the volunteer-led and organized Christmas Ships Parade in the greater Portland Metropolitan region; and

**WHEREAS**, commencing on November 30<sup>th</sup> and running through December 21<sup>st</sup>, 2013, the Columbia and Willamette fleets of the Christmas Ships Parade will sail to various local destinations on the waters of these two great rivers; and

**WHEREAS**, the City of Milwaukie is honored to be a destination and to welcome the Willamette Fleet of the Christmas Ships Parade on December 11<sup>th</sup>, 13<sup>th</sup>, 16<sup>th</sup>, 18<sup>th</sup>, and 20<sup>th</sup>, 2013; and

**WHEREAS**, the Boat Ramp at Milwaukie Riverfront Park offers an unparalleled location for viewing the sights and sounds of the Christmas Ships Parade, and on December 14<sup>th</sup>, as the Willamette Fleet of the Christmas Ships Parade passes by the City invites all to a Winter Solstice Bon Fire at Milwaukie Riverfront Park.

**NOW, THEREFORE**, I, **Dave Hedges, Council President of the City Council** of the City of Milwaukie, in the County of Clackamas, in the State of Oregon, do hereby proclaim December 11<sup>th</sup> through 20<sup>th</sup>, 2013 as

**Christmas Ships Parade Days**

in the "Dogwood City of the West". All citizens are encouraged to greet the Christmas Ships and their crews as they arrive at the Milwaukie Boat Ramp and to join the City in expressing our sincerest appreciation for their generous sharing of their boats and holiday spirit.

**IN WITNESS WHEREOF**, and with the consent of the City Council of the City of Milwaukie, I have hereunto set my hand on this 3<sup>rd</sup> day of December, 2013.

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**Dave Hedges, Council President**

ATTEST:

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Pat DuVal, City Recorder





**Regular Session  
Agenda Item No.**

**3**

# **Consent Agenda**

**CITY OF MILWAUKIE  
CITY COUNCIL MEETING  
OCTOBER 15, 2013**

**CALL TO ORDER**

**Mayor Ferguson** called the 2,160<sup>th</sup> meeting of the Milwaukie City Council to order at 7:09 p.m. in the City Hall Council Chambers.

Present: Council President Dave Hedges and Councilors Scott Churchill, Mark Gamba, and Mike Miller

Staff present: City Manager Bill Monahan, Assistant to the City Manager Teri Bankhead, City Attorney Tim Ramis, City Recorder Pat DuVal, Engineering Director Jason Rice, Community Development Director Steve Butler, Parks and Sustainability Director JoAnn Herrigel, Public Works Director Gary Parkin, and Associate Planner Brett Kolver,

Media: Michael Bamesberger, *The Oregonian*

**PLEDGE OF ALLEGIANCE**

**PROCLAMATIONS, COMMENDATION, SPECIAL REPORTS AND AWARDS**

**A. Outstanding Student Achievement Award to Jacki Ammons for October 2013**

Ms. Ammons' award presentation was rescheduled for the November 5, 2013, City Council meeting.

**CONSENT AGENDA**

It was moved by Council President Hedges and seconded by Councilor Miller to approve the consent agenda as presented.

**A. City Council Meeting Minutes:**

1. September 3, 2013, Work Session; and
2. September 3, 2013, Regular Session

**B. Resolution No. 77-2013: A Resolution of the City Council of the City of Milwaukie, Oregon, Authorizing the City Manager to sign a four year lease with the North Clackamas Urban Watersheds Council (NCUWC) for use of a portion of the City-owned Bertman House located at 11022 SE 37<sup>th</sup> Avenue.**

**Motion passed with the following vote: Councilors Churchill, Hedges, Gamba, and Miller and Mayor Ferguson voting "aye." [5:0]**

**AUDIENCE PARTICIPATION**

**Mr. Monahan** reported on follow up items from the October 1, 2013, audience participation portion of the agenda. Ed Parecki addressed several topics: ownership of street trees, pothole and curb repair on Scott Street, and the sidewalk installed by the Oregon Department of Transportation (ODOT) during the McLoughlin Boulevard Project. The Municipal Code opined on tree maintenance but did not address ownership. Mr. Parkin reported there were no hazards visible on the curbs, and Mr. Rice had contacted ODOT regarding the sidewalk slope. Mr. Parecki also asked about a Charter amendment that would allow non-residents to seek election to the City

Council. The Charter amendment process was outlined in ORS 221.210 and was a matter for City Council response.

**Councilor Churchill** asked if ownership of a tree would depend on who purchased it and would there be some transfer of ownership with related maintenance responsibilities.

**Mr. Ramis** replied any damage caused by a tree would be regulated regardless of who owned the tree. It would be based on intent and would likely be considered on a case-by-case basis.

**Councilor Gamba** asked staff to discuss the Charter amendment process further.

**Mr. Monahan** replied State statute outlined the process by which a City Council may refer and people may initiate city charter amendments. Proposed amendments go to the voters for the final decision at a general election. A city council cannot change the language on its own.

**Mr. Ramis** added that interpretation of the Charter was up to the City Council.

**Alicia Hamilton** and **Ed Zumwalt** expressed their appreciation to the City Council for its support of the First Friday events. The combined efforts resulted in a very successful season.

**Deborah Barnes**, Milwaukie resident and former City Councilor, commented on social media comments related to the loss of City staff leaders. She was concerned about Police Chief Jordan's recent announcement that he was leaving the City and the implication that it had to do with funding issues. Light rail was already beginning to pay off with younger families moving into the community. As a former Councilor and now a resident, she felt the public should be informed as to why Milwaukie was losing experienced department heads and now its Police Chief.

**Ed Parecki**, Milwaukie property owner, agreed with Ms. Barnes' comments. He thanked Mr. Monahan for getting the potholes fixed. Mr. Ramis did not really answer the question about ownership of the trees, and Mr. Parecki felt they belonged to the City. He continued to be concerned about the Charter amendment question and Section 27 regarding City Manager residency. He believed Mr. Monahan still resided in Tigard, and he suggested alternatives would be to move, resign, or amend the Charter. He asked how the City Council interpreted the Charter to allow Mr. Monahan to live outside the City limits.

**JoAnne Bird**, Milwaukie resident, expressed her concern about the abrupt retirement of Chief Jordan. The approaching opening of the Portland Milwaukie Light Rail (PMLR) was a critical time to have a fully staffed police force, and the City needed additional officers to handle the increased crime that will come with MAX. She expressed her concern about the number of senior City staff who have left recently and the City's lack of a plan to pay for light rail and public safety. She noted that taxes will probably need to increase to cover the needs. She strongly urged the City to hire an outside management consultant to review how the City operates.

**Dion Shepard**, Milwaukie resident, expressed her concern at the retirement of Chief Jordan. She appreciated Chief Jordan's community outreach and felt abandoned as she believed the City did not have the police staffing levels needed to police the PMLR. She also expressed concern about the turnover in City staff and opined about whether Chief Jordan was retiring or resigning. She suggested that any future budget cuts not be in public safety.

## **PUBLIC HEARING**

### **Public Hearing for Adoption of Proposed Transportation System Plan Amendments – Ordinance (File #CPA-13-03).**

Opening: **Mayor Ferguson** called the public hearing on the legislative Comprehensive Plan Amendment initiated by the City of Milwaukie to order at 8:02 p.m.

Purpose and procedures: **Mayor Ferguson** reviewed the purpose and procedure of the hearing.

Conflicts of Interest: No member of the Council declared a potential or actual conflict of interest as defined in ORS §244. No member of the audience made any challenge to any Council member's ability to participate in the decision.

Correspondence: **Matt Menely** submitted written comments via email to the City Recorder's Office advocating for safer cycling and pedestrian infrastructure. He urged the City Council to "look to the future and take bold leadership to show the people of Milwaukie that you are serious about creating safer ways for people to get around town without the use of automobiles."

Initial Staff Presentation: **Mr. Kelter** stated he was the project manager for 2013 Transportation Plan (TSP) update. The TSP was essentially the aspirational guidance document looking forward to 2035 with the knowledge that funding was limited. The Plan did show potential funders that the City was organized and prepared for the future. The 2013 effort was a refresh and showed Metro that Milwaukie was in compliance with the Regional Transportation Plan (RTP). He briefly reviewed the structure of the document. Mr. Kelter discussed the public outreach element in which applicable comments and updates from Neighborhood Associations (NDA), individuals, and agency representatives were reviewed by staff and integrated into the draft amendments if they were consistent with the goals and policies. He noted common themes of questions or concerns from the public including maintenance of existing streets, flexibility of project design, alternatives to standard cross sections, phasing large projects, implementing a residential parking permit program, developing east-west connections, and addressing truck conflicts and traffic calming.

The Planning Commission held hearings on September 10 and 24, 2013, and voted unanimously among the members present (6:0) to recommend the amendments to City Council for adoption.

#### Testimony in Support:

**Greg Baartz-Bowman**, Historic Milwaukie resident, learned that students going to Linwood Elementary either walked or rode their bikes in the street. The Monroe Street Neighborhood Greenway would connect that neighborhood, and he urged actions that would make needed bike and pedestrian connections.

**Jason Rambo**, Milwaukie resident, worked in downtown Portland and was a bike commuter. He liked the small town feel of Milwaukie and the ability to provide input into his local government. He was concerned, however, with the difficulty in crossing Hwy 224 to get to downtown Milwaukie to community events like the Sunday Farmers' Market. He did go to the Sellwood District for shopping and dining because of its accessibility. A Plan like this was forward thinking and helped meet the goals of safe, vibrant downtown. He was looking to being a one-car family with the advent of light rail to downtown Portland.

**Corey Averill**, Milwaukie resident and bike commuter, expressed his complete support of the Plan and stressed the importance of bicycling.

**Chris Ortolano**, Milwaukie resident, appreciated the care taken on the review of this subject. He witnessed a healthy exchange and urged the City Council to adopt the TSP as recommended by the Planning Commission. He hoped the City Council would consider unprecedented transportation issues before the City including the Clackamas County TSP and light rail. He suggested creating a central knowledge base from each of the NDAs to encourage a healthy exchange of ideas.

**Clodine Mallinckrodt**, Milwaukie resident, catches bus #75 and loads her bike. She thanked the City Council for its support through the TSP to provide safe access to transportation options. She was trying hard not to buy a second car.

**Zac Perry**, Milwaukie resident and Linwood NDA Co-chair, thanked staff for the workshops that helped capture and reflect the needs of the community. He addressed the lack of connectivity in the vicinity of Linwood Elementary. Additionally, he suggested that money be spent on improving connections to the downtown and Riverfront Park.

#### Neutral Testimony:

**Jean Baker**, Milwaukie resident and Historic Milwaukie NDA Chair, wanted language added that referred to neighborhood traffic management plans which identified more specific issues. The neighborhood plan needed to be taken seriously. NDAs were the last people to see the Plan, and it was hard to affect any change at the end of a project. She commented on the roles of the Public Safety Advisory Committee (PSAC) and NDAs.

**Howie Oaks**, Milwaukie resident was excited about the neighborhood greenway concept and addressing issues with human scaled projects. Residents in his neighborhood felt more connection and accessibility to the Sellwood and Woodstock neighborhoods than to downtown Milwaukie. He would also like to see the sidewalks connected.

**Dion Shepard**, Milwaukie resident, encouraged Council to consider adding a neighborhood traffic management plan element and commented on the difficulty of identifying an area that PSAC would consider for a project. She felt the TSP should include a more clearly defined process.

#### Questions from Council to Staff:

**Councilor Churchill** and **Council President Hedges** had no questions.

**Councilor Gamba** addressed the comments of a neighborhood traffic management and asked at what point the NDAs could have their comments heard.

**Mr. Kelper** said opening up the document offered an opportunity to talk about bigger needs. There was nothing in the TSP that would prevent a neighborhood from developing its own plan and how it might best fit with larger scale projects. They might also discuss how PSAC went about its business. He discussed the role of staff liaison communication.

**Mr. Rice** commented on scale and those small, affordable projects considered by PSAC. Staff worked to reach out to the neighborhoods to better understand their needs and assess situations such as finding a better way to cross Hwy 224 or making better pedestrian connections.

**Councilor Miller** asked if the Street Surface Maintenance Program (SSMP) would be incorporated somehow.

**Mr. Kelder** discussed capital projects. People were not asking for additional capacity but rather to rebuild or repave the surface to make it better. Chapter 3 of the TSP addressed existing conditions while other chapters considered stronger connections for various modes of transportation. The suggestion to make the SSMP an ancillary document to the TSP was interesting and could be referenced in terms of funding.

**Mr. Rice** discussed the importance of ensuring that street projects did not conflict with other utility projects.

**It was moved by Councilor Gamba and seconded by Councilor Churchill to close the public testimony portion of the hearing. Motion passed with the following vote: Councilors Churchill, Hedges, Gamba, and Miller and Mayor Ferguson voting “aye”. [5:0]**

**Mayor Ferguson** closed the public testimony portion of the hearing at 8:56 p.m.

Council Discussion:

**Council President Hedges** said the model Mr. Otolano discussed was already there in the form of PSAC which could do anything previous boards had done and take it up with NDA members. He was most struck with what was not in the TSP, such as bike rack requirements as part of development. It provided for parking spaces but not proper parking for bicycles. Also missing was the notion of making the current infrastructure safer with marked crosswalks and flashing lights. He felt signage for parking in the downtown should be a higher priority as well as making physical improvements to parking areas. He urged making the downtown parking garage a higher priority. He felt saying that downtown parking was a low priority with light rail on its way sent the wrong message.

**Councilor Gamba** agreed on the concept of bike racks although they were required for new development. The amount budgeted for a bike project was a pittance, and he recommended that money be put aside for actual bike projects going forward. He discussed the cost of a parking structure and agreed that signage should be moved up in priority.

**Mayor Ferguson** supported moving parking signage to a high priority.

**Mayor Ferguson** and Councilors Hedges, Miller, and Churchill supported raising the parking structure to a higher level. **Councilor Gamba** did not feel it should be a high priority.

**Mr. Kelder** reviewed the corrections and exhibit amendment sheet and the change of parking structure from low priority to high priority.

Decision by Council: **It was moved by Councilor Gamba and seconded by Council President Hedges for the first reading by title only of the ordinance amending the Transportation System Plan, an ancillary document to the Comprehensive Plan, to maintain compliance with the State Transportation Planning Rule and Regional Transportation Plan with corrections (File #CPA-13-03). Motion passed with the following vote: Councilors Churchill, Hedges, Gamba, and Miller and Mayor Ferguson voting “aye.” [5:0]**

**Mayor Ferguson** announced the second reading and adoption of the ordinance would be set for the next City Council meeting on November 5, 2013.

## **OTHER BUSINESS**

### **A. Landscaping Contract Award – Resolution**

**Mr. Parkin** provided the staff report in which the City Council was requested to authorize the City Manager to enter into a contract with R&R Nursery and Landscape for the purpose of performing landscape maintenance of City properties through June 30, 2014. This was the lowest combined bid for both landscaping and mowing. The relatively short length of the contract gave staff an opportunity to consider the effectiveness of this strategy.

**Council President Hedges'** main concern was to have sufficient oversight to make sure the City's expectations were met.

**Councilor Miller** observed the bid for turf maintenance was low but high for landscape maintenance.

**Mr. Parkin** replied turf maintenance may have been underestimated, but the fee was addressed in the contract.

**Mr. Parecki** said the City could be earning some money on the Bertman House lease. He questioned if R&R Nursery and Landscape had an Oregon Landscape Contractors License; he did not see it on the list of licensees on the Board website.

**Mr. Parkin** replied a license was a requirement to be able to bid.

**It was moved by Council President Hedges and seconded by Councilor Miller to adopt the resolution authorizing the City Manager to execute a contract with R&R Nursery and Landscape for landscape maintenance services through June 30, 2014, in the amount of \$48,500 upon provision of proof of licensing with the appropriate State authority.**

**Mayor Ferguson** called for a brief recess to allow a search on the Landscape Contractors Board website to confirm R&R was licensed in the State of Oregon.

**The vote passed with the following vote: Councilors Churchill, Hedges, Gamba, and Miller and Mayor Ferguson voting "aye." [5:0]**

#### **RESOLUTION NO. 78-2013:**

**A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF MILWAUKIE, OREGON, AUTHORIZING THE CITY MANAGER TO EXECUTE A CONTRACT WITH R&R NURSERY AND LANDSCAPE FOR LANDSCAPE MAINTENANCE SERVICES THROUGH JUNE 30, 2014, IN THE AMOUNT OF \$48,500.**

### **B. Council Reports**

**Councilor Churchill** had spoken with citizens regarding Chief Jordan's retirement, and they were concerned there might be a way to retain him.

**Council President Hedges** attended five NDA meetings this month and the Linwood Elementary School jogathon.

**Councilor Miller** attended the Lake Road NDA meeting where people expressed concerns about Chief Jordan's abrupt retirement.

**Councilor Gamba** attended the Metro Active Transportation Program working group meeting and the North Clackamas #12 School District visioning process. He commented on the number of children receiving free lunches for whom walking or biking

to school was a priority. He participated in the Great Willamette River Cleanup and Willamette Falls Festival.

**Mayor Ferguson** attended the community social needs roundtable with participants from the School District, Clackamas County agencies, non-profits, and the faith-based community. There will be a special briefing on passenger rail in Milwaukie on October 30, and the community booth will be set up for the Milwaukie v. Putnam football game.

## **ADJOURNMENT**

**It was moved by Councilor Gamba and seconded by Councilor Churchill to adjourn the meeting. Motion passed with the following vote: Councilors Churchill, Hedges, Gamba, and Miller and Mayor Ferguson voting “aye.” [5:0]**

**Mayor Ferguson** adjourned the regular session at 9:35 p.m.

Respectfully submitted,

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Pat DuVal, Recorder

**CITY OF MILWAUKIE  
CITY COUNCIL MEETING  
NOVEMBER 5, 2013**

**CALL TO ORDER**

**Mayor Ferguson** called the 2,161<sup>st</sup> meeting of the Milwaukie City Council to order at 7:10 p.m. in the City Hall Council Chambers.

Present: Council President Dave Hedges and Councilors Scott Churchill, Mark Gamba, and Mike Miller

Staff present: City Manager Bill Monahan, Assistant to the City Manager Teri Bankhead, City Attorney Tim Ramis, City Recorder Pat DuVal, Community Development Director Steve Butler, Public Works Director Gary Parkin, Associate Planner Brett Kelper

Media: Michael Bamesberger, *The Oregonian*

**PLEDGE OF ALLEGIANCE**

**PROCLAMATIONS, COMMENDATION, SPECIAL REPORTS AND AWARDS**

**A. Outstanding Student Achievement Award to Jacki Ammons for October 2013**

**Mark Pinder**, Milwaukie High School Principal, and the Mayor and City Council recognized **Jacki Ammons** with the Outstanding Student Achievement Award for October 2013.

**B. Vietnam 50<sup>th</sup> Anniversary Proclamation**

**Ms. Bankhead** provided background information and noted this was the official kickoff of the joint effort between American Legion Post 180 and the City of Milwaukie.

**Mayor Ferguson** read a proclamation naming the years 2012 – 2025 in commemoration of the 50<sup>th</sup> Anniversary of the Vietnam War and commended its observance to all citizens of the “Dogwood City of the West.”

**CONSENT AGENDA**

Council President Hedges asked if Mayor Ferguson could attest that the minutes of September 28, 2010, were accurate. Mayor Ferguson did so.

It was moved by Council President Hedges and seconded by Councilor Gamba to approve the consent agenda as presented.

**A. City Council Meeting Minutes:**

1. September 28, 2010, Special Session;
2. September 17, 2013, Work Session;
3. September 17, 2013, Regular Session; and
4. October 1, 2013, Work Session;

**B. Resolution No. 79-2013: A Resolution of the City Council of the City of Milwaukie, Oregon, Appointing Lynn Sharp to the Park and Recreation Board;**

**C. Resolution No. 80-2013: A Resolution of the City Council of the City of Milwaukie, Oregon, Appointing Kathi Schroeder to the Milwaukie Library Board.**

**Motion passed with the following vote: Councilors Hedges, Gamba, Miller, and Churchill and Mayor Ferguson voting “aye.” [5:0]**

## **AUDIENCE PARTICIPATION**

**Mayor Ferguson** said the items from the previous audience participation were the City Council's to address. JoAnne Bird suggested a management study be done, and Council would address that matter in the upcoming work session. Mr. Parecki had asked about the City Manager's residency requirement, and **Mayor Ferguson** apologized for having forgotten his notes.

**Jean Baker**, Chair of Historic Milwaukie Neighborhood District Association (NDA) requested that the Transportation System Plan (TSP) hearing be reopened to accept comments on the proposal to include a Neighborhood Traffic Management Plan. Being able to conduct a study to address traffic needs would be of great service to the City. Residents could take a serious look at bikeways, street and curb conditions, and trucks and have the information ready when the City needed it. Money could be spent in a more focused way that considered safety and livability issues. She reviewed the language proposed for the Neighborhood Transportation Plan which the Planning Department assisted her in drafting. It had been discussed at the NDA but was not picked up.

**Ed Parecki**, Milwaukie property owner, was concerned he had not gotten answers to two remaining issues: the Charter and City Manager residency requirements and who owned the street trees particularly in downtown Milwaukie.

**Councilor Gamba** addressed the Charter question and said he understood the City Council was allowed to set the length of time before the City Manager moved into the City.

**Mr. Parecki** suggested it might be beneficial if a suit were brought against the City.

**Mayor Ferguson** said the matter was addressed in the City Manager's contract, and he did not wish to discuss it without having a copy before and after consulting with the City Attorney.

**Councilor Churchill** understood there was no title associated with trees. He discussed tree purchase and asked if there were a gifting process.

## **PUBLIC HEARING**

**Consider City Initiated Vacation of Street Right of Way South of Monroe Street between 4378 SE Monroe Street (Tax Lot 07802) and 4404 SE Monroe Street (Tax Lot 09300) (Tax Map 12E31BB) – Resolution**

Opening: **Mayor Ferguson** called the public hearing to order at 7:39 p.m.

Purpose and procedures: The purpose of the hearing was to consider public comment on the proposed street vacation.

Correspondence: None.

Staff Presentation: **Mr. Parkin** asked the City Council to approve by resolution the street vacation of the subject property. As the options were considered, it became evident that a community garden or park was not appropriate. He discussed the vacation process as outlined in Oregon Revised Statutes (ORS) Chapter 271. None of the property owners who were notified of the proposed vacation objected in writing; however, one did call for information. The vacation did not unduly burden either of the two abutting property owners, and the property tax increase was not significant.

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Testimony in Support: **Shirley Brown**, Milwaukie resident and one of the abutting property owners spoke in support of the proposed vacation.

Neutral Testimony: None

Staff Response: None.

Questions from Council to Staff: None.

**Close Public Hearing:** It was moved by Council President Hedges and seconded by Councilor Gamba to close the public testimony portion of the hearing. Motion passed with the following vote: Councilors Hedges, Gamba, Miller, and Churchill and Mayor Ferguson voting “aye”. Mayor Ferguson closed the hearing at 7:45 p.m.

**Decision by Council:** It was moved by Councilor Gamba and seconded by Councilor Churchill to adopt the resolution authorizing the City initiated vacation of a portion of the street right-of-way for 44<sup>th</sup> Avenue south of Monroe Street. Motion passed with the following vote: Councilors Hedges, Gamba, Miller, and Churchill and Mayor Ferguson voting “aye”. [5:0]

**RESOLUTION NO. 81-2013:**

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF MILWAUKIE, OREGON, AUTHORIZING THE VACATION OF A PORTION OF THE STREET RIGHT-OF-WAY FOR 44<sup>TH</sup> AVENUE SOUTH OF MONROE STREET.

## **OTHER BUSINESS**

### **A. Second Reading and Adoption of the Proposed Transportation System Plan Amendments – Ordinance**

**Mr. Ramis** discussed the options before the City Council.

**Council President Hedges** said the City Council had already made a motion, and he was opposed to reopening the hearing.

**Councilor Churchill** said if the hearing were opened, then sufficient time for comment would need to be allowed. It seems this was language done on a worksheet that did not get tucked in.

**Mr. Kelter** received comments and suggestions from individuals and NDAs including this from the Historic Milwaukie NDA. He felt neighborhood involvement had been adequately addressed to allow for a neighborhood plan.

**Council President Hedges** asked if there was an advantage or disadvantage to including this language.

**Mr. Kelter** replied there was no harm in introducing the proposed language.

**Councilor Gamba** said the language seemed like an invitation, and he saw no real downside for anyone.

**Councilor Miller** supported including the language to encourage citizen buy-in.

**Councilor Churchill** supported clarification of intent.

**It was moved by Councilor Churchill and seconded by Councilor Gamba to continue the second reading of the ordinance to the next regularly schedule Council meeting and direct staff to prepare an amended ordinance including the new language included in the packet (File #CPA-13-03). Motion passed with the**

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**following vote: Councilors Hedges, Gamba, Miller, and Churchill and Mayor Ferguson voting “aye”. [5:0]**

The second reading and adoption was scheduled for November 19, 2013.

## **B. Council Reports**

**Councilor Miller** attended the Moving Forward Milwaukie meeting where future uses of the Murphy and McFarland sites were discussed. He felt it would be some time before consensus was reached.

**Councilor Churchill** attended JoAnn Herrigel’s farewell party at Riverfront Park and expressed appreciation for her years of service.

**Councilor Gamba** attended the Oregon Passenger Rail meeting and the Clackamas County TSP Planning Commission hearing where he voiced concerns on behalf of the Milwaukie neighborhoods. He attended the Rail~Volution Conference in Seattle and a Greenpeace event on the Rainbow Warrior regarding Northwest coal export terminals.

**Council President Hedges** sent his thoughts to the family of Reserve Officer Robert Libke and others in the Oregon City Police Department.

**Mayor Ferguson** announced the City Council regular session would adjourn to go into work session. The City Council would meet in Executive Session immediately following adjournment of the work session pursuant to ORS 192.660(2)(h) to consult with legal counsel concerning legal rights and duties regarding current litigation or litigation likely to be filed.

## **ADJOURNMENT**

**Mayor Ferguson moved to adjourn the regular session at 8:05 p.m.**

Respectfully submitted,

---

Pat DuVal, Recorder

RESOLUTION NO. \_\_\_\_\_

**A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF MILWAUKIE, OREGON, APPOINTING JAMES FOSSEN TO THE MILWAUKIE DESIGN AND LANDMARKS COMMITTEE.**

**WHEREAS**, a vacancy exists on the Milwaukie Design and Landmarks Committee; and

**WHEREAS**, Milwaukie Charter Section 26 provides that, “the mayor, with the consent of the council, shall appoint the various committees provided for under the rules of the council or otherwise and fill all vacancies in committees of the council from that body,” and

**WHEREAS**, James Fossen possesses the necessary qualifications to serve on the Milwaukie Design and Landmarks Committee.

**Now, therefore, the City of Milwaukie, Oregon resolves as follows:**

SECTION 1: That James Fossen is appointed to the Milwaukie Design and Landmarks Committee, filling the remainder of position #5.

SECTION 2: That his term of appointment shall commence immediately and shall expire on March 31, 2014.

SECTION 3: This resolution takes effect immediately upon passage.

Introduced and adopted by the City Council on **December 3, 2013.**

\_\_\_\_\_  
Jeremy Ferguson, Mayor

ATTEST:

APPROVED AS TO FORM:  
Jordan Ramis PC

\_\_\_\_\_  
Pat DuVal, City Recorder

\_\_\_\_\_  
City Attorney



**Regular Session  
Agenda Item No.**

**6**

**Other Business**



Agenda Item: 6. A.  
Meeting Date: 12/3/13

## **COUNCIL AGENDA ITEM SUMMARY**

**Issue/Agenda Title:** Habitat Development Agreement, Extension of Wildlands' Feasibility Period

**Prepared By:** Bill Monahan, City Manager

**Reviewed by City Manager:**

### **ISSUES BEFORE THE COUNCIL**

Shall the City Council pass a resolution extending the feasibility period of Wildlands, provided for in the Habitat Development Agreement between the City of Milwaukie and Wildlands Capital Partners, LLC.

### **STAFF RECOMMENDATION**

Staff recommends that the City Council pass a resolution granting an extension to Wildlands for the completion of the feasibility period stated in the habitat development agreement.

### **KEY FACTS & INFORMATION SUMMARY**

The City and Wildlands entered into a Habitat Development Agreement for the development of a riparian and habitat restoration project on Kellogg Lake near the confluence of the Willamette River. The agreement was finalized on July 8, 2013 with the City Council completing its due diligence period on September 3, 2013.

Upon conclusion of the Owner's feasibility period, Wildlands commenced its feasibility period on September 3, 2013. The period was set to expire at 5:00 p.m. Pacific Standard Time on the earlier of (1) one hundred and eighty (180) days after the Effective Date of the Agreement, or (2) December 31, 2013.

Wildlands submitted a letter on November 15 stating that coordination with ODOT, Union Pacific, and the Portland Harbor Trustee Council has been delayed so there are still some unresolved issues to address. As a result, Wildlands has requested an extension of the feasibility period.

Council discussed the request during the work session of November 19 and indicated a willingness to consider an extension until May 30, 2014 in order to give Wildlands adequate time to complete the feasibility period.

**OTHER ALTERNATIVES CONSIDERED**

Not applicable.

**CITY COUNCIL GOALS**

The City Council adopted a 2013 goal to: “Complete the Kellogg for Coho project by negotiating with Wildlands a contract to remove the Kellogg Dam and restore the area of the lake, the first part of which will be a study to ascertain the feasibility and viability of doing so for all parties.”

The City and Wildlands completed negotiation of a contract (the July 8, 2013 Agreement).

**ATTACHMENT LIST**

1. Letter from Wildlands – November 15, 2013
2. Resolution
3. First Amendment to Habitat Development Agreement

**FISCAL NOTES**

No new fiscal issues.



**To:** Mayor and City Council

**From:** Bill Monahan, City Manager

**Subject:** Habitat Development Agreement, Extension of Wildlands' Feasibility Period

**Date:** November 20, 2013

### **ACTION REQUESTED**

Wildlands has requested that the City Council grant an extension to the feasibility period provided for in the Habitat Development Agreement between the City of Milwaukie and Wildlands Capital Partners, LLC. The issue before the Council is: Shall the City Council pass a resolution extending the feasibility period of Wildlands, provided for in the Habitat Development Agreement between the City of Milwaukie and Wildlands Capital Partners, LLC.

### **HISTORY OF PRIOR ACTIONS AND DISCUSSIONS**

September 3, 2013 – City Council passed a resolution declaring that the owner had completed its due diligence

July 8, 2013 – execution of agreement with Wildlands

June 18, 2013 – City Council unanimously voted to adopt the Wildlands Habitat Development Agreement

### **BACKGROUND**

The City and Wildlands entered into a Habitat Development Agreement for the development of a riparian and habitat restoration project on Kellogg Lake near the confluence of the Willamette River. The agreement was finalized on July 8, 2013 with the City Council completing its due diligence period on September 3, 2013.

Upon conclusion of the Owner's feasibility period, Wildlands commenced its feasibility period on September 3, 2013. The period was set to expire at 5:00 p.m. Pacific Standard Time on the earlier of (1) one hundred and eighty (180) days after the Effective Date of the Agreement, or (2) December 31, 2013.

Wildlands submitted a letter on November 15 stating that coordination with ODOT, Union Pacific, and the Portland Harbor Trustee Council has been delayed so there are still Council Staff Report – Extension of Wildlands Feasibility Period

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some unresolved issues to address. As a result, Wildlands has requested an extension of the feasibility period.

Council discussed the request during the work session of November 19 and indicated a willingness to consider an extension until May 30, 2014 in order to give Wildlands adequate time to complete the feasibility per

### **CONCURRENCE**

Staff concurs that Wildlands has been unable to resolve issues necessary in order for it to complete its feasibility period. Wildlands has reached out to ODOT to schedule meetings needed in order to obtain data and coordinate efforts. An extension is needed in order for the feasibility period to be completed.

### **FISCAL IMPACTS**

There are no new fiscal issues related to extending the feasibility period.

### **WORK LOAD IMPACTS**

There will continue to be staff impacts during the feasibility period as staff routinely coordinates with Wildlands on the status of the project.

### **ALTERNATIVES**

The City council could conclude that adequate time has been given to Wildlands to complete the feasibility period. However, as Wildlands expressed in its letter of November 15, 2013, some of the delays have been caused by circumstances beyond its control. In addition, the agreement calls for a feasibility period of 180 days or December 31, 2013. If the full 180 days were available to Wildland, the period would extend into early March. A March deadline likely would not allow for Wildlands to schedule and hold a meeting with the Trustees and then provide Wildlands with sufficient time to process information and complete the feasibility period. An extension to May 30, 2014 is intended to allow sufficient time.

### **ATTACHMENTS**

1. Letter from Wildlands - November 15, 2013
2. Resolution
3. First Amendment to Habitat Development Agreement

# Attachment A



November 15, 2013

FACSIMILE (503) 652-4433

City of Milwaukie  
Attn: Bill Monahan  
10722 SE Main Street  
Milwaukie, Oregon 97222

ELECTRONIC MAIL AND FACSIMILE (503) 598-7373

Steve Shropshire  
Jordan Ramis PC  
Two Centerpointe Dr., 6<sup>th</sup> Floor  
Lake Oswego, Oregon 97035

Re: Wildlands Capital Partners, LLC/City of Milwaukie  
Kellogg Creek Property; Extension of Wildlands' Feasibility  
Approval

Dear Mr. Monahan:

Thank you for your continued support and cooperation with regards to the Kellogg Creek Restoration Project ("Project"). Wildlands continues to diligently investigate design, title, boundary, and ownership issues identified in our August 22, 2013 Project update.

As you are aware, a critical step towards completing our feasibility determination depends on coordination with Oregon Department of Transportation, Union Pacific, and the Portland Harbor Trustee Council ("Trustee Council"). For a variety of reasons, including delays caused by the government shutdown last month, there are still unresolved issues related to the Highway 99 and Union Pacific Railroad bridges. As a result, we would like to respectfully request an extension of Wildlands' December 31, 2013 Feasibility Period. Wildlands and the City have been coordinating on these items, and with the City's continued support, Wildlands is looking forward to addressing these Project components so that the Project can be presented to the Trustee Council for their input by the end of February 2014. Wildlands anticipates making a feasibility determination within 60 days of meeting with the Trustee Council.

If an extension is acceptable to the City, Wildlands will draft a simple amendment to the July 8, 2013 Habitat Development Agreement.

In the meantime, we look forward to continuing to work with the City on this Project. If you have any questions or comments concerning the foregoing matters, do not hesitate to contact me directly.

Sincerely,



Paul Sherman  
Director of Land Acquisition

# Attachment B



CITY OF MILWAUKIE  
*"Dogwood City of the West"*

## Resolution No.

**A resolution of the City Council of the City of Milwaukie, Oregon, authorizing an amendment to the Habitat Development Agreement and Initial Escrow Instructions ("First Amendment") between the City of Milwaukie and Wildlands Capital Partners, LLC**

**WHEREAS**, The City of Milwaukie, an Oregon municipal corporation ("Owner"), and WILDLANDS CAPITAL PARTNERS, LLC, a Delaware limited liability company ("Wildlands"), collectively referred to as the "Parties," wish to enter into the first amendment of the Habitat Development Agreement and Initial Escrow Instructions, dated for reference purposes as December 3, 2013.

### Recitals

**WHEREAS**, Wildlands and Owner entered into that certain Habitat Development Agreement and Initial Escrow Instructions dated as of July 8, 2013 (the "**Habitat Development Agreement**"), concerning the purchase and sale of the Habitat Development Rights associated with certain real property located in the City of Milwaukie, Oregon, and more particularly described as the "City Property" in the Habitat Development Agreement; and

**WHEREAS**, Pursuant to the provisions of this First Amendment, Wildlands and Owner desire to amend the Habitat Development Agreement for the purpose of extending Wildlands' Feasibility Period; and

**WHEREAS**, in consideration of the foregoing recitals, and the mutual covenants contained herein, the Parties agree as follows:

### Agreement

1. Definitions. Except as otherwise provided herein, all capitalized terms set forth in this First Amendment shall be defined as provided in the Habitat Development Agreement.

2. Extension of Wildlands' Feasibility Period. Wildlands' Feasibility Period is hereby extended to 5:00 p.m. Pacific Standard Time on May 30, 2014.

3. Recitals. The Recitals herein are hereby incorporated by reference into this First Amendment. The Parties warrant that the Recitals are true and correct.

4. Ratification. Wildlands and Owner hereby agree that, except as provided in this First Amendment, the Habitat Development Agreement is ratified, affirmed and

remains in full force and effect and is incorporated herein by this reference.

5. Counterparts. This First Amendment may be executed in multiple counterparts, each of which shall be deemed an original, but all of which, together, shall constitute one and the same instrument.

6. Electronic Transmittals. The Parties agree that if this First Amendment is transmitted electronically, the electronic transmittal of the original execution signatures shall be treated as original signatures and given the same legal effect as an original signature.

**Now, Therefore, be it Resolved** that:

1. The City Manager is authorized to sign the first amendment of the Habitat Development Agreement and initial escrow instructions with Wildlands Capital Partners, LLC on behalf of the City of Milwaukie.

2. Wildlands' feasibility period is extended to 5:00 p.m. Pacific Standard Time on May 30, 2014.

Introduced and adopted by the City Council on \_\_\_\_\_.

This resolution is effective on \_\_\_\_\_.

\_\_\_\_\_  
Jeremy Ferguson, Mayor

ATTEST:

APPROVED AS TO FORM:  
Jordan Ramis PC

\_\_\_\_\_  
Pat DuVal, City Recorder

\_\_\_\_\_  
City Attorney

# Attachment C

## **FIRST AMENDMENT TO HABITAT DEVELOPMENT AGREEMENT AND INITIAL ESCROW INSTRUCTIONS (City of Milwaukie – Kellogg Creek)**

This First Amendment to Habitat Development Agreement and Initial Escrow Instructions (“**First Amendment**”), dated for reference purposes as December 3, 2013, is entered into by and between the **CITY OF MILWAUKIE**, an Oregon municipal corporation (“**Owner**”), and **WILDLANDS CAPITAL PARTNERS, LLC**, a Delaware limited liability company (“**Wildlands**”). Owner and Wildlands are collectively referred to as the “**Parties.**”

### **Recitals**

A. Wildlands and Owner entered into that certain Habitat Development Agreement and Initial Escrow Instructions dated as of July 8, 2013 (the “**Habitat Development Agreement**”), concerning the purchase and sale of the Habitat Development Rights associated with certain real property located in the City of Milwaukie, Oregon, and more particularly described as the “City Property” in the Habitat Development Agreement.

B. Pursuant to the provisions of this First Amendment, Wildlands and Owner desire to amend the Habitat Development Agreement for the purpose of extending Wildlands’ Feasibility Period.

NOW, THEREFORE, in consideration of the foregoing recitals, and the mutual covenants contained herein, the Parties agree as follows:

### **Agreement**

1. **Definitions.** Except as otherwise provided herein, all capitalized terms set forth in this First Amendment shall be defined as provided in the Habitat Development Agreement.

2. **Extension of Wildlands’ Feasibility Period.** Wildlands’ Feasibility Period is hereby extended to 5:00 p.m. Pacific Standard Time on May 30, 2014.

3. **Recitals.** The Recitals herein are hereby incorporated by reference into this First Amendment. The Parties warrant that the Recitals are true and correct.

4. **Ratification.** Wildlands and Owner hereby agree that, except as provided in this First Amendment, the Habitat Development Agreement is ratified, affirmed and remains in full force and effect and is incorporated herein by this reference.

5. **Counterparts.** This First Amendment may be executed in multiple counterparts, each of which shall be deemed an original, but all of which, together, shall constitute one and the same instrument.

6. **Electronic Transmittals.** The Parties agree that if this First Amendment is transmitted electronically, the electronic transmittal of the original execution signatures shall be treated as

original signatures and given the same legal effect as an original signature.

IN WITNESS WHEREOF, the Parties hereto have executed this First Amendment as of the dates set forth below.

**WILDLANDS:**

**WILDLANDS CAPITAL PARTNERS,  
LLC**, a Delaware limited liability company

By: \_\_\_\_\_

Its: \_\_\_\_\_

Date: \_\_\_\_\_

**OWNER:**

**CITY OF MILWAUKIE**, an Oregon  
municipal corporation

By: \_\_\_\_\_

Its: \_\_\_\_\_

Date: \_\_\_\_\_