

AGENDA
City of Oregon City, Oregon
MARCH 3, 2010

REGULAR MEETING OF THE URBAN RENEWAL COMMISSION
5:00 p.m.

Urban Renewal Commission:

Don Slack, Chair
Nancy Walters, Vice Ch.
Alice Norris
Doug Neeley
Daphne Wuest

James Nicita
Rocky Smith, Jr.
Graham Peterson
Brian Shaw
Robb Crocker

Meeting Held at:

City Hall
Commission Chambers
625 Center Street
Oregon City, OR 97045
503-657-0891

1. Convene Regular Meeting of March 3, 2010, and Roll Call
2. Citizen Comments
3. Future Agenda Items
4. Adoption of the Agenda
5. General Business
 - a. Request from CCLLC for Amendments to Cove DDA to extend Contingency Period Two from April 15, 2010 to July 15, 2010 for sections 5.27, 5.2.14 and 5.2.17
Staff: Larry Patterson, City Manager
 - b. Minutes of the February 17, 2010 Regular Meeting
Staff: Nancy Ide, City Recorder
 - c. Minutes of the May 15, 2009 Retreat
Staff: Nancy Ide, City Recorder
6. City Manager's Report
 - a. Urban Renewal Taxlots and Cove Ownership Map
7. Adjournment

Agenda Posted Feb. 26, 2010 at City Hall, Pioneer Community Center, Library, [City Web site](#).
Video Streaming & Broadcasts: The meeting is streamed live on the Internet on Oregon City's Web site at www.orcity.org and available on demand following the meeting.

City Hall is wheelchair accessible with entry ramps and handicapped parking located on the east side of the building. Hearing devices may be requested from the City Recorder prior to the Commission meeting. Disabled individuals requiring other assistance must make their request known 48 hours preceding the meeting by contacting the City Recorder's Office at 503-657-0891.

COMMENT FORM



PLEASE PRINT CLEARLY

- SPEAK INTO THE MICROPHONE AND STATE YOUR NAME AND ADDRESS
- Limit Comments to **3 MINUTES**.
- Give to the City Recorder in Chambers **prior** to the meeting.

Date of Meeting

MARCH 3, 2010

Item Number From Agenda

5A

NAME:

Tom O'Brien

ADDRESS:

Street: 19364 S. HAZELGROVE DR.

City, State, Zip: OREGON CITY, OR 97045

PHONE NUMBER:

503-723-3334

SIGNATURE:

Tom O'Brien

COMMENT FORM



PLEASE PRINT CLEARLY

- SPEAK INTO THE MICROPHONE AND STATE YOUR NAME AND ADDRESS
- Limit Comments to **3 MINUTES**.
- Give to the City Recorder in Chambers **prior** to the meeting.

Date of Meeting

3/3/2010

Item Number From Agenda

NAME:

PAUL EDGAR

ADDRESS:

Street:

City, State, Zip:

PHONE NUMBER:

SIGNATURE:



COMMISSION REPORT: CITY OF OREGON CITY

TO:	Urban Renewal Commission
FROM:	Larry Patterson, City Manager
PRESENTER:	Larry Patterson, City Manager
SUBJECT:	Request from CCLLC for Amendments to Cove DDA to extend Contingency Period Two from April 15, 2010 to July 15, 2010 for sections 5.27, 5.2.14 and 5.2.17
Agenda Heading: General Business	
Approved by: Larry Patterson, City Manager	

RECOMMENDED ACTION (Motion):

Staff recommends the Commission grant the request of CCLLC for Amendments to the Cove DDA to extend Contingency Period Two from April 15, 2010 to July 15, 2010 for sections 5.27, 5.214 and 5.217

BACKGROUND:

CCLLC is requesting the URC amend the Cove DDA to allow the extension of Contingency Period 2 from April 15, 2010 to July 15, 2010 for section 5.27, 5.214 and 5.217. Section 5.2.7 deals with all discretionary land use approvals for the apartment project. Additionally the section deals with obtaining the building permit for foundation work and recording of a trust deed for construction of the apartments. The current status is the conceptual development plan (CDP) has been approved and all design disciplines have been engaged to complete the requirement of the Detailed Development Plan. Time is required to complete, submit, and process for approval. At this point there is no other options than the extension if the URC wishes this project to go forward.

Section 5.2.14 deals with the Agency obtaining a 99-year ground lease from Tri-City for the public and private parking lot. Tri-City is currently drafting an IGA to allow this ground lease to be produced. Tri-City has indicated they will direct their attorney to draft the document as time permits. We will continue to push them to complete this, but our timeline is dependent upon their work.

Section 5.2.17 deals with the City and the Agency drafting an agreement to approve the form of a Parking Lot Joint Use Agreement on the Tri-City property. We will begin to draft this document simultaneously with the work on the IGA, but cannot submit that for approval until the lease is approved.

Included in your Commission packet is a booklet outlining the request and providing an update on Contingency Period One Pre-Conditions and the status of the other Contingency Period Two pre-conditions.

Additionally CCLLC has obtained their erosion control permit and will be installing some of the erosion control components this week. They have cut some trees at the Glacier site, but are waiting for approval of their request to begin cutting trees at the Cove. The trees need to be cut prior to the beginning of the nesting season, which begins March 15. If not CCLLC could lose the summer construction season to begin phase 1 and phase 2 work.

The tree cutting is part of the expenses of Phase 1 and 2. CCLLC will incur those cost and we will reimburse if the apartment project moves forward.

BUDGET IMPACT:

FY(s):

Funding Source:

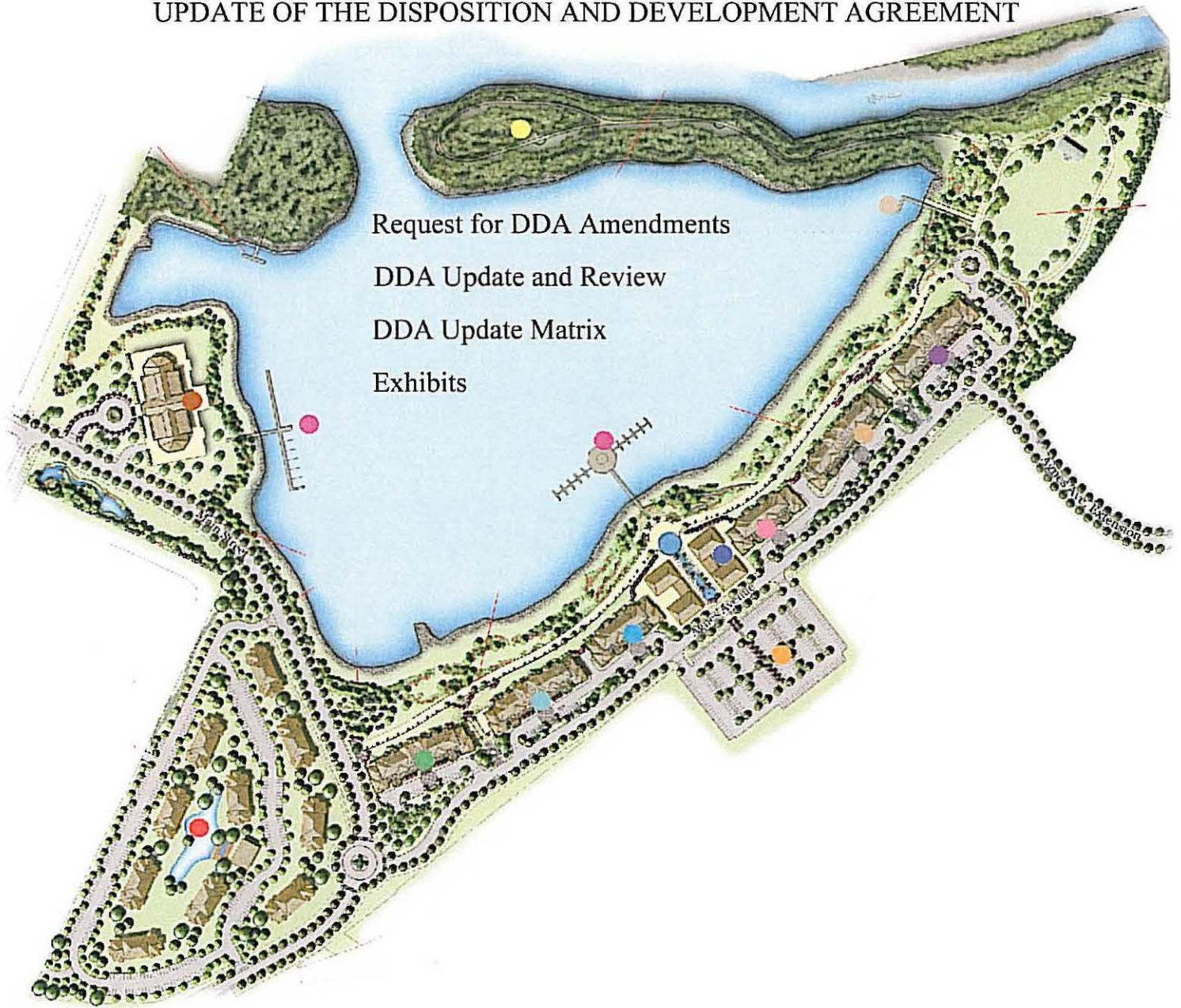
ATTACHMENTS:

Booklet titled, "The Cove Proposed Amendments and Update of the Disposition and Development Agreement

The Cove

PROPOSED AMENDMENTS

UPDATE OF THE DISPOSITION AND DEVELOPMENT AGREEMENT



The Cove

PROPOSED AMENDMENTS

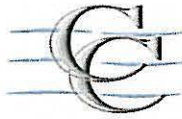
UPDATE OF THE DISPOSITION AND DEVELOPMENT AGREEMENT

Request for DDA Amendments

DDA Update and Review

DDA Update Matrix

Exhibits



Clackamette Cove, LLC

23535 SW Gage Road, Wilsonville, OR 97070 Phone: 503.638.0709 Cell: 503.702.0009 E-mail: ccd1@comcast.net

February 23, 2010

Mr. Larry Patterson, City Manager
Oregon City Urban Renewal Agency

RE: *The Cove* - REQUEST FOR DDA AMENDMENTS

Dear Mr. Patterson,

CCLLC hereby requests four (4) amendments to the DDA as follows:

#1. CONTINGENCY PERIOD TWO: from January 12, 2010 through April 15, 2010

Status: Each of the Sections within this period is reviewed and updated on the attached DDA review and update.

Amendment: We are requesting that Contingency Period Two be extended from April 15, 2010 to July 15, 2010 for sections 5.2.7, 5.2.14 and 5.2.17.

#2. Section 5.2.7 Requirement:

- i) SCG shall have obtained all discretionary land use approvals for an apartment project of approximately 220 units to be built in two phases.
- ii) SCG shall have obtained a building permit for foundation work on the apartments.
- iii) SCG shall have recorded a trust deed for construction of the apartments.

Status: Conceptual Development Plan (CDP) has been approved and all design disciplines have been engaged to complete the requirements for the Detailed Development Plan (DDP). It will take additional time to complete items i), ii), and iii).

Amendment: We are requesting that the completion date be amended from April 15, 2010 to July 15, 2010 (90 day extension).

Supporting reasons to adopt the Amendment: Substantial compliance and progress will be shown with the completion of:

Design: Architecture, Civil Engineering, Planning and Geotechnical Engineering are all proceeding to complete the work required to entitle the apartments. Progress review by the City will ensure compliance.

Entitlements: With the completion of the design phase, submittals will be made to accomplish the entitlements. The apartments will be built in two phases.

Financing: Relationship lender is proceeding with due diligence and a formal commitment letter will be available shortly.

#3. Section 5.2.14 Requirements: The Agency shall obtain a 99-year ground lease from Tri-City for the public and private parking.

Status: Tri-City is currently drafting an inter-governmental agreement to allow the ground lease to be produced. The Agency will diligently pursue securing the Agreement and the required land use approvals, however, they may need additional time.

Amendment: The Agency is requesting that the completion date be amended from April 15, 2010 to July 15, 2010 (90 day extension).

#4. Section 5.2.17 Requirements: The Agency and CCLLC shall approve the form of a Parking Lot Joint Use Agreement on the Tri-City property.

Status: After securing Tri-City lease the Agency will draft the agreement, however, they may need additional time.

Amendment: The Agency is requesting that the completion date be amended from April 15, 2010 to July 15, 2010 (90 day extension).

It is requested that the above amendments be approved by the Commissioners at their March 3, 2010 meeting.

Sincerely,

Clackamette Cove, LLC

By: Pacific Property Search, LLC

By: Pacific Realty of Oregon, LLC, sole member



Clackamette Cove, LLC

23535 SW Gage Road, Wilsonville, OR 97070 Phone: 503.638.0709 Cell: 503.702.0009 E-mail: ccd1@comcast.net

February 23, 2010

Mr. Larry Patterson, City Manager
Oregon City Urban Renewal Agency

RE: *The Cove* - DDA REVIEW, UPDATE & REQUESTED AMENDMENTS

Dear Mr. Patterson,

Presented herewith is an update of the Cove project and the current status of the obligations and performance of the parties as defined in the Disposition and Development Agreement (DDA). Also presented is a request for amendments to the DDA. The review and update will be presented chronologically by section number. The requested amendments (in red) are to sections 5.2.7, 5.2.14, 5.2.17 and Pre-condition Two.

The DDA is separated into three primary areas, Pre-conditions Period One, Pre-conditions Period Two and Other Conditions, which define the obligations and the resulting benefits for performance: (see attached matrix "The Cove DDA update").

THE PARTIES TO THE DDA:

1. Agency: Urban Renewal Agency of the City of Oregon City
2. Clackamette Cove, LLC (CCLLC) with three Members:
 - a) Pacific Property Search, LLC (PPS), Sole Member Pacific Realty of Oregon ,LLC
 - b) Slayden Construction Group, Inc (SCG)
 - c) Woodley Properties, Inc. (WPI)

CONTINGENCY PERIOD ONE: from execution of the DDA to January 12, 2010.

Status: All of the requirements within this section of the DDA have been completed.

Milestones:

1. All approvals have been received and completed for the overall project.
2. The Agency obtained a credit facility in the amount of \$10,000,000.
3. Purchase of the Parker property has been completed.
 - a) Slayden Construction Group, Inc. (SCG) Purchased 11.2 acres
 - b) The Agency purchased 1.64 acres
4. The Agency purchased the Glacier 1.82 acres and CCLLC signed a note for \$250,000 and an obligation to purchase concrete from Glacier.

CONTINGENCY PERIOD TWO: from January 12, 2010 through April 15, 2010

Status: Each of the Sections within this period will be reviewed hereinafter.

Amendment: We are requesting that the Period Two date for completion be extended from April 15, 2010 to July 15, 2010 for specific sections as called out hereinafter.

Sections of DDA:

5.2.7 Requirement: i) SCG shall have obtained all discretionary land use approvals for an apartment project of approximately 220 units to be built in two phases. ii) SCG shall have obtained a building permit for foundation work of the apts. iii) SCG shall have recorded a trust deed for construction of apts.

Status: CDP has been approved and all design disciplines have been engaged to complete the requirements for the DDP. It will take additional time to complete item i), ii), and iii) above.

Amendment: We are requesting that the completion date be amended from April 15, 2010 to July 15, 2010 (90 days extension).

Supporting reasons to adopt the Amendment:

Substantial compliance and progress will be shown with the completion of: **Design:** Architecture, Civil Engineering, Planning and Geotechnical Engineering are all proceeding to complete the work required to entitle the apartments. Progress review by the City will ensure compliance.

Entitlements: With the completion of the design phase, submittals will be made to accomplish the entitlements. The apartments will be built in two phases.

Financing: Relationship lender is proceeding with due diligence and a formal commitment letter will be available shortly.

5.2.8 Requirements: Agency and CCLLC to agree on the CM/GC construction contract, contractor and bonding.

Status: The CM/GC contract has been submitted to CCLLC by Willamette Construction Group, Inc. (a Woodley affiliate) and shall be submitted to the Agency within approximately 2 weeks. A letter of commitment for bonding will accompany the CM/GC contract.

5.2.9 Requirements: the Agency and CCLLC shall agree on construction easements.

Status: Pending start of infrastructure.

5.2.12 Requirements: CCLLC shall have entered into an agreement with ODOT with respect to highway improvements.

Status: An Agreement was reached with ODOT and signed, however, with the change to apartments ODOT request additional funds (\$20,000) to which we have agreed. The Final document has been reviewed and the Agreement should be signed shortly.

5.2.14 Requirements: The Agency shall obtain a 99-year ground lease from Tri-City for the public and private parking.

Status: Tri-City is currently drafting an inter-governmental agreement to allow the ground lease to be produced. The Agency will diligently pursue securing the Agreement, however, they may need additional time.

Amendment: The Agency is requesting that the completion date be amended from April 15, 2010 to July 15, 2010 (90 day extension).

5.2.17 Requirements: The Agency and CCLLC shall approve the form of a Parking Lot Joint Use Agreement on the Tri-City property.

Status: After securing Tri-City lease the Agency will draft the agreement, however, they may need additional time.

Amendment: The Agency is requesting that the completion date be amended from April 15, 2010 to July 15, 2010 (90 day extension).

5.2.18 Requirements: The Agency shall approve the final Public Investment Budget for the Phase 1 & Phase 2 infrastructure.

Status: The Phase 1 & Phase 2 infrastructure has gone out to competitive bid and is currently being updated with final construction documents. Initial bids are within the Public Investment Budget of \$7,000,000. Upon receipt of final bids the Public Investment Budget will be submitted to the Agency for approval.

OTHER CONDITIONS: Misc. provisions and clarification of prior sections.

Sections of DDA:

6.1 Requirements: Public Investment Budget is to be updated during Contingency Period Two and approved by the Agency

Status: Currently being updated & shall be available shortly.

6.2 Requirements: The Agency is to secure a \$10,000,000 credit facility.

Status: Credit facility secured.

7.0 Requirements: The Agency has the right to review and approve the CM/GC contract and the contractor. i) The CM/GC contract shall be a guaranteed maximum contract. ii) The contract shall have a provision for a 50/50 cost savings sharing between the contractor and the Agency. iii) A default provision would allow the Agency to assume the contract. iv) A performance bond shall be part of the contract.

Status: CM/GC contract is currently being drafted and will be available on or before the required date of April 15, 2010 and shall contain all the required provisions.

7.1 Requirements: The Agency shall give an easement to allow performance of the work.

Status: The Agency will draft the easements when required.

7.2 Requirements: CCLLC shall be obligated to commence construction of Phase 1 & Phase 2 infrastructure work by the later of i) April 15, 2010; or sixty days after all of the pre-conditions have been satisfied.

Status: With the amendment to section 5.2.7 from April 15, 2010 to July 15, 2010 (90 days) this section will be in compliance

7.3 Requirements: CCLLC agrees to buy all concrete, at market rates, from Glacier

Status: CCLLC has signed a note for \$250,000 and agreed to buy from Glacier.

8.1 Requirements: Agency to purchase Parker 1.64 acres.

Status: Transaction closed Jan 12, 2010.

8.2 Requirements: Agency to purchase Glacier 1.84 acres.

Status: Transaction closed Jan 12, 2010.

8.3.1 Requirements: Upon the satisfaction of Pre-condition Period One the Agency shall advance from the Public Investment Budget, if available, the following: i) Deferred land use application fees in the amount \$48,736. ii) Project related fees for services of engineers, architects, consultants and project managers in an amount not to exceed \$1,176,779. To make the advance CCLLC shall provide the Agency with verification of billings and shall provide the Agency with a UCC security interest in the entire work product for the project.

Status: All of the above requirements were satisfied and i) the deferred land use application fees and building permit fees remain to be paid to the City subject to the final Public Investment Budget and ii) all the consultants have been paid and a UCC security interest has been given to the Agency.

8.3.2 Requirements: In the event costs exceed the budget then the excess shall either i) be paid out of any cost savings or ii) reduce the advance for land use application fees and building permit fees under 8.3.1 above and allocate any unpaid amount to the 180 condominiums on a prorata basis to be paid when taking down the land for the condos iii) or a combination of both i) and ii).

Status: The final Public Investment Budget is not completed at this time. It is expected to be completed shortly.

8.4.1 Requirements: In the event all of the Pre-conditions have been satisfied and CCLLC has not breached the DDA, then the Agency will advance funds for the Phase 1 & 2 Infrastructure work up to a maximum amount of \$7,000,000. Disbursement to be a standard commercial draw process. Cost savings on one line item can be used for higher cost on another. Cost saving subject to contractor sharing. CCLLC is responsible for cost overruns and there will also be a guarantee from the general contractor.

Status: No work has been done on the Phase 1 & 2 infrastructure. URA has the funds available to complete the work and with the extension of time from April 15, 2010 to July 15, 2010 the work would commence on or before July 15, 2010.

8.4.2 Requirements: Defines the monthly draw process for payment of infrastructure cost.

8.5.0 Requirements: CM/GC contract and all subcontracts shall require payment of "prevailing wages".

8.6.0 Requirements: The Agency shall own the Phase 1 & 2 work

8.7.1 Requirements: The City will maintain the Phase 1 Phase 2 work until commencement of Phase 4 condominiums and offices. If CCLLC wants a higher level of maintenance it shall pay for the upgrade.

8.7.2 Requirements: CCLLC agrees to form a HOA upon completion of the phase 4 condominiums and shall maintain trails, esplanade and water resource planting area.

9 - 9.5 Requirements: Mechanics & requirement to acquire the City Parcel.

9.6 Requirements: City to assign the Tri-City ground lease.

9.7 Requirements: Promptly after acquiring land for the condos construction is to commence.

9.8 Requirements: CCLLC agrees to construct Agnes and Main Streets.

9.9 Requirements: CCLLC may construct Phase 8 but is not required to do so. If CCLLC elects not to do the Phase 8 work the Agency may.

10- 11 Default Provisions and General Provisions

It is requested that the above amendments be approved by the Commissioners at their March 3, 2010 meeting.

Sincerely,

Clackamette Cove, LLC

By: Pacific Property Search, LLC

By: Pacific Realty of Oregon, LLC, sole member

2/23/10

item	page	section	description	status		revision	reason	action reqd
				complete	pending			
1	1 - 5	1 - 3	Descriptive sections					
2	5 - 8	4	All land use approvals have been received					
CONTINGENCY PERIOD ONE: thru Jan 12, 2010								
3	9	5.2.1	Agency & CCLLC have agreed on the Master Plan					
4	9	5.2.2	Agency & CCLLC have agreed on Phase 1 Phase 2 Plan					
5	9	5.2.3	Agency & CCLLC have agreed on the Land Use Approval Amendments & additional Project information					
6	9	5.2.4	No appeals were filed					
7	10	5.2.5	Agency has obtained the credit facility in the amount of \$10,000,000					
8	10	5.2.6	SCG has closed on the Parker Phase 1 acquisition					
9	10	5.2.10	CCLLC shall not be in default on Glacier Contract and the Contract assigned to the Agency					
10	10	5.2.11	CCLLC shall have obtained a partial assignment of the Parker Contract in favor of the Agency					
11	11	5.2.13	The Agency shall have obtained fee simple title to the City Parcel					
12	11	5.2.15	The Agency shall have approved the CLLC operating agreement & the financial condition of CCLLC, PPS and SCG					
13	11	5.2.16	The Agency shall have approved the public bidding exemption					
CONTINGENCY PERIOD TWO: thru April 15								
14	9	5.2.7	i) SCG- WPI shall have obtain all discretoary land use approvals for an apartment project of 220 units			Extend time from April 15, 2010 to July 15, 2010	Extend time to accomplish various sections	amend DDA
15			ii) SCG shall have obtained building permit for foundation work for apartments			Extend time from April 15, 2010 to July 15, 2010	need time to complete approvals	amend DDA
16			iii) SCG shall have recorded a trust deed secured by Parker Phase 1 property for construction of apartments			Extend time from April 15, 2010 to July 15, 2010	need time to complete approvals	
17	10	5.2.8	Agency and CCLLC shall have agreed upon the CM/GC construction contract - bonds shall be provided			Extend time from April 15, 2010 to July 15, 2010	need time to finalize financing	
18	10	5.2.9	Agency and CCLLC shall agreed on construction easement					
19	10	5.2.12	CCLLC shall have entered into an agreement with ODOT with respect to highway improvements					
20	11	5.2.14	The Agency shall have obtained a 99 year ground lease of the Tri-City Parcel - public & private parking			Extend time from April 15, 2010 to July 15, 2010	time need to produce agreement	amend DDA
21	11	5.2.17	Agency and CCLLC shall have approved the form of a Parking Lot Joint Use Agreement on Tri-City Parcel			Extend time from April 15, 2010 to July 15, 2010	time need to produce agreement	amend DDA
22	11	5.2.18	The Agency shall have approved the final Public Investment Budget					
OTHER CONDITIONS								
23	12	6.1	Public Investment Budget - being finalized and it is within budget - to be approved by the URA					
24	12	6.2	Agency has obtained \$10 million credit facility					
25	12	7	CM/GC contract will be submitted shortly to the Agency for approval of the contract and contractor					
26	13	7.1	Agency to give CCLLC A construction easement for Phase 1 & 2 work					
27	13	7.2	CCLLC shall be obligated to commence construction of Phase 1 & Phase 2 work by the later of April 15, 2010					
28			or 60 days after all of the pre-conditions in Sect. 5.2 have been satisfied.					
29	14	7.3	CCLLC agrees to purchase all concrete from Glacier @ markert rates					
30	14	8.1	Agency agrees to acquire Parker Phase 2 parcel					
31			CCLLC shall reimburse Agency for pymts made to Parker					
32			Agency shall give CCLLC an easement to do Phase 1 & 2 work					
33	14	8.2	Agency agrees to acquire Glacier whenContingency Period One is satisfied					
34	15	8.3	Agency shall advance deferred land use application fees of \$48,736					
35			Agency shall advance consultants fee of \$1,176,780					
36			CCLLC to provide Agency with UC security interest					
37	16	8.4.1	Defines Budget, use and cost savings & starting time for infrastructure work					
38	17	8.4.2	Defines draw process					
39	17	8.5	Requirement for "prevailing wages"					
40	17	8.6	Agency shall own the Phase 1 & Phase 2 work					
41	17	8.7.1	After completion of Phase 1 & Phase 2 City maintains streets and parks					
42	18	8.7.2	CCLLC shall form a HOA					
43	18 - 22	9.1 - 9.4	CCLLC mechanics for the purchasing of the City property					
44	23	9.5	Defines City buyback provision if CCLLC does not timely start construction after takedown of City Property					
45	23	9.6	Agency will assign Tri-City ground lease to CCLLC upon start of Office Exhibit C-9					
46	23	9.7	CCLLC shall promptly start construction after purchasing the City property					
47	24	9.8	As part of Phase 1 & Phase 2 CCLLC shall construct public streets					
48	24	9.9	CCLLC or City may construct water sports center and marinas					
49	24 - 30	10 - 11.16	Boilerplate items					
50	31	11.7	Neither party may assign rights or obligations without the consent of the other party					

The Cove

MIX USE WATERFRONT:

109 Acres

Oregon City, Oregon

Garden Apartments: 220

Waterfront Condos: 180

Medical / Office: 80,000 sq ft

Office / Restaurants: 58,400 sq ft

Esplanade / Plaza / Restaurants

Trail on rivers edge

Boat condo slips

Water Sports Center (for kids)

Canoe launch.

STATUS:

1. All Entitlements Approved

2. Urban Renewal Agency approved investing
\$10,000,000 - Grant

3. Development Agreement fully approved and all
of Contingency One items approve.

4. URA 1st Investment – Purchase Parker Phase 1 \$1,323,221

5. URA 2nd Investment – pay outstanding Consultants 1,176,779

6. URA 3rd Investment – Purchase Glacier Property 500,000

7. URA 4th Investment - Advances for Infrastructure 7,000,000

TOTAL \$10,000,000



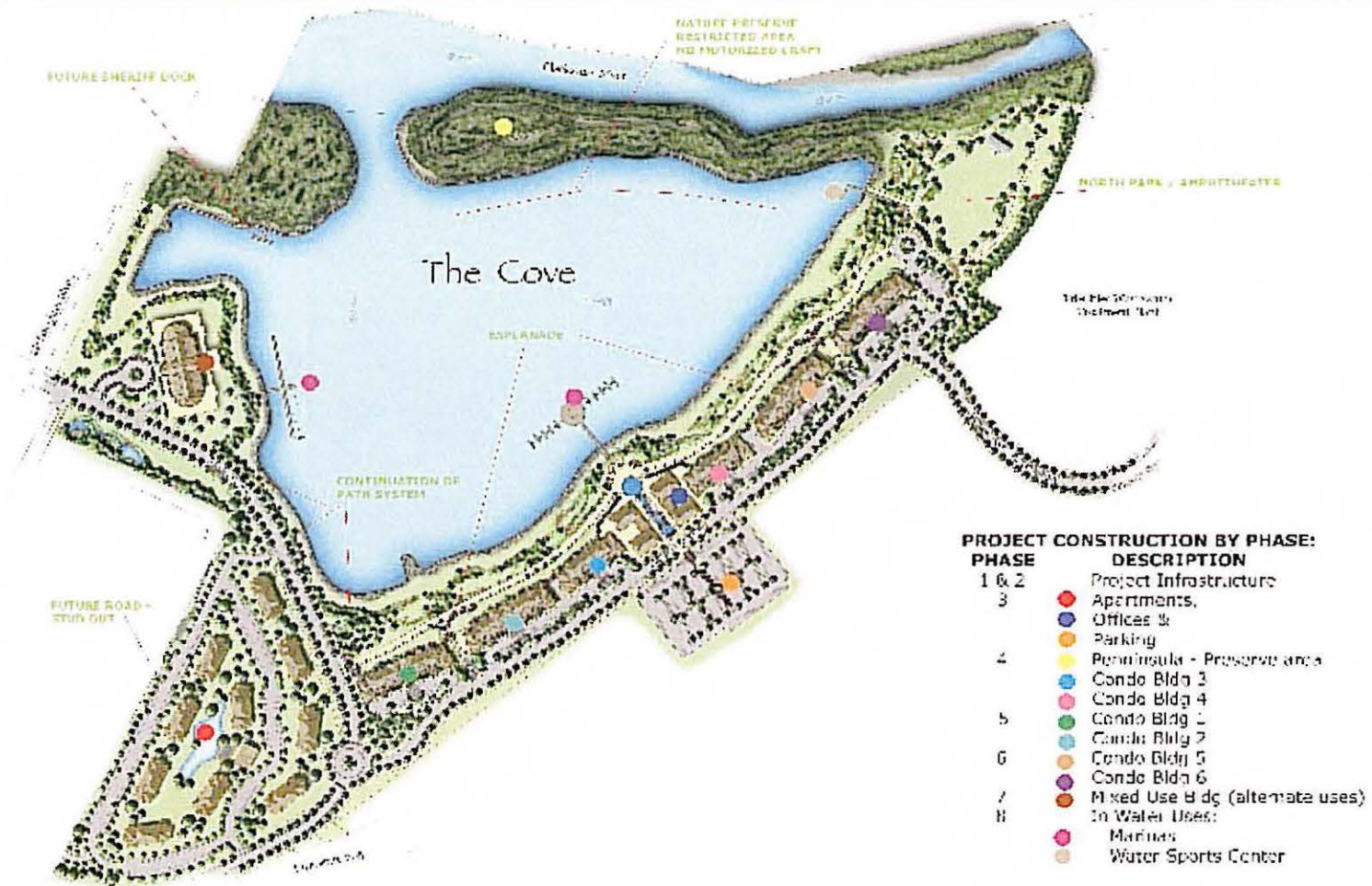
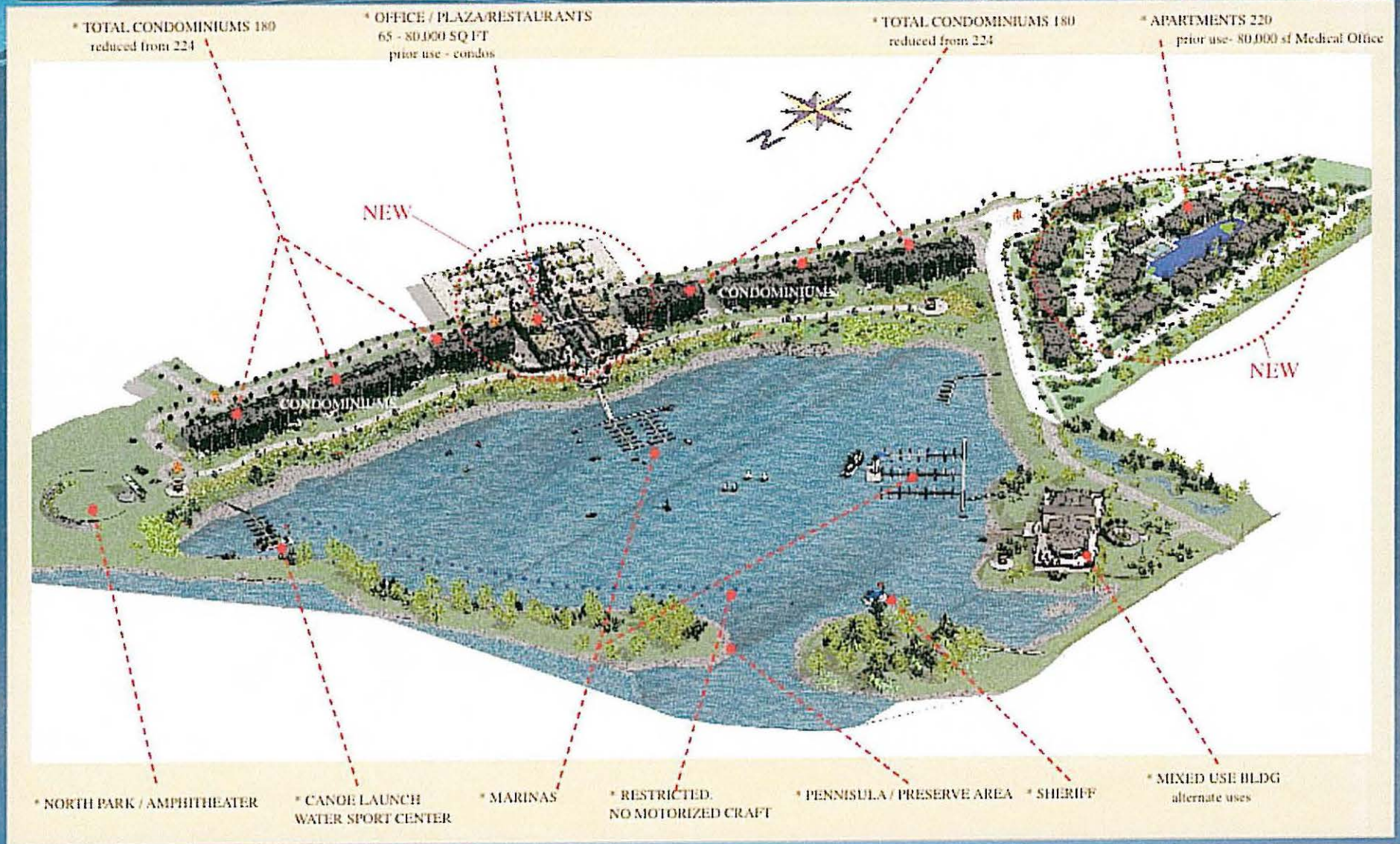
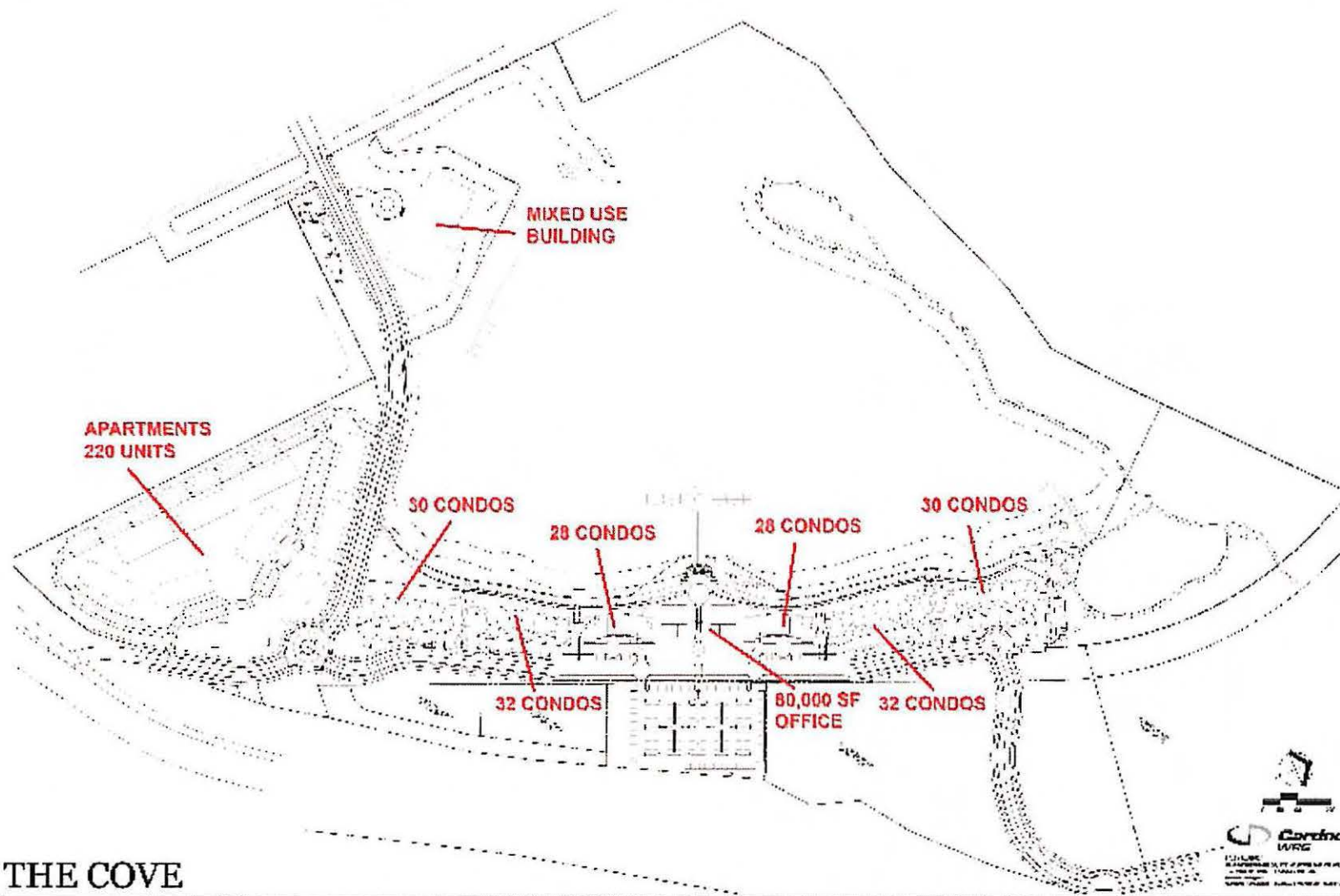


EXHIBIT "A" MASTER PLAN

MASTER PLAN



NEW USES – Apartments – Center Offices



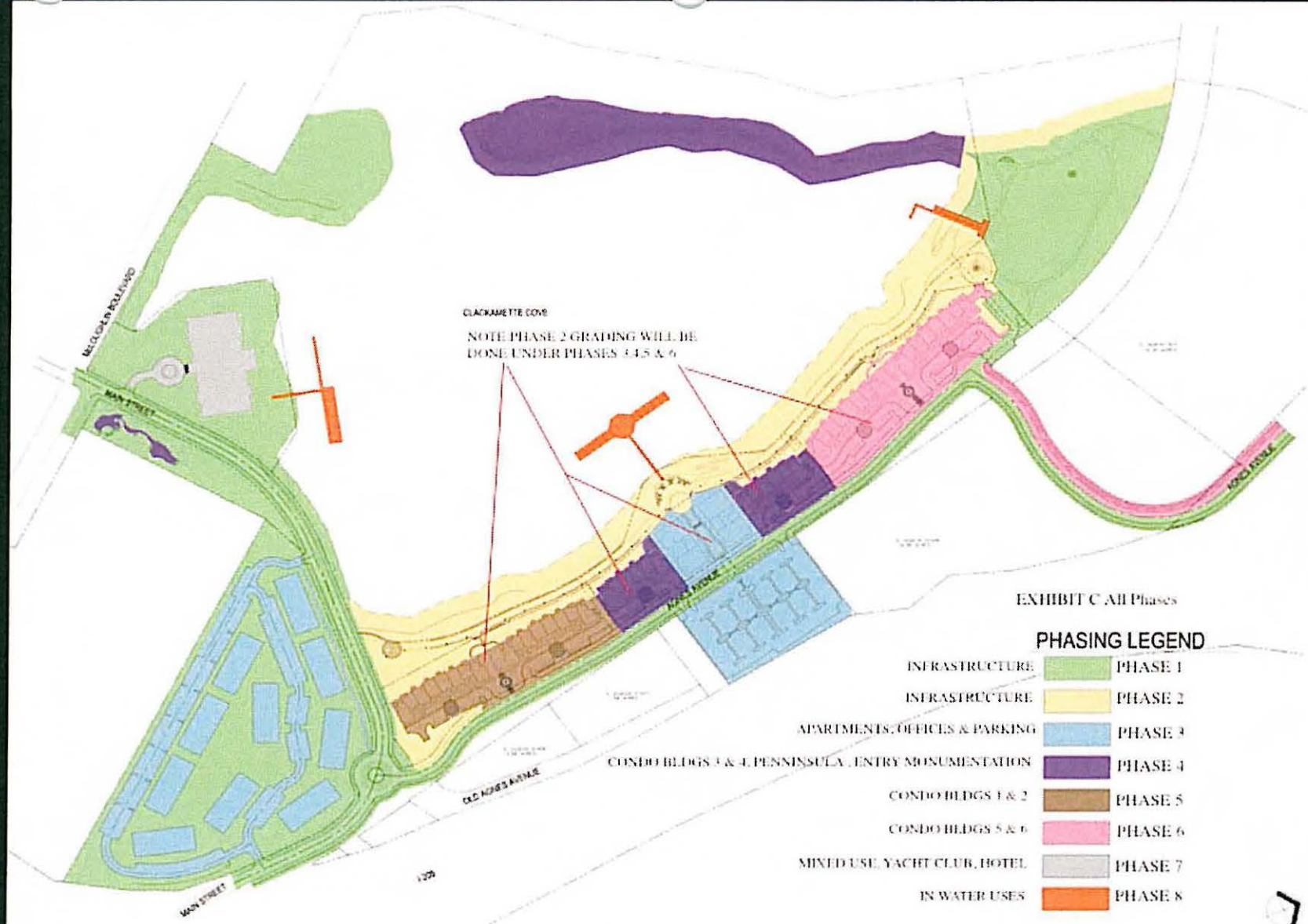
THE COVE

PACIFIC PROPERTY SEARCH



SITE PLAN

COMMERCIAL / RESIDENTIAL USES



PROJECT PHASING



Pacific Property Search, LLC

The Cove
DDA Update

The Cove

MIXED USE WATERFRONT:

109 Acres

Oregon City, Oregon

Up to 220 Apartments

Waterfront Condos: 180

Medical / Office: 80,000 sq ft

Office / Restaurants: 58,400 sq ft

Esplanade / Plaza / Restaurants

Trail on rivers edge

Boat condo slips-Yacht Club

Water Sports Center (for kids)

Canoe launch.

STATUS:

1. Overall Project Entitlements Approved – Apartments Proceeding

2. Urban Renewal Agency approved investing
\$10,000,000 - Grant

3. Development Agreement fully approved and all
of Contingency One items approved.

4. URA 1st Investment – Purchase Parker Phase 1 \$1,323,221

5. URA 2nd Investment – pay outstanding Consultants 1,176,779

6. URA 3rd Investment – Purchase Glacier Property 500,000

Completed Investment \$ 3,000,000

7. URA 4th Investment - Phase 1 & 2 Infrastructure 7,000,000

TOTAL \$10,000,000

DDA UPDATE:

CONTINGENCY PERIOD ONE (Sept 2 thru Jan 12, 2010):

All requirements are completed for this Period:

- 5.2.1 Master Plan Approved
- 5.2.2 Phase 1 & Phase 2 Infrastructure Approved
- 5.2.3 Land Use & Amendments Approved
- 5.2.4 No appeals were filed
- 5.2.5 Agency secured credit of \$10,000,000
- 5.2.6 Slayden closed on Parker Phase 1 property
- 5.2.10 Glacier contract no default & assigned to URA
- 5.2.11 Phase 2 of Parker land assigned to URA
- 5.2.13 Agency to secure fee simple title to City property
- 5.2.15 Agency to approve CCLLC & financials
- 5.2.16 Agency to approve the public bidding exemption

DDA UPDATE (continued)

CONTINGENCY PERIOD TWO (Jan 12 thru April 15, 2010).

The following requirements will be completed by April 15

5.2.8 Agency & CCLLC to agree on CM/GC, contractor & Bond

5.2.9 Agency & CCLLC to agree on construction easement

5.2.12 CCLLC shall have an agreement with ODOT

5.2.18 Agency will approve the Public Investment Budget

The following requirements will need to have an extension to July 15, 2010 (90 days):

5.2.7 Apartments: Land Use Approvals; Foundations permits;
Recordation of Construction Loan

5.2.14 Tri-City 99 Yr Lease for Parking

5.2.17 Joint Use Agreement for Parking

Supporting reasons to extend section 5.2.7

Work completed and in progress:

DEQ requirements and related work:	\$285,000
Prospective Purchaser Agreement, Feasibility Study / Record of Decision, No Further Action Letter from DEQ	
Hearings: Pre-application, neighborhood meeting	
Bird Nesting Evaluation-Tree removal contract	99,268
Permits and fees paid	34,727
Wells Fargo Loan Package	

All disciplines to complete the apts. have been engaged:

<u>DISCIPLINE</u>	<u>CONTRACT AMT.</u>	
Architecture	\$ 46,000	
Civil Engineer	140,102	
Structural Eng	20,000	
Landscaping	13,000	
Land Use Consulting	in civil	
Traffic Engineering	14,940	
Geotechnical Eng.	<u>6,900</u>	<u>\$240,942</u>
committed funds		

Supporting reasons to extend section 5.2.14

Tri-City 99 Yr Lease for Parking

Work completed and in progress:

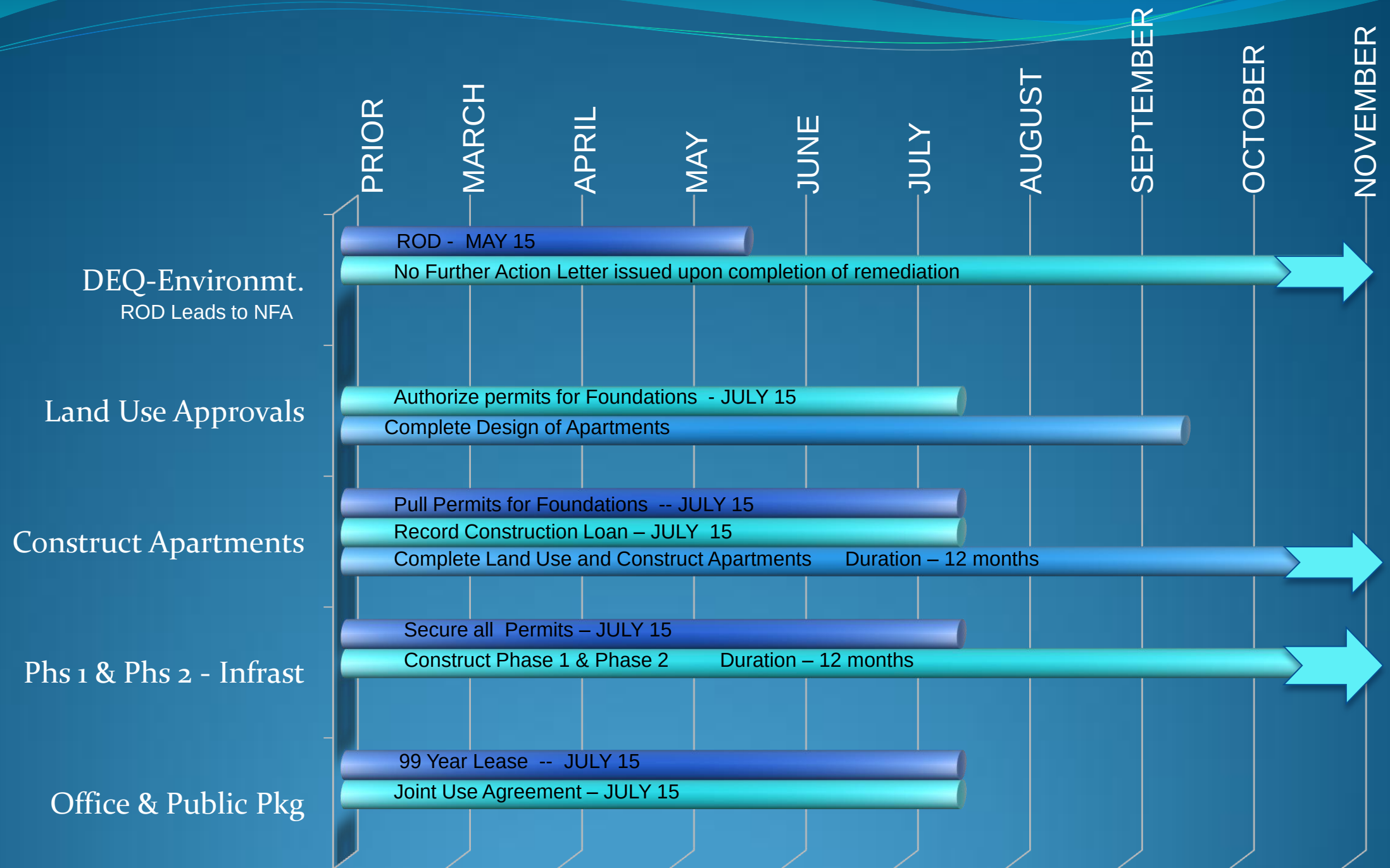
The City is working with the County in preparing an intergovernmental agreement. The lease will be prepared directly thereafter.

Supporting reasons to extend section 5.2.17

Joint Use Agreement for Parking

Work completed and in progress:

The City will prepare the Parking Lot Joint Use Agreement after finalizing the Lease



The Cove



The site is located in Oregon City just north of the 205 freeway and approximately 10 miles from downtown Portland. The Cove is within a reasonable commute to the major employment centers of Portland, Clackamas, West Linn, Lake Oswego and Wilsonville.



AERIAL LOOKING NORTH



AERIAL LOOKING NORTH



AERIAL LOOKING EAST



AERIAL LOOKING SOUTH

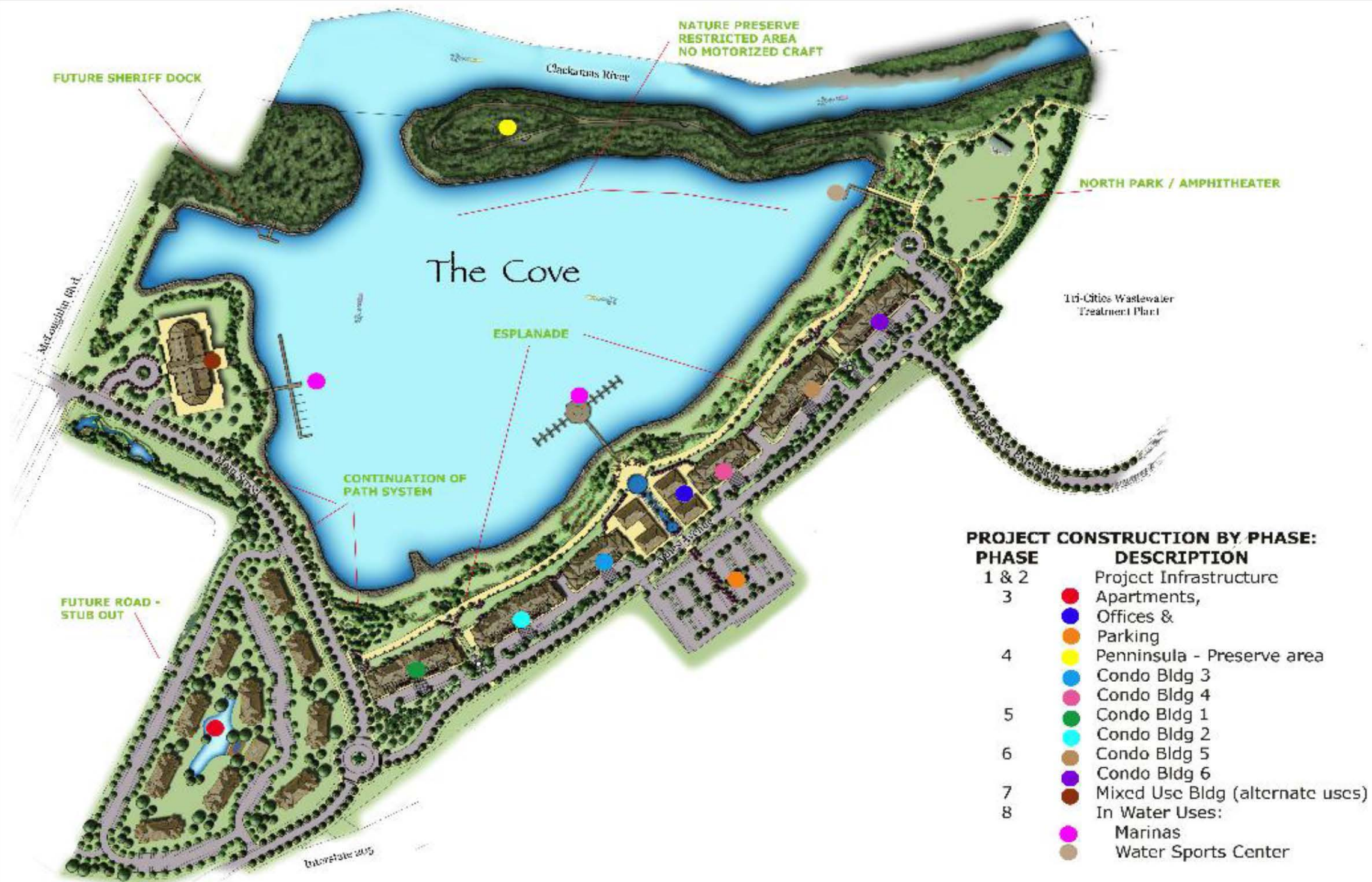
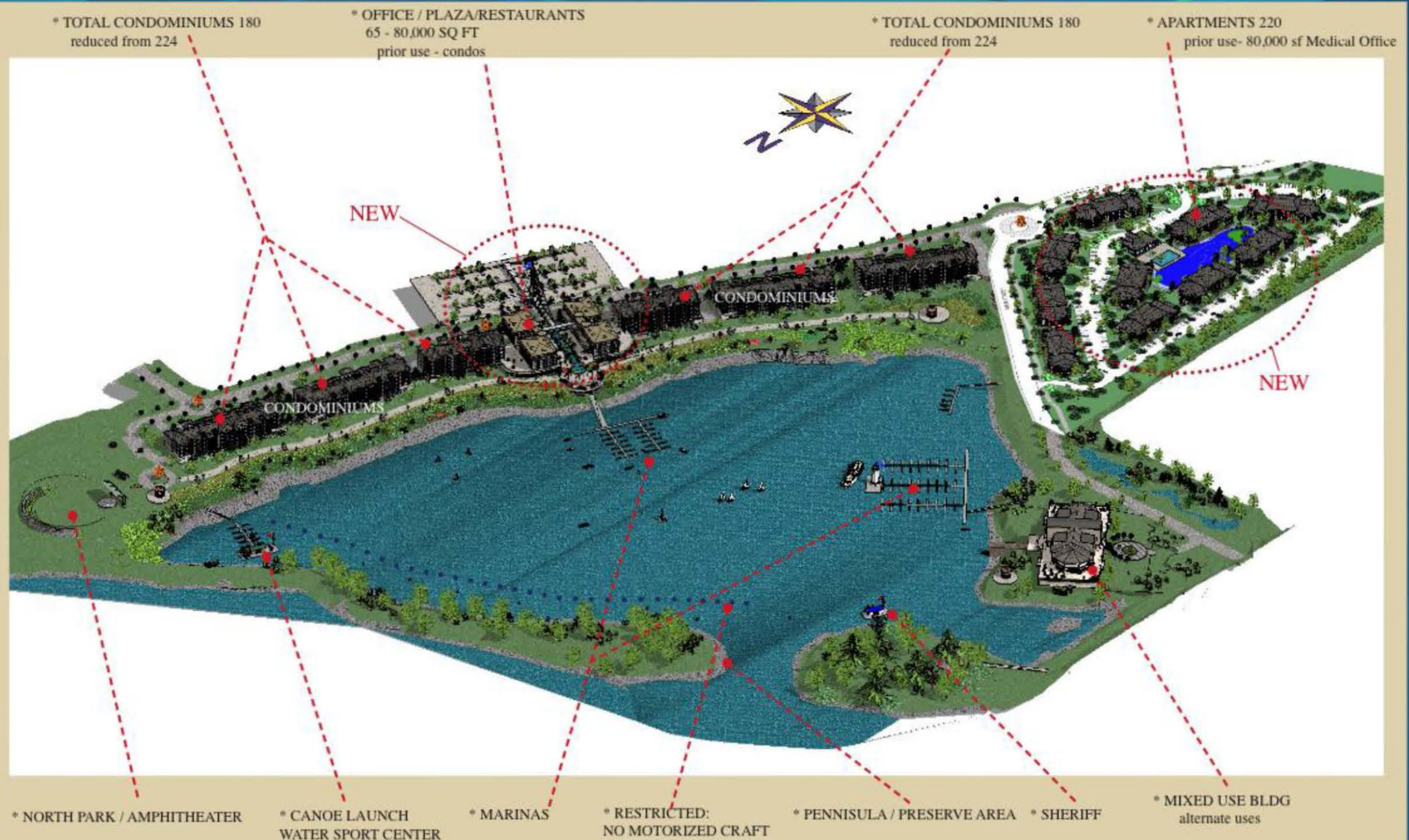
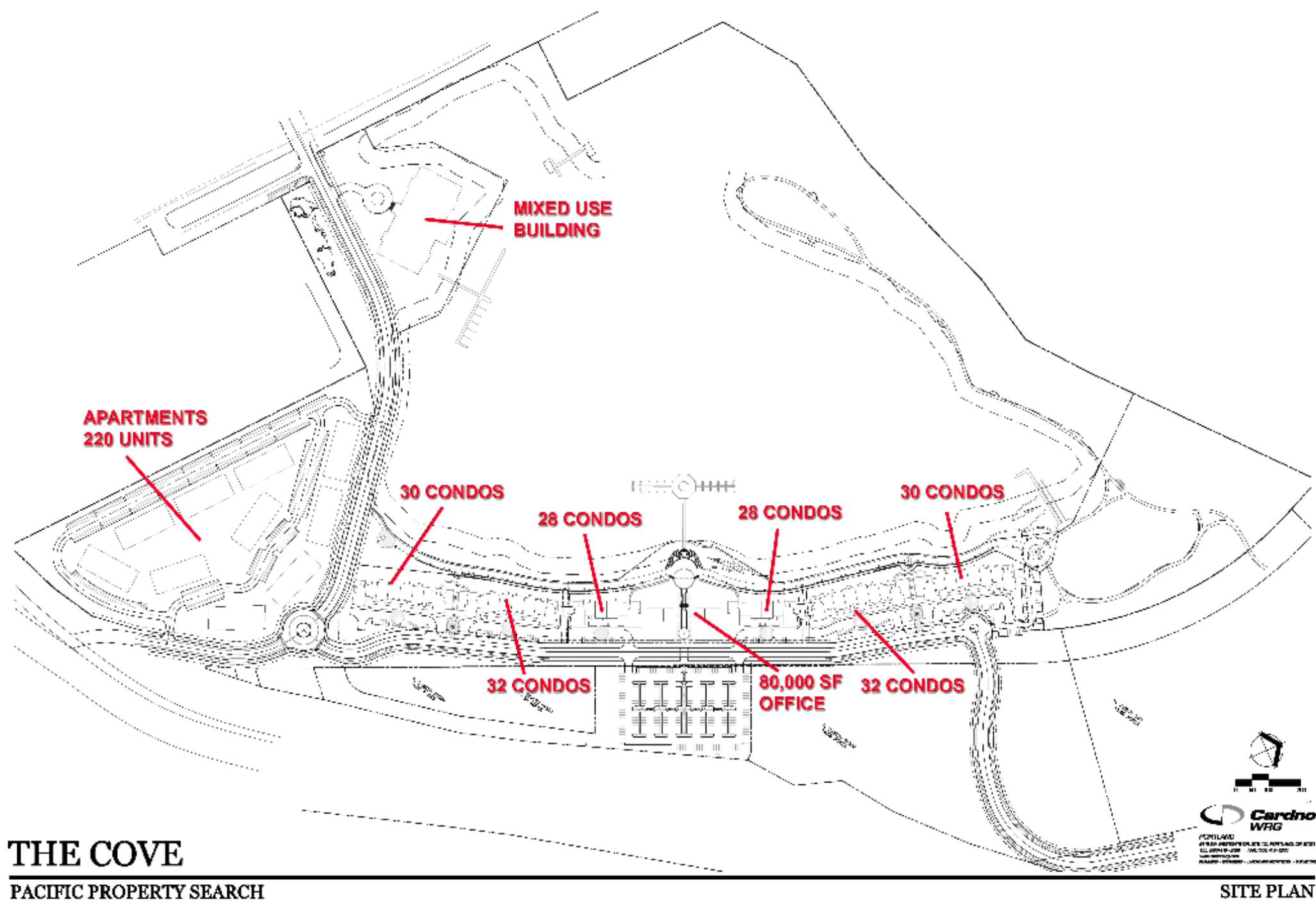


EXHIBIT "A" MASTER PLAN

MASTER PLAN



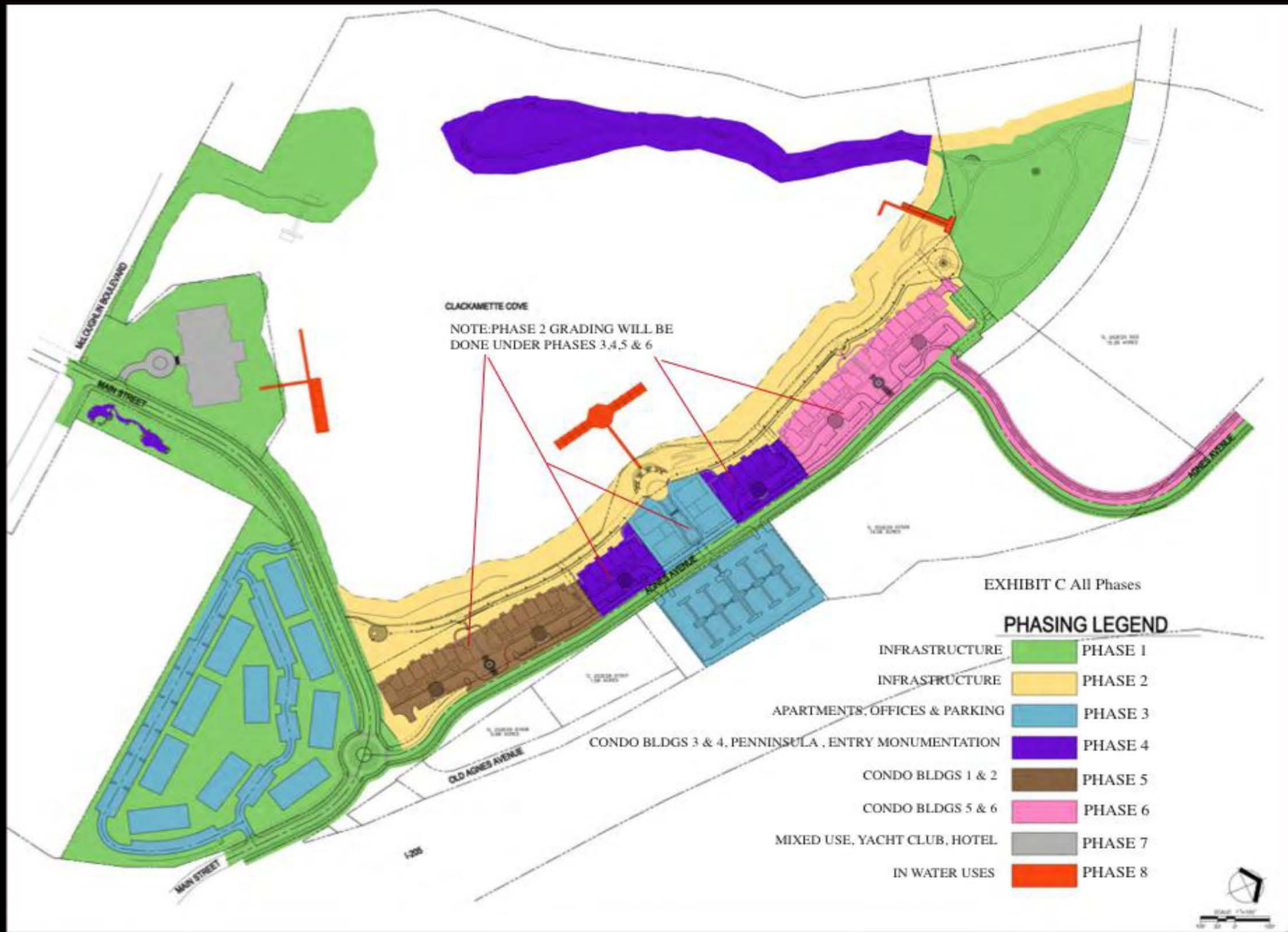
NEW USES – Apartments – Center Offices



COMMERCIAL / RESIDENTIAL USES



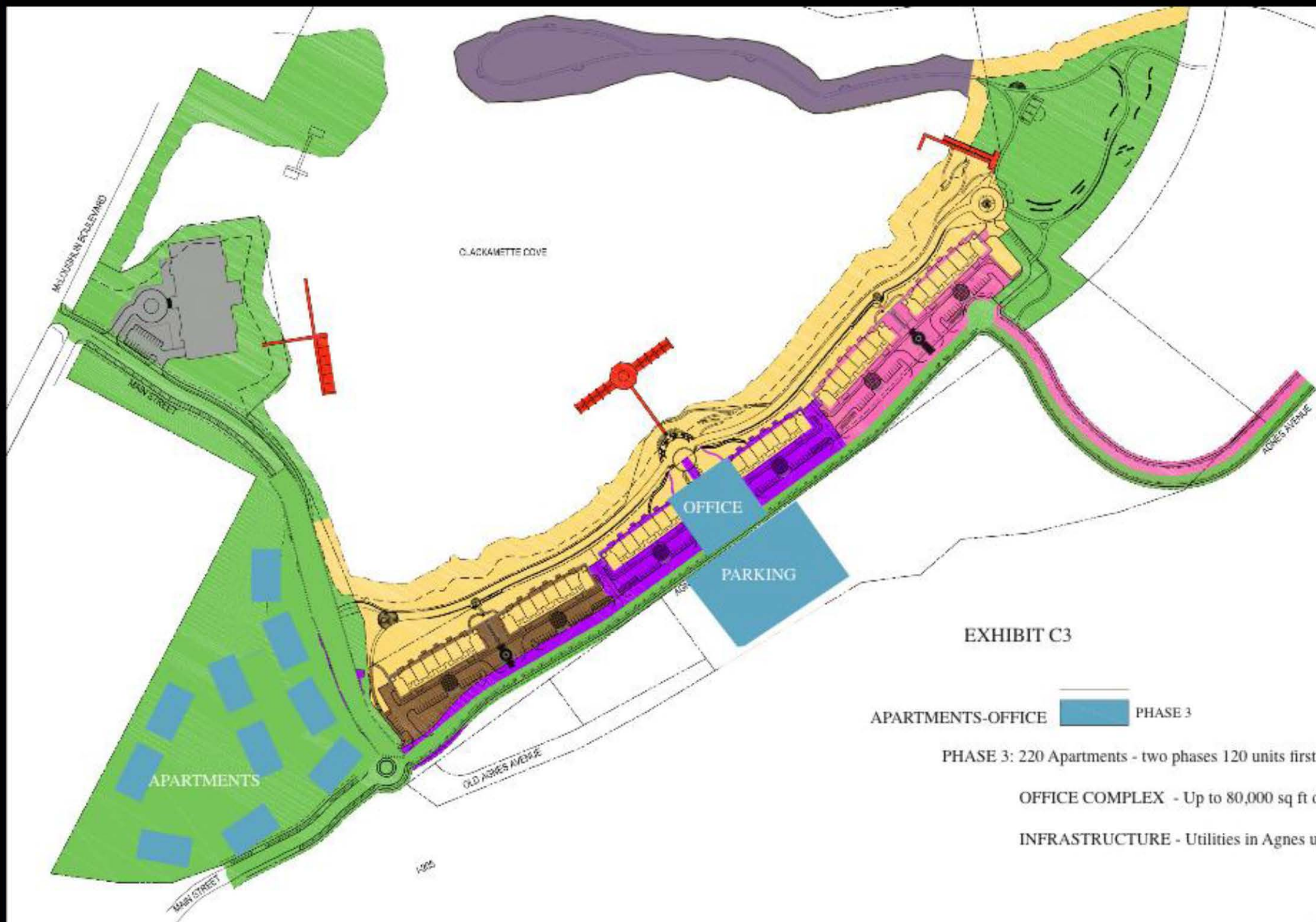
MASTER PLAN-AERIAL



PROJECT PHASING



PHASE 1 & 2 INFRASTRUCTURE



PHASE 3: 220 Apartments - two phases 120 units first then 100 units directly thereafter

OFFICE COMPLEX - Up to 80,000 sq ft of office and associated parking

INFRASTRUCTURE - Utilities in Agnes up to Office bldg

PHASE 3 – Apartments - Office



PHASE 3 - APARTMENTS - AERIAL



PHASE 3 – APARTMENTS - ELEVATION



PHASE 3 – OFFICE / RESTAURANT



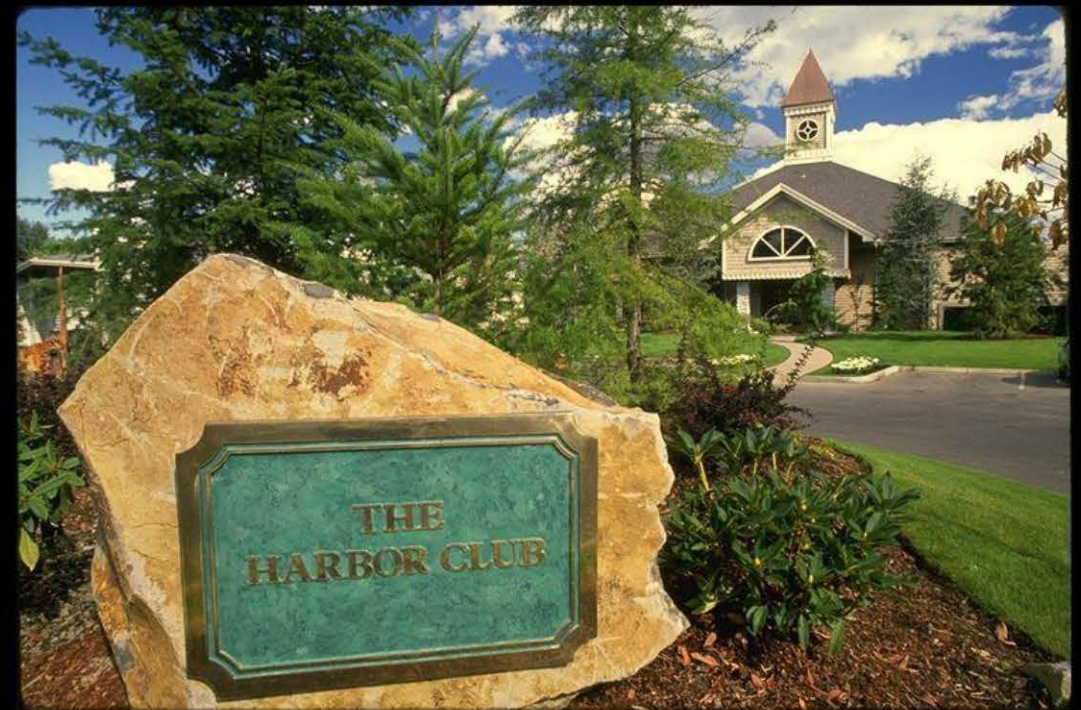
PHASE 3 – OFFICE / RESTAURANT



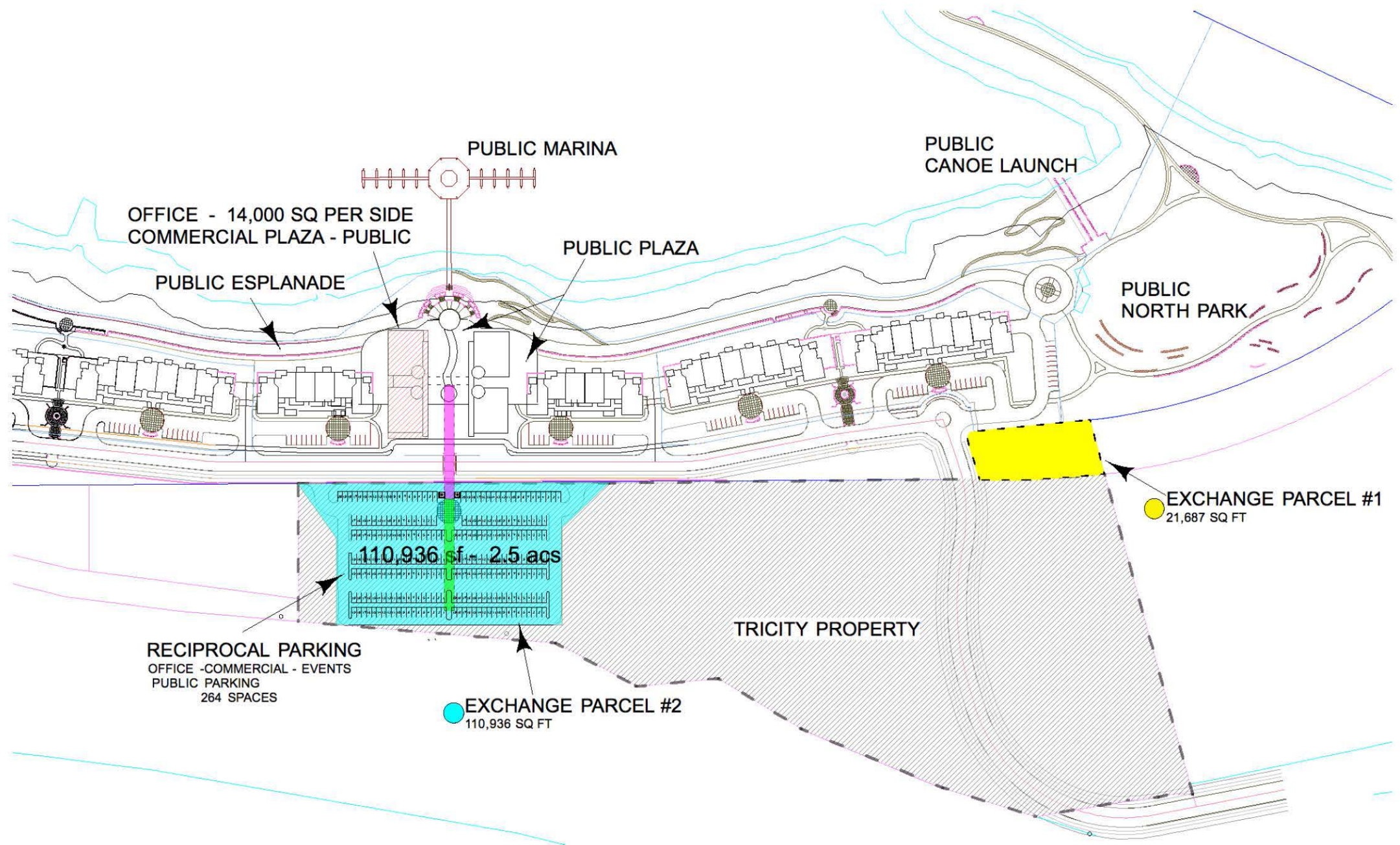
PHASE 3 – OFFICE / RESTAURANT



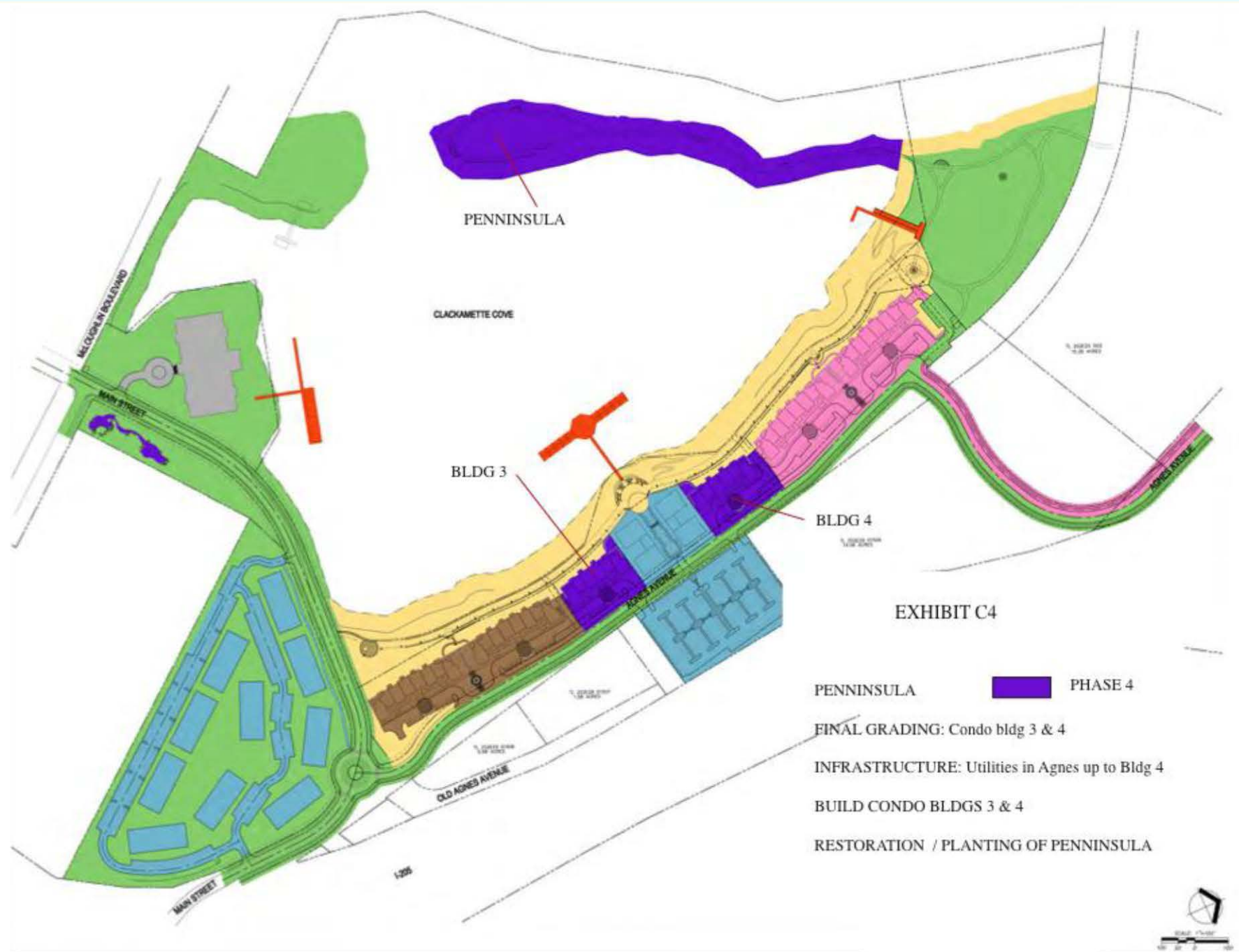
PHASE 3 – OFFICE / RESTAURANT



Waterfront Restaurants



TRI-CITY PROPERTY EXCHANGE – OFFICE PARKING



PHASE 4 – CONDOS – BLDG 3 & 4



PHASE 5 – CONDOS – BLDG 1 & 2



PHASE 6 – CONDOS – BLDG 5 & 6



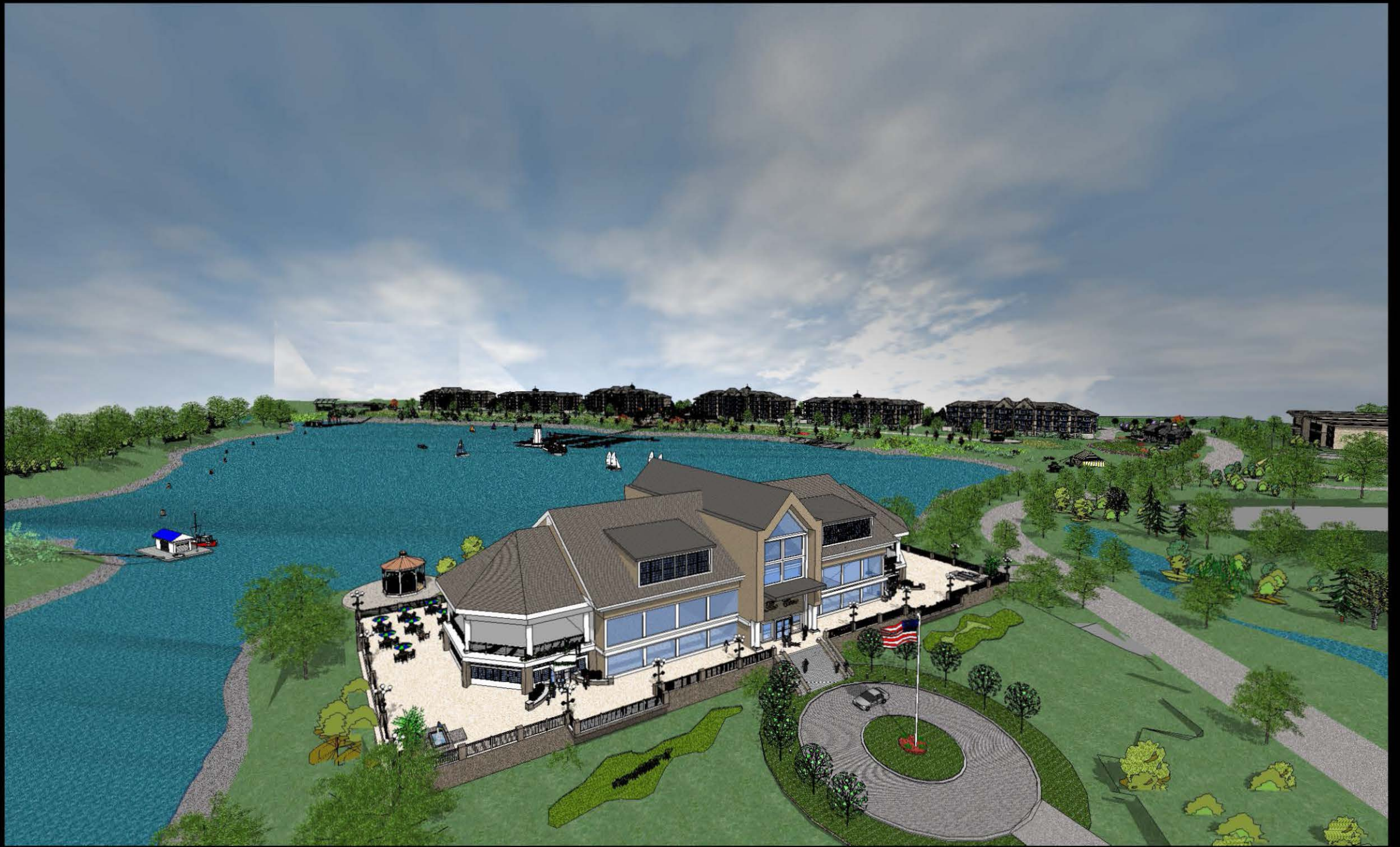
Entry Elevation - Waterfront Condominiums



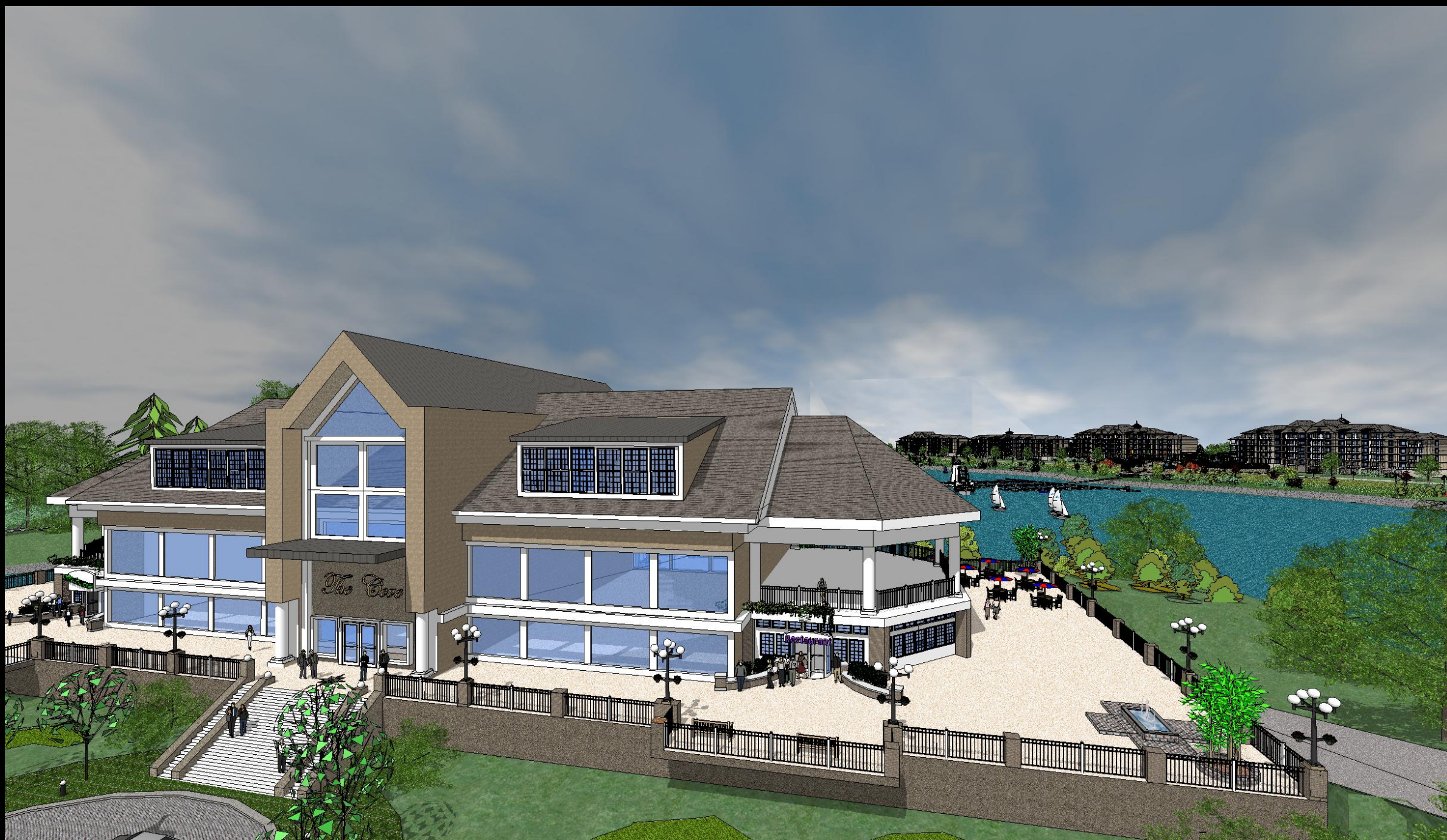
Entry Elevation - Waterfront Condominiums



Water Feature at Entry of Condominiums



Phase 7 – Mixed Use Building – Facing East



Mixed Use Building – Two Restaurants



Phase 7 - Mixed Use Building – Facing West



Mixed Use Site – Alternate Uses – Cove Yacht



North end of the Esplanade – Water Sports Center



Water Sports Center - Amphitheater



Water Sports Center

The Cove AMPHITHEATER



SUMMER CONCERT SERIES



BRENDA
RUSSEL



MARC
BROUSSARD



LOS LOBOS



TONY
SCODWELL

DESIGNED TO PRESERVE AND
ENHANCE THE NATURAL SETTING

A DONORS WALL COULD BE DESIGNED
TO ENCOURAGE PRIVATE CAPITALIZATION



Phase 8 – Marina

WATER TAXI



WATER SPORTS CENTER



AMPHITHEATER



VIEW POINTS & TRAILS

Public Uses



PARKS



AMPHITHEATER



A THRIVING COMMUNITY



PATHS & VIEW POINTS



WATER SPORTS CENTER

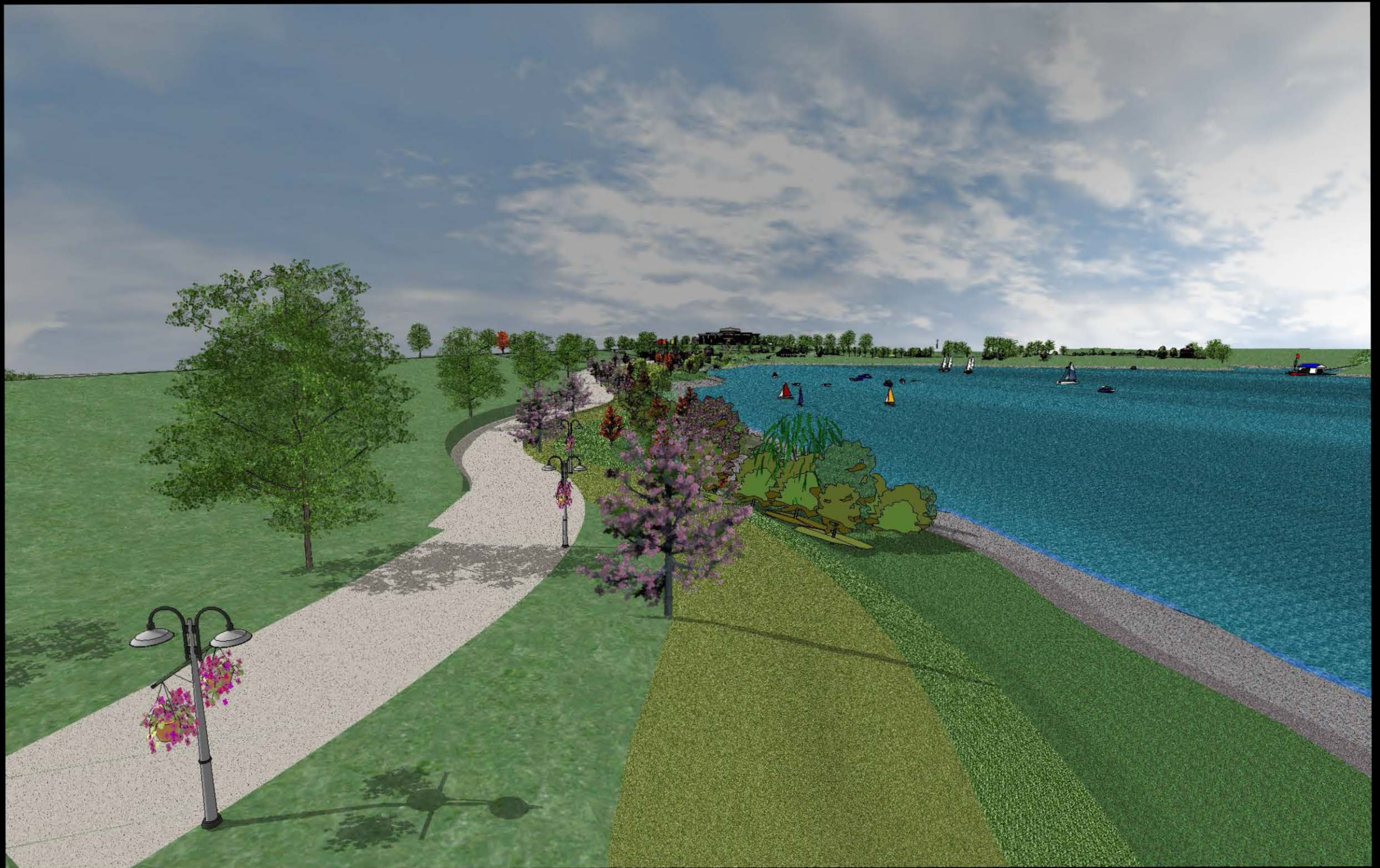


SAILING & WATER SAFETY



PUBLIC ACCESS - DESTINATION AREA

IMAGES OF THE COVE



Esplanade Viewing South



Center of Esplanade facing South



Center of Esplanade



The Cove
We Love



RIPARIAN ENHANCEMENT



ECOSYSTEM PRESERVATION



STEWARDSHIP VALUES



CREATION OF NEW WETLAND HABITAT

We've Changed the Environment

We've Made it Better



5a.
Middle Market Real Estate
MAC P6202-022
580 State St.
Salem, OR 97301
503 945-2304
503 945-2431 Fax
866 410-3257 Toll Free

March 1, 2010

To the Commissioners of the City of Oregon City Urban Renewal Agency:

This letter is to confirm that Wells Fargo Bank is currently reviewing a loan package for The Cove Apartments in Oregon City, OR. Wells Fargo Bank has a long standing banking relationship with Todd Woodley and Slayden Construction Group including providing construction financing for multi-family projects. All obligations have been paid as agreed.

Should you have questions or need additional information, please contact me at (503) 945-2376.

Sincerely,

A handwritten signature in cursive script that reads "Tara Stevenson".

Tara Stevenson
Assistant Vice President



ANCHOR INSURANCE & SURETY, INC.

500 Century Tower • 1201 S.W. 12th Avenue • Portland, OR 97205-2030 • (503) 224-2500 • FAX (503) 224-9830

February 2, 2010

Mr. Larry Patterson
City Manager
Oregon City City Hall
320 Warner-Milne Rd.
Oregon City, OR 97045

RE: Oregon City Urban Renewal Agency
Clackamette Cove Redevelopment
Willamette Construction Group

Dear Mr. Patterson,

Our client Willamette Construction Group, Inc. has asked that we provide you with information on their bonding capacity and project experience in conjunction with the CMGC portion of the Clackamette Cove Redevelopment.

Willamette Construction Group, Inc. is bonded by Travelers Casualty and Surety Company of America. Travelers is prepared to provide 100% Performance and Payment bonds on the Phase I Phase II improvements with an approximate value of \$7MM subject to a review of the construction documents and project financing.

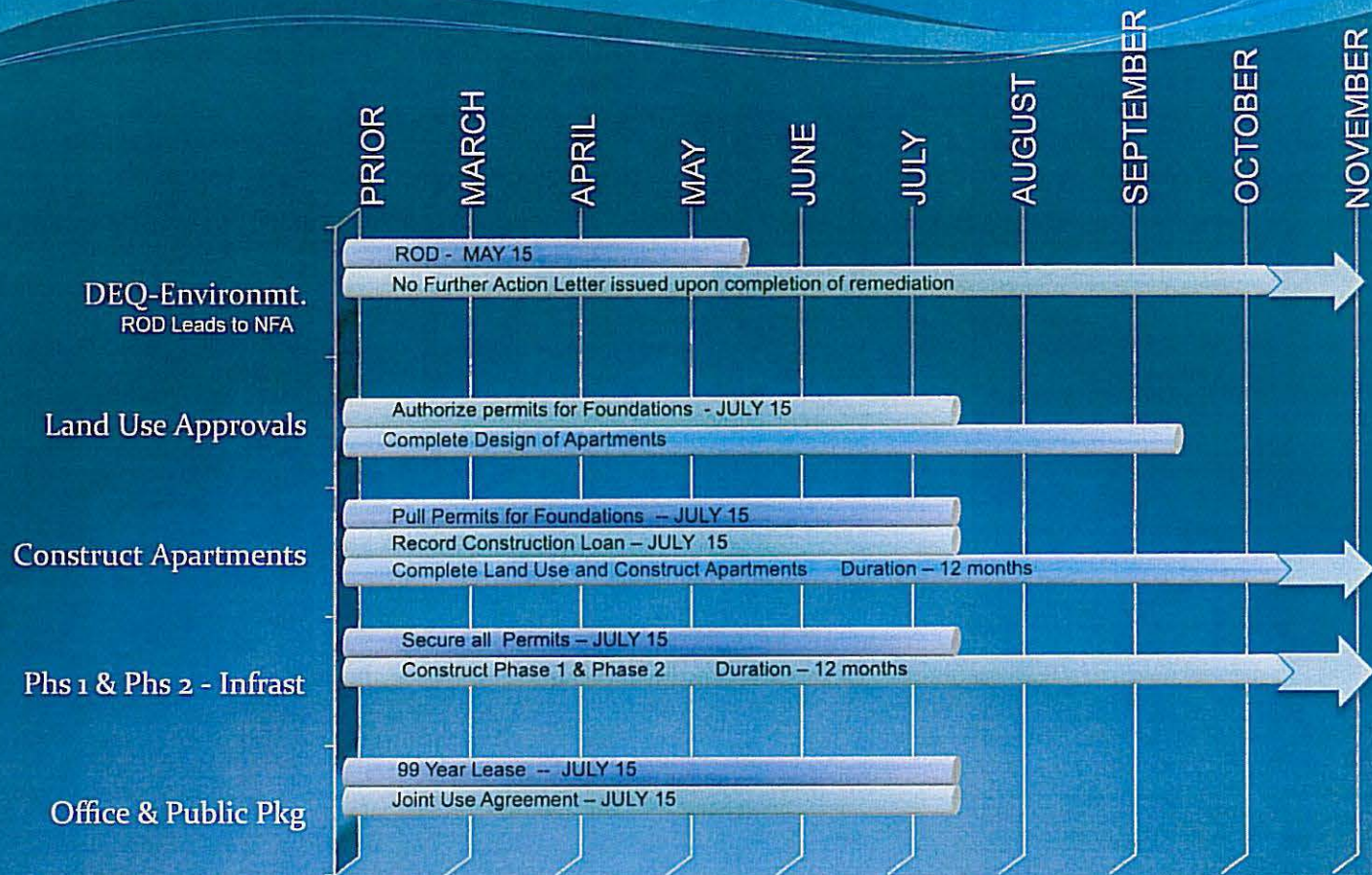
Willamette Construction Group, Inc. and related entities have an established track record of performance building mixed use, commercial, and public works projects on time and under budget. WCG's management team will be a valuable resource in the construction process.

Should you require additional information please feel free to contact me.

Sincerely,

ANCHOR INSURANCE & SURETY, INC.

Phil Forker
Vice President



SCHEDULE



5a.
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MAC P6202-022
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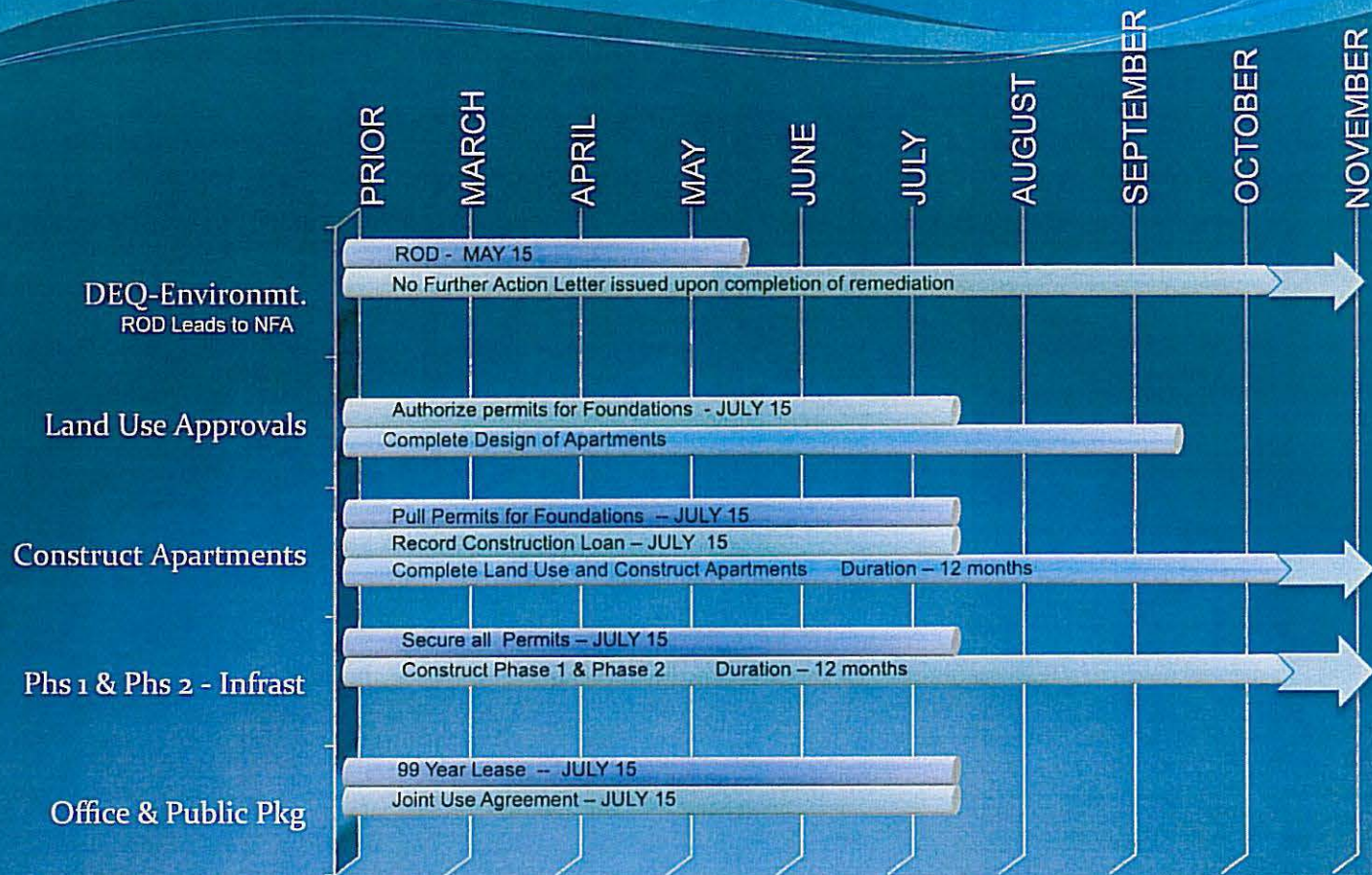
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Sincerely,

ANCHOR INSURANCE & SURETY, INC.

Phil Forker
Vice President



ENTERED INTO THE RECORD
DATE RECEIVED: 03-03-10
SUBMITTED BY: Tom O'Brien
SUBJECT: Item 5a

March 3, 2010

To: Oregon City Urban Renewal Commission

The Clackamette Cove Project looks more similar to The Round at Beaverton with each passing day.

According to statements by Mr. Patterson and Mr. Janik at the February 4, 2009 meeting of this commission, this project has been underway for either 3.5 or 4 years.

Once again this commission is being requested to amend the DDA and to extend the contingency period for another 3 months.

Turtles seem to be able to make greater progress at the Cove than does Pacific Property Search.

PPS was recruited due to their presumed ability to get the job done on time. Any company that is unable to establish a realistic time line that includes provisions for delays and other contingencies should not be awarded contract extensions.

I'd have a greater degree of trust in our political leaders were they to admit when a poor decision has been made. I recommend you not make yet another poor decision by amending the current DDA. That would allow you to move forward addressing the needs of the city instead of pursuing impossible dreams.

Respectfully submitted,



Tom O'Brien

**City of Oregon City
Urban Renewal Commission Meeting Minutes
February 17, 2010**

**City Hall – Commission Chambers
625 Center Street
Oregon City, OR 97045**

1. Convene Regular Meeting of the Urban Renewal Commission and Roll Call

Chair Slack called the meeting to order at 5:30 p.m.

Commissioners Present:

Don Slack, Chair
Doug Neeley
James Nicita
Graham Peterson
Nancy Walters
Rocky Smith, Jr.
Brian Shaw (left the meeting at 5:57 p.m.)
Daphne Wuest
Alice Norris

Staff Present:

City Manager Larry Patterson
Assistant to the City Manager Teri Bankhead
Community Services Director Scott Archer
City Recorder Nancy Ide
Community Development Director Tony Konkol
City Attorney Bill Kabeiseman
Library Director Maureen Cole
Economic Development Manager Dan Drentlaw

Absent:

Robb Crocker

Media:

Colin Miner, *The Oregonian*

2. Citizen Comments

There were no citizen comments.

3. Future Agenda Items

No future agenda items were suggested.

4. Adoption of the Agenda

The agenda was adopted as written.

5. General Business

a. Election of Chair and Vice Chair

Larry Patterson, City Manager, explained the bylaws that required annual elections and one of the officers should be a citizen member of the Commission.

Motion by Commissioner Neeley, second by Commissioner Norris, to nominate Commissioner Slack as Chair.

Commissioner Nicita would vote no because some Commission members were not invited to a meeting where the site plan of the Rivers development was reviewed and a Chair should make such invitations to all members. Mr. Patterson said the meeting was a result of a discussion at the Retreat and they had been careful not to have a quorum.

Motion passed with the following vote: Commissioners Neeley, Wuest, Norris, Shaw, Peterson, Walters, and Slack voting "aye;" Commissioner Nicita voting "no;" and Commissioner Smith abstaining. [7:1:1]

Commissioner Smith abstained because there was only one candidate to vote for and anyone he would have nominated would not have been interested.

Commissioner Wuest nominated Commissioner Crocker for Vice Chair.

Commissioner Neeley nominated Commissioner Walters for Vice Chair.

Motion to nominate Commissioner Walters as Vice Chair passed by the following vote: Commissioners Nicita, Neeley, Wuest, Smith, Norris, Shaw, Peterson, and Slack voting "aye" and Commissioner Walters abstaining. [8:0:1]

b. Review Goals and Actions Discussed at January Retreat

Mr. Patterson had given the Commission a draft of the goals and actions discussed at the Retreat, and he asked for any additions or changes.

The Commission discussed additions and changes to the goals.

Commissioner Walters said the subcommittee would present their information to the Commission in March.

Commissioner Neeley said there was discussion about different grant funding levels depending on whether it was a modification or a restoration of a store front. There was a potential to reconfigure the money for the grants. The subcommittee could bring some recommendations to be discussed at a future Work Session. Commissioner Walters suggested exploring other options for future projects in lieu of the Rivers project.

Commissioner Shaw left the meeting at 5:57 p.m.

6. Consent Agenda

Motion by Commissioner Norris, second by Commissioner Smith, to approve the consent agenda as presented.

Motion passed unanimously with the following vote: Commissioners Wuest, Neeley, Norris, Peterson, Walters, Nicita, Smith, and Slack voting "aye." [8:0]

7. City Manager's Report

Mr. Patterson said at the last meeting the Commission requested the work product on the Cove development and it would be available for review in the Conference Room.

Dan Drentlaw, Economic Development Manager, said the City was awarded a Development Opportunity Grant from Metro and the money would be used for a market feasibility study for City owned property. He discussed the pieces of property the study would include.

8. Adjournment

Chair Slack adjourned the meeting at 6:05 p.m.

Respectfully submitted,

Nancy Ide, City Recorder

**City of Oregon City
Urban Renewal Commission Retreat Minutes
May 15, 2009**

**City Hall – Commission Chambers
320 Warner Milne Road
Oregon City, OR 97045**

1. Convene Retreat of the Urban Renewal Commission and Roll Call

Chair Slack called the meeting to order at 3:30 p.m.

Commissioners Present:

Don Slack
Doug Neeley
James Nicita
Graham Peterson
Nancy Walters
Rocky Smith, Jr.
Robb Crocker
Daphne Wuest
Alice Norris

Media:

Colin Miner, *The Oregonian*

Staff Present:

City Manager Larry Patterson
City Engineer/Public Works Director Nancy Kraushaar
Community Services Director Scott Archer
City Recorder Nancy Ide (left at 4:00 p.m.)
Community Development Director Dan Drentlaw
Finance Director David Wimmer
City Attorney Bill Kabeiseman
Human Resources Director Jim Loeffler
Asst to City Manager, Teri Bankhead

2. Discussion Items

a. Urban Renewal 101

Steve Janik of Ball Janik, LLP, explained the basics of Urban Renewal, such as its purpose, scope of authority, development and adoption of the Urban Renewal Plan and Plan amendments, powers and limitations of an Urban Renewal Agency, and tax increment financing. He also discussed the proposed bill that would limit the maximum indebtedness that an Urban Renewal Agency could take on to get more money back to the School District, County, and City. This applied to newly formed districts and was not in place yet. Urban Renewal was a tool and if designed and implemented properly, all citizens would benefit.

b. Oregon City's Urban Renewal Strategy

Dave Leland of Leland Consulting Group, gave a presentation on what had happened in the evolution of the projects that were being considered and how they got to this point. He discussed his previous experiences in downtowns and centers and what a great downtown should be. He also discussed the history of the planning for economic development in Oregon City which was built on strengthening downtown and creating a Regional Center. He explained why downtown Oregon City was a challenging area. He discussed Regional Center definitions, goals, and strategies as well as opportunity sites and projects. He explained the public/private partnerships which were an important part of the strategy and how to connect the pieces together and integrate mixed use development.

c. Oregon City's Urban Renewal Plan and Projects

Larry Patterson, City Manager, said the Commission needed to think about where the opportunities for development were. He said the focus had been on the Rivers and Cove

projects first because of the leverage they created and what that did financially for the Urban Renewal District to address the other investments the Commission wanted to make.

Mr. Leland discussed the two personalities of Oregon City's downtown, the south end which was not an environment for big developers, but for small investors and did not require much investment and the north end that was a good environment for large development. He also discussed the reasons to have housing downtown.

d. Discussion of Goals, Projects, and Strategy

Mr. Patterson discussed the projects that were part of the year's budget. He gave ideas for incentives that would encourage redevelopment in the downtown core, such as addressing the parking issues, storefront grants, and waiving fees. The economic environment was so challenged right now trying to get any significant investment would be difficult.

Commissioner Norris thought the best shot at long term sustainability was the north end development and making downtown a unique people place. The Commission had not focused on what the brand would be downtown, possible light rail destinations, and multi-modal opportunities.

It was suggested that current multi-story buildings downtown could be opportunities for housing.

Commissioner Nicita thought they should make a more refined strategy as they had done for the Rivers and Cove projects for downtown and North. Main Street.

Commissioner Crocker suggested taking a million dollars from what was being held for the Cove and fund a couple of projects on Main Street that would be reinvested in the Cove in a few years.

Commissioner Walters discussed sustainability and creating an image for Oregon City with utility packages that included solar power options and green roofs. There was discussion about where the library would be moved.

e. Outline of Next Steps

Commissioner Norris suggested having a future discussion regarding downtown possibilities, farmer's market and other activities downtown, and meet with the Main Street board to hear their goals and objectives.

Mr. Leland asked for a list of the Commission's concerns and questions about downtown.

Mr. Patterson suggested doing a walking tour or trolley tour of downtown.

f. Frequently Asked Questions

Commissioner Nicita went through a list of policy proposals that he had drafted. These policies would be brought back to a regular Commission meeting for more discussion.

William Gifford of Oregon City asked about plans for filling the 10th Commission position, a list of the hard assets of what the Urban Renewal Commission owned, and was there a time limit for the Cove and Rivers projects.

Mr. Patterson explained where they were in the process for the Cove and Rivers projects. A list of assets was available and Graham Peterson was the 10th Commissioner.

g. Exhibits

There was no discussion regarding exhibits.

3. Adjournment

Chair Slack adjourned the meeting at 8:40p.m.

Respectfully submitted,

Nancy Ide, City Recorder



3 March 2010

Mr. Larry Patterson
City Manager
CITY OF OREGON CITY
P.O. Box 3040
Oregon City, Oregon 97045-4046

**Re: Scope of Work:
North End/Downtown Oregon City Housing Plan and Implementation**

Dear Larry,

We are providing the following scope of work at the request of the Urban Renewal Commission for an effort that more fully evaluates the opportunities and challenges associated with adding housing to the Downtown and North End districts, and then quickly moves into an action phase for bringing new development to those areas.

We appreciate the ongoing enthusiasm of the Commission and Council and believe there is reason for optimism over the long-term, despite the current significant downturns in both the overall economy and the real estate development sector specifically. This is due to the great assets of the Downtown and North End districts: good transportation access, views, unique historic fabric and character, designation as a Regional Center, and more. That said, there has been no new housing development in these districts for some time, so barriers also exist which must be overcome as part of this work scope.

We look forward to refining the scope outlined here pending the Commission's review and comments. Because we expect to refinement to take place, we have not yet set a specific time frame or budget. While we understand and identify with the enthusiasm shown by the Commission for "action, not plans," there are a number of necessary planning steps in the scope below. Advance planning and preparation will ensure that the City can move quickly and confidently when the right opportunities present themselves. In addition, the ongoing recession gives us the luxury of a short period during which very little new development is being contemplated – this is a good time for planning.

www.lelandconsulting.com

Draft Scope of Work

- **Downtown Housing: Understanding the Potential**
 - Urban Housing Primer memorandum.
 - This memo and presentation would build on our October 2009 presentation and serve as an introduction on the markets, building types, trends, benefits, and types of public involvement vis-a-vis urban housing so that the Urban Renewal Board, Council, and residents can make informed decisions.

610 SW Alder Street, Suite 1008
Portland, *Oregon*
97205-3611
p. 503. 222. 1600
f. 503. 222. 5078

Denver, *Colorado*
303. 458. 5800

San Angelo, *Texas*
325.944.8400

San Miguel de Allende, *Mexico*
011.52.415.152.3932



- o Oregon City Housing Market Reconnaissance
 - Short and medium term demographic and economic outlook for the market area, including forecast population and employment growth, household income trends, demographic trends, and other trends. A strong and growing economy and population are important drivers for drive urban housing growth.
 - Evaluate market drivers and opportunities specific to Oregon City. Quantitative outcomes will include historic absorption rates and product characteristics for urban housing added within the market area in the last decade, projections for future absorption and product characteristics, identification of key target markets (e.g. young professionals, downsizing baby boomers, seniors, etc.) and their lifestyles and housing preferences.
 - The reconnaissance will be useful to both Oregon City leaders and developers considering investments in the City.
 - o Case Studies
 - Leland Consulting Group will present a series of lessons learned from other Portland area centers, such as Milwaukie, Gresham, Lake Oswego, and others.
 - o Train whistle mitigation analysis.
 - o SWOT analysis (Strengths, Weaknesses, Opportunities, Threats):
Compile from previous studies.
- **Target Driven Housing and Development Plan**
 - o Based on the market reconnaissance and Leland Consulting Group's professional experience, establish a target driven plan calling for specific quantities of housing development (and potentially other types of supporting development). For example, the plan might call for 500 units of new housing built over 20 years. Targets give the City a way to measure progress and evaluate its investments.
 - o Using the SWOT and other analysis, identify the policies, actions, and conditions that should be in place in order to meet the targets.
- **Site specific analyses**
 - o Identify and map public ownerships
 - o Preliminary pro forma feasibility analysis
 - o Preliminary conceptual designs for individual sites
- **Parallel scopes of work: Getting Ready.** The following work can and should be conducted parallel the tasks described here. All will support efforts to bring housing into the central city.
 - o Public realm evaluation: Identify deficiencies and opportunities in the network of sidewalks, streets, and public open spaces, including needed a planting plant, intersection improvements, lighting, and more. Planning should prioritize improvements so that
 - o Transportation planning: Identify and prioritize improvements to the transportation and transit system in the north end/ downtown including one way to two way conversion, signalization, additional transit, and more.
 - o Regulatory context and code clean up: Ensure that codes allow and encourage the type of development envisioned in the Housing

LELAND CONSULTING GROUP



Development Plan; one focus should be on making sure that desirable projects can be entitled quickly.

- **Marketing package**
 - o Based on the information developed in the tasks above, assemble a concise (no more than 10 pages) marketing package that describes the overall opportunity in north end/ downtown Oregon City, and specific site opportunities. Components should include economy, demographics, strengths/amenities, and opportunity site specifics if appropriate. This package will be used to communicate the development opportunities to potential developers.
- **Implementaton**
 - o Distribute Marketing package and issue Request for Qualifications (RFQ)
 - o Select development partner(s)
 - o Design project(s) with partners
 - o Draft and sign Memoranda of Understanding between public and private development partners
 - o Draft and sign Development Agreement/Disposition Agreement between public and private development partners
 - o Begin project construction

We look forward to discussing this proposed scope of work further with you.
Sincerely,

LELAND CONSULTING GROUP

Dave Leland
Managing Director

Brian Vanneman
Senior Associate

City Of Oregon City

Urban Renewal Agency Taxlots

Aerial photos taken July 2008



-  Taxlots purchased by Urban Renewal Agency
-  Existing Oregon City taxlots transferred to Urban Renewal Agency
-  Existing Urban Renewal Agency taxlot



The City of Oregon City makes no representations, express or implied, as to the accuracy, completeness and timeliness of the information displayed. This map is not suitable for legal, engineering, or surveying purposes. Notification of any errors is appreciated.

0 250 500 1,000 1,500 2,000 2,500 3,000 Feet

City of Oregon City
Geographic Information Systems
625 Center St.
Oregon City, Oregon 97045
503-657-0891 - ph.
503-657-6629 - fax
www.orcity.org - web



Date: Feb 22, 2010
Map: Cove-Ownership_Oregon_City_taxlots1.mxd
Plot: Cove-Ownership_Oregon_City_taxlots - 36x48L - 20100222.pdf

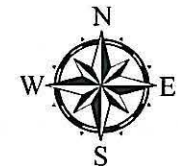
City Of Oregon City

Clackamette Cove Vicinity and Ownership Map

Showing re-platted taxlots



- Oregon City Urban Renewal Agency
- Clackamas County
- Tri-City Services District
- Slayden Construction Group
- Other Private Ownership



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0 250 500 1,000 1,500 2,000 2,500 3,000 Feet

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Plot: Cove-Ownership_2010_post_replat - 36x48L - 20100222.pdf