

A G E N D A

600 NORTHEAST GRAND AVENUE | PORTLAND, OREGON 97232 2736
TEL 503 797 1542 | FAX 503 797 1793



METRO

Agenda

MEETING: METRO COUNCIL REGULAR MEETING
DATE: December 15, 2005
DAY: Thursday
TIME: 2:00 PM
PLACE: Metro Council Chamber

CALL TO ORDER AND ROLL CALL

1. INTRODUCTIONS

2. CITIZEN COMMUNICATIONS

3. 2004-05 4th QUARTERLY REPORT AND 2005-06 1st QUARTERLY REPORT Stringer

4. EXPANSION AREA PLANNING COMMITTEE REPORT Wagner

5. CONSENT AGENDA

5.1 Consideration of Minutes for the December 8, 2005 Metro Council Regular Meeting.

5.2 **Resolution No. 05-3646**, For the Purpose of Confirming the Re-Appointment of Leroy Patton and Herb Plep to the Investment Advisory Board.

6. RESOLUTIONS

6.1 **Resolution No. 05-3562**, For the Purpose of Adopting Findings of Fact in Support of Ordinance No. 05-1070A, For the Purpose of Amending the Metro Urban Growth Boundary to Increase Capacity to Accommodate Growth in Industrial Employment and Response to Remand Orders From the Land Conservation and Development Commission. McLain

6.2 **Resolution No. 05-3649**, For the Purpose of Confirming the Appointments Of Pamela Ake, Aaron Babbie, Cheryl Thoen and Pat Wagner to the Metro Central Station Community Enhancement Committee (MCSCEC). Burkholder

7. CONTRACT REVIEW BOARD

- 7.1 **Resolution No. 05-3624**, Authorizing the Chief Operating Officer to Execute Amendment 1 to the Contract No. 926509 With PT3, Inc. (PacWest Communication) For Provision of Additional Advertising For the Travel Options Marketing Campaign. McLain

8. EXECUTIVE SESSION HELD PURSUANT TO ORS 192.660(1)(e). DELIBERATIONS WITH PERSONS DESIGNATED TO NEGOTIATE REAL PROPERTY TRANSACTIONS.

- 8.1 **Resolution No. 05-3546**, For the Purpose of Authorizing the Chief Operating Officer to Enter Into an Intergovernmental Agreement With the City of Beaverton For Acquisition, Joint Ownership, Disposition and Development of the Westgate Property as a Transit-Oriented Development/Centers Project. Liberty

9. EXECUTIVE SESSION, HELD PURSUANT TO ORS 192.660(1)(h), TO CONSULT WITH LEGAL COUNSEL CONCERNING THE LEGAL RIGHTS AND DUTIES OF A PUBLIC BODY WITH REGARD TO CURRENT LITIGATION.

10. CHIEF OPERATING OFFICER COMMUNICATION

11. COUNCILOR COMMUNICATION

ADJOURN

Television schedule for Dec. 15, 2005 Metro Council meeting

<p>Clackamas, Multnomah and Washington counties, and Vancouver, Wash. Channel 11 -- Community Access Network www.yourtv.org -- (503) 629-8534 2 p.m. Thursday, Dec. 15 (live)</p>	<p>Portland Channel 30 (CityNet 30) -- Portland Community Media www.pcmv.org -- (503) 288-1515 8:30 p.m. Sunday, Dec. 18 2 p.m. Monday, Dec. 19</p>
<p>Gresham Channel 30 -- MCTV www.mctv.org -- (503) 491-7636 2 p.m. Monday, Dec. 19</p>	<p>Washington County Channel 30 -- TVC-TV www.tvctv.org -- (503) 629-8534 11 p.m. Saturday, Dec. 17 11 p.m. Sunday, Dec. 18 6 a.m. Tuesday, Dec. 20 4 p.m. Wednesday, Dec. 21</p>
<p>Oregon City, Gladstone Channel 28 -- Willamette Falls Television www.wftvaccess.com -- (503) 650-0275 Call or visit website for program times.</p>	<p>West Linn Channel 30 -- Willamette Falls Television www.wftvaccess.com -- (503) 650-0275 Call or visit website for program times.</p>

PLEASE NOTE: Show times are tentative and in some cases the entire meeting may not be shown due to length. Call or check your community access station web site to confirm program times.

Agenda items may not be considered in the exact order. For questions about the agenda, call Clerk of the Council, Chris Billington, (503) 797-1542. Public hearings are held on all ordinances second read and on resolutions upon request of the public. Documents for the record must be submitted to the Clerk of the Council to be considered included in the decision record. Documents can be submitted by e-mail, fax or mail or in person to the Clerk of the Council. For additional information about testifying before the Metro Council please go to the Metro website www.metro-region.org and click on public comment opportunities. For assistance per the American Disabilities Act (ADA), dial TDD 797-1804 or 797-1540 (Council Office).

**COUNCIL WILL BE ON RECESS UNTIL THE
 JANUARY 3rd WORKSESSION**

BEFORE THE METRO COUNCIL

FOR THE PURPOSE OF CONFIRMING THE RE-)
APPOINTMENT OF LEROY PATTON AND)
HERB PLEP TO THE INVESTMENT ADVISORY)
BOARD

RESOLUTION NO. 05-3646

Introduced by Michael Jordan, Chief
Operating Officer, in concurrence with David
Bragdon, Council President

WHEREAS, The Metro Code, Section 7.03.030, provides that the Council confirm the names of persons for appointment to the Investment Advisory Board, and,

WHEREAS, LeRoy Patton and Herb Plep, both having ably served as Investment Board Members, are qualified to continue to perform these duties, and

WHEREAS, the Council President, upon the recommendation of the Investment Officer, has re-appointed LeRoy Patton and Herb Plep for terms ending October 31,2008, now, therefore

BE IT RESOLVED that the Metro Council confirms the re-appointment of LeRoy Patton and Herb Plep as members of the Investment Advisory Board for terms ending October 31, 2008.

ADOPTED by the Metro Council this day of , 2005.

David Bragdon, Council President

Approved as to Form:

Daniel B. Cooper, Metro Attorney

STAFF REPORT

IN CONSIDERATION OF RESOLUTION NO. 05-3646, FOR THE PURPOSE OF CONFIRMING THE RE-APPOINTMENT OF LEROY PATTON AND HERB PLEP TO THE INVESTMENT ADVISORY BOARD.

Date: December 15, 2005

Prepared by: Brian Williams

BACKGROUND

Metro Code, Section 7.03.030, includes the creation of the Investment Advisory Board. One provision of this Code requires the Chief Operating Officer acting in the capacity of the Investment Officer to recommend to the Council for confirmation those persons who shall serve on the Board to discuss and advise on investment strategies, banking relationships, the legality and probity of investment activities, and the establishment of written procedures of the investment operation. The Metro Charter requires appointments to be made by the Council President subject to Council Confirmation. Metro Council President David Bragdon, upon the recommendation of the Investment Officer, has re-appointed the following two individuals to the board subject to Council confirmation.

LeRoy Patton, a retired administrator of Portland Public Schools, is an active participant in Portland civic affairs. Currently Mr. Patton is Vice President of Multnomah County's Poverty Advisory Commission and is President of the Fair Housing Council of Oregon. In addition, Mr. Patton is a board member of both the American Cancer Society and the Community Music Center that is administered by the City of Portland's Park Bureau. Mr. Patton has served on the Investment Advisory Board since May 2001.

Herb Plep is the retired Treasurer of ESCO Corporation of Portland. Mr. Plep's years of experience at ESCO have provided him with a wide exposure to banking relationships and cash management activities. Mr. Plep has been a member of the Investment Advisory Board since 1998. This experience has given Mr. Plep extensive knowledge about the investing public funds in the state of Oregon.

Both Mr. Patton and Mr. Plep are valued for their past voluntary contributions to the Investment Advisory Board. Both have indicated a strong interest in serving an additional term.

ANALYSIS/INFORMATION

1. **Known Opposition** – none.
2. **Legal Antecedents** – Within Metro Code, Chapter 7.03, Investment Policy, Section 7.03.030(c)(1) proscribes the terms of service for Investment Advisory Board members. Mr. Patton was originally appointed to the Board in 2001 by Council Resolution No. 01-3052: For the Purpose of Confirming the Appointment of LeRoy Patton to the Investment Advisory Board. Mr. Patton was re-appointed in 2003 by Council Resolution No. 03-3270: For the Purpose of Confirming the Reappointment of Herbert Plep and LeRoy Patton to the Investment Advisory Board.

Mr. Plep was originally appointed to the Board in 1998 by Council Resolution No. 98-2722: For the Purpose of Confirming the Appointment of Herbert S. Plep and Eric Johansen to the Investment Advisory Board. Mr. Plep was re-appointed in 1999 by Council Resolution No. 99-2840: For the Purpose of Confirming the Reappointment of Herbert S. Plep and the Appointment of Brian R. Williams and James C. Aalberg to the Investment Advisory Board. Mr. Plep was subsequently

reappointed in 2003 by Council Resolution No. 03-3270: For the Purpose of Confirming the Reappointment of Herbert Plep and LeRoy Patton to the Investment Advisory Board.

3. **Anticipated Effects** – Confirmation of the re-appointment of Patton and Plep will provide continuity of experience of Board members.
4. **Budget Impacts** – There is no out-of-pocket expense created by the re-appointment of Patton and Plep to the volunteer positions.

RECOMMENDED ACTION

The Chief Operating Officer recommends approval of Resolution No. 05-3646.

BEFORE THE METRO COUNCIL

FOR THE PURPOSE OF ADOPTING FINDINGS)	
OF FACT IN SUPPORT OF ORDINANCE NO. 05-1070A)	RESOLUTION NO. 05-3562
(FOR THE PURPOSE OF AMENDING THE METRO)	
URBAN GROWTH BOUNDARY TO INCREASE)	
CAPACITY TO ACCOMMODATE GROWTH IN)	
INDUSTRIAL EMPLOYMENT AND TO RESPOND TO)	
REMAND ORDERS FROM THE LAND CONSERVATION)	Introduced by Councilor McLain
AND DEVELOPMENT COMMISSION))	

WHEREAS, the Metro Council adopted Ordinance No. 05-1070A (For The Purpose Of Amending The Metro Urban Growth Boundary To Increase Capacity To Accommodate Growth In Industrial Employment And To Respond To Remand Orders From The Land Conservation And Development Commission) on November 17, 2005, contingent upon adoption of Findings of Fact and Conclusions of Law as Exhibit “D” of that ordinance; and

WHEREAS, Metro sought and received an extension of time from December 1, 2005, to December 15, 2005, from the Oregon Department of Land Conservation and Development (“DLCD”) to submit the ordinance to DLCD in fulfillment of periodic review Work Task 2; and

WHEREAS, the Council has reviewed and considered the Findings of Fact and Conclusions of Law; now, therefore

BE IT RESOLVED that the Metro Council:

1. Adopts the Findings of Fact and Conclusions of Law as Exhibit “D” of Ordinance No. 05-1070A.
2. Directs the Chief Operating Officer to submit the ordinance and supporting materials to DLCD as soon as possible.

ADOPTED by the Metro Council this 15th day of December, 2005

David Bragdon, Council President

Approved as to form:

Daniel B. Cooper, Metro Attorney

STAFF REPORT

RESOLUTION NO. 05-3562, FOR THE PURPOSE OF ADOPTING FINDINGS OF FACT IN SUPPORT OF ORDINANCE NO. 05-1070A, FOR THE PURPOSE OF AMENDING THE METRO URBAN GROWTH BOUNDARY TO INCREASE CAPACITY TO ACCOMMODATE GROWTH IN INDUSTRIAL EMPLOYMENT AND RESPOND TO REMAND ORDERS FROM THE LAND CONSERVATION AND DEVELOPMENT COMMISSION.

Date: December 7, 2005

Prepared by: Lydia M. Neill
Principal Regional Planner

BACKGROUND

The Land Conservation and Development Commission (LCDC) met on November 3, 2004 to consider acknowledgement of Metro's urban growth boundary (UGB) decision on industrial land. The Commission heard arguments from objectors as well as Metro before issuing a Partial Approval and Remand Order 05-WK TASK- 001673 on July 22, 2005. The order was received on July 25, 2005. The analysis and findings are discussed within this staff report to demonstrate that Metro complies with the Statewide and regional land use laws.

ANALYSIS/INFORMATION

Metro undertook an evaluation of the Urban Growth Boundary (UGB) as part of Periodic Review in 2002. This review process involved technical evaluation, study of options to increase capacity and add land to meet the 20-year forecast for future population and employment growth. Metro conducted an extensive public involvement program to engage stakeholders, local elected officials and citizens in the decision making process. To complete Periodic Review, Metro held over a dozen meetings and workshops, provided notice of the decision in several publications and mailed over 70,000 brochures to property owners, local governments and community planning organizations. The Metro Council added 18,638 acres in 2002 primarily to meet the residential and employment needs for the planning period from 2002-2022. In 2004 the remaining industrial land was added to the UGB (1,956 acres).

Notice has also been provided to areas under consideration to satisfy the remand order. A newspaper notice was published on September 26, 2005. A newsletter style notice was provided to approximately 1,900 property owners per Metro code requirements to all property owners within 500 feet of areas under consideration. A workshop held on October 20, 2005 in the Hillsboro Civic Center building to provide an opportunity for citizens to review maps, receive copies of the staff report, comment and ask questions of staff. Two public hearings were held in November 2005 to provide an opportunity for citizens, business owners, elected officials and interest groups to provide testimony.

LCDC Partial Remand

As part of the LCDC's review and acknowledgement of these 2004 decisions made by the Metro Council the following Remand Order has been issued. Remand Order 05-WK TASK-001673 approved most of Metro's actions to complete Periodic Review on June 24, 2004. The remand order identified a number of items that require providing additional information to justify Metro's actions.

LCDC acknowledged the following elements of the 2004 decision:

- Inclusion of industrial land in the following areas: Damascus West, Beavercreek, Quarry, Coffee Creek, Tualatin and Helvetia;

- Change of the designation from residential to industrial for 90 acres of land located south of Gresham that was included in the UGB in December 2003;
- Amendments to Title 4 to protect industrial lands and establish regionally significant industrial areas and the designation of those areas;
- Amendments to the Regional Framework Plan Policy 1.12 to protect agriculture and forest resource lands;
- Removal of three parcels near King City from the UGB (tax lots 1300, 1400 and 1500); and
- The completed Housing Needs Analysis.

Issues Addressed by Metro

Order 05-WKTASK-0015254 requires Metro to address the following six issues. Each of the issues is discussed in detail in the following section of the staff report and recommendation from the Chief Operating Officer. A summary of the issues that will be addressed in this staff report is as follows:

1. Ensure that an adequate amount of land is deducted for infrastructure including streets;
2. Amend the 2002-2022 Employment Urban Growth Report: An Employment Land Needs Analysis (Employment UGR) to reconcile the difference in the refill rate from 50 to 52 percent;
3. Demonstrate that the demand for large lots has been satisfied as identified in the Employment Urban Growth Report;
4. Clarify whether 70 percent of the land need for warehouse and distribution is satisfied on vacant land inside of the UGB or land recently added to the UGB;
5. Recalculate the total need for industrial land based on the items above and demonstrate how the land need will be met; and
6. Demonstrate how the locational factors in Goal 14 have been met in reaching the decision to bring a portion of the Cornelius area into the UGB.

Summary of the Actions by Metro to Satisfy the Remand

The actions taken by the Metro Council on November 17, 2005 satisfies each of the issues contained in the remand work order through the following actions:

- Includes an additional 175 acres to ensure that adequate land has been allotted for infrastructure (streets) in the 2004 expansion areas;
- Provide additional information to explain that the commercial refill rate of 52 percent corresponds to the observed refill rate, which reduces the need for industrial land;
- Adds 321 net acres of the Evergreen Study area to the UGB to meet the need for a 20 year supply of land and mitigate the loss of 175 acres for streets;¹
- Provide additional information on how the demand for large lots (50 to 100 plus acres) can be met when adjacent tax lots under the same ownership are aggregated and a condition is placed on the Evergreen area to form a one hundred acre lot;
- Provide additional analysis to explain how 70 percent of the demand for warehouse and distribution land is met inside of the UGB and in expansion areas; and
- Provide additional findings to demonstrate that all of the locational factors in Goal 14 were balanced in reaching the decision to include 24 net acres of land in Cornelius area into the UGB.

Actions on November 17, 2005

The Metro Council voted to include a portion of the Evergreen (550 gross/ 321 net acres) and Cornelius (65 gross/ 24 net acres) areas to meet the region's need for industrial lands. The Metro Council has determined that with the 2005 expansion the demand for industrial land has essentially

¹ Future streets have been deducted from net acres.

been met. The following table shows the demand for land, the balance after the 2004 remand and the application of the acres from the 2005 expansion areas.

	Net Acres
<i>Demand for Industrial Land</i> ²	<i>1,180</i>
2004 UGB Amendments without Cornelius	920
Increase in the Demand for Land based on a reduction for streets ³	175
DEFICIT	(435)
Evergreen- 321 net acres	321
Cornelius- 24 net acres	24
REMAINING DEFICIT	(90)

Known Opposition:

A number of property owners, the City of Cornelius and business representatives have expressed opposition to the decision to include only a portion of the Cornelius expansion area. The Metro Policy Advisory Committee also recommended that the full expansion area be included in the UGB. Staff has been contacted by several business groups and the City of Cornelius that they will seek an appeal of the UGB expansion for the failure to meet the overall need for land, for not including the full Cornelius expansion area which included a substantial portion of exception lands.

Legal Antecedents: none

Anticipated Effects:

Acknowledgement by LCDC is expected upon adoption of the UGB amendments and submittal of all remand requirements to complete Periodic Review. If however, LCDC remands the decision back to Metro additional staff work will be required.

Budget Impacts:

If a remand of the decision occurs budget impacts will result from staff work required, public hearing and notice costs.

RECOMMENDED ACTION

Approval of findings to support the decision to expand the UGB in the Cornelius and Evergreen areas and additional staff work to satisfy the remand requirements in Remand Order 05-WKTASK -001673 received from LCDC.

Attachment 1: Map of Evergreen Expansion Area

Attachment 2: Map of Cornelius Expansion Area

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² Title 4 policy savings, application of a 52 percent refill rate, adjustments to the UGB in 2002 and application of the commercial land surplus have reduced demand for Industrial land.

³ 2004 expansion area reduction in buildable lands

Resolution 05-3562
Attachment 1

LCDC Remand Order
05-WKTASK 001673

Evergreen

-  Evergreen Study Area
-  Resource Land
-  Exception Land
-  UGB

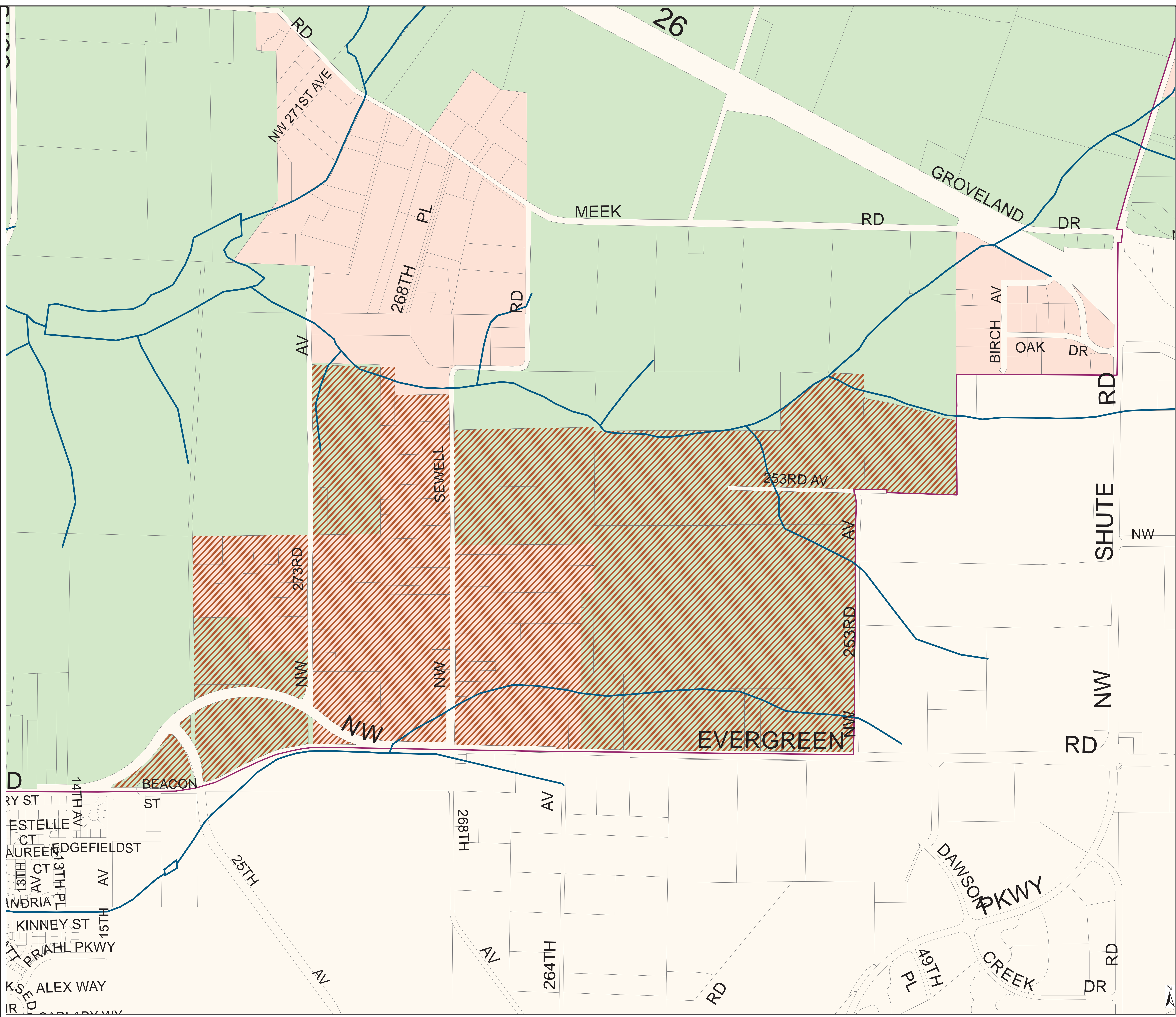
Total Acres = 550

Exception Land = 213 ac.
Resource Land = 337 ac.

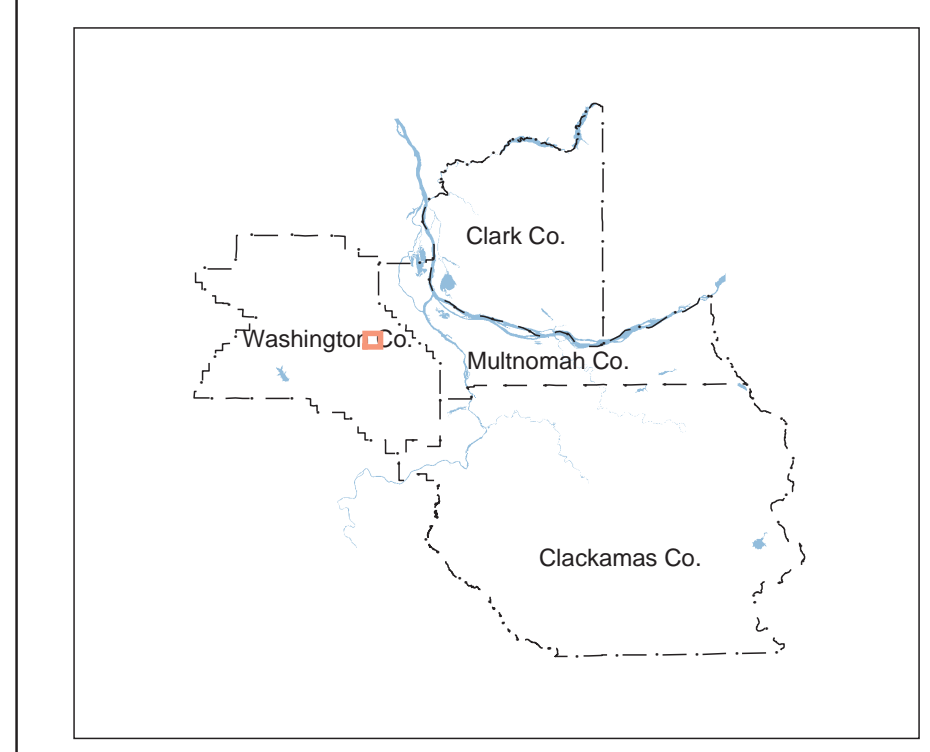
Gross Buildable Acres = 416

Deduction for Future Streets = 95 ac.

Net Buildable Acres = 321







The information on this map was derived from digital databases on Metro's GIS. Care was taken in the creation of this map. Metro cannot accept any responsibility for errors, omissions, or positional accuracy. There are no warranties, expressed or implied, including the warranty of merchantability or fitness for a particular purpose, accompanying this product. However, notification of any errors will be appreciated.



METRO DATA RESOURCE CENTER
 600 NORTHEAST GRAND AVENUE PORTLAND, OREGON 97232-2736
 TEL: (503) 797-1742 FAX: (503) 797-1909
 dc@metro.dst.or.us www.metro-region.org

Cornelius

-  Cornelius
-  Resource Land
-  Exception Land
-  UGB

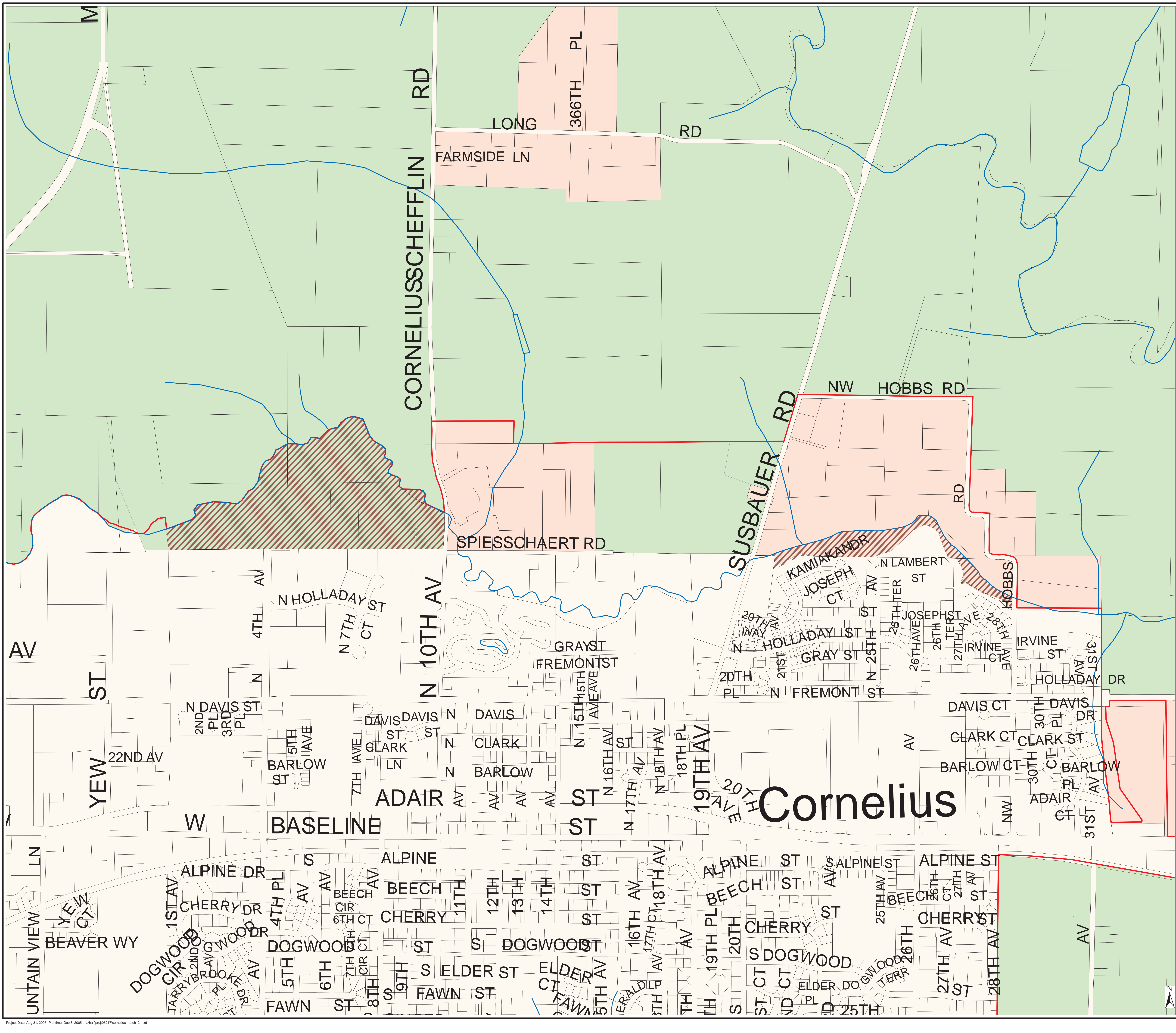
Total Acres = 65

Exception Land = 10 ac.
Resource Land = 55 ac.

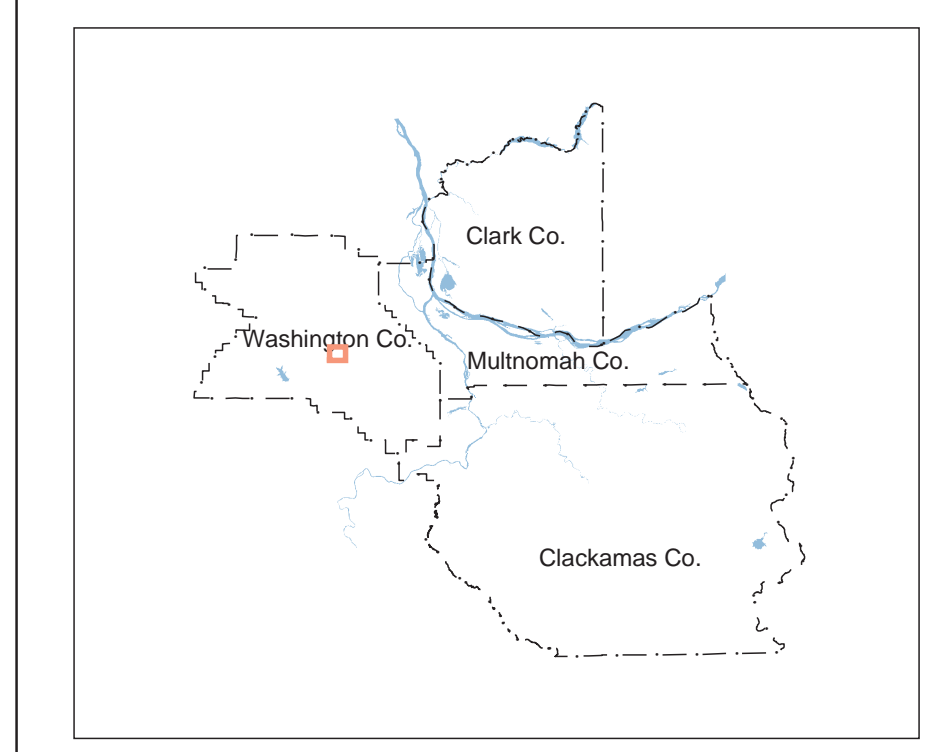
Gross Buildable Acres = 30

Deduction for Future Streets = 6 ac.

Net Buildable Acres = 24 ac.



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BEFORE THE METRO COUNCIL

FOR THE PURPOSE OF CONFIRMING THE)	RESOLUTION NO. 05-3649
APPOINTMENTS OF PAMELA AKE, AARON)	
BABBIE, CHERYL THOEN AND PAT WAGNER TO)	
THE METRO CENTRAL STATION COMMUNITY)	Introduced by Council President
ENHANCEMENT COMMITTEE (MCSCEC))	David Bragdon
)	

WHEREAS, Metro Code Chapter 2.19.030, "Membership of the Advisory Committees," states that all members and alternate members of all Metro Advisory Committees shall be appointed by the Council President and shall be subject to confirmation by the Council; and

WHEREAS, Metro Code Chapter 2.19.120, "Metro Central Station Community Enhancement Committee (MCSCEC)," provides for the (MCSCEC); and

WHEREAS, Metro Code Chapter 2.19.120(b)(1) sets forth representation criteria for Committee membership; and

WHEREAS, vacancies have occurred in representation of the Northwest Industrial Neighborhood Association, Northwest District Association, environmental community, and Linnton Neighborhood Association representation on the MCSCEC; and

WHEREAS, the Northwest Industrial Neighborhood Association, Northwest District Association, environmental community and Linnton Neighborhood Association submitted nominations to the Metro Council President; and

WHEREAS, the Council President has appointed Pamela Ake, a representative of the Northwest Industrial Neighborhood Association, Aaron Babbie, a representative of the Northwest District Association, Cheryl Thoen, a representative of the environmental community and Pat Wagner, a representative of the Linnton Neighborhood Association, subject to confirmation by the Metro Council; now therefore,

BE IT RESOLVED, that the Metro Council confirms the appointments of Ms. Ake, Mr. Babbie, Ms. Thoen and Ms. Wagner to Metro's MCSCEC.

ADOPTED by the Metro Council this ____ day of _____, 2005.

David Bragdon, Council President

Approved as to Form:

Daniel B. Cooper, Metro Attorney

STAFF REPORT

IN CONSIDERATION OF RESOLUTION NO. 05-3649 FOR THE PURPOSE OF CONFIRMING THE APPOINTMENTS OF PAMELA AKE, AARON BABBIE, CHERYL THOEN AND PAT WAGNER TO THE METRO CENTRAL STATION COMMUNITY ENHANCEMENT COMMITTEE

Date: December 15, 2005

Prepared by: Karen Blauer

BACKGROUND

Four vacancies have occurred in the Metro Central Station Community Enhancement Committee (hereinafter referred to as MCSCEC) membership. Metro Code Chapter 2.19.120, "Metro Central Station Community Enhancement Committee (MCSCEC)," provides for the MCSCEC and subsection 2.19.120(b)(1) sets forth Committee membership and representation criteria. The four vacancies in the MCSCEC membership currently exist due to term limits for the members representing the Northwest Industrial Neighborhood Association, Northwest District Association, the environmental community, and the Linnton Neighborhood Association.

The Northwest Industrial Neighborhood Association (NINA) nominated Pamela Ake as its representative. Ms. Ake has been an active member of the NINA board and served as a member of the MCSCEC in the 1990s. She found it was a rewarding experience that helped her learn about community organizations and needs. She has indicated an interest in serving on the MCSCEC (see attachment 1).

The Northwest District Association (NWDA) nominated Aaron Babbie as its representative. Mr. Babbie has served on the NWDA's board of directors as well as other business and governmental organizations, and is keenly interested in the funding sources available to help support projects and programs, which can address the neighborhoods' needs. He has expressed interest in serving on the MCSCEC (see attachment 2).

The Friends of Forest Park nominated Cheryl Thoen to represent the environmental community. No other nominations were received from the seven environmental organizations with an expressed interest in the target area. Ms. Thoen is a resident of Forest Park neighborhood, a long-time active member of Friends of Forest Park and a member of several other local conservation and environmental organizations. She has expressed strong interest in supporting programs aimed at improving the well-being and livability of our community. She has expressed an interest in serving on the MCSCEC (see attachment 3).

Linnton Neighborhood Association (LNA) nominated Pat Wagner as its representative. Ms. Wagner currently serves as LNA's president and as secretary to the Coalition of Westside Neighborhoods. She has expressed a desire to support the many deserving organizations in the Metro grant target area by serving on the MCSCEC (see attachment 4).

ANALYSIS/INFORMATION

1. Known Opposition. There is no known opposition to the appointments of Ms. Ake, Mr. Babbie, Ms. Thoen and Ms. Wagner to the MCSCEC.
2. Legal Antecedents. Chapter 2.19 of the Metro Code Relating to Advisory Committees; Section 2.19.120 provides for a Metro Central Station Community Enhancement Committee (MCSCEC) and sets forth guidelines for representation.
3. Anticipated Effects. Adoption of this resolution would confirm the appointments of Ms. Ake, Mr. Babbie, Ms. Thoen and Ms. Wagner to the MCSCEC.
4. Budget Impacts. There are no known costs associated with implementation of this legislation.

RECOMMENDED ACTION

David Bragdon, Council President, and Councilor Rex Burkholder, chair of the enhancement committee, recommend adoption of this resolution to confirm the appointments of Pamela Ake, Aaron Babbie, Cheryl Thoen and Pat Wagner to serve on the Metro Central Station Community Enhancement Committee.

KB:sm

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**Northwest Industrial
Neighborhood Association
2257 NW Raleigh St.
Portland, OR**

November 21, 2005

Attn: Mr. Rex Burkholder

Re: NINA Representative for Central enhancement grant committee

Dear Mr. Burkholder,

This letter is to confirm that the Northwest Industrial Neighborhood Association (NINA) has selected Pamela Ake as the NINA representative for the position of grant committee member for the central enhancement program. Pamela Ake was selected by a motion and unanimous vote at our October board meeting on October 11, 2005. Please consider the committee's selection of Pamela Ake for this position.

Sincerely,

Greg Madden - Madden Fabrication
NINA President

Nov 21 2005 12:31PM P2

FAX NO: 5032422446

FROM: MADDEN FABRICATION

503-997-1795

METRO
 PEOPLE PLACES • OPEN SPACES COMMITTEE
 METRO APPOINTMENT INTEREST FORM

ATTACHEMENT 1, page 2 of 3

COMMENTS:

NAME Pamela Ake DATE 11-21-05

HOME ADDRESS: 112 NE Bridgeton Rd Portland OR 97211
STREET CITY STATE ZIP

BUSINESS ADDRESS: 1839 NW 24th Ave Portland OR 97210
STREET CITY STATE ZIP

HOME PHONE: 503-283-0918 BUSINESS PHONE: 503-228-2335
FAX 503-228-2175 E-MAIL: pake@staff4u.com
NEIGHBORHOOD NINA

THE FOLLOWING INFORMATION IS VOLUNTARY:

SEX: Female ETHNIC ORIGIN _____

(METRO STRIVES FOR ETHNIC AND MINORITY BALANCE, AS WELL AS GEOGRAPHIC REPRESENTATION, IN ITS MEMBERSHIP COMPOSITION.)

SCHOOL (INCLUDE HIGH SCHOOL)	LOCATION	MAJOR OR DEGREE
<u>Grants Pass High School</u>	<u>Grants Pass OR</u>	<u>General</u>
<u>Lane Comm. College</u>	<u>Eugene OR</u>	<u>Business/Accounting</u>
<u>Central Oregon Comm. College</u>	<u>Bend, OR</u>	<u>Business/Accounting</u>

ATTACHMENT 1, page 3 of 3

LIST MAJOR EMPLOYMENT AND/OR VOLUNTEER ACTIVITIES, BEGINNING WITH MOST RECENT (INCLUDING ALL EXPERIENCES YOU BELIEVE TO BE RELEVANT):

Started own business in 1996 & have achieved 100 Fastest Growing Companies in Oregon, 4 years in a row. Also achieved 500 Fast Growing Companies in US in 2001.

HAVE YOU VOLUNTEERED FOR ANY MINORITY ORGANIZATIONS?

Yes I have

EXPERIENCE, SKILLS OR QUALIFICATIONS YOU FEEL WOULD CONTRIBUTE TO A PUBLIC SERVICE APPOINTMENT:

As an experienced placement professional I evaluate & screen people for jobs - and I am excellent at selecting those candidates.

OUTLINE YOUR REASONS AND INTERESTS IN APPLYING FOR AN APPOINTMENT:

It was a rewarding experience in the past (served on Metro Central in the 1990s). I was also able to learn about different events that I was not aware of and wouldn't have run across in my normal day. (dictated by Pamela to staff)

11/21/05

DATE

KBLSX
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ATTACHMENT 2 to Staff Report to
Resolution No. 05-3649, page 1 of 3

NORTHWEST
DISTRICT ASSOCIATION
2257 NW Raleigh St.
PORTLAND, OR 97210
503.823.4288
coalition@nwnw.org



Rex Burkholder
METRO Councilor
600 NE Grand Ave.
Portland, OR 97232

Dear Councilor Burkholder,

The Northwest District Association is pleased to nominate Aaron Babbie to serve as its representative on Metro Central Enhancement Committee.

Aaron resides in the district and has a strong background serving our local community, as well as business and governmental organizations. His appointment interest form is attached for your consideration.

Aaron's experience and expertise recommend him as a knowledgeable and fair minded addition to the Committee and representative of the NWDA.

I am confident you will find him to be an excellent addition to the Committee.

Sincerely,

Frank D. Bird
President, NWDA



METRO CENTRAL ENHANCEMENT COMMITTEE
APPOINTMENT INTEREST FORM

COMMENTS:

NAME ARON BAZBIE DATE 11/23/05

HOME ADDRESS: 1532 NW 29TH AVE. PORTLAND, OR 97210
STREET CITY STATE ZIP

BUSINESS ADDRESS: 750 SW ANDER ST. PORTLAND, OR 97205
STREET CITY STATE ZIP

HOME PHONE: 503-224-8666 BUSINESS PHONE: 503-402-8730
E-MAIL: ARONIBAZBIE@YAHOO.COM
FAX 503-402-8776 NEIGHBORHOOD DUWA

THE FOLLOWING INFORMATION IS VOLUNTARY:

SEX: MALE ETHNIC ORIGIN CAUCASIAN

(METRO STRIVES FOR ETHNIC AND MINORITY BALANCE, AS WELL AS GEOGRAPHIC REPRESENTATION, IN ITS MEMBERSHIP COMPOSITION.)

SCHOOL (INCLUDE HIGH SCHOOL)	LOCATION	MAJOR OR DEGREE
<u>TAMALPIS HIGH SCHOOL</u>	<u>MILL VALLEY, CA</u>	<u>DIPLOMA</u>
<u>U.C. SAN DIEGO</u>	<u>SAN DIEGO, CA</u>	<u>B.A. SOCIOLOGY</u>

ATTACHMENT 2, page 3 of 3

LIST MAJOR EMPLOYMENT AND/OR VOLUNTEER ACTIVITIES, BEGINNING WITH MOST RECENT (INCLUDING ALL

EXPERIENCES YOU BELIEVE TO BE RELEVANT):

NUDA - BOARD DIRECTOR
DIRECTOR OF SALES & MARKETING - WESTIN PORTLAND HOTEL
NEW VENTURES FOR YOUTH - BOARD DIRECTOR
PORTLAND ROSE FESTIVAL ASSOC. - BOARD DIRECTOR
PORTLAND DOWNTOWN SERVICES, INC. - BOARD DIR.
MULTNOMAH COUNTY HOMELESS YOUTH OVERSIGHT COM. - CO-CHAIR

HAVE YOU VOLUNTEERED FOR ANY MINORITY ORGANIZATIONS?

NEW AVENUES FOR YOUTH - DEVELOPED AND

TAUGHT A CUSTOMER SERVICE TRAINING COURSE.

EXPERIENCE, SKILLS OR QUALIFICATIONS YOU FEEL WOULD CONTRIBUTE TO A PUBLIC SERVICE APPOINTMENT:

I HAVE A GREAT DEAL OF EXPERIENCE
IN WORKING WITH COMMUNITY, BUSINESS
AND GOVERNMENTAL ORGANIZATIONS AS
NOTED ABOVE.

OUTLINE YOUR REASONS AND INTERESTS IN APPLYING FOR AN APPOINTMENT:

I AM FREELY INTERESTED IN THE FUNDING
SOURCES AVAILABLE TO HELP SUPPORT
PROTECTS & PROGRAMS WHICH CAN
ADDRESS SOME OF THE NEEDS OF
THOSE IN OUR NEIGHBORHOOD WITH LIMITED
RESOURCES. I AM ALSO INTERESTED IN
COMMUNITY BUILDING PROGRAMS WHICH BRING
TOGETHER ALL STRATA OF A NEIGHBORHOOD/DISTRICT

11/23/05

DATE

KB:CLX

9:\REMBLAW\ER\GRANTS\RFPO2003\CONTRACT\APPOINTM.FRM.DOC

**ATTACHMENT 3 to Staff Report to
Resolution No. 05-3649, page 1 of 3**

>>> "Gail Snyder" <gail@friendsofforestpark.org> 10/12/2005 2:19:56 PM >>>

Hi Karen,

Friends of Forest Park would like to nominate Cheryl Thoen to serve on the MCEC. Her application is attached. Cheryl resides in the grant target area and cares deeply about neighborhood and community. I know her through her active involvement with FFP.

I think Cheryl embodies the qualities you are seeking in MCEC members. She is diligent; I know she will read every grant proposal thoroughly and thoughtfully. She is fair; each proposal will be considered through unbiased eyes. And, importantly, Cheryl understands projects and grants. She is well qualified to assess the merits of each proposal and make sound decisions that best serve the grant target area and fulfill the mission of the MCEC.

Please contact me if you need further information.

Gail

Friends of Forest Park
P.O. Box 10934
Portland, OR 97296
503.223.5449 (phone)
503.223.5637 (fax)
info@FriendsofForestPark.org

ATTACHMENT 3, page 2 of 3



Comments:

Name Cheryl Thoen Date 10/9/05

Home Address: 2933 NW 53rd Dr Portland OR
97210 Street City State Zip

Business Address: (same) Street City State Zip

Home Phone: 503-292-5406 Business Phone: 503-939-5767

E-Mail: cthoen@teleport.com FAX: 503-291-0264 Neighborhood: Forest Park

The Following Information is Voluntary:

Sex: F Ethnic Origin Caucasian

(Metro strives for ethnic and minority balance, as well as geographic representation, in its membership composition.)

School (include high school)	Location	Major or Degree
Hillsboro Union High	Hillsboro, OR	Diploma, 1967
Univ. of Oregon Honors College	OR	1967-70
Portland State University	Portland, OR	BA, ENGLISH, 1971
University of Portland	Portland, OR	MA, Business Communication, 1987

ATTACHMENT 3, page 3 of 3

List major employment and/or volunteer activities, beginning with most recent (including all experiences you believe to be relevant):

5 yrs active involvement with Friends of Forest Park in various volunteer roles including event mgt, fundraising incl. grant request writing, and project planning. Member of multiple local conservation & environmental orgs, such as ONRC, Audubon Soc of Portland, 1000 Friends of Oregon, Oregon Nature Conservancy, and others. Development committee chair, ORTOP (Oregon Robotics tournament and outreach program) raising \$120,000 this year through grants, sponsorships, and donors; 4 yrs active involvement with ortop in various volunteer roles including fundraising, developing annual business plan, organizing tournaments, and recruiting and training hundreds of volunteers. 1 yr. BoD Forest Park Neighborhood Assn. Additional volunteer participation at Planned Parenthood, Insights Teen Parent Program, Yaun Youth Care Center and others; 25 years professional experience in the high-tech industry in the metro area.

Have you volunteered for any minority organizations?

Yes, BoD, Yaun Youth Care Center -- residential treatment program for boys involved in gangs

experience, skills or qualifications you feel would contribute to a public service appointment:

- Strong interest in the well-being of our community.
- Experience with fundraising for non-profits, including Experience developing and writing grant requests to Metro and other local agencies
- Many years of experience in Personnel mgt, program mgt and project mgt in for-profit and non-profit sectors
- Strong communication and analytical skills
- Semi-retired, self-employed; flexible schedule

outline your reasons and interests in applying for an appointment:

I have a strong interest in supporting local programs aimed at improving the well-being and livability of our community. I'm especially interested in projects or programs that arise from the concern of citizens and that are volunteer driven and locally funded. I would view this position as an opportunity to broaden my understanding of local agencies and programs. I would welcome the chance to positively Affect several programs through one volunteer activity.

10/9/05

Date

KB:GA

S:\REM\BLAUER\GRANTS\INPEO\2005 CONTRACT\APOINTM.FRM.DOC

ATTACHMENT 4 to Staff Report to
Resolution No. 05-3649, page 1 of 3

November 5, 2005

Dear Karen,

Forgive that this is not on official Linnton Neighborhood Assn. letterhead but my computer crashed and I have lost everything including my letterhead.

This letter is to verify that at the LNA meeting held last summer I was selected by the general membership to be Linntons Metro Enhancement Committee representative to replace Jim Stahly.

Respectfully,


Pat Wagner


METRO
 PEOPLE PLACES • OPEN SPACES COMMITTEE
APPOINTMENT INTEREST FORM

COMMENTS:

NAME Pat Wagner DATE 10-8-05

HOME ADDRESS: 12941 NW Newberry Portland OR 97231
STREET CITY STATE ZIP

BUSINESS ADDRESS: 10614 NW St Helens Rd Portland OR 97231
STREET CITY STATE ZIP

Pager 323-0213
HOME PHONE: 503-286-8026

BUSINESS PHONE: 503-286-4990
E-MAIL: patwagner8026@msn.com
NEIGHBORHOOD: Linton

FAX 503-286-1900

THE FOLLOWING INFORMATION IS VOLUNTARY:

SEX: F ETHNIC ORIGIN Caucasian

(METRO STRIVES FOR ETHNIC AND MINORITY BALANCE, AS WELL AS GEOGRAPHIC REPRESENTATION, IN ITS MEMBERSHIP COMPOSITION.)

SCHOOL (INCLUDE HIGH SCHOOL)	LOCATION	MAJOR OR DEGREE
Lathrop High	Fairbanks Alaska	G.E.D.
PC - DNSII nurses + training center	Portland OR	Associate Science Registered Nurse ADN

LIST MAJOR EMPLOYMENT AND/OR VOLUNTEER ACTIVITIES, BEGINNING WITH MOST RECENT (INCLUDING ALL EXPERIENCES YOU BELIEVE TO BE RELEVANT):

(president Linton Neighborhood Assn.) (currently licensed as a
 (secretary coalition of Westside neighborhoods) Registered Nurse in
 (Volunteer Director Linton Community Center) The State of Washington
 HAVE YOU VOLUNTEERED FOR ANY MINORITY ORGANIZATIONS?
 Much of My work as a Registered Nurse has been with Minority
 Populations.

EXPERIENCE, SKILLS OR QUALIFICATIONS YOU FEEL WOULD CONTRIBUTE TO A PUBLIC SERVICE APPOINTMENT:

- ① involvement with the coalition of Westside neighborhoods keeps me in tune with the needs of this grant cycles target area.
- ② My training & experience in medicine gives me an insight & respect of the environment as a major health issue & threat.

OUTLINE YOUR REASONS AND INTERESTS IN APPLYING FOR AN APPOINTMENT:

- ① desire to see the many deserving organizations that do so much good in the Metro Grants target area supported especially related to children & seniors
- ② I hope to see bicycling as a means of transportation supported. Less reliance on motor vehicles
- ③ I wish to support effective management of Forest Park especially the ivy problem on the North end by supporting a scientific approach to eradicate

10- 8- 05

DATE

FORM 10-01-05 (REV. 10-01-05) CONTRACT APPROVAL FORM

BEFORE THE METRO CONTRACT REVIEW BOARD

AUTHORIZING THE CHIEF OPERATING)	RESOLUTION NO. 05- 3624
OFFICER TO EXECUTE AMENDMENT 1 TO)	
THE CONTRACT NO. 926509 WITH PT3, INC.)	Introduced by Chief Operating Officer
(PACWEST COMMUNICATIONS) FOR		Michael Jordan with concurrence of Council
PROVISION OF ADDITIONAL ADVERTISING		President Bragdon
FOR THE TRAVEL OPTIONS MARKETING		
CAMPAIGN		

WHEREAS, Metro operates the Planning Department; and,

WHEREAS, the Planning Department has a contract beginning in 2005 with PT3, Inc. (PacWest Communications) to develop and implement a 2-year marketing campaign to increase public awareness of alternatives to driving alone and techniques for driving wisely in the Portland metropolitan area; and,

WHEREAS, the Oregon Department of Transportation (ODOT) Travel Options Marketing Steering Committee increased the marketing campaign budget to allow for the purchase of television advertisements, development of a web site, and the provision of additional outreach and earned media activities; and,

WHEREAS, revenue to support amendment of the PT3, Inc. contract will be provided by ODOT through an intergovernmental agreement with Metro; and,

WHEREAS, Metro Code 2.04.046 limits increases in cost amount through amendments for contracts that exceed \$1,000,000 that may be authorized by the Chief Operating Officer to \$100,000; and,

WHEREAS, Amendment 1 to the contract is proposed to increase the contract by \$1,049,975 and amend the scope of work; now therefore,

BE IT RESOLVED that the Metro Council, sitting as the Metro Contract Review Board, authorizes the Chief Operating Officer to execute Amendment 1 to Contract No. 926509 in a form substantially similar to that set forth as the attached Exhibit "A".

ADOPTED by the Metro Council this _____ day of _____, 2005

David Bragdon, Council President

Approved as to Form:

Daniel B. Cooper, Metro Attorney

**Exhibit A
Resolution No. 05-3624**



600 NE Grand Ave.
Portland, OR 97232-2736
(503) 797-1700

Amendment

AMENDMENT NO. 1

CONTRACT NO. 926509

This Amendment hereby amends the above titled contract between Metro, a metropolitan service district organized under the law of the State of Oregon and the Metro Charter, and **PT3, Inc. (PacWest Communications)**, hereinafter referred to as "Contractor."

This amendment is a change order to the original Scope of Work as follows:

The contract is increased by \$1,049,975 for a total contract amount of \$1,890,000.

Task 2 – Develop ongoing project evaluation and measurement plan, conduct awareness surveys and focus groups.

- Conduct one to two additional focus groups, for a total of three to four focus groups, including at least one focus group outside of the Portland metropolitan area. Deliverables: focus groups report and videotapes. (This subtask was originally included in Task 6.)
- Expand the scope of the post-campaign public awareness survey to include additional questions that measure awareness and test messages for use in developing the 10-year statewide campaign plan. Develop the survey instrument with Metro's review and approval. Deliverables: Report on post-campaign awareness survey, Excel spreadsheet copies of all raw survey responses.

Task 6 – Create and test campaign message and materials, and purchase paid media

- Develop a paid media strategy and schedule that includes production and placement of television, radio and outdoor advertising. Deliverables: media strategy and schedule.
- Produce a web site that provides information to support the campaign call to action, such as links to information about travel options. This includes development and purchase of a URL consistent with the campaign brand, hosting of the web site, content development, and maintenance of the site through Dec. 31, 2007. Contractor will develop a web site map and strategy for Metro's review and approval in advance of web site content development and production. Deliverables: campaign web site map and strategy, and web site.

STAFF REPORT

IN CONSIDERATION OF RESOLUTION NO. 05-3624, FOR THE PURPOSE OF AUTHORIZING THE CHIEF OPERATING OFFICER TO EXECUTE AMENDMENT 1 TO THE CONTRACT NO. 926509 WITH PT3, INC. (PACWEST COMMUNICATIONS) FOR PROVISION OF ADDITIONAL ADVERTISING FOR THE TRAVEL OPTIONS MARKETING CAMPAIGN

Date: Nov.30, 2005

Prepared by: Cinna'Mon Williams and Pam Peck

BACKGROUND

The Planning Department currently contracts with PT3, Inc. (PacWest Communications) to develop and implement a 2-year marketing campaign to increase public awareness of alternatives to driving alone and to encourage people to reduce single-occupancy vehicle trips. The contract supports all elements of the development and implementation of the campaign including message development and testing, partnership and sponsorship development, production and placement of advertising, and generation of earned media. This contract began in June 2005 and is currently set to conclude December 31, 2007.

Metro's Regional Travel Options Program staff is managing the PT3, Inc. contract on behalf of the Oregon Department of Transportation (ODOT) through an intergovernmental agreement that provides revenue for the marketing campaign. Project oversight is provided by ODOT's Travel Options Marketing Steering Committee, of which Metro Councilor Rex Burkerholder is a member.

The steering committee increased the project budget to support production and placement of television advertising in addition to the radio and outdoor advertising included in the original project budget. The amended budget also will support additional earned media activities, additional outreach to businesses, retail stores, neighborhoods, employers and schools, as well as the development of a campaign web site. The 2-year campaign is the start of a proposed 10-year effort to reach audiences across the state of Oregon with the goal of increasing awareness of options and changing travel behavior. The activities supported by the amended contract budget will allow the campaign to reach statewide audiences during the first phase of the campaign.

An amendment of \$1,049,975 is requested to cover these expenses.

Original contract amount	\$840,025
Amended contract amount	\$1,890,000

Requested amendment \$1,049,975

Metro Code Section 2.04.046 requires the approval of the Metro Contract Review Board for amendments to personal services contracts greater than \$50,000 for any amendment that increases the total amount payable to an amount more than \$100,000 greater than the initial contract amount and any amendments to the original scope of work.

ANALYSIS/INFORMATION

1. Known Opposition: None

2. **Legal Antecedents:** Metro Code Section 2.04.046.
3. **Anticipated Effects:** The activities supported by the amended contract budget will allow the campaign to reach statewide audiences during the first phase of the campaign.
4. **Budget Impacts:** \$1,049,975 offset by revenue provided by ODOT (Metro contract number 926234) through an intergovernmental agreement with Metro.

RECOMMENDED ACTION

The Chief Operating Officer recommends approval of Resolution 05-3624.

BEFORE THE METRO COUNCIL

FOR THE PURPOSE OF AUTHORIZING THE CHIEF)	RESOLUTION NO. 05-3546
OPERATING OFFICER TO ENTER INTO AN)	
INTERGOVERNMENTAL AGREEMENT WITH THE)	
CITY OF BEAVERTON FOR ACQUISITION, JOINT)	Introduced by Councilor Robert Liberty
OWNERSHIP, DISPOSITION AND DEVELOPMENT)	
OF THE WESTGATE PROPERTY AS A TRANSIT-)	
ORIENTED DEVELOPMENT/CENTERS PROJECT)	

WHEREAS, on April 9, 1998, the Metro Council adopted Resolution No. 98-2619 (“For the Purpose of Authorizing Start-Up Activities for the Transit-Oriented Development Implementation Program at Metro”), which authorized start-up activities for the Metro Transit-Oriented Development Implementation Program, as amended by Metro Council Resolution No. 04-3479 (“For the Purpose of Amending the Transit-Oriented Development Program to Expand the TOD Program Area and Initiate an Urban Centers Program”) adopted on July 15, 2004, authorizing the Metro acquisition and “Joint Development” of real property satisfying certain criteria and identified as “Opportunity Sites.” Metro’s Transit-Oriented Development/Urban Centers Program (“TOD” or “TOD Program”) utilizes joint development tools such as land acquisition and development agreements to encourage the development of projects located in close proximity to rail transit stations, “Frequent Bus Stops” and in Urban Centers throughout the region; and

WHEREAS, on July 12, 2004, the Beaverton Downtown Regional Center Development Strategy was formally presented to a joint meeting of the Beaverton City Council and Metro Council. The action plan recommended by this strategy included identifying potential catalyst project sites, determining a marketable development program for each site, reducing minimum parking requirements, streamlining the entitlement process associated with each site and considering direct project subsidies to achieve urban scale development; and

WHEREAS, on July 15, 2004, the TOD Work Plan was amended to expand the TOD Program area and initiate an Urban Centers Program by Resolution No. 04-3479 (For the Purpose of Amending the Transit-Oriented Development (TOD) Program to Expand the TOD Program Area and Initiate an Urban Centers Program); and

WHEREAS, Metro’s TOD Program and the City of Beaverton co-sponsored a Metropolitan Transportation Improvements Program (MTIP) funding proposal to allocate funds toward the acquisition of the Westgate Property, and on March 24, 2005, the Metro Council adopted Resolution No. 05-3529A allocating \$2.0 million to fund the acquisition and development of the Westgate Property as a high quality showcase TOD catalyst project within the Beaverton Downtown Regional Center; and

WHEREAS, on November 7, 2005, the Beaverton City Council appropriated funds for purchase of the Westgate Property; now, therefore

///

///

///

BE IT RESOLVED, the Metro Council authorizes the Chief Operating Officer to execute the attached Intergovernmental Agreement with the City of Beaverton (Exhibit A to the Resolution), providing for the acquisition, joint ownership, disposition and development of the Westgate Property as a catalyst TOD/Centers project.

ADOPTED by the Metro Council this _____ day of _____, 2005.

David Bragdon, Council President

Approved as to Form:

Daniel B. Cooper, Metro Attorney

Exhibit A
Intergovernmental Agreement Between Metro and City of Beaverton
Beaverton Round – Westgate Property

[Placeholder]

Exhibit A to Metro Resolution No. 05-3546

**INTERGOVERNMENTAL AGREEMENT
BEAVERTON ROUND – WESTGATE PROPERTY**

THIS INTERGOVERNMENTAL AGREEMENT (“Agreement”) is entered into by and between Metro, a municipal corporation established pursuant to Oregon law and the Metro Charter (“Metro”) and the City of Beaverton (the “City”), a municipal corporation (collectively, “the Parties”). This Agreement is effective as of the last date of execution set forth below (the “Effective Date”).

RECITALS

A. WHEREAS, Metro Council Resolution No. 98-2619 (“For the Purpose of Authorizing Start-Up Activities for the Transit-Oriented Development Implementation Program at Metro”) adopted on April 9, 1998, as amended by Metro Council Resolution No. 04-3479 (“For the Purpose of Amending the Transit-Oriented Development Program to Expand the TOD Program Area and Initiate an Urban Centers Program”) adopted on July 15, 2004, authorizes the Metro acquisition and “Joint Development” of real property satisfying certain criteria and identified as “Opportunity Sites.” Metro’s Transit-Oriented Development/Urban Centers Program (“TOD” or “TOD Program”) utilizes joint development tools such as land acquisition and development agreements to encourage the development of projects located in close proximity to rail transit stations, “Frequent Bus Stops” and in Urban Centers throughout the region.

B. WHEREAS, on July 12, 2004, the Beaverton Downtown Regional Center Development Strategy was formally presented to a joint meeting of the Beaverton City Council and Metro Council. The action plan recommended by this strategy included identifying potential catalyst project sites, determining a marketable development program for each site, reducing minimum parking requirements, streamlining the entitlement process associated with each site and considering direct project subsidies to achieve urban scale development.

C. WHEREAS, Metro’s TOD Program subsequently authored and Beaverton co-sponsored a Metropolitan Transportation Improvements Program (MTIP) funding proposal to allocate funds toward the acquisition of the Westgate Property, located at 3950 SW Cedar Hills Boulevard, Beaverton, Oregon, and legally described and depicted in the attached Exhibit A (the “Westgate Property”), and on March 24, 2005, the Metro Council adopted Resolution No. 05-3529A allocating \$2.0 million to fund the acquisition and development of the Westgate Property as a high quality showcase TOD Program Transit-Oriented Development catalyst project within the Beaverton Regional Center.

D. WHEREAS, on November 7, 2005, the Beaverton City Council appropriated funds for purchase of the Westgate Property.

Exhibit A to Metro Resolution No. 05-3546

E. WHEREAS, Metro and the City now wish to enter into this Agreement to provide for the contribution of \$2.0 million in MTIP funding toward the acquisition, disposition and development of the Westgate Property as a high quality showcase TOD Program Transit-Oriented Development catalyst project.

F. WHEREAS, on December 12, 2005, the Beaverton City Council authorized the Mayor to enter into this Agreement with Metro.

G. WHEREAS, on December 15, 2005, the Metro Council approved Resolution No. 05-3546, authorizing Metro's Chief Operating Officer to enter into this Agreement with the City.

NOW, THEREFORE, in reliance on the above recitals and in consideration of the mutual covenants and agreements set forth herein, and for other valuable consideration, the receipt and adequacy of which are hereby acknowledged, the Parties covenant and agree as follows:

1. General Objective. To provide for the acquisition, joint ownership, disposition and development of the Westgate Property as high quality showcase TOD Program Transit-Oriented Development catalyst project, in accord with Metro TOD Program criteria and the Minimum Development Program Criteria set forth below (hereafter, the "Project").

2. Property Acquisition

2.1 The City shall negotiate the acquisition of the Westgate Property, perform commercially reasonable due-diligence, close escrow and acquire the Westgate Property with City funds ("City Closing").

2.2 Upon review and approval by Metro of the results of the City's due diligence, satisfactory completion of any additional due-diligence Metro may elect to perform at its sole discretion, and upon receipt of the above set forth \$2,000,000 MTIP allocation from TriMet, Metro shall pay TWO MILLION DOLLARS (\$2,000,000.00) into an escrow account opened by Metro for purposes of the closing the acquisition of Metro's interest in the Westgate Property, in consideration for a pro-rata share of title commensurate with Metro's contribution and the development of the Westgate Property in accord with TOD criteria and the Minimum Development Program Criteria set forth below. Metro's pro-rata share of title shall be determined based on City's MAI appraised value (per appraisal report by R.P. Herman & Associates dated 8/15/05) of the Westgate Property, as reviewed by Metro's review appraiser for compliance with USPAP and generally accepted appraisal principles. Metro shall receive its undivided pro-rata share of title as a tenant in common with the City of Beaverton by Statutory Warranty Deed, subject only to those exceptions set forth on Ticor Title Insurance Company's Preliminary Title Report, dated September 12, 2005, order # 854871, and numbered and 8-14 (the "Metro Closing").

Exhibit A to Metro Resolution No. 05-3546

2.3 Metro agrees to dedicate with City as co-tenant in common to the public for use as right-of-way, that portion of the Westgate Property shown on Exhibit C prior to City's notice to the road contractor to proceed.

3. Pre-Solicitation Preparation – Entitlements. Prior to the Metro Closing, the City agrees to prepare an amendment of the City's zoning and development ordinance (ZDO) altering the ZDO such that a development project satisfying the following Minimum Development Program Criteria set forth below may proceed on the Westgate Property as of right. Promptly after the Metro Closing, and prior to formal action on a DDA for the Westgate Property, the City shall submit said amendment to the City of Beaverton Planning Commission and Beaverton City Council, and shall support and recommend said amendment, exerting its best efforts to obtain the adoption of said ordinance.

4. Minimum Development Program Criteria.

- 4.1 3 or more buildings ranging of no less than 5-10 stories.
- 4.2 A transit-supportive site layout and mix of retail, office and residential uses.
- 4.3 30,000 square feet of ground floor retail space.
- 4.4 90 housing units.
- 4.5 220,000 square feet of office space in two buildings with structured parking.
- 4.6 A floor area ratio (FAR) near 2:1, structured parking to be included in FAR calculations.
- 4.7 Reduced parking ratios for residential, commercial, and office uses will be recommended for site development based on the results of the Beaverton/Hillsboro Parking Solutions Strategy to be undertaken by the City of Beaverton in 2006.
- 4.8 All building space conditioning will be provided by the City's Central Plant and associated distribution system will be extended to property lines.

5. Selection of Development Team. The City and Metro agree to establish a Project Management Committee to manage, craft and implement a mutually acceptable developer solicitation and selection process to promptly select a development team for the Project in accord with all applicable provisions of ORS Chapter 279, the Beaverton City Code and the Metro TOD Workplan as follows:

5.1 The Project Management Committee shall be composed of the following:

- Andy Cotugno, Metro Planning Director (or designee)
- Phil Whitmore, Metro TOD Program Manager
- Linda Adlard, City of Beaverton Chief of Staff (or designee)
- Lonnie Dicus, City of Beaverton Business Services & Plant Manager

5.2 The City shall lead the preparation of a Request for Proposals (RFP) for developer based on the Minimum Development Program Criteria established by this Agreement and

Exhibit A to Metro Resolution No. 05-3546

other criteria mutually agreed upon in writing by Metro and the City, and shall issue said RFP to known potential proposers.

5.3 Notwithstanding the above, upon mutual agreement, the City and Metro may entertain unsolicited proposals and may accept an unsolicited proposal if said proposal satisfies the Minimum Development Program Criteria.

5.4 The City and Metro shall jointly evaluate the qualifications of all developers responding to the RFP and select the developer by mutual agreement.

5.5 The City shall bear the cost of conducting developer solicitation and selection. Metro shall bear its own costs of participating in the selection process if any.

6. Disposition and Development Agreement. The City, Metro and the selected developer (“Developer”) shall be parties to the Disposition and Development Agreement (“DDA”). The City and Metro shall jointly negotiate the terms of the DDA with Developer, which shall be mutually acceptable to Metro and the City, shall comply in all respects with the terms of this Agreement and the Minimum Development Program Criteria. Neither party shall be obligated to offer development incentives equal to incentives offered by the other.

7. Conceptual Design. The DDA shall provide for a design charrette to be conducted by Developer, providing three different conceptual designs or design variations for the Project. The City, Metro, and other select stakeholders mutually agreed upon by the City and Metro, will be invited to provide input and feedback. At the close of the conceptual design phase of the Project set forth herein, the City and Metro will mutually agree upon and select a design alternative. The selected design alternative shall include a site plan, development program, exterior materials and exterior architectural details (“Conceptual Design”). Any selected design shall be subject to City’s discretionary land use approvals.

8. Value Engineering. Value Engineering is an organized approach to the identification and elimination of project costs that provide neither use, nor life, nor quality, nor appearance, nor customer features. The City and Metro agree that the DDA shall require the selected developer to integrate value engineering early in the development process so that the conceptual design approved by the Project Management Committee is financially realistic. The DDA shall provide that, in the event that additional cost cutting is necessary (for example, after construction bids have been received), the parties shall mutually agree on any specific cost cutting proposals that affect the Conceptual Design.

9. Land Disposition. In accord with the terms of this Agreement and upon satisfaction of all relevant preconditions to be set forth in the DDA, including but not limited to those set forth below, the City and Metro shall convey the Westgate Property to the Developer by Bargain and Sale Deed. The proceeds of the Land Disposition, if any,

Exhibit A to Metro Resolution No. 05-3546

shall be allocated pro-rata between the City and Metro in accord with common ownership share.

9.1 Preconditions to Land Disposition:

9.1.1 Final review and approval by the City and Metro of the architectural site plans for consistency with the Conceptual Design and the Value Engineering process, if any.

9.1.2 Final review and approval by the City and Metro of the building elevation details for consistency with the Conceptual Design and the results of the Value Engineering process, if any.

9.1.3 The Developer shall have secured adequate construction financing and equity investment capital, necessary to complete the Project. The adequacy or inadequacy of the construction financing and equity investment capital shall be subject to the mutual determination of the City and Metro.

9.1.4 The Developer shall be subject to no litigation or action privately, or by regulation or government order commenced, pending, or threatened in writing that adversely affects Developer's ability to construct the Project, including a petition in bankruptcy. This requirement may be waived by mutual agreement of Metro and the City.

10. Property Management. Upon acquisition of the Westgate Property by Metro and the City, the City shall manage the Westgate Property until it is conveyed to a developer pursuant hereto and in accord with the DDA. The City shall manage and maintain security of the Westgate Property. Funding for the management and maintenance of the Westgate Property and the payment of taxes or assessments applying to the Westgate Property, if any, shall be provided from the City's own resources.

11. General Provisions

11.1 General Indemnification. Each party, to the maximum extent permitted by law and subject to the Oregon Tort Claims Act, ORS Chapter 30, shall defend, indemnify and hold harmless the other party, its officers, employees, and agents from and against any and all liabilities, damages, claims, demands, judgments, losses, costs, expenses, fines, suits, and actions, whether arising in tort, contract, or by operation of any statute, including but not limited to attorneys' fees and expenses at trial and on appeal, relating to or resulting from the management, maintenance or operation of the Westgate Property. The indemnity obligations under this clause shall survive any expiration or termination of this Agreement.

11.2 Environmental Indemnity. The City, to the maximum extent permitted by law and subject to the Oregon Tort Claims Act, ORS Chapter 30, hereby covenants to indemnify and defend (with legal counsel reasonably acceptable to Metro) Metro and hold Metro, its officers and employees, successors and assigns, harmless from and against all claims, demands, causes of action, or any other action or proceeding,

**SUBJECT TO APPROVAL BY METRO
& CITY OF BEAVERTON**

Exhibit A to Metro Resolution No. 05-3546

meritorious or not, and all liabilities, losses, damages, costs and expenses relating to or arising, not caused or contributed to by an act or omission of Metro, its employees, agents, or contractors, in whole or in part, directly or indirectly, from: (a) the past, present or future Environmental Condition of the Westgate Property; (b) past, present or future Adverse Environmental Activity occurring on or related to the Westgate Property; (c) any and all Government Action related to the Westgate Property or past, present or future activities thereon; (d) the past, present or future Environmental Condition of real property surrounding the Westgate Property, relating to or resulting from the Environmental Condition of the Westgate Property or Adverse Environmental Activity on the Westgate Property; and (e) City or City's agents failure to comply with any and all future Environmental Requirements relating to the Westgate Property.

11.2.1 For purposes of this Section, "Environmental Condition" shall be interpreted to include, but not be limited to, the release of or contamination by any Hazardous Substance(s), pollutant or contaminant, as those terms are defined in CERCLA, TOSCA, ORS Chapters 465 and 466, and all other applicable federal and state environmental statutes, rules and regulations now or hereafter in effect, but shall not include conditions directly resulting from the acts of Metro, its officers and employees, agents and contractors.

11.2.2 For purposes of this Section, "Government Action" shall be interpreted to include any investigation, inquiry, order, hearing, action or other proceeding by or before any governmental agency which results directly or indirectly from the Environmental Condition of the Westgate Property or Environmental Activity related on or related to the Westgate Property.

11.2.3 For purposes of this Section, "Adverse Environmental Activity" shall be interpreted to include any past or current, actual, proposed or threatened surface or subsurface, storage, holding, existing, release, emission, discharge, generation, processing, abatement, removal, remediation, disposition, handling or transportation of any Hazardous Substance(s), pollutant or contaminant (as though they are defined in CERCLA, TOSCA, ORS Chapters 465 and 466, and other applicable federal and state environmental statutes, rules and regulations hereinafter in effect), from, under, into or on, the Westgate Property, or otherwise relating to the Westgate Property or the use of the Westgate Property or neighboring properties, or any other activity or occurrence, cause or causes that would cause any such event to exist, but shall not include activity by Metro, or on behalf of Metro by its officers and employees, agents and contractors.

11.2.4 For purposes of this Section, "Environmental Requirements" shall be interpreted to include past, present and future state and federal local laws and ordinances, including CERCLA, TOSCA, and ORS Chapters 465 and 466, as amended from time to time, including any administrative court order, judgment or decree arising there from.

11.2.5 The City and Metro hereby agree that the Environmental Indemnity contained herein shall survive the sale of the Westgate Property to a third party. Metro may, at its

Exhibit A to Metro Resolution No. 05-3546

option, tender any defense of any claim, action or suit covered under this Environmental Indemnity to the City.

11.3 Liens. Each party shall pay as due all claims for work done on and for services rendered or material furnished to the Westgate Property at that party's order or request, and shall keep the Westgate Property free from any liens. If either party fails to pay any claims or to discharge any lien resulting from work done on and for services rendered or material furnished to the Westgate Property at that party's order or request, the other party may do so and collect the cost from the other party. Such action by a party shall not constitute a waiver of any right or remedy that the party may have on account of the other's default. A party may withhold payment of any claim in connection with a good faith dispute over the obligation to pay, as long as the other's property interests are not jeopardized. If a lien is filed as a result of nonpayment, the responsible party shall, within 10 days after knowledge of the filing, secure the discharge of the lien, or deposit cash with the other, or provide sufficient surety bond or other surety satisfactory to the other party in an amount sufficient to discharge the lien plus any costs or attorney fees.

11.4 Signs. The City may provide on-site signage informing the public that the City is managing the site, but said signage shall state that funding for the acquisition came from Metro's Transit-Oriented Development/Urban Centers Program. The City shall also document in any publication, media presentation or other presentations on the Westgate Property that funding was provided by Metro's Transit-Oriented Development/Urban Centers Program.

11.5 Term. The term of this Agreement shall be three (3) years from the Effective Date of this Agreement, renewable by mutual written agreement for additional three (3) year periods. The indemnities set forth herein shall survive and shall not be affected by the expiration or termination of this Agreement.

11.6 Joint Termination for Convenience. Metro and the City may jointly terminate all or part of this Agreement based upon a determination that such action is in the public interest. Termination under this provision shall be effective upon 10 days' written notice of termination issued by Metro, subject to the mutual written agreement of the Parties.

11.7 Default. Either party to this Agreement may declare a default before the date of expiration, if that party determines, in its sole discretion, that the other party has failed to comply with the terms and conditions of this Agreement and is therefore in violation of its terms. The party wishing to declare default shall promptly notify the defaulting party in writing of that determination and document said default with reasonable particularity. Thereafter, the defaulting party shall have 30 days to cure the default. If the default is of such a nature that it cannot be completely remedied within the 30-day period, this provision shall be deemed complied with if the defaulting party begins correction of the default within the 30-day period and thereafter proceeds with reasonable diligence and in good faith to cure the default as soon as practicable.

**SUBJECT TO APPROVAL BY METRO
& CITY OF BEAVERTON**

Exhibit A to Metro Resolution No. 05-3546

11.8 Metro Remedies. In the event of a default by the City that is not cured as set forth above, Metro may terminate this Agreement by notice in writing as set forth below, and except as otherwise set forth herein, Metro's exclusive remedy shall be the prompt repayment by the City of Metro's contribution to the acquisition of the Westgate Property, in the amount of TWO MILLION DOLLARS (\$2,000,000.00).

11.9 City Remedies. In the event of a default by Metro that is not cured as set forth above, the City's sole remedy shall be to enforce the specific performance of this Agreement. In no event shall Metro be liable to the City for any special, punitive, exemplary, consequential, incidental or indirect losses or damages under or in respect of this Agreement or for any failure of performance related hereto, howsoever caused.

11.10 Laws of Oregon – ORS 279. This Agreement shall be governed by the laws of the State of Oregon, and the Parties agree to submit to the jurisdiction of the courts of the State of Oregon. All applicable provisions of ORS Chapter 279, and all other terms and conditions necessary to be inserted into public contracts in the State of Oregon, are hereby incorporated as if such provisions were a part of this Agreement. The City and Metro hereby acknowledge that uncertainty exists as to the applicability of prevailing wage rate laws, including ORS 279C.800-870 and related regulations, to this Agreement, and the DDA and Project contemplated by this Agreement. The City agrees to obtain the compliance of Developer with said laws when applicable, and agrees to indemnify Metro in accord with Section 11.1 for Developer's failure to so comply.

11.11 Assignment. No party may sell its undivided interest in the Westgate Property, or assign any of its rights or responsibilities under this Agreement without prior written consent from the other party, except the Parties may subcontract for performance of any of their responsibilities under this Agreement.

11.12 Notices. All notices or other communications required or permitted under this Agreement shall be in writing, and shall be personally delivered (including by means of professional messenger service) or sent by fax and regular mail.

To Metro: Metro
Phil Whitmore, TOD Program Manager
600 N.E. Grand Avenue
Portland, OR 97232-2736

To City: City of Beaverton
P.O. Box 4755
Beaverton, OR 97076-4755
Attn: Linda Adlard

11.13 Severability. If any covenant or provision in this Agreement shall be adjudged void, such adjudication shall not affect the validity, obligation, or performance of any other covenant or provision which in itself is valid, if such remainder would then

**SUBJECT TO APPROVAL BY METRO
& CITY OF BEAVERTON**

Exhibit A to Metro Resolution No. 05-3546

continue to conform to the terms and requirements of applicable law and the intent of this Agreement.

11.14 No Third Party Beneficiary. Except as set forth herein, the Agreement is between Metro and the City and creates no third party beneficiaries. Nothing in this Agreement gives or shall be construed to give or provide any benefit, direct, indirect or otherwise to any third parties unless such third party is expressly described as an intended beneficiary under this Agreement. Metro and the City are the only parties to this Agreement and as such are the only parties entitled to enforce its terms.

11.15 Entire Agreement. This Agreement as supplemented by the DDA, constitutes the entire agreement between the Parties and supersedes any prior or contemporaneous oral or written communications, agreements or representations relating to this Westgate Property. No course of dealing between the parties and no usage of trade shall be relevant to supplement any term used in this Agreement. No waiver, consent, modification or change of terms of this Agreement shall bind either party unless in writing and signed by both Parties. The failure of a party to enforce any provision of this Agreement shall not constitute a waiver by any party of that or any other provision.

IN WITNESS WHEREOF, the Parties hereto have set their hands on the day and year set forth below.

CITY OF BEAVERTON

METRO

By: _____
Rob Drake

By: _____
Michael J. Jordan

Title: Mayor _____

Title: Chief Operating Officer

Date: _____

Date: _____

Approved as to form:

By: _____
Beaverton City Attorney

By: _____
Metro Attorney

Exhibits:

Exhibit A – Legal Description of the Westgate Property

Exhibit B – Schedule of Performances

Exhibit C - Boundaries of Rose Biggi Avenue Right-of-Way

Exhibit A
Legal Description of Westgate Property

Part of Lots 12, 13 and 14, STEEL'S ADDITION TO BEAVERTON, in the City of Beaverton, County of Washington and State of Oregon:

Beginning at an iron rod set at the intersection of the Northerly projection of the East line of Mill Street (when a 20 foot wide street) with the North right-of-way line of the Oregon Electric Railroad in Section 16, Township 1 South, Range 1 West of the Willamette Meridian, (said iron rod shown on Survey 9945, Records of Washington County Surveyor); thence running North 06° 56' East on the Northerly projection of East line of Mill Street 517.44 feet to an iron rod at the Southeast corner of that tract of land described in Deed to John S. Biggi, et al, recorded September 27, 1972 in Book 889 page 591, Washington County Deed Records; thence South 82° 45' 45" West 639.12 feet along the South line of said Biggi tract to an iron rod on the East right-of-way line of Cedar Street; thence South 00° 03' 15" East 125.00 feet to an iron rod on the North right-of-way of the Oregon Electric Railroad; thence South 61° 40' East on said right-of-way 669.42 feet to the place of beginning.

EXCEPTING THEREFROM that portion deeded to Tri-County Metropolitan Transportation District of Oregon by Deed recorded August 22, 1994 as Fee No. 94077226, Records of Washington County, Oregon.

Exhibit A to Metro Resolution No. 05-3546

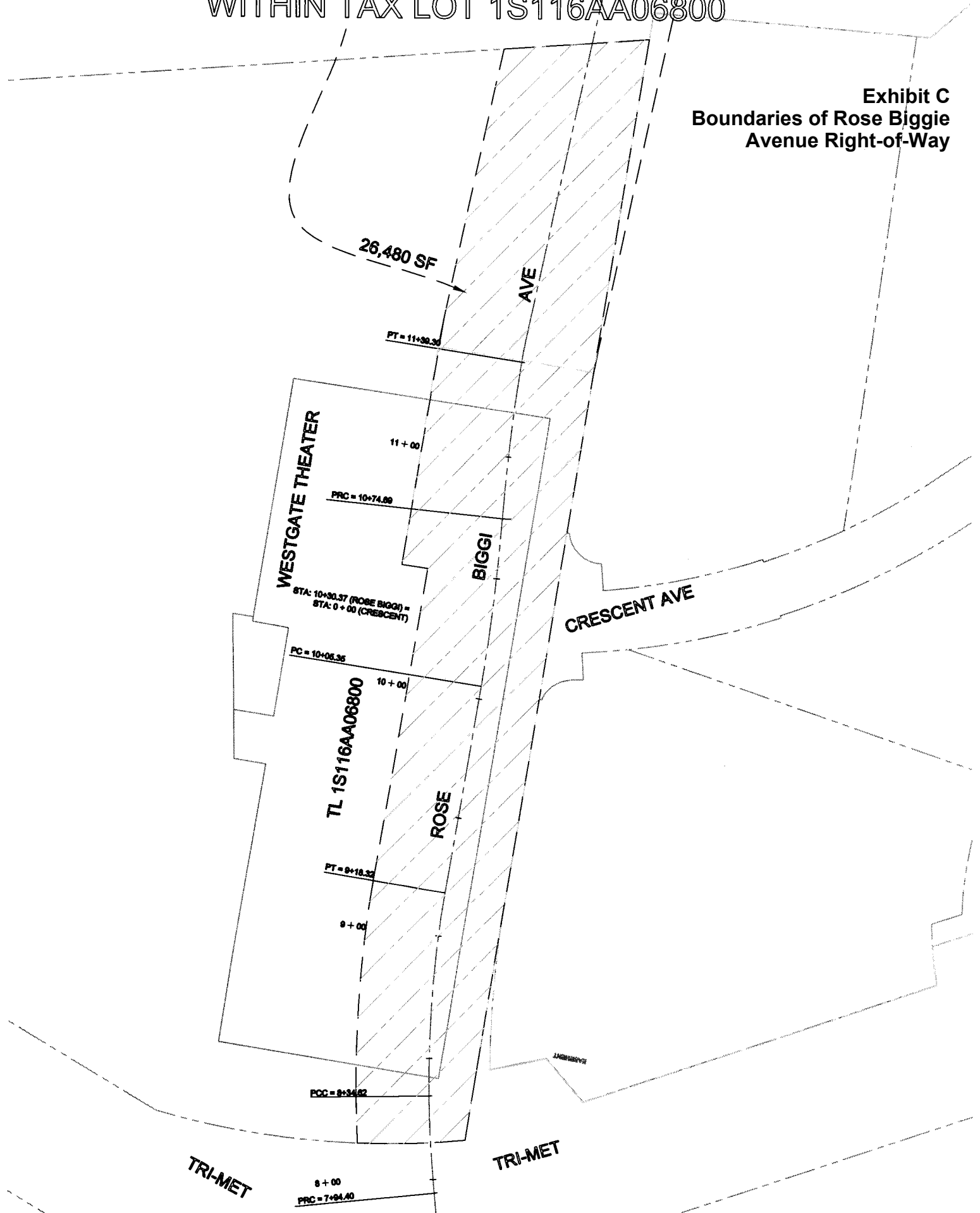
EXHIBIT B

Schedule of Performances

- Metro and City to enter into Intergovernmental Agreement December 2005
- Metro to provide \$2.0 million in acquisition funding and take title in pro rata share March – June 2006
- City to amend zoning to provide entitlements June - September 2006
- Developer Solicitation and Selection July – October 2006
- DDA Negotiated and Executed November 2006
- Complete Design Phase, Design Selection December 2006 – February 2007
- Engineering and Design January 2007 – June 2007
- Land Disposition July 2007

ROSE BIGGI AVE REQUIRED RIGHT OF WAY WITHIN TAX LOT 1S116AA06800

Exhibit C
Boundaries of Rose Biggie
Avenue Right-of-Way



STAFF REPORT

IN CONSIDERATION OF RESOLUTION NO.05-3546, FOR THE PURPOSE OF AUTHORIZING THE CHIEF OPERATING OFFICER TO ENTER INTO AN INTERGOVERNMENTAL AGREEMENT WITH THE CITY OF BEAVERTON FOR ACQUISITION, JOINT OWNERSHIP, DISPOSITION AND DEVELOPMENT OF THE WESTGATE PROPERTY AS A TRANSIT-ORIENTED DEVELOPMENT/CENTERS PROJECT

Date: December 5, 2005

Prepared by: Andy Cotugno
Phil Whitmore

BACKGROUND

Transit-Oriented Development and Centers Implementation Program

Metro initiated a Transit-Oriented Development Program (“TOD” or “TOD Program”) in April 1998 to help implement higher density and mixed-use projects next to transit stations along the Banfield and Westside Light Rail lines. Since that time, work has begun on 26 projects and the program has been expanded to encompass all operating MAX lines, streetcar lines, frequent bus routes, and regional and town centers.

The 2040 Growth Concept looks to the Central City, Regional and Town Centers, Station Communities and Main Streets as the centers of urban life in the region. The maintenance and enhancement of the region’s Centers is crucial to the long-term success of the 2040 Growth Concept.

In the fall of 2003, to encourage local governments to respond to Goal 6 of the Urban Growth Functional Plan, Metro funded a Development Strategy Pilot Project for Beaverton. The purpose of the pilot project was to provide an example for other local governments of a development strategy for encouraging development in a downtown center. In July 2004, the Beaverton Downtown Regional Center Development Strategy was formally presented at a joint meeting of the Beaverton City Council and the Metro Council. The action plan recommended that the public sector acquire site control for potential catalyst projects, develop a marketable program for each site, reduce parking ratios, streamline the approval process, and provide public investments to achieve urban scale development. To facilitate the execution of the development strategy, Metro approved Resolution No. 05-3529A (For the Purpose of Allocating \$62.2 Million of Transportation Priorities Funding For the Years 2008 and 2009 Pending Air Quality Conformity Determination) on March 24, 2005, which included \$2 million to fund acquisition and development of the Westgate Property, as further described below, in downtown Beaverton as a high quality TOD/Centers development. In October 2005, Metro approved Resolution No. 05-3627 to enter into an intergovernmental agreement with TriMet to provide \$6 million of local funds to Metro which includes this \$2 million for the Westgate acquisition. Metro will amend its budget in February to reflect these two prior actions: Resolution (05-3529A) and the TriMet funding IGA (Resolution No. 05-3627.) The Intergovernmental Agreement (IGA) with the City of Beaverton, substantially as shown in Exhibit A to the Resolution, provides for the expenditure of those funds for redevelopment of the Westgate Property. Metro will release the \$2 million to Beaverton after the funds have been transferred from TriMet in March 2006.

Beaverton Regional Center Project - Intergovernmental Agreement

This resolution for an Intergovernmental Agreement with the City of Beaverton provides for the acquisition, joint ownership, internal management, disposition, and development of the property located

at 3950 SW Cedar Hills Boulevard (“Westgate Property”). The Westgate Property is comprised of 4.57 acres at a cost of \$4.9 million. Metro will pay \$2.0 million from MTIP funds towards the site acquisition with the City of Beaverton providing the balance. Metro and the City of Beaverton will co-own undivided interests in the site with the pro-rata share of title based on the value of the contribution. The site will be offered to developers with the following objectives: 1) 3 or more buildings of not less than 5 stories and ranging up to 10; 2) a mix of retail, office and residential uses; 3) minimum of 30,000 square feet of retail; 4) 90 housing units; 5) 220,000 square feet of office; 6) FAR of nearly 2:1; 7) reduction of parking requirements per city TGM study; and 8) connection of buildings to central City energy plant. Metro and the City of Beaverton will jointly evaluate and select the developer and be parties to a Development Agreement. Land value write down may be exercised by either party from their portion of the site value in order to secure public objectives and land sale proceeds (if any) will be distributed on a pro-rata basis of ownership with Metro's proceeds placed in the TOD/Centers Program. The City will provide environmental indemnification of the Westgate Property to hold Metro harmless, and will provide property management duties.

The City of Beaverton is acquiring the site in the same acquisition as the right-of-way for the Rose Biggi Street extension. The City and the seller are set to close escrow mid-December 2005 and this MTIP funding is an essential part of the acquisition funds.

ANALYSIS/INFORMATION

1. Known Opposition

The site acquisition was part of the MTIP funding process in March 2005 and was the subject of numerous public meetings and hearings. During this time there was no known opposition to this site acquisition although there are groups and individuals who oppose TODs and Centers projects and public private partnerships.

2. Legal Antecedents

The Federal Transit Administration (FTA) approved a grant for Metro to initiate the TOD Program in 1998. Authority to use FTA funds for joint development is included in the Intermodal Surface Transportation Act of 1991 (ISTEA) and codified under 49 USC 5309, 49 USC 5307, 23 USC 133 (STP) and 23 USC 149 (CMAQ). According to these statutes, TOD Program activities are defined as transportation projects provided there is (1) a physical or functional relationship to the transit project; and (2) an enhanced effectiveness of the existing transit system.

The TOD program was originally transferred from TriMet to Metro by Intergovernmental Agreement (IGA) via Resolution No. 96-2279 (For the Purpose of Authorizing an Intergovernmental Agreement With TriMet to Assist in Establishing a Transit-Oriented Development and Implementation Program at Metro) adopted on May 16, 1996. The Metro Council authorized start-up activities on April 9, 1998, by Resolution No. 98-2619 (For the Purpose of Authorizing Start-Up Activities For the Transit-Oriented Development (TOD) Implementation Program at Metro). The Work Plan was amended to include provisions for initiation of an Urban Centers Program on July 15, 2004 by Resolution No. 04-3479 (For the Purpose Of Amending the Transit-Oriented Development (TOD) Program Work Plan to Expand the TOD Program Area and Initiate an Urban Centers Program). The Metro Council adopted Resolution No. 05-3529A (For the Purpose of Allocating \$62.2 Million of Transportation Priorities Funding For the Years 2008 and 2009 Pending Air Quality Conformity Determination) on March 24, 2005, allocating \$2.0 million to fund acquisition and development of the Westgate Property to be a high quality TOD/Centers Project within the Beaverton Regional Center. In October 2005, Metro approved Resolution No. 05-3627 (For the Purpose of Authorizing Amendment No. 4 to An Intergovernmental Agreement With TriMet Concerning Transit-Oriented Development Program and Increasing the Level Of

Transit Service) to enter into an intergovernmental agreement with TriMet to provide \$6 million of local funds to Metro which includes this \$2 million for the Westgate acquisition.

3. Anticipated Effects

Public Benefit

A mixed-use project such as this will have 10 times more transit trips, nearly 3 times more walk trips and two and a half times more total non-auto trips as compared to typical suburban development. Development of the site will yield density of 5-8 times higher than typical suburban development. The development will result in 340 additional transit daily trips at a cost per induced transit ride of \$2.99.

The project will concentrate retail, housing, jobs and recreation in a walkable environment within a Regional Center designated in Metro's 2040 Plan. It will expand on the newly created place-making that has been successfully initiated by the Round.

4. Budget Impacts

In March 2005, Metro approved Resolution No. 05-3529A to allocate \$62.2 for the Metropolitan Transportation Improvements Plan (MTIP) for the years 2008 and 2009; this included \$2 million to fund acquisition and development of the Westgate Property in downtown Beaverton as a high quality TOD/Centers development. In October 2005, Metro approved Resolution No. 05-3627 to enter into an intergovernmental agreement with TriMet to provide \$6 million of local funds to Metro; this included the \$2 million for the Westgate acquisition. Metro will amend its budget in February 2006 to reflect these two prior actions.

RECOMMENDED ACTION

It is recommended that the Metro Council approve Resolution No. 05-3546 to provide for the acquisition, joint ownership, interim management, disposition and development of the Westgate Property located at 3950 SW Cedar Hills Boulevard in the City of Beaverton.