



Oregon
Theodore R. Kulongoski, Governor

Department of Land Conservation and Development

635 Capitol Street, Suite 150

Salem, OR 97301-2540

(503) 373-0050

Fax (503) 378-5518

www.lcd.state.or.us



NOTICE OF ADOPTED AMENDMENT

07/26/2011

TO: Subscribers to Notice of Adopted Plan
or Land Use Regulation Amendments

FROM: Plan Amendment Program Specialist

SUBJECT: City of Medford Plan Amendment
DLCD File Number 008-11

The Department of Land Conservation and Development (DLCD) received the attached notice of adoption. Due to the size of amended material submitted, a complete copy has not been attached. A Copy of the adopted plan amendment is available for review at the DLCD office in Salem and the local government office.

Appeal Procedures*

DLCD ACKNOWLEDGMENT or DEADLINE TO APPEAL: Wednesday, August 10, 2011

This amendment was submitted to DLCD for review prior to adoption pursuant to ORS 197.830(2)(b) only persons who participated in the local government proceedings leading to adoption of the amendment are eligible to appeal this decision to the Land Use Board of Appeals (LUBA).

If you wish to appeal, you must file a notice of intent to appeal with the Land Use Board of Appeals (LUBA) no later than 21 days from the date the decision was mailed to you by the local government. If you have questions, check with the local government to determine the appeal deadline. Copies of the notice of intent to appeal must be served upon the local government and others who received written notice of the final decision from the local government. The notice of intent to appeal must be served and filed in the form and manner prescribed by LUBA, (OAR Chapter 661, Division 10). Please call LUBA at 503-373-1265, if you have questions about appeal procedures.

***NOTE:** The Acknowledgment or Appeal Deadline is based upon the date the decision was mailed by local government. A decision may have been mailed to you on a different date than it was mailed to DLCD. As a result, your appeal deadline may be earlier than the above date specified. NO LUBA Notification to the jurisdiction of an appeal by the deadline, this Plan Amendment is acknowledged.

Cc: Desmond McGeough, City of Medford
Angela Lazarean, DLCD Urban Planning Specialist
Ed Moore, DLCD Regional Representative

Thomas Hogue, DLCD Regional Representative

<paa> YA



OF
2

DLCD

Notice of Adoption

☐ In person ☐ electronic ☐ mailed

DEPT OF

JUL 21 2011

LAND CONSERVATION
AND DEVELOPMENT

For Office Use Only

This Form 2 must be mailed to DLCD within **5-Working Days after the Final Ordinance is signed** by the public Official Designated by the jurisdiction and all other requirements of ORS 197.615 and OAR 660-018-000

Jurisdiction: **City of Medford**

Local file number: **CP-11-041**

Date of Adoption: **July 7, 2011**

Date Mailed: **July 19, 2011**

Was a Notice of Proposed Amendment (Form 1) mailed to DLCD? **X** Yes ☐ No Date: **4/5/2011**

☐ Comprehensive Plan Text Amendment

X Comprehensive Plan Map Amendment

☐ Land Use Regulation Amendment

☐ Zoning Map Amendment

☐ New Land Use Regulation

☐ Other:

Summarize the adopted amendment. Do not use technical terms. Do not write "See Attached".

Approval of an application for minor amendment of the Medford Comprehensive Plan, amending existing conditions of approval of application CP-06-065 contained in Ordinance No. 2006-264. Subject area consists of approximately 84 acres, with General Land Use Map designations of General Industrial, Commercial and Service Commercial, and zoning designations of I-G (General Industrial), I-L (Light Industrial) C/SP (Commercial Service/Professional) and C-R (Regional Commercial). Subject area is generally located north of West McAndrews Road, east of the Central Oregon & Pacific Railroad tracks, and west of N. Riverside Avenue and State Highway 99. (Consolidated application with ZC-11-042)

Does the Adoption differ from proposal? **No, no explanation is necessary**

Plan Map Changed from: **No Change**

to: **NA**

Zone Map Changed from: **No Change**

to: **NA**

Location: **North of West McAndrews Road, east of the Central Oregon & Pacific Railroad tracks, and west of N. Riverside Avenue and State Highway 99.**

Acres Involved: **84**

Specify Density: Previous: **NA**

New: **NA**

Applicable statewide planning goals:

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19
☐	☒	☐	☐	☐	☐	☐	☐	☐	☐	☐	☒	☐	☐	☐	☐	☐	☐	☐

Was an Exception Adopted? ☐ YES **X** NO

Did DLCD receive a Notice of Proposed Amendment...

45-days prior to first evidentiary hearing?

X Yes ☐ No

If no, do the statewide planning goals apply?

☐ Yes ☐ No

If no, did Emergency Circumstances require immediate adoption?

☐ Yes ☐ No

DLCD file No. _____

Please list all affected State or Federal Agencies, Local Governments or Special Districts:

Local Contact: **DESMOND MCGEOUGH, PLANNER II** Phone: **541-774-2380** Extension: **2391**
Address: **200 S. IVY STREET, RM 240** Fax Number: **541-774-2564**
City: **Medford** Zip: **97501** E-mail Address:
desmond.mcgeough@cityofmedford.org

ADOPTION SUBMITTAL REQUIREMENTS

This Form 2 must be received by DLCD no later than 5 days after the ordinance has been signed by the public official designated by the jurisdiction to sign the approved ordinance(s)
per ORS 197.615 and OAR Chapter 660, Division 18

1. This Form 2 must be submitted by local jurisdictions only (not by applicant).
2. When submitting the adopted amendment, please print a completed copy of Form 2 on light green paper if available.
3. Send this Form 2 and one complete paper copy (documents and maps) of the adopted amendment to the address below.
4. Submittal of this Notice of Adoption must include the final signed ordinance(s), all supporting finding(s), exhibit(s) and any other supplementary information (ORS 197.615).
5. Deadline to appeals to LUBA is calculated **twenty-one (21) days** from the receipt (postmark date) of adoption (ORS 197.830 to 197.845).
6. In addition to sending the Form 2 - Notice of Adoption to DLCD, please also remember to notify persons who participated in the local hearing and requested notice of the final decision. (ORS 197.615).
7. Submit **one complete paper copy** via United States Postal Service, Common Carrier or Hand Carried to the DLCD Salem Office and stamped with the incoming date stamp.
8. Please mail the adopted amendment packet to:

ATTENTION: PLAN AMENDMENT SPECIALIST
DEPARTMENT OF LAND CONSERVATION AND DEVELOPMENT
635 CAPITOL STREET NE, SUITE 150
SALEM, OREGON 97301-2540

9. **Need More Copies?** Please print forms on 8½ -1/2x11 green paper only if available. If you have any questions or would like assistance, please contact your DLCD regional representative or contact the DLCD Salem Office at (503) 373-0050 x238 or e-mail plan.amendments@state.or.us.

ORDINANCE NO. 2011-122

AN ORDINANCE amending Ordinance No. 2006-264 changing the conditions of approval associated with Medford General Land Use Plan Map Amendment CP-06-065.

WHEREAS, Ordinance No. 2006-264 was adopted on December 21, 2006; and

WHEREAS, the applicants have submitted development applications (CP-11-041, ZC-11-042) on March 15, 2011, to amend the existing conditions of approval associated with the 2006 approval of the Northgate General Land Use Plan Map Amendment and Zoning Amendment applications (CP-06-065 & ZC-06-066 respectively); now, therefore,

THE CITY COUNCIL OF THE CITY OF MEDFORD, OREGON, ORDAINS AS FOLLOWS:

Section 1. An amendment to Ordinance No. 2006-264 changing the conditions of approval associated with Medford General Land Use Plan Map Amendment CP-06-065 is hereby approved as follows:

(1) allow for the off-site traffic mitigation improvements to be phased in conjunction with the built-out square footage of the development;

(2) remove requirements for specific design and architectural features and theme as a condition of the City Council approved Conceptual Master Plan; and

(3) allow for flexibility for future project design revisions to be brought forward as design review applications to the Site Plan and Architectural Commission (SPAC) rather than through an amendment to the original Comprehensive Plan Amendment (CP-06-065).

Section 2. Conditions 1, 3, 4, 5 and 6 through 15 contained in Ordinance No. 2006-264 shall remain in full force and effect. Condition 2 and Condition 5 are hereby amended as modified below:

Modified Conditions: (all references to the following exhibits are contained in the Planning Staff Report dated June 28, 2011, on file in the Planning Department)

Condition 2. Transportation Improvements

The City of Medford Public Works Department memo dated October 25, 2006, (Exhibit K-3) and the Oregon Department of Transportation letters dated October 18 and October 25, 2006 (Exhibits V-1A and V-2B) herein establish the required transportation improvements and conditions. Exhibit F, Applicants' Phasing Plan, establishes the timing for installation of all off-site improvements. Applicants shall install all identified off-site improvements in Exhibit F per the Phasing Plan, or provide adequate financial assurance of such construction pursuant to MLDC 10.667. Applicant is to provide evidence of compliance with transportation improvement requirements.

ii. Landscape plans to include street trees, landscaping and appropriate irrigation install in the public right-of-way planter strips. If and where planter strips are not required, street trees and appropriate irrigation to be included abutting public right-of-way sidewalks.

h. Master Signage Plan

A master signage plan, including project entry and directional signs.

j. The following exceptions are noted:

i. The configuration of the Business Park (Exhibit C, pg. 11 CP-06- 065/ZC-06-066) may change to accommodate the specific requirements of potential industrial/business tenants or future owners. Such changes may be approved by SPAC as part of its approval of the Master Site Plan for the project component. Additional changes to configuration of the project component may also be approved by SPAC as part of its Final Site Plan Review without the need to amend the Master Plan of the project component so long as the design and theme of the Final Site Plan remain consistent with the Master Plan, or by the Planning Director as further defined in the Disposition and Development Agreement as a Stage Three review.

ii. The configuration of the Retail Center may change to accommodate the specific requirements of potential commercial tenants or future owners. Such changes may be approved by SPAC as part of its Final Site Plan Review without the need to amend the Master Plan so long as the design and theme of the Final Site Plan remain consistent with the Master Plan or by the Planning Director as further defined in the Disposition and Development Agreement as a Stage Three review.

k. Development phasing plan shall be proposed and approved.

Section 3. This amendment to the conditions of approval contained by Ordinance No. 2006-264 is supported by the Findings of Fact and Conclusions of Law included in the City Council Staff Report, dated June 28, 2011, including exhibits A through G, on File in the Planning Department (Application CP-11-041) and incorporated herein by reference, subject to modified conditions of approval number 2 and 5, to which the property owner has agreed.

PASSED by the Council and signed by me in authentication of its passage this 7 day of July, 2011.

ATTEST: Glenda Wilson
City Recorder

APPROVED July 7, 2011.

[Signature]
Mayor
[Signature]
Mayor



City of Medford
Agenda Item Commentary

Item No.:

Meeting Date:

July 7, 2011

SUBJECT:

An ordinance amending the existing conditions of approval associated with Medford General Land Use Plan Map Amendment CP-06-065 approved by Ordinance No. 2006-264. Subject site contains General Land Use Plan (GLUP) Map designations of General Industrial, Commercial, and Service Commercial and consists of 84 acres generally located north of West McAndrews Road, east of the Central Oregon & Pacific Railroad tracks, and west of N. Riverside Avenue and State Highway 99. (Land Use, Quasi-Judicial)

INITIATOR:

Northgate Center LLC, Alba Village LLC, Applicants
Sydnee Dreyer of Huycke, O'Connor, Jarvis & Loahman, LLP, Agent

STAFF INFO. SOURCE:

James E. Huber, AICP, Planning Director
Desmond McGeough, Planner II
File No. CP-11-041

FISCAL IMPACT/SOURCE:

N/A

RECOMMENDATION:

Approve the ordinance.

VISION STATEMENT/COUNCIL GOAL:

Vision Strategic Plan - Economic Development and Telecommunications - Element 8:

"Medford is an active catalyst in positioning the City and region in a targeted approach to attract new business, industry and tourism."

BACKGROUND & KEY ISSUES:

The applicants submitted development applications (CP-11-041, ZC-11-042) on March 15, 2011, to amend the existing conditions of approval associated with the 2006 approval of the Northgate General Land Use Plan Map Amendment and Zoning Amendment applications (CP-06-065 & ZC-06-066 respectively). In summary, this application proposes the following: 1) allow for the off-site traffic mitigation improvements to be phased in conjunction with the built-out square footage of the development; 2) remove requirements for specific design and architectural features and theme as a condition of the City Council approved Conceptual Master Plan; and 3) allow for flexibility for future project design revisions to be brought forward as design review applications to the Site Plan and Architectural Commission (SPAC) rather than through an amendment to the original Comprehensive Plan Amendment (CP-06-065). The Planning Commission held a public hearing on June 9, 2011 on the subject application and recommended that the City Council approve the General Land Use Plan Map Amendment, and directed staff to prepare a final order for approval of the associated Zoning Amendment application, subject to Council approval of this General Land Use Plan Map Amendment application (CP-11-041).

EXHIBITS:

Staff Report to City Council dated June 28, 2011, including Exhibits A – G.



CITY OF MEDFORD

PLANNING DEPARTMENT

CITY COUNCIL STAFF REPORT GENERAL LAND USE PLAN MAP AMENDMENT

Date: June 28, 2011

To: City Council for July 7, 2011 public hearing

From: Desmond McGeough, Planner II *DM*

Reviewer: Suzanne Myers A.I.C.P., Principal Planner *SM*

Subject: Northgate GLUP Map Amendment – Amendment of Conditions of Approval (CP-11-041)

BACKGROUND

Proposal: Consideration of a request for minor amendment of the Medford Comprehensive Plan to amend existing conditions of approval associated with application CP-06-065 contained in Ordinance No. 2006-264. Subject site consists of General Land Use Plan (GLUP) Map designations of General Industrial, Commercial, and Service Commercial. The site area of the subject application consists of 84 acres generally located north of West McAndrews Road, east of the Central Oregon & Pacific Railroad tracks, and west of N. Riverside Avenue and State Highway 99. (Northgate Center LLC, Alba Village LLC Applicants; Sydnee Dreyer of Huycke, O'Connor, Jarvis & Loahman, LLP, Agent).

History: The applicants submitted development applications (CP-11-041, ZC-11-042) on March 15, 2011, to amend the existing conditions of approval associated with the 2006 approval of the Northgate Comprehensive Plan Amendment and Zoning Amendment applications (CP-06-065 & ZC-06-066 respectively). In summary, this application and the associated zone change amendment request propose the following: 1) allow for the off-site traffic mitigation improvements to be phased in conjunction with the built-out square footage of the development (Exhibit E - Applicant's Exhibit K); 2) remove requirements for specific design and architectural features and theme as a condition of the City Council approved Conceptual Master Plan (discussed in more detail on page 6); and 3) allow for flexibility for future project design revisions to be brought forward as design review applications to the Site Plan and Architectural Commission (SPAC) rather than through an amendment to the original Comprehensive Plan Amendment (CP-06-065).

"Working with the Community to Shape a Vibrant and Exceptional City"

Lausmann Annex • 200 South Ivy Street • Medford OR 97501

Phone (541)774-2380 • fax (541)618-1708

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On March 1, 2006, a Comprehensive Plan Map Amendment request (CP-06-065), for amending the General Land Use Plan (GLUP) map from the H-I (Heavy Industrial), G-I (General Industrial) and C-M (Commercial) designations to the H-I (Heavy Industrial), G-I (General Industrial), C-M (Commercial) and SC (Service Commercial) designation was submitted concurrently with a Zone Change application. The Planning Commission heard testimony on both the Comprehensive Plan Amendment and the Zone Change applications. On October 26, 2006, the Planning Commission forwarded a favorable recommendation on the Comprehensive Plan Amendment to the City Council. The Planning Commission also found that the application met the required criteria of the Land Development Code, subject to conditions of approval, and approved the Zone Change. The Final Order for Zone Change ZC-06-066 was approved November 9, 2006, subject to the City Council approval of the concurrent application for GLUP Map Amendment.

The Medford City Council conducted a public hearing regarding the Comprehensive Plan Amendment application on November 16, 2006, and deliberated the item at the December 7, 2006 Council meeting. City Council directed staff to prepare an ordinance for approval of CP-06-065 with conditions at the December 7, 2006, meeting.

The Medford City Council at its regular meeting of December 21, 2006, passed Ordinance No. 2006-264, subject to conditions, which approved CP-06-065, a minor amendment of the Comprehensive Plan, changing the General Land Use Plan (GLUP) Map land use designations from Heavy Industrial (HI), General Industrial (GI), and Commercial (CM) to Heavy Industrial (HI), General Industrial (GI), Commercial (CM) and Service Commercial (SC). The City Council also adopted Ordinance No. 2006-296, an ordinance affirming the decision of the Planning Commission decision on the Northgate Zone Change application (ZC- 06-066). The applicants entered into a development agreement with the City of Medford on November 6, 2008, addressing off-site infrastructure improvement requirements and the approval process for the project Master Plan and final site plan approvals.

For the current request, the Planning Commission held a public hearing on June 9, 2011 on the subject application and the zoning amendment application (CP-11-041, ZC-11-042). The Planning Commission recommended that the City Council approve the application and directed staff to prepare a final order for approval of the zoning amendment application, subject to the City Council approval of the Comprehensive Plan Amendment application (CP-11-041).

Authority: The Planning Commission is authorized to recommend, and the City Council to approve, amendments to the Comprehensive Plan under *Medford Land Development Code* Sections 10.102, 10.110, 10.111, 10.122, 10.165, and 10.185.

Approval Criteria: *Medford Land Development Code* Section 10.184(1) refers one to the criteria in the Review & Amendments section of the Comprehensive Plan for amendments to GLUP Map Designations.

GLUP Map Designation, Zoning, and Uses on Subject Property

Subject area encompasses General Land Use Map designations of Heavy Industrial (HI) General Industrial (GI), Commercial (CM), and Service Commercial (SC), and zoning

designations of I-G (General Industrial), I-L (Light Industrial) C/-SP (Commercial Service/Professional) and C-R (Regional Commercial). The entire Northgate Center occupies three of the four quadrants of where State Highways 238, 62 and 99 meet. The approved retail component (Alba Village) is in the southeast portion of the site, located on the southeast corner of Highway 62 and Central Avenue. The Northgate Office Park component is located at the northeast corner of Highway 62 and Central Avenue and the business park component is located on the northwest corner of the intersection.

The project site was once home to the Medco Lumber Mill. With the exception of an old vacated building along Highway 99, the site is currently vacant. The future retail component (Alba Village) is located within the C-R zoning district. The Northgate Business Park is located in both I-G and I-L zoning districts and the Northgate Office Park is located within I-L and C-SP zone districts.

GLUP Map Designation, Zoning, and Uses on Surrounding Property

North:	GLUP	CM (Commercial)
	Zone	C-C (Community Commercial) C-H (Heavy Commercial)
	Use	Miscellaneous Retail
South:	GLUP	HI (Heavy Industrial) CM (Commercial)
	Zone	I-H (Heavy Industrial) C-C (Community Commercial)
	Use	Metal Fabrication, Miscellaneous Retail
East:	GLUP	CM (Commercial)
	Zone	C-C (Community Commercial) C-R (Regional Commercial)
	Use	Rogue Valley Mall, Miscellaneous Retail
West:	GLUP	HI (Heavy Industrial)
	Zone	I-G (General Industrial) GI (General Industrial – Jackson County)
	Use	Timber Products, Vacant

ANALYSIS OF PROPOSED GLUP MAP AMENDMENT

1. Is this site appropriate for the proposed designation?

The current GLUP Map designations were established for the subject property by the passing of Ordinance No. 2006-294. The applicants propose no change to the approved acreages or boundaries of any GLUP Map classifications provided by the GLUP Map Amendment (CP-06-065) as originally approved.

2. How would this amendment affect the supply of Industrial, Commercial and Residential lands?

This application to amend the conditions of approval has no impact to the supply of Industrial, Commercial or Residential land use classifications. On December 4, 2008, the City Council adopted the update to the Economic Element. This site, with its current land use classifications, was considered as part of the land use composition of the City and considered in the development of projected land use needs of the city.

3. How would this amendment affect public facilities, particularly transportation facilities?

The proposed amendment will impact the timing of public transportation facility improvements. The 2006 conditional approval of the Northgate development requires that total P.M. peak hour trips not exceed 1,882 trips for the overall development. The applicant does not propose to change the trip cap condition. However, the Traffic Impact Analysis (TIA) submitted for the original project analyzed facility adequacy in 2010 based on the assumption the project would be fully built out by the year 2010, including all off-site traffic mitigation improvements prescribed by the TIA. Due to the economic climate, the applicants do not seek to fully develop the Northgate Center at one time, but seek to phase the development, starting with the retail component.

With proposed phasing of the on-site project development, the applicants seek to phase the off-site traffic mitigation measures to spread off-site costs over the course of the entire development. The applicants have prepared a phased off-site traffic mitigation plan that correlates to the amount of built-out square footage as the development progresses. The phasing plan (Exhibit E - Applicant's Exhibit K) will be submitted as part of a revised Disposition and Development Agreement, which will ultimately be forwarded to the City Council for approval. The applicants' traffic engineer has provided the methodology used to support the off-site improvement phasing plan (Exhibit E-Applicant's Exhibit F). Both ODOT and the City of Medford Public Works Department have reviewed and support the plan prepared by the applicants' traffic engineer (Exhibit D, Exhibit E - Applicant's Exhibit I).

4. Assessment of comments received.

Staff received two letters regarding the zone change and comprehensive plan amendment applications (Exhibit G). One letter, submitted by an adjoining owner, requests that no modification be made to the full turning movement access point of the development on Central Avenue and that the City require the development to install a traffic signal at this access point.

There is currently no condition of approval associated with the original Northgate development application, by either Public Works Department or ODOT, requiring signalization of the Northgate development approach onto Central Avenue. When the Northgate development seeks site plan authorization, the approach onto Central Avenue shall be designed so that it is directly opposite from the driveway approach on the west side of Central Avenue. Additionally, the existing median island will need to be modified to provide southbound left-turning into the Northgate site. The applicant's traffic engineer has confirmed that the Central Avenue access point does not warrant traffic signalization.

Staff received one letter in opposition to the amendments to the development, citing traffic concerns, interchange congestion and air pollution caused by the proposed change (Exhibit G). The applicant proposes no change to the total amount of commercial square footage of the development. The original Northgate application was conditioned to a trip cap of no more than 1,882 peak hour trips for the overall development. The current proposal does not seek to modify the maximum peak hour trips associated with the development.

At the Planning Commission public hearing, the applicant submitted correspondence from Arnold Gallagher Percell Roberts & Potter, P.C., legal representation for Timber Products, addressed to the applicant stating Timber Products did not oppose the subject application (Exhibit G).

The Public Works Department comments on the application regarding traffic impacts are discussed in the findings below, and the Public Works report (Exhibit D) and ODOT letter are attached in the Applicants' Findings of Fact and Conclusions of Law. (Exhibit E – Applicants' Exhibit I)

5. What are the social and environmental implications of this amendment?

As noted above in the discussion on transportation, there are some implications to traffic facilities related with this amendment in that off-site improvements are proposed to be phased. There are no anticipated positive or negative implications regarding air quality, water quality or wetland areas.

With respect to social and economic consequences, the retail component still proposes a grocery store, which will benefit local neighborhoods. The applicants propose to amend the application by removing requirements for specific architectural features, a particular project theme, and for the project to now encompass large retail users on the site. Staff anticipates no negative consequences to the functionality of the site caused by the requested amendments since the project will still be governed by a Site Plan and Architectural Commission (SPAC) approved Master Plan, and because the City has adopted provisions for large retail buildings to provide greater design interest and pedestrian-oriented amenities. These provisions were not in place when the Comprehensive Plan was amended in 2006.

This amendment also requests that any future changes in the Master Plan be handled as a SPAC application rather than an amendment to the Northgate Comprehensive Plan and Zone Change applications (CP-11-065 and ZC-06-066). Review of site design issues is typically a function of SPAC. Processing a Comprehensive Plan and Zoning Amendment application to address site design modifications is unique to the previous Northgate approvals. With SPAC oversight of the Master Plan and recently adopted provisions within the MLDC, the applicants' request poses no anticipated social or environmental consequences.

APPROVAL CRITERIA COMPLIANCE

Note that the applicants' proposed findings of compliance with the approval criteria are included as Exhibit E and the original findings for the Northgate GLUP Map Amendment are included as Exhibit F.

Comprehensive Plan - Review and Amendments Section – Map Designations, Amendments shall be based on:

Criterion 1. A significant change in one or more Goal, Policy, or Implementation Strategy.

Findings: In the approval of CP-06-065, the applicants established there was a demonstrated need for the change to accommodate commercial uses of a regional nature, particular in this area of the City. This proposed amendment is consistent with CP-06-065 in that it does not propose to modify the GLUP Map classification or zoning designation of any component of the project and still provides up to 417,500 square feet of regional commercial uses. The amendments to the conditions of approval proposed by this application are also consistent with the original findings with respect to Goal 3, Policy 3, which indicate that the City shall encourage cohesive, integrated commercial centers and industrial centers, rather than traditional unrelated linear development. As amended, the project will be developed having a cohesive theme, as established by a SPAC approved Master Plan and the City's Land Development Code requirements for large retail centers, internal circulation requirements, and pedestrian amenities.

Conclusion: The findings of fact for the 2006 Northgate GLUP Map amendment, approved December 21, 2006, identified several significant changes in the goals, policies and implementation strategies in the City's Comprehensive Plan that demonstrated the need for the land use amendment. This proposed amendment is consistent with the approved findings and conclusions of the initial GLUP Map Amendment (Exhibit F, Pg. 31-36). Criterion 1 is satisfied.

Criterion 2. Demonstrated need for the change to accommodate unpredicted population trends, to satisfy urban housing needs, or to assure adequate employment opportunities.

Findings: The applicants propose no amendment to the project which alters the original findings regarding increased employment opportunities resulting from the project. Original studies provide that the project at full build out will create 1,800 jobs. The proposed amendments have no bearing on this figure as the applicants still propose to construct 417,500 square feet of commercial development.

Conclusion: The proposed amendment does not alter the City's original conclusion that the GLUP Map amendment is needed to assure adequate employment opportunities (Exhibit F, Pg.36-44). Criterion 2 is satisfied.

Criterion 3. The orderly and economic provision of key public facilities.

Findings: The Category "A" facilities necessary for urban development include: water service, sanitary sewer collection and treatment, storm drainage and transportation facilities. This property is located where key public facilities exist or can be provided in an orderly and economic manner. Alba Village is projected to pay street system development charges in the amount of 4 million dollars and has agreed to fund or build minor transportation system improvements necessary to accommodate the project. The proposed amendments to the Northgate development do not reduce required off-site improvements or fees. The amendment does seek to phase the timing of off site improvements relative to an increasing amount of building square footage as the project develops out. The phasing of the off-site improvements does not negatively impact the orderly and economic provision of transportation facilities. The proposed phasing for the development is consistent with all state and local facility adequacy standards.

Conclusion: The proposed amendments to the project are consistent with the original conclusion that the development provides for the orderly and economic provision of public facilities (Exhibit F, Pg.44-46). Criterion 3 is satisfied.

Criterion 4. Maximum efficiency of land uses within the current urbanizable area.

Findings: In the 2006 application, the City Council found that Criterion 4 did not apply as the GLUP was changing from one employment category to another, and that there were no ways to measure the efficiency of dissimilar land uses. The Council concluded that Criterion 4 did not apply to GLUP Map changes involving only commercial and industrial map designations. As noted above, in 2008 the City Council adopted the update to Economic Element, and this site, with its land use classifications was considered as part of the land use composition of the City and used to determine overall projected land use needs for the City of Medford. This amendment to the approved Northgate project has no impact to the efficiency of industrial, commercial or residential lands.

The site is strategically located for retail and employment opportunities at the intersection of three major state highway transportation corridors and located less than one half mile from Interstate 5. The existing designated land uses of the property reflect the highest and best potential uses based upon existing transportation infrastructure. Maximum efficiency of the land uses is achieved as the commercial and industrial designations reflect the highest and best use of this property.

Conclusion: The proposed amendments do not change the original findings of fact and conclusions of law for CP-06-065 for this criterion (Exhibit F, Pg. 46-48). Criterion 4 is satisfied.

Criterion 5. Environmental, energy, economic and social consequences.

Findings: There are no anticipated positive or negative impacts on air quality, water quality or wetland areas as a consequence of amending the conditions of approval of the original Northgate Center project. Nothing in this current application alters the existing findings for the project with respect to environmental or energy concerns. The applicants still intend to develop a 417,500 square foot regional commercial project which will be part of a cohesive center that includes office and industrial uses. Staff concurs with the applicants' position that there are no negative environmental or energy consequences associated with the amendments to the Northgate Center development.

With respect to social and economic consequences, the retail component is proposed to contain a grocery store, which will benefit local residential neighborhoods. Project amenities will be amended to remove the clock tower and reduce the number of water features. The applicant does not propose an overall center architectural theme of an Italianate style as proposed in the original Northgate application. Site building configurations and size of buildings are proposed to be changed by this application. The applicants now propose that large retailers be possible occupants of the commercial development site, whereas this was not proposed by the original application. At the time of the 2006 approval of the Northgate Center project, the City had not yet adopted a "Large Retail Structure" ordinance. In January of 2008, the City of Medford adopted

provisions that require retail structures to contain greater visual design interest and pedestrian-oriented site design. As noted in the applicants' findings, MLDC 10.722-10.725 is now applicable to the site and will govern the development of the retail component with regard to perceived negative consequences associated with site design and architecture of large users. The retail center will still contain pedestrian and bicycle access to public rights of way and connectivity to public transit. The development of a master planned project allowing for large retail uses may be more economically viable and will more readily augment the City's commercial base. The applicant still anticipates this development will continue to provide 1800 jobs, of which 1680 jobs will be directly from the development itself.

Conclusion: The proposed amendments are consistent with the original conclusion that the application has properly evaluated and considered environmental, energy, economic and social consequences. (Exhibit F, Pg.48-50). Criterion 5 is satisfied.

Criterion 6. Compatibility of the proposed change with other elements of the City Comprehensive Plan.

Findings: The application proposes no change to the project that alters the original findings regarding compatibility of the change with other elements of the City Comprehensive Plan. Compatibility of the GLUP Map Amendment with other elements of the Comprehensive Plan is identified in the Findings of Fact and Conclusions of Law for CP-06-065.

Conclusion: The compatibility of the GLUP Map Amendment with other elements of the City Comprehensive Plan was evaluated in the original Northgate Center GLUP Map Amendment application (CP-06-065). The proposed modifications to the conditions of approval for the Northgate Center GLUP Map Amendment do not alter the previously approved findings of fact provided and conclusions of law (Exhibit F, Pg. 50-56). Criterion 6 is satisfied.

Criterion 7. All applicable Statewide Planning Goals.

Findings: The following demonstrates conformity with the applicable Statewide Planning Goals:

1. Citizen Involvement:

Goal 1 requires the City to have a citizen involvement program that sets the procedures by which a cross-section of citizens will be involved in the land use planning process, including participation in the revision of the comprehensive plan. Goal 1 requires providing an opportunity to review proposed amendments prior to the public hearing, and any recommendations must be retained and receive a response from policy-makers. The rationale used to reach land use policy decisions must be available in the written record. The City of Medford has an established citizen involvement program consistent with Goal 1 that includes review of proposed Comprehensive Plan Amendments by the Citizens Planning Advisory Committee, the Planning Commission, and the City Council. Affected agencies and interested persons are also invited to review and comment on such proposals, and hearing notices are published in the local newspaper and posted on the site. This process has been adhered to in the proposed amendment to CP-11-065. The document was made available for review at the Planning Department. It was

considered by the Planning Commission and the City Council during televised public hearings.

2. Land Use Planning:

Goal 2 requires the City to adopt a Comprehensive Plan, which must include identification of issues and problems, inventories, and other factual information for each applicable Statewide Planning Goal, and evaluation of alternative courses of action and ultimate policy choices, taking into consideration social, economic, energy and environmental needs. Comprehensive plans must state how the Statewide Planning Goals are to be achieved. The plan must contain specific implementation strategies that are consistent with and adequate to carry out the plan, and which are coordinated with the plans of other affected governmental units. Implementation strategies can be management strategies such as ordinances, regulations and project plans, and/or site or area-specific strategies such as construction permits, public facility construction, or provision of services. Comprehensive plans and implementation ordinances must be reviewed and revised on a periodic cycle to take into account changing public policies and circumstances.

3. Agricultural Lands:

Does not apply.

4. Forest Lands:

Does not apply.

5. Natural Resources, Scenic and Historic Areas, and Open Spaces:

Does not apply.

6. Air, Water, and Land Resources Quality:

In order to receive building permits for future development on the property, the developer will be required to comply with all City development standards, and applicable State and Federal environmental standards rules and regulations.

7. Areas Subject to Natural Hazards:

Does not apply.

8. Recreation Needs:

Does not apply.

9. Economic Development:

Goal 9 requires comprehensive plans to identify economic opportunities and to plan for adequate lands to support identified opportunities for a 20-year timeframe. This proposal is consistent with the provisions of OAR 660-009-0015, Economic Opportunities Analysis, which requires comparison of the demand for land for employment uses to the existing supply of such land, and requires a 20-year supply.

This proposal is also consistent with the provisions of OAR 660-009-0010(4), which requires post-acknowledgement comprehensive plan GLUP Map amendments that change the land use designation of property in excess of two acres within an existing urban growth boundary from an industrial use designation to a non-industrial use

designation, or an other employment use designation to any other use designation, to address all applicable planning requirements, and:

- a) Demonstrate that the proposed amendment is consistent with the most recent economic opportunities analysis and the parts of its acknowledged comprehensive plan which address the requirements of Division 9; or
- b) Amend its comprehensive plan to incorporate the proposed amendment consistent with the requirements of Division 9; or
- c) Adopt a combination of the above, consistent with the requirements of Division 9.

The City of Medford completed an Economic Opportunities Analysis to provide a picture of the economic development potential over a 20 year planning period (2008-2028). On December 4, 2008, the City Council adopted the update to the Economic Element based on a "High Growth" demand scenario.

According to the conclusions of the analysis, the City of Medford has a deficit of 566 net buildable acres (708 gross acres) of employment land inventory. The analysis demonstrates that there is a current land deficit of 300 acres of Commercial land and a current land surplus of 443 acres of Industrial lands based on the 20 year projected land use needs analysis provided in the 2008 Economic Element update. The original Comprehensive Plan Amendment was approved in 2006, prior to the update. The deficit and surplus figures in the most current Economic Element take in to account the current GLUP map designations encompassed by the Northgate project. This application to amend the existing conditions of approval for CP-06-065 has no bearing on the existing land use inventory of the City, thus it is consistent with the most recent economic opportunities analysis.

10. Housing:
Does not apply.

11. Public Facilities and Services:
Category "A" public facilities have been constructed with exception of necessary improvements required for the transportation system.

12. Transportation:
Criterion cannot be met without adherence to the original trip cap placed on the property limiting the trip generation to no more than 1,882 total P.M. peak hour trips for the overall development. This application does not alter the maximum trip generation. The phasing of the off site improvements to correlate with built square footage will not negatively impact or cause inconsistency with state or City facility adequacy standards.

13. Energy Conservation:
Does not apply.

14. Urbanization:
The subject property is within the established Urban Growth Boundary (UGB) of the City of Medford. On December 4, 2008, the City Council adopted the update to the Economic Element, and this site with its underlying land use classifications, was considered as part of the land use composition of the City and overall projected land use

needs of Medford. This application to amend the conditions of approval has no impact to the supply of Industrial, Commercial or Residential land.

Note: Goals 15–19 apply only to other regions of the State.

Conclusion: The proposed modifications to the conditions of approval for the Northgate Center GLUP Map Amendment do not alter the previously approved findings of fact and conclusions of law (Exhibit E, Pg. 57-62). Criterion 7 is satisfied.

RECOMMENDED ACTION

Based on the findings and conclusions that all of the approval criteria are either met, met due to conditions, or are not applicable, the Planning Commission recommends that the City Council approve CP-11-041, subject to all previous conditions of approval for CP-06-065, except as shown in the modified conditions below, per the Staff Report dated June 28, 2011, including Exhibits A through G.

Modified Conditions:

Amended Condition 2. *Transportation Improvements*

*The City of Medford Public Works Department memo dated October 25, 2006, (Exhibit K-3) and the Oregon Department of Transportation letters dated October 18 and October 25, 2006 (Exhibits V-1A and V-2B) herein establish the required transportation improvements and conditions. **Exhibit F, Applicants' Phasing Plan, establishes the timing for installation of all off-site improvements. Applicants shall install all identified off-site improvements in Exhibit F per the Phasing Plan, or provide adequate financial assurance of such construction pursuant to MLDC 10.667. Applicant is to provide evidence of compliance with transportation improvement requirements.***

Amended Condition 5. *Northgate Center Master Plan:*

The Master Plan is intended to provide the overall design, architectural theme, landscape plan and layout of the project and consistency between the three (3) quadrants of the project (Industrial, Office/Business Park, Retail Center). The Master Plan may be approved at one time for the entire project, or may be approved in three (3) parts for each of the three components of the project.

- 1. A Northgate Center Master Plan shall be adopted via Site Plan and Architectural Review (SPAC) pursuant to a Class "C" procedure of the Medford Land Development Code. The Master Plan shall be approved through such review prior to any further SPAC applications for individual sites within the project or quadrant boundary. The Master Plan and subsequent applications shall be in substantial conformance with the following elements of CP-06-065 and ZC-06-066, as amended herein:*
 - a. The uses shall be consistent with the approved zoning/comprehensive plan designations;*
 - b. The Master Plan shall include the number and approximate locations of vehicular access points indicated on the Conceptual Plan and Revised Conceptual Plan (Retail Center only);*
 - c. The Master Plan shall include pedestrian access from each of the vehicular access points to the project; and*

- d. *All buildings or structures in excess of 50,000 square feet shall be in compliance with MLDC 10.722 through 10.725.*
- 2. *The following elements, among others, shall be considered during Site Plan and Architectural Review for inclusion in the Master Plan:*
 - a. *In the event the Master Plan is separately reviewed for each quadrant, the architecture and landscape/pedestrian design of each subsequent component shall be in substantial conformance with the architecture and landscape design for any previously approved component(s);*
 - b. *Interconnections between the three quadrants of the project to the extent possible under ODOT regulations and restrictions prevailing on the piece of property shall be provided;*
 - c. *Decorative and functional pavement treatments for internal pedestrian access;*
 - d. *A consistent architectural/landscape theme for the project and each of its components;*
 - e. *Treatment of public plazas, building facades, etc in compliance with MLDC 10.722 through 10.725;*
 - f. *Lighting*
 - i. *A conceptual lighting plan , which in commercial areas is to be less than 25 feet in height;*
 - ii. *Conventional style lighting to be restricted in the industrial areas so that no more than thirty percent (30%) of the total illumination may come from conventional commercial/industrial lighting. The balance to be less than 25 feet in height and of a design similar to that shown in the conceptual lighting plan.*
 - g. *Landscaping*
 - i. *Landscape plan to include landscaped buffer between Sierra Pine and the Northgate Center of a design similar to that shown in the original conceptual buffer detail plan (CP-06-065/ ZC-06-066 Exhibit C, p.12);*
 - ii. *Landscape plans to include street trees, landscaping and appropriate irrigation install in the public right-of-way planter strips. If and where planter strips are not required, street trees and appropriate irrigation to be included abutting public right-of-way sidewalks.*
 - h. *Master Signage Plan*
A master signage plan, including project entry and directional signs.
 - j. *The following exceptions are noted:*
 - i. *The configuration of the Business Park (Exhibit C, pg. 11 CP-06-065/ZC-06-066) may change to accommodate the specific requirements of potential industrial/business tenants or future owners. Such changes may be approved by SPAC as part of its approval of the Master Site Plan for the project component. Additional changes to configuration of the project component may also be approved by SPAC as part of its Final Site Plan Review without the need to amend the Master Plan of the project component so long as the design and theme of the Final Site Plan remain consistent with the Master Plan, or by the Planning Director as further defined in the Disposition and Development Agreement as a Stage Three review.*

- ii. The configuration of the Retail Center may change to accommodate the specific requirements of potential commercial tenants or future owners. Such changes may be approved by SPAC as part of its Final Site Plan Review without the need to amend the Master Plan so long as the design and theme of the Final Site Plan remain consistent with the Master Plan or by the Planning Director as further defined in the Disposition and Development Agreement as a Stage Three review.*
- k. Development phasing plan shall be proposed and approved.**

EXHIBITS

- A** Vicinity Map (Zoning)
- B** Ordinance No 2006-264, approving Northgate Comprehensive Plan Amendment with Conditions of Approval, December 21, 2006.
- C** General Land Use Plan Map
- D** Comments from Departments and Agencies
- E** Applicants' Findings of Fact and Conclusions of Law, received May 31, 2011, including applicants exhibits:
- Assessor's Map (Exhibit "A")
 - Locational Map of Retail Center (Exhibit "A"-1)
 - Approved GLUP Map Excerpt (Exhibit "A-2")
 - Approved Zoning Map (Exhibit "A-3")
 - Ordinance No. 2006-264 (Exhibit "B")
 - Final Order of Approval, ZC-06-066 (Exhibit "C")
 - Currently approved Disposition and Development Agreement (Exhibit "D")
 - Revised Conceptual Plan (Exhibit "E")
 - Findings of North Wind for Off-site Improvement Timing Plan (Exhibit "F")
 - Proposed Conditions (Exhibit "G")
 - Text of Approval Criteria for GLUP Map Amendments and Zone Changes (Exhibit "H")
 - May 26, 2011, ODOT Letter Approving Off-site Improvement Timing Plan (Exhibit "I")
 - Revised Disposition and Development Agreement (Exhibit "J")
 - Off-site Improvement Timing Plan (Exhibit "K")
- F** *** Approved Findings of Fact and Conclusions of Law for Northgate GLUP Map Amendment, December 21, 2006
- G** Public Comment Received as of June 28, 2011.

**** Due to the large size of the approved findings of fact and conclusions of law for the original application, Exhibit F, they are hereby incorporated into the staff report by reference. A copy of the subject exhibits can be found at the City of Medford Planning Department in the case file for this application.*

PLANNING COMMISSION AGENDA: June 9, 2011
CITY COUNCIL AGENDA: July 7, 2011



Vicinity Map

Application Name:

Northgate

Proposal:

Amend Conditions
of Approval for

CP-06-065/ZC-06-066

File Nos.:

CP-11-041/ZC-11-042

Applicant:

Regency Centers Corp.

Map/Taxlots:

372W24AB TL 1400

372W24 TL's 101, 400,

500, 600, 700, 800

372W13DC TL's 3301, 4300

4400, 4500, 5500, 5600, 5700



Medford Zoning



Subject Area

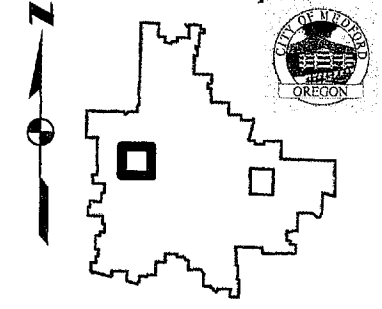


UGB

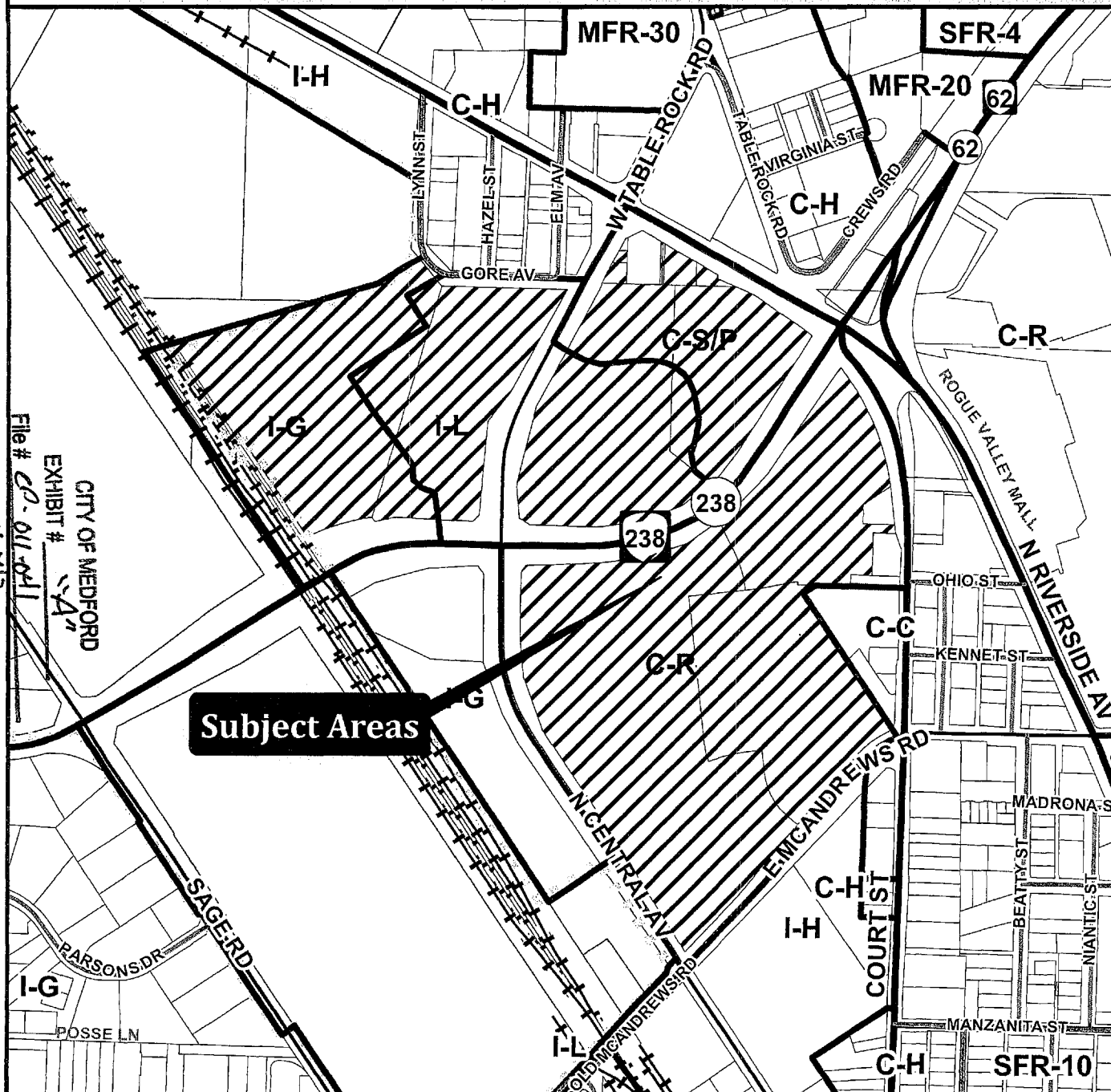


Tax Lots

Area of Map



4/4/2011



CITY OF MEDFORD
EXHIBIT # 4
File # CP-06-065
ZC-11-042

ORDINANCE NO 2006-264

AN ORDINANCE approving, with conditions, a minor amendment of the Medford *Comprehensive Plan* changing the General Land Use Plan (GLUP) Map land use designations from Heavy Industrial, General Industrial, and Commercial to Heavy Industrial, General Industrial, Commercial, and Service Commercial on 84 acres located generally north of West McAndrews Road, east of the Central Oregon & Pacific Railroad tracks, and west of North Pacific Highway (CP-06-065)

THE CITY COUNCIL OF THE CITY OF MEDFORD, OREGON, ORDAINS AS FOLLOWS

Section 1 The minor amendment of the Medford *Comprehensive Plan* changing the General Land Use Plan (GLUP) Map land use designations from Heavy Industrial, General Industrial, and Commercial to Heavy Industrial, General Industrial, Commercial, and Service Commercial on 84 acres located generally north of West McAndrews Road, east of the Central Oregon & Pacific Railroad tracks, and west of North Pacific Highway is approved

Section 2 This minor amendment to the Medford *Comprehensive Plan* is supported by the Findings of Fact and Conclusions of Law included in the Revised City Council Staff Report and exhibits dated November 6, 2006, as updated December 11, 2006, with the Findings of Fact and Conclusions of Law and Supplemental Findings of Fact dated on file in the Planning Department and incorporated herein by reference, and the following conditions of approval which are necessary to meet the criteria for approving this minor amendment to the Medford *Comprehensive Plan*, and to which the property owner has agreed

Conditions of Approval for CP-06-065

Within 30 days of the effective date of the Ordinance adopting the GLUP Map amendment, the property owner shall, prior to recording, submit for approval by the Planning Director after review by the City Attorney, a covenant or covenants to be recorded on the subject properties containing the following stipulations to the Planning Department for review. Upon approval, the property owner shall immediately record the covenant(s) with Jackson County

A copy of this Ordinance shall be an exhibit recorded with each covenant

The conditions of approval set forth in this ordinance can only be changed through a minor comprehensive plan amendment process, now existing or as subsequently enacted

Management details regarding the following conditions of approval shall be administered through an executed Developer's Agreement with the City of Medford. The timing of compliance with the following conditions shall be established as part of the Developer's Agreement which shall be adopted through a land use decision per ORS 94 508

1 Trip Cap

A trip cap is hereby applied that limits vehicular trip generation by development on the subject site to no more than 18,509 ADT and 1,882 P M peak hour trips as a mitigation to ensure that impacts will not reduce transportation facility adequacy below LOS 'D'. A 2% trip reduction for the internal trip capture that is likely to result from the project design and up to an additional 5% deduction for the TDM measures shall be available. To receive more than the 2%, the TDM measures must include trolley service serving all project quadrants with 10 minute headways and capable of capturing 360 passengers per hour. The trolley shall operate in perpetuity, at least Monday through Friday from 7 00 A M to 6 00 P M. The applicant is responsible for monitoring ADT generation by proposed development projects (per the most current edition of the ITE Trip Generation Manual) and reporting to the City of Medford in conjunction with applications. The compliance monitoring system shall be developed as part of the Developer Agreement.

2 Transportation Improvements

The City of Medford Public Works Department memo dated October 25, 2006 (Exhibit K-3) and the Oregon Department of Transportation letters dated October 18 and October 25, 2006 (Exhibits V-1A and V-1B) herein establish the required transportation improvements and conditions. Applicant to provide evidence of compliance with transportation improvement requirements.

3 Transportation Demand Management Plan

(A) **Transit Pass for Employees** An employee transit pass subsidy shall be provided for at least 5 years for fixed-route transit district passes at no cost to all employees on the subject site who wish to use transit, beginning within two years from the date that the first Certificate of Occupancy is approved by the City for the subject site. After such beginning date, verification of compliance shall be provided to the Planning Director on a yearly basis for five years.

(B) **Trolley Service** If the additional 5% trip reduction is taken for a trolley, the privately funded fare-free trolley(s) shall service the three quadrants of the subject site beginning within two years from the date that the first Certificate of Occupancy is approved by the City for the building square footage for which the reduction is taken. At a minimum, trolley service shall operate with 10 minute headways and be capable of capturing 360 passengers per hour, at least Monday through Friday from 7 00 A M to 6 00 P M. Trolley service to connect to the Rogue Valley Mall is subject to the permission of the Rogue Valley Mall owners. Applicant shall construct the Exclusive Transit Crossing which traverses North Central Avenue between the Office and Business Parks if the same is approved by the City of Medford.

(C) **Off-Street Vehicular Parking Space Reduction/Cap** A parking space reduction is hereby approved for the subject site which reduces the required number of off-street vehicular parking spaces by five percent. The reduction distribution shall be approved through the Site Plan Architectural Commission Master Plan approval. This reduction

does not reduce the bicycle parking space requirement, which shall be based on the number of parking spaces normally required by the *Medford Land Development Code*. No more than 120% of the number of off-street vehicular parking spaces normally required shall be supplied.

(D) **McAndrews Multi-Use Path** A concrete multi-use path at least 10 feet in width shall be constructed behind the planter strip along the frontage of McAndrews Road connecting between Court Street and Central Avenue in lieu of the sidewalk. Specific design and location of such path is subject to specifications of the City of Medford Engineering Division and the Site Plan Architectural Commission Master Plan Approval process.

(E) **Transit/Carpool Facilities** Transit and carpool facility improvements in conformance with *Medford Land Development Code* sections 10 807 and 10 808, 10 809 shall be determined through the Site Plan Architecture Commission Master Plan approval and code required subsequent Site Plan and Architectural Review approvals.

(F) **Transportation Management Association** Businesses in Northgate Centre with 50 or more employees shall join a Transportation Management Association if one exists for the Medford area.

- 4 **Compatibility Restrictive Covenant** A restrictive covenant which restricts property owners and lessees on the subject site from remonstrating with respect to the common and customary industrial manufacturing practices which occur on nearby lands devoted to industry shall be incorporated as deed restrictions on the subject site and as provisions in the leases for future tenants of the subject site. A sample of the language for such a covenant is provided in Exhibit F-F. The Planning Commission voted to recommend including the following changes to Exhibit "F-F" pp 5-6:

Third line begins " *Timber Products Corporation and/or SierraPine Corporation* , delete the words " *as forest products businesses*" and insert, " *and any successor industrial users of those sites and/or adjacent industrial property owned by those businesses*" Line 8, which begins " *businesses to any federal, state or local agency so long as the businesses operate in conformance with* , delete " *conformance*" and change to " *material compliance*" Line 10 begins " *of the businesses*" Add " *Violation of a single day threshold reported in compliance with industry standard practice shall not constitute material non-compliance*"

- 5 **Northgate Centre Master Plan**
Zoning shall be in effect that permits the land use types indicated in the Master Plan prior to further Master Plan review.
- (A) A Northgate Centre Master Plan shall be adopted via Site Plan and Architectural Review pursuant to Class "C" procedures of the *Medford Land Development Code*. The Master Plan shall be approved through such review prior to any further SPAC applications for individual sites or projects within the project boundary. The Master Plan and subsequent

applications shall be in substantial conformance with the Northgate Centre application materials submitted as part of CP-06-065 and ZC-06-066

(B) The following elements, among others, shall be considered during the Site Plan and Architectural Review for inclusion in the Master Plan

(1) Pedestrian elements to include benches dispersed throughout the site, areas that integrate outdoor commerce and eating with pedestrian space, trolley stops and decorative and functional pavement treatments at key locations of vehicle/pedestrian interaction. Interconnections between the three quadrants of the project shall also be considered to the extent possible under ODOT regulations and restrictions prevailing on the piece of property

(2) A building façade that contains a public entrance to include the following architectural elements

- a) A cupola or tower feature on a building corner common to the building façade wall with the public entrance or cupola or tower integrated into the entrance itself
- b) A minimum percentage of the façade to include masonry work depending upon land use type
- c) A minimum percentage of the building façade wall having transparent or translucent windows and awnings depending upon land use type

(3) Methods to address issues covered by the City of Medford proposed "big box Ordinance" for those structures to which the Ordinance would apply

(4) Exterior Site Lighting

- a) Lighting in commercial areas to be less than 25 feet in height and of a design similar to that shown in the conceptual lighting plan (Exhibit C, p 13)
- b) Conventional style lighting to be restricted in industrial areas so that no more than 30 percent of the total illumination may come from conventional commercial/industrial lighting. The balance to be less than 25 feet in height and of a design similar to that shown in the conceptual lighting plan (Exhibit C, p 13)

(5) Water Features

At least one significant water feature to be included in the Lifestyle Center and Office Park of a design similar to that shown in the conceptual landscape plan details (Exhibit C, p 14)

(6) Landscaping

- a) Landscape plans to include landscaped buffer between SierraPine and the Northgate Centre of a design similar to that shown in the conceptual buffer detail plan (Exhibit C, p 12)
- b) Landscape plans to include street trees, landscaping, and appropriate irrigation installed in the public right-of-way planter strips. If and where planter strips are not required, street trees and appropriate irrigation to be included abutting public right-of-way sidewalks

(7) Master Signage Plan

A master signage plan, including project entry and directional signs

(8) The following exceptions are noted

- a) The configuration of the Business Park (Exhibit C, p 11) may change to accommodate the specific requirements of potential industrial/business tenants or future owners
- b) The applicant cannot guarantee rail service as contemplated in the Northgate Centre proposal (Exhibit C, p 11) and future plans for Northgate Centre are not required to provide rail service

(C) Development Phasing Plan shall be proposed and approved

The following stipulations of the applicant are accepted and applied as conditions

- 6 **Beall/Highway 99 Improvement** Applicant agrees to stipulate to its proportional share of the cost to improve the intersection of Beall Lane and Highway 99, excluding rail crossing improvements, at such time that the City of Central Point has identified the needed improvements and ascertained the costs. Proportionality shall be determined as a proportion of the amount of traffic projected to pass through this intersection which is related to Northgate Centre in comparison to all other intersection traffic
- 7 **Mc Andrews Sidewalk** Applicant agrees to stipulate to a 100% share of the cost to install a sidewalk beneath the McAndrews Road viaduct and easterly along the southeasterly side of McAndrews Road to its intersection with Court Street provided that the said improvement, including right-of-way acquisition (if needed) can be obtained by the City of Medford
- 8 **Wetlands, Hopkins Canal** Applicant agrees to work cooperatively with the Rogue Valley Irrigation District to accommodate any reasonable concerns or requests made by the district
- 9 **Sanitary Sewer, Domestic Water, Storm Drainage Facilities** Applicant agrees to extend and construct all needed sanitary sewer, domestic water and storm drainage facilities in accordance with the most current adopted facility plans of the City (or other facility providers) and the same will be based upon engineering construction plans prepared by a qualified civil engineer registered in Oregon and approved by the City (or other facility providers). Public facility construction will incorporate the recommendations contained in Appendix E-2 as approved by the City
- 10 **Storm Water** Applicant agrees to incorporate stormwater system design considerations into final engineering for the proposed stormwater facility improvements and carry out these in accordance with the Appendix E-2 analysis, standards and regulations of the City and generally accepted engineering practices
- 11 **Street Vacation** Pursuant to Oregon Revised Statutes ("ORS") 271.130, applicant agrees to take steps to vacate the city streets shown in Appendix F-3
- 12 **Consolidation of Existing Parcels** Applicant agrees to consolidate or adjust as appropriate existing tax lots in Northgate Centre to conform to the approved plans for Northgate Centre

and the requirements of the MLDC, and the same will be accomplished before issuance of any Certificate of Occupancy for buildings in Northgate Centre

- 13 **Delivery of Rail Service** Applicant agrees to continue reasonable efforts to acquire and supply commuter rail service as anticipated in these land use applications
- 14 **Waste Management** Applicant agrees to establish a comprehensive waste management operations plan in cooperation with Rogue Disposal and Recycling, Inc
- 15 **Berm and Tree Buffer** Applicant agrees to construct and install the berm and landscaping to buffer Sierra Pine from Northgate Centre generally as shown on Exhibit C, pp 2 and 12 and as approved by the Site Plan and Architectural Commission per condition 5 (B)(6) a)

PASSED by the Council and signed by me in authentication of its passage this 21 day of December, 2006

ATTEST

Glenda Owens
City Recorder

APPROVED December 21, 2006

Allen White
Mayor
Allen White
Mayor

RECEIVED
MAR 15 2011
PLANNING DEPT.

GLUP Map



CITY OF MEDFORD
EXHIBIT # "C"
File # CP-11-041/ZC-11-042

EXHIBIT “D”

Comments from Departments and Agencies



BOARD OF WATER COMMISSIONERS

Staff Memo

TO: Planning Department, City of Medford

FROM: Rodney Grehn P.E., Water Commission Staff Engineer

SUBJECT: CP-11-041 & ZC-11-042

PARCEL ID: 372W24AB TL 1400; 372W24B TL's 101,400, 500, 600, 800; 372W13DC TL's 4300, 3301, 4400, 4500, 5500, 5600, 5700

PROJECT: Consideration of a request of a consolidated application for minor amendment of the Medford Comprehensive Plan and Zone Change application, requesting the amendment of existing conditions of approval of application CP-06-065 and related conditions of approval of ZC-06-066 contained in Ordinance No. 2006-262. Subject area consists of approximately 84 acres, with General Land Use Map designations of General Industrial, Commercial and Service Commercial, and zoning designations of I-G (General Industrial), I-L (Light Industrial) C/-SP (Commercial Service/Professional) and C-R (Regional Commercial). Subject area is generally located north of West McAndrews Road, east of the Central Oregon & Pacific Railroad tracks, and west of N. Riverside Avenue and State Highway 99; Regency Centers Corporation, Applicant (Huycke, O'Connor, Jarvis & Lohman, LLP., Agents). Desmond McGeough, Planner

DATE: May 16, 2011

I have reviewed the above plan authorization application as requested. Conditions for approval and comments are as follows:

CONDITIONS

1. No Conditions at this time.

COMMENTS

1. The MWC system does have adequate capacity to serve this property.
2. Off-site water line installation may be conditioned at time of future Land Development review.
3. On-site water facility construction will be conditioned at time of future Land Development review.
4. MWC-metered water service does not exist to this property.
5. Access to MWC water lines is available in N Central Avenue (between E McAndrews Rd and Hwy 238), E McAndrews Road, Court Street, and N Pacific Hwy (between Hwy 238 and N Central Ave), and in Gore Avenue.

CITY OF MEDFORD
EXHIBIT # "D"
File # CP-11-041
2C-11-042

Date: May 12, 2011
NO.: CP 11-041/ZC 11-042

PUBLIC WORKS DEPARTMENT STAFF REPORT

Project: NORTHGATE CENTRE - Consideration of a request of a consolidated application for minor amendment of the Medford Comprehensive Plan and Zone Change application, requesting the amendment of the existing conditions of approval of application CP 06-065 and related conditions of approval of ZC 06-066, contained in Ordinance No. 2006-264. Subject area consists of 84 acres, with General Land Use Map designations of General Industrial, Commercial and Service Commercial, and zoning designations of I-G (General Industrial), I-L (Light Industrial), C/-SP (Commercial Service/Professional) and C-R (Regional Commercial).

Developer: Regency Centers Corporation - Northgate

1. Sanitary Services:

Most of this site lies within the Rogue Valley Sewer Service area. Contact Rogue Valley Sewer Service for sanitary sewer accessibility and capacity adequacy. There are two small areas that are within City of Medford's jurisdiction. They are located on the easterly and south sides. These areas may be served by the City of Medford. Currently, there is capacity within Medford's system, but would depend upon the amount of sanitary sewer directed to the City's system from this development.

2. Streets:

A. Current condition of nearest streets:

Oregon State Highway 238 is an existing State Highway and is paved with two lanes in each direction, and has curb, gutter and sidewalks. This Highway goes through the approximate center of the proposed development in an east-west direction

Central Avenue is classified as a Major Arterial street. It is paved and includes curb, gutter and 5 ft. wide sidewalks within this proposed development. This street lies along the westerly boundary of the proposed development south of Oregon State Highway 238 and goes through the approximate center of this development in a north-south direction north of Oregon State Highway 238.

McAndrews Road is classified as a Major Arterial street. It is paved and includes curb and gutter, but does not have sidewalk along the frontage of this site. This street lies along the southerly boundary of this proposed development.

Oregon State Highway 99/Court Street is an existing State Highway. It is paved, and includes curb, gutter, and sidewalks adjacent to the curb. This Highway lies along the northeasterly boundary of the proposed development

B. Who has maintenance responsibilities?

Oregon State Highway 99 and 238: Oregon Department of Transportation

Court Street along this property: Oregon Department of Transportation

Central Avenue and McAndrews Road: City of Medford

C: Traffic

A traffic study was performed for this development in 2006, and prescribed a number of offsite improvements on City of Medford and ODOT transportation facilities. These offsite improvements are conditioned on Exhibit 'C', in the current Northgate Centre, Disposition and Development Agreement, dated October 20, 2008. The proposed amendment to the agreement proposes to construct all the offsite improvements outlined in Exhibit 'C', but to phase the offsite improvements based on the square footage of building floor area. This Phasing Plan is identified as Exhibit 3 in the proposed Amended Disposition and Development Agreement. The Public Works Department is in agreement with the Phasing Plan, provided the first four offsite transportation improvements, Biddle Road at McAndrews Road, Highway 238 at Ross Lane, Highway 238 at Sage Road NB, and the South side of McAndrews Road between Central and Court are completed prior to the issuance of the first building permit for any of the project components, or provide security for 100% of the estimated cost of the transportation improvements in accordance with the Medford Land Development Code (MLDC), Sections 10.666 and 10.667.

3. Drainage:

This site lies within the Elk Creek Drainage Basin. Development of this site will require storm drainage detention and water quality treatment in accordance with the MLDC, Sections 10.481 and 10.729.



ROGUE VALLEY SEWER SERVICES

Location: 138 West Vilas Road, Central Point, OR - Mailing Address: P.O. Box 3130, Central Point, OR 97502-0005
Tel. (541) 664-6300, Fax (541) 664-7171 www.RVSS.us

RECEIVED

APR 13 2011

April 11, 2011

City of Medford Planning Department
411 West 8th Street
Medford, Oregon 97501

PLANNING DEPT.

Re: ZC-11-042/CP-11-041, Northgate (372W24A & 372W24B – 101, 400, 500, 600, 700, 800, 1400)

ATTN: Desmond,

Taxlots 101, 400, 500 and 600 are currently served by an 8 inch mainline running through the subject properties. This mainline will be available serve the proposed development in those taxlots.

Service to taxlots 700 and 1400 may be served by Rogue Valley Sewer if mainline is extended to the north or into North Central Avenue. Else, a connection into the City of Medford's sewer system may prove to be a better option.

All sanitary sewer design and construction will need to conform to Rogue Valley Sewer Services standards. All new development will be subject to System Development Charges owed to Rogue Valley Sewer Services and the City of Medford, each must be paid separately.

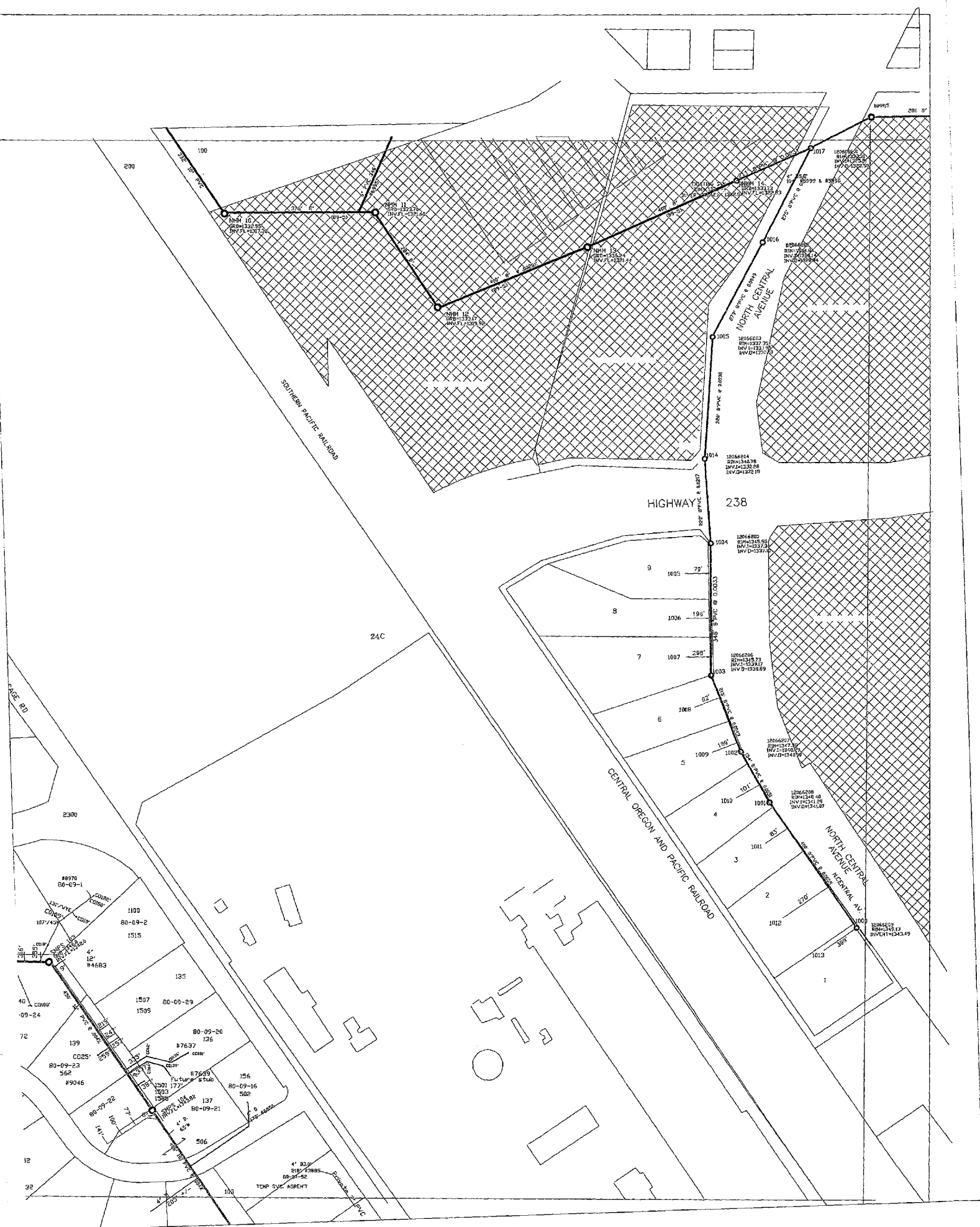
Sincerely,

Wade Denny, EIT
Engineering Department Manager

CITY OF MEDFORD

EXHIBIT # 101

File # CP-11-041
ZC-11-042



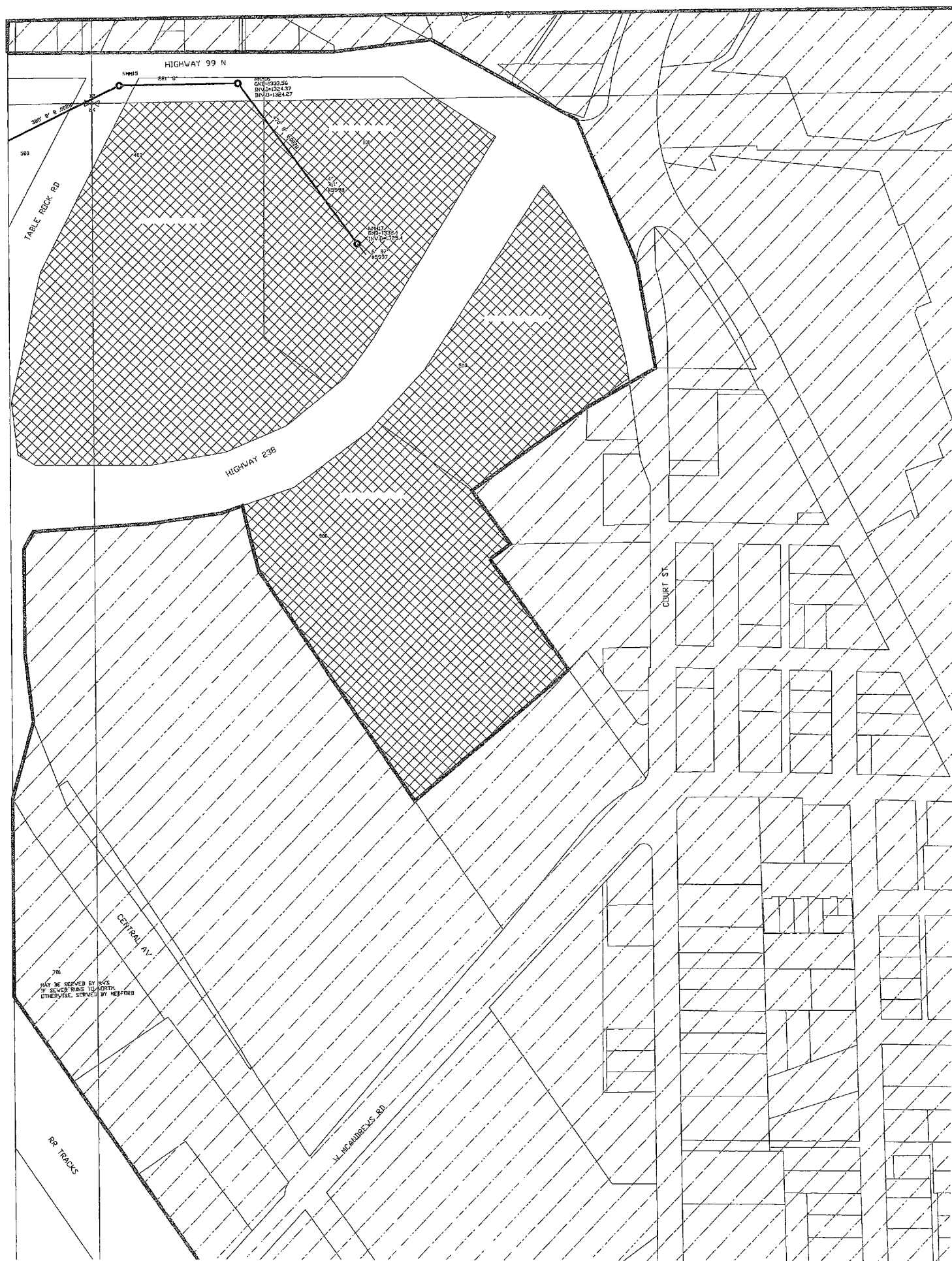


EXHIBIT “E”

Applicant’s Findings of Fact and Conclusions of Law

Received May 31, 2011

Applicant’s Exhibits

- Assessor’s Map (Exhibit “A”)
- Locational Map of Retail Center (Exhibit “A”-1)
- Approved GLUP Map Excerpt (Exhibit “A-2”)
- Approved Zoning Map (Exhibit “A-3”)
- Ordinance No.: 2006-264 (Exhibit “B”)
- Final Order of Approval, ZC-06-066 (Exhibit “C”)
- Currently approved Disposition and Development Agreement (Exhibit “D”)
- Revised Conceptual Plan (Exhibit “E”)
- Findings of North Wind for Off-site Improvement Timing Plan (Exhibit “F”)
- Proposed Conditions (Exhibit “G”)
- Text of Approval Criteria for GLUP map Amendments and Zone Changes (Exhibit “H”)
- May 26, 2011 ODOT Letter Approving Off-site Improvement Timing Plan (Exhibit “I”)
- Revised Disposition and Development Agreement (Exhibit “J”)
- Off-site Improvement Timing Plan (Exhibit “K”)

IN THE MATTER OF	)	
AMENDING CONDITIONS	)	
OF APPROVAL FOR	)	FINDINGS OF FACT AND
CP-06-065 AND ZC-06-066	)	CONCLUSIONS OF LAW
	)	
(COUNCIL ORDINANCE 2006-264)	)	
	)	
Applicant: Regency Centers Corporation	)	
_____	)	

FINDINGS OF FACT

1. BACKGROUND AND OVERVIEW

1.1. BRIEF DESCRIPTION OF APPLICATIONS

Applicant submitted concurrent applications to: 1) amend conditions of approval in CP-06-065; 2) amend related conditions of approval in ZC-06-066; and 3) amend the current Disposition and Development Agreement ("DDA") to reflect the revised conditions of approval (*Exhibit J*). In particular, Applicant seeks to amend Conditions 2 and 5 contained in Ordinance No. 2006-264 (CP-06-065) and Conditions 4(b) and 6 contained in the Planning Commission report dated October 26, 2006 (ZC-06-065), all of which would be reflected in the amended DDA between the City and the Applicant. The particular amendments sought relate to:

- 1) modification of the timing of off-site improvements;
- 2) modification of the design of the retail center; and
- 3) modification of the master plan review process.

1.2 OVERVIEW OF NORTHGATE CENTRE PROJECT

The subject property is located generally north of West McAndrews Road, east of the Central Oregon and Pacific Railroad tracks, and west of North Pacific Highway. The entire Northgate Centre is 84 acres and occupies three of the four quadrants where State Highways 238, 62, and 99 meet (referred to as the "Big X") and was once home to the Medco Lumber Mill. *Exhibit A*. The retail component which is the subject of these applications is located on the southeast quadrant bordered by Highway 238, McAndrews, Central and Court. *Exhibit A-1*. The entire Northgate Centre project was approved with a mix of commercial, employment, and industrial uses. The office park was approved for a mix of professional and business offices, restaurants and support services. The business park was approved for small manufacturing and shipping/warehousing businesses, an industrial subdivision was approved and a retail center zoned for regional commercial uses. *Exhibits A-2; A-3*. The subject applications do not seek to amend any of the previously approved GLUP Map or zoning designations, or to change the

proposed uses. Rather, the Applicant seeks to amend the design of the retail center, to phase the off-site improvements, and to modify the master plan review to allow greater flexibility to respond to economic and tenant demands.

1.3 NEIGHBORING USES

The Northgate Centre abuts lands to the north with Commercial (CM) and Heavy Industrial (HI) General Land Use Plan ("GLUP") map designations and Heavy Commercial (C-H), Community Commercial (C-C), and County General Industrial (GI) zoning. Sierra Pine, a limited partnership of Sierra Pacific Industries and Timber Products Company, has a Medium Density Fiberboard plant located in the County GI zone. To the west is land with the HI GLUP Map designation and GI zoning. To the southwest, Timber Products Company has a major particle-board and plywood plant. Immediately to the south are lands designated HI with Heavy Industrial (I-H) zoning, C-H and Light Industrial (I-L) zoning. To the east are GI and CM. They are zoned C-C and Regional Commercial (C-R) and the Rogue Valley Mall is located in this district. *Exhibit A*.

1.4 BACKGROUND

In the original applications, Alba Village, LLC ("Alba") sought and obtained approval to amend the City of Medford's GLUP and Zoning Maps.¹ The GLUP Map amendment ("CP-06-065") authorized an amendment from a heavy industrial destination to a mix of heavy industrial, general industrial, service commercial and commercial designations. *Exhibit B (Ordinance 2006-264)*. Alba also obtained approval to change the zoning from I-H, C-H, and C-C to I-G, I-L, C-R, and C-S/P (Service and Professional Office) ("ZC-06-066"). *Exhibit C (Planning Commission Report)*. In its approval, the Planning Commission incorporated all of the conditions of approval from CP-06-065. Additionally, Alba was required to enter into a Disposition and Development Agreement ("DDA") providing greater detail as to the development of the property and the timing for the installation of the off-site improvements. *Exhibit D (Original DDA)*.

The Northgate Centre, as approved, allowed a 417,500 square foot retail center (hereinafter "Retail Center"); a 219,200 square foot office park, and an 180,000 square foot industrial/business park. *Exhibits B; C*. The entire project was limited to the foregoing maximum square footages which had the effect of a trip cap in order to address traffic impact concerns. The Applicant herein does not propose any changes to the approved uses; amount of required frontage or off-site improvements; maximum square footage; or trip cap.

1.5 CONCURRENT APPLICATIONS

Applicant has submitted concurrent applications for amendments to CP-06-065 (Ordinance 2006-264), ZC-06-066 and the DDA. Concurrent applications are authorized pursuant to MLDC 10.102. The Planning Commission is designated as the final decision maker for amendments to ZC-06-066 and the City Council has final decision making authority for amendments to CP-06-065 and the DDA.

¹ Applicant Regency Centers is now a partner with Alba Village, LLC in developing the Retail Centre.

1.6 SCHEDULE OF EXHIBITS

The following Exhibits have been submitted in support of these Applications and by this reference are incorporated herein:

EXHIBIT “A”:	Assessor’s Map
EXHIBIT “A-1”:	Locational Map of Retail Center
EXHIBIT “A-2”:	Approved GLUP Map Excerpt
EXHIBIT “A-3”:	Approved Zoning Map
EXHIBIT “B”:	Ordinance No.: 2006-264
EXHIBIT “C”:	Final Order of Approval ZC-06-066
EXHIBIT “D”:	Original Disposition Development Agreement
EXHIBIT “E”:	Revised Conceptual Plan
EXHIBIT “F”:	Findings of North Wind for Off-site Improvement Timing Plan
EXHIBIT “G”:	Proposed Conditions
EXHIBIT “H”:	Text of Approval Criteria for GLUP map Amendments and Zone Changes
EXHIBIT “I”:	May 26, 2011 ODOT Letter Approving Off-site Improvement Timing Plan
EXHIBIT “J”:	Revised Disposition Development Agreement
EXHIBIT “K”:	Off-site Improvement Timing Plan

2. APPLICATIONS

2.1 Amendments to CP-06-065

Applicant seeks to amend the following conditions from Ordinance No. 2006-264 (*Exhibit B*):

Condition 2. Transportation Improvements

The Applicant seeks to amend this condition to reflect that the off-site improvements may be phased as described in *Exhibit K* herein.

Condition 5. Northgate Centre Master Plan

The Applicant seeks to remove the requirements for specific design and architectural features as a condition of the Conceptual Plan and to amend the condition such that design elements are determined at the Master Plan Phase, to allow flexibility for potential future design revisions to be brought as a design review rather than as an amendment to CP-06-065. A more detailed discussion of the particular amendments is contained in Section 2.3 herein.

2.2 Amendments to ZC-06-066

Applicant seeks to amend the following conditions from the Planning Commission Report dated October 26, 2006 (*Exhibit C*):

Condition 4(b). Transportation Improvements

The Applicant seeks to amend this condition to reflect that the off-site improvements may be phased as described in *Exhibit K* herein.

Condition 6. Northgate Centre Master Plan

The Applicant seeks to remove the requirements for specific design and architectural features as a condition of the Conceptual Plan and to amend the condition such that design elements are determined at the Master Plan Phase, to allow flexibility for potential future design revisions to be brought as a design review rather than as an amendment to CP-06-065. A more detailed discussion of the particular amendments is contained in Section 2.3 herein.

2.3 Description of Proposed Amendments (CP-06-065 and ZC-06-066)

2.3.1 Off-site Improvements.

In preparation for CP-06-065 and ZC-06-066, Alba retained JRH Transportation Engineering, a professional transportation engineering firm, to conduct a Traffic Impact Analysis (“TIA”) to analyze the impacts of the proposed GLUP Map Amendment and Zone Change on the transportation system. The TIA analyzed facility adequacy in 2010 (based on the assumption that the project would be fully built out by that date) and in 2025 (which was the 20-year planning horizon required by the Transportation Planning Rule “TPR”). *CP-06-065/ZC-06-066, Volume 2, Appendix E-1*. The City adopted the revised TIA dated July 7, 2006. To assure facility adequacy the City adopted a trip cap of 1,882 P.M. peak hour trips for the entire Project. The TIA also prescribed several off-site mitigation measures. Those improvements are listed in no particular order as follows:

1. Right turn lane from NB Central to SB Hwy 99 (City and ODOT)²
2. Right turn lane from NB Sage to EB Hwy 238 (City and ODOT)
3. Right turn lane from SB Sage to WB Hwy 238 (City and ODOT)
4. Right turn lane from I-5 SB off ramp to WB Hwy 62 (ODOT)
5. Right turn lane from WB Hwy 62 to NB Hwy 99 (City and ODOT)
6. Install traffic signal at Hwy 238/Ross Lane intersection (City and ODOT)
7. Turn lane improvements to Biddle/McAndrews intersection (City)
8. Additional sidewalk along the south side of McAndrews between RR tracks and Court Street (City)
9. Contribute to the Hwy 62 Access Management Improvements (ODOT)
10. Contribute to a future flyover at the Big X (ODOT)
11. Contribute \$300,000 to future Hwy 99/Lynn Street improvements (City and ODOT)

² Indicates which entity(ies) required the specific mitigation of the facility.

The TIA did not specify a timeline for construction of the improvements. However, in approving CP-06-065 and ZC-06-066 the City and Alba agreed that the improvements would be installed by 2010, based on the assumption that the entire Northgate Centre would be fully constructed by that date. Due to dramatic changes in the economy which were outside Alba's control, such construction did not occur and the current economy will not support a fully built-out Northgate Centre at this time. The total cost for the off-site improvements is substantial, in excess of \$5.5 million, not including frontage improvements, traffic impact fees, and system development charges.

The Applicant is currently proposing to construct Northgate in phases, beginning with the Retail Centre, and seeks an amendment allowing construction of the off-site improvements in conjunction with the amount of square footage being constructed, in order to spread the costs over the course of the development. The Applicant's proposal to tie the timing of construction of off-site improvements to actual development of the property is consistent with the way the City typically handles phasing of large developments, such as Planned Unit Developments. The Off-site Improvement Timing Plan, which is based upon the facility adequacy standards identified in the TIA, is attached hereto as *Exhibit K*. Without such Timing Plan, the costs of the off-site improvements would far exceed both the impacts of the development in its initial phases, and the economic potential of the project and it would preclude its development for a significant period of time.

As described in the findings of Northwind Solutions, Applicant's Traffic Engineer in *Exhibit F herein*, phasing the off-site improvements is based on the facility adequacy standards required under MLDC 10.227, relating to zone changes, and the facility requirements under the Transportation Planning Rule at the time of development (zone change) and in the planning horizon, 2025, (GLUP map amendment). In particular, under MLDC 10.227(2)(b)(ii), the Applicant must demonstrate that Category A urban services and facilities are available or can and will be provided to serve the property at the time the first permits for vertical construction are issued.

Of the eleven (11) improvements cited above, only three (3) were identified in the TIA study area as operating below the City's performance standard (LOS "D") on the date building permits for vertical construction would be issued therefore requiring mitigation under MLDC 10.227(2).³ As such, the Applicant proposes to construct (or provide adequate financial security as permitted by MLDC 10.667) off-site improvements at the following locations in conjunction with the first building permit for vertical construction:

- McAndrews Road @ Biddle Road
- Hwy 238 @ Ross Lane
- Hwy 238 @ Sage Road (NB Right Turn Lane along Timber Products)

The remaining off-site improvements that were required in the TIA were requirements of the TPR, based upon the planning horizon. The Applicant proposes to construct these remaining

³As discussed in *Exhibit F*, a fourth intersection was identified but eliminated because it was part of the ODOT Highway 62 Corridor project and ODOT's planned improvements will mitigate that location.

improvements (or provide adequate financial security as permitted under the MLDC 10.667) in conjunction with future construction of the Northgate Project. Or, the Applicant may elect to prepare additional and supplementary traffic analysis to help further define future off-site mitigation needs as the development proceeds. In proposing the timing for these remaining improvements, it is important to note that while the TIA did not contemplate a scenario where Northgate would be constructed in smaller phases it did identify the mitigation necessary to comply with Medford's facility adequacy requirements (generally considered to be the minimum mitigation necessary) at the time of the issuance of the first building permits for vertical construction.

The Applicant's Off-site Improvement Timing Plan is a simple and equitable approach that utilizes the information already available in the extensive TIA that has been approved by the City and ODOT. As stated, under the proposed Timing Plan, all improvements required to maintain facility adequacy will be improved in conjunction with the issuance of the first building permit for vertical construction, regardless of square footage. The remaining improvements were required as part of the 20-year planning horizon, and as such may reasonably be phased in conjunction with the future construction of the project. The recommended order of implementation is based on a few criteria as follows:

- The highest ranked improvements are those necessary to meet facility adequacy requirements and to comply with any other development agreements.
- The remaining improvements are ranked based on the raw number of trips the Northgate Centre would add to each facility if fully developed.
- Of these remaining improvements none were identified by the TIA as necessary improvements at full build out.
- The mitigation requiring cash contributions were ranked last because the general consensus is that mitigation which results in "on the ground" improvements should occur before cash contributions.

The precise timing and triggers for the proposed Off-site Improvement Timing Plan are contained in *Exhibit K and Table 3 to Exhibit F*.

The subject proposal is consistent with MLDC 10.227(2)(b)(ii) and the Oregon Transportation Planning Rule in that all facilities in the study area determined to be at or below LOS "D" at the time of development shall be improved or adequately assured with the issuance of the first building permits for vertical construction. With respect to the remaining off-site improvements, they can be improved in conjunction with the development as they are not anticipated to suffer a change of functional classification even at full build-out.

The Applicant requests that the City adopt, as a condition of approval, the Off-site Improvement Timing Plan attached hereto as *Exhibit K*.

2.3.2 Design/Aesthetics.

As originally approved, the Retail Center was a regional commercial use designed as a "Lifestyle Centre." The Lifestyle Centre was essentially a very high-end retail development with a number

of “boutique” retail stores and restaurants in an Italianate style design with clock towers, fountains, pavers and masonry work. Though the architectural features were not based on relevant standards or criteria, the precise building layout and design were adopted based on Alba’s stipulation that that was how the Retail Centre would look. As for the use, which was based upon relevant standards and criteria, the Economic Opportunities Analysis identified retail as a target industry in Medford, with a strong demand for regional retail uses. *CP 06-065/ZC 06-066, Volume 2, Appendix C.*

As amended the proposed Retail Centre would continue to provide for regional commercial uses, including new retailers that are not currently present in Jackson County, consistent with the needs identified in the Economic Opportunities Analysis. *CP 06-065/ZC 06-066, Volume 2, Appendix C.* However, due to a dramatically changed economic climate, “boutique” stores and “Lifestyle Centres” are no longer viable. As such, the Applicant proposes to modify the design of the Retail Centre. It is important to clarify however, that while the design is changing along with some of its design amenities, the Retail Centre will continue to operate as a regional commercial use, will continue to provide connectivity to the neighboring business, office and industrial parks, and will continue to provide for internal pedestrian walkways and pedestrian access to the public streets and bike facilities.

A revised Conceptual Plan is attached hereto as *Exhibit E*. The revised Conceptual Plan retains the four access points to the public streets: State Highway 238; Ohio Street/Court; McAndrews Road; and Central Avenue. Each of these vehicular accesses will include pedestrian access. The roundabout connecting the Highway 238 and Ohio Street accesses has also been retained, and the Applicant intends to use some sort of paving treatment along this roundabout for design and pedestrian access, which will be further delineated at the Master Plan review stage. Pedestrian walkways will be provided between the various structures to encourage patrons to walk from one shopping area to another. Additionally, each set of buildings containing 50,000 square feet or more (the majority of which are intended to accommodate unrelated businesses) will have a public plaza and meet all other requirements of MLDC 10.722 through 10.725. Bicycle facilities will also be provided in several locations to accommodate alternative modes of travel. Connectivity to the industrial, business and office parks has been retained as well as the option for the trolley service in the future as the remainder of the development comes on-line. Landscape buffers for the Timber Products and SierraPine properties will be retained and all other code required landscaping will be installed.

As discussed in Section 2.3.3, the Revised Conceptual Plan is intended to depict the overall concept for a 417,500 regional commercial Retail Centre which has the following requirements: internal connectivity to the industrial, business and office parks; specified locations for access to the public streets; and pedestrian connectivity to the public streets. The Revised Conceptual Plan is not intended to define the precise location or layout of buildings or internal walkways or plazas, or the precise architecture, design or landscaping of the Retail Centre. Rather, such design issues are better determined at the Master Plan stage and therefore Applicant requests this amendment include a provision to defer design review to that stage, as discussed in Section 2.3.3 below.

Though the Applicant is proposing to alter some of the aesthetics/design for the Retail Centre, this project remains consistent with the original development concept which is a 417,500 square foot regional shopping center that is integrated with office and industrial uses, and which, when fully developed will capture internal trips through the integrated development and connectivity within the project. Applicant requests approval of the Revised Conceptual Plan attached hereto as *Exhibit E*.

2.3.3 Master Plan Approval.

Under the existing approvals (Condition 6 to the Planning Commission Report dated October 26, 2006 and Condition 5 to Ordinance No. 2006-064) development of the Project entails a multi-stage process requiring the Applicant “to prepare a Master Plan for the entire Northgate Centre which is “in substantial conformance with the Northgate Centre application materials submitted as part of CP-06-065 and ZC-06-066, unless modified by action of the City.” *Exhibits B and C*. Under those identical conditions, the Master Plan must show building layout, pedestrian access, architectural features and design elements which are in substantial conformance with the design of the original Lifestyle Centre. The Applicant seeks to modify this condition as follows: 1) to allow for a design/layout which is different than the original “Lifestyle Centre”; 2) to clarify that specific architectural features, landscape design and layout will be provided in conjunction with Master Plan review; and 3) to confirm the location and number of access points to the public streets and the requirement for pedestrian connectivity at each of those access points and to the other portions of the project. A draft of the proposed revised conditions is attached hereto as *Exhibit G*.

The basis for this request is twofold. First, as stated above, since the time of the original approval, the economy has dramatically changed and as a result, high end boutique retail centers are unable to retain tenants and there is an insufficient amount of high end boutiques still in business. As such, though the Retail Centre will continue to operate as a regional commercial retail center with a number of pedestrian amenities, it will not contain all of the design elements initially contemplated such as clock towers, Italianate architecture, and numerous water features. Therefore, the Applicant seeks to modify the conditions to allow alternative design and building layouts.

Second, because the current conditions require design features tied to City Council approval of the Conceptual Plan, any time the Applicant proposes changes to the design or layout of the plan that are more than insignificant, the Applicant must amend CP-06-065 and ZC-06-066. Such a requirement is time consuming and costly and does not allow for the necessary flexibility to develop such a large facility. In amending these conditions, it will enable the Applicant to take design and layout modifications to the Site Plan and Architectural Commission (“SPAC”) for review which is a more logical approach. However, any significant revisions to the use, square footage cap, trip cap, internal connectivity to the other components of Northgate Centre, or pedestrian/bicycle connectivity to the public rights-of-way would still be required to go before the Council and the Planning Commission. The City will continue to require that the project be master planned, but the particulars of building layout, landscaping, and architectural features, which are typically the authority of SPAC, will remain with SPAC as part of the Master Plan and Final Site Plan review, and the Applicant will not be required to go through a full amendment to

CP-06-065 and ZC-06-066 to make such design modifications. This will allow the Applicant to develop the project with changes necessitated by tenants and the economy without having to amend the Zone Change and GLUP Map approvals every time such a change is made. The proposed process is more efficient and consistent with the authority typically delegated to SPAC while still ensuring that the uses for which the comprehensive plan and zone change amendments were approved remain consistent with the original approvals.

The Applicant requests that the City Council and Planning Commission adopt the proposed revised conditions attached hereto at *Exhibit G*.

3. SUBSTANTIVE APPROVAL CRITERIA (FOR GLUP MAP AMENDMENT AND ZONE CHANGE APPLICATIONS)

There are a number of relevant substantive criteria of the City of Medford and of the state of Oregon that govern amendments to comprehensive plan map designations and zone changes. While the majority of these provisions are not applicable to these applications as amendments to the original conditions of approval, staff has requested that all such criteria be discussed herein with an explanation as to whether these criteria will be applicable to the applications in this case and/or whether the original findings are still applicable with regard to those standards and criteria.

See *Exhibit H* attached hereto and incorporated by reference for full text of code, regulations, goals and policies discussed herein.

4. CONCLUSIONS OF LAW

The City Council and Planning Commission hereby incorporate and adopt by reference the findings of fact stated herein. Additionally, except where specifically modified herein, the Council and Commission hereby incorporate and adopt by reference the findings of fact and evidence provided in CP-06-065 and ZC-06-066, including Volumes 1 and 2, Proposed Findings of Fact and Conclusions of Law dated November 9, 2006 (CP-06-065/ZC-06-066) and Proposed Findings of Facts and Conclusions of Law dated December 21, 2006 (CP-06-065).

4.1 COMPREHENSIVE PLAN MAP AMENDMENT

The City Council has carefully reviewed all goals and policies in the Comprehensive Plan to ascertain which operate as approval standards for these applications to amend certain conditions of approval for CP-06-065 and ZC-06-066. The Council further finds that no discussion is required for any governmental policies that do not act as regulatory policies. See *Ellison v. Clackamas County*, 28 OR LUBA 521, 525 (1995).

4.1.1 MEDFORD LAND DEVELOPMENT CODE

MLDC 10.190 Application, Minor Comprehensive plan

A minor revision to the Comprehensive Plan is one typically focused on specific individual properties and therefore considered quasi-judicial. Applications for minor Comprehensive Plan amendments shall contain the information as herein required.

Conclusions of Law: Minor Comprehensive Plan Amendments are a Procedural Class “B” Plan Authorization pursuant to MLDC 10.102. The Planning Commission acts in an advisory capacity and the City Council is designated the approval authority. MLDC 10.111; 10.122. In the case of proposed amendments to an acknowledged comprehensive plan, such applications are forwarded to the Director of the Department of Land Conservation and Development (DLCD) pursuant to ORS 197.610 and OAR 660-018-0020. Staff and the Applicant are in agreement that the proposed amendments herein do not trigger DLCD review as these applications do not seek to amend the City’s acknowledged comprehensive plan or land use regulations or to adopt a new land use regulation.

MLDC 10.191 Application Form

An application for a minor Comprehensive Plan amendment shall contain the following items:

- (1) Vicinity map drawn at a scale of 1" = 1,000' identifying the proposed area to be changed on the General Land Use Map.*
- (2) Written findings which address the following:*
 - (a) Consistency with applicable Statewide Planning Goals.*
 - (b) Consistency with the goals and policies of the Comprehensive Plan.*
 - (c) Consistency with the applicable provisions of the Land Development Code.*

MLDC 10.192 Minor Comprehensive Plan Amendment Criteria

Refer to the Review and Amendment section of the Comprehensive Plan.

MEDFORD COMPREHENSIVE PLAN

Review and Amendment Section

Because map designations amendments shall be based on the following:

- 1. A significant change in one or more Goal, Policy, or Implementation strategy.*
- 2. Demonstrated need for the change to accommodate unpredicted population trends, to satisfy urban housing needs, or to assure adequate employment opportunities.*
- 3. The orderly and economic provision of key public facilities.*
- 4. Maximum efficiency of land uses within the current urbanizable area.*
- 5. Environmental, energy, economic and social consequences.*
- 6. Compatibility of the proposed change with other elements of the City Comprehensive Plan.*
- 7. All applicable Statewide Planning Goals.*

GLUP Amendment Criterion 1

A significant change in one or more Goal, Policy, or Implementation Strategy.

In CP-06-065, Alba submitted findings establishing that the application was based on GLUP Amendment Criterion 1, a significant change in one or more Goal, Policy, or Implementation strategy. The proposed amendments herein do not alter the findings and conclusions with respect to such criterion. *See Findings, CP-06-065/ZC-06-066, Volume 1, at 31-34 & Volume 2, Appendix C.* Alba established that there was a demonstrated need for the change to accommodate commercial uses of a regional nature, particularly in this area of the City. *Id.* The proposed application is consistent with CP-06-065 in that the Applicant does not propose to modify the GLUP Map designation or zoning for the retail center, which will continue to provide up to 417,500 square feet of regional commercial uses. As such the City Council incorporates and adopts the original findings as to a need for change.

The proposed amendments are also consistent with the original findings with respect to Goal 3/Policy 3: “The City of Medford shall encourage cohesive, integrated commercial centers and

industrial centers, rather than traditional, unrelated, linear development.” The proposed development, with the amendments sought herein, will continue to operate as a “cohesive, integrated commercial and industrial center” rather than the “traditional, unrelated, linear development patterns, “through site design guidelines consistent with Goal 3/Policy 3 of the Economic Element.” As amended the project will continue to have a cohesive theme, through the City’s requirement for master planning, with internal circulation, pedestrian amenities and public transportation. Therefore the Council incorporates and adopts the findings related to Goal3/Policy 3. *Id. at 34-36.*

Conclusions of Law: Based on the foregoing findings of fact, the City Council concludes that the proposed amendments are consistent with GLUP Amendment Criterion 1.

GLUP Amendment Criterion 2

Demonstrated need for the change to accommodate unpredicted population trends, to satisfy urban housing needs, or to assure adequate employment opportunities.

The Applicant proposes no change to the project that would alter the original findings as to the increased employment opportunities resulting from this project. *CP-06-065/ZC-06-066, Volume 1, at 36-37.* The original studies provide the project at full build out will create 1,800 jobs. The current amendments do not alter those figures, as the Applicant proposes to retain the 417,500 square foot regional commercial use.

Conclusions of Law: Based on the foregoing the City Council concludes that the proposed amendments will not affect the City’s original conclusion that the evidence in the record demonstrated a need for the proposed GLUP change to assure adequate employment opportunities, and therefore this application is consistent with Criterion 2.

GLUP Amendment Criterion 3

The orderly and economic provision of key public facilities.

The Council found that the subject property was located in a portion of Medford where key public facilities exist or could be provided in an orderly and economic manner. *CP-06-065/ZC-06-066, Volume 1, at 118-120.* The Council further found that Alba was projected to pay street system development charges in the amount of \$4 million, which the Council found would more than pay for the proportional cost of impacts produced by the applications and that Alba had agreed to fund or build the minor transportation system improvements necessary to accommodate the project. *Id.*

The Applicant herein does not propose any reduction in the required improvements or fees. The amendment with respect to the improvements is limited to phasing the timing of off-site improvements in conjunction with the construction of buildings within the development. The Applicant has submitted evidence from its Traffic Engineer Mike Arneson, of North Wind, Inc. which provides that said timing is consistent with all state and local facility adequacy standards as discussed in Sections 2.3.1 and 4.2 through 4.4 herein. *Exhibit F.*

Conclusions of Law: Based on the foregoing, the City Council concludes that the proposed amendments are consistent with the City’s original conclusion that the application demonstrated

that the development provides for the orderly and economic provision of key facilities, consistent with Criterion 3.

GLUP Amendment Criterion 4

Maximum efficiency of land uses within the current urbanizable area.

As discussed above, neither the use nor size of the project will change.

Conclusions of Law: Based on the foregoing, the City Council concludes that the proposed amendments will not alter the City's original conclusion that this Criterion was not applicable, or in the alternative, that if found to be applicable, it was met.

GLUP Amendment Criterion 5

Environmental, energy, economic and social consequences.

The Council considered the environmental, energy, economic and social consequences in the original application and concluded that Northgate Centre would improve the City in these areas and/or have no negative impact. Nothing in the current applications alters the existing findings and conclusions with respect to impacts and/or consequences of the project. The Applicant still intends to develop a 417,500 square foot regional commercial center which will be part of a cohesive project including office and industrial uses. The Applicant will construct and/or fund off-site and frontage improvements required in the original approval which improve connectivity, transportation facilities, pedestrian access, etc.

With respect to social consequences, like the original application, the Retail Centre is proposed to contain a grocery store which will benefit the local residential neighborhoods. The primary difference between this application and the original approval is that 1) the architectural amenities will be redesigned somewhat to remove the clock tower, reduce the number of water features, and the architecture will not be of an Italianate style; 2) the layout of the buildings will change though the total square footage of said buildings is identical; and 3) a large retailer is a possibility, whereas in the original application this was not considered.

With regard to the revised architectural amenities and layout, this is not anticipated to have a social consequence as the use is not changing. The Retail Centre will continue to provide for retailers and restaurants, a number of which are not currently located within this marketplace. The Retail Centre will still contain pedestrian and bicycle access to public rights-of-way, connectivity to public transit, internal circulation, and a cohesive and connected development with the industrial, office and business parks. Further, the cohesive design and development of the project will be far more attractive and economically and socially beneficial to the City than the current site, which has remained undeveloped for the past 13 years and will continue to remain undeveloped without this amendment. With respect to the possibility of a "big box store," at the time of the original approval, this was an issue as the City had not yet adopted its "Big Box Ordinance." Since that approval, the City has adopted MLDC 10.722 through 10.725, which provides that any large retail structure must contain "greater visual design interest" and a "pedestrian-oriented site design." Any development of a large retail structure will be consistent with MLDC 10.722-10.725, and will contain pedestrian walkways, architectural features, a

public plaza, etc. With these provisions in place, it is not anticipated that a large retail structure would have any significant social consequences.

As noted, with respect to the social and economic consequences, it is anticipated that this development will continue to provide 1800 jobs, more than 1680 of which will be from the development itself. *CP-06-065/ZC-06-066 Volume 1, p. 83.* Northgate Centre will continue to provide an opportunity for individuals to work near their homes and will contain shopping, dining and other amenities near the Liberty Park and McLoughlin neighborhoods. *CP-06-065/ZC-06-066, Volume 1, at 122.*

Conclusions of Law: Based on the foregoing, the City Council concludes that the proposed amendment is consistent with the City's original conclusion that the application demonstrated that the development has considered the environmental, energy, economic and social consequence which have been properly evaluated, consistent with Criterion 5.

GLUP Amendment Criterion 6

Compatibility of the proposed change with other elements of the City Comprehensive Plan and

MLDC 10.191(2)(b): Consistency with the goals and policies of the Comprehensive Plan

Conclusions of Law: The City Council herewith incorporates and adopts its findings of facts and conclusions of law set forth below in Section 4.1.2. as if fully set forth herein.

GLUP Amendment Criterion 7

All applicable Statewide Planning Goals and

MLDC 10.191(2)(a)

Conclusions of Law: The City Council herewith incorporates and adopts its findings of facts and conclusions of law set forth below in Section 4.1.3. as if fully set forth herein.

GLUP Amendment Criterion 8

MLDC 10.191(2)(c): Consistency with provisions of the Land Development Code

Conclusions of Law: The City Council has determined that the only provisions from the MLDC related to this amendment to CP-06-065 are the provisions of MLDC 10.191 Application Form. The Council further concludes that the application materials submitted herein including application form, vicinity map and written findings are consistent with GLUP amendment criterion 8.

4.1.2 GENERAL LAND USE PLAN ELEMENT GLUP MAP DESIGNATION

Commercial This designation permits the largest spectrum of commercial development as well as residential development under certain circumstances. C-N (Neighborhood Commercial), C-C (Community Commercial), C-R (Regional Commercial) and C-H (Heavy Commercial) zoning districts are permitted in this designation.

The most appropriate zoning district for each site designated Commercial shall be determined based on the following:

Findings and Conclusions of Law

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The C-R zone provides land for the development of those service and commercial uses which serves shoppers from the surrounding region as well as from the local community. The C-R zone shall be located in areas served by adequate regional and local street systems to avoid the impact of regional traffic using neighborhood streets.

Conclusions of Law: The Retail Centre was approved as regional commercial because the original center was expected to serve shoppers from the surrounding region as well as the local community. *CP-06-065/ZC-06-066, Volume 1, Page 128.* The City Council incorporates and adopts herein by reference the original findings with respect to this standard. The Council concludes that the amended application herein will continue to be a regional commercial center designed to serve shoppers from the surrounding region as well as the local community and will be served by adequate regional and local streets and is therefore consistent with the designation of the CR in the Comprehensive Plan.

4.1.3 STATEWIDE PLANNING GOALS

GOAL 1: CITIZEN INVOLVEMENT

To develop a citizen involvement program that ensures an opportunity for citizens to be involved in all phases of the planning process...

Conclusions of Law: The City Council concludes that the City's requirement for processing quasi-judicial land use applications assures compliance with Goal 1 to the extent it applies to these applications.

GOAL 2: LAND USE PLANNING

To establish a land use planning process and policy framework as a basis for all decisions and actions related to use of land and assure an adequate factual base for such decisions and actions.

Conclusions of Law: The City Council incorporates and adopts by reference the original findings and conclusions of law.

GOAL 3: AGRICULTURAL LANDS

To preserve and maintain agricultural lands...

Conclusions of Law: The City Council incorporates and adopts by reference the original findings and conclusions of law.

GOAL 4: FOREST LANDS

To conserve forest lands by maintaining the forest land base and to protect the states forest economy...

Conclusions of Law: The City Council incorporates and adopts by reference the original findings and conclusions of law.

GOAL 5: NATURAL RESOURCES, SCENIC AND HISTORIC AREAS, AND OPEN SPACES

To protect natural resources and to conserve scenic and historic areas and open spaces.

Conclusions of Law: The City Council incorporates and adopts by reference the original findings and conclusions of law.

GOAL 6: AIR, WATER AND LAND RESOURCES QUALITY

To maintain and improve the quality of the air, water, and land resources of the state...

Conclusions of Law: The City Council incorporates and adopts by reference the original findings and conclusions of law. The Council concludes there is no change from the original application as far as the impact of this project on air, water and land resources quality as the size, location, and use of the project remain the same. The Council further concludes that through the requirement of the Master Plan and Final Site Plan review this project can be assured to remain in compliance with this goal.

GOAL 7: AREAS SUBJECT TO NATURAL HAZARDS

To protect people and property from natural hazards...

Conclusions of Law: The City Council incorporates and adopts by reference the original findings and conclusions of law.

GOAL 8: RECREATIONAL NEEDS

To satisfy the recreational needs of the citizens of the state and visitors and, where appropriate, to provide for the siting of necessary recreational facilities including destination resorts.

Conclusions of Law: The City Council incorporates and adopts by reference the original findings and conclusions of law.

GOAL 9: ECONOMIC DEVELOPMENT

To provide adequate opportunities throughout the state for a variety of economic activities vital to the health, welfare and prosperity of Oregon's citizens...

Conclusions of Law: The City Council incorporates and adopts herein by reference the findings in Sections 2.2, 2.3 and 2.5 at *CP-06-065/ZC-06-066, Volume 1 and Volume 2, Appendices A-4, B and C*. The Council concludes that the amendments proposed herein to modify the architectural design, phase the off-site improvements, and modify the master plan process are consistent with those original findings and analyses. Based on the foregoing, the Council concludes this application is consistent with Goal 9.

GOAL 10: HOUSING

To provide for the housing needs as citizens of the state.

Conclusions of Law: The City Council incorporates and adopts by reference the original findings and conclusions of law.

GOAL 11: PUBLIC FACILITIES AND SERVICES

To plan and develop a timely, orderly and efficient arrangement of public facilities and services to serve as a framework for urban and rural development...

Conclusions of Law: The City Council incorporates and adopts the findings of fact and evidence in *CP-06-065/ZC-06-066, Volume 2, Appendix E*, Sections 2.3.1 and 4.2 through 4.4 herein, and *Exhibit F* herein. Based on the foregoing, the Council concludes this application is consistent with Medford's public facility plans and with all other substantive provisions of Goal 11.

GOAL 12: TRANSPORTATION

To provide and encourage a safe, convenient and economic transportation system...

Conclusions of Law: The City Council herewith incorporates and adopts the findings of fact and conclusions of law from CP-06-065 relating to all public facilities services and transportation, Sections 2.3.1 and 4.2 through 4.4 herein, and *Exhibit K* herein and concludes thereupon that this application is consistent with Goal 12.

GOAL 13: ENERGY CONSERVATION

To conserve energy. Land and uses developed on the land shall be managed and controlled so as to maximize the conservation of all forms of energy, based upon sound economic principles...

Conclusions of Law: The City Council incorporates and adopts by reference the original findings and conclusions of law.

GOAL 14: URBANIZATION

To provide for an orderly and efficient transition from rural to urban land use.

Conclusions of Law: The City Council incorporates and adopts by reference the original findings and conclusions of law.

4.1.4 LAND CONSERVATION AND DEVELOPMENT COMMISSION ADMINISTRATIVE RULE

OAR 660-009-010⁴

Conclusions of Law: Applicant contends the provisions of this administrative rule are not applicable as it does not seek to amend the comprehensive plan for this area but merely seeks to modify some conditions of approval. In the event of an appeal, the City Council concludes that the findings contained in *CP-06-065/ZC-06-066, Volume 1 Pages 134-137* are incorporated and adopted by reference as if fully set forth herein.

OAR 660-009-0015⁵

Conclusions of Law: Applicant contends the provisions of this administrative rule are not applicable as it does not seek to amend the comprehensive plan for this area but merely seeks to modify somewhat the conditions of approval related to the original applications. In the event of an appeal the City Council concludes that the findings contained in *CP-06-065/ZC-06-066, Volume 1 Pages 137-140* are incorporated and adopted by reference as if fully set forth herein.

OAR 660-009-0020⁶

Conclusions of Law: Applicant contends the provisions of this administrative rule are not applicable as it does not seek to amend the comprehensive plan for this area but merely seeks to modify somewhat the conditions of approval related to the original applications. In the event of an appeal the City Council concludes that the findings contained in *CP-06-065/ZC-06-066, Volume 1 Pages 141-145* are incorporated and adopted by reference as if fully set forth herein.

⁴ *Exhibit H*

⁵ *Exhibit H*

⁶ *Exhibit H*

OAR 660-009-0025⁷

Conclusions of Law: Applicant contends the provisions of this administrative rule are not applicable as it does not seek to amend the comprehensive plan for this area but merely seeks to modify somewhat the conditions of approval related to the original applications. In the event of an appeal the City Council concludes that the findings contained in *CP-06-065/ZC-06-066, Volume 1 Pages 145-150* are incorporated and adopted by reference as if fully set forth herein.

4.2 OREGON TRANSPORTATION PLANNING RULE

OAR 660-012-0060 Plan and Land Use Regulation Amendments

660-012-0060 (1)

Where an amendment to a functional plan, an acknowledged comprehensive plan, or a land use regulation would significantly affect an existing or planned transportation facility, the local government shall put in place measures as provided in section (2) of this rule to assure that allowed land uses are consistent with the identified function, capacity, and performance standards (e.g. level of service, volume to capacity ratio, etc.) of the facility. A plan or land use regulation amendment significantly affects a transportation facility if it would:

(a) Change the functional classification of an existing or planned transportation facility (exclusive of correction of map errors in an adopted plan);

(b) Change standards implementing a functional classification system; or

(c) As measured at the end of the planning period identified in the adopted transportation system plan:

(A) Allow land uses or levels of development that would result in types or levels of travel or access that are inconsistent with the functional classification of an existing or planned transportation facility;

(B) Reduce the performance of an existing or planned transportation facility below the minimum acceptable performance standard identified in the TSP or comprehensive plan; or

(C) Worsen the performance of an existing or planned transportation facility that is otherwise projected to perform below the minimum acceptable performance standard identified in the TSP or comprehensive plan.

Conclusions of Law: The City Council herewith incorporates and adopts by reference the TIA contained in *CP-06-065/ZC-06-066, Volume 2, Appendix E-1*, the summary of the Off-Site Improvement Timing Plan discussed in Section 2.3.1 herein, and *Exhibits F* and *K* herein. Based upon these materials, the Council finds and concludes:

- 1) Alba's traffic engineer determined that the proposed uses in CP-06-065 and ZC-06-066 would not change the functional classification of any existing or planned transportation facility and the Council concluded that to be the case.
- 2) Alba's traffic engineer performed a roadway segment analysis as part of the TIA and concluded that CP-06-065 and ZC-06-066 would not, as measured at the end of the planning period, allow land uses or levels of development that would result in types or levels of travel or access that are inconsistent with the functional classification of any existing or planned transportation facility consistent with OAR 660-012-0060 (1)(c)(A).
- 3) In the TIA, Alba's expert traffic engineer analyzed the transportation system performance and identified four intersections where performance was projected to

⁷ *Exhibit H*

exceed the applicable acceptable performance standards with or without the Northgate Centre project. These intersections consist of Highway 62 at Poplar Drive, (for which the operation of the Northgate Centre would not worsen the facility); Highway 238 and North Ross Lane; Highway 238 with Sage Road; and McAndrews Road with Biddle Road. The latter three improvements were identified as requiring minor improvements in conjunction with the issuance of the first building permit for vertical construction or financial security therefore, in order to assure that the performance of said intersections would not be worsened as a result of this development as measured at the end of the planning horizon.

- 4) Alba's expert traffic engineer analyzed the transportation system performance in 2025 and identified three intersections from the TIA (Highway 238 with Table Rock Road, Lynn Street with Highway 99 and Highway 238 with Central Avenue) where traffic performance would be reduced below the applicable mobility standard in the planning horizon absent application of any of the measures provided in OAR 660-012-0060(2).
- 5) In conjunction with the current applications, Applicant's expert traffic engineer analyzed the TIA with respect to transportation system performance in 2010 and 2025 and proposed that the improvements identified in the TIA could be phased to spread the timing and cost over the course of the development of the subject property. The Off-site Improvement Timing Plan for these improvements is contained in *Exhibit K* herein. Specifically, the Applicant's expert traffic engineer has proposed to phase the off-site improvements such that Highway 238 at North Ross Lane; Highway 238 with Sage Road; and McAndrews Road with Biddle Road shall be constructed, or acceptable financial security provided for such improvements, at the time of issuance of the first building permits for vertical construction. The intersection of Highway 62 at I-5 is proposed to be phased in the future. The remaining improvements would not be affected by full building of the project, but require improvement within the planning horizon. As such, Applicant's expert traffic engineer proposes improving these facilities in phases in conjunction with the development. *Exhibit K*. ODOT has reviewed the Off-site Improvement Timing Plan and finds said plan acceptable. *Exhibit I*. Therefore the Council concludes that the approval of these applications is consistent with OAR 660-012-0060 (1)(c)(B).
- 6) Applicant's expert traffic engineer concludes that in tying the minor improvements of these facilities to the amount of development of the Project, the GLUP map amendment and corresponding zone change will not, as measured at the end of the planning period; reduce the performance of an existing or planned transportation facility below the minimum acceptable performance standards. Therefore, the Council concludes that the approval of the Phasing Plan and this application is consistent with OAR 660-012-0060 (1)(c)(B).
- 7) Council concludes that the original applications and these amendments herein will not change standards implementing a functional classification system consistent with OAR 660-012-0060 (1)(b).
- 8) Based on the foregoing findings of facts and conclusions of law, the Council concludes that with the proposed measures provided in OAR 660-012-0060(2), the City of Medford has assured that the allowed land uses will be consistent with the identified function, capacity and performance standards of all transportation facilities and that the planned land uses will not significantly affect said planned or existing

transportation facilities. Therefore these applications are consistent with OAR 660-012-0060 (1).

660-012-0060 (2)

Where a local government determines that there would be a significant effect, compliance with section (1) shall be accomplished through one or a combination of the following:

- (a) Adopting measures that demonstrate allowed land uses are consistent with the planned function, capacity, and performance standards of the transportation facility.
- (b) Amending the TSP or comprehensive plan to provide transportation facilities, improvements or services adequate to support the proposed land uses consistent with the requirements of this division; such amendments shall include a funding plan or mechanism consistent with section (4) or include an amendment to the transportation finance plan so that the facility, improvement, or service will be provided by the end of the planning period.
- (c) Altering land use designations, densities, or design requirements to reduce demand for automobile travel and meet travel needs through other modes.
- (d) Amending the TSP to modify the planned function, capacity or performance standards of the transportation facility.
- (e) Providing other measures as a condition of development or through a development agreement or similar funding method, including transportation system management measures, demand management or minor transportation improvements. Local governments shall as part of the amendment specify when measures or improvements provided pursuant to this subsection will be provided.

Conclusions of Law: The City Council concludes that the Applicant has agreed to stipulate to a combination of measures pursuant to OAR 660-012-0060(2) which assure that the allowed land uses are consistent with the identified function, capacity, and performance standards of transportation facilities in the study area. The original stipulations with regard to maximum building square footage as well as improvements to the following specified intersections remain in place: Highway 99 at Table Rock Road; Highway 238 at Sage Road; Highway 238 at Ross Lane; Highway 99 at Lynn Street; McAndrews Road at Biddle Road; Highway 238 at Central Avenue; Highway 62 at I-5; and Flyover. *CP-06-065/ZC-06-066, Volume 2 Appendix E-1; Exhibit K*. The sole change in this application is the timing of said improvements which will assure that at the time of issuance of the first building permits for vertical construction, and at the end of the planning horizon, the allowed land uses will be consistent with the identified function, capacity and performance standards of transportation facilities in the study area.

Based on the foregoing, the City Council concludes that the applications are consistent with the requirements of OAR 660-012-0060 (2).

660-012-0060 (3)

Notwithstanding sections (1) and (2) of this rule, a local government may approve an amendment that would significantly affect an existing transportation facility without assuring that the allowed land uses are consistent with the function, capacity and performance standards of the facility where:

- (a) The facility is already performing below the minimum acceptable performance standard identified in the TSP or comprehensive plan on the date the amendment application is submitted;

(b) In the absence of the amendment, planned transportation facilities, improvements and services as set forth in section (4) of this rule would not be adequate to achieve consistency with the identified function, capacity or performance standard for that facility by the end of the planning period identified in the adopted TSP;

(c) Development resulting from the amendment will, at a minimum, mitigate the impacts of the amendment in a manner that avoids further degradation to the performance of the facility by the time of the development through one or a combination of transportation improvements or measures;

(d) The amendment does not involve property located in an interchange area as defined in paragraph (4)(d)(C); and

(e) For affected state highways, ODOT provides a written statement that the proposed funding and timing for the identified mitigation improvements or measures are, at a minimum, sufficient to avoid further degradation to the performance of the affected state highway. However, if a local government provides the appropriate ODOT regional office with written notice of a proposed amendment in a manner that provides ODOT reasonable opportunity to submit a written statement into the record of the local government proceeding, and ODOT does not provide a written statement, then the local government may proceed with applying subsections (a) through (d) of this section.

Conclusions of Law: As per the City's findings and conclusions with regard to 660-012-0060(1) and (2), and the original conclusions at *CP-06-065/ZC-06-066, Volume 1, at 155*, the City Council concludes that these applications are consistent with OAR 660-012-0060 (3).

660-012-0060 (4)

Determinations under sections (1)-(3) of this rule shall be coordinated with affected transportation facility and service providers and other affected local governments...⁸

Conclusions of Law: The City Council incorporates and adopts by reference the original findings and conclusions of law.

4.3 OREGON HIGHWAY PLAN

POLICY 1F: HIGHWAY MOBILITY STANDARD

It is the policy of the State of Oregon to use highway mobility standards to maintain acceptable and reliable levels of mobility on the state highway system. These standards shall be used for:

- o Identifying state highway mobility performance expectations for planning and plan implementation;
- o Evaluating the impacts on state highways of amendments to transportation plans, acknowledged comprehensive plans and land use regulations pursuant to the Transportation Planning Rule (OAR 660-12-060); and
- o Guiding operations decisions such as managing access and traffic control systems to maintain acceptable highway performance.

Conclusions of Law: The City Council concludes that the TIA in *CP-06-065/ZC-06-066, Volume 2, Appendix E-1*, the findings in Sections 2.3.1 and 4.2 through 4.4 herein and *Exhibit F* herewith serve as the basis to establish consistency with OAR 660-012-0060 and relies upon Table 6 of the Oregon Highway Plan as the mobility standards applicable to ODOT facilities.

On portions of highways where there are no intersections, the volume to capacity ratios in Tables 6 and 7 shall not be exceeded for either direction of travel on the highway.

Conclusions of Law: The City Council herewith adopts the TIA contained in *CP-06-065/ZC-06-066, Volume 2, Appendix E-1* of the original application. As per the TIA the City Council

⁸ *Exhibit H*

concludes that the TIA did not identify any portions of highways, which have no intersections, which will exceed the volume to capacity or ratios in Table 6 of the Oregon Highway Plan.

At unsignalized intersections and road approaches, the volume to capacity ratios in Table 6 and 7 shall not be exceeded for either of the state highway approaches that are not stopped. Approaches at which traffic must stop, or otherwise yield the right of way, shall be operated to maintain safe operation of the intersection and all of its approaches and shall not exceed the volume to capacity ratios for District/Local Interest Roads in Table 6 and Table 7 within urban growth boundaries or 0.80 outside of urban growth boundaries.

Conclusions of Law: The City Council incorporates and adopts the TIA contained in *CP-06-065/ZC-06-066, Volume 2 Appendix E-1*, and the findings and conclusions of law at *Volume 1, p. 158*. As per the original findings the City Council concludes that the Applicant has agreed to minor traffic facility improvements to North Ross Lane with Highway 238, the timing of which ODOT finds acceptable and therefore this application will meet the relevant performance standards over the planning period – 2025.

At signalized intersections other than crossroads of freeway ramps (see below), the total volume to capacity ratio for the intersection considering all critical movements shall not exceed the volume to capacity ratios in Tables 6 and 7. Where two highways of different classifications intersect, the lower of the volume to capacity ratios in the tables shall apply. Where a state highway intersects with a local road or street, the volume to capacity ratio for the state highway shall apply.

Although a freeway interchange serves both the freeway and the crossroad to which it connects, it is important that the interchange be managed to maintain safe and efficient operation of the freeway through the interchange area. The main problem to avoid is the formation of traffic queues on freeway off-ramps which back up into the portions of the ramps needed for safe deceleration from freeway speeds. This is a significant traffic safety concern. The primary cause of traffic queuing at freeway off-ramps is inadequate capacity at the intersections of the freeway ramps with the crossroad. These intersections are referred to as ramp terminals. In many instances where ramp terminals connect with another state highway, the volume to capacity standard for the connecting highway will generally be adequate to avoid traffic backups onto the freeways. However, in some instances where the crossroad is another state highway or local road, the standards will not be sufficient to avoid this problem. Therefore, the maximum volume to capacity ratio for the ramp terminals of interchange ramps shall be the smaller of the values of the volume to capacity ratio for the crossroad, or 0.85.

At the interchange within a metropolitan area where a majority of the interchange access management area (Policy 3C) of the interchange is developed, the maximum volume to capacity ratio may be increased to as much as 0.90, but no higher than the standard for the crossroad, if:

1. It can be determined, with a probability equal to or greater than 95 percent, that vehicle queues would not extend into the portion of the ramp needed to accommodate deceleration from freeway speed; and
2. The interchange access management area is retrofitted to comply, as much as possible, with the standards contained in Policy 3C of this plan.

For the purposes of this policy, the portion of the freeway ramp needed to accommodate deceleration shall be the distance, along the centerline of the ramp, needed to bring a vehicle to a full stop from the posted freeway speed at a deceleration rate of 6.5 feet/second (two meters/second).

Because the freeway ramps serve as an area where vehicles accelerate or decelerate to or from freeway speeds, the maximum volume to capacity ratio for the interchange ramps exclusive of the crossroad terminals shall be the standard for the freeway with the following exception. For freeway on-ramps where entering traffic is metered to maintain efficient operation of the freeway through the interchange area, the maximum volume to capacity ratio may be higher.

The Director of the Department of Transportation or his/her delegate shall have the authority to adopt methods for

calculating and applying the volume to capacity ratio standards in this policy or any alternative standards adopted pursuant to this policy.

Conclusions of Law: The Council herewith incorporates and adopts the TIA by reference and concludes that these portions of Action 1F.1 are met.

ACTION 1F.2

Apply the highway mobility standards over a 20-year planning horizon when developing state, regional or local transportation system plans, including ODOT's corridor plans. When evaluating highway mobility for amendments to transportation system plans, acknowledged comprehensive plans and land use regulations, use the planning horizons in adopted local and regional transportation system plans or a planning horizon of 15 years from the proposed date of amendment adoption, whichever is greater. To determine the effect an amendment to a transportation system plan, acknowledged comprehensive plan or land use regulation has on a state facility, the capacity analysis shall include the forecasted growth of traffic on the state highway due to regional and intercity travel and full development according to the applicable acknowledged comprehensive plan over the planning period.

Conclusions of Law: The City Council herewith incorporates and adopts the TIA, the phasing plan in *Exhibit F* and ODOT's letter acknowledging its acceptance of the proposed phasing plan in *Exhibit I* by reference. Based on the original findings and the adopted exhibits herein, the Council concludes that the first sentence dealing with legislative enactments is inapplicable to post acknowledgement plan amendments and zone changes. With respect to the remainder of this policy, the Council concludes that this application is consistent with the requirements of Action 1F.2.

ACTION 1F.6

For purposes of evaluating amendments to transportation system plans, acknowledged comprehensive plans and land use regulations subject to OAR 660-012-0060, in situations where the volume to capacity ratio for a highway segment, intersection or interchange is [substandard] above the standards in Table 6 or Table 7, or those otherwise approved by the Commission, and transportation improvements are not planned within the planning horizon to bring performance to standard, the performance standard is to avoid further degradation. If an amendment to a transportation system plan, acknowledged comprehensive plan or land use regulation increases the volume to capacity ratio further, it will significantly affect the facility.

Conclusions of Law: The City Council herewith incorporates and adopts the TIA, the phasing plan in *Exhibit F* and ODOT's letter acknowledging its acceptance of the proposed phasing plan in *Exhibit I* by reference. Based on the original findings and the exhibits referenced herein, the Council concludes that this application is consistent with the requirements of Action 1F.6

4.4 City of Medford's Transportation System Plan TSP

Goals, Policies and Implementation Strategies

Overall Transportation System

Policy 1-B: The City of Medford shall use the Transportation System Plan as the legal basis and policy foundation for decisions involving transportation issues.

Implementation 1-B(6): Require Comprehensive Plan, Land Development Code, and Zoning Map amendments to contain findings that show how the action is in conformity with the adopted tenets of the Medford Transportation System Plan.

Conclusions of Law: The City Council has reviewed all goals and policies in the Transportation System Plan (TSP) to determine which goals and policies operate as approval standards for these

applications. The Council concludes that only those goals and policies cited below operate as independent approval standards. The Council further concludes that no response is required when local government policies are not expressed as approval criteria.

Overall Transportation System - Funding

Policy 1-E: The City of Medford's third priority for the use of transportation funds shall be to fund capital improvements that add capacity to the transportation system. These improvements shall be prioritized based on availability of funds, reducing reliance on the automobile, improving safety, relieving congestion, responding to growth, and system-wide benefits.

Implementation 1-E(2): Require new development to mitigate its impacts on the transportation system through on-site system improvements consistent with the TSP required as conditions of approval. Also require off-site improvements consistent with the TSP when they can be found to be proportional to the impacts on the transportation system ("Dolan finding").

Conclusions of Law: The City Council concludes that the TIA in *CP-06-065/ZC-06-066, Volume 2, Appendix E-1*, the Phasing Plan at *Exhibit F* hereto, and ODOT's letter consenting to said phasing plan at *Exhibit I* hereto, identify all necessary transportation improvements to mitigate impacts associated with the development. As such, the Council concludes these applications are consistent with Policy 1-E and Implementation 1-E(2).

Street System - Design

Policy 2-C: The City of Medford shall design the street system to safely and efficiently accommodate multiple travel modes within public rights-of-way.

Implementation 2-C(7): Require new development and redevelopment projects, as appropriate, to connect to and extend local streets to planned future streets, to neighborhood activity centers, such as parks, schools, and retail centers, to transit routes, and to access adjoining undeveloped or underdeveloped property.

Implementation 2-C(8): Require new development and redevelopment projects to include accessibility for all travel modes and coordinate with existing and planned developments.

Policy 2-D: The City of Medford shall balance the needed street function for all travel modes with adjacent land uses through the use of context-sensitive street and streetscape design techniques.

Implementation 2-D(1): Identify unique street design treatments, such as boulevards or "main" streets, through the development and use of special area plans, neighborhood plans, or neighborhood circulation plans adopted in the Medford Comprehensive Plan.

Conclusions of Law: The City Council adopts its original findings at *CP-06-065/ZC-06-066, Volume 1, p. 163* related to these policies and the Revised Conceptual Plan at *Exhibit E*. Based upon the Revised Conceptual Plan, the Council concludes that this proposed amendment to the plan will connect to other retail centers (such as the Ohio Street connection), is connected by way of transit routes with trolley service that traverses the site, and connects to the fixed-route transit service adjacent to the Rogue Valley Mall. The Council further concludes that the Project remains consistent with the original approval in that it includes accessibility for all travel modes by providing transit throughout the Project, pedestrian connections to adjacent bicycle facilities and access, and it supports safe and efficient movement of freight.

Street System – Transportation System Management and Safety

Policy 2-H: The City of Medford shall manage and maintain the transportation system in an efficient, clean, and safe manner.

Implementation 2-H(1): Require Traffic Impact Analyses (TIAs), as appropriate, in conjunction with development applications to assess impacts on the existing and planned transportation system, and require transportation system improvements that are identified through the TIA or by other Municipal Code requirements as a condition of

approval of development permits and land use actions.

Conclusions of Law: The City Council herewith incorporates and adopts the TIA in *CP-06-065/ZC-06-066, Volume 2, Appendix E-1*, and *Exhibits F and K* herein by reference and concludes that with the Applicant's stipulation to make necessary system improvements in conjunction with development of the Project, this Policy and Implementation are met.

Street System – Parking Management

Policy 2-L: The City of Medford shall require an appropriate supply and design of off-street parking facilities to promote economic vitality, neighborhood livability, efficient use of urban space, reduced reliance on single occupancy motor vehicles, and to make certain areas, such as Transit Oriented Districts (TODs), more pedestrian friendly.

Implementation 2-L(1): Require a minimum and maximum number of off-street parking spaces based on the typical daily needs of the specific land use type. A parking space maximum standard assures that unnecessary consumption of land area is avoided. Designate areas of the City where no off-street parking would be required.

Implementation 2-L(3): For off-street lots over three (3) acres in size, require street-like features along major driveways and safe pedestrian access facilities between the street, locations within the lot and buildings.

Policy 2-M: The City of Medford shall undertake efforts to contribute to a reduction in the regional per capita parking supply to promote the use of alternatives to the single occupancy motor vehicle.

Implementation 2-M(2): Allow non-residential development to satisfy off-street parking requirements through preparation and implementation of a trip reduction plan to increase the use of alternative modes of transportation by employees and customers.

Implementation 2-M(3): Assure that major facilities with a high parking demand meet the demand through a combination of shared, leased, and new off-street parking facilities, access by transit, and encourage designs that reduce parking need.

Conclusions of Law: The Council adopts and incorporates the Revised Conceptual Plan at *Exhibit E* hereto and the findings and conclusions from CP-06-065 and ZC-06-066 with regard to these policies and implementation measures by reference. The Council finds that the Revised Conceptual Plan continues to promote alternative transportation, provides for continued internal circulation, and retains the original access points to the public streets. Based on the foregoing, the Council concludes that the applications are consistent with the requirements of the foregoing Policies and Implementations.

Pedestrian System

GOAL 5: To facilitate the increased use of pedestrian transportation in the Medford planning area.

Policy 5-A: The City of Medford shall develop a connected, comprehensive system of pedestrian facilities that provides accessibility for pedestrians of all ages, focusing on activity centers such as Downtown, other Transit Oriented Districts (TODs), commercial centers, schools, parks/greenways, community centers, civic and recreational facilities, and transit centers.

Implementation 5-A(1): Require development and street construction/renovation projects to include sidewalks and walkways.

Implementation 5-A(3): Require development within activity centers, business districts, and Transit Oriented Districts (TODs) to focus on and encourage pedestrian travel, and require sidewalks, accessways, and walkways to complement access to transit stations/stops and multi-use paths.

Conclusions of Law: The City Council concludes that these provisions from the TSP are primarily imposed at the time of Master Plan and Final Site Plan. However, the City Council finds that the Revised Conceptual Plan includes well-connected pedestrian facilities both on and off-site that will connect with nearby uses and facilities. As such, the Council concludes that

these applications are consistent with Policy 5-A and related implementations 5-A(1) and 5-A(3).

Transportation and Land Use

GOAL 8: To maximize the efficiency of Medford's transportation system through effective land use planning.

Policy 8-A: The City of Medford shall facilitate development or redevelopment on sites located where best supported by the overall transportation system that reduces motor vehicle dependency by promoting walking, bicycling and transit use. This includes altering land use patterns through changes to type, density, and design.

Implementation 8-A(1): Through revisions to the Medford Comprehensive Plan and Land Development Code, provide opportunities for increasing residential and employment density in locations that support increased use of alternative travel modes, such as along transit corridors.

Implementation 8-A(2): Maintain and continue enforcement of Land Use Development Code provisions which require new development to accommodate multi-modal trips by providing bicycle racks, connecting sidewalks, building entrances near the street, and transit facilities.

Conclusions of Law: The City Council incorporates and adopts the findings and conclusions related to Policy 8-A and Implementations 8-A(1) and (2) in CP-06-065 and ZC-06-066 as if fully set forth herein. The Council further finds that the Revised Conceptual Plan will provide an equivalent employment density as the original application and will continue to support increased use of alternative travel modes as it is fully served by pedestrian and bicycle routes which connect to similar facilities on nearby public rights-of-way, and is located along a public transit route. Based on the foregoing, the Council concludes that these applications are consistent with Policy 8-A and related implementations 8-A(1) and (2).

Implementation 8-A(3): Through revisions to the *Medford Comprehensive Plan* and *Land Development Code*, provide opportunities for increasing residential and employment density in locations that support increased use of alternative travel modes, such as along transit corridors.

Conclusions of Law: The City Council incorporates and adopts the findings and conclusions in CP-06-065 and ZC-06-066 as if fully set forth herein. The Council further finds that the Revised Conceptual Plan shows that the Retail Centre is fully served by pedestrian and bicycle routes which connect to similar facilities on nearby public rights-of-way. Based on the foregoing, the Council concludes that these applications are consistent with implementation 8-A(3).

Ultimate Conclusions of Law (Amendment to CP-06-065): The Council concludes that based on the foregoing findings of fact and conclusions of law, the application to amend conditions of approval in CP-06-065 (Ordinance 2006-264) are consistent with the relevant requirements of Medford and the State of Oregon. Therefore, the Council concludes that the proposed amendments to conditions 2 and 5 for Ordinance 2006-264 shall be approved.

4.5 ZONE CHANGE

4.6.1 Medford Land Development Code

MLDC 10.227

The approving authority (Planning Commission) shall approve a quasi-judicial zone change if it finds that the zone change complies with subsections (1) and (2) below:

- (1) The proposed zone is consistent with the Transportation System Plan (TSP) and the General Land Use Plan Map designation. A demonstration of consistency with the acknowledged TSP will assure compliance with the Oregon Transportation Planning Rule. Where applicable, the proposed zone shall also be consistent with the additional locational standards of the below sections (1)(a), (1)(b), (1)(c), or (1)(d). Where a special area plan

requires a specific zone, any conflicting or additional requirements of the plan shall take precedence over the locational criteria below.

Conclusions of Law: The Planning Commission concludes as follows: This is not an application for a zone change and therefore these criteria do not apply. To the extent, on an appeal an argument is raised that the proposed amendments affect this criterion, the Planning Commission herewith incorporates and adopts by reference the findings of fact and conclusions of law set forth regarding the Oregon Transportation Planning Rule set forth above. Based on the foregoing, the Commission concludes that the amendments to ZC-06-066 comply with OAR 660-012-0060 and therefore that this application complies with the Oregon Transportation Planning Rule. With respect to consistency with the GLUP map, the Planning Commission concludes that the Revised Conceptual Plan provides for C-R uses in a Commercial designation and therefore concludes the application is consistent with the GLUP map designation. The Commission further finds and concludes that approval of this amendment is subject to the City Council's approval of the related amendments to CP-06-065. Based on the foregoing the Commission concludes that this application is consistent with Criterion 1.

(c) For zone changes to any commercial zoning district, the following criteria shall be met for the applicable zoning sought:

(iii) The overall area of the C-R zoning district shall be over three (3) acres in size, shall front upon an arterial street or state highway, and shall be in a centralized location that does not otherwise constitute a neighborhood shopping center or portion thereof. In determining the overall area, all abutting property(s) zoned C-R shall be included in the size of the district. The C-R zone is ordinarily considered to be unsuitable if abutting any residential zones, unless the applicant can show it would be suitable pursuant to (1)(e) below.

Conclusions of Law: The Planning Commission concludes that 10.227(1)(a), (1)(b) and (1)(d) are inapplicable as the application does not include zone change amendments to residential or industrial. The Commission further concludes that this criterion is not applicable as the application does not seek a new zone change. In the event of appeal, the Commission incorporates and adopts by reference the findings in ZC-06-066 related to this Criterion and concludes that the Revised Conceptual Plan satisfies all the locational criteria in that it is more than 3 acres in size, fronts an arterial street or state highway and does not abut any residential zones.

(2) It shall be demonstrated that Category A urban services and facilities are available or can and will be provided, as described below, to adequately serve the subject property with the permitted uses allowed under the proposed zoning, except as provided in subsection (c) below. The minimum standards for Category A services and facilities are contained in Section 10.462 and Goal 2 of the Comprehensive Plan "Public Facilities Element" and Transportation System Plan.

(a) Storm drainage, sanitary sewer, and water facilities must already be adequate in condition, capacity, and location to serve the property or be extended or otherwise improved to adequately serve the property at the time of issuance of a building permit for vertical construction.

(b) Adequate streets and street capacity must be provided in one (1) of the following ways:

(i) Streets which serve the subject property, as defined in Section 10.461(2), presently exist and have adequate capacity; or

(ii) Existing and new streets that will serve the subject property will be improved and/or constructed, sufficient to meet the required condition and capacity, at the time building permits for vertical construction are issued; or

(iii) If it is determined that a street must be constructed or improved in order to provide adequate capacity for more than one (1) proposed or anticipated development, the Planning Commission may find the street to be adequate when the improvements needed to make the street adequate are fully funded. A street project is deemed to be fully funded when one (1) of the following occurs:

(a) the project is in the City's adopted capital improvement plan budget, or is a programmed project in the first two (2) years of the State's current STIP (State Transportation Improvement Plan), or any other public agencies adopted capital improvement plan budget; or

(b) when an applicant funds the improvement through a reimbursement district pursuant to the MLDC. The cost of the improvements will be either the actual cost of construction, if constructed by the applicant, or the estimated cost. The "estimated cost" shall be 125% of a professional engineer's estimated cost that has been approved by the City, including the cost of any right-of-way acquisition. The method described in this paragraph shall not be used if the Public Works Department determines, for reasons of public safety, that the improvement must be constructed prior to issuance of building permits.

(iv) When a street must be improved under (b)(ii) or (b)(iii) above, the specific street improvement(s) needed to make the street adequate must be identified, and it must be demonstrated by the applicant that the improvement(s) will make the street adequate in condition and capacity.

(c) In determining the adequacy of Category A facilities, the approving authority (Planning Commission) may evaluate potential impacts based upon the imposition of special development conditions attached to the zone change request. Special development conditions shall be established by deed restriction or covenant, which must be recorded with proof of recordation returned to the Planning Department, and may include, but are not limited to the following:

(i) Restriction of uses by type or intensity; however, in cases where such a restriction is proposed, the Planning Commission must find that the resulting development pattern will not preclude future development, or intensification of development, on the subject property or adjacent parcels. In no case shall residential densities be approved which do not meet minimum density standards,

(ii) Mixed-use, pedestrian-friendly design which qualifies for the trip reduction percentage allowed by the Transportation Planning Rule,

(iii) Transportation Demand Management (TDM) measures which can be reasonably quantified, monitored, and enforced, such as mandatory car/van pools.

Conclusions of Law: The Planning Commission incorporates and adopts the technical appendices at *CP-06-065/ZC-06-066, Volume 2, Appendices E-1 (TIA), E-2 (Preliminary Utility Analysis)*, the findings herein related to the Oregon Transportation Planning Rule, the Phasing Plan at *Exhibits F* and *K* herein, and the Revised Conceptual Plan at *Exhibit E* herein by reference. Based on the foregoing, the Planning Commission concludes that it has been demonstrated that Category A urban services and facilities (storm drainage, sanitary sewer and water) are available and can and will be provided to adequately serve the subject property. With regard to streets, the Planning Commission concludes that the Applicant has identified streets that will require minor transportation facility improvements at the time of issuance of the first building permits for vertical construction and those facilities that will require improvements during the planning horizon (2025) and the Planning Commission concludes that the affected City and ODOT facilities will function at the appropriate levels of service at or before the time building permits are issued for vertical construction.

Ultimate Conclusion of Law (Amendment to ZC-06-066): Based upon the foregoing Findings of Fact and Conclusions of Law, the Planning Commission concludes and the City Council affirms that the proposed amendment to the conditions of approval for ZC-06-066 are consistent with the Medford Land Development Code and Transportation Planning Rules and that adequate public facilities exist or can be made available prior to vertical construction as required by MLDC 10.227.

Respectfully submitted this 31st day of May 2011.

HUYCKE, O'CONNOR, JARVIS, & LOHMAN, LLP



SYDNEE B. DREYER, OSB # 95471
Attorney for Applicant

FOR ASSESSMENT AND
TAXATION ONLY

N.W.1/4, N.E.1/4, SEC.24, T.37S., R.2W., W.M.
JACKSON COUNTY

1" = 100'

SEE MAP 37 2W 13DC

S.E. COR.
DLC 60

APPROX.
1/16 COR.

CS-15799

U.S.

100
0.02 AC.

200
0.40 AC.

CS-2667

1300
0.23 AC.

CRATER LAKE HWY.

HIGHWAY 99 JK 51+920

P&E R.R. SUB.

CS-10035

CS-17737

49-1

1400
7.02 AC.

JK 51+630.655

SEE MAP 37 2W 24

SEE MAP 37 2W 24AA

CANCELLED TAX
LOT NUMBERS:

300 REMAPPED TO 372'
501
502
800

APPROX.
1/16 COR.

APPROX.
1/16 COR.

SEE MAP 37 2W 24AC

37 2W 24AB
MEDFORD

37 2W 24A
MEDFORD

Exhibit "A"
Page 2 of 3

37 2W 24
MEDFORD

 $1'' = 400'$

49-3

49-1

SEE MAP
37 2W 24AA

7. CANCELLED TAX
LOT NUMBERS:

301
900 REMAPPED TO 371W24AB

SEE MAP
37 2W 24BC

SEE MAP
37 2W 24CB

SEE MAP
37 2W 24CC

SEE MAP
37 2W 24CD

SEE MAP

SEE MAP
372W 24DB

SEE MAP
37 2W 24AB

SEE MAP
37 2W 24AD

SEE MAP
37 2W 24AB
SUPP. 1

SEE MAP
37 2W 24D

SEE MAP
37 2W 24DE
SUPP. 1

~~SEE MAP~~
~~37 2W~~

Exhibit "A"
Page 3 of 3

Retail Center Location

JACKSON COUNTY

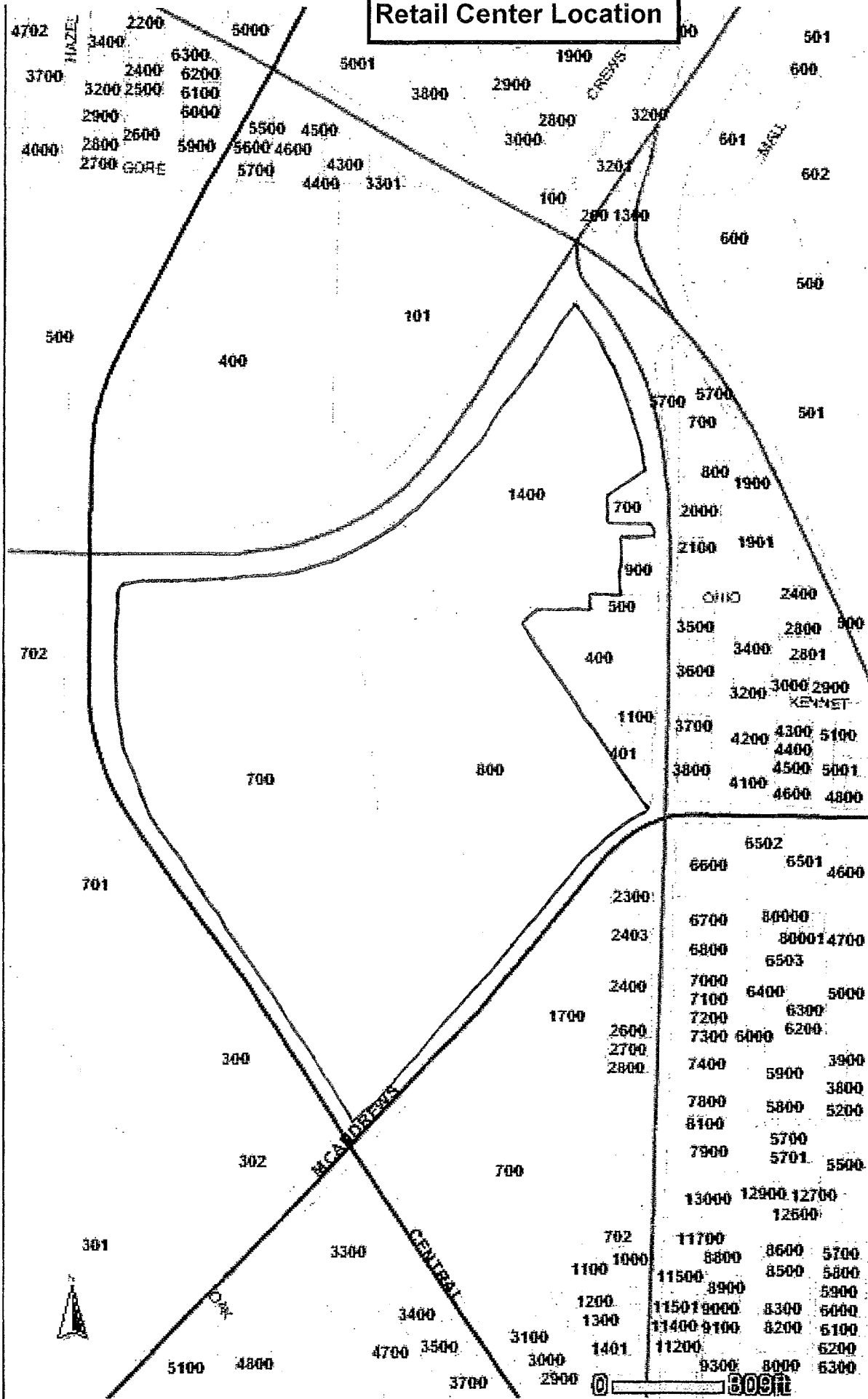
INFORMATION TECHNOLOGY

Map Maker Application

Front Counter Legend

Tax Lot Outlines

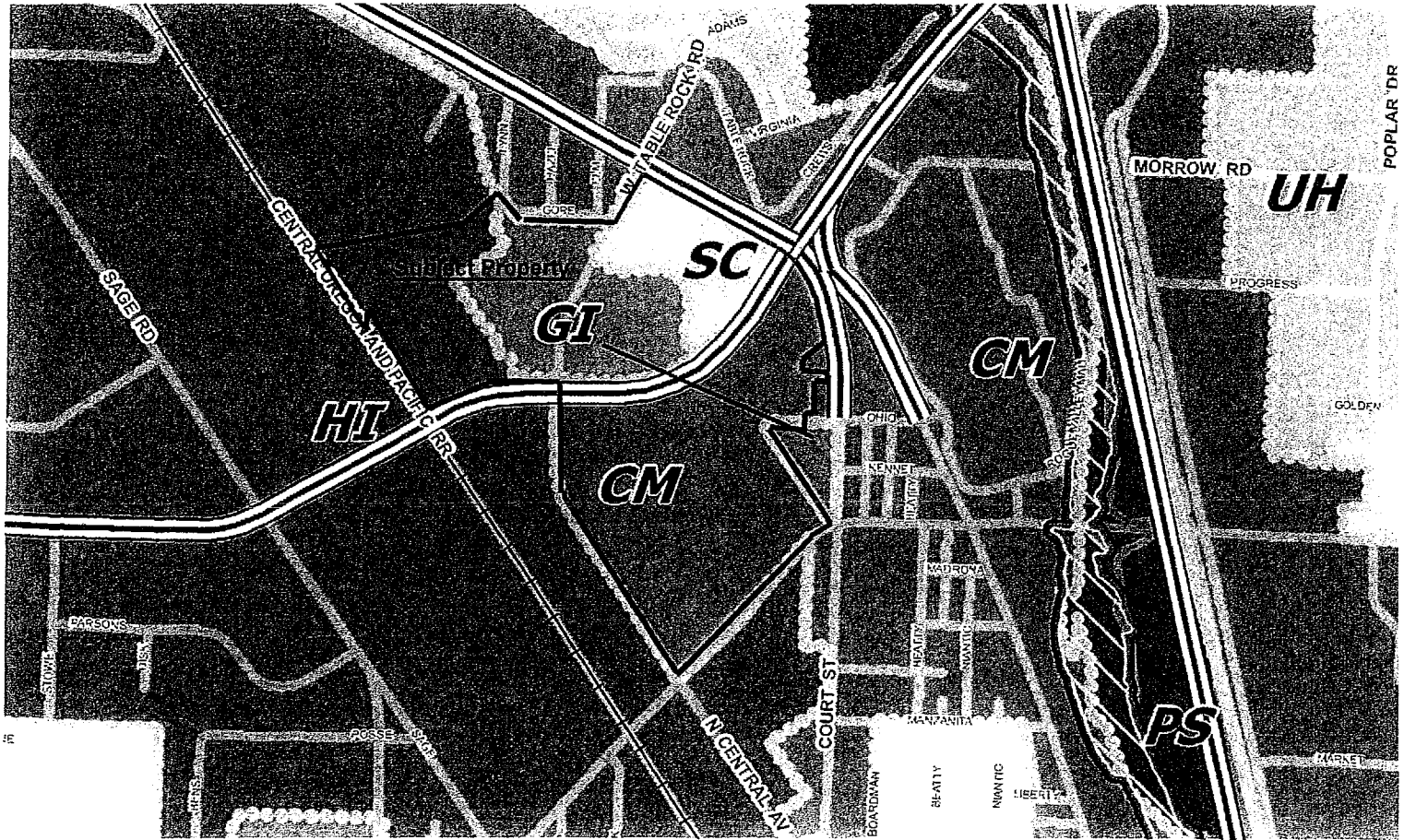
Tax Lot Numbers



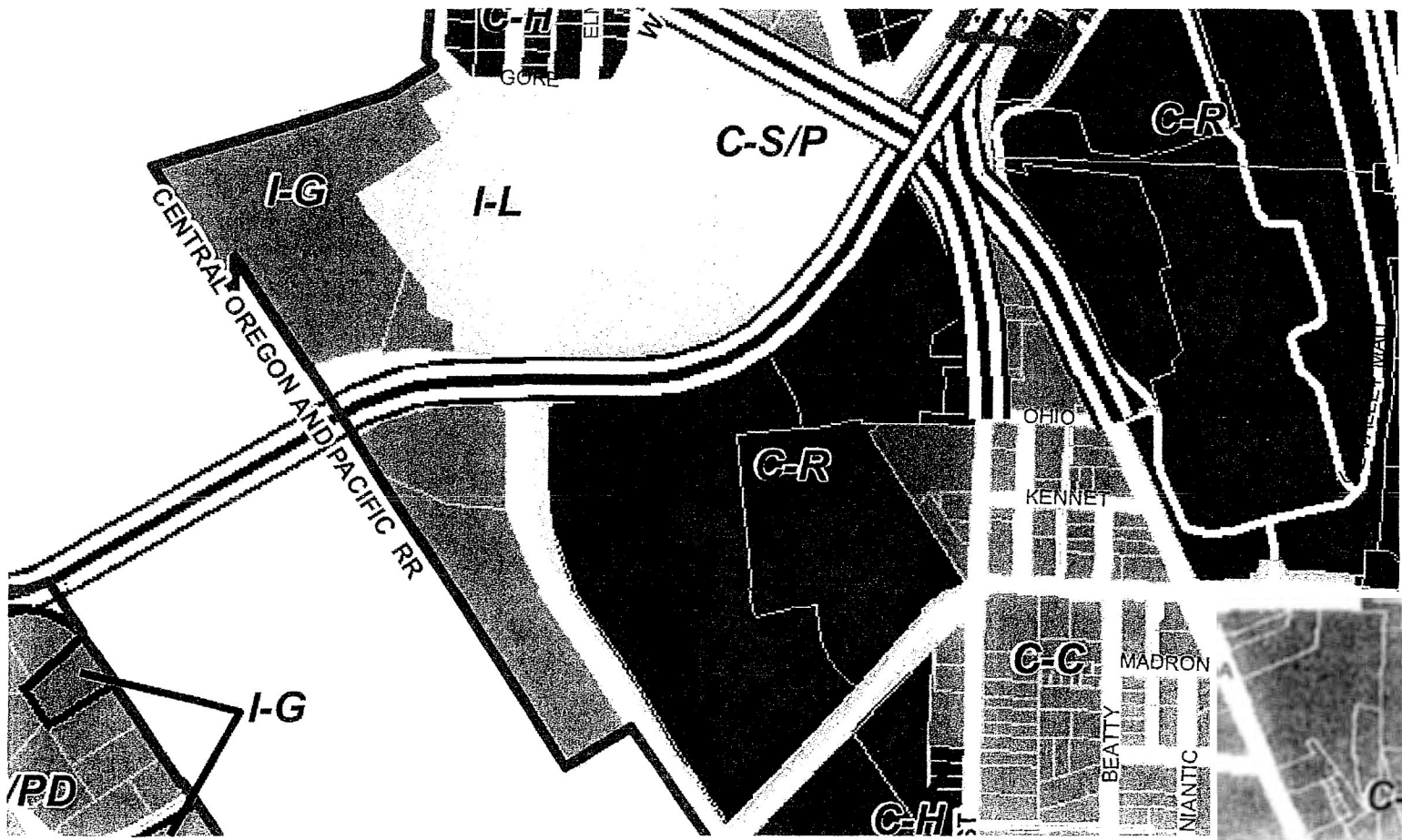
JACKSON
COUNTY
Oregon

Exhibit A-1
Page 1 of 1

GLUP Map



Current Zoning Map



ORDINANCE NO 2006-264

AN ORDINANCE approving, with conditions, a minor amendment of the Medford *Comprehensive Plan* changing the General Land Use Plan (GLUP) Map land use designations from Heavy Industrial, General Industrial, and Commercial to Heavy Industrial, General Industrial, Commercial, and Service Commercial on 84 acres located generally north of West McAndrews Road, east of the Central Oregon & Pacific Railroad tracks, and west of North Pacific Highway (CP-06-065)

THE CITY COUNCIL OF THE CITY OF MEDFORD, OREGON, ORDAINS AS FOLLOWS

Section 1 The minor amendment of the Medford *Comprehensive Plan* changing the General Land Use Plan (GLUP) Map land use designations from Heavy Industrial, General Industrial, and Commercial to Heavy Industrial, General Industrial, Commercial, and Service Commercial on 84 acres located generally north of West McAndrews Road, east of the Central Oregon & Pacific Railroad tracks, and west of North Pacific Highway is approved

Section 2 This minor amendment to the Medford *Comprehensive Plan* is supported by the Findings of Fact and Conclusions of Law included in the Revised City Council Staff Report and exhibits dated November 6, 2006, as updated December 11, 2006, with the Findings of Fact and Conclusions of Law and Supplemental Findings of Fact dated on file in the Planning Department and incorporated herein by reference, and the following conditions of approval which are necessary to meet the criteria for approving this minor amendment to the Medford *Comprehensive Plan*, and to which the property owner has agreed

Conditions of Approval for CP-06-065

Within 30 days of the effective date of the Ordinance adopting the GLUP Map amendment, the property owner shall, prior to recording, submit for approval by the Planning Director after review by the City Attorney, a covenant or covenants to be recorded on the subject properties containing the following stipulations to the Planning Department for review. Upon approval, the property owner shall immediately record the covenant(s) with Jackson County

A copy of this Ordinance shall be an exhibit recorded with each covenant

The conditions of approval set forth in this ordinance can only be changed through a minor comprehensive plan amendment process, now existing or as subsequently enacted

Management details regarding the following conditions of approval shall be administered through an executed Developer's Agreement with the City of Medford. The timing of compliance with the following conditions shall be established as part of the Developer's Agreement which shall be adopted through a land use decision per ORS 94 508

1 Trip Cap

A trip cap is hereby applied that limits vehicular trip generation by development on the subject site to no more than 18,509 ADT and 1,882 P M peak hour trips as a mitigation to ensure that impacts will not reduce transportation facility adequacy below LOS 'D'. A 2% trip reduction for the internal trip capture that is likely to result from the project design and up to an additional 5% deduction for the TDM measures shall be available. To receive more than the 2%, the TDM measures must include trolley service serving all project quadrants with 10 minute headways and capable of capturing 360 passengers per hour. The trolley shall operate in perpetuity, at least Monday through Friday from 7 00 A M to 6 00 P M. The applicant is responsible for monitoring ADT generation by proposed development projects (per the most current edition of the ITE Trip Generation Manual) and reporting to the City of Medford in conjunction with applications. The compliance monitoring system shall be developed as part of the Developer Agreement.

2 Transportation Improvements

The City of Medford Public Works Department memo dated October 25, 2006 (Exhibit K-3) and the Oregon Department of Transportation letters dated October 18 and October 25, 2006 (Exhibits V-1A and V-1B) herein establish the required transportation improvements and conditions. Applicant to provide evidence of compliance with transportation improvement requirements.

3 Transportation Demand Management Plan

(A) **Transit Pass for Employees** An employee transit pass subsidy shall be provided for at least 5 years for fixed-route transit district passes at no cost to all employees on the subject site who wish to use transit, beginning within two years from the date that the first Certificate of Occupancy is approved by the City for the subject site. After such beginning date, verification of compliance shall be provided to the Planning Director on a yearly basis for five years.

(B) **Trolley Service** If the additional 5% trip reduction is taken for a trolley, the privately funded fare-free trolley(s) shall service the three quadrants of the subject site beginning within two years from the date that the first Certificate of Occupancy is approved by the City for the building square footage for which the reduction is taken. At a minimum, trolley service shall operate with 10 minute headways and be capable of capturing 360 passengers per hour, at least Monday through Friday from 7 00 A M to 6 00 P M. Trolley service to connect to the Rogue Valley Mall is subject to the permission of the Rogue Valley Mall owners. Applicant shall construct the Exclusive Transit Crossing which traverses North Central Avenue between the Office and Business Parks if the same is approved by the City of Medford.

(C) **Off-Street Vehicular Parking Space Reduction/Cap** A parking space reduction is hereby approved for the subject site which reduces the required number of off-street vehicular parking spaces by five percent. The reduction distribution shall be approved through the Site Plan Architectural Commission Master Plan approval. This reduction

does not reduce the bicycle parking space requirement, which shall be based on the number of parking spaces normally required by the *Medford Land Development Code*. No more than 120% of the number of off-street vehicular parking spaces normally required shall be supplied.

(D) **McAndrews Multi-Use Path** A concrete multi-use path at least 10 feet in width shall be constructed behind the planter strip along the frontage of McAndrews Road connecting between Court Street and Central Avenue in lieu of the sidewalk. Specific design and location of such path is subject to specifications of the City of Medford Engineering Division and the Site Plan Architectural Commission Master Plan Approval process.

(E) **Transit/Carpool Facilities** Transit and carpool facility improvements in conformance with *Medford Land Development Code* sections 10 807 and 10 808, 10 809 shall be determined through the Site Plan Architecture Commission Master Plan approval and code required subsequent Site Plan and Architectural Review approvals.

(F) **Transportation Management Association** Businesses in Northgate Centre with 50 or more employees shall join a Transportation Management Association if one exists for the Medford area.

- 4 **Compatibility Restrictive Covenant** A restrictive covenant which restricts property owners and lessees on the subject site from remonstrating with respect to the common and customary industrial manufacturing practices which occur on nearby lands devoted to industry shall be incorporated as deed restrictions on the subject site and as provisions in the leases for future tenants of the subject site. A sample of the language for such a covenant is provided in Exhibit F-F. The Planning Commission voted to recommend including the following changes to Exhibit "F-F" pp 5-6

Third line begins " *Timber Products Corporation and/or Sierra Pine Corporation* , delete the words " *as forest products businesses*" and insert, " *and any successor industrial users of those sites and/or adjacent industrial property owned by those businesses*" Line 8, which begins " *businesses to any federal, state or local agency so long as the businesses operate in conformance with* , delete *conformance* and change to " *material compliance* " Line 10 begins " *of the businesses* " Add " *Violation of a single day threshold reported in compliance with industry standard practice shall not constitute material non-compliance*"

- 5 **Northgate Centre Master Plan**
Zoning shall be in effect that permits the land use types indicated in the Master Plan prior to further Master Plan review.

(A) A Northgate Centre Master Plan shall be adopted via Site Plan and Architectural Review pursuant to Class "C" procedures of the *Medford Land Development Code*. The Master Plan shall be approved through such review prior to any further SPAC applications for individual sites or projects within the project boundary. The Master Plan and subsequent

applications shall be in substantial conformance with the Northgate Centre application materials submitted as part of CP-06-065 and ZC-06-066

(B) The following elements, among others, shall be considered during the Site Plan and Architectural Review for inclusion in the Master Plan

- (1) Pedestrian elements to include benches dispersed throughout the site, areas that integrate outdoor commerce and eating with pedestrian space, trolley stops and decorative and functional pavement treatments at key locations of vehicle/pedestrian interaction. Interconnections between the three quadrants of the project shall also be considered to the extent possible under ODOT regulations and restrictions prevailing on the piece of property**
- (2) A building façade that contains a public entrance to include the following architectural elements**
 - a) A cupola or tower feature on a building corner common to the building façade wall with the public entrance or cupola or tower integrated into the entrance itself**
 - b) A minimum percentage of the façade to include masonry work depending upon land use type**
 - c) A minimum percentage of the building façade wall having transparent or translucent windows and awnings depending upon land use type**
- (3) Methods to address issues covered by the City of Medford proposed "big box Ordinance" for those structures to which the Ordinance would apply**
- (4) Exterior Site Lighting**
 - a) Lighting in commercial areas to be less than 25 feet in height and of a design similar to that shown in the conceptual lighting plan (Exhibit C, p 13)**
 - b) Conventional style lighting to be restricted in industrial areas so that no more than 30 percent of the total illumination may come from conventional commercial/industrial lighting. The balance to be less than 25 feet in height and of a design similar to that shown in the conceptual lighting plan (Exhibit C, p 13)**
- (5) Water Features**

At least one significant water feature to be included in the Lifestyle Center and Office Park of a design similar to that shown in the conceptual landscape plan details (Exhibit C, p 14)
- (6) Landscaping**
 - a) Landscape plans to include landscaped buffer between SierraPine and the Northgate Centre of a design similar to that shown in the conceptual buffer detail plan (Exhibit C, p 12)**
 - b) Landscape plans to include street trees, landscaping, and appropriate irrigation installed in the public right-of-way planter strips. If and where planter strips are not required, street trees and appropriate irrigation to be included abutting public right-of-way sidewalks**
- (7) Master Signage Plan**

A master signage plan, including project entry and directional signs

(8) The following exceptions are noted

- a) The configuration of the Business Park (Exhibit C, p 11) may change to accommodate the specific requirements of potential industrial/business tenants or future owners
- b) The applicant cannot guarantee rail service as contemplated in the Northgate Centre proposal (Exhibit C, p 11) and future plans for Northgate Centre are not required to provide rail service

(C) Development Phasing Plan shall be proposed and approved

The following stipulations of the applicant are accepted and applied as conditions

- 6 **Beall/Highway 99 Improvement** Applicant agrees to stipulate to its proportional share of the cost to improve the intersection of Beall Lane and Highway 99, excluding rail crossing improvements, at such time that the City of Central Point has identified the needed improvements and ascertained the costs. Proportionality shall be determined as a proportion of the amount of traffic projected to pass through this intersection which is related to Northgate Centre in comparison to all other intersection traffic
- 7 **Mc Andrews Sidewalk** Applicant agrees to stipulate to a 100% share of the cost to install a sidewalk beneath the McAndrews Road viaduct and easterly along the southeasterly side of McAndrews Road to its intersection with Court Street provided that the said improvement, including right-of-way acquisition (if needed) can be obtained by the City of Medford
- 8 **Wetlands, Hopkins Canal** Applicant agrees to work cooperatively with the Rogue Valley Irrigation District to accommodate any reasonable concerns or requests made by the district
- 9 **Sanitary Sewer, Domestic Water, Storm Drainage Facilities** Applicant agrees to extend and construct all needed sanitary sewer, domestic water and storm drainage facilities in accordance with the most current adopted facility plans of the City (or other facility providers) and the same will be based upon engineering construction plans prepared by a qualified civil engineer registered in Oregon and approved by the City (or other facility providers). Public facility construction will incorporate the recommendations contained in Appendix E-2 as approved by the City
- 10 **Storm Water** Applicant agrees to incorporate stormwater system design considerations into final engineering for the proposed stormwater facility improvements and carry out these in accordance with the Appendix E-2 analysis, standards and regulations of the City and generally accepted engineering practices
- 11 **Street Vacation** Pursuant to Oregon Revised Statutes ("ORS") 271.130, applicant agrees to take steps to vacate the city streets shown in Appendix F-3
- 12 **Consolidation of Existing Parcels** Applicant agrees to consolidate or adjust as appropriate existing tax lots in Northgate Centre to conform to the approved plans for Northgate Centre

and the requirements of the MLDC, and the same will be accomplished before issuance of any Certificate of Occupancy for buildings in Northgate Centre

- 13 **Delivery of Rail Service** Applicant agrees to continue reasonable efforts to acquire and supply commuter rail service as anticipated in these land use applications
- 14 **Waste Management** Applicant agrees to establish a comprehensive waste management operations plan in cooperation with Rogue Disposal and Recycling, Inc
- 15 **Berm and Tree Buffer** Applicant agrees to construct and install the berm and landscaping to buffer Sierra Pine from Northgate Centre generally as shown on Exhibit C, pp 2 and 12 and as approved by the Site Plan and Architectural Commission per condition 5 (B)(6) a)

PASSED by the Council and signed by me in authentication of its passage this 21 day of December, 2006

ATTEST Glenda Owens
City Recorder

APPROVED December 21, 2006

Allen H. White
Mayor
Allen H. White
Mayor

PLANNING COMMISSION REPORT

File No.: ZC-06-066

Applicant: Northgate Center, LLC (Craig A. Stone and Associates, Agent)

Request: Consideration of a request for a zone change from I-G (General Industrial), C-H (Heavy Commercial), and C-C (Community Commercial) to I-G (General Industrial), I-L (Light Industrial), C-R (Regional Commercial), and C-S/P (Service and Professional Office) on 84 acres located generally north of West McAndrews Road, east of the Central Oregon & Pacific Railroad tracks, and west of N. Riverside Avenue/Highway 99.

BACKGROUND:

Project Description

Northgate Centre is a proposed master planned commercial and industrial development consisting of a 417,500 square foot retail center (or "lifestyle" center), a 219,300 square foot office park, and an 180,000 square foot industrial/business park. The project occupies three of the four quadrants where State Highways 238, 62, and 99 meet (referred to as "the Big X"), on what is commonly known as the Medco property.

The subject site consists of 18 parcels totaling 84.07 net acres, and the adjacent right-of-way totaling 18.50 acres, for a combined total of 102.57 gross acres. The vast majority of the parcels currently have the Heavy Industrial (HI) General Land Use Plan (GLUP) Map designation, but are zoned County General Industrial (G-I). All of the parcels owned by Northgate Center LLC are presently vacant with the exception of Tax Lots 4300, 4400 and 4600, which is the Old Hungry Woodsman site. Tax Lot 700 in Section 24AB contains a Chevron gas station, and Tax Lot 900 in Section 24AB contains the Pro-Audio building where car stereos and other audio/video equipment are sold and installed.

The applicant is requesting zone changes from I-G (General Industrial), C-H (Heavy Commercial), and C-C (Community Commercial) to I-G (General Industrial), I-L (Light Industrial), C-R (Regional Commercial), and C-S/P (Service and Professional Office) as shown on the attached Exhibit P.

Surrounding Properties

The site abuts land with the Commercial (CM) and Heavy Industrial (HI) GLUP map designations and C-H, C-C and County Heavy Industrial (H-I) zoning to the north. SierraPine, a limited partnership of Sierra Pacific Industries and Timber Products Company, has a Medium Density

Fiberboard plant located in this County H-I zone. Land with the HI GLUP Map designation and County Heavy Industrial (H-I) zoning abuts the property to the west. To the southwest, one parcel from the subject parcel, Timber Products Company has a major particle-board and plywood plant, its Southwestern Regional Headquarters.

Immediately to the south, lands are designated Heavy Industrial (HI) and the zoning is County Heavy Industrial (H-I) and C-H, I-H, and I-L City zoning districts. South of these districts lies the Liberty Park neighborhood (Beatty-Manzanita), one of the more economically-challenged and ethnically diverse neighborhoods in Medford. To the east, lands are designated General Industrial (GI) and Commercial (CM). They are zoned C-C and C-R. The Rogue Valley Mall is located in this latter district. The Mall has approximately 635,000 square feet of gross leasable area and 100 stores.

Application Process

After consultation with the Planning Commission and City Council, staff authorized the applicant to submit the proposal for a consolidated review of a General Land Use Plan Map amendment and zone change. These requested land use actions no longer include a proposal to amend the "Neighborhood Element" of the *Medford Comprehensive Plan* by including the proposed master plan in the "Neighborhood Element". Instead, the stipulations will be attached to the GLUP Map amendment through conditions, and the Northgate Centre Master Plan will be reviewed and approved through Site Plan and Architectural Review. Subsequent individual projects within the Master Plan will also require review and approval by the Site Plan and Architectural Commission.

After the public hearing, the Planning Commission will make a recommendation to the City Council regarding the GLUP Map changes. If favorable, the Planning Commission will also take action on the zone change request and include a condition that the approval becomes effective only if the City Council approves the corresponding GLUP Map changes.

The application materials are contained in three volumes, Exhibits A, B and C to this Staff Report. The application was received March 1, 2006, and the applicant stipulated to a waiver of the mandatory decision-making timeframe in ORS 227.178 to the extent that such provision is applicable to these land use applications.

RELEVANT SECTIONS OF THE MEDFORD LAND DEVELOPMENT CODE:

The zone change criteria that are not relevant to this particular application are omitted from the following citation.

10.227 Zone Change Criteria.

The approving authority (Planning Commission) shall approve a quasi-judicial zone change if it finds that the zone change complies with subsections (1) and (2) below:

(1) The proposed zone is consistent with the Oregon Transportation Planning Rule (OAR 660) and the General Land Use Plan Map designation. (When the City of Medford's Transportation System Plan (TSP) is adopted, a demonstration of consistency with the acknowledged TSP will assure compliance with the Oregon Transportation Planning Rule.) Where applicable, the proposed zone shall also be consistent with the additional locational standards of the below sections (1)(a), (1)(b), (1)(c), or (1)(d). Where a special area plan requires a specific zone, any conflicting or additional requirements of the plan shall take precedence over the locational criteria below.

- (c) For zone changes to any commercial zoning district, the following criteria shall be met for the applicable zoning sought:*

- (iii) The overall area of the C-R zoning district shall be over three (3) acres in size, shall front upon an arterial street or state highway, and shall be in a centralized location that does not otherwise constitute a neighborhood shopping center or portion thereof. In determining the overall area, all abutting property(s) zoned C-R shall be included in the size of the district. The C-R zone is ordinarily considered to be unsuitable if abutting any residential zones, unless the applicant can show it would be suitable pursuant to (1)(e) below.*

- (d) For zone changes to any industrial zoning district, the following criteria shall be met for the applicable zoning sought:*

- (i) The I-L zone may abut residential and commercial zones, and the General Industrial (I-G) zone. The I-L zone is ordinarily considered to be unsuitable when abutting the Heavy Industrial (I-H) zone, unless the applicant can show it would be suitable pursuant to (1)(e) below.*
- (ii) The I-G zone may abut the Heavy Commercial (C-H), Light Industrial (I-L), and the Heavy Industrial (I-H) zones. The I-G zone is ordinarily considered to be unsuitable when abutting the other commercial and residential zones, unless the applicant can show it would be suitable pursuant to (1)(e) below.*
- (iii) The I-H zone may abut the General Industrial (I-G) zone. The I-H zone is ordinarily considered to be unsuitable when abutting other zones, unless the applicant can show it would be suitable pursuant to (1)(e) below.*

- (e) For purposes of (1)(c) and (1)(d) above, a zone change may be found to be "suitable" where compliance is demonstrated with one or more of the following criteria:*

- (i) The subject property has been sited on the General Land Use Plan Map with a GLUP Map designation that allows for only one zone;*

- (ii) *At least 50% of the subject property's boundaries abut zones that are expressly allowed under the criteria in (1)(c) or (1)(d) above;*
 - (iii) *At least 50% of the subject property's boundaries abut properties that contain one or more existing uses which are permitted or conditional uses in the zone sought by the applicant, regardless of whether the abutting properties are actually zoned for such existing uses; or*
 - (iv) *Notwithstanding the definition of "abutting" in MLDC 10.012 and for purposes of determining suitability under Section (1) (e), the subject property is separated from the "unsuitable" zone by a public right-of-way of at least 60 feet in width.*
- (2) *It shall be demonstrated that Category A urban services and facilities are available or can and will be provided, as described below, to adequately serve the subject property with the permitted uses allowed under the proposed zoning, except as provided in subsection (c) below. The minimum standards for Category A services and facilities are contained in the MLDC and Goal 3, Policy 1 of the Comprehensive Plan "Public Facilities Element."*
 - (a) *Storm drainage, sanitary sewer, and water facilities must already be adequate in condition, capacity, and location to serve the property or be extended or otherwise improved to adequately serve the property at the time of issuance of a building permit for vertical construction.*
 - (b) *Adequate streets and street capacity must be provided in one of the following ways:*
 - (i) *Streets which serve the subject property, as defined in Section 10.461(2), presently exist and have adequate capacity; or*
 - (ii) *Existing and new streets that will serve the subject property will be improved and/or constructed, sufficient to meet the required condition and capacity, at the time building permits for vertical construction are issued; or*
 - (iii) *If it is determined that a street must be constructed or improved in order to provide adequate capacity for more than one proposed or anticipated development, the Planning Commission may find the street to be adequate when the improvements needed to make the street adequate are fully funded. A street project is deemed to be fully funded when one of the following occurs:*
 - (a) *the project is in the City's adopted capital improvement plan budget, or is a programmed project in the first two years of the State's current STIP (State Transportation Improvement Plan), or any other public agencies adopted capital improvement plan budget; or*
 - (b) *when an applicant funds the improvement through a reimbursement district pursuant to the MLDC. The cost of the improvements will be either the actual cost of construction, if constructed by the applicant, or the estimated cost. The "estimated cost" shall be 125% of a*

professional engineer's estimated cost that has been approved by the City, including the cost of any right-of-way acquisition. The method described in this paragraph shall not be used if the Public Works Department determines, for reasons of public safety, that the improvement must be constructed prior to issuance of building permits.

- (iv) *When a street must be improved under (b)(ii) or (b)(iii) above, the specific street improvement(s) needed to make the street adequate must be identified, and it must be demonstrated by the applicant that the improvement(s) will make the street adequate in condition and capacity.*
- (c) *In determining the adequacy of Category A facilities, the approving authority (Planning Commission) may evaluate potential impacts based upon the imposition of special development conditions attached to the zone change request. Special development conditions shall be established by deed restriction of covenant, which must be recorded with proof of recordation returned to the Planning Department, and may include, but are not limited to the following:*

 - (i) *Restriction of uses by type or intensity; however, in cases where such a restriction is proposed, the Planning Commission must find that the resulting development pattern will not preclude future development, or intensification of development, on the subject property or adjacent parcels. In no case shall residential densities be approved which do not meet minimum density standards,*
 - (ii) *Mixed-use, pedestrian-friendly design which qualifies for the trip reduction percentage allowed by the Transportation Planning Rule,*
 - (iii) *Transportation Demand Management (TDM) measures which can be reasonably quantified, monitored, and enforced, such as mandatory car/van pools.*

FINDINGS:

The applicant's Findings of Fact and Conclusions of Law, received March 1, 2006, are, by this reference, incorporated and attached hereto as Exhibit A. A detailed discussion and review of the proposal relative to each of the above cited factors is included in the applicant's findings. All of the criteria will not be repeated here but, instead, some additional comments are included in the discussion which follows. The applicant's findings include a discussion of the above zone change criteria with additional comments pertaining to availability of the urban services included in the analysis that follows.

The applicant's findings include the requisite discussion of transportation adequacy, including the Transportation Planning Rule (OAR 660-12-060[2]) requirements.

LOCATIONAL STANDARDS:

The overall area of the proposed C-R zoning district meets the locational standards described in Section 10.227(1)(c)(iii) in that the proposed area to be rezoned exceeds the three acre minimum requirement and is approximately 48.87 acres in size when combined with existing abutting C-R zoning; the proposed area to be rezoned fronts on Central Avenue, which is an arterial street, and on Oregon Highways 99 and 238; and is in a centralized location that does not otherwise constitute a neighborhood shopping center. In addition, the proposed C-R zone does not abut any residential zones. There are no locational criteria established for the C-S/P zone district.

The proposed I-L zone district abuts existing C-H zoning to the north and the County G-I zone to the south. The applicant proposes C-S/P and C-R to the north, south and east, and I-G to the west. The proposed I-L zone does not abut the I-H zone, which is consistent with the requirements of Section 10.227(1)(d)(i). The proposed I-G zone abuts the C-H zone to the north, existing County industrial zoning to the north and west, and the proposed I-L zone to the east. The proposed I-G zone does not abut other commercial or residential zones. Therefore, the proposed zone change meets the locational criteria in MLDC Section 10.227(1)(d)(ii).

PROJECT REVIEW:**Comprehensive Plan/Transportation Planning Rule:**

The proposal is consistent with the proposed General Land Use Plan (GLUP) Map amendment that is being concurrently considered (CP-06-065). The applicant proposes to designate the subject area as Service Commercial (SC), Commercial (CM), General Industrial (GI), and Heavy Industrial (HI) and proposes the zoning boundaries to match the proposed GLUP designations (Exhibit E). The applicant has agreed that, if approved, the zone change will only become effective when there is a final decision resulting in an approval of the requested amendment is made regarding the GLUP amendment. A condition of approval has been included.

Urban Services and Facilities:

The "Public Facilities Element" of the *Medford Comprehensive Plan* lists two categories of public facilities:

- Category "A" facilities include sanitary sewer, storm drain, and water systems; and transportation (streets). These facilities are the minimum necessary to support development and must, therefore, be available or made available upon development.
- Category "B" facilities include fire and police protection, parks, schools, solid waste management (garbage), and health services. These facilities enhance and protect development within the City and are provided in response to development that occurs, rather than prior to approval of development. No findings regarding availability of

Category "B" facilities are, therefore, required prior to approval of this zone change application.

Category "A" Facilities

The applicant's Findings (Exhibit A) discuss the adequacy of Category "A" public facilities beginning on page 106, arriving at a conclusion of adequacy.

Streets

The City of Medford requires a Traffic Impact Analysis (TIA) when a proposed zone change causes the potential for more than 250 additional average daily trips (ADT) to be generated as a result of the proposed change. The applicant has submitted an original and revised TIA for this proposal; the revised version is attached hereto as Exhibits I and J. The Medford Engineering Division is recommending a cap on total ADT using the *ITE Trip Generation Manual* for each quadrant type (shopping center (with supermarket), office park, business park, and park and ride). The applicant has indicated that the potential traffic generation based on the proposed zoning (worst case scenario) would result in a generation of 77,045 ADT and 7,795 P.M. peak trips. The proposed trip cap reduces this to 18,509 ADT and 1,882 P.M. peak trips. This trip cap represents the ADT estimated by the applicant for the project's proposed building square footages (Exhibit I, pg. 34).

Even with the trip cap, the proposal impacts seven intersections. Improvements to these intersections, which are required for mitigation, are indicated in the Medford Public Works Department memo (Exhibit K-3), which is being imposed as a condition of approval of the zone change.

In addition to the proposed trip cap, the applicant proposes to incorporate Transportation Demand Management (TDM) measures into the approval as a trip reduction plan. The Medford Engineering Division is recommending allowing a 2% trip reduction for the internal trip capture that is likely to result from the project design, and up to an additional 5% deduction for the TDM measures. Aspects of the trip reduction plan include a trolley route among the development's quadrants and between the development and the Rogue Valley Mall; the provision of employee transit passes for RVTB buses over a 5-year period; a parking reduction plan (5% reduction in the number of required off-street parking spaces); and design elements/amenities for pedestrian and bicycle modes. Medford's Transportation System Plan (TSP) Implementation Strategy 2-M (2) seeks to encourage alternative modes of transportation through a trip reduction plan to satisfy some parking space requirements. The proposal cannot qualify for the 10% "mixed use" reduction in trips allowed by the TSP because it does not include a residential component and therefore is not considered "mixed use". The proposal also seeks, but does not guarantee, to promote and accommodate commuter rail service between downtown Medford and the site. This, however, is not a condition of the development.

The Oregon Department of Transportation (ODOT) submitted comments regarding potential impacts to state transportation facilities and recommended conditions for impact mitigation (see Exhibits V-

1a and b). ODOT finds that without mitigation, the proposal would have significant adverse impacts to state transportation facilities.

Sanitary Sewer

The subject site is within the Rogue Valley Sewer Services (RVSS) service area. RVSS states that the proposed zone change will not affect this service and there is adequate capacity to serve the proposed density.

Storm Drainage

In order to assure that storm drainage facilities are adequate and available to serve the proposed development, the City Engineer (Exhibit Q) has indicated that such storm drainage adequacy is dependent upon preparation of an engineered report and calculations demonstrating adequacy. Such a requirement, as a recorded covenant on the property, is included as a condition of the zone change consistent with §10.227(2)(c). In addition, the May 1, 2006 Public Works Memorandum indicates that additional information was required to demonstrate that the project would have access to the public storm drainage system. The City Engineer has indicated that the information provided in Exhibit N satisfies this requirement.

The subject site lies within the Elk Creek Drainage Basin (Exhibit Q). The City's Drainage Master Plan indicates improvements are required in the downstream storm drainage system to meet current design standards for this basin. As a zone change is not allowable without adequate storm drain facilities, the following criteria must be met prior to issuance of a development permit or a building permit:

- a) Downstream facilities shall be improved to carry the additional flows resulting from the development under the new zoning districts; or
- b) An engineer registered in the State of Oregon shall perform a study, including modeling and/or calculations, subject to the approval of the City of Medford Engineering Division to demonstrate that the downstream facilities are adequate to accommodate the additional flows from the development; or
- c) An engineer registered in the State of Oregon shall prepare a report which includes testing, plans and calculations necessary to demonstrate post-construction runoff would be limited to the current or predeveloped runoff rate. The report will be submitted to the City of Medford Engineering Division for review and approval.

Such conditions are included in this report.

Water

The subject parcel is located within the Medford Water Commission (MWC) system. MWC indicates that there is adequate capacity to serve this property under the proposed zoning, and that a master plan of the proposed water facilities will be required. Both off-site and on-site water facility construction may be required, depending on future land development review. There are 20-inch water lines located in Court Street, Gore Street, and Highway 99. In addition, there are 10 and 12 inch water lines existing in McAndrews Road (Exhibit M).

CONCLUSION:

As per the applicant's Findings (Exhibit A), the proposed zone change will be consistent with the GLUP Map designations HI, GI, SC and CM if the City Council adopts the proposed GLUP Map amendment (CP-06-065) and recommended conditions, and the requested I-G (General Industrial), I-L (Light Industrial), C-R (Regional Commercial), and C-S/P (Service and Professional Office) zoning districts are permitted within those designations. This zone change can be found to comply with the Medford Transportation System Plan (TSP) and the Oregon Transportation Planning Rule (OAR 660) because the applicant has prepared a traffic impact analysis and has stipulated to making improvements to the transportation system to ensure adequacy to serve anticipated development. Therefore, the subject properties are in compliance with the zone change criteria in MLDC Section 10.227(1).

RECOMMENDED ACTION:

Direct staff to prepare a Final Order for the next meeting for approval of ZC-06-066 per the Staff Report dated October 26, 2006 and Exhibits, subject to the conditions indicated below:

- Exhibit A – Applicant's submission *Vol. 1, Project Description, Analysis, Findings of Fact and Conclusions of Law*, received March 1, 2006
- Exhibit B – Applicant's submission *Vol. 2, Technical Appendices*, received March 1, 2006
- Exhibit C – Applicant's submission *Vol. 3, Atlas of Maps and Design Plans*, received March 1, 2006
- Exhibit D – General Land Use Plan (GLUP) Map
- Exhibit E – Proposed GLUP map changes
- Exhibit F – Map of proposed Lifestyle Center
- Exhibit G – Map of proposed Office Park
- Exhibit H – Map of Proposed Business Park
- Exhibit I – Northgate Centre Revised Traffic Impact Analysis for Minor Comprehensive Plan Map Amendment and Zone Change, July 7, 2006
- Exhibit J – Northgate Centre Report Figures Revised Traffic Impact Analysis for Minor Comprehensive Plan Map Amendment and Zone Change, July 7, 2006
- Exhibit K-3 – Revised Memo from Medford Public Works Department, October 25, 2006
- Exhibit L – Memo from David Pyles, Development Review, ODOT, October 11, 2006

Exhibit M – Memo from Medford Water Commission, May 5, 2006
Exhibit N – Memo re: Northgate Centre – Summary of Preliminary Utility Analysis
Exhibit O – Sierra Nevada Air Quality Group, LLC, "Evaluation of the Air Quality Impacts of the Proposed Northgate Centre in Medford, Oregon", January, 2006.
Exhibit P – Current zoning (vicinity) map
Exhibit Q – Memo from City of Medford Public Works Department, May 1, 2006;
Exhibit R – Current zoning (vicinity) map
Exhibit S – Letter from Russ Dale, received October 18, 2006
Exhibit T – Email from John Becker, ODEQ received October 18, 2006
Exhibit U – DVD regarding Northgate Centre from Craig Stone, received October 18, 2006
Exhibit V-1A Letter from David Pyles, ODOT dated October 18, 2006
Exhibit V-1B Letter from David Pyles, ODOT dated October 25, 2006
Exhibit W – Minutes and report from RVMPO Policy Committee re: commuter rail proposal
Exhibit X – Materials from Timber Products (binder), received October 18, 2006
Exhibit Y – Materials from Craig Stone re: Grants Pass Timber Products, received Oct. 18, 2006
Exhibit Z – Email from Troy Hutchins, F.V. Martin Trucking Co., received October 19, 2006
Exhibit A-A – Email from Edgar Hee, received October 20, 2006
Exhibit B-B – Letter from seroov beeshveel received October 16, 2006
Exhibit C-C – Printed Copy of Northgate PowerPoint Presentation of October 18, 2006
Exhibit D-D – Letter from Erik Vos, received October 25, 2006
Exhibit E-E – Action Minutes, October 24, 2006, Citizens Planning Advisory Committee
Exhibit F-F – Northgate Center LLC, Response to New Testimony and Evidence, October 25, 2006
Exhibit G-G – Johnson & Sherton, P.C., Timber Products post-hearing submittal, October 25, 2006

And the following conditions of approval:

1. The Planning Commission's decision approving the requested Zone Change ZC-06-066 is subject to a final decision approving the requested General Land Use Plan Map amendment (CP-06-065). A final decision is defined as either a decision by the City Council that is not appealed or a decision that is appealed resulting in an approval of the requested GLUP amendment.
2. The property owner shall record a restrictive covenant on the subject properties in a form acceptable to the City Attorney, specifying that prior to the issuance of a development permit or building permit on the subject properties the following must have occurred:
 - a. Downstream facilities shall be improved to carry the additional flows resulting from the development under the new zoning districts; or
 - b. An engineer registered in the State of Oregon shall perform a study, including modeling and/or calculations, subject to the approval of the City of Medford Engineering Division to demonstrate that the downstream facilities are adequate to accommodate the additional flows from the development; or

- c. An engineer registered in the State of Oregon shall prepare a report which includes testing, plans and calculations necessary to demonstrate post-construction runoff would be limited to the current or predeveloped runoff rate. The report will be submitted to the City of Medford Engineering Division for review and approval.
3. The applicant shall comply with the requirements of the Medford Water Commission (Exhibit M).
4. Within 30 days of the effective date of the approval of the zone change, the property owner shall submit a covenant or covenants (prior to recordation) to be recorded on the subject properties containing the following stipulations to the Planning Department for review. Upon City approval, the covenant shall be recorded by the property owner with Jackson County.

Management details regarding the following conditions of approval shall be administered through an executed Developer's Agreement with the City of Medford. The timing of compliance with the following conditions shall be established as part of the Developer's Agreement.

a. Trip Cap

A trip cap is hereby applied that limits vehicular trip generation by development on the subject site to no more than 18,509 ADT and 1,882 P.M. peak hour trips as a mitigation to ensure that impacts will not reduce transportation facility adequacy below LOS 'D'. A 2% trip reduction for the internal trip capture that is likely to result from the project design and up to an additional 5% deduction for the TDM measures shall be available. To receive more than the 2%, the TDM measures must include trolley service serving all project quadrants with 10 minute headways and capable of capturing 360 passengers per hour. The trolley shall operate in perpetuity, at least Monday through Friday from 7:00 A.M. to 6:00 P.M. Such a trip cap shall only be altered through an approved Comprehensive Plan General Land Use Plan Map amendment subsequent to consultation with Medford Public Works Department and ODOT. The applicant is responsible for monitoring ADT generation by proposed development projects (per the most current edition of the ITE Trip Generation Manual) and reporting to the City of Medford in conjunction with applications. The compliance monitoring system shall be developed as part of the Developer Agreement.

b. Transportation Improvements

The City of Medford Public Works Department memo dated October 25, 2006 (Exhibit K-3) and the Oregon Department of Transportation letters dated October 18 and October 25, 2006 (Exhibits V-1A and V-1B) herein establish the required transportation improvements and conditions. Applicant is to provide evidence of compliance with transportation improvement requirements.

c. Transportation Demand Management Plan

- (1) **Transit Pass for Employees.** An employee transit pass subsidy shall be provided for at least 5 years for fixed-route transit district passes at no cost to all employees on the subject site who wish to use transit, beginning within two years from the date that the first Certificate of Occupancy is approved by the City for the subject site. After such beginning date, verification of compliance shall be provided to the City of Medford on a yearly basis for five years.
- (2) **Trolley Service.** If the additional 5% trip reduction is taken for a trolley, the privately funded fare-free trolley(s) shall service the three quadrants of the subject site in perpetuity beginning within two years from the date that the first Certificate of Occupancy is approved by the City for the building square footage for which the reduction is taken. At a minimum, trolley service shall operate with 10 minute headways and be capable of capturing 360 passengers per hour, at least Monday through Friday from 7:00 A.M. to 6:00 P.M. Trolley service to connect to the Rogue Valley Mall is subject to the permission of the Rogue Valley Mall owners. Applicant shall construct the Exclusive Transit Crossing which traverses North Central Avenue between the Office and Business Parks if the same is approved by the City of Medford.
- (3) **Off-Street Vehicular Parking Space Reduction/Cap.** A parking space reduction is hereby approved for the subject site which reduces the required number of off-street vehicular parking spaces by five percent. The reduction distribution shall be approved through the Master Plan approval. This reduction does not reduce the bicycle parking space requirement, which shall be based on the number of parking spaces normally required by the Medford Land Development Code. No more than 120% of the number of off-street vehicular parking spaces normally required shall be supplied.
- (4) **McAndrews Multi-Use Path.** A concrete multi-use path at least 10 feet in width shall be constructed behind the planter strip along the frontage of McAndrews Road connecting between Court Street and Central Avenue in lieu of the sidewalk. Specific design and location of such path is subject to review and approval of the City of Medford Engineering Division.
- (5) **Transit/Carpool Facilities.** Transit and carpool facility improvements in conformance with Medford Land Development Code sections 10.807 and 10.808, 10.809 shall be determined through the Master Plan approval and/or subsequent Site Plan and Architectural Review approvals.
- (6) **Transportation Management Association.** Businesses in Northgate Centre with 50 or more employees shall join a Transportation Management Association if one exists for the Medford area.

5. **Compatibility Restrictive Covenant.** A restrictive covenant which restricts property owners and lessees on the subject site from remonstrating with respect to the common and customary industrial manufacturing practices which occur on nearby lands devoted to industry shall be incorporated as deed restrictions on the subject site and as provisions in the leases for future tenants of the subject site. A sample of the language for such a covenant is provided in Exhibit FF, pages 5 and 6.

Decision: It was the decision of the Planning Commission to provide additional wording for the Waiver of Remonstrance. Refer to Commissioner Shean's discussion on Page 13 of the minutes of the October 26, 2006 Planning Commission meeting for the correct wording.

6. **Northgate Centre Master Plan**

Zoning shall be in effect that permits the land use types indicated in the Master Plan prior to further Master Plan review.

a. A Northgate Centre Master Plan shall be adopted via Site Plan and Architectural Review pursuant to Class "C" procedures of the Medford Land Development Code. The Master Plan shall be approved through such review prior to any further SPAC applications for individual sites or projects within the project boundary. The Master Plan and subsequent applications shall be in substantial conformance with the Northgate Centre application materials submitted as part of CP-06-065 and ZC-06-066, unless modified by action of the City.

b. The following elements, among others, shall be considered during the Site Plan and Architectural Review for inclusion in the Master Plan:

(1) Pedestrian elements to include benches dispersed throughout the site, areas that integrate outdoor commerce and eating with pedestrian space, trolley stops and decorative and functional pavement treatments at key locations of vehicle/pedestrian interaction. Interconnections between the three quadrants of the project shall also be considered to the extent possible under ODOT regulations and restrictions prevailing on the piece of property.

(2) A building façade that contains a public entrance to include the following architectural elements:

a) A cupola or tower feature on a building corner common to the building façade wall with the public entrance or cupola or tower integrated into the entrance itself.

b) A minimum percentage of the façade to include masonry work depending upon land use type.

c) A minimum percentage of the building façade wall having transparent or translucent windows and awnings depending upon land use type.

(3) Methods to address issues covered by the City of Medford proposed "big box ordinance" for those structures to which the ordinance would apply.

(4) Exterior Site Lighting

a) Lighting in commercial areas to be less than 25 feet in height and of a

design similar to that shown in the conceptual lighting plan (Exhibit C, p.13).

b) Conventional style lighting to be restricted in industrial areas so that no more than 30 percent of the total illumination may come from conventional commercial/industrial lighting. The balance to be less than 25 feet in height and of a design similar to that shown in the conceptual lighting plan (Exhibit C, p.13).

(5) **Water Features**

At least one significant water feature to be included in the Lifestyle Center and Office Park of a design similar to that shown in the conceptual landscape plan details (Exhibit C, p.14).

(6) **Landscaping**

a) Landscape plans to include landscaped buffer between SierraPine and the Northgate Centre of a design similar to that shown in the conceptual buffer detail plan (Exhibit C, p.12).

b) Landscape plans to include street trees, landscaping, and appropriate irrigation installed in the public right-of-way planter strips. If and where planter strips are not required, street trees and appropriate irrigation to be included abutting public right-of-way sidewalks.

(7) **Master Signage Plan**

A master signage plan, including project entry and directional signs.

(8) **The following exceptions are noted:**

a) The configuration of the Business Park (Exhibit C, p.11) may change to accommodate the specific requirements of potential industrial/business tenants or future owners.

b) The applicant cannot guarantee rail service as contemplated in the Northgate Centre proposal (Exhibit C, p.11) and future plans for Northgate Centre are not required to provide rail service.

c. Development Phasing Plan shall be proposed and approved.

The following stipulations of the applicant are accepted and applied as conditions:

7. **Beall/Highway 99 Improvement.** Applicant agrees to stipulate to its proportional share of the cost to improve the intersection of Beall Lane and Highway 99, excluding rail crossing improvements, at such time that the City of Central Point has identified the needed improvements and ascertained the costs. Proportionality shall be determined as a proportion of the amount of traffic projected to pass through this intersection which is related to Northgate Centre in comparison to all other intersection traffic.
8. **Mc Andrews Sidewalk.** Applicant agrees to stipulate to 100% of the cost to install a sidewalk beneath the McAndrews Road viaduct and easterly along the southeasterly side of McAndrews Road to its intersection with Court Street provided that the said improvement, including right-of-way acquisition (if needed) can be obtained by the City of Medford.

9. **Wetlands; Hopkins Canal.** Applicant agrees to work cooperatively with the Rogue Valley Irrigation District to accommodate any reasonable concerns or requests made by the district.
10. **Sanitary Sewer, Domestic Water, Storm Drainage Facilities.** Applicant agrees to extend and construct all needed sanitary sewer, domestic water and storm drainage facilities in accordance with the most current adopted facility plans of the City (or other facility providers) and the same will be based upon engineering construction plans prepared by a qualified civil engineer registered in Oregon and approved by the City (or other facility providers). Public facility construction will incorporate the recommendations contained in Appendix E-2 as approved by the City.
11. **Storm Water:** Applicant agrees to incorporate stormwater system design considerations into final engineering for the proposed stormwater facility improvements and carry out these in accordance with the Appendix E-2 analysis, standards and regulations of the City and generally accepted engineering practices.
12. **Street Vacation.** Pursuant to Oregon Revised Statutes ("ORS") 271.130, applicant agrees to take steps to vacate the city streets shown in Appendix F-3.
13. **Consolidation of Existing Parcels.** Applicant agrees to consolidate or adjust as appropriate existing tax lots in Northgate Centre to conform to the approved plans for Northgate Centre and the requirements of the MLDC, and the same will be accomplished before issuance of any Certificate of Occupancy for buildings in Northgate Centre.
14. **Delivery of Rail Service.** Applicant agrees to continue reasonable efforts to acquire and supply commuter rail service as anticipated in these land use applications.
15. **Waste Management.** Applicant agrees to establish a comprehensive waste management operations plan in cooperation with Rogue Disposal and Recycling, Inc.
16. **Berm and Tree Buffer.** Applicant agrees to construct and install the berm and landscaping to buffer Sierra Pine from Northgate Centre as generally shown on Exhibit C, p. 2 and 12 and as approved by the Site Plan and Architectural Commission per condition 5.(B)(6) a).

MEDFORD PLANNING COMMISSION


David McFadden, ~~Chair~~ Vice Chair

ZC-06-066

October 26, 2006

PLANNING COMMISSION AGENDA: October 18, 2006
October 26, 2006
November 9, 2006

DISPOSITION AND DEVELOPMENT AGREEMENT

FOR DEVELOPMENT OF NORTHGATE CENTRE

THIS AGREEMENT FOR DEVELOPMENT OF NORTHGATE CENTRE (this "Agreement") is made as of _____, 2008, by the **CITY OF MEDFORD** ("City"), a municipal corporation of the State of Oregon, and **NORTHGATE LLC AND ALBA VILLAGE LLC**, both Oregon limited liability companies ("Developers"). City and Developers are referred to jointly in this Agreement as the "Parties" and individually as a "Party".

RECITALS

- A WHEREAS, Developers own real property at the former site of the Medco/Medite Timber Mill, located in three of the four quadrants formed by the axis of Oregon Highway 62 and 238 with Central Avenue, as depicted in Exhibit A, and further described in Exhibit B (the "Project Area"), and
- B WHEREAS, Developers received approval with conditions from the City for a Minor General Land Use Plan Map Amendment (Ordinance 2006-264) and Zoning Map Amendment (ZC-06-066), which changed the Plan and Zone Map designations within the Project Area from Heavy Industrial to a mix of Heavy Industrial, General Industrial, Service Commercial and Commercial designations for the purpose of developing the Northgate Centre, a mixed use development comprised of Alba Village, a lifestyle retail center, the Northgate Office Park and the Northgate Business Park ("Northgate Centre"), and
- C WHEREAS, Alba Village, the Northgate Office Park and the Northgate Business Park components (the "Project Components") of Northgate Centre may be developed independently and in phases to respond to existing market demands as determined by the Developers, and
- D WHEREAS, Ordinance 2006-264 requires that a Master Plan be adopted for the Northgate Centre via Site Plan and Architectural Review pursuant to Class "C" procedures of the Medford Land Development Code, and
- E WHEREAS, to accommodate the phased development of Northgate Centre, Developers will submit to the City a separate Master Plan for each of the Project Components, considering the elements set forth in Condition 5 of the Conditions of Approval of Ordinance 2006-264 and including a site plan, a conceptual landscape plan, conceptual drainage plan and schematic building architectural elevations, and

- F. WHEREAS, the individual Master Plans for each of the Project Components will ultimately comprise the overall Northgate Centre Master Plan which will (1) demonstrate substantial conformance with the Northgate Centre application materials submitted as part of Case File Numbers, CP-06-065 and ZC-06-066, and (2) ensure planning consistency between each of the Project Components, and
- G. WHEREAS, the parties agree that a Master Plan for each of the Project Components shall be approved by the City prior to approval of a Final Site Plan for a Project Component and that this approval process can either occur simultaneously or in two separate stages, and
- H. WHEREAS, the end users of the Project Components of Northgate Centre may not be identified at time of Master Plan and Final Site Plan approval, the parties agree that Site Plan and Architectural Review via a Class "C" procedure is not required for the approval of architectural plans for individual buildings that were not considered and finalized as part of Final Site Plan Approval if the Planning Director determines that the proposed plans are in substantial conformity with the architectural style and materials for the buildings approved by the City; and
- I. WHEREAS, the parties agree that Site Plan and Architectural Review via a Class "C" procedure is not required for minor modifications to Final Site Plan Approval if the Planning Director determines that the plan modifications are in substantial conformance with the Master Plan and Final Site Plan approved by the City, and
- J. WHEREAS, the parties acknowledge that the Planning Director is the appropriate City official to determine whether a plan modification submitted by Developers is in substantial conformance with an approved Master Plan and Final Site Plan and that it is appropriate to provide certain guidelines in this Agreement to assist the Planning Director in making such a determination, and
- K. WHEREAS, the parties desire to specify in this Agreement the off site improvements required to be constructed as part of the approval of Ordinance 2006-264 and ZC-06-0066 and acknowledge that it is the intent of Developers to construct these off site improvements as part of the first Project Component of Northgate Centre

NOW, THEREFORE, in consideration of the mutual covenants contained in this Agreement, the Parties agree as follows

SECTION 1. DEFINED TERMS

In General. Words that are capitalized, and which are not the first word of a sentence, are defined terms. A defined term has the meaning given it when it is first defined in this Agreement. Defined terms may be used together and the combined defined term has the meaning of the combined defined terms. A defined term that is a noun may be used in its verb or adjective form and vice-versa. Defined terms may be used in the singular or the plural.

SECTION 2. DESCRIPTION OF PROJECT AND PHASES

The Northgate Centre consists of three discrete coordinated Project Components situated within the Project Area as depicted in Exhibit A and further described in Exhibit B. The Project Components will be developed by Northgate LLC and Alba Village LLC, and will be completed in phases.

SECTION 3. INFRASTRUCTURE

3.1 Construction of Off-Site Improvements. The Developers will be responsible for the construction of certain off-site transportation improvements under the jurisdiction of the City of Medford, the Oregon Department of Transportation (ODOT) and the City of Central Point.

3.1.1 City of Medford. The Developers shall be mutually obligated to provide, at their sole expense, the off-site improvements identified in Exhibit C. The City shall provide Developers with System Development Fee Credits associated with any qualifying improvements under the City's System Development Credits, Street Development Credits MCC 3 723, Sewer Development Credits MCC 3 835, and Storm Water Development Credits MCC 3 891.

The City agrees to provide Developers with credits against the Street System Development Charge for improvements, which increase capacity, as determined by the City, to the following roadways as identified in Exhibit C: Biddle Road @McAndrews Road; Sage Road @ Highway 238; south side of McAndrews between Court and Central, and Table Rock @ Highway 99. Credits for internal and frontage improvements will be deducted by the value of "local street" improvements consistent with the City's existing practice.

3.1.2 ODOT. The Developers shall, at their sole expense, cause to be constructed off-site transportation improvements sufficient to meet ODOT's infrastructure requirements identified in Ordinance 2006-264 and further set forth in Exhibit D. ODOT has determined that its requirements have been met pursuant to its letter of acknowledgment dated February 22, 2008 set forth in Exhibit E. The City reserves the right to review the

projects identified in the "acknowledgment letter" for purposes of evaluating performance compatibility. This review right shall not be interpreted to vest the City with approval authority over ODOT's acknowledgment that the requirements have been met.

3.1.2 City of Central Point, Oregon Ordinance 2006-264 requires the Northgate Project to mitigate its proportionate share of traffic projected for the intersection of Beall Lane and Highway 99. The Developers and the City of Central Point have reached agreement regarding the satisfaction of this requirement as set forth in Exhibit F.

3.2 Prevailing Wage. The Parties acknowledge that no public funds shall be used to construct any of the improvements described in Exhibits C and D. It is the Parties' mutual understanding that improvements constructed by Developers or its agents shall not be subject to prevailing wage requirements. The Developers shall be responsible to obtain confirmation that prevailing wage requirements are not applicable.

3.3 Public Service Fees The Parties acknowledge that, other than customary fees specified in current City fee schedules, no additional fees shall be paid by the Developers unless by prior written agreement between the parties.

SECTION 4. APPROVAL PROCESS

4.1 Master Plan Approval (Stage One) The Developers will submit to the City a Master Plan for each of the Project Components of Northgate Centre. A Master Plan request will be processed via Site Plan and Architectural Review pursuant to Class "C" procedures of the Medford Land Development Code. The Master Plan Approval shall be effective for the term of this Agreement as provided in Section 8.2 herein. The Master Plan request will address the elements set forth in Condition No. 5 of the Conditions of Approval of Ordinance 2006-264, attached as Exhibit G, and include the following information:

A Preliminary Site Plan

- (1) Lot dimensions
- (2) Site statistics
- (3) Location of proposed buildings
- (4) Loading areas
- (5) Location of proposed walls and fences

- (6) Location of parking areas and all points of site ingress and egress
- (7) Location of pedestrian walkways
- (8) General nature and location of site lighting
- (9) Proposed street frontage improvements
- (10) Location of areas of the site devoted to landscaping (this is independent of any future building landscaping such as vines potted plants etc.)
- (11) Location of proposed outdoor trash enclosures

B Preliminary Landscape Plan

- (1) A narrative description of the purpose and goal of the landscaping program
- (2) General locations of landscaped areas including parking planters and perimeter landscaping
- (3) Conceptual tree and plant list
- (4) A general description of type of irrigation system to be used

C Preliminary Drainage Plan

D Schematic Architectural drawings

Conceptual elevations associated with a sample of building types

E Master Signage Plan

- 4.2 Final Site Plan Approval (Stage Two)** For each of the Project Components, a Master Plan shall be approved by the City prior to an approval of a Final Site Plan for a Project Component. A Final Site Plan request must be consistent with an approved Master Plan. A Final Site Plan request will be processed via Site Plan and Architectural Review pursuant to Class "C" procedures of the Medford Land Development Code. A Master Plan and Final Site Plan Review can be processed either simultaneously or in two separate stages. A Final Site Plan request shall conform to the requirements of MLDC 10 287 and shall include any other

information required by the City as conditions of Master Plan Approval (Stage One review)

4.3 Planning Director Approval (Stage Three). Once a Final Site Plan is approved by the City for a Project Component, the Planning Director shall have the authority to approve the architectural plans (ie elevations, floor plans, material board and roof plan) for individual buildings whose size and location were considered, but the architecture was not finalized as part of the Final Site Plan Approval (Stage Two review) Prior to approving architectural plans pursuant to this subsection, the Planning Director shall make a determination that the proposed plans are in substantial conformity with the architectural style and materials for the buildings approved by the City in the Final Site Plan Approval process (Stage Two) The Planning Director shall make the determination within a period of not more than twenty-five (25) working days after the filing of the proposed plans with the Planning Department The Planning Director's determination is a Class E, ministerial action Notice of this determination shall be provided to the applicant and the Site Plan Architectural Commission at its next public meeting. Notwithstanding the Planning Director's authority to make a decision under this Section, the Planning Director may, in his/her discretion, forward the architectural plans to the Site Plan and Architectural Commission for review pursuant to Class "C" procedures of the Medford Land Development Code

4.4 Minor Modifications. The Planning Director shall have the authority to approve minor modifications to Final Site Plan approval if the Planning Director determines that the modifications are in substantial conformance with an approved Master Plan and Final Site Plan. The Planning Director shall make the determination within a period of not more than twenty-five (25) working days after the filing of the proposed modifications with the Planning Department The Planning Director's determination is a Class E, ministerial action Notice of this determination shall be provided to the applicant and the Site Plan Architectural Commission Guidelines for determining substantial conformity include the following

- A. The request does not cause an increase in trip generation beyond the Trip Cap identified in Ordinance 2006-264 or create new or additional dangers to the public due to increased traffic volumes or altered circulation patterns
- B. The request does not increase the project gross floor area by more than 20 percent

- C The request is consistent with the architectural style and building materials approved by the City
- D. The request does not decrease the overall parking count by more than 10 percent
- E. The request does not decrease the overall site landscaped area by more than 10 percent
- F. The modifications are consistent with the findings adopted by the City for the approved Master Plan and Final Site Plan

4.5 Applicable Regulations.

4.5.1 The City shall apply the applicable land use standards and regulations in effect at the time of filing the Master Plan to Stage One, Stage Two, Stage Three and Minor Modification requests as set forth herein

4.5.2 Future Zone Change Applications Full build-out of Northgate Centre may occur over time, during which market forces may necessitate changes in the zoning approved in ZC-06-0066 Any future zone change request for the Project Area shall comply with the Medford Land Development Code in effect at the time.

- 4.6 Construction Standards.** Any Party undertaking construction of improvements pursuant to the terms of this Agreement shall comply with all applicable laws, including, but not limited to, the Americans with Disabilities Act (42 U S C Section 1201 et seq)
- 4.7 Plan Checks.** The City and Developers agree that the City, at Developer's cost and expense, may use the services of a third party plan checker selected by Developers from the list maintained by the City's Building Safety Department
- 4.8 Minor Modifications to Construction Documents.** The City and Developers mutually agree that from time to time minor modifications to approved construction plans may be requested by the Developers to meet a tenant's unanticipated construction requirements or for other reasons that are required to enhance the operation and use of a tenant space In such event, "minor modifications" shall be defined as any modification which does not modify a structural member, a "fire and life safety" requirement, and does not substantially alter the character of the building's exterior A minor modification request shall be processed administratively in a timely manner, not to exceed five (5) business days from the date of the request, with Developers paying all necessary fees and permit costs

4.9 Cooperation by City. The City shall use good faith efforts to coordinate processing of all necessary permits and approvals for Northgate Centre in order to secure the required approvals. To the extent that street vacations, dedications or modifications to any streets, roadways or alleyways located in the Project Area are required, the City shall use good faith efforts in undertaking such activities in order for the Project Components to be approved and constructed in a timely manner.

4.10 Coordination Meetings. To coordinate the various components of the Northgate Centre, the City and Developers agree to attend periodic meetings during the planning, development and construction of the Northgate Centre and to have the appropriate representatives from the various departments, including appropriate outside professionals, in order to expedite all required approvals for Project Components. The timing and necessity of such meetings shall be determined by either party.

SECTION 5: TRIP CAP

5.1 Trip Cap Monitoring. Under Ordinance 2006-264, a trip cap is applied that limits vehicular trip generation for Project Components of Northgate Centre to no more than 18,509 Average Daily Trips ("ADT") and 1,882 PM peak hour trips as a mitigation to ensure that traffic impacts will not reduce transportation facility adequacy below Level of Service ("LOS") D. Developers are obligated to develop a compliance monitoring system that monitors ADT and PM peak hour trips to ensure the Trip Cap is met and maintained. The Trip Cap Monitoring System is a cooperative effort between Developers and the City. Trip Cap monitoring shall be conducted by the City at the time of development permit approval. The Monitoring method shall be based on the latest edition of the ITE (Institute of Transportation Engineers) Trip Generation Manual and the Medford Municipal Code. The Developers shall mitigate impacts exceeding the Trip Cap. Any modification of the Trip Cap shall be based on adequate and substantial traffic evidence, and written approval by the City and ODOT. Developers shall maintain and make available for review upon request by the City, a current trip inventory in accordance with the Trip Cap Monitoring System.

5.2 Trip Reduction. As part of the Stage One approval process, the City shall determine whether the design of a Project Component facilitates internal trip capture resulting in a two percent (2%) trip reduction. An additional five percent (5%) trip reduction shall be available in conjunction with the implementation of a Transportation Demand Management ("TDM") plan. The TDM measures must include trolley service serving all Project Component quadrants with 10 minute headways and capable of capturing 360 passengers per hour. The trolley shall

operate in perpetuity, at least Monday through Friday from 7 00 A M. to 6 00 P M. The Developers may, at its sole option, enter into an agreement with a third party transit operator, whose qualifications are acceptable to the City, to provide said service Should Rogue Valley Transit District ("RVTD") service improve sufficiently to meet Northgate Centre's transit obligations, Developers shall not be required to provide duplicative service and may instead substitute RVTD public transit operations

SECTION 6. ASSIGNMENT AND TRANSFER PROVISIONS

- 6.1 Transfers by Developers.** Developers may assign all or any part of this Agreement to any subsidiary, affiliate, or successor, or by operation of law, provided that the Developers continue to retain a majority interest or serve as the managing members of the assignee. All other assignments shall require the written consent of the City, which consent shall not be unreasonably withheld
- 6.2 Transfers by City.** The City shall not transfer any of their respective rights or obligations under this Agreement (except by operation of law in accordance with ORS 457 055 and 457 075) without the prior written approval of Developers, which approval may be granted, denied or withheld in Developers' sole discretion

SECTION 7. DEFAULT; REMEDIES

- 7.1 Default by Developers.** A default shall occur
- 7.1.1** If Developers breach any material provision of this Agreement, whether by action or inaction, and such breach continues and is not remedied within thirty (30) days after Developers receive written notice from the City specifying the breach In the case of a breach which cannot with due diligence be cured within such thirty (30) day period, a default shall occur if Developers do not commence to cure the breach within such thirty (30) day period and thereafter diligently pursue the cure to completion
- 7.1.2** If Developers make any assignment for the benefit of creditors, or are adjudicated in bankruptcy, or have a receiver, trustee or creditor's committee appointed over either entity that is not removed within ninety (90) days after appointment
- 7.2 Default by City.** A default shall occur
- 7.2.1** If City breaches any material provision of this Agreement, whether by action or inaction, and such breach continues and is not remedied within thirty (30) days after the City receives written notice from Developers specifying the breach In the case of a breach which cannot with due diligence be cured within such thirty (30) day period,

a default shall occur if City does not commence to cure the breach within such thirty (30) day period and thereafter diligently pursue the cure to completion.

7.2.2 If City voluntarily or involuntarily undertakes to assign any of its rights or obligations under this Agreement in violation of Section 5 2.

7.3 Nonexclusive Remedies. The rights and remedies provided by this Agreement shall not be deemed exclusive, except where otherwise indicated, and shall be in addition to any and all rights otherwise available. The exercise by any Party of one or more of such remedies shall not preclude the exercise by it, at the same or different times, of any other such remedy for the same default or of any of its remedies for any other default by the other Party, including, without limitation, the right to compel specific performance. Any limitation of remedies set forth herein should not limit or affect the obligations of a Party under any contractual indemnities set forth herein.

7.4 Dispute Resolution.

7.4.1 Mediation If a dispute between the Parties arises out of or relating to this Agreement or the interpretation of this Agreement, the Parties agree to submit such dispute to a mutually agreed upon mediator, and to continue good faith mediation efforts until such dispute is resolved or any Party notifies the others in writing that it elects to withdraw from mediation.

7.4.2 Tolling of Clock. The Parties acknowledge and agree, if it is necessary to renegotiate any of the provisions contained in this Agreement, the time periods for performance and/or calendar deadline(s) shall be tolled and/or suspended temporarily until completion of such renegotiation and/or mediation, after which time such party's performance shall recommence and/or such calendar deadline(s) shall be recalculated.

7.5 Unavoidable Delay No Party nor that Party's successor in interest shall be considered in breach of or in default with respect to any obligation created hereunder or progress in respect thereto, including compliance with Section 10 292 of the Medford Development Code if the delay in performance of such obligations is due to causes that are unforeseeable, beyond its control and without its fault or negligence, including but not limited to acts of God, acts of the public enemy, acts of the state or federal government, acts of the other Party, fires, floods, epidemics, quarantine restrictions, strikes, freight embargoes, earthquakes, explosions, mob violence, riot, inability to procure or general sabotage or rationing of labor, equipment, facilities, sources of energy, material or supplies in the open market, litigation or arbitration involving a Party or others relating to zoning or other governmental action or inaction pertaining to the Project,

malicious mischief, condemnation action, delays of litigation and unusually severe weather or delays of suppliers or subcontractors due to such causes or any similar events and/or occurrences beyond the reasonable control of such Party (the "Unavoidable Delay").

- 7.6 Request.** It is the purpose and intent of this provision that, in the event of the occurrence of any such Unavoidable Delay, the time or times for the performance of the obligations of any Party shall be extended for the period of the Unavoidable Delay, provided, however, that the Party seeking relief under this Section shall, within fifteen (15) days after the Party becomes aware of the causes of any such unavoidable Delay, notify the other Party or Parties in writing of the cause or causes of the delay and the estimated time of correction and the other Party or Parties mutually agree this is an Unavoidable Delay and also agree to the time of correction. In any event, however, the total period of Unavoidable Delay shall not exceed One Hundred Eighty (180) days unless mutually agreed upon by the parties. Such mutual agreement to extend the time of the Unavoidable Delay shall not serve to diminish the enforceability of any other Section of this Agreement.

SECTION 8. TERM AND TERMINATION

- 8.1 Effective Date.** This Agreement is effective as of the date all Parties have executed the Agreement (the "Effective Date")
- 8.2 Term of Agreement** The term of this Agreement shall be a period of 10 years commencing on the Effective Date, or the date that all Project Components of Northgate Centre are completed, whichever shall first occur (the "Term") The Developers shall have the option of extending the Term upon written notice to the City. The Developers shall have no more than two (2) extensions of two (2) years each
- 8.3 Termination** This Agreement shall terminate upon following occurrences:
- 8.3.1** Developers giving the City written notice that they are not able or willing to proceed with any or all Project Components
 - 8.3.2** Any covenant contained herein that is changed or amended by governmental order
 - 8.3.3** Upon mutual agreement of the parties.

SECTION 9. MISCELLANEOUS PROVISIONS

- 9.1 Conflict of Interests.** No member, official or employee of City shall make any decision relating to the Agreement which affects the member's, official's, or employee's personal interests or the interests of any corporation, partnership or association in which member, official, or employee is directly or indirectly interested. Developers warrants that it has not paid or given, and shall not pay or give, any third person any money or other consideration for obtaining this Agreement.
- 9.2 Non-Liability of City Officials, Employees, and Agents.** No member, official, employee or agent of the City shall be personally liable to Developers, or any successor in interest, in the event of any default or breach by City or for any amount, which may become due to Developers or successor or on any obligation under the terms of this Agreement.
- 9.3 Discrimination.** Developers, for itself and its successors and assigns, agrees that in carrying out its obligations under this Agreement, it will not discriminate against any employee or applicant for employment because of race, color, religion, age, gender, sexual orientation or national origin.
- 9.4 Notice.** Any notice or communication intended for one of the Parties shall be addressed as set forth below, or in such other way as either Party may, from time to time, designate in writing dispatched as provided in this Section. Notice given in any other manner shall be effective upon receipt by the Party for whom the same is intended. Any notice or communication under this Agreement by any Party to the others shall be deemed given and delivered (a) forty-eight (48) hours after being dispatched by registered or certified U S mail, postage prepaid, return receipt requested, or (b) when received if personally delivered, and

9.4.1 Notices to Developers. In the case of a notice or communication to Developers, addressed as follows

Northgate LLC,
711 Medford Center, Suite 413
Medford, OR 97504
Attn: Steven Morgan, Managing Member

Alba Village LLC
5330 Debbie Rd
Santa Barbara, California 93111
Attn: Mark Linehan, Managing Member

9.4.2 Notices to City. In the case of a notice or communication to Developers, addressed as follows

City of Medford

411 W 8th Street,
Medford, OR 97501
Attn. City Manager

With a copy to
City Attorney
City Attorney's Office
411 W 8th Street,
Medford, OR 97501

- 9.5 **Successors and Assigns.** The benefits conferred by this Agreement, and the obligations assumed hereunder, shall inure to the benefit of and bind the successors and assigns of the Parties
- 9.6 **Place of Enforcement.** Any action or suit to enforce or construe any provision of this Agreement by any Party shall be brought in the Circuit Court of the State of Oregon for Jackson County, or the United States District Court for the District of Oregon, in the venue assigned for Medford, Oregon
- 9.7 **No Partnership.** Nothing contained in this Agreement or any acts of the Parties hereby shall be deemed or construed by the Parties, or by any third person, to create the relationship of principal and agent, or of partnership, or of joint venture, or any association between any of the Parties.
- 9.8 **Non-Waiver of Government Rights.** Subject to the terms and conditions of this Agreement, by making this Agreement and complying with the applicable provisions hereof, the City is specifically not obligating the City, or any other agency with respect to any discretionary governmental action relating to development or operation of the improvements to be constructed within or as a part of Northgate Centre, including, but not limited to, rezoning, budgetary, variances, environmental clearances or any other governmental approvals which are or may be required, except as expressly set forth herein
- 9.9 **Reasonable Approvals.** The approval of a Party of any documentation or submissions herein called for shall not be unreasonably withheld, except where rights of approval are expressly reserved to a Party's sole discretion in this Agreement. All such approvals shall be given or denied in a timely and expeditious fashion
- 9.10 **Amendments and Modifications.** Any amendments or modifications to this Agreement shall be made in writing, approved in the manner as this Agreement was initially approved, and executed by all Parties. Notwithstanding this general requirement, the City Manager may approve minor modifications to this Agreement without City Council approval. For purposes of the Section, minor modifications include corrections of errors, clarifications, or other modifications that do not change the substantive content of this Agreement

- 9.11 Time is of the Essence.** Time is of the essence in the performance of and adherence to each and every provision of this Agreement
- 9.12 Non-Waiver.** Waiver by any Party of strict performance of any provision of this Agreement shall not be deemed a waiver of or prejudice a Party's right to require strict performance of the same or any other provision in the future. A claimed waiver must be in writing and signed by the applicable Party granting a waiver. A waiver of one provision of this Agreement shall be a waiver of only that provision. A waiver of a provision in one instance shall be a waiver only for that instance, unless the waiver explicitly waives that provision for all instances
- 9.13 Partial Invalidity.** If any provision of this Agreement is held to be invalid or unenforceable, the remainder of this Agreement, and the application of such provision to persons or circumstances other than those to which it is held invalid or unenforceable, shall not be affected thereby, and each provision of this Agreement shall be valid and enforceable to the fullest extent permitted by law. If a material provision of this Agreement is held invalid or unenforceable such that a Party does not receive the benefit of its bargain, then the other Parties shall renegotiate in good faith terms and provisions that will effectuate the spirit and intent of the Parties' agreement herein
- 9.14 Calculation of Time.** Unless referred to as Business Days, all periods of time shall include Saturdays, Sundays, and Legal Holidays. However, if the last day of any period falls on a Saturday, Sunday, or Legal Holiday, then the period shall be extended to include the next day which is not a Saturday, Sunday, or Legal Holiday. "Business Days" shall mean Monday through Friday, and "Legal Holiday" shall mean any holiday observed by the State of Oregon
- 9.15 Headings, Table of Contents.** The section Headings and Table of Contents are for convenience in reference and are not intended to define or limit the scope of any provision of this Agreement
- 9.16 Counterparts.** This Agreement may be executed in counterparts, each of which shall be deemed to be an original, and such counterparts shall constitute one and the same instrument.
- 9.17 Attorneys' Fees.** If a suit, action, or other proceeding of any nature whatsoever (including any proceeding under the U.S. Bankruptcy Code) is instituted in connection with any controversy arising out of this Agreement or to interpret or enforce any rights or obligations hereunder, the prevailing party shall be entitled to recover its attorney, paralegal, accountant, and other expert fees and all other fees, costs, and expenses actually incurred and reasonably necessary, as determined by the court at trial or on any appeal or review, in addition to all other amounts provided by law

- 9.18 Entire Agreement.** This Agreement constitutes the entire agreement between the Parties as to the subject matter covered by this Agreement
- 9.19 Interpretation of Agreement.** This Agreement is the result of arm's-length negotiations between the Parties and shall not be construed against any Party by reason of its preparation of this Agreement
- 9.20 Future Assurances.** Each of the Parties shall promptly execute and deliver such additional documents and shall do such acts that are reasonably necessary, in connection with the performance of their respective obligations under this Agreement and any applicable schedules so as to carry out the intent of this Agreement
- 9.21 Capacity to Execute; Mutual Representations.** The Parties each warrant and represent to the others that this Agreement constitutes a legal, valid, and binding obligation of that Party Without limiting the generality of the foregoing, each Party represents that it's governing authority and, in the case of the City and council respectively, has authorized the execution, delivery, and performance of this Agreement by it The individuals executing this Agreement warrant that they have full authority to execute this Agreement on behalf of the entity for whom they purport to be acting Each Party represents to the others that neither the execution and delivery of the Agreement, nor the consummation of the transactions contemplated hereby will. violate any constitution, statute, regulation, rule, injunction, judgment, order, decree, ruling, charge, or other restriction of any government, government agency, or court to which it is subject or any provision of its charter or bylaws, or conflict with, result in a breach of, or constitute a default under any other agreement to which it is a party or by which it is bound Each Party represents to the others that it does not need to give any notice to, make any filing with, or obtain the consent of any other entity or person to consummate the transaction contemplated by this Agreement
- 9.22 Exhibits and Schedules.** The Exhibits and Schedules attached to this Agreement are an integral part of this Agreement and are fully incorporated into this Agreement where they are referenced in the text of this Agreement

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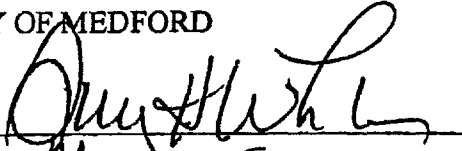
Executed in multiple counterparts as of the day and year first below

CITY OF MEDFORD

By

Its

ATTEST


Mayor

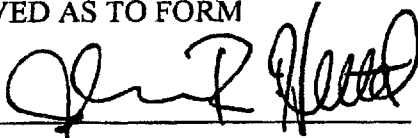
Executed Date

11-6-08

APPROVED AS TO FORM

By

City Attorney



Date

11/03/08

NORTHGATE LLC, an Oregon Limited Liability Company

By

Executed Date

Title

ALBA VILLAGE LLC, an Oregon Limited Liability Company

By

Executed Date

Title

Executed in multiple counterparts as of the day and year first below.

CITY OF MEDFORD

By: _____

Executed Date: _____

Its:

ATTEST:

APPROVED AS TO FORM:

By: _____

Date: _____

City Attorney

NORTHGATE LLC, an Oregon Limited Liability Company

By: *Steve L. Morgan*

Executed Date: 11-5-08

Title: Managing Member

ALBA VILLAGE LLC, an Oregon Limited Liability Company

By: _____ Executed Date: _____

Title: _____

Executed in multiple counterparts as of the day and year first below.

CITY OF MEDFORD

By: _____

Executed Date: _____

Its:

ATTEST:

APPROVED AS TO FORM:

By: _____

Date: _____

City Attorney

NORTHGATE LLC, an Oregon Limited Liability Company

By: _____

Executed Date: _____

Title: _____

ALBA VILLAGE LLC, an Oregon Limited Liability Company

By:  _____

Executed Date: 10/31/08

Title: Managing Member

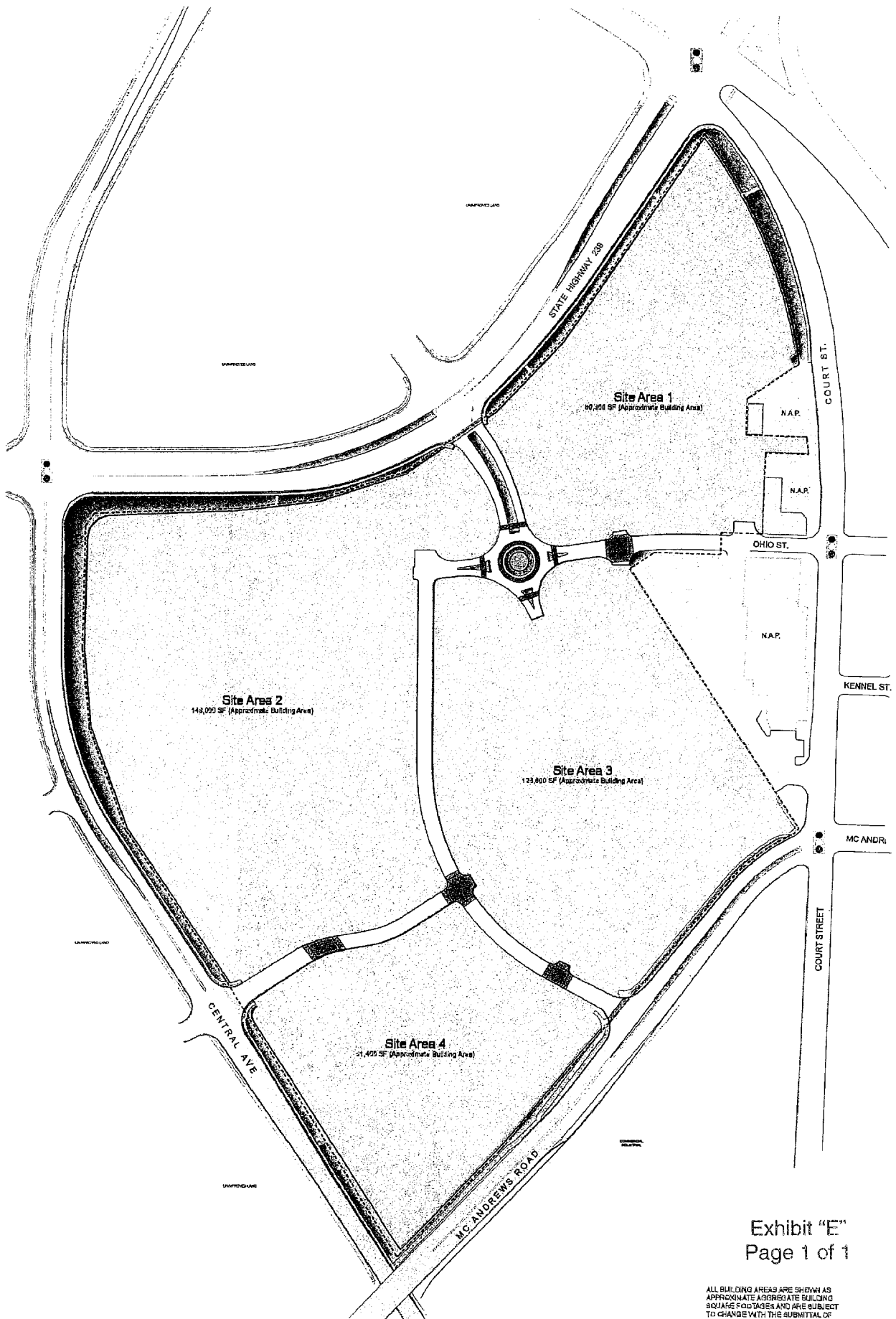


Exhibit "E"
Page 1 of 1

ALL BUILDING AREAS ARE SHOWN AS
APPROXIMATE AGGREGATE BUILDING
SQUARE FOOTAGES AND ARE SUBJECT
TO CHANGE WITH THE SUBMITTAL OF
INDIVIDUAL AREAS.

05.05.2011





Corporate Headquarters
1425 Higham Street
Idaho Falls, ID 83402

May 31, 2011

City of Medford
Planning Department
411 West 8th Street
Medford, OR 97501

Re: Northgate Center Off Site Traffic Mitigation Phasing Plan

To Whom It May Concern:

On March 9, 2011 I submitted a similar memo to the City describing the proposed methodology for developing a relationship between the amount of on-site development and off-site mitigation. As the process worked through the various stages of the application, we met with Planning and Public Works and agreed upon minor revisions to the off-site implementation plan. This memo describes the background and methodology the plan is based on, but now defers to Exhibit 3 as the final off-site implementation plan. See changes in the "Proposal" section on Page 7.

Introduction and History

The purpose of this memo is to provide an overview of the proposed traffic mitigation related to the Northgate Center development, including a detailed description of how the developer will comply with the required mitigation as described in the approved Traffic Impact Analysis (TIA). With the inception of the Northgate project nearing a decade old, it is essential to touch briefly on a summary of project history specifically related to the traffic analysis and mitigation.

- **2003-2004** Project Developers begin to coordinate with the City and ODOT regarding the scoping of a TIA.
- **2004-2005** Consultants prepare a draft TIA, in cooperation with the City and ODOT, which provides a very comprehensive analysis of the proposed development's impacts on the transportation system
- **February 16, 2006** Consultants submit a TIA to the City and ODOT for formal review
- **May 5, 2006** Consultants respond to City and ODOT review comments with a Draft Addendum to the TIA
- **July 7, 2006** Consultants submit a final revised TIA, which was ultimately approved by the City and ODOT
 - Approved TIA contains specific details that address a **(1) trip cap** for the project and **(2) mitigation needs** to the transportation system as a result of the project
 - The approved TIA specifically addressed the need for mitigation to meet the City of Medford Code regarding facility adequacy and the TPR requirements for a longer term planning horizon

Trip Cap

With the approval of the Revised TIA, the Developer stipulated to a trip cap of 1,882 PM peak hour trips for the entire Northgate Center. The PM peak hour cap includes reductions for pass-by trips, internal trip capture, and TDM measures. The current proposal utilizes the original trip cap of 1,882 PM peak hour trips, with no recommended changes.

Mitigation Needs

A review of the TIA indicates the document clearly addressed the issue of facility adequacy (MLDC 10.227(2)) on day the first building permit for vertical construction is issued and also the overall offsite mitigation strategy for the long term planning horizon.

As the TIA was being prepared in the 2005 timeframe and when the project was originally contemplated, the anticipated full build out of the development was projected to be in 2010. Additionally, as required by the Transportation Planning Rule ("TPR"), a 20 year horizon was evaluated. As a result, traffic was analyzed for the years 2010 to assess facility adequacy on date the first building permit for vertical construction is issued and 2025 to assess the longer term impacts and potential mitigation needs (2025 being 20 years from the time of the study in 2005).

As a combination of the 2010 and 2025 analyses, the TIA contains specific off-site mitigation that was needed to meet Medford's facility adequacy standards and the long term horizon as required in the TPR. Upon a combined City/ODOT review and approval of the TIA, the off-site mitigation identified (by both the City and ODOT) as conditions of approval included the following 11 items, in no particular order (NB = northbound, EB = eastbound, etc.):

1. Right turn lane from NB Central to SB Hwy 99 (required by both City and ODOT)
2. Right turn lane from NB Sage to EB Hwy 238 (required by both City and ODOT)
3. Right turn lane from SB Sage to WB Hwy 238 (required by both City and ODOT)
4. Right turn lane from I-5 SB off ramp to WB Hwy 62 (required by ODOT)
5. Right turn lane from WB Hwy 62 to NB Hwy 99 (required by both City and ODOT)
6. Install traffic signal at Hwy 238/Ross Lane intersection (required by both City and ODOT)
7. Turn lane improvements to Biddle/McAndrews intersection (required by City)
8. Additional sidewalk along the south side of McAndrews between RR tracks and Court Street (required by City)
9. Contribute to the Hwy 62 Access Management Improvements (required by ODOT)
10. Contribute to a future flyover at the Big X (required by ODOT)
11. Contribute \$300,000 to future Hwy 99/Lynn Street improvements (required by City and ODOT)

The 11 items listed above constitute all off site mitigation required to meet both facility adequacy and the long term planning horizon needs.

Facility Adequacy Mitigation (2010 Analysis)

The purpose of the "2010 Analysis" was to establish consistency with the City of Medford's facility adequacy requirements for zone change per MLDC 10.227 and the Transportation System Plan ("TSP"). During the time of the preparation of the TIA, full build out was thought to be sometime in 2010, hence the "2010 Analysis". Intersections within the City jurisdiction that were predicted to operate below LOS D, with the addition of development generated traffic, must be mitigated to perform at or better than LOS D when the first permit for vertical construction is issued. The approved TIA concluded that four (4) intersections within the project study area would operate below their performance standard on the date building permits were vertical construction were issued. The four (4) intersections are:

1. Hwy 62 @ Poplar Drive (ODOT)
2. McAndrews Road @ Biddle Road (City)
3. Highway 238 @ Ross Lane (ODOT)
4. Highway 99 @ Lynn Street (ODOT)

Of the 4 intersections above, Hwy 62 @ Poplar was not identified as requiring mitigation related to the proposed development. Of the 3 remaining intersections, mitigation was identified as follows:

- Hwy 238 @ Ross Lane – add a signal
- Hwy 99 @ Lynn Street – add a signal
- McAndrews @ Biddle – several mitigation scenarios were looked at, many of which would improve the intersection to LOS D, all of which include the addition of a specific turn lane

The approved TIA concluded that with the inclusion of the 3 intersection improvements listed above (all of which are on the list of 11 above), all facilities are projected to meet the performance standards at the time of development (2010). It is important to note the following:

- The TIA assumed the entire Northgate Development (Retail, Office, and Business Parks) would be constructed at one time.
- The improvement to Lynn Street (adding a signal) was largely based on the fact that the proposed development would have an access to Hwy 99 via Lynn Street as part of the office/business park. This improvement is not connected to the retail portion. Subsequently, rather than require the developer to construct a signal at Lynn Street, ODOT required a cash contribution for future improvements to this intersection in the amount of \$300,000.
- ODOT is willing to defer the cash payment until a later phase of the project where traffic is directly using Lynn Street to access Hwy 99.

Planning Horizon Mitigation (2025 Analysis)

The purpose of the “2025 Analysis” was to establish consistency with the TPR and ensure that significant impacts of the proposed development would be mitigated. Significant impacts are defined as follows: where existing transportation facilities, including any planned transportation improvements, are insufficient to accommodate the proposed land use changes and maintain the minimum performance standard. From the “2025 Analysis” in the TIA, the City and ODOT developed the “final” list (the list of 11 items shown previously in this document) of off-site mitigation that were required as conditions of approval for the Northgate Center Development land use action. It should be noted the “2025 Analysis” includes the 3 intersections identified in the “2010 Analysis”.

Additional Important Considerations

In addition to the information presented above, there are a few other important considerations to present that will help to further clarify the current Developer proposal for off-site mitigation:

- The approved TIA did not contemplate a scenario where the Northgate Development would be constructed in smaller phases, but assumed full build out by 2010.
- The approved TIA does suggest the mitigation necessary to comply with Medford facility adequacy requirements (generally considered to be the minimum mitigation necessary at the time of the issuance of building permits for vertical construction).

- The approved TIA does not describe a timeline for the off-site mitigation required by the TPR.

Current Developer Proposal

The economics of large scale development have changed significantly since the original Northgate Center project was contemplated. In order for the project to move forward it will be necessary to develop in several smaller phases versus one large phase as previously anticipated. As such, it will be important to identify a method by which the construction of the off-site mitigation can be phased in conjunction to the amount of development being proposed.

Method of Determining How Much Off-Site Mitigation is Required for Each Phase of the Development

To implement the Developer proposal of constructing the off-site mitigation in a phased approach, it is essential to establish a means by which we can equate off-site mitigation to on-site development in order to spread the costs of such offsite improvements over the costs of development. There are perhaps several ways to accomplish this. Our proposal presents a simple and equitable approach that utilizes the information already available in the extensive TIA that has been approved by the City and ODOT. Our proposed method is outlined in logical steps below. It is important to note that in phasing these improvements, all improvements required to maintain facility adequacy at the issuance of the first building permit will be improved in conjunction with phase 1, regardless of square footage. The remaining improvements were required as part of the 20-year planning horizon, and as such may reasonably be phased in conjunction with the phased construction of project.

Northgate Center*		
Land Use	Allowable Sq. Ft.	Allowable PM Peak Trips
Retail (Alba Village)	417,500	1320
Office Park	219,300	335
Business Park	187,000	227
Total	823,800	1882
*Taken from approved TIA dated 7-7-06		

Step 1

Table 1 above is important because it establishes a relationship between land uses, square footage of development, and trip generation allowed. With this information, we can develop some relationships between a proposed square footage of a phase of the development and the percentage of allowable total trips that would be used by that same phase.

Step 2

Table 2 below shows a breakdown in 25,000 square foot increments of the total trips generated by each 25,000 square feet of development and it also shows the running total of percentage of the total trips allowed for Northgate Center that each subsequent 25,000 square feet would generate.

TABLE 2		
Trips in 25,000 Square Foot Increments		
Sq. Ft.	Total Peak Trips	Percentage of Total Trips (1,882)
25,000	57	3.03%
50,000	114	6.07%
75,000	171	9.10%
100,000	228	12.14%
125,000	286	15.17%
150,000	343	18.21%
175,000	400	21.24%
200,000	457	24.28%
225,000	514	27.31%
250,000	571	30.35%
275,000	628	33.38%
300,000	685	36.42%
325,000	742	39.45%
350,000	800	42.49%
400,000	914	48.56%
425,000	971	51.59%

TABLE 2 (Cont.)		
Trips in 25,000 Square Foot Increments		
Sq. Ft.	Total Peak Trips	Percentage of Total Trips (1,882)
450,000	1028	54.62%
475,000	1085	57.66%
500,000	1142	60.69%
525,000	1199	63.73%
550,000	1256	66.76%
575,000	1314	69.80%
600,000	1371	72.83%
625,000	1428	75.87%
650,000	1485	78.90%
675,000	1542	81.94%
700,000	1599	84.97%
725,000	1656	88.01%
750,000	1713	91.04%
775,000	1771	94.08%
800,000	1828	97.11%
823,800	1882	100.00%

Step 3

With the information in Table 2, we now have a means to equate square footage to the percentage of total trips generated. Table 3 on the next page provides a list of the required off-site mitigation presented in our recommended order of implementation. The recommended order of implementation is based on the following criteria:

- The highest ranked improvements are those necessary to meet facility adequacy requirements and to comply with any other development agreements.
- The remaining improvements (those not captured by the bullet above) are ranked based on the raw number of trips the full build out of Northgate Center would add to each intersection.
- The remaining improvements (those not captured by the first bullet above) were required for the 20-year planning horizon and were not identified by the TIA as necessary improvements at full build out.
- The mitigation requiring cash contributions were ranked last because the general consensus is that mitigation which results in "on the ground" improvements should occur before cash contributions.

Rank	Proposed Order of Improvements	2009 Construction Costs	% of Total Off Site Costs	Running Total of % of Cost	Sq Ft. When Triggered
1	Turn lane improvements to Biddle @ McAndrews intersection*	\$ 602,000.00	11%	11%	100,000
2	Install traffic signal at Hwy 238/Ross Lane*	\$ 325,000.00	6%	17%	150,000
3	Right turn lane NB Sage to EB Hwy 238 (Timber Products Frontage)	\$ 683,000.00	12%	29%	250,000
4	Right turn lane NB Central to EB/SB Hwy 99	\$ 444,000.00	8%	37%	300,000
5	Right turn lane from I-5 SB off-ramp to WB Hwy 62	\$ 1,081,000.00	19%	56%	475,000
6	Right turn lane from WB Hwy 62 to NB Hwy 99	\$ 1,400,000.00	25%	82%	675,000
7	Right turn lane SB Sage to WB Hwy 238	Deferred for future analysis	n/a	n/a	
8	Contribute \$300,000 to future Hwy 99/Lynn Street improvements	\$ 300,000.00	5%	87%	725,000
9	Contribute to Hwy 62 access management improvements	\$ 362,500.00	7%	93%	775,000
10	Contribute to Flyover	\$ 362,500.00	7%	100%	823,800
11	Additional sidewalk along the south side of McAndrews between RR Tracks and Hwy 99	Part of on-site	n/a	n/a	
		\$ 5,560,000.00	100%		
	* required to meet facility adequacy				

Step 4

In addition to providing a recommended order of improvements, Table 3 also provides additional information that develops a link between the cost of the off-site mitigation and the proposed square footage increments. A description of the information in Table 3 is as follows:

- Column "A" shows the 2009 construction cost estimates for the various off-site mitigation.
- Column "B" shows the percentage of total off-site construction costs for each improvement.
- Column "C" shows the running total of percentage of off-site construction cost.
- Column "D" shows the square footage at which the specific off-site improvement would be triggered related to a phase of on-site development with a corresponding square footage.
- The information from the last column in Table 2 is compared to column "C" and then used to populate column "D" in Table 3.
 - For example, if the value in column "C" is 37%, the last column in Table 2 that most closely corresponds to 37% also corresponds to 300,000 square feet. Hence, column "D" is populated with 300,000 square feet.

Proposal

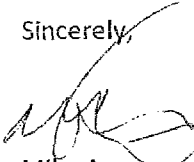
- The Developer is proposing to construct the development in phases and construct off-site improvements following the off-site implementation plan. The off-site improvements will be implemented as shown in Exhibit 3.
- Under MLDC 10.227(2)(b)(ii) the applicant must demonstrate that Category A urban services and facilities are available or can and will be provided to serve the property at the time permits for vertical construction are issued.
- In order to comply with the facility adequacy requirements of MLDC 10.227(2) as identified in the approved TIA and to meet other commitments, the Developer proposes to construct the off-site improvements as shown in Exhibit 3.
- Each time Northgate Center approaches the City with subsequent phases of the development, regardless of the land use type; this methodology will be applied to determine what off-site mitigation is needed in conjunction with each phase.

Summary and Conclusions

Based on the foregoing, the Council may conclude that the Applicant's phasing plan is consistent with MLDC 10.227, the Oregon Transportation Planning Rule and Medford's Transportation System Plan.

Please feel free to contact us with any questions or additional information you may need.

Sincerely,



Mike Arneson, PE
Sr. Project Manager

CC: Sydnee Dreyer
Craig Ramey

Exhibit 3

Off-site Improvement Timing Plan

The Developers shall, at their sole expense, cause to be constructed the following off-site transportation improvements. The Developers will provide evidence of compliance with these transportation improvement requirements.

Location	Description	Square Feet when Triggered
Biddle Rd @ McAndrews Rd *	Turn lane improvement	1
Highway 238 @ Ross Ln	Construct a signal	1
Highway 238 @ Sage Rd NB (Timber Products Frontage) *	Add a NB to EB exclusive right turn lane and half street improvements for future 5 lane section on Sage Rd	1
South side of McAndrews Rd between Central and Court * (on-site improvement)	Add sidewalk along south side of McAndrews Rd between Central Ave and Court St where it does not currently exist	1
NB Central @ Highway 99 *	Add a right turn lane NB Central to EB/SB Highway 99	300,000
I-5 South @ Highway 62	Add a right turn lane from I-5 SB off-ramp to WB Highway 62	475,000
Highway 62 @ Highway 99 (Big X)	Add a 2 nd WB to NB exclusive right turn lane	675,000
Highway 99 @ Lynn St	Contribute \$300,000 to ODOT for future signal	725,000
Highway 62	Contribute to Highway 62 Access Management Improvements	775,000
	Contribute to flyover	823,800
Highway 238 @ Sage Rd SB **	Add a SB to WB exclusive right turn lane pending future traffic analysis	Deferred for future analysis

*Qualifies for Street System Development Credits pursuant to Section 3.1.1 of this Agreement.

**Developers shall provide additional traffic analysis to the City at the time of development of Phase III (Business Park) of Northgate Centre. The purpose of the additional analysis will be to re-evaluate the need for the SB right turn lane based on traffic counts that are the result of Phases I and II of Northgate Centre being in place and functioning. If the additional analysis continues

to support the need for the SB right turn lane, Developers shall be responsible for the design and construction of the improvement prior to or in conjunction with the issuance of development permits for Phase III. If the additional analysis shows the SB right turn lane is not needed, the City will release Developers from this condition.

EXHIBIT G

PROPOSED CONDITIONS

Conditions 4(b) of that final order of approval dated October 26, 2006 (ZC-06-066) and Condition 2 of Ordinance No. 2006-264 (CP-06-065) are hereby amended to read as follows:

Transportation Improvements:

The City of Medford Public Works Department memo dated October 25, 2006 (Exhibit K-3) and the Oregon Department of Transportation letters dated October 18 and October 25, 2006 (Exhibits V-1A and V-1B) herein establish the required transportation improvements and conditions. **Exhibit F, Applicants' Phasing Plan, establishes the timing for installation of all off-site improvements. Applicants shall install all identified off-site improvements in Exhibit F per the Phasing Plan, or provide adequate financial assurance of such construction pursuant to MLDC 10.667.** Applicants are to provide evidence of compliance with transportation improvement requirements.

Conditions 6 of that final order of approval dated October 26, 2006 (ZC-06-066) and Condition 5 of Ordinance No. 2006-264 (CP-06-065) are hereby superseded and replaced by the following condition:

Northgate Center Master Plan:

The Master Plan is intended to provide the overall design, architectural theme, landscape plan, and layout of the project and consistency between the three (3) quadrants of the project (Industrial, Office/Business Park, Retail Center). The Master Plan may be approved at one time for the entire project, or may be approved in three (3) parts for each of the three components of the project.

1. A Northgate Center Master Plan shall be adopted via Site Plan and Architectural Review (SPAC) pursuant to a Class "C" procedure of the Medford Land Development Code. The Master Plan shall be approved through such review prior to any further SPAC applications for individual sites within the project or quadrant boundary. The Master Plan and subsequent applications shall be in substantial conformance with the following elements of CP-06-065 and ZC-06-066, as amended herein:

- a. The uses shall be consistent with the approved zoning/comprehensive plan designations;
- b. The Master Plan shall include the number and approximate locations of vehicular access points indicated on the Conceptual Plan and Revised Conceptual Plan (Retail Center only);
- c. The Master Plan shall include pedestrian access from each of the vehicular access points to the project; and
- d. All buildings or structures in excess of 50,000 square feet shall be in compliance with MLDC 10.722 through 10.725.

2. The following elements, among others, shall be considered during Site Plan and Architectural Review for inclusion in the Master Plan:

- a. In the event the Master Plan is separately reviewed for each quadrant, the architecture and landscape/pedestrian design of each subsequent component shall be in substantial conformance with the architecture and landscape design for any previously approved component(s);
- b. Interconnections between the three quadrants of the project, to the extent possible under ODOT regulations and restrictions prevailing on the piece of property shall be provided;
- c. Decorative and functional pavement treatments for internal pedestrian access;
- d. A consistent architectural/landscape theme for the project and each of its components;
- e. Treatment of public plazas, building facades, etc in compliance with MLDC 10.722 through 10.725;
- f. Lighting
 - i. A conceptual lighting plan, which in commercial areas is to be less than 25-feet in height;
 - ii. Conventional style lighting to be restricted in industrial areas so that no more than thirty percent (30%) of the total illumination may come from conventional commercial/industrial lighting. The balance to be less than 25-feet in height and of a design similar to that shown in the conceptual lighting plan.
- g. Landscaping
 - i. Landscape plan to include landscaped buffer between SierraPine and the Northgate Center of a design similar to that shown in the original conceptual buffer detail plan (CP-06-065/ZC-06-066 Exhibit C, p.12);
 - ii. Landscape plans to include street trees, landscaping, and appropriate irrigation installed in the public right-of-way planter strips. If and where planter strips are not required, street trees and appropriate irrigation to be included abutting public right-of-way sidewalks.
- h. Master Signage Plan

A master signage plan, including project entry and directional signs.
- j. The following exceptions are noted:
 - i. The configuration of the Business Park (Exhibit C, p. 11 CP-06-065/ZC-06-066) may change to accommodate the specific requirements of potential industrial/business tenants or future owners;
 - ii. The configuration of the Retail Center may change to accommodate the specific requirements of potential commercial tenants or future owners. Such changes may be approved by SPAC as part of its Final Site Plan Review without the need to amend the Master Plan so long as the design and theme of the Final Site Plan remains consistent with the Master Plan or by the Planning Director as further defined in the Disposition and Development Agreement as a Stage Three review.
- k. Development phasing plan shall be proposed and approved.

EXHIBIT "H"

FULL TEXT OF CITED CODE/STATUTE/GOAL AND POLICIES

MLDC 10.111 Authority of the City Council

The City Council is hereby designated as the approving authority for all Class A and Class B plan authorizations.

The City Council shall also serve as the approving authority for all appeals as provided in Section 10.051, Appeals, Article I of this chapter.

[Amd. Sec. 2, Ord. No. 7659, June 2, 1994; Amd. Sec. 4, Ord. No. 2010-160, July 1, 2010 - effective Sept. 1, 2010.]

10.122 Authority of the Planning Commission

The Planning Commission is hereby designated as the approving authority for the following actions:

Plan Authorization	Class
1. Zone Changes, except when applied by the City concurrent with annexation	"C"
2. Planned Unit Developments, Preliminary PUD Plan	"C"
3. Conditional Use Permits	"C"
4. Exceptions	"C"
5. Land Divisions, Tentative Plats	"C"

The Planning Commission shall also act as the advisory agency to the City Council for all Class "A" and Class "B" actions, except annexations as set forth in Section 10.111, Authority of the City Council.

It shall further be the responsibility of the Planning Commission to:

(1) Study and report on all proposed code amendments referred to it by the City Council. When reviewing any such proposed amendments, the Planning Commission shall submit its recommendation and findings to the City Council.

(2) Review this chapter and report on same to the City Council at least once every five (5) years commencing on the date of enactment of this chapter. Specifically the Planning Commission shall:

(a) Analyze the extent to which development has occurred in the city as compared to the projected growth per the Comprehensive Plan.

(b) Recommend any changes in the mapping of zoning districts as determined necessary to accommodate the expected twenty-year growth as determined by the Comprehensive Plan.

[Amd. Sec. 2, Ord. No. 6265, Dec. 15, 1988; Amd. Sec. 3, Ord. No. 7659, June 2, 1994; Amd.

Sec. 1, Ord. No. 2002-95, June 20, 2002; Amd. Sec. 1, Ord. No. 2003-284, Nov. 6, 2003; Amd. Sec. 4, Ord. No. 2007-100, May 17, 2007.]

MLDC 10.190 Application, Minor Comprehensive plan

A minor revision to the Comprehensive Plan is one typically focused on specific individual properties and therefore considered quasi-judicial. Applications for minor Comprehensive Plan amendments shall contain the information as herein required.

MLDC 10.191 Application Form

An application for a minor Comprehensive Plan amendment shall contain the following items:

(1) Vicinity map drawn at a scale of 1" = 1,000' identifying the proposed area to be changed on the General Land Use Map.

(2) Written findings which address the following:

(a) Consistency with applicable Statewide Planning Goals.

(b) Consistency with the goals and policies of the Comprehensive Plan.

(c) Consistency with the applicable provisions of the Land Development Code.

[Amd. Sec. 7, Ord. No. 5820, March 19, 1987.]

MLDC 10.192 Minor Comprehensive Plan Amendment Criteria

Refer to the Review and Amendment section of the Comprehensive Plan.

[Amd. Sec. 12, Ord. No. 2010-160, July 1, 2010 - effective Sept. 1, 2010.]

MEDFORD COMPREHENSIVE PLAN

Review and Amendment Section

Because of the important functional differences among the various Plan components, no common set of criteria can be used to assess all proposed Plan amendments. Below are listed the criteria which must be considered when evaluating proposed amendments to each of the specified Plan components. While all of the criteria may not apply to each proposed amendment, all must be considered when developing substantive findings supporting final action on the amendment, and those criteria which are applicable must be identified and distinguished from those which are not.

Map Designations- Amendments shall be based on the following:

1. A significant change in one or more Goal, Policy, or Implementation strategy.
2. Demonstrated need for the change to accommodate unpredicted population trends, to satisfy urban housing needs, or to assure adequate employment opportunities.
3. The orderly and economic provision of key public facilities.
4. Maximum efficiency of land uses within the current urbanizable area.
5. Environmental, energy, economic and social consequences.
6. Compatibility of the proposed change with other elements of the City Comprehensive Plan.
7. All applicable Statewide Planning Goals.

**Oregon Administrative Rules Chapter 660 Division 9
Economic Development
660-009-0000**

Intent and Purpose

The intent of the Land Conservation and Development Commission is to provide an adequate land supply for economic development and employment growth in Oregon. The intent of this division is to link planning for an adequate land supply to infrastructure planning, community involvement and coordination among local governments and the state. The purpose of this division is to implement Goal 9, Economy of the State (OAR 660-015-0000(9)), and ORS 197.712(2)(a) to (d). This division responds to legislative direction to assure that comprehensive plans and land use regulations are updated to provide adequate opportunities for a variety of economic activities throughout the state (ORS 197.712(1)) and to assure that comprehensive plans are based on information about state and national economic trends (ORS 197.717(2)).

Stat. Auth.: ORS 183 & 197

Stats. Implemented: ORS 197.712

Hist.: LCDC 4-1986, f. & ef. 10-10-86; LCDD 7-2005, f. 12-13-05, cert. ef. 1-1-07

660-009-0005

Definitions

For purposes of this division, the definitions in ORS chapter 197 and the statewide planning goals apply, unless the context requires otherwise. In addition, the following definitions apply:

- (1) "Developed Land" means non-vacant land that is likely to be redeveloped during the planning period.
- (2) "Development Constraints" means factors that temporarily or permanently limit or prevent the use of land for economic development. Development constraints include, but are not limited to, wetlands, environmentally sensitive areas such as habitat, environmental contamination, slope, topography, cultural and archeological resources, infrastructure deficiencies, parcel fragmentation, or natural hazard areas.
- (3) "Industrial Use" means employment activities generating income from the production, handling or distribution of goods. Industrial uses include, but are not limited to: manufacturing; assembly; fabrication; processing; storage; logistics; warehousing; importation; distribution and transshipment; and research and development. Industrial uses may have unique land, infrastructure, energy, and transportation requirements. Industrial uses may have external impacts on surrounding uses and may cluster in traditional or new industrial areas where they are segregated from other non-industrial activities.
- (4) "Locational Factors" means market factors that affect where a particular type of industrial or other employment use will locate. Locational factors include, but are not limited to, proximity to raw materials, supplies, labor, services, markets, or educational institutions; access to transportation and freight facilities such as rail, marine ports and airports, multimodal freight or transshipment facilities, and major transportation routes; and workforce factors (e.g., skill level, education, age distribution).

(5) "Metropolitan Planning Organization (MPO)" means an organization designated by the Governor to coordinate transportation planning on urban land of the state including such designations made subsequent to the adoption of this division. The Longview-Kelso-Rainier MPO is not considered an MPO for the purposes of this division. Cities with less than 2,500 population are not considered part of an MPO for purposes of this division.

(6) "Other Employment Use" means all non-industrial employment activities including the widest range of retail, wholesale, service, non-profit, business headquarters, administrative and governmental employment activities that are accommodated in retail, office and flexible building types. Other employment uses also include employment activities of an entity or organization that serves the medical, educational, social service, recreation and security needs of the community typically in large buildings or multi-building campuses.

(7) "Planning Area" means the area within an existing or proposed urban growth boundary. Cities and counties with urban growth management agreements must address the urban land governed by their respective plans as specified in the urban growth management agreement for the affected area.

(8) "Prime Industrial Land" means land suited for traded-sector industries as well as other industrial uses providing support to traded-sector industries. Prime industrial lands possess site characteristics that are difficult or impossible to replicate in the planning area or region. Prime industrial lands have necessary access to transportation and freight infrastructure, including, but not limited to, rail, marine ports and airports, multimodal freight or transshipment facilities, and major transportation routes. Traded-sector has the meaning provided in ORS 285B.280.

(9) "Serviceable" means the city or county has determined that public facilities and transportation facilities, as defined by OAR chapter 660, division 011 and division 012, currently have adequate capacity for development planned in the service area where the site is located or can be upgraded to have adequate capacity within the 20-year planning period.

(10) "Short-term Supply of Land" means suitable land that is ready for construction within one year of an application for a building permit or request for service extension. Engineering feasibility is sufficient to qualify land for the short-term supply of land. Funding availability is not required. "Competitive Short-term Supply" means the short-term supply of land provides a range of site sizes and locations to accommodate the market needs of a variety of industrial and other employment uses.

(11) "Site Characteristics" means the attributes of a site necessary for a particular industrial or other employment use to operate. Site characteristics include, but are not limited to, a minimum acreage or site configuration including shape and topography, visibility, specific types or levels of public facilities, services or energy infrastructure, or proximity to a particular transportation or freight facility such as rail, marine ports and airports, multimodal freight or transshipment facilities, and major transportation routes.

(12) "Suitable" means serviceable land designated for industrial or other employment use that provides, or can be expected to provide the appropriate site characteristics for the proposed use.

(13) "Total Land Supply" means the supply of land estimated to be adequate to accommodate industrial and other employment uses for a 20-year planning period. Total land supply includes

the short-term supply of land as well as the remaining supply of lands considered suitable and serviceable for the industrial or other employment uses identified in a comprehensive plan. Total land supply includes both vacant and developed land.

(14) "Vacant Land" means a lot or parcel:

(a) Equal to or larger than one half-acre not currently containing permanent buildings or improvements; or

(b) Equal to or larger than five acres where less than one half-acre is occupied by permanent buildings or improvements.

Stat. Auth.: ORS 183 & 197

Stats. Implemented: ORS 197.712

Hist.: LCDC 4-1986, f. & ef. 10-10-86; LCDD 7-2005, f. 12-13-05, cert. ef. 1-1-07

660-009-0010

Application

(1) This division applies to comprehensive plans for areas within urban growth boundaries. This division does not require or restrict planning for industrial and other employment uses outside urban growth boundaries. Cities and counties subject to this division must adopt plan and ordinance amendments necessary to comply with this division.

(2) Comprehensive plans and land use regulations must be reviewed and amended as necessary to comply with this division as amended at the time of each periodic review of the plan pursuant to ORS 197.712(3). Jurisdictions that have received a periodic review notice from the Department (pursuant to OAR 660-025-0050) prior to the effective date of amendments to this division must comply with such amendments at their next periodic review unless otherwise directed by the Commission.

(3) Cities and counties may rely on their existing plans to meet the requirements of this division if they conclude:

(a) There are not significant changes in economic development opportunities (e.g., a need for sites not presently provided for in the plan) based on a review of new information about national, state, regional, county and local trends; and

(b) That existing inventories, policies, and implementing measures meet the requirements in OAR 660-009-0015 to 660-009-0030.

(4) For a post-acknowledgement plan amendment under OAR chapter 660, division 18, that changes the plan designation of land in excess of two acres within an existing urban growth boundary from an industrial use designation to a non-industrial use designation, or an other employment use designation to any other use designation, a city or county must address all applicable planning requirements, and:

(a) Demonstrate that the proposed amendment is consistent with its most recent economic opportunities analysis and the parts of its acknowledged comprehensive plan which address the requirements of this division; or

(b) Amend its comprehensive plan to incorporate the proposed amendment, consistent with the requirements of this division; or

(c) Adopt a combination of the above, consistent with the requirements of this division.

(5) The effort necessary to comply with OAR 660-009-0015 through 660-009-0030 will vary depending upon the size of the jurisdiction, the detail of previous economic development planning efforts, and the extent of new information on national, state, regional, county, and local economic trends. A jurisdiction's planning effort is adequate if it uses the best available or readily collectable information to respond to the requirements of this division.

(6) The amendments to this division are effective January 1, 2007. A city or county may voluntarily follow adopted amendments to this division prior to the effective date of the adopted amendments.

Stat. Auth.: ORS 183 & 197

Stats. Implemented: ORS 197.712

Hist.: LCDC 4-1986, f. & ef. 10-10-86; LCDD 4-2001, f. & cert. ef. 10-2-01; LCDD 7-2005, f. 12-13-05, cert. ef. 1-1-07

660-009-0015

Economic Opportunities Analysis

Cities and counties must review and, as necessary, amend their comprehensive plans to provide economic opportunities analyses containing the information described in sections (1) to (4) of this rule. This analysis will compare the demand for land for industrial and other employment uses to the existing supply of such land.

(1) Review of National, State, Regional, County and Local Trends. The economic opportunities analysis must identify the major categories of industrial or other employment uses that could reasonably be expected to locate or expand in the planning area based on information about national, state, regional, county or local trends. This review of trends is the principal basis for estimating future industrial and other employment uses as described in section (4) of this rule. A use or category of use could reasonably be expected to expand or locate in the planning area if the area possesses the appropriate locational factors for the use or category of use. Cities and counties are strongly encouraged to analyze trends and establish employment projections in a geographic area larger than the planning area and to determine the percentage of employment growth reasonably expected to be captured for the planning area based on the assessment of community economic development potential pursuant to section (4) of this rule.

(2) Identification of Required Site Types. The economic opportunities analysis must identify the number of sites by type reasonably expected to be needed to accommodate the expected employment growth based on the site characteristics typical of expected uses. Cities and counties are encouraged to examine existing firms in the planning area to identify the types of sites that may be needed for expansion. Industrial or other employment uses with compatible site characteristics may be grouped together into common site categories.

(3) Inventory of Industrial and Other Employment Lands. Comprehensive plans for all areas within urban growth boundaries must include an inventory of vacant and developed lands within the planning area designated for industrial or other employment use.

(a) For sites inventoried under this section, plans must provide the following information:

(A) The description, including site characteristics, of vacant or developed sites within each plan or zoning district;

(B) A description of any development constraints or infrastructure needs that affect the buildable area of sites in the inventory; and

(C) For cities and counties within a Metropolitan Planning Organization, the inventory must also include the approximate total acreage and percentage of sites within each plan or zoning district that comprise the short-term supply of land.

(b) When comparing current land supply to the projected demand, cities and counties may inventory contiguous lots or parcels together that are within a discrete plan or zoning district.

(c) Cities and counties that adopt objectives or policies providing for prime industrial land pursuant to OAR 660-009-0020(6) and 660-009-0025(8) must identify and inventory any vacant or developed prime industrial land according to section 3(a) of this rule.

(4) Assessment of Community Economic Development Potential. The economic opportunities analysis must estimate the types and amounts of industrial and other employment uses likely to occur in the planning area. The estimate must be based on information generated in response to sections (1) to (3) of this rule and must consider the planning area's economic advantages and disadvantages. Relevant economic advantages and disadvantages to be considered may include but are not limited to:

(a) Location, size and buying power of markets;

(b) Availability of transportation facilities for access and freight mobility;

(c) Public facilities and public services;

(d) Labor market factors;

(e) Access to suppliers and utilities;

(f) Necessary support services;

(g) Limits on development due to federal and state environmental protection laws; and

(h) Educational and technical training programs.

(5) Cities and counties are strongly encouraged to assess community economic development potential through a visioning or some other public input based process in conjunction with state agencies. Cities and counties are strongly encouraged to use the assessment of community economic development potential to form the community economic development objectives pursuant to OAR 660-009-0020(1)(a).

Stat. Auth.: ORS 183 & 197

Stats. Implemented: ORS 197.712

Hist.: LCDRC 4-1986, f. & ef. 10-10-86; LCDD 7-2005, f. 12-13-05, cert. ef. 1-1-07

660-009-0020

Industrial and Other Employment Development Policies

(1) Comprehensive plans subject to this division must include policies stating the economic development objectives for the planning area. These policies must be based on the community economic opportunities analysis prepared pursuant to OAR 660-009-0015 and must provide the following:

(a) Community Economic Development Objectives. The plan must state the overall objectives for economic development in the planning area and identify categories or particular types of industrial and other employment uses desired by the community. Policy objectives may identify the level of short-term supply of land the planning area needs. Cities and counties are strongly encouraged to select a competitive short-term supply of land as a policy objective.

(b) Commitment to Provide a Competitive Short-Term Supply. Cities and counties within a Metropolitan Planning Organization must adopt a policy stating that a competitive short-term supply of land as a community economic development objective for the industrial and other employment uses selected through the economic opportunities analysis pursuant to OAR 660-009-0015.

(c) Commitment to Provide Adequate Sites and Facilities. The plan must include policies committing the city or county to designate an adequate number of sites of suitable sizes, types and locations. The plan must also include policies, through public facilities planning and transportation system planning, to provide necessary public facilities and transportation facilities for the planning area.

(2) Plans for cities and counties within a Metropolitan Planning Organization or that adopt policies relating to the short-term supply of land, must include detailed strategies for preparing the total land supply for development and for replacing the short-term supply of land as it is developed. These policies must describe dates, events or both, that trigger local review of the short-term supply of land.

(3) Plans may include policies to maintain existing categories or levels of industrial and other employment uses including maintaining downtowns or central business districts.

(4) Plan policies may emphasize the expansion of and increased productivity from existing industries and firms as a means to facilitate local economic development.

(5) Cities and counties are strongly encouraged to adopt plan policies that include brownfield redevelopment strategies for retaining land in industrial use and for qualifying them as part of the local short-term supply of land.

(6) Cities and counties are strongly encouraged to adopt plan policies pertaining to prime industrial land pursuant to OAR 660-009-0025(8).

(7) Cities and counties are strongly encouraged to adopt plan policies that include additional approaches to implement this division including, but not limited to:

- (a) Tax incentives and disincentives;
- (b) Land use controls and ordinances;
- (c) Preferential tax assessments;
- (d) Capital improvement programming;
- (e) Property acquisition techniques;
- (f) Public/private partnerships; and
- (g) Intergovernmental agreements.

Stat. Auth.: ORS 183 & 197

Stats. Implemented: ORS 197.712

Hist.: LCDC 4-1986, f. & ef. 10-10-86; LCDD 7-2005, f. 12-13-05, cert. ef. 1-1-07

660-009-0025

Designation of Lands for Industrial and Other Employment Uses

Cities and counties must adopt measures adequate to implement policies adopted pursuant to OAR 660-009-0020. Appropriate implementing measures include amendments to plan and zone map designations, land use regulations, public facility plans, and transportation system plans.

(1) Identification of Needed Sites. The plan must identify the approximate number, acreage and site characteristics of sites needed to accommodate industrial and other employment uses to implement plan policies. Plans do not need to provide a different type of site for each industrial or other employment use. Compatible uses with similar site characteristics may be combined into broad site categories. Several broad site categories will provide for industrial and other employment uses likely to occur in most planning areas. Cities and counties may also designate mixed-use zones to meet multiple needs in a given location.

(2) Total Land Supply. Plans must designate serviceable land suitable to meet the site needs identified in section (1) of this rule. Except as provided for in section (5) of this rule, the total acreage of land designated must at least equal the total projected land needs for each industrial or other employment use category identified in the plan during the 20-year planning period.

(3) Short-Term Supply of Land. Plans for cities and counties within a Metropolitan Planning Organization or cities and counties that adopt policies relating to the short-term supply of land must designate suitable land to respond to economic development opportunities as they arise. Cities and counties may maintain the short-term supply of land according to the strategies adopted pursuant to OAR 660-009-0020(2).

(a) Except as provided for in subsections (b) and (c), cities and counties subject to this section must provide at least 25 percent of the total land supply within the urban growth boundary designated for industrial and other employment uses as short-term supply.

(b) Affected cities and counties that are unable to achieve the target in subsection (a) above may set an alternative target based on their economic opportunities analysis.

(c) A planning area with 10 percent or more of the total land supply enrolled in Oregon's industrial site certification program pursuant to ORS 284.565 satisfies the requirements of this section.

(4) If cities and counties are required to prepare a public facility plan or transportation system plan by OAR chapter 660, division 011 or division 012, the city or county must complete subsections (a) to (c) of this section at the time of periodic review. Requirements of this rule apply only to city and county decisions made at the time of periodic review. Subsequent implementation of or amendments to the comprehensive plan or the public facility plan that change the supply of serviceable land are not subject to the requirements of this section. Cities and counties must:

(a) Identify serviceable industrial and other employment sites. The affected city or county in consultation with the local service provider, if applicable, must make decisions about whether a site is serviceable. Cities and counties are encouraged to develop specific criteria for deciding whether or not a site is serviceable. Cities and counties are strongly encouraged to also consider whether or not extension of facilities is reasonably likely to occur considering the size and type of uses likely to occur and the cost or distance of facility extension;

(b) Estimate the amount of serviceable industrial and other employment land likely to be needed during the planning period for the public facilities plan. Appropriate techniques for estimating land needs include but are not limited to the following:

(A) Projections or forecasts based on development trends in the area over previous years; and

(B) Deriving a proportionate share of the anticipated 20-year need specified in the comprehensive plan.

(c) Review and, if necessary, amend the comprehensive plan and the public facilities plan to maintain a short-term supply of land. Amendments to implement this requirement include but are not limited to the following:

(A) Changes to the public facilities plan to add or reschedule projects to make more land serviceable;

(B) Amendments to the comprehensive plan that redesignate additional serviceable land for industrial or other employment use; and

(C) Reconsideration of the planning area's economic development objectives and amendment of plan objectives and policies based on public facility limitations.

(d) If a city or county is unable to meet the requirements of this section, it must identify the specific steps needed to provide expanded public facilities at the earliest possible time.

(5) Institutional Uses. Cities and counties are not required to designate institutional uses on privately owned land when implementing section (2) of this rule. Cities and counties may

designate land in an industrial or other employment land category to compensate for any institutional land demand that is not designated under this section.

(6) **Compatibility.** Cities and counties are strongly encouraged to manage encroachment and intrusion of uses incompatible with industrial and other employment uses. Strategies for managing encroachment and intrusion of incompatible uses include, but are not limited to, transition areas around uses having negative impacts on surrounding areas, design criteria, district designation, and limiting non-essential uses within districts.

(7) **Availability.** Cities and counties may consider land availability when designating the short-term supply of land. Available land is vacant or developed land likely to be on the market for sale or lease at prices consistent with the local real estate market. Methods for determining lack of availability include, but are not limited to:

(a) Bona fide offers for purchase or purchase options in excess of real market value have been rejected in the last 24 months;

(b) A site is listed for sale at more than 150 percent of real market values;

(c) An owner has not made timely response to inquiries from local or state economic development officials; or

(d) Sites in an industrial or other employment land category lack diversity of ownership within a planning area when a single owner or entity controls more than 51 percent of those sites.

(8) **Uses with Special Siting Characteristics.** Cities and counties that adopt objectives or policies providing for uses with special site needs must adopt policies and land use regulations providing for those special site needs. Special site needs include, but are not limited to large acreage sites, special site configurations, direct access to transportation facilities, prime industrial lands, sensitivity to adjacent land uses, or coastal shoreland sites designated as suited for water-dependent use under Goal 17. Policies and land use regulations for these uses must:

(a) Identify sites suitable for the proposed use;

(b) Protect sites suitable for the proposed use by limiting land divisions and permissible uses and activities that interfere with development of the site for the intended use; and

(c) Where necessary, protect a site for the intended use by including measures that either prevent or appropriately restrict incompatible uses on adjacent and nearby lands.

Stat. Auth.: ORS 183 & 197

Stats. Implemented: ORS 197.712

Hist.: LCDC 4-1986, f. & ef. 10-10-86; LCDD 7-2005, f. 12-13-05, cert. ef. 1-1-07

Oregon Administrative Rules Chapter 660 Division 12 Oregon Transportation Planning Rule

OAR 660-012-0060

Plan and Land Use Regulation Amendments

(1) Where an amendment to a functional plan, an acknowledged comprehensive plan, or a land use regulation would significantly affect an existing or planned transportation facility, the local government shall put in place measures as provided in section (2) of this rule to assure that allowed land uses are consistent with the identified function, capacity, and performance standards (e.g. level of service, volume to capacity ratio, etc.) of the facility. A plan or land use regulation amendment significantly affects a transportation facility if it would:

(a) Change the functional classification of an existing or planned transportation facility (exclusive of correction of map errors in an adopted plan);

(b) Change standards implementing a functional classification system; or

(c) As measured at the end of the planning period identified in the adopted transportation system plan:

(A) Allow land uses or levels of development that would result in types or levels of travel or access that are inconsistent with the functional classification of an existing or planned transportation facility;

(B) Reduce the performance of an existing or planned transportation facility below the minimum acceptable performance standard identified in the TSP or comprehensive plan; or

(C) Worsen the performance of an existing or planned transportation facility that is otherwise projected to perform below the minimum acceptable performance standard identified in the TSP or comprehensive plan.

(2) Where a local government determines that there would be a significant effect, compliance with section (1) shall be accomplished through one or a combination of the following:

(a) Adopting measures that demonstrate allowed land uses are consistent with the planned function, capacity, and performance standards of the transportation facility.

(b) Amending the TSP or comprehensive plan to provide transportation facilities, improvements or services adequate to support the proposed land uses consistent with the requirements of this division; such amendments shall include a funding plan or mechanism consistent with section (4) or include an amendment to the transportation finance plan so that the facility, improvement, or service will be provided by the end of the planning period.

(c) Altering land use designations, densities, or design requirements to reduce demand for automobile travel and meet travel needs through other modes.

(d) Amending the TSP to modify the planned function, capacity or performance standards of the transportation facility.

(e) Providing other measures as a condition of development or through a development agreement or similar funding method, including transportation system management measures, demand management or minor transportation improvements. Local governments shall as part of the amendment specify when measures or improvements provided pursuant to this subsection will be provided.

(3) Notwithstanding sections (1) and (2) of this rule, a local government may approve an amendment that would significantly affect an existing transportation facility without assuring that the allowed land uses are consistent with the function, capacity and performance standards of the facility where:

(a) The facility is already performing below the minimum acceptable performance standard identified in the TSP or comprehensive plan on the date the amendment application is submitted;

(b) In the absence of the amendment, planned transportation facilities, improvements and services as set forth in section (4) of this rule would not be adequate to achieve consistency with the identified function, capacity or performance standard for that facility by the end of the planning period identified in the adopted TSP;

(c) Development resulting from the amendment will, at a minimum, mitigate the impacts of the amendment in a manner that avoids further degradation to the performance of the facility by the time of the development through one or a combination of transportation improvements or measures;

(d) The amendment does not involve property located in an interchange area as defined in paragraph (4)(d)(C); and

(e) For affected state highways, ODOT provides a written statement that the proposed funding and timing for the identified mitigation improvements or measures are, at a minimum, sufficient to avoid further degradation to the performance of the affected state highway. However, if a local government provides the appropriate ODOT regional office with written notice of a proposed amendment in a manner that provides ODOT reasonable opportunity to submit a written statement into the record of the local government proceeding, and ODOT does not provide a written statement, then the local government may proceed with applying subsections (a) through (d) of this section.

(4) Determinations under sections (1)-(3) of this rule shall be coordinated with affected transportation facility and service providers and other affected local governments.

(a) In determining whether an amendment has a significant effect on an existing or planned transportation facility under subsection (1)(c) of this rule, local governments shall rely on existing transportation facilities and services and on the planned transportation facilities, improvements and services set forth in subsections (b) and (c) below.

(b) Outside of interstate interchange areas, the following are considered planned facilities, improvements and services:

(A) Transportation facilities, improvements or services that are funded for construction or implementation in the Statewide Transportation Improvement Program or a locally or regionally adopted transportation improvement program or capital improvement plan or program of a transportation service provider.

(B) Transportation facilities, improvements or services that are authorized in a local transportation system plan and for which a funding plan or mechanism is in place or approved. These include, but are not limited to, transportation facilities, improvements or services for which: transportation systems development charge revenues are being collected; a local improvement district or reimbursement district has been established or will be established prior to development; a development agreement has been adopted; or conditions of approval to fund the improvement have been adopted.

(C) Transportation facilities, improvements or services in a metropolitan planning organization (MPO) area that are part of the area's federally-approved, financially constrained regional transportation system plan.

(D) Improvements to state highways that are included as planned improvements in a regional or local transportation system plan or comprehensive plan when ODOT provides a written statement that the improvements are reasonably likely to be provided by the end of the planning period.

(E) Improvements to regional and local roads, streets or other transportation facilities or services that are included as planned improvements in a regional or local transportation system plan or comprehensive plan when the local government(s) or transportation service provider(s) responsible for the facility, improvement or service provides a written statement that the facility, improvement or service is reasonably likely to be provided by the end of the planning period.

(c) Within interstate interchange areas, the improvements included in (b)(A)-(C) are considered planned facilities, improvements and services, except where:

(A) ODOT provides a written statement that the proposed funding and timing of mitigation measures are sufficient to avoid a significant adverse impact on the Interstate Highway system, then local governments may also rely on the improvements identified in paragraphs (b)(D) and (E) of this section; or

(B) There is an adopted interchange area management plan, then local governments may also rely on the improvements identified in that plan and which are also identified in paragraphs (b)(D) and (E) of this section.

(d) As used in this section and section (3):

(A) Planned interchange means new interchanges and relocation of existing interchanges that are authorized in an adopted transportation system plan or comprehensive plan;

(B) Interstate highway means Interstates 5, 82, 84, 105, 205 and 405; and

(C) Interstate interchange area means:

(i) Property within one-half mile of an existing or planned interchange on an Interstate Highway as measured from the center point of the interchange; or

(ii) The interchange area as defined in the Interchange Area Management Plan adopted as an amendment to the Oregon Highway Plan.

(e) For purposes of this section, a written statement provided pursuant to paragraphs (b)(D), (b)(E) or (c)(A) provided by ODOT, a local government or transportation facility provider, as appropriate, shall be conclusive in determining whether a transportation facility, improvement or service is a planned transportation facility, improvement or service. In the absence of a written statement, a local government can only rely upon planned transportation facilities, improvements and services identified in paragraphs (b)(A)-(C) to determine whether there is a significant effect that requires application of the remedies in section (2).

Oregon Administrative Rules Chapter 660 Division 18

660-018-0020

Filing of a Proposed Amendment to or Adoption of a Comprehensive Plan or Land Use Regulation with the Director

(1) A proposal to amend a local government acknowledged comprehensive plan or land use regulation or to adopt a new land use regulation must:

(a) Be submitted to the director at least 45 days before the first evidentiary hearing on adoption. The submittal must be received by the department at its Salem office;

(b) Be accompanied by appropriate forms provided by the department;

(c) Contain two copies of the text and any supplemental information the local government believes is necessary to inform the director as to the effect of the proposal. One of the required copies may be an electronic copy;

(d) Indicate the date of the final hearing on adoption. If a final hearing on adoption is continued or delayed, following proper procedures, the local government is not required to submit a new notice under OAR 660-018-0020.

(e) In the case of a map change, include a map showing the area to be changed as well as the existing and proposed designations. Wherever possible, this map should be on 8-1/2 by 11-inch paper;

(f) Where a goal exception is being proposed, include the proposed language of the exception. The Commission urges the local government to submit information that explains the relationship of the proposal to the acknowledged plan and the goals, where applicable.

(2) The text submitted to comply with subsection (1)(c) of this rule must include the specific language being proposed as an addition to or deletion from the acknowledged plan or land use regulations. A general description of the proposal or its purpose is not sufficient. In the case of map changes, the text must include a graphic depiction of the change, and not just a legal description, tax account number, address or other similar general description.

Stat. Auth.: ORS 197.040

Stats. Implemented: ORS 197.610 - 197.625

Hist.: LCDL 14-1981, f. & ef. 12-15-81; LCDL 12-1983, f. & ef. 12-29-83; LCDL 3-1987, f. & ef. 11-12-87; LCDD 3-2000, f. & cert. ef. 2-14-00; LCDD 3-2008, f. & cert. ef. 4-18-08

Oregon Revised Statutes 197.610

Local government notice of proposed amendment or new regulation; exceptions; report to commission.

(1) A proposal to amend a local government acknowledged comprehensive plan or land use regulation or to adopt a new land use regulation shall be forwarded to the Director of the Department of Land Conservation and Development at least 45 days before the first evidentiary hearing on adoption. The proposal forwarded shall contain the text and any supplemental information that the local government believes is necessary to inform the director as to the effect of the proposal. The notice shall include the date set for the first evidentiary hearing. The director shall notify persons who have requested notice that the proposal is pending.

(2) When a local government determines that the goals do not apply to a particular proposed amendment or new regulation, notice under subsection (1) of this section is not required. In addition, a local government may submit an amendment or new regulation with less than 45 days' notice if the local government determines that there are emergency circumstances requiring expedited review. In both cases:

(a) The amendment or new regulation shall be submitted after adoption as provided in ORS 197.615 (Local government notice of adopted amendment or new regulation) (1) and (2); and

(b) Notwithstanding the requirements of ORS 197.830 (Review procedures) (2), the director or any other person may appeal the decision to the board under ORS 197.830 (Review procedures) to 197.845 (Stay of decision being reviewed).

(3) When the Department of Land Conservation and Development participates in a local government proceeding, at least 15 days before the final hearing on the proposed amendment to the comprehensive plan or land use regulation or the new land use regulation, the department shall notify the local government of:

(a) Any concerns the department has concerning the proposal; and

(b) Advisory recommendations on actions the department considers necessary to address the concerns, including, but not limited to, suggested corrections to achieve compliance with the goals.

(4) The director shall report to the Land Conservation and Development Commission on whether the director:

(a) Believes the local government's proposal violates the goals; and

(b) Is participating in the local government proceeding. [1981 c.748 §4; 1983 c.827 §7; 1985 c.565 §27; 1989 c.761 §20; 1999 c.622 §1]

Oregon Highway Plan

Policy 1F: Highway Mobility Standards

It is the policy of the State of Oregon to use highway mobility standards to maintain acceptable and reliable levels of mobility on the state highway system. These standards shall be used for:

- Identifying state highway mobility performance expectations for planning and plan implementation;
- Evaluating the impacts on state highways of amendments to transportation plans, acknowledged comprehensive plans and land

use regulations pursuant to the Transportation Planning Rule (OAR 660-12-060); and

- Guiding operations decisions such as managing access and traffic control systems to maintain acceptable highway performance.

Action 1F.1

Apply the highway mobility standards below and in Table 6 to all state highway sections located outside of the Portland metropolitan area urban growth boundary and the standards below and in Table 7 to all state highway sections located within the Portland metropolitan area urban growth boundary.

On portions of highways where there are no intersections, the volume to capacity ratios in Tables 6 and 7 shall not be exceeded for either direction of travel on the highway.

At unsignalized intersections and road approaches, the volume to capacity ratios in Tables 6 and 7 shall not be exceeded for either of the state highway approaches that are not stopped. Approaches at which traffic must stop, or otherwise yield the right of way, shall be operated to maintain safe operation of the intersection and all of its approaches and shall not exceed the volume to capacity ratios for District/Local Interest Roads in Table 6 and Table 7 within urban growth boundaries or 0.80 outside of urban growth boundaries. At signalized intersections other than crossroads of freeway ramps (see below), the total volume to capacity ratio for the intersection considering all critical movements shall not exceed the volume to capacity ratios in Tables 6 and 7. Where two state highways of different classifications intersect, the lower of the volume to capacity ratios in the tables shall apply. Where a state highway intersects with a local road or street, the volume to capacity ratio for the state highway shall apply.

Although a freeway interchange serves both the freeway and the crossroad to which it connects, it is important that the interchange be managed to maintain safe and efficient operation of the freeway through the interchange area. The main problem to avoid is the formation of traffic queues on freeway off-ramps which back up into the portions of the ramps needed for safe deceleration from freeway speeds. This is a significant traffic safety concern. The primary cause of traffic queuing at freeway off-ramps is inadequate capacity at the intersections of the freeway ramps with the crossroad. These intersections are referred to as ramp terminals. In many instances where ramp terminals connect with another state highway, the volume to capacity standard for the connecting highway will generally be adequate to avoid traffic backups onto the freeway. However, in some instances where the crossroad is another state highway or a local road, the standards will not be sufficient to avoid this problem. Therefore, the maximum volume to capacity ratio for the ramp terminals of interchange ramps shall be the smaller of the values of the volume to capacity ratio for the crossroad, or 0.85.

At an interchange within a metropolitan area where a majority of the interchange access management area (Policy 3C) of the interchange is developed, the maximum volume to capacity ratio may be increased to as much as 0.90, but no higher than the standard for the crossroad, if:

1. It can be determined, with a probability equal to or greater than 95 percent, that vehicle queues would not extend into the portion of the ramp needed to accommodate deceleration from freeway speed; and

2. The interchange access management area is retrofitted to comply, as much as possible, with the standards contained in Policy 3C of this plan.

For the purposes of this policy, the portion of the freeway ramp needed to accommodate deceleration shall be the distance, along the centerline of the ramp, needed to bring a vehicle to a full stop from the posted freeway speed at a deceleration rate of 6.5 feet/second² (two meters/second²).

Because the freeway ramps serve as an area where vehicles accelerate or decelerate to or from freeway speeds, the maximum volume to capacity ratio for the interchange ramps exclusive of the crossroad terminals shall be the standard for the freeway with the following exception. For freeway on-ramps where entering traffic is metered to maintain efficient operation of the freeway through the interchange area, the maximum volume to capacity ratio may be higher.

The Director of the Department of Transportation or his/her delegate shall have the authority to adopt methods for calculating and applying the volume to capacity ratio standards in this policy or any alternative standards adopted pursuant to this policy.

Action 1F.2

Apply the highway mobility standards over a 20-year planning horizon when developing state, regional or local transportation system plans, including ODOT's corridor plans. When evaluating highway mobility for amendments to transportation system plans, acknowledged comprehensive plans and land use regulations, use the planning horizons in adopted local and regional transportation system plans or a planning horizon of 15 years from the proposed date of amendment adoption, whichever is greater. To determine the effect an amendment to a transportation system plan, acknowledged comprehensive plan or land use regulation has on a state facility, the capacity analysis shall include the forecasted growth of traffic on the state highway due to regional and intercity travel and to full development¹¹ according to the applicable acknowledged comprehensive plan over the planning period.

Action 1F.6

For purposes of evaluating amendments to transportation system plans, acknowledged comprehensive plans and land use regulations subject to OAR 660-12-060, in situations where the volume to capacity ratio for a highway segment, intersection or interchange is above the standards in Table 6 or Table 7, or those otherwise approved by the Commission, and transportation improvements are not planned within the planning horizon to bring performance to standard, the performance standard is to avoid further degradation. If an amendment to a transportation system plan, acknowledged comprehensive plan or land use regulation increases the volume to capacity ratio further, it will significantly affect the facility.

Table 6: Maximum volume to capacity for peak hour operating conditions

Highway Category	MAXIMUM VOLUME TO CAPACITY RATIO OUTSIDE METRO AREA					Outside Urban Growth Boundary	
	Inside Urban Growth Boundary					Unincorporated Communities	Rural Lands
	STA ^D	MPO	Non-MPO Outside of STAs where non-freeway posted speed <= 35 mph, or a Designated UBA	Non-MPO outside of STAs where non-freeway speed > 35 mph	Non-MPO where non-freeway speed limit >= 45 mph		
Interstate Highways ^E	N/A	0.80	N/A	0.70	0.70	0.70	0.70
Statewide Expressways	N/A	0.80	0.70	0.70	0.70	0.70	0.70
Freight Route on a Statewide Highway	0.85	0.80	0.80	0.75	0.70	0.70	0.70
Statewide (not a Freight Route)	0.90	0.85	0.85	0.80	0.75	0.75	0.70
Freight Route on a Regional or District Highway	0.90	0.85	0.85	0.80	0.75	0.75	0.70
Expressway on a Regional or District Highway	N/A	0.85	N/A	0.80	0.75	0.75	0.70
Regional Highways	0.95	0.85	0.85	0.80	0.75	0.75	0.70
District / Local Interest Roads	0.95	0.90	0.90	0.85	0.80	0.80	0.75

**Medford Transportation System Plan
Goals, Policies and Implementation Strategies
Overall Transportation System**

GOAL 1: To provide a multi-modal transportation system for the Medford planning area that supports the safe, efficient, and accessible movement of all people and goods, and recognizes the area's role as the financial, medical, tourism, and business hub of Southern Oregon and Northern California.

Policy 1-B: The City of Medford shall use the Transportation System Plan as the legal basis and policy foundation for decisions involving transportation issues.

Implementation 1-B(6): Require Comprehensive Plan, Land Development Code, and Zoning Map amendments to contain findings that show how the action is in conformity with the adopted tenets of the Medford Transportation System Plan.

Overall Transportation System – Funding

Policy 1-E: The City of Medford's third priority for the use of transportation funds shall be to fund capital improvements that add capacity to the transportation system. These improvements shall be prioritized based on availability of funds, reducing reliance on the automobile, improving safety, relieving congestion, responding to growth, and system-wide benefits.

Implementation 1-E(2): Require new development to mitigate its impacts on the transportation

system through on-site system improvements consistent with the TSP required as conditions of approval. Also require off-site improvements consistent with the TSP when they can be found to be proportional to the impacts on the transportation system ("Dolan finding").

Street System

GOAL 2: To provide a comprehensive street system that serves the mobility and multi-modal transportation needs of the Medford planning area.

Street System - Design

Policy 2-C: The City of Medford shall design the street system to safely and efficiently accommodate multiple travel modes within public rights-of-way.

Implementation 2-C(7): Require new development and redevelopment projects, as appropriate, to connect to and extend local streets to planned future streets, to neighborhood activity centers, such as parks, schools, and retail centers, to transit routes, and to access adjoining undeveloped or underdeveloped property.

Implementation 2-C(8): Require new development and redevelopment projects to include accessibility for all travel modes and coordinate with existing and planned developments.

Policy 2-D: The City of Medford shall balance the needed street function for all travel modes with adjacent land uses through the use of context-sensitive street and streetscape design techniques.

Implementation 2-D(1): Identify unique street design treatments, such as boulevards or "main" streets, through the development and use of special area plans, neighborhood plans, or neighborhood circulation plans adopted in the Medford Comprehensive Plan.

Street System – Transportation System Management and Safety

Policy 2-H: The City of Medford shall manage and maintain the transportation system in an efficient, clean, and safe manner.

Implementation 2-H(1): Require Traffic Impact Analyses (TIAs), as appropriate, in conjunction with development applications to assess impacts on the existing and planned transportation system, and require transportation system improvements that are identified through the TIA or by other Municipal Code requirements as a condition of approval of development permits and land use actions.

Street System – Parking Management

Policy 2-L: The City of Medford shall require an appropriate supply and design of off-street parking facilities to promote economic vitality, neighborhood livability, efficient use of urban space, reduced reliance on single occupancy motor vehicles, and to make certain areas, such as Transit Oriented Districts (TODs), more pedestrian friendly.

Implementation 2-L(1): Require a minimum and maximum number of off-street parking spaces based on the typical daily needs of the specific land use type. A parking space maximum standard assures that unnecessary consumption of land area is avoided. Designate areas of the City where no off-street parking would be required.

Implementation 2-L(3): For off-street lots over three (3) acres in size, require street-like features along major driveways and safe pedestrian access facilities between the street, locations within the lot and buildings.

Policy 2-M: The City of Medford shall undertake efforts to contribute to a reduction in the regional per capita parking supply to promote the use of alternatives to the single occupancy motor vehicle.

Implementation 2-M(2): Allow non-residential development to satisfy off-street parking requirements through preparation and implementation of a trip reduction plan to increase the use of alternative modes of transportation by employees and customers.

Implementation 2-M(3): Assure that major facilities with a high parking demand meet the demand through a combination of shared, leased, and new off-street parking facilities, access by transit, and encourage designs that reduce parking need.

Pedestrian System

GOAL 5: To facilitate the increased use of pedestrian transportation in the Medford planning area.

Policy 5-A: The City of Medford shall develop a connected, comprehensive system of pedestrian facilities that provides accessibility for pedestrians of all ages, focusing on activity centers such as Downtown, other Transit Oriented Districts (TODs), commercial centers, schools, parks/greenways, community centers, civic and recreational facilities, and transit centers.

Implementation 5-A(1): Require development and street construction/renovation projects to include sidewalks and walkways.

Implementation 5-A(3): Require development within activity centers, business districts, and Transit Oriented Districts (TODs) to focus on and encourage pedestrian travel, and require sidewalks, accessways, and walkways to complement access to transit stations/stops and multi-use paths.

Transportation and Land Use

GOAL 8: To maximize the efficiency of Medford's transportation system through effective land use planning.

Policy 8-A: The City of Medford shall facilitate development or redevelopment on sites located where best supported by the overall transportation system that reduces motor vehicle dependency by promoting walking, bicycling and transit use. This includes altering land use patterns through changes to type, density, and design.

Implementation 8-A(1): Through revisions to the Medford Comprehensive Plan and Land Development Code, provide opportunities for increasing residential and employment density in locations that support increased use of alternative travel modes, such as along transit corridors.

Implementation 8-A(2): Maintain and continue enforcement of Land Use Development Code provisions which require new development to accommodate multi-modal trips by providing bicycle racks, connecting sidewalks, building entrances near the street, and transit facilities.

Implementation 8-A(3): Through revisions to the Medford Comprehensive Plan and Land Development Code, provide opportunities for increasing residential and employment density in locations that support increased use of alternative travel modes, such as along transit corridors.

ZONE CHANGE CRITERIA

City Of Medford Approval Standards

MLDC 10.225 Application, Zone Change

A zoning district boundary change may be initiated by the Planning Commission either on its own motion or at the request of the City Council, or by application of the property owner(s) in the area subject to the zone change.

MLDC 10.226 Application Form

A zone change application shall contain the following items:

- (1) Vicinity map drawn at a scale of 1" = 1,000' identifying the proposed area of change.
- (2) Assessor's map with proposed zone change area identified.
- (3) Legal description of area to be changed. Legal description shall be prepared by a licensed surveyor or title company.
- (4) Property owner's names, addresses, and map and tax lot numbers within 200 feet of the subject site, typed on mailing labels.
- (5) Findings prepared by the applicant or his representative addressing the criteria for zone changes as per Section 10.227, Zone Change Criteria

MLDC 10.227 Zone Change Criteria

The approving authority (Planning Commission) shall approve a quasi-judicial zone change if it finds that the zone change complies with subsections (1) and (2) below:

(1) The proposed zone is consistent with the Transportation System Plan (TSP) and the General Land Use Plan Map designation. A demonstration of consistency with the acknowledged TSP will assure compliance with the Oregon Transportation Planning Rule.) Where applicable, the proposed zone shall also be consistent with the additional locational standards of the below sections (1)(a), (1)(b), (1)(c), or (1)(d). Where a special area plan requires a specific zone, any conflicting or additional requirements of the plan shall take precedence over the locational criteria below.

(a) For zone changes to SFR-2, the zoning shall be approved under either of the following circumstances:

(i) if at least seventy percent (70%) of the area proposed to be rezoned exceeds a slope of fifteen percent (15%),

(ii) if other environmental constraints, such as soils, geology, wetlands, and flooding, restrict the capacity of the land to support higher densities.

(b) For zone changes to SFR-6 or SFR-10 where the permitted density is proposed to increase, one (1) of the following conditions must exist:

(i) At least one (1) parcel that abuts the subject property is zoned the same as the proposed zone, either SFR-6 or SFR-10 respectively; or

(ii) The area to be rezoned is five (5) acres or larger; or

(iii) The subject property, and any abutting parcel(s) that is (are) in the same General Land Use Plan Map designation and is (are) vacant, when combined, total at least five (5) acres.

(c) For zone changes to any commercial zoning district, the following criteria shall be met for the applicable zoning sought:

(i) The overall area of the C-N zoning district shall be three (3) acres or less in size and within, or abutting on at least one (1) boundary, residential zoning. In determining the overall area, all abutting property(s) zoned C-N shall be included in the size of the district.

(ii) The overall area of the C-C zoning district shall be over three (3) acres in size and shall front upon a collector or arterial street or state highway. In determining the overall area, all abutting property(s) zoned C-C shall be included in the size of the district.

(iii) The overall area of the C-R zoning district shall be over three (3) acres in size, shall front upon an arterial street or state highway, and shall be in a centralized location that does not otherwise constitute a neighborhood shopping center or portion thereof. In determining the overall area, all abutting property(s) zoned C-R shall be included in the size of the district. The C-R zone is ordinarily considered to be unsuitable if abutting any residential zones, unless the applicant can show it would be suitable pursuant to (1)(e) below.

(iv) The C-H zone shall front upon an arterial street or state highway. The C-H zone may abut the General Industrial (I-G), Light Industrial (I-L), and/or any commercial zone. The C-H zone is ordinarily considered to be unsuitable if abutting any residential and I-H zones, unless the applicant can show it would be suitable pursuant to (1)(e) below.

(d) For zone changes to any industrial zoning district, the following criteria shall be met for the applicable zoning sought:

(i) The I-L zone may abut residential and commercial zones, and the General Industrial (I-G) zone. The I-L zone is ordinarily considered to be unsuitable when abutting the Heavy Industrial (I-H) zone, unless the applicant can show it would be suitable pursuant to (1)(e) below.

(ii) The I-G zone may abut the Heavy Commercial (C-H), Light Industrial (I-L), and the Heavy Industrial (I-H) zones. The I-G zone is ordinarily considered to be unsuitable when abutting the other commercial and residential zones, unless the applicant can show it would be suitable pursuant to (1)(e) below.

(iii) The I-H zone may abut the General Industrial (I-G) zone. The I-H zone is ordinarily considered to be unsuitable when abutting other zones, unless the applicant can show it would be suitable pursuant to (1)(e) below.

(e) For purposes of (1)(c) and (1)(d) above, a zone change may be found to be "suitable" where compliance is demonstrated with one (1) or more of the following criteria:

(i) The subject property has been sited on the General Land Use Plan Map with a GLUP Map designation that allows only one (1) zone;

(ii) At least fifty percent (50%) of the subject property's boundaries abut zones that are expressly allowed under the criteria in (1)(c) or (1)(d) above;

(iii) At least fifty percent (50%) of the subject property's boundaries abut properties that contain one (1) or more existing uses which are permitted or conditional uses in the zone sought by the applicant, regardless of whether the abutting properties are actually zoned for such existing uses; or

(iv) Notwithstanding the definition of "abutting" in Section 10.012 and for purposes of determining suitability under Section (1) (e), the subject property is separated from the "unsuitable" zone by a public right-of-way of at least sixty (60) feet in width.

(2) It shall be demonstrated that Category A urban services and facilities are available or can and will be provided, as described below, to adequately serve the subject property with the permitted uses allowed under the proposed zoning, except as provided in subsection (c) below. The minimum standards for Category A services and facilities are contained in Section 10.462 and Goal 2 of the Comprehensive Plan "Public Facilities Element" and Transportation System Plan.

(a) Storm drainage, sanitary sewer, and water facilities must already be adequate in condition, capacity, and location to serve the property or be extended or otherwise improved to adequately serve the property at the time of issuance of a building permit for vertical construction.

(b) Adequate streets and street capacity must be provided in one (1) of the following ways:

(i) Streets which serve the subject property, as defined in Section 10.461(2), presently exist and have adequate capacity; or

(ii) Existing and new streets that will serve the subject property will be improved and/or constructed, sufficient to meet the required condition and capacity, at the time building permits for vertical construction are issued; or

(iii) If it is determined that a street must be constructed or improved in order to provide adequate capacity for more than one (1) proposed or anticipated development, the Planning Commission may find the street to be adequate when the improvements needed to make the street adequate are fully funded. A street project is deemed to be fully funded when one (1) of the following occurs:

(a) the project is in the City's adopted capital improvement plan budget, or is a programmed project in the first two (2) years of the State's current STIP (State Transportation Improvement Plan), or any other public agencies adopted capital improvement plan budget; or

(b) when an applicant funds the improvement through a reimbursement district pursuant to the MLDC. The cost of the improvements will be either the actual cost of construction, if constructed by the applicant, or the estimated cost. The "estimated cost" shall be 125% of a professional engineer's estimated cost that has been approved by the City, including the cost of any right-of-way acquisition. The method described in this paragraph shall not be used if the Public Works Department determines, for reasons of public safety, that the improvement must be constructed prior to issuance of building permits.

(iv) When a street must be improved under (b)(ii) or (b)(iii) above, the specific street improvement(s) needed to make the street adequate must be identified, and it must be

demonstrated by the applicant that the improvement(s) will make the street adequate in condition and capacity.

(c) In determining the adequacy of Category A facilities, the approving authority (Planning Commission) may evaluate potential impacts based upon the imposition of special development conditions attached to the zone change request. Special development conditions shall be established by deed restriction or covenant, which must be recorded with proof of recordation returned to the Planning Department, and may include, but are not limited to the following:

(i) Restriction of uses by type or intensity; however, in cases where such a restriction is proposed, the Planning Commission must find that the resulting development pattern will not preclude future development, or intensification of development, on the subject property or adjacent parcels. In no case shall residential densities be approved which do not meet minimum density standards,

(ii) Mixed-use, pedestrian-friendly design which qualifies for the trip reduction percentage allowed by the Transportation Planning Rule,

(iii) Transportation Demand Management (TDM) measures which can be reasonably quantified, monitored, and enforced, such as mandatory car/van pools.

[Amd. Ord. No. 7036, Dec. 5, 1991; Amd. Sec. 1, Ord. No. 1999-88, June 3, 1999; Amd. Sec. 1, Ord. No. 2003-27, Feb. 6, 2003; Amd. Ord. No. 2004-59, March 18, 2004; Amd. Sec. 13, Ord. No. 2008-236, Nov. 20, 2008; Amd. Sec. 2, Ord. No. 2009-207, Sept. 17, 2009.]

MLDC 10.228 Removal of Special Development Condition on Zone Changes

Deed restrictions or covenants established in order to comply with Section 10.227 shall only be removed by the following actions:

(1) If an improvement is made to any facility that was lacking adequacy, or if a level of service standard is changed so that the facility is now determined to be adequate, the property owner(s) may submit a letter to the Planning Department requesting that development limitations be removed. If the Public Works Director and the Planning Director agree that the facility is adequate and the limitation is no longer necessary, the special development condition can be removed. The letter, with the approval signatures of the two department heads, shall be appended to the original approval resolution. In making the determination of facility adequacy, the Public Works Director and the Planning Director may ask the property owner(s) for information to demonstrate facility adequacy.

(2) If an improvement is made to any facility that was lacking adequacy and the restriction is not removed through the method described in Section 10.228 (1), the restriction may be removed by the Planning Commission pursuant to a procedural Class "C" action.

[Added, Sec. 2, Ord. No. 1999-88, June 3, 1999; Amd Sec. 2, Ord. No. 2003-37, Feb. 6, 2003.]



Oregon

John A. Kitzhaber, MD, Governor

Department of Transportation

Rogue Valley Office

100 Antelope Rd

White City, OR 97503-1674

(541) 774-6299

FAX (541) 774-6349

May 26, 2011

Mike Arneson
Sr. Project Manager
North Wind, Inc.
1425 Higham Street
Idaho Falls, Idaho

Subject: Northgate/Alba Village – revised off site improvement phasing plan (Updated)

Dear Mike:

We have reviewed the updated version of the revised off site improvement phasing plan and recognize some additional minor changes have been made to Table 3 (now Exhibit 3). The purpose of this letter is to advise you that, after reviewing the plan and the supporting documentation, ODOT supports the changes made to the revised off site improvement phasing plan.

We look forward to continue working with you in the future as the Northgate/Alba development moves forward.

If you have any questions, please don't hesitate to contact me.

Sincerely,

A handwritten signature in black ink, appearing to read "Jeremiah Griffin". The signature is stylized with a large initial "J" and a long horizontal stroke at the end.

Jeremiah Griffin
Assistant District Manager
ODOT – District 8

EXHIBIT “J”

AMENDED DISPOSITION AND DEVELOPMENT AGREEMENT

FOR DEVELOPMENT OF NORTHGATE CENTRE

THIS AGREEMENT FOR DEVELOPMENT OF NORTHGATE CENTRE (this “Agreement”) is made as of _____, 2011, by the **CITY OF MEDFORD** (“City”), a municipal corporation of the State of Oregon, and **NORTHGATE LLC AND ALBA VILLAGE LLC**, both Oregon limited liability companies, and **REGENCY CENTERS CORPORATION**, a Florida corporation (“Developers”). City and Developers are referred to jointly in this Agreement as the “Parties” and individually as a “Party”.

RECITALS

- A. WHEREAS, Developers own real property at the former site of the Medco/Medite Timber Mill, located in three of the four quadrants formed by the axis of Oregon Highway 62 and 238 with Central Avenue, as depicted in Exhibit 1, and further described in Exhibit 2 (the “Project Area”), and
- B. WHEREAS, Developers received approval with conditions from the City for a Minor General Land Use Plan Map Amendment (Ordinance 2006-264) and Zoning Map Amendment (ZC-06-066), which changed the Plan and Zone Map designations within the Project Area from Heavy Industrial to a mix of Heavy Industrial, General Industrial, Service Commercial and Commercial designations for the purpose of developing the Northgate Centre, a mixed use development comprised of a Retail Center, the Northgate Office Park and the Northgate Business Park (“Northgate Centre”), and
- C. WHEREAS, Developers received approval to amend certain conditions of approval to Ordinance 2006-264 and ZC-06-066, and desire to amend the original Disposition and Development Agreement dated November 8, 2006 to reflect said amendments, and
- D. WHEREAS, the Retail Center, the Northgate Office Park and the Northgate Business Park components (the “Project Components”) of Northgate Centre may be developed independently and in phases to respond to existing market demands as determined by the Developers, and
- E. WHEREAS, Ordinance 2006-264 requires that a Master Plan be adopted for the Northgate Centre via Site Plan and Architectural Review pursuant to Class “C” procedures of the Medford Land Development Code, and

- F. WHEREAS, to accommodate the phased development of Northgate Centre, Developers will submit to the City a separate Master Plan for each of the Project Components, considering the elements set forth in Condition 5 of the Amended Conditions of Approval of Ordinance _____ and including a site plan, a conceptual landscape plan, conceptual drainage plan and schematic building architectural elevations, and
- G. WHEREAS, the individual Master Plans for each of the Project Components will ultimately comprise the overall Northgate Centre Master Plan which will (1) demonstrate substantial conformance with the amended Northgate Centre approvals submitted as part of Case File Numbers, CP-06-065 and ZC-06-066, and (2) ensure planning consistency between each of the Project Components, and
- H. WHEREAS, notwithstanding that the Master Plan must be in substantial conformance with the amended approvals, the Parties agree that the Revised Conceptual Plan is intended to depict the type of use and the location and approximate number of vehicular access points to the public right-of-way, but is not intended to control the layout of the buildings, landscape design, design or location of internal walkways, or similar design features and as such the parties agree that the Master Plan will depict building layouts, walkways, landscaping and similar design features so long as maximum building square footage, vehicle access, uses, and the trip cap remain in substantial conformance with the amended Northgate approvals, and
- I. WHEREAS, the Parties agree that a Master Plan for each of the Project Components shall be approved by the City prior to approval of a Final Site Plan for a Project Component and that this approval process can either occur simultaneously or in two separate stages, and
- J. WHEREAS, because the end users of the Project Components of Northgate Centre may not be identified at time of Master Plan and Final Site Plan approval, the parties agree that Site Plan and Architectural Review via a Class “C” procedure is not required for the approval of architectural plans for individual buildings that were not considered and finalized as part of Final Site Plan Approval if the Planning Director determines that the proposed plans are in substantial conformity with the architectural theme approved by the Site Plan and Architectural Review Committee at the Master Plan Phase; and
- K. WHEREAS, the Parties agree that Site Plan and Architectural Review via a Class “C” procedure is not required for minor modifications to Final Site Plan Approval if the Planning Director determines that the plan modifications are in substantial conformance with the Master Plan and Final Site Plan approved by the City, and
- L. WHEREAS, the Parties acknowledge that the Planning Director is the appropriate City official to determine whether a plan modification submitted by Developers is in substantial conformance with an approved Master Plan and Final Site Plan and that it

is appropriate to provide certain guidelines in this Agreement to assist the Planning Director in making such a determination, and

M. WHEREAS, the Parties desire to specify in this Agreement the off-site improvements required to be constructed as part of the approval of amended Ordinance 2006-264 and amended ZC-06-066 and acknowledge that it is the intent of Developers to construct these off-site improvements as part of the Off-site Improvement Timing Plan adopted by the City.

NOW, THEREFORE, in consideration of the mutual covenants contained in this Agreement, the Parties agree as follows

SECTION 1. DEFINED TERMS

In General. Words that are capitalized, and which are not the first word of a sentence, are defined terms. A defined term has the meaning given when it is first defined in this Agreement. Defined terms may be used together and the combined defined term has the meaning of the combined defined terms. A defined term that is a noun may be used in its verb or adjective form and vice-versa. Defined terms may be used in the singular or the plural.

SECTION 2. DESCRIPTION OF PROJECT AND PHASES

The Northgate Centre consists of three discrete coordinated Project Components situated within the Project Area as depicted in Exhibit 1 and further described in Exhibit 2. The Project Components will be developed by Northgate LLC, Alba Village LLC, and/or Regency Center Corporation, and will be completed in phases.

SECTION 3. INFRASTRUCTURE

3.1. Construction of Off-Site Improvements. The Developers will be responsible for the construction of certain off-site transportation improvements under the jurisdiction of the City of Medford, the Oregon Department of Transportation (ODOT) and the City of Central Point. The Construction of these improvements shall occur in phases, as described in Exhibit 3 ("Off-site Timing Plan").

3.1.1. City of Medford. The Developers shall be mutually obligated to provide, at their sole expense, the off-site improvements identified in Exhibit 3. The City shall provide Developers with System Development Fee Credits associated with any qualifying improvements under the City's System Development Credits, Street Development Credits MLDC 3.815(5), Sewer Development Credits MCC 3.835, and Storm Water Development Credits MLDC 3.891.

The City agrees to provide Developers with credits against the Street System Development Charge for improvements, which increase capacity, as determined by the City, to the following roadways as identified in Exhibit 3: Biddle Road @

McAndrews Road; Sage Road @ Highway 238; south side of McAndrews between Court and Central, and Table Rock @ Highway 99. Credits for internal and frontage improvements will be deducted by the value of "local street" improvements consistent with the City's existing practice.

3.1.2. ODOT. The Developers shall, at their sole expense, cause to be constructed off-site transportation improvements sufficient to meet ODOT's infrastructure requirements identified in Amended Ordinance _____ and further set forth in Exhibit 3 Off-site Timing Plan. ODOT has determined that its requirements have been met pursuant to its letter of acknowledgment dated May 26, 2011 set forth in Exhibit 4. The City reserves the right to review the projects identified in the "acknowledgment letter" for purposes of evaluating performance compatibility. This review right shall not be interpreted to vest the City with approval authority over ODOT's acknowledgment that the requirements have been met.

3.1.3. City of Central Point, Oregon. Amended Ordinance _____ requires the Northgate Project to mitigate its proportionate share of traffic projected for the intersection of Beall Lane and Highway 99. The Developers and the City of Central Point have reached agreement regarding the satisfaction of this requirement as set forth in Exhibit 5.

3.2. Prevailing Wage. The Parties acknowledge that no public funds shall be used to construct any of the improvements described in Exhibit 3. It is the Parties mutual understanding that improvements constructed by Developers or its agents shall not be subject to prevailing wage requirements. The Developers shall be responsible to obtain confirmation that prevailing wage requirements are not applicable.

3.3. Public Service Fees. The Parties acknowledge that, other than customary fees specified in current City fee schedules, no additional fees shall be paid by the Developers unless by prior written agreement between the parties.

SECTION 4. APPROVAL PROCESS

4.1. Master Plan Approval (Stage One). The Developers will submit to the City a Master Plan for each of the Project Components of Northgate Centre. The Master Plan is intended to establish the design of each component of the Project, including general building layout, architectural theme, landscape design and approximate location of pedestrian walkways. The parties agree that the Conceptual Plan approved by the City Council does not control the design or layout of the Project, and is simply intended to show the overall location of the Project, its uses and vehicular access points. A Master Plan request will be processed via Site Plan and Architectural Review ("SPAC") pursuant to Class "C" procedures of the Medford Land Development Code. The Master Plan Approval shall be effective for the term of this Agreement as provided in Section

8.2 herein. The Master Plan request will address the elements set forth in Condition No. 5 of the Amended Conditions of Approval of Ordinance _____, attached as Exhibit 6, and include the following information:

A. Preliminary Site Plan

- 1) Lot dimensions
- 2) Site statistics
- 3) Location of proposed buildings
- 4) Loading areas
- 5) Location of proposed walls and fences
- 6) Location of parking areas and all points of site ingress and egress
- 7) Location of pedestrian walkways
- 8) General nature and location of site lighting
- 9) Proposed street frontage improvements
- 10) Location of areas of the site devoted to landscaping (this is independent of any future building landscaping such as vines potted plants etc.)
- 11) Location of proposed outdoor trash enclosures.

B. Preliminary Landscape Plan

- 1) A narrative description of the purpose and goal of the landscaping program
- 2) General locations of landscaped areas including parking planters and perimeter landscaping
- 3) Conceptual tree and plant list
- 4) A general description of type of irrigation system to be used.

C. Preliminary Drainage Plan

D. Schematic Architectural drawings

Conceptual elevations associated with a sample of building types.

E. Master Signage Plan

- 4.2. Final Site Plan Approval (Stage Two).** For each of the Project Components, a Master Plan shall be approved by the City prior to an approval of a Final Site Plan for a Project Component. A Final Site Plan request must be consistent with an approved Master Plan. A Final Site Plan request will be processed via Site Plan and Architectural Review pursuant to Class "C" procedures of the Medford Land Development Code. A Master Plan and Final Site Plan Review can be processed either simultaneously or in two separate stages. A Final Site Plan request shall conform to the requirements of MLDC 10.287 and shall include any other information required by the City as conditions of Master Plan Approval (Stage One review). SPAC may find the Final Site Plan is "consistent" with the Master

Plan if it finds that the architectural theme and landscape design are similar to the Master Plan; the Final Site Plan does not increase the project gross floor area by more than 20%; the Final Site Plan does not decrease overall parking by more than 10%; the Final Site Plan does not decrease the overall site landscaped area by more than 10%; and the modifications are consistent with the findings adopted by SPAC for the approved Master Plan.

4.3. Planning Director Approval (Stage Three). Once a Final Site Plan is approved by the City for a Project Component, the Planning Director shall have the authority to approve the architectural plans (i.e. elevations, floor plans, material board and roof plan) for individual buildings whose size and location were considered, but the architecture was not finalized as part of the Final Site Plan Approval (Stage Two review). Prior to approving architectural plans pursuant to this subsection, the Planning Director shall make a determination that the proposed plans are in substantial conformity with the architectural style and materials for the buildings approved by the City in the Final Site Plan Approval process (Stage Two). The Planning Director shall make the determination within a period of not more than twenty-five (25) working days after the filing of the proposed plans with the Planning Department. The Planning Director's determination is a Class E, ministerial action. Notice of this determination shall be provided to the applicant and SPAC at its next public meeting. Notwithstanding the Planning Director's authority to make a decision under this Section, the Planning Director may, in his/her discretion, forward the architectural plans to SPAC for review pursuant to Class "C" procedures of the Medford Land Development Code.

4.4. Minor Modifications. The Planning Director shall have the authority to approve minor modifications to a Final Site Plan approval if the Planning Director determines that the modifications are in substantial conformance with an approved Master Plan and Final Site Plan. The Planning Director shall make the determination within a period of not more than twenty-five (25) working days after the filing of the proposed modifications with the Planning Department. The Planning Director's determination is a Class E, ministerial action. Notice of this determination shall be provided to the applicant and SPAC at its next public meeting. Guidelines for determining substantial conformity include the following:

- A. The request does not cause an increase in trip generation beyond the Trip Cap identified in Amended Ordinance No. _____ or create new or additional dangers to the public due to increased traffic volumes or altered circulation patterns.
- B. The request does not increase the project gross floor area by more than 20 percent.

C. The request is consistent with the architectural style and building materials approved by the City.

D. The request does not decrease the overall parking count by more than 10 percent.

E. The request does not decrease the overall site landscaped area by more than 10 percent.

F. The modifications are consistent with the findings adopted by the City for the approved Master Plan and Final Site Plan.

4.5. Applicable Regulations.

4.5.1. Applicable Regulations. The City shall apply the applicable land use standards and regulations in effect at the time of filing the first Master Plan to all subsequent Stage One, Stage Two, Stage Three and Minor Modification requests as set forth herein.

4.5.2. Future Zone Change Applications. Full build-out of Northgate Centre may occur over time, during which market forces may necessitate changes in the zoning approved in amended ZC-06-066. Any future zone change request for the Project Area shall comply with the Medford Land Development Code in effect at the time.

4.6. Construction Standards. Any Party undertaking construction of improvements pursuant to the terms of this Agreement shall comply with all applicable laws, including, but not limited to, the Americans with Disabilities Act (42 U.S.C. Section 1201 et seq).

4.7. Plan Checks. The City and Developers agree that the City, at Developer's cost and expense, may use the services of a third party plan checker selected by Developers from the list maintained by the City's Building Safety Department.

4.8. Minor Modifications to Construction Documents. The City and Developers mutually agree that from time to time minor modifications to approved construction plans may be requested by the Developers to meet a tenant's unanticipated construction requirements or for other reasons that are required to enhance the operation and use of a tenant space. In such event, "minor modifications" shall be defined as any modification which does not modify a structural member, a "fire and life safety" requirement, and does not substantially alter the character of the building's exterior. A minor modification request shall be processed administratively in a timely manner, not to exceed five (5) business days from the date of the request, with Developers paying all necessary fees and permit costs.

4.9. Cooperation by City. The City shall use good faith efforts to coordinate processing of all necessary permits and approvals for Northgate Centre in order to secure the required approvals. To the extent that street vacations, dedications or modifications to any streets, roadways or alleyways located in the Project Area are required, the City shall use good faith efforts in undertaking such activities in order for the Project Components to be approved and constructed in a timely manner.

4.10. Coordination Meetings. To coordinate the various components of the Northgate Centre, the City and Developers agree to attend periodic meetings during the planning, development and construction of the Northgate Centre and to have the appropriate representatives from the various departments, including appropriate outside professionals, in order to expedite all required approvals for Project Components. The timing and necessity of such meetings shall be determined by either party.

SECTION 5: TRIP CAP

5.1. Trip Cap Monitoring. Under Amended Ordinance _____, a trip cap is applied that limits vehicular trip generation for Project Components of Northgate Centre to no more than 18,509 Average Daily Trips (“ADT”) and 1,882 PM peak hour trips as a mitigation to ensure that traffic impacts will not reduce transportation facility adequacy below Level of Service (“LOS”) D. Developers are obligated to develop a compliance monitoring system that monitors ADT and PM peak hour trips to ensure the Trip Cap is met and maintained. The Trip Cap Monitoring System is a cooperative effort between Developers and the City. Trip Cap monitoring shall be conducted by the City at the time of development permit approval. The Monitoring method shall be based on the latest edition of the ITE (Institute of Transportation Engineers) Trip Generation Manual and the Medford Municipal Code. The Developers shall mitigate impacts exceeding the Trip Cap. Any modification of the Trip Cap shall be based on adequate and substantial traffic evidence, and written approval by the City and ODOT. Developers shall maintain and make available for review upon request by the City, a current trip inventory in accordance with the Trip Cap Monitoring System.

5.2. Trip Reduction. As part of the Stage One approval process, the City shall determine whether the design of a Project Component facilitates internal trip capture resulting in a two percent (2%) trip reduction. An additional five percent (5%) trip reduction shall be available in conjunction with the implementation of a Transportation Demand Management (“TDM”) plan. The TDM measures must include trolley service serving all Project Component quadrants with 10 minute headways and capable of capturing 360 passengers per hour. The trolley shall operate in perpetuity, at least Monday through Friday from 7:00 A.M. to 6:00 P.M. The Developers may, at their sole option, enter into an agreement with a third party transit operator, whose qualifications are acceptable to the City, to

provide said service. Should Rogue Valley Transit District (“RVTD”) service improve sufficiently to meet Northgate Centre’s transit obligations, Developers shall not be required to provide duplicative service and may instead substitute RVTD public transit operations.

SECTION 6. ASSIGNMENT AND TRANSFER PROVISIONS

- 6.1. Transfers by Developers.** Developers may freely assign all or any part of this Agreement to any subsidiary, affiliate, or successor, or by operation of law, provided that one or more of the Developers continue to retain a majority interest or serve as the managing members of the assignee. All other assignments shall require the written consent of the City, which consent shall not be unreasonably withheld.
- 6.2. Transfers by City.** The City shall not transfer any of their respective rights or obligations under this Agreement (except by operation of law in accordance with ORS 457.055 and 457.075) without the prior written approval of Developers, which approval may be granted, denied or withheld in Developers’ sole discretion.

SECTION 7. DEFAULT; REMEDIES

- 7.1. Default by Developers.** A default shall occur:

7.1.1. If Developers breach any material provision of this Agreement, whether by action or inaction, and such breach continues and is not remedied within thirty (30) days after Developers receive written notice from the City specifying the breach. In the case of a breach which cannot with due diligence be cured within such thirty (30) day period, a default shall occur if Developers do not commence to cure the breach within such thirty (30) day period and thereafter diligently pursue the cure to completion.

7.1.2. If Developers make any assignment for the benefit of creditors, or are adjudicated in bankruptcy, or have a receiver, trustee or creditor’s committee appointed over either entity that is not removed within ninety (90) days after appointment.

- 7.2. Default by City.** A default shall occur:

7.2.1. If City breaches any material provision of this Agreement, whether by action or inaction, and such breach continues and is not remedied within thirty (30) days after the City receives written notice from Developers specifying the breach. In the case of a breach which cannot with due diligence be cured within such thirty (30) day period, a default shall occur if City does not commence to cure the breach within such thirty (30) day period and thereafter diligently pursue the cure to completion.

7.2.2. If City voluntarily or involuntarily undertakes to assign any of its rights or obligations under this Agreement in violation of Section 6.2.

7.3. Nonexclusive Remedies. The rights and remedies provided by this Agreement shall not be deemed exclusive, except where otherwise indicated, and shall be in addition to any and all rights otherwise available. The exercise by any Party of one or more of such remedies shall not preclude the exercise by it, at the same or different times, of any other such remedy for the same default or of any of its remedies for any other default by the other Party, including, without limitation, the right to compel specific performance. Any limitation of remedies set forth herein should not limit or affect the obligations of a Party under any contractual indemnities set forth herein.

7.4. Dispute Resolution.

7.4.1. Mediation If a dispute between the Parties arises out of or relating to this Agreement or the interpretation of this Agreement, the Parties agree to submit such dispute to a mutually agreed upon mediator, and to continue good faith mediation efforts until such dispute is resolved or any Party notifies the others in writing that it elects to withdraw from mediation.

7.4.2. Tolling of Clock. The Parties acknowledge and agree, if it is necessary to renegotiate any of the provisions contained in this Agreement, the time periods for performance and/or calendar deadline(s) shall be tolled and/or suspended temporarily until completion of such renegotiation and/or mediation, after which time such party's performance shall recommence and/or such calendar deadline(s) shall be recalculated.

7.5. Unavoidable Delay. No Party nor that Party's successor in interest shall be considered in breach of or in default with respect to any obligation created hereunder or progress in respect thereto, including compliance with Section 10.292 of the Medford Land Development Code if the delay in performance of such obligations is due to causes that are unforeseeable, beyond its control and without its fault or negligence, including but not limited to acts of God, acts of the public enemy, acts of the state or federal government, acts of the other Party, fires, floods, epidemics, quarantine restrictions, strikes, freight embargoes, earthquakes, explosions, mob violence, not, inability to procure or general sabotage or rationing of labor, equipment, facilities, sources of energy, material or supplies in the open market, litigation or arbitration involving a Party or others relating to zoning or other governmental action or inaction pertaining to the Project, 10 malicious mischief, condemnation action, delays of litigation and unusually severe weather or delays of suppliers or subcontractors due to such causes or any similar events and/or occurrences beyond the reasonable control of such Party (the "Unavoidable Delay").

- 7.6. Request.** It is the purpose and intent of this provision that, in the event of the occurrence of any such Unavoidable Delay, the time or times for the performance of the obligations of any Party shall be extended for the period of the Unavoidable Delay, provided, however, that the Party seeking relief under this Section shall, within fifteen (15) days after the Party becomes aware of the causes of any such unavoidable Delay, notify the other Party or Parties in writing of the cause or causes of the delay and the estimated time of correction and the other Party or Parties mutually agree this is an Unavoidable Delay and also agree to the time of correction. In any event, however, the total period of Unavoidable Delay shall not exceed One Hundred Eighty (180) days unless mutually agreed upon by the parties. Such mutual agreement to extend the time of the Unavoidable Delay shall not serve to diminish the enforceability of any other Section of this Agreement.

SECTION 8. TERM AND TERMINATION

- 8.1. Effective Date.** This Agreement is effective as of the date all Parties have executed the Agreement (the "Effective Date").
- 8.2. Term of Agreement.** The term of this Agreement shall be a period of 10 years commencing on the Effective Date, or the date that all Project Components of Northgate Centre are completed, whichever shall first occur (the "Term"). The Developers shall have the option of extending the Term upon written notice to the City. The Developers shall have no more than two (2) extensions of two (2) years each.
- 8.3. Termination.** This Agreement shall terminate upon following occurrences.
- 8.3.1.** Developers giving the City written notice that they are not able or willing to proceed with any or all Project Components.
- 8.3.2.** Any covenant contained herein that is changed or amended by governmental order.
- 8.3.3.** Upon mutual agreement of the parties.

SECTION 9. MISCELLANEOUS PROVISIONS

- 9.1. Conflict of Interests.** No member, official or employee of City shall make any decision relating to the Agreement which affects the member's, official's, or employee's personal interests or the interests of any corporation, partnership or association in which member, official, or employee is directly or indirectly interested. Developers warrants that it has not paid or given, and shall not pay or give, any third person any money or other consideration for obtaining this Agreement.

9.2. Non-Liability of City Officials, Employees, and Agents. No member, official, employee or agent of the City shall be personally liable to Developers, or any successor in interest, in the event of any default or breach by City or for any amount, which may become due to Developers or successor or on any obligation under the terms of this Agreement.

9.3. Discrimination. Developers, for itself and its successors and assigns, agree that in carrying out their obligations under this Agreement, they will not discriminate against any employee or applicant for employment because of race, color, religion, age, gender, sexual orientation or national origin.

9.4. Notice. Any notice or communication intended for one of the Parties shall be addressed as set forth below, or in such other way as either Party may, from time to time, designate in writing dispatched as provided in this Section. Notice given in any other manner shall be effective upon receipt by the Party for whom the same is intended. Any notice or communication under this Agreement by any Party to the others shall be deemed given and delivered (a) forty-eight (48) hours after being dispatched by registered or certified U S mail, postage prepaid, return receipt requested, or (b) when received if personally delivered, and

9.4.1. Notices to Developers. In the case of a notice or communication to Developers, addressed as follows:

Northgate LLC,
711 Medford Center, Suite 413
Medford, OR 97504
Attn: Steven Morgan, Managing Member

Alba Village LLC
5330 Debbie Rd
Santa Barbara, California 93111
Attn: Mark Linehan, Managing Member

Regency Centers Corporation
5335 SW Meadows Rd, Suite 295
Lake Oswego, Oregon 97035
Attn: Craig Ramey

9.4.2. Notices to City. In the case of a notice or communication to Developers, addressed as follows:

City of Medford
411 W 8th Street,
Medford, OR 97501
Attn: City Manager

With a copy to
City Attorney
City Attorney's Office
411 W 8th Street,
Medford, OR 97501

- 9.5. Successors and Assigns.** The benefits conferred by this Agreement, and the obligations assumed hereunder, shall inure to the benefit of and bind the successors and assigns of the Parties.
- 9.6. Place of Enforcement.** Any action or suit to enforce or construe any provision of this Agreement by any Party shall be brought in the Circuit Court of the State of Oregon for Jackson County, or the United States District Court for the District of Oregon, in the venue assigned for Medford, Oregon.
- 9.7. No Partnership.** Nothing contained in this Agreement or any acts of the Parties hereby shall be deemed or construed by the Parties, or by any third person, to create the relationship of principal and agent, or of partnership, or of joint venture, or any association between any of the Parties.
- 9.8. Non-Waiver of Government Rights.** Subject to the terms and conditions of this Agreement, by making this Agreement and complying with the applicable provisions hereof, the City is specifically not obligating the City, or any other agency with respect to any discretionary governmental action relating to development or operation of the improvements to be constructed within or as a part of Northgate Centre, including, but not limited to, rezoning, budgetary, variances, environmental clearances or any other governmental approvals which are or may be required, except as expressly set forth herein.
- 9.9. Reasonable Approvals.** The approval of a Party of any documentation or submissions herein called for shall not be unreasonably withheld, except where rights of approval are expressly reserved to a Party's sole discretion in this Agreement. All such approvals shall be given or denied in a timely and expeditious fashion.
- 9.10. Amendments and Modifications.** Any amendments or modifications to this Agreement shall be made in writing, approved in the manner as this Agreement was initially approved, and executed by all Parties. Notwithstanding this general requirement, the City Manager may approve minor modifications to this Agreement without City Council approval. For purposes of the Section, minor modifications include corrections of errors, clarifications, or other modifications that do not change the substantive content of this Agreement.
- 9.11. Time is of the Essence.** Time is of the essence in the performance of and adherence to each and every provision of this Agreement.

9.12. Non-Waiver. Waiver by any Party of strict performance of any provision of this Agreement shall not be deemed a waiver of or prejudice a Party's right to require strict performance of the same or any other provision in the future. A claimed waiver must be in writing and signed by the applicable Party granting a waiver. A waiver of one provision of this Agreement shall be a waiver of only that provision. A waiver of a provision in one instance shall be a waiver only for that instance, unless the waiver explicitly waives that provision for all instances.

9.13. Partial Invalidity. If any provision of this Agreement is held to be invalid or unenforceable, the remainder of this Agreement, and the application of such provision to persons or circumstances other than those to which it is held invalid or unenforceable, shall not be affected thereby, and each provision of this Agreement shall be valid and enforceable to the fullest extent permitted by law. If a material provision of this Agreement is held invalid or unenforceable such that a Party does not receive the benefit of its bargain, then the other Parties shall renegotiate in good faith terms and provisions that will effectuate the spirit and intent of the Parties' agreement herein.

9.14. Calculation of Time. Unless referred to as Business Days, all periods of time shall include Saturdays, Sundays, and Legal Holidays. However, if the last day of any period falls on a Saturday, Sunday, or Legal Holiday, then the period shall be extended to include the next day which is not a Saturday, Sunday, or Legal Holiday. "Business Days" shall mean Monday through Friday, and "Legal Holiday" shall mean any holiday observed by the State of Oregon.

9.15. Headings. The section Headings are for convenience in reference and are not intended to define or limit the scope of any provision of this Agreement.

9.16. Counterparts. This Agreement may be executed in counterparts, each of which shall be deemed to be an original, and such counterparts shall constitute one and the same instrument.

9.17. Attorneys' Fees. If a suit, action, or other proceeding of any nature whatsoever (including any proceeding under the U.S. Bankruptcy Code) is instituted in connection with any controversy arising out of this Agreement or to interpret or enforce any rights or obligations hereunder, the prevailing party shall be entitled to recover its attorney, paralegal, accountant, and other expert fees and all other fees, costs, and expenses actually incurred and reasonably necessary, as determined by the court at trial or on any appeal or review, in addition to all other amounts provided by law.

9.18. Entire Agreement. This Agreement constitutes the entire agreement between the Parties as to the subject matter covered by this Agreement and is intended to supersede and replace that Agreement originally executed by the City on November 6, 2008.

9.19. Interpretation of Agreement. This Agreement is the result of arm's length negotiations between the Parties and shall not be construed against any Party by reason of its preparation of this Agreement.

9.20. Future Assurances. Each of the Parties shall promptly execute and deliver such additional documents and shall do such acts that are reasonably necessary, in connection with the performance of their respective obligations under this Agreement and any applicable schedules so as to carry out the intent of this Agreement.

9.21. Capacity to Execute; Mutual Representations. The Parties each warrant and represent to the others that this Agreement constitutes a legal, valid, and binding obligation of that Party. Without limiting the generality of the foregoing, each Party represents that it's governing authority and, in the case of the City and council respectively, has authorized the execution, delivery, and performance of this Agreement by it. The individuals executing this Agreement warrant that they have full authority to execute this Agreement on behalf of the entity for whom they purport to be acting. Each Party represents to the others that neither the execution and delivery of the Agreement, nor the consummation of the transactions contemplated hereby will, violate any constitution, statute, regulation, rule, injunction, judgment, order, decree, ruling, charge, or other restriction of any government, government agency, or court to which it is subject or any provision of its charter or bylaws, or conflict with, result in a breach of, or constitute a default under any other agreement to which it is a party or by which it is bound. Each Party represents to the others that it does not need to give any notice to, make any filing with, or obtain the consent of any other entity or person to consummate the transaction contemplated by this Agreement.

9.22. Exhibits and Schedules. The Exhibits and Schedules attached to this Agreement are an integral part of this Agreement and are fully incorporated into this Agreement where they are referenced in the text of this Agreement.

Executed in multiple counterparts as of the day and year first below

CITY OF MEDFORD

By: _____
Its: _____

Executed Date _____

ATTEST

APPROVED AS TO FORM

By: _____
City Attorney

Date _____

NORTHGATE LLC, an Oregon Limited Liability Company

By: _____
Title _____

Executed Date _____

ALBA VILLAGE LLC, an Oregon Limited Liability Company

By: _____
Title _____

Executed Date _____

REGENCY CENTERS CORPORATION, a Florida corporation

By: _____
Title _____

Executed Date _____

Map of Northgate Centre

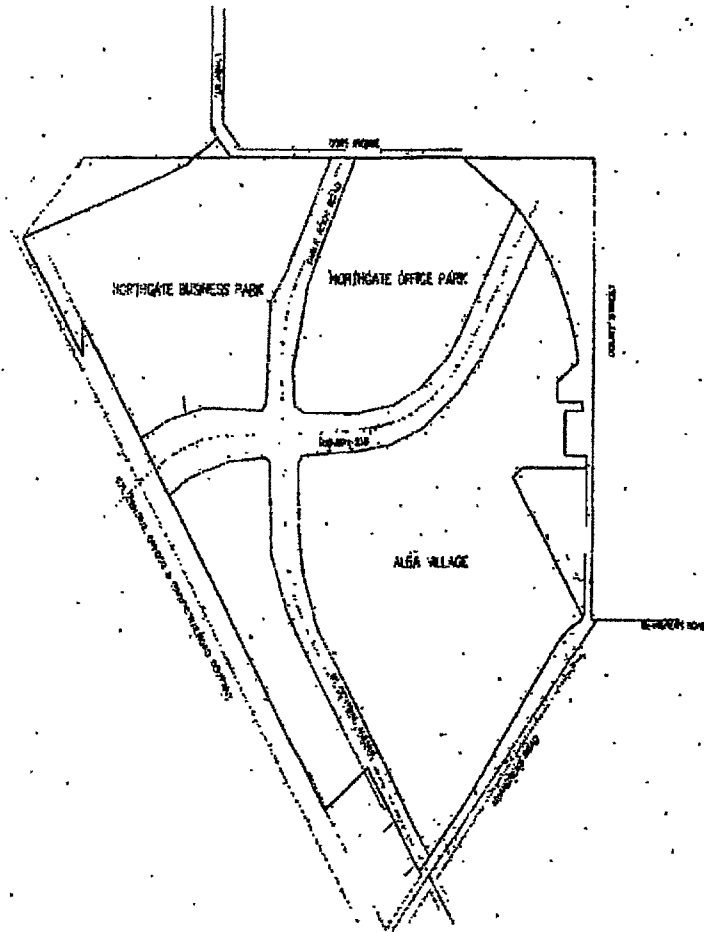


Exhibit 2

Description of Project Components of Northgate Centre

Identification of Alba Village, Northgate Office Park, Northgate Business Park

The Project Area is described in the aggregate as the properties bordered by Court St., McAndrews Rd., Central Ave., State Highway 238, Central Oregon and Pacific Railroad; the South boundary of tax lots 372W24100, 372W13CD4800; Lynn St., Gore Ave., Table Rock Rd.; State Highway 99.

Northgate Centre consists of three discrete Project Components:

Alba Village – Retail Center – Alba Village is being developed by Regency Centers Corporation, a Florida Corporation. Alba Village will be constructed on the approximately 42 acre site further described as the property bordered by Court St., McAndrews Rd., Central Ave. and State Highway 238. Alba Village will be a retail center. The total building square footage of Alba Village will be up to 417,500 square feet.

Northgate Office Park – Northgate Office Park is being developed by Northgate LLC as an office park comprised of offices, banks, restaurants and other uses permitted by the underlying zone. The site is further described as that property bordered by State Highways 9 and 238 and Table Rock Rd. The property will be a mixed use office park. The total building square footage of the Northgate Office Park shall contain up to 219,300 square feet.

Northgate Business Park – Northgate Business Park is being developed by Northgate LLC as a light industrial business park. The site is described as the property bordered by the South boundary of tax lots 372W24100, 372W13CD4800, Lynn St., Gore Ave., Table Rock Rd. and State Highway 238. The property consists of tax lots 372W24500 and 372W24600. The property will be a mixed use business park. The total building square footage of the Northgate Business Park will be up to 180,000 square feet.

Exhibit 3

Off-site Improvement Timing Plan

The Developers shall, at their sole expense, cause to be constructed the following off-site transportation improvements. The Developers will provide evidence of compliance with these transportation improvement requirements.

Location	Description	Square Feet when Triggered
Biddle Rd @ McAndrews Rd *	Turn lane improvement	1
Highway 238 @ Ross Ln	Construct a signal	1
Highway 238 @ Sage Rd NB (Timber Products Frontage) *	Add a NB to EB exclusive right turn lane and half street improvements for future 5 lane section on Sage Rd	1
South side of McAndrews Rd between Central and Court * (on-site improvement)	Add sidewalk along south side of McAndrews Rd between Central Ave and Court St where it does not currently exist	1
NB Central @ Highway 99 *	Add a right turn lane NB Central to EB/SB Highway 99	300,000
I-5 South @ Highway 62	Add a right turn lane from I-5 SB off-ramp to WB Highway 62	475,000
Highway 62 @ Highway 99 (Big X)	Add a 2 nd WB to NB exclusive right turn lane	675,000
Highway 99 @ Lynn St	Contribute \$300,000 to ODOT for future signal	725,000
Highway 62	Contribute to Highway 62 Access Management Improvements	775,000
	Contribute to flyover	823,800
Highway 238 @ Sage Rd SB **	Add a SB to WB exclusive right turn lane pending future traffic analysis	Deferred for future analysis

*Qualifies for Street System Development Credits pursuant to Section 3.1.1 of this Agreement.

**Developers shall provide additional traffic analysis to the City at the time of development of Phase III (Business Park) of Northgate Centre. The purpose of the additional analysis will be to re-evaluate the need for the SB right turn lane based on traffic counts that are the result of Phases I and II of Northgate Centre being in place and functioning. If the additional analysis continues

to support the need for the SB right turn lane, Developers shall be responsible for the design and construction of the improvement prior to or in conjunction with the issuance of development permits for Phase III. If the additional analysis shows the SB right turn lane is not needed, the City will release Developers from this condition.



Oregon

John A. Kitzhaber, MD, Governor

Exhibit 4

Department of Transportation
Rogue Valley Office
100 Antelope Rd
White City, OR 97503-1674
(541) 774-6299
FAX (541) 774-6349

May 26, 2011

Mike Arneson
Sr. Project Manager
North Wind, Inc.
1425 Higham Street
Idaho Falls, Idaho

Subject: Northgate/Alba Village – revised off site improvement phasing plan (Updated)

Dear Mike:

We have reviewed the updated version of the revised off site improvement phasing plan and recognize some additional minor changes have been made to Table 3 (now Exhibit 3). The purpose of this letter is to advise you that, after reviewing the plan and the supporting documentation, ODOT supports the changes made to the revised off site improvement phasing plan.

We look forward to continue working with you in the future as the Northgate/Alba development moves forward.

If you have any questions, please don't hesitate to contact me.

Sincerely,

A handwritten signature in black ink, appearing to read "Jeremiah Griffin".

Jeremiah Griffin
Assistant District Manager
ODOT – District 8

Exhibit 5

Off-Site Mitigation – State Highway 99 / Beall Lane Central Point Oregon

By its letter to City of Medford Planning Department, dated March 14, 2008, a copy of which is incorporated herein, the Developer's stipulated proportional mitigation for future improvements to the intersection of State Highway 99 and Beall Lane in Central Point, Oregon has been met.

Public Works Department



Bob Pierce, Director
Met Sanborn, Dev. Services Coord.

March 14, 2008

Mike Montano
Montano & Associates
Re: Northgate Development and City of Central Point

Miles.

The City of Central Point has reviewed the following ordinance and condition of approval for the Northgate Center and its transportation impact on the intersection of Hwy 99 and Beall Lane.

Ordinance 2006-264

The following stipulations of the applicant are accepted and applied as conditions:

6. **Beall/Hwy 99 Improvement:** Applicant agrees to stipulate to its proportional share of the cost to improve the intersection of Beall Lane and Highway 99, including all existing improvements, at such times that the City of Central Point has identified the needed improvements and incorporated the cost. Proportionality shall be determined as a proportion of the amount of traffic projected to pass through this intersection which is related to Northgate Center in comparison to all other intersection traffic.

The City and the developer have agreed that the developer's monetary contribution will be \$ 53,606.00. The City will require the payment when Medford's Building Department of Albia Village's first vertical construction permit. The City will also need documentation that the City of Medford has received and acknowledged that the condition of approval has been met.

If there are any additional questions please contact me at 664-3321, ext. 205.

Sincerely,


Mark Sanborn

Development Services Coordinator

140 South Third Street - Central Point, OR 97502 - 541.604.3321 - Fax 541.604.6384

Exhibit K

Off-site Improvement Timing Plan

The Developers shall, at their sole expense, cause to be constructed the following off-site transportation improvements. The Developers will provide evidence of compliance with these transportation improvement requirements.

Location	Description	Square Feet when Triggered
Biddle Rd @ McAndrews Rd *	Turn lane improvement	1
Highway 238 @ Ross Ln	Construct a signal	1
Highway 238 @ Sage Rd NB (Timber Products Frontage) *	Add a NB to EB exclusive right turn lane and half street improvements for future 5 lane section on Sage Rd	1
South side of McAndrews Rd between Central and Court * (on-site improvement)	Add sidewalk along south side of McAndrews Rd between Central Ave and Court St where it does not currently exist	1
NB Central @ Highway 99 *	Add a right turn lane NB Central to EB/SB Highway 99	300,000
I-5 South @ Highway 62	Add a right turn lane from I-5 SB off-ramp to WB Highway 62	475,000
Highway 62 @ Highway 99 (Big X)	Add a 2 nd WB to NB exclusive right turn lane	675,000
Highway 99 @ Lynn St	Contribute \$300,000 to ODOT for future signal	725,000
Highway 62	Contribute to Highway 62 Access Management Improvements	775,000
	Contribute to flyover	823,800
Highway 238 @ Sage Rd SB **	Add a SB to WB exclusive right turn lane pending future traffic analysis	Deferred for future analysis

*Qualifies for Street System Development Credits pursuant to Section 3.1.1 of this Agreement.

**Developers shall provide additional traffic analysis to the City at the time of development of Phase III (Business Park) of Northgate Centre. The purpose of the additional analysis will be to re-evaluate the need for the SB right turn lane based on traffic counts that are the result of Phases I and II of Northgate Centre being in place and functioning. If the additional analysis continues

to support the need for the SB right turn lane, Developers shall be responsible for the design and construction of the improvement prior to or in conjunction with the issuance of development permits for Phase III. If the additional analysis shows the SB right turn lane is not needed, the City will release Developers from this condition.

EXHIBIT “F” ***

FINDINGS OF FACT AND CONCLUSIONS OF LAW FOR CP-06-065

DECEMBER 21, 2006

**** Due to the large size of the approved findings of fact and conclusions of law for the original applications, Exhibit F and Exhibit G, they are hereby incorporated into the staff report by reference. A copy of the subject exhibits can be found at the City of Medford Planning Department in the case file for this application.*

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BEFORE THE CITY COUNCIL
FOR THE CITY OF MEDFORD
JACKSON COUNTY, OREGON

IN THE MATTER OF AMENDING THE)
COMPREHENSIVE PLAN MAP THAT)
AFFECTS APPROXIMATELY 84 ACRES OF)
LAND LOCATED AT AND AROUND THE)
INTERSECTION OF OREGON HIGHWAY)
238 AND CENTRAL AVENUE INSIDE THE)
CORPORATE LIMITS OF THE CITY OF)
MEDFORD, OREGON)
Applicant: Northgate, LLC)

FINDINGS OF FACT AND
CONCLUSIONS OF LAW

CITY OF MEDFORD
EXHIBIT # EXHIBIT "F"
File # CP-11-041 / ZC-11-042
Amendment of conditions of
CP-06-065 ZC-06-066

1 APPLICATIONS and PROJECT DESCRIPTION

1.1 APPLICATIONS; AUTHORIZATIONS SOUGHT

Applicant Northgate LLC has sought approval for contemporaneously filed applications to amend the City of Medford Comprehensive Plan Map (referred to by Medford as the General Land Use Plan Map or GLUP) and Zoning Map in the manner described in below Sections 1.1.1 and 1.1.2. *These Findings of Fact and Conclusions of Law deal exclusively with the Plan Map (GLUP) amendment.*

1.1.1 MINOR GENERAL LAND USE PLAN (GLUP) MAP AMENDMENT

Pursuant to MLDC 10.192, a procedural Class "B" authorization is sought for a minor GLUP Map amendment (See also Section 2.1.2) from the existing Heavy Industrial designation to a mix of Heavy Industrial, General Industrial, Service Commercial and Commercial GLUP Map designations, as depicted on Exhibit 7, Atlas p. 19. Pursuant to the enabling language in Medford's Transportation System Plan (TSP) and consistent with Goal 12, the GLUP Map amendment also requests authorization of a site-specific trip reduction plan to be incorporated into the ordinance authorizing this amendment to the Comprehensive Plan. The trip reduction plan is based on a Transportation Demand Management Plan that consists of a pedestrian and bicycle friendly overall site plan, on-site trolley service, complimentary transit passes for employees, and reduced parking supplies.

1.1.2 ZONING MAP AMENDMENT

Pursuant to MLDC 10.227, a procedural Class "C" plan authorization is sought to change the zoning of the subject property. The MLDC characterizes zone changes as "plan authorizations" which, in this instance, would change the existing County General Industrial (GI) zoning designation to a mix of City zoning districts which include General Industrial (I-G), Light Industrial (I-L), Service Commercial and Professional Office (C-S/P), and Regional Commercial (C-R). The proposed zoning is depicted in Exhibit 7, Atlas p. 20.

1.1.3 OVERVIEW OF PROPOSED NORTHGATE CENTRE PROJECT

This property which occupies three of four quadrants formed by the newly constructed Highway 238 and North Central Avenue, was once home to the Medco lumber mill. Proposed for this property is a project called *Northgate Centre* which comprises 84 acres and features a planned mix of commercial,

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Public Comment Received as of June 28, 2011

- Letter from Foster Denman, L.L.P., received June 6, 2011
- Letter from James Zundel., received June 9, 2011
- Correspondence from Arnold Gallagher Percell Roberts & Potter, P.C., received June 9, 2011

KAREN C. ALLAN
JASON M. ANDERSON
LEWIS W. DAHLIN
ERIC R. FOSTER
STUART E. FOSTER
TIMOTHY L. JACKLE

MATTHEW A. ROWAN
CHRISTINA M. VANINETTI

FOSTER DENMAN, LLP

Attorneys at Law

3521 EAST BARNETT ROAD
P.O. BOX 1667
MEDFORD, OREGON 97501

www.fosterdenman.com
TEL: (541) 770-5466 FAX: (541) 770-6502

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PLANNING DEPT.

DONALD K. DENMAN
GARY C. PETERSON
RETIRED

LISA M. RAHM
TRUST AND PROBATE
ADMINISTRATOR

June 6, 2011

HAND DELIVERED

Planning Commission
Medford City Planning Department
200 S. Ivy Street, #240
Medford, OR 97501

Re: CP-11-041/ ZC-11-042

Dear Planning Commission Members:

This office represents Black Silver LLC, owner of nine (9) lots on Central Avenue, opposite the Northgate development.

The purpose of this letter is to request that **no** modifications be made to the full turning movement access point for the Northgate development and the Black Silver LLC lots on Central Avenue, and the requirement on the part of the Northgate development to install a traffic signal at such access point.

Very truly yours,



Stuart E. Foster

SEF: cln

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824 Solano Circle, Medford, OR 97504

Phone: 541-944-7159

June 9, 2011

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PLANNING DEPT.

Medford Planning Commission
411 W. 8th Street
Medford, OR 97501

RE: APPLICATION CP-06-065 AND RELATED CONDITIONS OF APPROVAL OF ZC-06-066
(ALBA VILLAGE/NORTHGATE)

Dear Commission Members:

We have been advised that additional public hearings are being held concerning the above referenced development. Please be advised that in past hearings and study sessions concerning the development of the former Medco property (now Northgate and Alba Village), there was much attention and concern directed towards the type of use that would best serve the community, the surrounding traffic system, and especially the traffic patterns that would be created by the proposed uses in the development as it is in a heavy industrial zone. In the sessions, it was emphasized that regional centers (big box centers) result in heavy concentrations of traffic due to their regional draw, and such traffic would have a big impact on existing traffic patterns. For example, customers drive from Klamath Falls, Shady Cove, Eagle Point, Grants Pass, Yreka, etc. to shop at a regional store like Costco or similar big box.

It was also noted by the Oregon Department of Transportation and other transportation specialists that it is advantageous for traffic flow to locate such regional centers on only one side of an interstate freeway exchange. Furthermore, it is also good traffic planning to locate such centers on the same side of the freeway on which the customers are located. Such is the case at the Crater Lake Highway and Interstate 5 interchange. Many of the big box players are already located in the existing regional center on the East side of the interchange. Keeping additional big boxes on the East of the interchange would eliminate cross traffic over the interchange that would be created by cross shopping. For example, if a Lowe's is located beside a Home Depot the customer can compare products and price without getting into the traffic system. If they are located on opposite sides of the freeway interchange, it's quite obvious as to the results. Customers compare prices and products.

Also note, our future UGB and the highest concentration of our populace is located on the East side of the interstate at that interchange. Furthermore, the main arterials, such as Crater Lake

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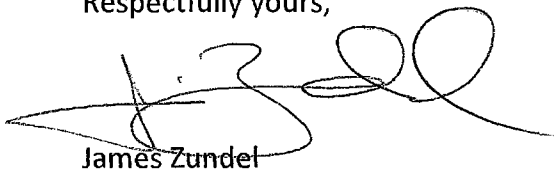
824 Solano Circle, Medford, OR 97504

Phone: 541-944-7159

Highway and Highway 140, feed into this East side location of Interstate 5. We just rebuilt this interchange and do not need to support development that would lead to its failure.

The original approval of Alba Village was creative and the development proposals (uses) were neighborhood in character and did not create regional draw or cross shopping practices between big boxes. We encourage the commission not to permit zoning changes to the former development approval that would result in these noted traffic concerns, interchange congestion, and air pollution resulting from congestion and additional travel requirements.

Respectfully yours,

A handwritten signature in black ink, appearing to read 'J. Zundel', with a stylized, looping flourish extending to the right.

James Zundel

6/09/2011

From: "Micheal Reeder" <mreeder@agsprp.com>
To: "Sydnee B. Dreyer" <sbd@medfordlaw.net>
Sent: 6/09/2011 3:46PM
Subject: RE: Northgate

Sydnee:

Please be advised that Timber Products does not oppose the Northgate application. I sincerely apologize for the lateness of this email. Please let me know if you have any questions and I wish you well at tonight's hearing.

Yours,

Mike

Micheal M. Reeder
Arnold Gallagher Percell Roberts & Potter, P.C.
800 Willamette Street, Suite 800
Eugene, OR 97401
Phone: (541) 484-0188
Fax: (541) 484-0536
Email: mreeder@agsprp.com
www.agsprp.com

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-----Original Message-----

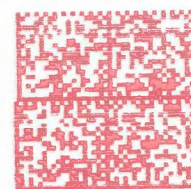
From: Sydnee B. Dreyer [mailto:sbd@medfordlaw.net]
Sent: Monday, June 06, 2011 12:59 PM
To: Micheal Reeder

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DEPARTMENT
H IVY STREET
RD, OR 97501



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ATTN: PLAN AMENDMENT SPECIALIST
DEPT. OF LAND CONSERVATION AND
DEVELOPMENT
635 CAPITOL STREET NE, SUITE 150
SALEM, OR 97301-2540

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REQUESTED

DEPT OF
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AND DEVELOPMENT

