1. LOGIN INFORMATION TO ATTEND VIA ZOOM

Join Zoom Meeting
https://us02web.zoom.us/j/89193576148?pwd=eGh1VVICb3lDTXRv8lPRzNNUWhZZz09
Meeting ID: 891 9357 6148
Passcode: 326239

Call in - (no internet)
253-215-8782
Meeting ID: 891 9357 6148
Passcode: 326239

2. CALL TO ORDER

3. ROLL CALL

4. CONSENT AGENDA:
(The items on the Consent Agenda are normally considered in a single motion. Any
item may be removed for separate consideration upon request by any member of the
Board)

A. Approval of Special Session Agenda

B. Approval of minutes of July 19, 2021 URA Board Meeting

Urban Renewal Agency Board - Special Session - 19 Jul 2021 - Minutes

Motion to approve Consent Agenda

5. PUBLIC COMMENT:
We encourage those wishing to comment to do so in advance of the meeting by
emailing comments to info@northplains.org. Comments will be read into the record.
Persons wishing to speak on matters not on the agenda may be recognized at this
time.
6. **NEW BUSINESS:**
   A. Resolution No. 2161-URA - Approving Disposition & Development of the Glencoe Opportunity Area
      - URA Resolution Staff Report for GOA Development 9.7.2021
      - Res. No. 2161-URA - Approving Development Agreement with Rembold for Glencoe Opportunity Area with Exhibit A
      - GOA Evaluation memo FINAL

7. **ADJOURNMENT:**

   ****

North Plains URA meetings are accessible for disabled individuals. The City will also endeavor to provide services for persons with impaired hearing or vision and other services, if requested, at least 48 hours prior to the meeting. To obtain services, please call City Hall at (503) 647-5555

   ****
1 LOGIN INFORMATION TO ATTEND VIA ZOOM
   Join Zoom Meeting
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   Passcode: 326239
   Call in - (no internet)
   253-215-8782
   Meeting ID: 891 9357 6148
   Passcode: 326239

2 CALL TO ORDER at 8:24 pm
   *Note - no audio recording

3 PLEDGE OF ALLEGIANCE
   Dispensed with the Pledge as it was done at the start of the City Council meeting

4 ROLL CALL
   All URA Directors in attendance, Director Martinez via Zoom

5 CONSENT AGENDA:
   (The items on the Consent Agenda are normally considered in a single motion. Any item may be removed for separate consideration upon request by any member of the Board)
   a) Approval of July 19, 2021 Special Session Agenda
   b) Approval of minutes of 06/07/2021 URA Board Meeting
   c) Resolution 2157- URA

   Motion to approve the Consent Agenda.
   Moved by Director Lenahan. Second by Director Martinez.
   Motion was approved unanimously

6 PUBLIC COM
MENT: NONE

7 PRESENTATION: NONE

8 PUBLIC HEARING: NONE

9 NEW BUSINESS: NONE

10 UNFINISHED BUSINESS: NONE

11 ADJOURNMENT: at 8:28 pm

__________________________
Russ Sheldon, URA Chairperson

__________________________
Lori Lesmeister, City Recorder     Date Approved ______________________________
Date: September 7, 2021

To: Urban Renewal Agency Board

From: Executive Director Andy Varner

Subject: Approve Agreement with Rembold to Develop Glencoe Opportunity Area

Request: Adopt Resolution 2161-URA to Enter into a Disposition & Development Agreement for Redevelopment of the Glencoe Opportunity Area

Background: On June 2, 2021, the City’s Urban Renewal Agency (URA) solicited proposals from qualified development teams for the land purchase, design, financing, and construction of a redevelopment project of a 5.07-acre site, known as the Glencoe Opportunity Area (GOA).

Briefly, the project objectives for the requested site redevelopment included the following:

- Bring much-needed commercial services and new housing choice to North Plains, ranked in order of importance:
  1. A full-service grocery store;
  2. Medical services including to but not limited to a pharmacy and/or urgent care;
  3. Multifamily housing not currently an option to North Plains residents (apartments, workforce housing, etc.)
- Enhances the Glencoe Corridor and complements adjacent nearby neighborhoods.
- Encourage new investment and development that allows residents to shop closer to home and brings people to North Plains.
- Maximizes taxable assessed value to allow the Agency to pursue other projects successfully.

After the six-week posting date, the URA received one proposal, from Rembold Development. Their proposal is attached to this memo.

On August 24, 2021, a special URA Committee (URAC) gathered for a presentation from the proposal team and held a Q & A for 1.5 hours. (The staff memo of that meeting is attached for reference.) At the conclusion of the interview, the URAC reconvened and made a unanimous recommendation to the full URA Board to move to the Disposition & Development Agreement stage and proceed to negotiating with Rembold on finalizing an Agreement.
This resolution authorizes the City Manager to proceed to that negotiation stage. Once the agreeable terms and conditions of a DDA are finalized and an agreement is drafted, we will do another resolution presenting it to the URA Board for consideration.

Staff recommends approval of Resolution 2161-URA.

**Goal Association:** This project relates to *Catalyzing Urban Renewal* to enhance the local economy and provide new services to the North Plains community.

**Fiscal Impact:** None known at this point. Public participation of in the project will be determined during the negotiation process.

**Recommendation:** Adopt Resolution 2161-URA: Enter into a Disposition & Development Agreement for Redevelopment of the Glencoe Opportunity Area

**Sample Motion:** I move to adopt Resolution 2161-URA to Enter into a Disposition & Development Agreement for Redevelopment of the Glencoe Opportunity Area

**Attachments:** Resolution 2161-URA  
Rembold Proposal  
Staff memo from August 24, 2021 Interview
RESOLUTION NO. 216-URA

A RESOLUTION OF THE NORTH PLAINS URBAN RENEWAL AGENCY AUTHORIZING THE CITY MANAGER TO ENTER INTO A DISPOSITION AND DEVELOPMENT AGREEMENT ON BEHALF OF THE AGENCY FOR THE REDEVELOPMENT OF THE GLENCOE OPPORTUNITY AREA

WHEREAS, the North Plains Urban Renewal Agency (“Agency”) acquired the property known as the Glencoe Opportunity Area on March 1, 2021, and

WHEREAS, the Agency issued an Request for Proposals (“RFP”) for development of the property on June 2, 2021; and

WHEREAS, Section 7.1 Contract Award of the RFP states the intent of the RFP is to enter into an Exclusive Negotiation Agreement (“ENA”) with developers submitting proposals until a development plan, process and entity roles for developing the project are mutually agreed upon; and

WHEREAS, the Agency received only one response to its RFP (attached as Exhibit A) from developer Rembold Properties, LLC, (“Rembold”) thereby eliminating the need for an ENA; and

WHEREAS, Agency staff determined the Agency may proceed to negotiate a Disposition and Development Agreement (“DDA) directly with Rembold.

NOW, THEREFORE, THE NORTH PLAINS URBAN RENEWAL AGENCY RESOLVES AS FOLLOWS:

Section 1. The North Plains Urban Renewal Agency hereby declares that Rembold submitted the most responsive proposal to the RFP

Section 2. The North Plains Urban Renewal Agency directs the Agency Executive Director to negotiate the DDA with Rembold for construction of the project as described in Section 7 of the RFP.

Section 3. This Resolution is effective immediately upon its passage.

Approved and adopted by the North Plains Urban Renewal Agency at its regular meeting held on the 7th day of September, 2021.
INTRODUCED AND ADOPTED THIS 7th Day of September, 2021.

NORTH PLAINS, OREGON

__________________________________________
Russ Sheldon, Chair

ATTEST:

__________________________________________
Lori Lesmeister, City Recorder
Glencoe Opportunity Area

North Plains Urban Renewal Agency

Statement of Qualifications for Development Opportunity

7.23.2021
The Collective
@ North Plains

A curated retail environment that celebrates North Plains’ history and future
July 22, 2021

Mr. Andy Varner
North Plains Urban Renewal Agency
City Manager & Urban Renewal Executive Director
31360 NW Commercial Street
North Plains, OR 97133

RE: RFP for Redevelopment of the Glencoe Opportunity Area

Dear Mr. Varner:

To most effectively align with City of North Plains’ project objectives and to materially deliver on the City’s vision for the development, Rembold is collaborating with a number of local purveyors in our response to the City of North Plains’ Request for Proposal for the 5.07-acre Glencoe Opportunity Area. We will develop the site into a mixed-use retail project that will provide a grocer, food and drink establishments, hardware store and other services as well provide plazas for public benefit, called The Collective @ North Plains.

This collaboration is seen as a best-in-class development team that leverages the strengths of a prominent established local developer, Rembold, while partnering with a design-build team and great local retailers. Together we will align in a public-private partnership with the City to curate a catalytic retail project that mirrors the public interest goals delivering an innovative, creative and inclusive environment.

Rembold has been a leader in the formation of Beaverton’s downtown having successfully developed multiple mixed-use projects and over the last seven years has added over 635 apartments and 12,700 square feet of retail space, much of which is occupied by start-up retailers and detailed in the Appendix. These projects have helped to shape the vibrancy of the urban core and Rembold worked collectively with the City of Beaverton to bring the community’s vision to fruition. In this same vein, Rembold will continue to leverage our local relationships and connections with prominent business owners to deliver a well contemplated project that meet the needs of the public and follow the directives of the City of North Plains.

While Rembold has built selectively in the Beaverton, Sherwood and Hillsboro markets over the past ten years, we have been an active participant in North Plains since 2000. Rembold was part of an ownership group that owned land brought into the Urban Growth Boundary and we then worked to annex the property into the City. Annexation was approved in 2016 and we worked with the City and the adjacent property owner to revise and update the north expansion area masterplan. That joint planning effort resulted in the Lennar development called Brynhill. We also worked with the City and John Southgate in advance of this RFP to help define goals for the proposal and talk through potential concepts for the site.

We are bringing several partners to the table to create a well-rounded hub for the community of North Plains. The following proposal will detail our design concepts, but at a high level our plan includes the following:

- **Fresh Foods** – Jonathan Welsh who is the President of Fresh Foods will be partnering with us as he expands his grocery footprint with another 20,000 square foot store anchoring the south end of the site. He promotes fresh food, robust selections as well as a coffee shop and grab and go area. His concept will expand out into the plaza and create a feeling of a farmer’s market and café within his
grocery store. He currently has stores in Manzanita and Cannon Beach and is aggressively pursuing opportunities in the western suburbs of Portland.

- **Wine and Beer Collective with Food Hall** – We are thrilled to be partnering with both Bertony Faustin and Ryan Snyder in the creation of both a wine collective and beer hall within a food hall. Bertony Faustin is well-known in North Plains through his Abbey Creek Winery and OG Crick. He is expanding his brand and will help highlight other burgeoning wine makers in the state through a wine collective/tasting room. Ryan Snyder with Martin North runs hotels and the Public Coast Brewing restaurant and brewery on the Oregon Coast. He envisions a beer hall which highlights Public Coast Brewing beers, along with other Oregon brewers. Ryan is also considering expanding his restaurant offering from Cannon Beach to this location either through a brick-and-mortar restaurant or a food cart. We are planning to house several restaurant concepts within a food hall that will be open-air but covered and secure allowing for a vibrant public gathering, eating and drinking place.

- **Hardware with Garden Center** – A national hardware store brand has a need for a 10,000-12,000 square foot hardware store with a strong emphasis on garden offerings. We have included their support letter in the Appendix to be a part of the overall site. They will help fulfill the current need in North Plains for a hardware store and anchor the north end of the site.

- **Urgent Care and/or Pharmacy** – We have discussed the site with several local, large medical providers. One considered the site for urgent care but felt the demand was not strong enough. However, they are considering a primary care clinic and will continue to pursue that opportunity if Rembold is awarded the RFP.

Open Concept Architecture and O’Brien Construction have partnered with us on this proposal and we are delighted that we have such a strong design-build team. The team has designed some iconic structures in the region and have worked exclusively with Fresh Foods on their store design. Having a design-build group as a partner helps ensure the project will be completed on-time and on-budget.

We have an unparalleled, wide-ranging team that will create a catalyst for North Plains that weaves a unique blend of uses, experiences and architecture. **The Collective @ North Plains** will celebrate inclusivity, local industries, fresh food and drink, and curated services all through collaboration at all levels. We look forward to continuing our successful relationship with the City of North Plains. Please contact me at 503.222.7258 with any questions.

Sincerely,

Kali Bader
Vice President – Rembold
10305 SW Park Way, Suite 204
Portland, OR 97225
503.222.7258
kali@rembold.com
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01
PROPOSER PROFILE
There are currently no projects on which the team is working that would pose a conflict of interest or conflict of time and effort for completing The Collective @ North Plains.

Our team is able to comply with all qualifications as listed in the RFP.
Rembold – Developer

Rembold is a diverse real estate development company, helmed by women, that demonstrates the best of entrepreneurial vision, quality design and construction, and proven economic performance. These qualities complement a corporate management philosophy combining knowledgeable intuition with detailed financial and economic analysis. The projects developed typify the spirit, style and eye for the market Rembold brings to its developments as a result of decades of measured and quality experience.

Over the past 46+ years, Rembold has developed over 3,000 apartment units, 3,400 condominium units, 580k square feet of office space, 1,8M square feet of industrial space and 960k square feet of retail space. Total development value for the company is over $1 Billion.

Rembold follows five strong convictions in their approach to development through determination, respect, integrity, creativity and profitability. Rembold brings a rich development history, particularly working through complex projects involving many partners. Rembold’s vast experience in the local region will be an asset for our entire development team.

Contracting Entity – Rembold Properties LLC
Year Established – 1974
Number of Employees – 7

Fresh Foods – Tenant and Collaborator

Fresh Foods is family owned, veteran and minority run, full-service grocery store specializing in natural, organic, gluten-free, vegan and environmentally-friendly products, as well as traditional favorites. Established in 1997, Fresh Foods has grown to serve locals, the numerous tourist and second homeowners that frequent the coastal area due to the abundance of natural beauty. During our time in business, we have grown from a single store with $600,000 in annual sales, to 2 locations (Manzanita and Cannon Beach) with over $14,000,000 dollars in sales. Fresh Foods employs 55 people with steady, year-round jobs, a rarity on the coast. A proud partner of the O.L.C.C, Fresh Foods holds both On and Off Premise Licenses and is one of the few grocery stores in the state to act a Liquor Agent for the state.

Fresh Foods is a very responsive business, able to adapt quickly to the changes in the economic climate, customer desires and product offering. With development, and luck, we have carved out a niche market on the North Oregon Coast. With virtually no commercial property available, the threat of larger chain stores and further competition moving in is essentially a non-starter. We now look to take our brand eastward to Washington and Yamhill counties, as we have been approached by multiple municipalities to act as anchor tenant of either their master plans, rejuvenations or expansions.

Year Established – 1997
Number of Employees – 55
Abbey Creek – Tenant and Collaborator

Abbey Creek was started by Bertony Faustin in 2007 when he became the first Black vineyard owner and Winemaker in Oregon. In 2012, he invested in North Plains by purchasing and creating The Crick. In 2013, Abbey Creek began an annual sponsorship of the North Plains Garlic Fest. Shortly thereafter, Carhartt asked Bertony to become a paid brand ambassador, expanding the reach and influence of both Bertony and Abbey Creek. In 2018, Abbey Creek created “Wine Repurposed” which is a development program for youth and adults in the wine industry. In recent years, Bertony helped North Plains cement itself on the international map through speaking engagements and dinners across Japan. Bertony purchased the long-standing Claey’s Catering and developed the Crick Kitchen. This space has become a space to build community, celebrate chefs and generally break bread. Bertony’s investment in North Plains is unparalleled and he looks forward to furthering his deep roots and reaping good fruit across the community.

Year Established – 2007
Number of Employees – 7

Martin North – Tenant and Collaborator

Welcome to Martin North, a family of hotels and restaurants in Cannon Beach, and a very special farm located on the Sunset Highway between Portland and the Pacific. Founded in 1979 by hoteliers Steve and Jan Martin, Martin North properties are now owned by their daughter, Stephanie and her husband Ryan Snyder, and operated by the management team of Columbia Hospitality. Together, Ryan, Stephanie and the Columbia Hospitality team are committed to delivering world class, one of a kind guest experiences on Oregon’s magical north coast. Martin North properties include two distinctive, oceanfront hotels—boutique Oregon icon, Stephanie Inn, and the Surfsand, a stunning destination resort and meeting venue, both offering luxurious accommodations and service. Conference and wedding sites, kid-focused programming, culinary adventure excursions and more make our hotels the perfect basecamp for a visit to Oregon’s prettiest coastal town, Cannon Beach.

Our restaurants, the Wayfarer Restaurant and Whiskey Lounge and the Stephanie Inn Dining Room, are notable for farm-sea-to-table fare, innovative cocktails and an expansive Northwest wine list. The award-winning Public Coast Brewing Co. brews over a dozen beers on site and serves tasty, pub-style fare while celebrating Oregon’s 363 miles of public coastline. Public Coast Farm, a 40-acre farm on historic route 26, grows blueberries, hops, honey and more for our properties. But the heart of our company is the team, who provide our guests each day with an enjoyable, spirit-nourishing environment.

Year Established – 1979
Number of Employees – 200+
O’Brien Construction + Open Concept Architecture – Design-Build Team

O’Brien & Company is a general contractor serving the Willamette Valley, Oregon’s coastal region and the Portland Metropolitan area. Since 2011, O’Brien & Company has specialized in construction with high owner involvement and team integration, allowing the owner to achieve the maximum benefit from the construction budget. This approach has led to work in a variety of facilities such as wineries, hotels, hospitals, schools and industrial facilities. Many of these facilities have been occupied concurrent with construction. We work closely with the facility’s staff and tenants to coordinate schedules for continuous operations during construction. We’ve completed hundreds of projects throughout the region, and we are committed to bringing construction excellence to our clients across Oregon.

Open Concept Architecture, Inc., a registered architecture firm in Oregon and Washington, was established in 2017 as a partnership with O’Brien & Company in order to provide an expanded design-build scope of services for our clients from design through construction. Open Concept Architecture and O’Brien & Company is a single collaborative partnership that provides complete project development services from design through construction. Open Concept Architecture’s team of professionals has years of experience on successful projects in Oregon’s Wine Country, Coast, and the greater Portland area.

We are passionate about creating unique places for our clients including their wineries, breweries, hotels and restaurants! Our team thrives on a healthy mix of design, construction, and fun! Our team members maintain an ongoing connection with the communities of wine country through the numerous projects we undertake each year. O’Brien & Open Concept regularly support and participate in local wine industry organizations, events, and fund raisers such as Salud, International Pinot Noir Celebration, Sparkling Wine Symposium, Oregon Wine Symposium, and more.

Year Established – 2011 / 2017
Number of Employees – 69 / 7

CRA – Retail Broker

Commercial Realty Advisors Northwest, LLC (“CRA”) is a commercial real estate company established in Portland, OR in 1996. We are Oregon's largest RETAIL-only brokerage firm, specializing in leasing, sales, tenant representation and development consultation throughout Oregon & SW Washington.

Our team of 16 retail brokers represent landlords and developers, along with local, regional, national and international retailers. Our goal is to provide world-class service to the retail real estate industry in Oregon and Washington. We strive to be trusted advisors and strategic partners to Retailers, Landlords, and Developers. For Retailers, our objective is to analyze the market and position you in the best possible locations for success. For Landlords and Developers, our goal is to help you create thriving retail developments that will enhance communities and produce long-term value.

Year Established – 1996
Number of Employees – 19
PUBLIC PRIVATE PARTNERSHIP EXPERIENCE

Rembold has worked with various governmental organizations including Prosper Portland, Metro, City of Beaverton, City of Portland, State of Oregon, Mt. Hood Community College Head Start, The Confederated Tribes of Grand Ronde, Klamath County, Yamhill County, Umatilla County Housing Authorities, Sacramento Housing Regional Authority, Capital Area Development Association and the State of California.

Rembold has developed 87 units at The Rise Old Town and 230 units at The Rise Central. Both were awarded via the RFQ process with the City of Beaverton. Rembold worked effectively with the city staff, city council members, the neighborhood associations and the business community to craft development projects that met the goals of all parties. Rembold successfully negotiated Development and Disposition Agreements with the City for both projects and delivered them on-time and on-budget. Rembold worked with the City Council to achieve a level of affordability in The Rise Central through a Regulatory Agreement that was ground-breaking for the potential future of mixing affordable units into a market-rate project.

The development of the entire 577 unit, mixed-use Russellville project located on 102nd and Burnside in East Portland was a partnership between Rembold and Metro and supported by the City of Portland. Rembold worked over ten years and three different phases of the project which collectively created a development that achieved the goals of the City, Metro, the neighborhood association and the developer.

Additionally, Rembold successfully completed three LIHTC 9% tax-credit, income-restricted family housing projects in Oregon and one 4% mixed-income, urban-housing project in the capital area in Sacramento, California which included a complex mix of private/public partnership, tax credits and bond financing to develop the Fremont Mews apartment project.
RELEVANT PROJECTS
Please see Appendix 04D for additional detail on the following projects.

1. **The Rise Old Town**
   - Beaverton, OR
   - 87 units, 65 parking stalls and 2,600 square feet of retail space
   - Wood-frame project over concrete podium with on-grade parking
   - $19M total project, Hard Costs = $170/sf
   - Completed February 2017
   - Partnered with the City of Beaverton (RFP, DDA, VHDZ) and Metro (TOD grant)
   - Extensive neighborhood meetings
   - Developer – Rembold, Architect – Ankrom Moisan, Contractor – Pence
   - No client, developed in partnership with equity partner by Rembold:
     - Contact Cadence Petros from City of Beaverton for reference
     - Development Division Manager, 503-207-3066, cpetros@beavertonoregon.gov

2. **The Rise Central**
   - Beaverton, OR
   - 230 units (15 affordable), 170 parking stalls and 5,400 square feet of retail space
   - Wood-frame project over concrete podium with below- and above-grade parking
   - $60M total project, Hard Costs = $183/sf
   - Completed April 2019
   - Partnered with the City of Beaverton (RFP, DDA, VHDZ) and Metro (TOD grant)
   - Extensive neighborhood meetings
   - Developer – Rembold, Architect – Ankrom Moisan, Contractor – Pence
   - No client, developed in partnership with equity partner by Rembold:
     - Contact Cadence Petros from City of Beaverton for reference
RELEVANT PROJECTS
Please see Appendix 04D for additional detail on the following projects.

Verso Apartments
- Beaverton, OR
- 172 units, 125 parking stalls and 2,600 square feet of retail space
- Wood-frame project over concrete podium with on-grade parking
- $44M total project, $188/sf
- Completed January 2020
- City of Beaverton (VHDZ)
- Held neighborhood meetings
- Developer – Rembold, Architect – Ankrom Moisan, Contractor – Pence
- No client, developed in partnership with equity partner by Rembold

Fresh Foods Grocery Store
- Cannon Beach, OR
- 12,000 SF Grocery Store
- Wood Framed project with on grade parking
- $3.5M total project, 280/sf
- Completed Summer 2016
- City of Cannon Beach
- City / Neighborhood review
- Developer – Fresh Foods / Welsh Corp, Design-Build – O’Brien and Company
02

PROPOSED PROJECT
We are presenting “The Collective @ North Plains”, as our proposal for this 5-acre site

“The Collective” means done by people acting as a group or a cooperative enterprise.

In our case, “The Collective” means bringing together a creative and intriguing mix of partners, tenants, residents and visitors that provides a link to North Plains’ past + future. The Collective will help create a bridge to the downtown core of North Plains and provide a gathering place for the entire community through the food hall, wine collective and beer hall concept. The grocery and hardware stores will help anchor both ends of the development and provide needed assets. Reducing car travel for food and goods, providing a connection to the neighboring homes, celebrating the bike culture, emphasizing the pedestrian experience and celebrating all that North Plains has to offer is why The Collective is the right choice for this site.

“The purpose of life is to live it, to taste experience to the utmost, to reach out eagerly and without fear for newer and richer experience.” - Eleanor Roosevelt
The Glencoe site is adjacent to residential uses, a busy street and other retail. This site can help act as a catalyst to drive traffic off Highway 26 and into North Plains, providing connections to downtown. In addition, we want to highlight and celebrate pedestrian and bicycle connections to and through our site for residents of and visitors to North Plains.
The site plan defines the various buildings proposed for the development that create a “place” through this collective organization of uses. Those uses and renderings are highlighted on the following pages.
THE COLLECTIVE – VISION: FRESH FOODS

- Full-service Grocery Store
- 20,000 sf
- Fresh offerings
- Large selection beer + wine
- Café + coffee + grab ‘n go areas

Rendering looking across pedestrian connection walkway back to Fresh Foods
• The food concept is still in flux but we envision a common kitchen that supports micro-restaurants and/or food carts
• Food options would surround a variety of covered and outdoor seating and gathering spaces
• Space would connect back to Fresh Foods and their to-go options
• Bike repair area or actual bike shop will be included within the gathering space
  • 1,000 sf

Precedent images
Renderings from the main corner of the site with the gathering spaces around the food hall and adjacent to Fresh Foods. Meant to feel a bit like a farmer’s market.
• Beer Hall with Public Coast Brewing
  • 1,000 sf
• Wine Collective with Abbey Creek Winery
  • 1,000 sf
• Potential for Public Coast Brewing Restaurant
  • 5,000 sf
• Separate retail building for medical or other user
  • 3,000 – 6,000 sf
  • Having Mark Banta on our team will ensure we find the right retail tenant for this site. Mark’s experience in North Plains in unmatched.
THE COLLECTIVE – VISION: HARDWARE + GARDEN CENTER

- Nationally branded hardware store
- 10,000 sf
- Full-service garden center

Precedent images
THE COLLECTIVE – VISION: ACCESS

• Allows for 235 parking stalls:
  • Equates to 5 spaces per 1,000 sf of retail space
  • Meets market demand for a mixed-use, high-use retail center in a suburban market
• Key focus on pedestrian safety
• Links to adjacent neighborhood through pedestrian connection
  • Helps link neighborhood through our site and back to downtown for pedestrians and bikes
• Enhanced lighting and markings
• Generous bike parking throughout the project will also be included
• Multiple entries proposed
WHY NOT HOUSING?

As mentioned previously, Rembold has developed over 6,400 housing units and more recently, has found a way to develop successful urban apartment homes in suburban locations. We feel very qualified to investigate housing as a use for a site and while we heavily considered housing for this particular site, we eventually determined it is not a suitable use for our proposal. That rationale is based on the following:

1. The site is located on Glencoe Road which is a busy thoroughfare.
2. The main goals of the City of North Plains is a grocery and health care service user. Those users lend themselves to being a part of a retail center and with deliveries and other potentially noisy day and nighttime uses, that can be difficult to manage with adjacent living units.
3. The code requires an urban apartment as part of the development. As we know with our extensive experience in Beaverton, creating urban apartments in a suburban location requires rents per sf of at least $2.20 as well as various incentives, such as SDC waivers, Vertical Housing Density Zone tax abatement and others to help offset costs. Since the rents in North Plains today are closer to $1.20 per square foot, the difference between market and required rent is too large.
4. Building townhomes or walk-up units are not allowed by code and also do not fit well on the site due to their low density and lack of space with our overall programming. Parking these units as well would be difficult given the wide variety of retail uses we are proposing.
5. Apartment homes feel like they are better suited for the newer developments that include a variety of housing options and still maintain walkability. We also feel Commercial Street could have some interesting adaptive reuse spaces or new locations for a more urban living experience and it would be more successful than on the Glencoe site.

INSURANCE

Please see Appendix 04C for insurance certificates as requested.

DISCLOSURE

Rembold has been not involved in any civil or criminal investigation over the past five years.
THE COLLECTIVE – VISION

THE COLLECTIVE @ NORTH PLAINS IS
THE BEST FIT FOR THIS SITE

- Locally-owned, full-service grocery store
- Innovative beer hall + wine collective
- Spaces for burgeoning restaurants
- Nationally-branded hardware store + garden center
- Lovely gathering spaces, both inside and outside
- Focus on community connections and links
- Enhanced pedestrian experience
- Reduced car travel for residents of North Plains
- Celebrating bikes and the riders who love North Plains
- Local development team with strong financial backing

Rendering looking towards Fresh Foods entrance and the food hall with gathering spaces and wine + beer collectives
FINANCIAL CAPACITY

Rembold has secured initial approval from Meadowlark Capital to act as our investment partner in the project. Meadowlark has been our equity partner in The Ackerly at Timberland and most recently with Verso Apartments in Old Town Beaverton. They are well-versed in the Portland region and are excited about the prospect of continuing their investment in North Plains with Rembold. Their support letter is included in the appendix (see Appendix 04A).

Rembold’s typical structure with Meadowlark is a 50%/50% ownership. Should more capital be required in this deal, Meadowlark is prepared to invest with a preferred equity position and we also have other local investors who are ready and able to participate in the deal as well. Additionally, the principals of our “Development Collective” may also be interested in the investment side of the deal in addition to their spaces within the buildings. Rembold and Meadowlark are happy to provide financial statements as requested by the City of North Plains.

For the construction financing, First Republic is keenly interested in providing the needed debt. Rembold has a long history banking with First Republic and have been working with them to forge a greater relationship through lending. They understand the dynamics and growth potential in North Plains as well as the appeal of our tenant structure for the site. They have also provided a support letter which is included in the appendix (see Appendix 04A).
FINANCIAL FEASIBILITY

As mentioned, Rembold will develop the entire project in concert with our partners. The project is financially feasible and is described below in terms of how costs were determined, how the underwriting was conceived, what general assumptions are included, value for the land, value for infrastructure improvements, expected additional financing sources and a summary of the sources and uses. We are happy to discuss any of these assumptions and results in more detail as needed.

<table>
<thead>
<tr>
<th>Space</th>
<th>Gross Square Feet</th>
</tr>
</thead>
<tbody>
<tr>
<td>Fresh Foods Grocery</td>
<td>20,000</td>
</tr>
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<td>Hardware + Garden Center</td>
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<td>Potential Medical User</td>
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<tr>
<td>Wine Collective</td>
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<td>Beer Hall</td>
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<tr>
<td>Food Carts</td>
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<tr>
<td>Restaurant or Other Retail</td>
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<tr>
<td><strong>Total Gross Square Feet</strong></td>
<td><strong>47,000</strong></td>
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Costs for the above 47,000 square feet were estimated by O’Brien Construction through their work as the design-build partner. The remainder of the costs were based on historical development and infrastructure work. The estimate for fees and SDCs is based on available information from the City of North Plains and other relevant governmental agencies.

The following Source and Use details the estimated costs and sources of equity and debt for the project.

<table>
<thead>
<tr>
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<tr>
<td>Land</td>
<td>$ 850,000</td>
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<td>Soft Costs</td>
<td>$ 3,500,000</td>
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<td><strong>Total Uses</strong></td>
<td><strong>$14,850,000</strong></td>
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<tr>
<td>Construction Loan</td>
<td>$ 9,652,500</td>
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<tr>
<td>Developer and Investor Equity</td>
<td>$ 5,197,500</td>
</tr>
<tr>
<td><strong>Total Sources</strong></td>
<td><strong>$14,850,000</strong></td>
</tr>
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</table>
INCENTIVES ASSUMED

We anticipate paying $850,000 for the land. The land was calculated as a residual value after estimating all other costs and solving for a rate of return that will entice our investment partners. There is a good amount of onsite work to be completed through grading, demolition, potential utility line burial and other remediation work. As of now, we are including the demolition and grading work within our hard costs. We can work with the city for how to support undergrounding utility lines or other offsite work if requested or required as part of this project.

As we work through substantiating the costs we will investigate ways to achieve offsets to the project’s SDCs. These may be secured through public plaza credits or possibly through funds that support infrastructure improvements from the City of North Plains or Washington County. As of now, we are assuming a full payment of SDCs for the project.

PROJECT TIMELINE

At a high level, we anticipate starting construction by late Spring of 2022 and having the project completed by late Summer of 2023. Overall construction time is just under 16 months and the pre-development work as shown will need to move quickly in order to meet the timeframes shown.
04
APPENDICES
July 16, 2021

Mr. Andy Varner
North Plains Urban Renewal Agency
North Plains City Manager
31360 NW Commercial Street
North Plains, OR 97133

RE: Glencoe Opportunity Area - Support for Rembold Proposal

Mr. Varner:

Meadowlark Capital, LLC (Meadowlark) is a Portland-based investment vehicle managed by us, Emma and John Gilleland. We are focused primarily on real estate investments in the Portland metropolitan region and look to partner with experienced developers to help diversify our investments and holdings.

We first invested with Rembold in The Ackerly at Timberland, a senior-housing project in the Timberland neighborhood that was completed in 2016. We also invested as the primary partner with Rembold in the Verso Apartments in Old Town Beaverton.

We are confident that Rembold’s proposal for this 8-acre site in North Plains will be another very successful project for our partnership. Their thoughtful approach is both forward-thinking and relevant to the current real estate market. We are pleased to provide our support for their proposal and will absolutely consider this as our next investment with Rembold. While we need to review specific returns for the project as the design progresses, we are preliminarily interested in partnership with Rembold on this project. Thank you for considering this proposal and we hope to have the opportunity to meet with you soon.

Please feel free to contact me with any questions you may have. I can be reached at 503-312-0027.

Sincerely,

Emma Gilleland
Managing Member
Meadowlark Capital, LLC
July 19, 2021

Mr. Andy Varner  
North Plains Urban Renewal Agency  
North Plains City Manager  
31360 NW Commercial Street  
North Plains, OR 97133

RE: North Plains 5-Acre Site RFP Response – Support for Rembold

Mr. Varner:

First Republic was founded in 1985 on the belief that a truly differentiated culture devoted to exceptional client service would result in a very successful banking business. First Republic has grown organically since opening in 1985, and now has over 5,000 employees and more than 80 offices in seven states. First Republic is the 14th largest U.S. bank with an enterprise value greater than $19 Billion.

First Republic has had a long banking relationship with Rembold Properties. Due to our excellent collective experience with Rembold and our interest in the North Plains market, we are keenly interested in the financing required for Rembold’s proposal to the North Plains 5-Acre Glencoe Request for Proposal. We feel the Rembold team has pulled together a unique array of uses and design for the site.

First Republic has the capacity and interest in financing for the proposed project. Although this letter does not represent a formal loan commitment, we look forward to working on a loan transaction given Rembold Properties extensive real estate development experience and longstanding relationship with First Republic.

If you have any questions, feel free to contact me at 503-887-0420.

Sincerely,

Howard Weinman  
Senior Managing Director  
First Republic Bank
July 15, 2021

Mr. Andy Varner
North Plains Urban Renewal Agency
North Plains City Manager
31360 NW Commercial Street
North Plains, OR 97133

RE: Support for Rembold’s Proposal on Glencoe Redevelopment Area in North Plains

Mr. Varner:

A “national brand hardware retailer” has been looking for a retail store location in the North Plains submarket and while a number of sites were considered, we are most intrigued by the Glencoe Redevelopment Area and Rembold’s vision for the site. We appreciate the fact that they are anchoring the plan with a local grocery store and bringing in other uses that complement our hardware offering.

Our plan would be to participate in the overall development through a 10,000 – 12,000 square foot hardware store with an emphasis on an expanded garden center. We look forward to working with Rembold and the entire team should they be selected to move forward for the project.

If you have any questions, feel free to contact me at (503) 939-2394.

Sincerely,

[Signature]

Cory Ware
Kira Cador, President
Ms. Cador has been with Rembold since 1990. Her primary responsibility is managing Rembold Properties and directing its investment opportunities. She has managed the development of: market rate and income restricted multi-family projects throughout Oregon and California, senior housing projects in Portland metro area, flex/office projects in Oregon, and retail projects throughout Oregon and Washington.

Prior to joining Rembold, Ms. Cador was in front office management and sales with Marriott Hotels and Resorts in Southern California and Portland. Ms. Cador has a Bachelor of Arts in Business from Washington State University. She serves as Secretary of the KairosPDX board, a loan committee member of Community Housing Fund, past member of multiple technical advisory groups related to multi-family housing development and has served as Board President of Fruit and Flower Childcare Development Center, Vice President of Philanthropy for the Portland chapter of National Charity League and on other philanthropic boards.

Kali Bader, Vice President
Ms. Bader joined Rembold in 2004. Her primary responsibilities are in acquisitions, financing and development management. Ms. Bader acts as the project manager for development opportunities and assists in the oversight of the company. Prior to joining Rembold, Ms. Bader worked in San Francisco as an Investment Manager for the National Office Partners Fund at Hines Interests. While at Hines, she led the reporting and analysis of the $3.0 billion office-building portfolio on a portfolio-level basis as well as the management of investments in Seattle and Houston. Ms. Bader previously worked with a real estate office development firm, Chamberlin Associates, based in Pleasanton, CA and worked as a manufacturing consultant for Deloitte Consulting.

Ms. Bader is an adjunct Professor at Portland State University and was both a member of and the Chair of the Real Estate Advisory Board at Portland State University’s Center for Real Estate. She is the District Council Chair for ULI NW – Portland, a member of the ULI Product Council for the Portland region and was the co-chair of the local Women’s Leadership Initiative. She also serves on the Chair Council for the Industrial & Systems Engineering school at University of Washington. Ms. Bader was the Co-Treasurer for Ridgewood Elementary PTC and has served as a board member of Fruit and Flower Childcare. She acts as a youth coach in both track and basketball. She has a Masters of Business Administration from the University of California at Berkeley and a Bachelor of Science in Industrial Engineering from the University of Washington.
Keeley O’Brien, DBIA
President

Summary
Keeley has more than two decades of experience in the construction industry. DBIA certified, Keeley brings a dynamic style of project management and approach. DBIA Certification is the nation’s only measurable standard of an individual’s knowledge of the Design Build Done Right™ principles vital to successful project delivery. Whether it is the renovation of an award-winning luxury hotel with a seemingly impossible deadline, a multi-million-dollar suspension bridge with monumental environmental challenges, or an award-winning mixed use multifamily project, Keeley works diligently with his partners, contractors, and local jurisdictions to ensure a successful outcome.

Education
Oregon State University | B.S. in Construction Engineering Management
Oregon State University | B.S. in Business Management, Minor in Business Finance

Affiliations
AGC, Associated General Contractors
USGBC, US Green Building Council

Partial Project List

Headlands Coastal Lodge & Spa, Pacific City, OR; Negotiated w/GMP $9 million; 11/16 to 12/17; Client: Nestucca Ridge Family of Companies-Jeff Schons, Owner

Holiday Inn Renovation, Seaside, OR Negotiated with GMP $2 million 9/17 to 6/18; Client: Lincoln Assetts Torre T. Morgal Owner

Inn at Cannon Beach, Cannon Beach, OR; Negotiated w/ GMP, $3 million Client Escape Lodging 9/17 to 6/18; Client: Patrick Nofield; Owner

Pelican Pub Brewery, Cannon Beach, OR; Negotiated w/ GMP, $3.5 million; 8/15 to 5/16; Client: Pelican Pub-Mark Dunn, General Manager

Inn at Nye Beach, Newport, OR; Negotiated $5.5 million GMP; 9/15 to 6/16; Client: VIP Hospitality, Robert Edmonds, General Manager

Seaside Convention Center, Seaside, OR; CM/GC with GMP $11 million; 6/18 to 6/19; Client: Seaside Convection Center; Russ Vandenberg, General Manager

Nehalem Elementary School Seismic Rehabilitation, Nehalem, OR; CM/GC with GMP: $1.2 million; 6/17 to 8/18; Client: Neh-Kah-Nie School District, Erlebach, Superintendent

Nestucca Valley Elementary Seismic Rehabilitation, Cloverdale, OR; CM/GC w/GMP $1.3 million, 6/17 to 8/17; Client: Nestucca Valley School District - Misty Wharton, Superintendent
ROBERT HOFFMAN, AIA, NCARB, LEED AP
PRINCIPAL ARCHITECT

SUMMARY
Robert understands that successful projects happen when architects and their clients are speaking the same language. During his 30 years of architectural experience, he has brought this mandate to his clients’ projects— with great results. Robert’s attention to the creative process allows him to clarify and communicate project opportunities and constraints so that the resulting design is the answer to the right set of questions.

Collaboration is at the root of Robert’s design philosophy. His project teams work closely with both the client and local jurisdictions to ensure that project design objectives and financial goals are met.

EDUCATION
University of Oregon | Master of Architecture
North Carolina State University | Bachelor of Environmental Design, Cum Laud

/licensing
Registered Architect in Oregon, California, and Nevada
NCARB Registration

PARTIAL PROJECT LIST

HOSPITALITY PROJECTS
• Deschutes River Amphitheater
• John Day Innovation Gateway – Hotel and Distillery
• Nicholas Jay Winery
• Paige Winery
• White Walnut Vineyard
• Ascend Hotel, Lincoln City
• Domaine Drouhin, Offices

COMMERCIAL FACILITIES
• Mesa Arts Center
• Visual Arts Center
• Harrison Library Renovation
• Wake County Attorney Offices
• Wake County Equipment Building
• Wake County Fireman Training Center

HEALTHCARE PROJECTS
• Valley Medical Group Office Bldg.
• HAP Providence Senior Housing

MIXED-USE PROJECTS
• The Wyatt Mixed-Use Development
• North Pearl Mixed Use Development Study
• Villebois Mixed-Use Development
• Southport Mixed-Use Community
• CADA Sites 2 & 3, Mixed-Use
• Development Sutter Community Block Mixed-Use

EDUCATIONAL PROJECTS
• Culver Elementary School
• Culver Middle School
• Parkrose High School
• Dallas High School Additions
• Clear Creek Middle School
• Crosby-Garfield School Renovation
• Pala Youth Center
• Thompson School Renovation
• Lacomb School Addition
VITO CERELLI
DIRECTOR BUSINESS DEVELOPMENT

SUMMARY
Vito offers a unique architectural and construction background. He began his career in the early 2000’s as a Carpenter before studying Architecture and becoming a designer. Vito has completed a wide variety of projects including the custom design of new high-end homes, as well as renovation projects, boutique hotels and multi-unit residential projects throughout Oregon. Vito has recently taken on the role of Director of Business Development, working on the front-end of projects and ensuring O’Brien and Open Concept provide the best value to our clients in both design and construction.

EDUCATION
University of Oregon | B. A of Architecture
Cornell University | M.S. Structural Engineering

ACHIEVEMENTS
Featured Project in Oregon Home Magazine – Cover 2018: Designed Residential Project

PARTIAL PROJECT LIST

Pelican Pub Brewery, Cannon Beach, OR; Negotiated $3.5 million GMP; 8/15 to 5/16; Client: Pelican Pub-Mark Dunn

Baked Alaska Restaurant Renovations, Astoria, OR; Negotiated $956,000; 9/15-5/16; Client: Chris Holen

Fresh Foods Marketplace - Cannon Beach, OR; CM/GC with GMP $2.5 million; 2016; Client: Fresh Foods Marketplace

Fresh Foods Liquor Store, Manzanita, OR; CM/GC $120k; 8/19-10/19; Client: Fresh Foods, Jon Welsh - Owner

Astoria Holiday Inn, Astoria, OR; Negotiated $4.5 million GMP; 9/15 to 4/16; Client: Blue Heron LLC, Dave Schooner

Cove Inn Renovations, Cannon Beach, OR; Negotiated $1.1 million GMP; 10/14 to 6/15; Client: Westover Inns

Pelican Shores Hotel, Lincoln City, OR; Negotiated $2 million GMP; 10/14 to 2/15; Client: Westover Inns

Arch Cape Loft, Arch Cape, OR; CM/GC with $1 million GMP, 2018

Arch Cape Complex, Arch Cape, OR; Negotiated $4.5 million 7/20 to Present; Client: Butch Coleman

Hilltop Community Renovations, Nahalem, OR; $1.8 million GMP; Client: Hilltop HOA

Nazania Residence, Cannon Beach, OR; CM/GC with GMP $750,000; 2017
SUMMARY

Jeremy brings a balanced perspective towards the construction of buildings and a passion for environmentally conscious practices.

With a passionate focus on quality, strong technical skills, and a commitment to an integrated team process, Jeremy considers himself a people-first designer and values his client and team relationships. Before joining OCA, Jeremy spent 10 years at ZGF Architects working on impactful projects like the Port of Portland Headquarters, a US Embassy compound in Sri Lanka, and a new residence hall and dining facilities at Whitman College. Around three years ago, he decided to go off on his own as an architect and completed design-build projects near Mt. Hood aimed at creating a mountain retreat!

EDUCATION

University of Oregon | Bachelor of Science in Architecture - 5 year accredited degree (Cum Laude)

LICENSES

Registered Architect in Oregon
LEED Accredited Professional

PARTIAL PROJECT LIST

HOSPITALITY PROJECTS
- Deschutes River Amphitheater
- John Day Innovation Gateway - Hotel and Distillery

MIXED-USE/OFFICE PROJECTS
- Interstate Apartments
- Port of Portland Headquarters (LEED Platinum)
- Technology Headquarters (LEED Gold)
- NV Apartments and Lofts (LEED Gold)
- Caterpillar International Visitor Center and Riverfront Museum (LEED Gold)
- Roseland Theater Renovation

PUBLIC/GOVERNMENT PROJECTS
- US Embassy Compound - Colombo (LEED Gold Equivalent)
- MSGR & Warehouse (LEED Gold Equivalent)

RESIDENTIAL PROJECTS
Design of nearly twenty residences throughout Oregon and Washington

HEALTHCARE PROJECTS
- UPMC Center for Innovative Science
- LISACE Emergency and Behavioral Health Addition (LEED Gold Equivalent)

HIGHER EDUCATION PROJECTS
- Whitman College Residence & Dining Halls (LEED Platinum)
  - Stanton Residence Hall
  - Prentis Hall Dining Renovation
  - Lyman-Jewett Dining Renovation
  - Reid Commons
- Reed College - Trillium Residence Hall (LEED Platinum)
- OSU Cascades Campus & Living Learning Center
HANK SMITH
AREA MANAGER VALLEY

SUMMARY

Hank brings over 3 decades working in construction. Hank spearheads the Valley operations of O’Brien & Company, providing valuable connections and local knowledge. Before joining our firm in 2012, Hank was a business owner of a local general contracting and remodeling firm. Since starting his journey with O’Brien, he has completed several commercial projects including new construction, remodels, and tenant improvements.

With nearly 10 years working in the Valley on many winery projects, Hank brings high-expertise with local jurisdictions and building new or renovation projects in the Yamhill County environment.

PARTIAL PROJECT LIST

**Abbey Road Farm Winery;** Carlton, OR; Negotiated $7.2 Million GMP; 7/18 to 3/19; **Client:** Sandan LLC; Emily Everett-General Manager

**Archer Summit Winery Parking Lot and Wastewater System;** Dayton, OR; $708k GMP; **Client:** Chris Mazepnik, Owner

**Lange Winery Tasting Room Addition;** Dundee, OR; $350k GMP; **Client:** Don and Wendy Lange, Owners

**Eola Hills Cellars Tasting Room;** Dundee, OR; $175k GMP; **Client:** Will Schaefer, Manager

**Granville Winery;** Dundee, OR; $350k GMP; **Client:** Granville Wines

**Commons Brewery;** Portland, OR; $675k GMP; **Client:** Mike Wright, Owner

**Schooner’s Cove Inn;** Cannon Beach, OR; $3.2 Million GMP; **Client:** Greg Bedell

**Brew Dr. Kombucha;** Tualatin, OR; $3.2 Million GMP; 1/18 to 8/18; **Client:** Matt Thomas, Owner

**Brew Dr. Kombucha Production Facility and Offices;** Tualatin, OR; $3.2 Million GMP; 1; **Client:** Matt Thomas, Owner

**Freeland Spirits Brewery;** Portland, OR; $750k GMP; **Client:** Freeland Spirits, Owners
Jonathan Welsh, President and CEO
The President of WelshCORP, managing member of MFF Properties, LLC and Chief Executive Officer of Fresh Foods is Jonathan Welsh. Jon has served in this role since 2006; during his tenure, the business has transferred from a general partnership to a corporation, sub chapter S. The business has increased its product and services, compensation of employees, bottom line profits and assets, all while decreasing liability and exposure. No stranger to the retail grocery environment, Jon grew up in grocery stores since birth. With over 25 years experience, he has held every position from courtesy clerk to store manager.

It was Jon’s vision that prompted the expansion of the Manzanita Fresh Foods store in 2012. He oversaw the process, from concept to completion, directly involved with all financial aspects and the development of protocols necessary to adjust to an operation 6 times the size of the previous one. In 2016, Jon led the process of opening Fresh Foods second location in Cannon Beach from land acquisition, to financing and completion.

Prior to his position with the store, Jon served in various positions as an Officer in the United States Army. After serving as a combat infantry leader with multiple tours in the Global War on Terrorism, Jon was selected, as a junior Captain, to serve as his Battalions Logistic and Property Book Officer, a position usually reserved for senior Captains.

Outside of work, Jon’s love is being part of the communities where his businesses are located. He is a board, and founding member of Neah-Kah-Nie Youth Athletics, devoting his time to coaching and supporting children's sports year-round. He acts as the assistant Track and Field coach of Neah-Kah Nie-High School and avid supporter of the high schools' various programs. In the community he is a generous donor to the North County Food Bank and various nonprofit agencies that work to benefit the underprivileged.

Jon was formally educated by Jesuit High School of Sacramento, California. He received his bachelor’s degree from Washington State University, with a double major in Business Administration and Political Science, earning his Pre-Law Certificate. In addition, he was commissioned as an Infantry Officer in the United States Army, earning Distinguished Military Graduate honors. He is a graduate of the United States Infantry Basic Officer Course, Airborne Course, Air Assault Course, Mortar Leader Course, Sniper Employment Course, Unit Level Safety Course, and Defense Department Accounting Course. His decorations include the Army Achievement Medal, the Army Commendation Medal (3) and the Bronze Star Medal for actions in combat. Jon also earned multiple All-Academic Conference honors as a track and field athlete, as well as being a multiple time Conference Champion and All-Conference athlete in the PAC-10 while at Washington State University.
Bertony Faustin, Changemaker / Entrepreneur

As the founder of Abbey Creek, Bertony has been bringing commerce to North Plains since 2012. His tasting room, known as The Crick, attracts up to 200 people per weekend. These visitors travel from all corners of America and across the globe to solely visit Abbey Creek. This influx of visitors has greatly increased the diversity of folks to the area that might not have heard of North Plains Otherwise. We are proud to not only support North Pains its growth but we are looking forward to be n integral part of North Plains’ future.

When Bertony took his leap of passion and the abbey creek vineyard, the land was zoned for forestry use, which equated to not wine making on the vineyard site. After unsuccessfully trying to change the zoning, Bertony came upon an opportunity in nearby North Plains and jumped on that chance.

With humanity being the focus of the brand, Bertony has always taken an approach of working with local business for all kinds of projects at Abbey Creek along with our special events. Abbey Creek has done countless events and promotions with local artists, Chefs and makers over the years.

When Jim Claey announced his desire to retire, Bertony wanted to further invest in the history and future of North Plains by purchasing the business and turning it into an education space and incubator space for fellow entrepreneurs, culinary students, high school students and many more.

As North Plains continues its growth, Bertony and Abbey Creek are excited to grow with it. With Bertony’s celebrity throughout the wine world and beyond, we continue to prioritize our role in the North Plains community.

Deep roots bring good fruit. North Plains is an amazing city with a bright future and we look forward to seeing and being a part of all the great things to come.
Ryan and Stephanie Snyder, the “Accidental” Farmers

Ryan and Stephanie Snyder have long been owners of Cannon Beach, Oregon’s iconic Stephanie Inn & Stephanie Inn Dining Room, the Surfsand Resort and the beachfront Wayfarer Restaurant.

In 2016, Ryan converted Cannon Beach lumber mill-turned-restaurant into Public Coast Brewing Co., now an award-winning 10 Barrel craft brewery. When they came upon the 40-acre parcel of land with 700 blueberry bushes, a crazy log house and an abandoned airfield, the Snyders were excited. Their restaurants and brewery were already using seasonal ingredients grown on local farms and this was the opportunity to create a dream culinary farm for their team of chefs and brewers.

With input from their teams, the Snyder’s team built a state-of-the-art greenhouse for growing year-round heirloom tomatoes, peppers, microgreens and herbs. They re-trellised the 15,000 blueberry bushes, added dozens more apple, cherry and peach trees, planted 1,400 feet of hops and built 40 custom bee boxes for honey.

The Snyder's vision for their hotels, restaurants and brewery are about creating experiences that leave an indelible mark on their guests, and the addition of the farm represents the optimism Ryan and Stephanie feel as they continue to innovate with the exceptional services and experiences the various properties provide.
MARK BANTA
LICENSED BROKER IN OREGON AND WASHINGTON

OFFICE 503.274.0211 | DIRECT 503.595.7574 | CELL 503.758.9573 | MARK@CRA-NW.COM

SAMPLE PROJECTS

DE Beaverton Town Square
- Represented the landlord in leasing at the high profile shopping center in Beaverton, anchored by Trader Joe’s, Buffalo Wild Wings, Izzys, Olive Garden, and Shadow anchored by Fred Meyer.
- Tenants include Penzeys Spices, Potbelly Sandwich Works, Einstein Bros. Bagels, Moonstruck Chocolates, and more.

TriPlE C Plaza
- Represented the landlord on the retail leasing of this Corvallis, Oregon development project.
- This 460,000 sf shopping center is anchored by Walgreens Neighborhood Market, Office Max, and Buffalo Wild Wings.

Wilco
- Represented tenant in the sub-leasing of 40,012 sf former QFC building in Vancouver, Washington.

FiReHouSe Subs
- Represented tenant in opening their first two locations in Oregon, 1,900 sf at Cedar Hills Crossing and 1,791 sf at Nyberg Rivers.
- Assisted with expansion plans throughout Oregon.

TENANT CLIENTS

PROFESSIONAL HISTORY

'93-'95
Colgate-Palmolive Co.
District Sales Mgr
Portland, OR

'95-'00
Newell-Rubbermaid
National Mgr
Salt Lake City, UT & Scottsdale, AZ & Portland, OR

'00-'02
Tone Brothers Inc.
SW Regional Manager
Scottsdale, AZ

'02-'05
Wilton Enterprises
National Account Mgr
Scottsdale, AZ

'06-PRESENT
Commercial Realty Advisors NW
Broker
Portland, OR

AWARDS
2014 CoStar Power Broker

SPECIALTIES
Landlord/retail tenant representation, leasing, sales, land assembly, consulting.

ASSOCIATIONS
International Council of Shopping Centers (ICSC), Commercial Association of Brokers (CAB), Retail Brokers Network (RBN), Sunset Athletic Club.

EDUCATION
Bachelor of Science in Business Administration and Marketing, California State University, Chico.

PERSONAL
Lives in Portland, Oregon with his wife and three children, enjoys swimming, cycling and racquetball.
CERTIFICATE OF LIABILITY INSURANCE

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFER NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER
Parker, Smith & Feek, Inc.
200 SW Market Street, Suite 750
Portland, OR 97201

CONTACT NAME: Phone (Acct. No., Ext.): Fax (Acct. No.):
[ ]
[ ]
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INSURED
Rembold Properties LLC
10305 SW Park Way suite 204
Portland, OR 97225

INSURER(S) AFFORDING COVERAGE NAIC #
INSURER A: Depositors Insurance Co.

COVERAGE

CERTIFICATE NUMBER: REVISION NUMBER:

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

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| A        | AUTOMOBILE LIABILITY | | ACPBAPD30666635732 | 08/01/2020 | 08/01/2021 | COMBINED SINGLE LIMIT (Ex occurrence) | $1,000,000 |
|          | ANY AUTO ALL OWNED AUTOS | | | | | BODILY INJURY (Per person) | $ |
|          | HIRED AUTOS SCHEDULED AUTOS | | | | | BODILY INJURY (Per accident) | $ |
|          | NON-OWNED AUTOS | | | | | PROPERTY DAMAGE (Per accident) | $ |
|          | UMBRELLA LIAB OCCUR | | | | | EACH OCCURRENCE | $ |
|          | EXCESS LIAB CLAIMS-MADE | | | | | AGGREGATE | $ |

| B        | Professional Liability | | QPL1283107 | 04/12/2020 | 08/01/2021 | $1,000,000 Agg | |

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (Attach ACORD 101, Additional Remarks Schedule, if more space is required)
Auto Physical Damage; Collision included (deductible $500)

CERTIFICATE HOLDER

CANCELLATION

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.

AUTHORIZED REPRESENTATIVE

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ACORD 25 (2010/05)

The ACORD name and logo are registered marks of ACORD
Oregon Workers’ Compensation
Certificate of Insurance

Certificate holder:

REMBOLD PROPERTIES
10305 SW PARK WAY, SUITE 204
PORTLAND, OR 97225

The policy of insurance listed below has been issued to the insured named below for the policy period indicated. The insurance afforded by this policy is subject to all the terms, exclusions and conditions of such policy; this policy is subject to change or cancellation at any time.

<table>
<thead>
<tr>
<th>Insured</th>
<th>Producer/contact</th>
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<tr>
<td>Rembold Properties LLC&lt;br&gt;10305 SW Park Way Ste 204&lt;br&gt;Portland, Or 97225-5033</td>
<td>SAIF Corporation&lt;br&gt;Portland Service Center&lt;br&gt;503.673.5283 <a href="mailto:servic@saif.com">servic@saif.com</a></td>
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<td>625957</td>
<td>04/01/2021 to 04/01/2022</td>
<td>Bodily Injury by Accident $1,000,000 each accident&lt;br&gt;Bodily Injury by Disease $1,000,000 each employee&lt;br&gt;Body Injury by Disease $1,000,000 policy limit</td>
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Description of operations/locations/special items
Real Estate Development

Important
This certificate is issued as a matter of information only and confers no rights to the certificate holder. This certificate does not amend, extend or alter the coverage afforded by the policies above. This certificate does not constitute a contract between the issuing insurer, authorized representative or producer and the certificate holder.

Authorized representative

Chip Terhune<br>President and CEO
04D
REPRESENTATIVE
PROJECTS
The Rise Old Town is located in Old Town Beaverton, OR and has 87 units, 65 parking stalls and live/work units on the ground-floor. There **2,600 square feet of retail are highlighted by Raindrop Taphouse, Dita Barbers and Milk + T**. The $19 million project opened February 2017 and sold in 2019. The project was awarded a Metro TOD grant and VHDZ property tax abatement for ten years. Rembold was awarded the development opportunity through a City of Beaverton RFP.
The Rise Central project is located in The Round neighborhood at the Beaverton Central light-rail stop in Beaverton, OR. This project was awarded to Rembold via a competitive RFP process with the City of Beaverton. Rembold completed master-planning for the neighborhood as part of the process. The project has 230 apartments, 15 of which are affordable. There is 5,400 sf of retail space leased to a taphouse and high-end nail salon, ground-floor stoop residential units, live/work units, expansive lobbies and community rooms and decks, as well as generous bicycle parking and parking for 170 cars. The $60 million project has been awarded a Metro TOD grant and VHDZ property tax abatement for ten years. The project was completed in April 2019 and sold May 2021.
The Verso apartment project is located in The Old Town neighborhood in Beaverton, OR. The project has 172 apartments and includes 2,600 sf of retail space all close to a letter of intent. There is generous resident gathering spaces and lobbies throughout the ground floor. Also included are extensive bicycle parking and repair work stations, an art + maker space, co-working areas, gaming room, all-wash center, large fitness center, three elevators and an expansive outdoor, secure courtyard. The project also includes onsite, secure auto parking with 10 stalls designated for electric vehicles. Verso opened in January 2021.
The Ackerly at Reed’s Crossing is a senior-housing project that will be located in the master-planned development, Reed’s Crossing, located in Hillsboro, OR. The project has 182 apartment homes that consist of independent-living, assisted-living and memory care. Extensive work with Providence and Active Wellness to coordinate our entry, programs and senior-focused events has been in place since planning the project. Inside the building are grand interior spaces, multiple dining venues, activity + game space, wellness suite, teledoc station, upgraded air handling, retail space for a salon + barber shop and a wide variety of gathering spaces. Outside, there are walking paths, extensive outdoor + courtyard areas, bocce court and resident planting areas. The project also includes onsite, secure auto parking stalls designated for electric vehicles. The Ackerly at Reed’s Crossing is starting construction in July 2021 and will be open early 2023.
Headlands Coastal Lodge and Spa is located in Pacific City, Oregon. The hotel has 33 guest rooms and includes a wellness spa along with a restaurant overlooking the Pacific Ocean. The space was designed and built to immerse into the natural landscape of the Oregon coast.

Contractor:
O’Brien and Company
Architect:
Scott Edwards Architects
The Proposed Event Center and Hotel development will have three main components – an event hall, restaurant, and a 50-room hotel. The event space within the adapted historic Sawmill Shed building will offer 2,300 sf of flexible space, capable of hosting a variety of activities including conferences, weddings, local community functions as well as housing a potential commercial food or beverage operation. The exterior juniper wood envelope of the hotel is intended to compliment the more industrial language of the steel-clad event center. Project goals include strengthening downtown John Day, promoting mixed use development, fostering a strong sense of place and encourage walking and bicycling.
Date: August 19, 2021
To: Andy Varner, Urban Renewal Agency Executive Director
From: Bill Reid, Finance Director
Subject: Evaluation of the Rembold Development Proposal for the GOA

This memorandum is intended as a summary Staff’s review of the GOA development proposal submitted by the Rembold Development team (“Proposer”). It is based on all key Evaluation Criteria cited in Section 6.4 of the GOA RFQ.

Staff Proposal Review of Criteria

6.4.1 Comprehensiveness of Project Approach
“Concept reflects a realistic and creative development vision for the site and is responsive to project objectives, site characteristics and context. The project approach includes a realistic schedule leading to disposition of the Agency’s property.”

Staff Evaluation: Although the RFQ called for a proposal for a development vision and concept for the GOA, it must be noted that the Proposer went significantly beyond a concept plan and proposes a specific development plan with key tenants in place seemingly with some kind of set of agreements. For this reason, we have little doubt about the realistic nature of the proposed schedule leading to purchase of the property by the proposer.

The following are the specific objectives set forth by the URA as crucial for successful project proposal evaluation along with Staff comment:

1. The project encourages a mix of uses that meets significant unmet needs of residents
“The Agency envisions the development of the GOA as an opportunity to have a significantly positive impact on the cost and quality of life for North Plains residents. The project should be financially successful on its own as well as having a broader catalytic effect that will lead to further economic enhancement of the corridor and the City, higher property values and increased spending in the community. The project should go beyond something that is minimally feasible and offer a range of amenities, have an attractive design, and inviting appeal.”
Staff Evaluation:

- Staff concludes the project would have a significantly positive impact on the cost and quality of life for North Plains residents. It would feature a full-service grocery store for all residents, not to mention visitors, and would enable households to save on travel distance and cost for basic grocery needs. This is an important community equity contribution also for low-income households, seniors, and others who can less afford the distance to other cities for basic groceries. The project also preliminarily includes a national brand community-scale hardware store with garden center that would reduce trips and expense by residents to other cities for such goods and services.

- Staff concludes the project would have a catalytic effect not only on the Glencoe Road corridor, but also the City economy by providing a dining and beverage destination for visitors via the extension of the successful, Cannon Beach-based Public Coast Brewery and Restaurant to its first Tualatin Valley location along with expansion of North Plains’ own Abbey Creek Winery. Greater trips by City residents to this property, as well as trips from visitors from outside North Plains, will increase visibility of Glencoe Road properties to visitors and residents, creating economic demand for greater shopping and services on Glencoe Road. This increased visitor traffic can also be leveraged to increase visitation to Downtown North Plains if planning efforts can be linked.

- Staff concludes the project would be successfully operated on its own. The project includes commitments of some nature from already successful grocery (Fresh Foods), brewery/restaurant (Public Coast Brewery), and hardware store operators. Staff would also note, however, that the project may likely require public-private partnership or incentives to overcome the very preliminary cost estimates found in the Financial Capacity information submitted in the proposal.

- Staff concludes the project likely goes beyond minimal feasibility by nature of the fact that a full-service, IGA-affiliated grocery attempting expansion away from the Oregon Coast is committed to the development instead of a chain that would not offer the same merchandise, such as Grocery Outlet or Dollar General. Further,
the project is not full of more easily-recruited chain retailers such as Starbucks, etc. The emphasis is clearly on Oregon-grown, local businesses featuring one of North Plains’ own businesses, Abbey Creek Winery. Along with the hardware store and garden center, along with a bike shop, we find the proposal includes a variety of offerings. Finally, aesthetically we will leave it to the URAC to decide the more subjective “attractive design and inviting appeal” requirement, though architectural renderings do indicate thought put into appropriate aesthetic and design.

2. **Maximize taxable assessed value of the site**

“Development of the site should consist of elements that produce taxable value leading to increased property taxes generated for the Agency.”

**Staff Evaluation:** We find that the site, planned as a mix of commercial retail, dining and potentially services, will contribute significant taxable value for the Agency. The project also does appear to meet the General Commercial zone parking requirement of 1 spot per 200 square feet of space for retail. Staff recommends exploring whether the parking requirement, if more flexible given the pedestrian access from Kemmer Meadows PUD, would facilitate greater retail space yield in place of parking. We suggest the URAC ask the Proposer about their thinking of on-site parking provision, potentially off-site parking on Pacific Street, and the feasibility of trade-off for additional retail space on-site. Additional retail space on-site would add to potential purchase price of the property, taxable assessed value of the development, not to mention additional retail and services offerings for residents and visitors.

3. **The project could be developed as a public-private partnership**

“The Agency is open to a public-private partnership approach that would include not only the Agency but could also include the City. Public partnership participation could include regulatory and permitting assistance, pre-development studies, public outreach and communication, marketing, off-site infrastructure, reduction in property purchase price (value write-down), or financing of some share of SDCs and or the Washington County Transportation Development Tax (TDT), among others.”
**Staff Evaluation:** We find that the Proposer explicitly seeks to partner with the URA on some kind of incentive structure in order to overcome their preliminary accounting of potential development costs that, in total, could potentially inhibit project feasibility. After conversation with the Proposer in order to ascertain greater detail about project costs, Staff strongly recommend the URAC consider documented development costs to be preliminary and very much “moving parts.” Proposer-assumed, preliminary costs including quite conservative (high for purposes of conservative financial performance) Brownfields environmental mediation costs among others.

We strongly recommend that cost issues should be reserved for exploration and verification during a Disposition & Development Agreement (DDA) negotiation process as many variables determine which party should pay what costs when, for both feasibility and regulatory reasons.

**4. Allow flexibility to determine most suitable project for the site**

“The Proposer should have a fair amount of latitude in the following areas to present elements they believe will best lead to a successful project. These are:

- Flexibility regarding quantity and location of commercial space in order to maximize success of a potential grocery store, i.e. commercial center development with additional “in-line” or pad commercial space instead of a single grocery building.
- Whether the project is to be phased or completed all at one time, likely in the case of achievable multifamily housing. The Agency desires that the project be developed in the fewest phases possible.
- The quantity of off-street parking for the uses/users that comprise the project.”

**Staff Evaluation:** The project as proposed would be built all at one time, with no delay for phasing and, therefore, no delay of growth in taxable assessed property value for the Agency. The project does exclude multifamily housing as part of the plan, but the Proposer provides their rationale for excluding a multifamily housing component from the project. We find the Proposer’s reasoning to be credible on this point; that is, apartment rents at the property would not likely be sufficient to justify the development cost and risk of a multifamily housing development on-site, not to mention the potential conflicts of taller
apartment buildings adjacent to existing single-family dwelling back yards and privacy conflicts.

6.4.2 Experience, Capability and Qualification of Development Team
“The credentials, capacity and experience of the assigned staff selected to perform the requested development project as described in this RFP.”

Staff Evaluation: We find that the Proposer has the credentials, capacity and likely the experience to perform the successful development of this project. As we noted, the Proposer already has some level of commitment from Fresh Foods as the mandatory, full-service anchor as well as Public Coast Brewery to operate the food and beer hall, potentially expanding with a sit-down restaurant similar to their Cannon Beach flagship; a wine collective featuring Abbey Creek/Bertony Faustin; and strong expressed interest from a name-brand, community-sized hardware store that is waiting for further progress by Rembold to commit similarly. Tenant commitments, one of the trickiest tasks of the development planning process – and mandatory to ensure both equity investment and financing – is largely accomplished. We therefore find this Proposer very credible. The resume of the Proposer and its key development team members all indicate significant, and repeat development successes all over the Portland metro region as well as on the Oregon Coast. The weight of projects by the primary Proposer, Rembold Development, weighs more heavily towards mixed-use urban residential development. However, such projects are viewed by Staff as substantially more complicated and financially risky than single-story commercial center development. Accordingly, by virtue of significant past success with more complicated residential/commercial mixed-use projects in more complicated jurisdictions like Beaverton, we find the Proposer has the experience and wherewithal to pull off a single-story commercial retail center in North Plains.

6.4.3 Meeting Vision and Objectives
“How well does the proposed project address the visions and objectives for the redevelopment of the site, as set forth in this RFP and particularly in Section 4.3?”

- Bring much-needed commercial services and new housing choice to North Plains, ranked in order of importance:
  1. A full-service grocery store and associated retail center space;
2. Health care services including to but not limited to a pharmacy and/or urgent care;
3. Multifamily housing.

**Staff Evaluation:** The key requirement – a full-service grocery – is guaranteed to be met and the secondary priority is potentially going to be met. The proposal not only provides a concept plan for a grocery store and how it would fit on the site but it has a committed operator in Fresh Foods of Cannon Beach. The “must” priority of the development will therefore be met. The second priority, a pharmacy and/or urgent care, is not guaranteed to be met. The Proposer has stated that an urgent care tenant was explored but North Plains was viewed to not have enough population. A clinic operator is, however, tentatively interested but has not submitted a letter of support or interest yet. The Proposer does not plan a multifamily housing development, but explains the feasibility problems of multifamily housing given the retail commercial priorities within the proposal.

- Enhances the Glencoe Corridor and complements adjacent nearby neighborhoods.

**Staff Evaluation:** The proposal would offer an unprecedented full-service grocery store for the community for both residents and visitors, as well as would provide a beer/food hall and wine collective that would draw visitors to North Plains. These uses and their design should be viewed as enhancing the corridor. The plan also calls for directly linking pedestrian access to the neighborhood to the east via the existing staircase.

- Encourage new investment and development that allows residents to shop closer to home and brings people to North Plains.

**Staff Evaluation:** By commitment of a full-service grocery operator, a very likely hardware store with garden center, and potentially a clinic or pharmacy, the design and tenants would meet this requirement.

- Maximizes taxable assessed value to allow the Agency to pursue other projects successfully.

**Staff Evaluation:** The project is proposed as full buildout as a retail commercial center, which is among the higher taxable property improvements possible for the site. This requirement is found to be met. We also find that due to the “Halo Effect” of a high-profile development that is also a visitor destination, greater development demand will be put on other nearby properties on the corridor and either accelerate their (re)development or cause new (re)development activity if not, but for the success of this project. Staff is strongly curious, however, about whether greater flexibility of on-site parking requirements and potentially
off-site parking on Pacific Street would enable additional retail space to be built on the property to the benefit of residents and the URA. Secondarily, the City’s fuel tax project fund could also benefit by having a retail complex sited nearly adjacent to our gas stations.

6.4.4 Reference Check
The Agency reserves the right to contact references as part of the decision-making process and prior to making a final selection.

Staff Evaluation: Staff reached out to Cadence Petros, Development Division Manager of the City of Beaverton Community Development Department who was cited by the Proposer as a reference for two past projects within the City of Beaverton urban renewal district. Rembold Development was viewed positively for their completed development and the development process for both mixed-use urban apartment projects with ground floor retail such that their successful project The Rise at Angel and Farmington Road made it a clear decision that Rembold be the developer for a larger mixed-use project near The Round Transit-Oriented Development near Beaverton City Hall. Staff would note that prior to joining the City as Finance Director, as a real estate consultant Bill Reid was familiar with Rembold Development projects and positive reputation in the industry, as well as their involvement in North Plains at Brynhill, at the Portland State University Graduate Real Estate Development Program, regional Urban Land Institute chapter events and with other organizations. Staff view the Proposer positively as a potential partner in the development of the GOA.