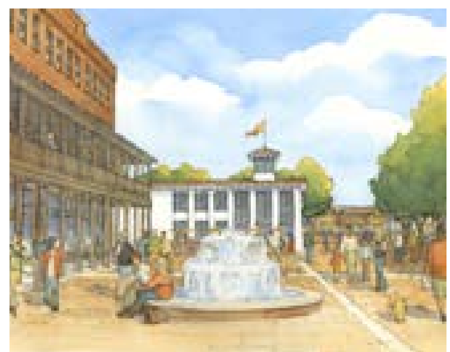
OPTICOS SARGENT TOWN PLANNING

Riverside, California

Scope and Budget for the City of Riverside Smart Code Specific Plan & Program Environmental Impact Report with Northside Neighborhood Vision, Including Master Planning Services for 179 Acres of Vacant Property

Opticos Design, Inc. with Sargent Town Planning

April 8, 2014



WORK SCOPE

Task A: Project Initiation

Months 1-2: June – July 2014 (8 weeks)

INTENT. To gather necessary background information, establish a baseline of knowledge about the project for the entire project team, including City staff and the consultant team, and finalize a plan for the project itself and community engagement.

A.1 PROJECT MANAGEMENT PLAN. In close coordination with the City's Project Manager, the Project Team will generate a Draft Project Management Plan that includes a finalized scope of services, project schedule and budget, team organization and responsibilities, communications plan, quality control procedures, and a Change Management Plan. City staff shall review the Draft Project Management Plan and provide comments to the Project Team within 5 days of receipt. Project team shall revise as needed, and submit a Final Project Management Plan.

Deliverables from Project Team:

- *Draft Project Management Plan*
- *Final Project Management Plan*

City Responsibilities:

- *Review and comment on Draft Project Management Plan*

A.2 KICK-OFF MEETING AND INITIAL SITE TOUR (VISIT#1). The Project Team will participate in a kick-off meeting in Riverside with City Staff over the course of three days. Kick-off activities are anticipated to include:

A.2.1 Review Scope of Work and Project Objectives. The Project Team will meet with the Staff Technical Advisory Group (TAG) to review the scope, deliverables, and project schedule, discuss project goals, opportunities, and constraints, roles and responsibilities, expectations, and logistics and facilities needs.

A.2.2 Site Tour with Staff. The Project Team will tour the Specific Plan project area with Staff. The site tour is anticipated to be broad, covering the entire project area, providing an opportunity for staff to indicate key issues, as well as opportunity and potential development sites, by bus, bicycle, and on foot. City Staff will prepare a memo summarizing key issues, and opportunity/potential development sites to accompany the Site Tour.

A.2.3 Agency Breakout Sessions. The Project Team will work with staff to convene additional meetings with key agencies as time permits during the kick-off meeting in order to complete the Resource List and compile Infrastructure Resources (see A.3.3 and A.3.3 below)

A.2.4 City-Consultant "Meet & Greet." The Project Team will work with staff to schedule a community open house geared toward introducing the Consultant team to Riverside citizens and providing an initial forum for open discussion of the project.

Deliverables from Project Team:

- *Kickoff Meeting Notes in .pdf format*

City Responsibilities:

- *Key staff will attend*

- *Creation of Staff Technical Advisory Group (TAG)*
- *Agenda, tour map, and vehicle provisions for the site tour*
- *Identification of key issues, and opportunity and potential development sites*
- *Manage the identification of key agencies and scheduling of the Agency Breakout Sessions*

A.3 BACKGROUND DATA COLLECTION.

A.3.1 Create Stakeholder Database. City Staff will provide a starting list of approximately 1,500 contacts that have been identified from previous planning efforts. The Project Team will utilize this information as a starting point to assemble a contact database of public officials, agency staff, service organizations, businesses, neighborhood groups and organizations, developers, and other interest groups that reflect the perspectives and demographics of the different components of the project area. The database will reflect a hierarchy that recognizes both citywide groups, individuals, and organizations that will want to engage with the project as a whole as well as those whose interests will be more local. The draft database will be formatted in both Excel and Microsoft Access for ease in sorting and tracking various contacts, and will be made available to the City in Excel or .pdf formats. City Staff shall review the draft database and provide comments to the Project Team within 5 days of receipt. The Project team will revise as needed and submit a final Stakeholder Database. The databsase will be updated bi-monthly, typically after public meetings and other milestones throughout the project, using information from meeting sign-in sheets, public inquiries, website feedback and registration requests, and social media requests.

A.3.2 Establish Community Advisory Group. City Staff will establish a Community Advisory Group (CAG) of 8 to 15 representatives. The Project Team will work with City Staff to identify CAG representatives. Group participation will be geared toward facilitating oversight of the Smart Code Specific Plan and guiding the foreseen changes to the City's regulatory framework, and will assume a balance of representation from the City's Planning Commission, other relevant Boards (such as the Cultural Heritage Board), the development community, and others who may advocate for issues such as sustainability, economic development, housing and services, mobility, infrastructure, and natural resources and public space networks.

A.3.3 Compile Resource List of Background Data and Analysis Resources. The Project Team will research, collect, and organize available planning-related information for the project area, including but not limited to the Riverside General Plan 2025 and Environmental Impact Report, the City of Riverside Municipal Code, the nine existing Specific Plans that will be replaced with the Smart Code Specific Plan, the Green Action Plan, and information tied to concurrent programs and activities, such as Seizing our Destiny, Riverside Reconnects, and 26 in 26. A Resource List and Background Data Request will be delivered to the City; City Staff will assist the Project Team with compiling outstanding background data within 10 days of receipt.

A.3.4 Compile Infrastructure Resources. The Project Team, led by Dudek with assistance from Sherwood Design Engineers, will request and review record information in the project area, including GIS data, facility maps, hydraulic models, and master plan data from the City of Riverside Public Utilities division and Western Municipal Water District related to water and sewer infrastructure; and record information, including GIS data, facility maps, hydraulic models, and master plan data from the City of Riverside Public Works Department and Riverside County Flood Control and Water Conservation District related to storm drain infrastructure. The team will coordinate with applicable utility agencies to inquire about operational or maintenance challenges for the area, acquire existing records and flow data on capacities (meeting capacity, over capacity, under capacity), and review current operations and area studies to determine the current global practice and sources for providing water as well as where sanitary sewage is flowing for treatment or diversion.

During this task Sherwood will collect historical and hydrological information related to the culverted drainage way within the Northside Neighborhood.

A.3.4 Produce Basemaps. The Project Team will coordinate with City GIS staff to obtain GIS data in order to prepare base maps for use during subsequent project tasks. Maps will be formatted to accommodate design and coding activities by the Project Team as follows:

- Citywide map
- Charrette Subarea #1 map at 2 scales
- Northside Neighborhood/179 acres map
- Charrette Subarea #2 map at 2 scales
- Charrette Subarea #3 map at 2 scales
- Charrette Subarea #4 map at 2 scales

Deliverables from Project Team:

- *Stakeholder Database in Excel/.pdf format*
- *Background Data Request*
- *Infrastructure Resource Reques*
- *GIS Data Request*
- *Project Basemaps (printed copies for the Project Team will be made available for subsequent planning activities)*

City Responsibilities:

- *Initial Contact Database*
- *Review and comment on Draft Stakeholder Database prepared by Project Team*
- *Creation of Community Advisory Group*
- *Assistance to Project Team in compiling identified background data*
- *Provision of GIS data to Project Team*
- *Review and comment on Draft Community Engagement Plan*

A.4 COMMUNITY ENGAGEMENT PLAN. The Project Team will use the input provided by City Staff during the initiation of the project to prepare a detailed Community Engagement Plan. The Plan will serve as a blueprint and guiding document to inform and engage project stakeholders. The Plan will outline specific tasks, the purpose of these tasks in relation to the project, a schedule of public outreach activities, due dates, and deliverables associated with each task. It will reference and utilize the Stakeholder Database described in A.3.1 this work will be led by Arellano Associates (AA) with assistance from Opticos, Lisa Wise Consulting, and April Economides.

The Community Engagement Plan will describe and incorporate outreach strategies related to the following components of the work scope:

- A series of (five) evening forums presented by a Speakers' Bureau (see below) that will seek to engage and educate a citywide audience on project-related issues and opportunities. The Community Engagement Plan will provide options for appropriate venues for these forums and strategies to publicize their occurrence.
- Four 1-day Public Workshops that serve as a preamble to multi-day charrettes, each addressing analysis, issues, and opportunities and providing a venue for local stakeholders to communicate with the project team. The Community Engagement Plan will recommend venues for these forums and help to identify the different stakeholder groups that will need to be represented at these meetings.

- Four “Community Character in a Box” toolkits that can be distributed to local action teams and neighborhood groups through the Public Workshops, to assist the Project Team in gathering public information and opinion about the project area in preparation for the multi-day charrettes.
- Four five-day charrettes that provide participants with access to the Project Team and their developing work through a series of iterative feedback loops. The Community Engagement Plan will provide a schedule for these charrettes, and how and when community input to the process may be provided, as well as information regarding special events, such as those geared toward the local Business Community and/or those who advocate for pedestrian and bicycle mobility.
- Distilled charrette results will be posted online through the Metroquest tool to provide a platform for ongoing community input, and to inform the Specific Plan content for the different portions of the project area. The Community Engagement Plan will outline the timing and strategy for integrating this and other online tools.
- Timing for additional presentations and workshops to update the community on the progress of the project at key points in the process of finalizing the Specific Plan, Form-Based Code, and Program EIR.

The Project Team will submit a Draft Community Engagement Plan to City Staff. City Staff will review the draft Community Engagement Plan and provide comments to the Project Team within 5 days of receipt. The Project Team will revise as needed and submit a final Community Engagement Plan.

Deliverables from Project Team:

- *Draft Community Engagement Plan*
- *Final Community Engagement Plan*

City Responsibilities:

- *Review and comment on Draft Community Engagement Plan*

Task B: Analysis, Initiation of Community Character and Place Documentation, and Preparatory Technical Studies

Months 3-5: August – October 2014 (12 weeks)

INTENT. To communicate the existing conditions within the project area, inform key decisions that will frame the project, and characterize opportunities for change and transformation.

B.1 REVIEW OF BACKGROUND MATERIALS. The Project Team will review background materials collected during Task A in order to prepare for technical studies and related analysis.

Deliverables from Project Team:

- *None*

City Responsibilities:

- *None*

B.2 PREPARATORY FOCUSED TECHNICAL STUDIES. Analysis will address existing physical conditions both citywide (in preparation for the Specific Plan) and specific to the Northside Neighborhood (in preparation for the Master Plan for City property), and will support CEQA documentation for both projects. Maps and diagrams will be prepared to graphically convey the information and analysis developed in this task.

B.2.1 Citywide Macro-Scale Analysis. The Project Team, led by ODI and Sargent Town Planning, will utilize background data and resources to conduct analysis and documentation of the project area at the macro level. Macro scale analysis will analyze and document the larger citywide context, be used to communicate key facts about the project to staff and the community, and assist in establishing an appropriate and responsive framework of Transect Zones. Analysis will include the following elements:

- Existing Land Use and Regulatory Framework
- Existing Community Structure (Neighborhoods, Districts, Corridors)
- Existing Street and Mobility Networks
- Existing Building Coverage/Figure Ground
- Natural Resources, Parks, and Open Space
- Key Environmental Factors (e.g. solar access, prevailing wind patterns)
- Topography and Flood Plain
- Demographic Information

City staff shall review the Draft Citywide Macro-Scale Analysis and provide comments to the Project Team within 10 days of receipt. Project team shall revise as needed, and submit a Final Draft Citywide Macro-Scale Analysis.

B.2.2 Specific Plan Policy Framework Analysis. Lisa Wise Consulting (LWC) will prepare a Focused Technical Study of the existing policy framework, including the General Plan, existing specific plans, and other relevant documents, to ensure consistency across City policy and to streamline implementation of the City's vision. This Study will provide the following analysis:

- Review and evaluation of the 2007 General Plan and subsequent amendments, including land use designations, goals, policies, and programs, in order to ensure General Plan consistency and to identify opportunities for General Plan implementation in the Smart Code Specific Plan.
- Review and evaluation of nine existing specific plans to create one cohesive illustrated vision, present clear and consistent development standards and guidelines, set forth an infrastructure plan to support future investment, establish a built-in mitigation program for historic resources, foster economic development, and streamline the entitlement process for projects that are consistent with the vision and accompanying EIR. The Technical Study will include recommendations for combining and/or replacing existing plans with the Smart Code Specific Plan.
- Evaluate other relevant documents, policies, plans, and on-going efforts which are may influence or impact the Smart Code Specific Plan development, such as the residential infill incentive program, Good Neighbor Guidelines, Riverside Reconnects, and "GrowRiverside: Citrus and Beyond".

City staff shall review the Draft Specific Plan Policy Framework Analysis and provide comments to the Project Team within 10 days of receipt. Project team shall revise as needed, and submit a Final Draft Specific Plan Policy Framework Analysis.

B.2.3 Existing Regulatory Framework Assessment. The Project Team, led by Opticos, DPZ, and LWC, will review and analyze the Riverside Zoning Ordinance (Title 19 of the City's Municipal Code) in order to identify options for integrating the Form Based Code/Smartcode into its existing structure. This work will highlight potential issue areas of the code that may come into conflict with the FBC and outline recommendations for addressing these potential issues. It will also analyze and summarize the regulatory framework found in the Specific Plans and identify opportunities for change and improvement.

City staff shall review the Draft Existing Regulatory Framework Assessment and provide comments to the Project Team within 10 days of receipt. Project team shall revise as needed, and submit a Final Draft Existing Regulatory Framework Assessment.

B.2.4 Riverside Restorative Growthprint/GAP Sustainability Implementation. Sherwood will develop a memorandum covering implementation opportunities for Riverside's Green Action Plan and the CAP Restorative Growthprint Study. This memorandum will review the metrics associated with the goals of these studies and identify where within the Smart Code Specific Plan strategies and/or requirements can be incorporated that will move Riverside closer to achieving these goals. The outcomes of this memorandum will guide design work related to sustainability during the charrette phases of the project.

City staff shall review the Draft memo and provide comments to the Project Team within 10 days of receipt. Project team shall revise as needed, and submit a Final Draft memo.

B.2.5 Infrastructure Analysis. Using the mapping information obtained in Task A, the Dudek team will summarize existing deficiencies and conceptually plan capacity enhancements or new infrastructure for wet utilities considering community goals and priorities when determining necessary phasing improvements and identifying infrastructure costs. With regards to dry utilities, Dudek will work with utility providers to understand what improvements might be required. Accurate planning level cost estimates will be developed to determine the order of magnitude for the necessary infrastructure. The infrastructure technical memos will address phasing and capacities of proposed infrastructure build out for the appropriate systems, including: storm drainage, sanitary sewer, and water, gas, electric, and telecommunications.

During this task Sherwood will analyze the hydrology associated with the culverted drainage within the Northside Neighborhood to understand ecological restoration opportunities and conveyance requirements from a spatial perspective.

It is assumed the detailed area studies and inventories will not be required to arrive at recommendations for standard development guidelines, and that suggestion for large facility infrastructure improvements will be based on recommendations from the respective agencies.

City staff shall review the Draft Infrastructure Analysis and provide comments to the Project Team within 10 days of receipt. Project team shall revise as needed, and submit a Final Draft Infrastructure Analysis.

B.2.6 Market Demand Analysis: Citywide Trends and Opportunities. Keyser Marston Associates (KMA) will seek to gauge the relative market strength and development potential for a variety of land uses and product types within the City in order to facilitate and inform the Project Team's degree-of-change analysis. KMA will assess near- and long-term market demand for five major land use categories: commercial (retail and restaurant); residential (single-family and multi-family); office; industrial; and lodging (hotels/motels). The market overview will include the following components:

- Review of Statewide and regional economic trends in land use and development.
- Review of key demographic and economic trends in the market area, including population, households, household income, and employment. We will draw information from the Western Riverside Council of Governments (WRCOG), the U.S. Census, and data profiling sources such as Claritas, Inc.
- Identification of the major concentrations of commercial, residential, office, industrial, and hotel uses within the City, and evaluate their competitiveness on a regional level.

- Evaluation of key market factors such as inventory, absorption, vacancy, and value indicators for each major land use category based on readily available third party data sources. These are likely to include CoStar Group, Inc., LoopNet Inc., real estate brokerage publications, and industry data sources for specific land uses.
- Review major development proposals planned or under construction within the market area.
- Telephone surveys of selected developers, brokers, and other real estate professionals to better understand market conditions and development opportunities for selected land uses in specific sub-areas.

Based on the demographic and market overview, KMA will prepare a matrix summarizing market demand factors addressing principal assets and constraints affecting development potential for each land use category and market position relative to existing and anticipated development within the market area. KMA will also identify key development opportunities in terms of land use mix, type of development, location, and potential for catalytic impacts.

City staff shall review the Draft Market Demand Analysis and provide comments to the Project Team within 10 days of receipt. Project team shall revise as needed, and submit a Final Draft Market Demand Analysis.

B.2.6.a TDR Valuation Analysis. As background, KMA understands that the City seeks to evaluate the potential for a TDR program to transfer development rights from targeted open space areas and historic properties to designated areas within the Smart Code Plan area. Specifically, the City has identified three possible areas for "sending" density: the Arlington Heights Greenbelt area covered by Proposition R and Measure C; the areas designated Hillside Residential within the City's General Plan; and historic properties Citywide. The TDR program would have the dual benefits of: (1) preserving open space and/or historic properties; and (2) channeling new development into higher-density formats in in-fill locations with adequate public infrastructure and services.

The Project Team, led by KMA, will prepare valuation analyses for TDRs at the "sending" sites and "receiving" site locations. The methodology will rely on analysis of comparable land sales as well as preparation of financial pro forma models for alternative land use types and densities. This work effort will tier off Task B.2.6 Market Demand Analysis and Task B.2.6.b Northside Neighborhood HABU Analysis, but will be expanded to address the valuation issues described below.

1. **"Sending" Sites – Arlington Heights Greenbelt and Hillside Residential Areas** — Working with City staff and the Project Team, up to three (3) prototype scenarios representative of the Arlington Heights Greenbelt and/or Hillside Residential Designation areas will be identified. These may vary in terms of location, site size, existing vs. proposed zoning, adjacency to infrastructure, and/or other factors. Using comparable land sales, we will analyze "before" and "after" values in terms of "unrestricted" vs. "restricted" land use designations/zoning for each scenario. Based on this analysis, a range of value for the TDRs potentially transferrable from the "sending" site on a per-unit and/or per-acre basis will be expressed.
2. **"Sending" Sites – Historic Properties** — Working with City staff and the Project Team, up to four (4) prototype scenarios representative of historic properties throughout the City will be identified. These will likely vary in terms of location, site size, existing use, existing zoning, unused development capacity, and/or other factors. Comparable land and building sales will be analyzed, and illustrative financial pro formas will be prepared, in order to value the unused development capacity for each scenario. The team will also evaluate whether a further adjustment is warranted to reflect that the preserved historic property may not be used for its highest and best use. Based on this analysis, a

range of value for the TDRs potentially transferrable from the “sending” site on a per-unit and/or per-SF Floor Area Ratio (FAR) basis will be expressed.

3. **“Receiving” Sites** — The potential to add density to in-fill developments within the Smart Code area will be evaluated. Working with City staff and the Project Team, up to six (6) prototype scenarios for new in-fill development will be identified. These will likely vary in terms of location, site size, existing vs. proposed zoning, proposed uses and density, and/or other factors. Illustrative financial pro formas for each scenario at both the “base line” and “with TDR” densities will be prepared for purposes of valuing the incremental development rights. Based on this analysis, a range of value for the TDRs potentially transferrable to the “receiving” sites on a per-unit and/or per-SF FAR basis will be expressed.

This analysis and findings will be summarized in an executive summary format memorandum with supporting technical appendices. The memorandum will summarize our valuation conclusions for both “sending” and “receiving” sites and highlight the relative feasibility of a TDR program to achieve the City’s two objectives (as stated above). Any challenges in terms of “sending” site landowner expectations and financial feasibility of in-fill developments on “receiving” sites will be noted. To the extent that the City and/or Project Team can quantify the amount of “sending” TDRs potentially available from the three areas, as well as the amount of acreage or development capacity in the “receiving” areas, a qualitative assessment of the relative supply and demand of TDRs will be provided.

City staff shall review the Draft TDR Valuation Memorandum and provide comments to the Project Team within 10 days of receipt. Project team shall revise as needed, and submit a Final TDR Valuation Memorandum.

B.2.6.a Northside Neighborhood HABU Analysis. KMA will conduct a Highest and Best Use (HABU) Analysis for the 179-acre Northside property. The HABU analysis will include a market assessment of a range of land use options and a detailed financial feasibility analysis of alternative development programs.

Market Potential. A focused market assessment of the Northside community in general and the 179-acre development site will be conducted. This assessment will tier off of the evaluation of market potential completed in the previous task. Additionally, current and anticipated market conditions for retail/restaurant, multi-family, and employment land uses in the Northside community will be analyzed in greater detail. A key component of this assessment will be an understanding of the existing public recreational uses on (soccer) and adjacent (baseball) to the 179-acre site in order to address community needs and the potential synergies with private development on the site. Principal opportunities and constraints affecting the development potential for each land use type on the site will be reviewed and land uses with the greatest near- and long-term market potential will be identified. Additional telephone surveys of selected developers, brokers, and other real estate professionals knowledgeable about the community and potential market opportunities will be conducted. Based on this assessment, potential development scenarios in terms of mix and type of land use for the site will be recommended.

Financial Feasibility Analysis. Preliminary feasibility models for up to four (4) development concepts for the 179-acre property will be prepared. This analysis will require preparation of alternative private development programs as well as corresponding public improvement programs (on- and off-site infrastructure and public facilities). Based on order-of-magnitude cost estimates for the public improvement requirements, the financial feasibility of each development program in terms of economic benefits to the City and developer return to the investor will be analyzed.

Based on the findings from the HABU analysis, the Project Team will review and comment on the overall viability of the concepts for the 179-acre property in terms of market viability, financial feasibility, and economic benefits to the City and community. Principal findings for each land use alternative will be summarized in a matrix format, providing background market or financial information to support comments. Conditions necessary to realize the targeted development opportunities, and associated benefits, on the site will also be reviewed and analyzed, such as infrastructure, marketing, compatible land uses, catalyst or anchor uses, etc.

B.2.7 Transportation and Mobility. Fehr & Peers (FP) will lead the Transportation, Mobility, and parking background report for the study area. This will include the background data reviewed in Task A.3, but will also include assessment of the existing conditions in the study area. This will include documenting the streets (number of lanes and volumes where available from existing data sources), bus routes, Metrolink routes, bicycle facilities, shuttles to/from UCR, and pedestrian facilities within the Smart Code Specific Plan area. Planned infrastructure in the area (such as the SR-91 widening project that is on-going, the City's Bicycle Master Plan, the City's Circulation Element, the City's planned streetcar corridor, the potential relocation of the downtown bus transfer terminal, and other related improvements) will also be documented. This review of planned infrastructure will also consider regional planning efforts that might affect the overall level of accessibility to and from Riverside such as any expansions of Metrolink Service, regional freeway improvements, expansions of regional toll roads, and potential Bus Rapid Transit (BRT) service operated by RTA.

The City's GIS files will be used as the baseline and supplemented by review of aerial photographs, field surveys, and input from community stakeholders to finalize mapping of these facilities. Additional data will be obtained from RCTC, WRCOG, and RTA as appropriate.

FP will also document the existing parking standards that are required by the City, working with the Downtown Association, the City's parking Management Company, recent parking studies, and any additional information provided by the City to document the current parking supply in the Specific Plan area.

Windshield Surveys. FP will also complete a series of windshield surveys of parking facilities to identify areas where parking demand exceeds available supply. The survey will include all streets within the Specific Plan boundary and any parking structures in the Specific Plan boundary area. We propose to complete these surveys during a weekday mid-morning time period (to capture peak office/civic use demand), weekday evening (to capture peak residential demand) and either a Friday evening or Saturday evening (to capture peak use of retail facilities). This survey is broad in nature and will be utilized to identify locations where insufficient parking exists or identify areas where excessive parking may currently be provided. This tool will be of particular use within the Downtown Specific Plan area. This windshield survey will be supplemented through the development of a GIS-based parking model for the Downtown core areas which will include all public parking garages and metered spaces. To develop this GIS-model, FP will need to conduct parking occupancy counts to calibrate the model and also identify parking supply locations throughout the Downtown. This GIS-model will have the capability to predict changes in parking availability as new development occurs within the Downtown.

Parking Best Practices. FP will also identify "best practices" for providing the correct amount of parking in the Specific Plan area. This will include a description of shared parking, utilizing parking fees to manage the parking demand appropriately, identification of current parking studies related to recommended parking rates, and identification of potential strategies to decrease parking demand along corridors. This review will also consider performance-based parking supply strategies which link the provision of new parking facilities to specific occupancy targets to limit the need to provide additional parking.

Bicycle Parking. In addition to the vehicle parking assessment, FP will also complete a review of bicycle parking standards and provide guidance on bicycle parking in the study area.

B.2.7.a Northside Neighborhood Mobility Assessment. FP will document the existing mobility infrastructure in the Northside area. This will include streets (number of lanes and volumes where available from existing data sources), bus routes, bicycle facilities, and pedestrian facilities within the study area. Planned infrastructure in the area will also be documented.

The City's GIS files will be used as the baseline and supplemented by review of aerial photographs, field surveys, and input from community stakeholders to finalize mapping of these facilities.

FP will review parking standards that are required in this area based on existing City requirements. They will compare these parking requirements to "state of the practice" parking standards for similar development areas to provide context for this portion of the project.

The information described above will be summarized in a Draft Transportation and Mobility memorandum. City staff shall review the Draft Transportation and Mobility memorandum and provide comments to the Project Team within 10 days of receipt. Project team shall revise as needed, and submit a Final Draft Transportation and Mobility memorandum.

B.2.8 Historic Resources: Regulatory and Policy Framework and Field Investigation. The project team, led by the Historic Resources Group (HRG), will conduct an analysis of the existing regulatory and policy framework that guides the preservation of Historic Resources within the project area. HRG will also conduct a limited field investigation to understand the extent of potentially historic development and how it might be impacted by the Form-Based Code. The age of buildings, concentrations of specific property types, evidence of past development patterns, and large-scale planning efforts will be noted. Factors of the analysis will include historic integrity, architectural style, neighborhood cohesion, and relationships to larger development patterns in the area. Groupings of properties will also be considered for their geographic or thematic relationships.

Deliverables from Project Team:

- *Draft and Final Citywide Macro-Scale Analysis Memo*
- *Draft and Final Specific Plan Policy Framework Analysis Memo*
- *Draft and Final Existing Regulatory Framework Assessment Memo*
- *Draft and Final Riverside Restorative Growthprint/GAP Sustainability Implementation Memo*
- *Draft and Final Existing Infrastructure Assessment Memo*
- *Draft and Final Citywide Market Demand Analysis: Trends and Opportunities Memo*
- *Draft and Final TDR Valuation Analysis Memo*
- *Draft and Final Northside Neighborhood HABU Analysis Memo*
- *Draft and Final Transportation and Mobility Existing Conditions Memo*
- *Draft and Final Northside Neighborhood Mobility Assessment Memo*
- *Draft and Final Historic Resources Regulatory and Policy Framework Summary and Field Investigation*

City Responsibilities:

- *Review and comment on all draft memos*

B.3 PREPARATORY TECHNICAL STUDIES FOR THE NORTHSIDE NEIGHBORHOOD 179-ACRE SITE.

The following technical studies will be completed by DUDEK in support of the 179-acre development site.

B.3.1 Biological Resources. Dudek will complete a project-specific assessment of the 179-acre former Riverside Golf Club and Ab Brown Sports Complex. The 179-acre site analysis will include the completion of a biological resources report.

The City of Riverside is a Permittee to the Western Riverside County Multiple Species Habitat Conservation Plan (MSHCP). There are no Criteria Cells within the 179-acre area, therefore a Joint Project Review (JPR) is not required. However, the City is still responsible for documenting compliance with Section 6.1.2 (Protection of Species Associated with Riparian/Riverine Areas and Vernal Pools), Section 6.1.3 (Protection of Narrow Endemic Plant Species), Section 6.1.4 (Guidelines Pertaining to the Urban/Wildlands Interface), and Section 6.3.2 (Additional Survey Needs and Procedures) of the MSHCP. Focused surveys areas for burrowing owl and NEPSSA plants occur over a portion of the 179-acre area. Dudek will compile documentation of MSHCP compliance within the biological resources report.

Data Analysis and Site Reconnaissance. To begin the effort, Dudek will review the available MSHCP, US Department of Agriculture (USDA) soils maps, California Natural Diversity Database (CNDDB), the California Native Plant Society (CNPS) Inventory of Rare and Endangered Plants, and U.S. Fish and Wildlife (USFWS) occurrence data prior to conducting the site visit in order to identify special-status species that are known to occur or may potentially occur in the project area. This will be conducted to also determine which additional resources may be present or might influence the ultimate project. Following this, a set of field maps will be generated to facilitate the site reconnaissance visit.

A vegetation map will be developed based on existing data. For the 179-acre site, the site visit will be used to draw new vegetation community boundaries. Any observed conspicuous special-status species will also be mapped. The field mapping will be consistent with the Guidelines for Assessing the Effects of Proposed Projects on Rare, Threatened, and Endangered Plants and Natural Communities (CDFG 2000). Dudek will conduct vegetation mapping in accordance with CDFG's List of Vegetation Alliances and Associations (or Natural Communities List) (CDFG 2010). The list is based on A Manual of California Vegetation (Sawyer et al. 2009), which is the California expression of the National Vegetation Classification. Dudek will map vegetation communities and land covers at the alliance level; however, where appropriate, vegetation communities not included in this list may be mapped to accurately describe the vegetation present on site.

During this field survey, a general inventory of plant and animal species detected by sight, calls, tracks, scat, or other signs will be compiled as well as a determination of potential special-status species that could occur on the project site. Observable sensitive resources including flowering annual plants, shrubs and trees, and conspicuous wildlife (i.e., birds and some reptiles) commonly accepted as regionally sensitive by CNPS, California Department of Fish and Wildlife (CDFW), or USFWS will be mapped. Vegetation communities and special-status species later will be digitized into a geographic information system (GIS) format and included in a Biological Resources Map as appropriate.

A formal jurisdictional delineation of wetland resources will not be conducted as part of this effort, but Dudek biologists will review the site for potential areas that might require a delineation in the future or meet MSHCP Section 6.1.2 criteria.

MSHCP Focused Surveys. Portions of the 179-acre site require focused surveys for Narrow Endemic Plant Species Survey Area (NEPSSA) plant species and burrowing owl in accordance with MSHCP guidelines. Both of the survey areas overlap, but must be conducted separately to meet MSHCP requirements. Based on a review of the MSHCP data, it appears that approximately 45 acres of the smaller 55-acre parcel and 10 acres of the larger 124-acre parcel will require surveys (55 acres total).

Burrowing Owl. Dudek will conduct a habitat suitability assessment during the site visit described above. Based on our review, it is assumed that suitable habitat is present on site, therefore triggering the need to conduct focused burrowing owl surveys in order to comply with Section 6.3.2 of the MSHCP. Dudek will conduct a burrowing owl survey in accordance with the 2006 County of Riverside MSHCP Burrowing Owl Guidelines. The survey methods include conducting four focused surveys between March 1 and August 31.

As part of this task, Dudek proposes to conduct four surveys for burrowing owl and sign (i.e., owl pellets, prints, molting feathers, abundant insect remains, etc.). The survey would include an assessment of all portions of the site with suitable habitat (i.e., open habitat and land covers with suitable burrow resources) while walking the site along approximate 30-meter transects. While conducting the survey, all suitably sized burrows, crevices, pipes, etc. would be thoroughly inspected for burrowing owl sign. If owls or occupied burrows are located, they would be mapped using GPS. Notes will be taken regarding site-specific characteristics of the sighting or burrow location, type of owl sign present at the burrow, number of individuals observed, age class of owls, and behavior of owls (e.g., foraging, roosting, feeding young, bringing food to burrow) if present. This survey method would allow for 100% coverage of the project area. Because owl sign may be washed away during heavy rains, survey efforts would not occur within 7 days of a heavy rain (i.e., over 0.5 inches within a 24-hour period). Following this assessment, three additional surveys would be conducted at approximate 7-day intervals following the described methods where suitable burrow resources are present.

It is assumed that the entire site (55 acres; 9 miles of transects) would need to be covered during the initial survey effort, but that only ½ of the site (27 acres; 4.5 miles of transects per survey) would support burrow complexes necessitating the final three surveys.

NEPSSA plants. Dudek reviewed the list of species that would be required to be surveyed for under the Western Riverside MSHCP. Based on this list, the blooming periods for the species, and the habitat requirements of the species, two survey passes (spring and summer) would be required to adequately survey for them.

Focused special-status plant surveys will conform to CNPS Botanical Survey Guidelines (CNPS 2001); Guidelines for Assessing the Effects of Proposed Projects on Rare, Threatened, and Endangered Plants and Natural Communities (CDFG 2000); and Guidelines for Conducting and Reporting Botanical Inventories for Federally Listed, Proposed, and Candidate Plants (USFWS 2000). One botanist will conduct the survey per pass. All plant species encountered during the field surveys will be identified to subspecies or variety, if applicable, to determine sensitivity status. Moreover, all plant species encountered in the field will be recorded for inclusion in the Biological Resources Report to be completed that will include the methods and results of the rare plant surveys. Latin and common names for plant species with a California Rare Plant Rank (CRPR; formerly CNPS List) will follow the California Native Plant Society On-Line Inventory of Rare, Threatened, and Endangered Plants of California (CNPS 2012). For plant species without a CRPR, Latin names will follow the Jepson Interchange List of Currently Accepted Names of Native and Naturalized Plants of California (Jepson Flora Project 2010) and common names will follow the United States Department of Agriculture (USDA) Natural Resources Conservation Service Plants Database (USDA 2010).

If target species are encountered, field personnel will record data points demarcating the edges of polygons and assess population numbers using a GPS with sub-meter accuracy (i.e., Trimble® GeoXT) and a data dictionary. The data dictionary will include, at a minimum, the species name, the number or range of individuals, and the botanist collecting the data. Each special-status plant that is encountered will also be photographed. Characteristics of each location will be documented in field notes. Additionally, invasive/non-native species that are encountered in the survey area will also be documented for later reporting. Our scope assumes the entire 55 acres will be surveyed in one person day.

Reports. For the 179-acre area, Dudek will prepare a biological resources technical report for submittal to the City for review and ultimately for the future developer to use for their CEQA documentation once the specific land uses are identified for the 179-acres. The report will include a discussion of the survey methods according to the appropriate protocol and adequacy of the surveys. Vegetation communities and special-status botanical and wildlife resources will be described in terms of their regional significance and presence on site, including an estimate of observed special-status species' population size and condition. A description of each vegetation community mapped within the project area will include information found in a literature review as well as project-specific data recorded in the field, such as general species composition, a brief description of location, and any notes pertaining to habitat quality or level of disturbance.

All botanical and wildlife resources observed or with potential to occur on site with any reasonable potential to constrain the project will be addressed in the report. A table summarizing the special-status plant and wildlife species that occur in the project vicinity, but which have no reasonable potential to occur or otherwise constrain the project, will be included but not discussed further. Graphics will be included that show the extent of each vegetation community mapped within the project area, as well as any special-status plant or wildlife species observed. Graphics will also be provided to identify the location of the potential mitigation sites evaluated. All plant and wildlife species encountered and identified will be recorded to include as an appendix to the biological resources technical report prepared.

The report will include an analysis of the project in terms of the City guidelines and the Western Riverside MSHCP. Graphics will be prepared to illustrate the location of the site, the existing biological conditions and the proposed project impacts. A draft of the report will be provided to the City for review. This scope includes one round of review by the City.

B.3.2 Phase I Environmental Site Assessment. Future project-specific CEQA analysis for the 179-acres will require an assessment of the site being located on a known and listed hazardous materials database. In order to assist with that future documentation prepared by the developer of the 179-acres, Dudek will conduct a Phase I Environmental Site Assessment (ESA) for the 179-acre project area located on and near 1011 N. Orange Street in Riverside, California. The properties included within the 179-acre project area include all or part of Assessor Parcel Numbers 206-070-002, 206-070-003, 246-060-011, and 246-060-001.

The Phase I ESA will be conducted in accordance with ASTM Standard E 1527-13. The Phase I ESA investigation will include a computerized database search of regulatory agency records to see if there are currently, or were previously, any reports of hazardous materials contamination or usage at the site or contamination at other sites within the search radius, a review of appropriate and available regulatory agency files for up to five sites, a review of previous site reports, a review of historical aerial photographs and topographic maps, a review of available Sanborn fire insurance maps and City Directory listings, an interview with the current owner and tenants of the subject property, and a site inspection. Dudek assumes that access to the site and any structures at the site will be granted at the time of the site inspection, contact information for the interviews will be supplied, and that previous environmental reports for the site will be provided for review.

The findings of the investigation will be summarized in a Phase I ESA report. An electronic copy of the Phase I ESA report will be submitted. If the findings of a Phase I ESA report indicate a potential impact of hazardous wastes or materials on the subject property, the report will also contain recommendations for further work related to sampling, mitigation, and/or human health risk analyses.

B.3.3 Archaeology. The proposed 179-acre development will require a Phase I cultural resources inventory consisting of a records search, Native American Heritage Commission (NAHC) coordination, an intensive pedestrian survey, and documentation of study results in a technical report. It is assumed that the records search cost will not be more than $400 in direct costs. We will also complete a separate NAHC coordination effort for the proposed development. Following pre-field archival research, we will complete an intensive pedestrian survey of the entire 179-acre project area with surveyor transects spaced no more than 15 meters apart. A Native American monitor will accompany the survey crew. All cultural resources will be recorded on appropriate Department of Parks and Recreation (DPR) 523-series forms. It is assumed that no more than 5 new cultural resources will be identified requiring formal recordation. This scope does not include the cost of any potential significance evaluations since they are resource-specific and are based on negotiation with the City and Native American stakeholders, if necessary. The results of the inventory will be documented in a formal Archaeological Resource Management Report (ARMR) according to City guidelines and preferences. This report can be used by the future developer of the 179-acres to analyze cultural resources constraints and potential impacts, and to propose appropriate mitigation.

B.3.4 Paleontology. Dudek will complete an assessment of paleontological resources on the 179-acres that can be used for future project-specific CEQA analysis. Dudek will complete a paleontological resource assessment to be the proposed 179-acre development. The assessment will include a review of relevant published geological reports and maps, review of existing documentation on file with the City, a formal records search at the San Bernardino County Museum, and a pedestrian survey of the 179-acre site. The information and data gathered will be used to determine the sensitivity of the geologic units underlying the projects and the likelihood that proposed activities would impact paleontological resources. Mitigation measures will be recommended, as necessary, to minimize any adverse impacts to paleontological resources. We assume that the City will provide existing Paleontological reports relevant to the proposed project area.

B.3.5 Noise. For the portion of the project involving master planning services for 179 acres of vacant property within the Northside Neighborhood, existing land uses will be identified, and a noise measurement survey on-site and at adjacent, representative land-sensitive uses (i.e. residences, parks etc.) will be conducted at up to six (6) locations. Constraints on proposed future land uses (in the form of project setbacks, or maximum allowable noise levels) will be estimated, using available land use plans and City of Riverside General Plan Noise Element and Municipal Code Noise Ordinance noise standards. Potential noise impacts from project-related motor vehicle traffic will be assessed using the project's Traffic Impact Analysis and the Federal Highway Administration's TNM 2.5 traffic noise prediction model. Noise mitigation measures will be recommended as necessary. The results of this analysis can be used by the future developer to determine what extent of land uses can be proposed on the site that either do or do not exceed City Noise Standards. This documentation will help with future CEQA analysis documentation.

The technical reports described above will be provided to the City in draft form. City staff shall review them and provide comments to the Project Team within 10 days of receipt. Project team shall revise as needed, and submit final versions of the technical reports.

Deliverables from Project Team:

- *Northside Neighborhood 179-Acre Site Preparatory Technical Studies*

City Responsibilties:

- *Review and comment on Preparatory Technical Studies*

B.4 INTERNAL WORKING SESSION (VISIT #2). Upon completion of the analysis studies and technical memos the Project Team will convene in Riverside to conduct a three-day working session with staff. The working session will seek to finalize the "road map" and approach to completing the SmartCode Specific Plan, the Form-Based Code, and the environmental documentation for the project, as well as kickoff the Speaker's Bureau series.

B.4.1 Internal Working Session. Working iteratively with staff, the Project team will work to discuss, frame, and determine the following project components:

- "Degree of Change" analysis that seeks to describe the level of change anticipated for the different areas within the Specific Plan project area and where and how this change may deviate from the guidance provided by the 2007 General Plan, in order to establish an appropriate baseline for CEQA documentation and effectively time the charrette process;
- A detailed approach to the Task C Charrettes, including a detailed strategy for leveraging community assets to document existing community character, and a workable subdivision of the project area into four subareas;
- A Transect framework and coding approach, including establishing an appropriate FBC platform (ie SmartCode and/or other) and Table of Contents, strategy for Title 19 integration, and zoning applications for the different kinds of parcels and conditions found within the project area;
- A detailed approach to completing the Specific Plan and CEQA analysis in tandem in order to meet the 20-month project schedule.

B.4.2 Advisory Group Working Session (#1). The Project Team will convene the Advisory Group to introduce the project and to discuss the preliminary analysis findings.

B.4.3 Evening Forum (Speaker's Bureau). The Project Team will convene the first public Speaker's Bureau to focus on Form-Based Coding Best Practices. Elizabeth Plater Zyberk will be featured as a speaker for this forum. This engaging session is anticipated to provide the community with an introduction to Form-Based Codes, present one or more case studies relevant to the Specific Plan, and provide a forum for discussion of community interests and concerns with regard to FBCs.

Deliverables from Project Team:

- *Working Session Meeting Notes*
- *Advisory Group Working Session #1 Meeting Notes*
- *Evening Forum Presentation*

City Responsibilities:

- *Provide location for working session and evening forum*

B.5 APPROACH TO COMMUNITY CHARACTER, FORM-BASED CODE, AND SPECIFIC PLAN. Within four weeks of the Internal Working Session, the Project Team will draft an Approach to Community Character, the Form-Based Code, and the Specific Plan. The document will outline and memorialize the decisions made during the Internal Working Session and establish an agreed-upon "road map" for the project moving forward.

B.5.1 Draft Approach to Community Character, Form-Based Code, and Specific Plan. The Project Team will prepare a draft of the Approach for Staff Review. City staff shall review the approach and provide comments to the Project Team within 10 days of receipt.

B.5.2 Final Approach to Community Character, Form-Based Code, and Specific Plan. The Project Team will revise the draft Approach based on Staff comments (76 hours max.) and prepare a final draft of the Approach. The draft Approach will be made available for public review on the City's website.

Deliverables from Project Team:

- *Draft Approach to Community Character, Form-Based Code, and Specific Plan*
- *Final Approach to Community Character, Form-Based Code, and Specific Plan*

City Responsibilities:

- *Review and comment on draft Approach to Community Character, Form-Based Code, and Specific Plan*

Task C: Charrettes

Months 5-12: October 2014 – April 2015 (32 weeks)

INTENT. To provide a community-driven process for urban design visioning, testing of the Code framework, and discussion of community revitalization and improvement strategies through a series of multi-day design charrettes.

Four, five-day charrettes will be conducted for the project area. The Project Team will work with City Staff to determine a detailed approach to subdividing the project area during Task B. Each charrette will be preceded by a 1-2 day community workshop. Each charrette provides an opportunity to engage and include local stakeholders and neighborhood organizations as well as leverage ongoing local efforts and resources in building the Specific Plan and FBC content. The work would be prioritized to reflect the anticipated degree of change discussed in Task B, in order to allowing the CEQA documentation to effectively dovetail with the production of the Specific Plan and help towards meeting the anticipated 20-month schedule. The Northside Neighborhood and 179 acres of City-owned property would be a focus of the initial City Center Charrette.

The Team understands that not all neighborhoods and districts have the same role or function within the community, each with its' own identity, challenges, and long-term goals. The Project Team, led by LWC will work with the community and Team at the charrettes to develop revitalization strategies tailored to the community vision for each neighborhood/district.

Anticipated Charrette Subareas. Subareas will be adjusted to reflect Council Wards to ensure Council participation during charrettes.

1. City Center:

   Neighborhoods include Northside, Downtown, Eastside, Hunter, and University

   Existing Specific Plans include Downtown, Marketplace, University Avenue, Hunter Business Park (and the Northside Neighborhood Community Plan)

2. Central Corridors and Environs:

   Neighborhoods include Wood Streets, Victoria, Magnolia Center, Ramona, Casa Bianca, and Presidential Park

   Existing Specific Plans include Magnolia Avenue, Indiana Corridor, Riverside Auto Center

3. Southern Corridors and Environs:

   Neighborhoods include Sierra, La Sierra South, Arlington, and Arlington South

   Existing Specific Plans include Citrus Business Park Specific Plan

4. Jurupa/Arlington and Sycamore Canyon:

   Neighborhoods include Airport, Arianza, and Sycamore Canyon

   Existing Specific Plans include Sycamore Canyon, Sycamore Canyon Business Park, Canyon Springs.

C.1 INITIAL COMMUNITY WORKSHOPS (VISITS #3,5,7,9). The Project Team, in coordination with City Staff, will facilitate and conduct a series of meetings and stakeholder interviews over a one- to two-day period to be held on-site in the respective subarea of Riverside. These workshops will occur, on average, 4-6 weeks prior to the 5-day Community Charrette described in Task C.2. The purpose of the Initial Public Workshop will be to confirm the team's understanding of community issues, study-area characteristics and regional concerns and opportunities and also hear from the community about their specific concerns and desires. The primary objective of these sessions will be to listen and confirm a common understanding of project issues and opportunities. The Workshop will include one-on-one stakeholder meetings with focus group meetings that may combine certain disciplines or interest groups drawing from the Stakeholder Database prepared during Task A. Meetings will provide opportunities for stakeholders and focus groups to convey and discuss issues, constraints, and opportunities. Events will culminate in a Community Workshop, and will generally include:

C.1.1 Scheduling and Logistics. Prior to the Workshop, the Project Team will work with City Staff to finalize the schedule for the working session, conduct outreach to the community and stakeholders, and coordinate with Staff in securing a suitable location for the public presentations. Relevant background information will be packaged for dissemination on the City's website. City staff shall review the draft Workshop agenda and provide comments to the Project Team within 5 days of receipt.

C.1.2 Stakeholder interviews during the morning and early afternoon of Day 1. Stakeholders will be determined in advance with City staff as described above and interviews scheduled as part of the first day of the Initial Public Workshop. Questionnaires will be prepared for each interview to provide general guidance for the interviews and to ensure that the information received is as complete as possible. City staff will review draft Stakeholder questionnaires and provide comments to the Project Team within 5 days of receipt.

C.1.3 Community Open House (Community Character in a Box) in the evening of Day 1. The Project Team will provide a presentation of the project specific to the project subarea and a discussion of preliminary analysis findings, and engage the community in visioning activities including our "Community Character in a Box" process. The "Community Character in a Box" provides local stakeholders with a toolkit that can be utilized to document community character and identify assets, constraints, and opportunities for improvement in each neighborhood, and conduct photo documentation of characteristics that are both typical and unique within a given area. Interested stakeholders can be provided the toolkit as "homework" to return at the beginning of the subsequent charrette.

C.1.4 Evening Forum (Speaker's Bureau 2-5). The Project Team will continue the Evening Forum series in the evening of Day 1, providing an opportunity to attract a large crowd to the Community Open House and further opportunities for project education and discussion. Topics will be determined through further discussions with Staff.

C.1.5 Follow-up Working Session with City Staff. The Project Team will conduct a working session with City Staff to refine and update the overarching project goals based upon the initial data collection efforts, and analysis. This working session will provide an opportunity to discuss the 5-day design charrette and logistics in detail, finalize the schedule of events, and brainstorm initial concepts and key milestones to be developed during the charrette.

Deliverables from Project Team:

- *Draft and Final Initial Community Workshop Agendas (4)*
- *Draft and Final Stakeholder Questionnaires (4)*
- *Stakeholder Meeting Notes (4)*
- *Community Character in a Box (4)*
- *Evening Forum Presentation (4)*
- *Follow-up Working Session Meeting Notes (4)*

City Responsibilities:

- *Review and comment on Draft Initial Community Workshop Agendas (4)*
- *Provide location for Initial Community Workshops (4)*
- *Review and comment on Draft stakeholder questionnaires (4)*
- *Staff attendance and presence at initial community workshop activities (4)*

C.2 5-DAY COMMUNITY DESIGN CHARRETTES (VISITS #4,6,8,10). The Project Team will conduct a five-day community charrette for each subarea (4 total) as the centerpiece of the community engagement and coding process, organizing the charrette with local coordination support from the City. During the charrette, vision and coding alternatives will be initiated, explored, and developed through a series of feedback loops with the community.

The Project Team will bring to each charrette the Code framework, the underlying technical analysis, and the local stakeholders' "Box" results to begin this effort. As alternatives for the project area are developed, initial estimates of traffic, air quality, population, economic, and other impacts can be assessed to assist in evaluating different scenarios, and potential ways in which the Green Action Plan can be implemented can be tested. In this way the vision (including what is brought forward from the existing Specific Plans, if applicable) can be developed and refined to inform the elements of the Form-Based Code.

Specific components of each Community Design Charrette will include:

C.2.1 Pre-charrette Scheduling and Logistics. Prior to the charrette the Project Team will work with City Staff to refine the charrette schedule, and coordinate with Staff in securing a suitable venue to host the design team and public events during the charrette. The summary materials from the preceding workshop will be packaged and made available on the City's website prior to the start of the charrette. City staff shall review a draft Charrette agenda and provide comments to the Project Team within 5 days of receipt.

C.2.2 Pre-charrette Planning and Community Outreach. The Project Team will conduct outreach to the community and local stakeholders in advance of the charrette (as generally described above in Task A) in order to ensure participation in the various events of the charrette. The Project team will also assess translation needs for each charrette in order to provide facilitation as appropriate.

C.2.3 Kick-off presentation of Analysis and Design Concepts. The Project Team will conduct a presentation providing an overview of the analysis and focused studies, initial design concepts and diagrams for discussion with the community.

C.2.4 Charrette Events. During the charrette, interaction will be facilitated by the public outreach team so that participants are engaged and informed of the various activities and outcomes of the charrette process. As concepts are developed the Project Team will work iteratively to develop coding alternatives that feature land use options and circulation improvements consistent with and that reflect stakeholders' goals, while weighing the results of the market demand analysis and other focused Task B studies. Potential program and employment figures will be estimated for each alternative and represented with supporting maps and illustrations.

Alternatives will be reviewed at interim public "open house" events throughout the week, providing opportunities for feedback to inform their development. A series of "brown bag" lunch presentations or activities will also provide an opportunity for focused discussion on a series of topics relevant to the Specific Plan, determined in coordination with City Staff. Topics might include the following:

- The ABCs of Neighborhood Revitalization
- Economic Development and Job Creation
- Green Action Plan Implementation and Sustainability
- Creating pedestrian-friendly streets and districts

April Economides will organize bicycle and walking tours as part of the neighborhood charrettes to identify locations for bicycle, pedestrian, and placemaking improvements, as well as organize temporary parklets, public plazas, and/or other public space or transportation demonstrations (such as a separated bike lane) as determined through the charrette processes. With business stakeholder input and buy-in, April will strategize and recommend policies, programs, and activities for future implementation in Riverside – meanwhile inspiring them to implement low-hanging fruit actions during this process to build momentum and experience immediate benefits.

The Team understands that not all neighborhoods and districts have the same role or function within the community, each with its' own identity, challenges, and long-term goals. The Project Team, led by LWC will work with the community and Team at the charrettes to develop revitalization strategies tailored to the community vision for each neighborhood/district.

C.2.5 Closing Presentation. The Project Team will prepare and deliver a closing presentation to the community summarizing the progress during the charrette.

C.2.6 Advisory Group (#2 through 5) and Staff Debriefs. On the final day of the charrette the Project Team will convene the Advisory Group to discuss and review the outcome of the charrette, and symbolically "pass the torch" to the next charrette location.

Deliverables from Project Team:

- *Draft and Final Charrette Schedules (4)*
- *Charrette Presentations (at least 1 at each charrette)*
- *Advisory Group Meeting Notes (4)*

City Responsibilities:

- *Review and comment on draft charrette schedules (4)*
- *Provide location for Charrettes (4)*
- *Staff attendance and presence at charrettes (4)*

C.3 CHARRETTE SUMMARY REPORTS

The Charrette Summary Report will summarize the background research and analysis, input gathered from the community and stakeholders, and describes the preferred alternative(s) in preparation for the Specific Plan. One Charrette Summary Report will be prepared for each Charrette. The Master Plan for the 179 acres of the Northside Neighborhood would be given special attention in the appropriate Charrette Report.

As part of the Charrette Summary Report, LWC will document community revitalization goals and develop a preliminary list of opportunity sites and revitalization strategies. Strategies may include, but are not limited to, recommendations for public/private partnerships, entrepreneurial/innovation spaces, modifications to City policies and regulations to mitigate development/revitalization constraints, marketing and branding, or public realm improvements.

C.3.1 Prepare Charrette Summary Report. Following each charrette the Project Team will assemble a Charrette Summary Report that summarizes the work prepared during the charrette. City staff shall review the draft Charrette Summary Report and provide comments to the Project Team within 10 days of receipt.

The Charrette Summary Report will include:

- Relevant Analysis summaries
- Stakeholder interview and Charrette Activity summaries
- Illustrative plans and perspectives depicting the preferred charrette alternative(s) for the project area
- Program Summaries
- Regulating Plans, Transect Zones, and related FBC components for the project area
- Infrastructure Improvements memo
- Green Action Plan Implementation memo
- Market Strategy and Revitalization Strategy memo
- Implementation Plan summary

C.3.2 Staff Meeting to discuss Charrette Summary Report (as needed). Following the charrette the Project Team will conduct a working session with City Staff, if needed, to discuss the preferred alternative(s) and strategize on any development necessary prior to initiation of the Charrette Report.

C.3.3 Survey and Web Outreach. The Project Team will distill the content from each Charrette Report and disseminate it back into the broader community through the MetroQuest online tool for additional feedback and to direct the further development of the charrette content for the Specific Plan.

Deliverables from Project Team:

- *Draft and Final Charrette Summary Reports (4)*
- *Metroquest Charrette Outreach in digital format*

City Responsibilities:

- *Review and comment on draft Charrette Summary Reports (4)*

Task D: Northside Neighborhood Entitlements Package

Months 7-9: December 2014 – February 2015 (12 weeks)

INTENT. To assist the City with the preparation of a Developer Request for Proposals and related processes to entitle and sell 179 acres of City-owned property.

Based on the City's direction that a developer RFP would be issued in the 9th or 10th month of the work on the Smart Code Specific Plan, our Team expects that the following deliverables and actions would be complete to accompany and support the RFP:

- An illustrative master plan and vision plan for the City-owned properties and context area, developed in collaboration with the community through Charrette #1, with a demonstrable degree of general community support.
- A development program for the properties – almost certainly expressed in terms of ranges of acreages and intensities of land uses and land use mixes – including a range of residential and commercial

development types as well as parks, open space and civic facilities – suitable for preparation of initial proformas and value calculations by interested developers.

- A conceptual regulating plan, correlated to existing and potential future general plan designations and to the draft form-based zones that will be under preparation at that point in the process.
- A CEQA project description, as a subset of the Northside Community project description and within the overall Smart Code Specific Plan project description, which will by that time have been issued as supporting documentation for the Notice of Preparation.
- A City Council action – not "approval" – directing staff to a) proceed with the PEIR for the Smart Code Specific Plan based on the recommended vision/illustrative plan, development program and draft regulating plan.

Our Team would expect that as the 9th month horizon approaches we would be in close consultation with City staff, and that our entitlement and economic advisement team would provide a general assessment of the potential additional value (land price) that might be captured if the issuance of the Developer RFP were deferred until the entitlements for the City-owned properties were more fully perfected.

D.1 APPLICATION SUBMITTAL PARAMETERS

D.1.1 Infill Community Plan Strategy. It is anticipated that while the charrette process for the 179 acres will establish a preferred City vision for the property and a suggested program and framework of potential land uses and activities, this large site would utilize an "Infill Community Plan" mechanism in the Form-Based Code that would allow the developer to determine the final details and disposition of their Regulating Plan. The Project Team will work to define the submittal procedure for applying the Infill Community Plan mechanism in the FBC and can establish a sample submittal package to guide the application. This will be summarized in a draft memo submitted to the City. City staff shall review the draft memo and provide comments to the Project Team within 10 days of receipt.

D.1.2 Project Branding, Outreach, and Strategic Positioning. The Project Team can assist the City to strategically position and brand the Request for Proposal process in order to communicate the City's goals and aspirations for the 179 acres to the development community. KMA will identify key strategies to attract the desired development program to achieve the highest and best use of 179-acre property and assure spin-off economic benefits for the surrounding Northside community, summarizing them in a memorandum. City staff shall review the draft memorandum and provide comments to the Project Team within 10 days of receipt.

D.1.3 RFP Strategy. KMA will prepare a recommended strategy to implement the preferred land use plan for the 179-acre property. The strategy will address the optimal approach to developer selection, key business terms for the public/private transaction between the developer and the City, and other action steps by responsible parties. A recommended action plan that will identify key action steps, priority projects, responsible parties, phasing, and prerequisites for development will be prepared. City staff shall review the draft action plan and provide comments to the Project Team within 10 days of receipt.

Deliverables from Project Team:

- *Draft and Final Infill Community Plan Strategy Memo*
- *Draft and Final Branding, Outreach, and Strategic Positioning Memo*
- *Draft and Final RFP Strategy Action Plan Memo*

City Responsibilities:

- *Review and comment on draft Infill Community Plan Strategy Memo*
- *Review and comment on draft Branding, Outreach, and Strategic Postioning Memo*
- *Review and comment on draft RFP Strategy Action Plan Memo*

D.2 DEVELOPER REQUEST FOR PROPOSALS

D.2.1 Project Description. The Project Team will assist the City with determining an appropriate project description for the 179-acre site, including a summary of the Technical Studies (prepared during Task B) that will be made available to the proposers, including any mobility parameters that can facilitate CEQA Streamlining under SB 743.

D.2.2 RFP Assistance. For the developer solicitation process, KMA will prepare a schedule of activities, a solicitation document (developer request for proposals [RFP]), and other supporting documents. A recommended distribution list will be compiled and KMA will assist the City in disseminating the RFP. The City will be responsible for reviewing the RFP responses, evaluating developer qualifications and proposed development concepts, interviewing potential developers and final selection of preferred development partner.

Deliverables from Project Team:

- *Draft Project Description*
- *Draft Developer Request for Proposals*
- *Recommended RFP Distribution List*

City Responsibilities:

- *Review of RFP Responses*
- *Evaluation of developer qualifications and proposed development concepts,*
- *Interviews of potential developers*
- *Final selection of a preferred development partner*

Task E: Specific Plan and Form-Based Code

Months 8-16: January 2015 – August 2015 (32 weeks)

INTENT. To draft a Specific Plan and Form-Based Code for the project area.

E.1 ESTABLISH SPECIFIC PLAN TOC, OUTLINE, AND STYLE SHEET

E.1.1 Establish Specific Plan TOC, Outline, and Style Sheet. The Project team will prepare a draft Table of Contents, Specific Plan outline, and Style Sheet for discussion with City Staff.

E.1.2 Staff Conference Call. The Project Team will facilitate a conference call with staff to discuss the Specific Plan outline and style sheet.

E.1.3 Final Specific Plan TOC, Outline, and Style Sheet. Staff will review the draft TOC, Outline, and Style Sheet and provide comments to the Project Team within 10 days of receipt. The Project Team will prepare a final version of the TOC, Outline, and Style Sheet based on staff comments.

Deliverables from Project Team:

- *Draft and Final Specific Plan Table of Contents, Outline, Style Sheet*

City Responsibilities:

- *Review and comment on draft Specific Plan TOC, Outline, Style Sheet*

E.2 PREPARE AND CIRCULATE ADMINISTRATIVE DRAFT SPECIFIC PLAN

The Specific Plan draft will include all components as required by California State Law. Development Standards will be organized as a Form-Based Code to be integrated directly into the City's Title 19.

While its format and content would not be finalized until Task B, we anticipate that it would include the following components:

E.2.1 Introduction. This section will include a summary of planning process, background, and description of existing physical, demographic and economic conditions, expanding upon content created for the Background Report and Charrette Summary Reports, General Plan consistency and existing regulatory framework.

E.2.2 Land Use & Program. This section would include an Illustrative plan of the preferred alternative that conveys the general form and character of the entire planning area under a theoretical build-out scenario, and a descriptive program including square footage and acreage of anticipated land uses. Text and illustrative descriptions of key project areas, elements, and proposed improvements, including public gathering spaces, private development projects, and proposed street frontages would be included. The content for this chapter would be organized and derived from the Charrette Summary Reports including additional feedback received through the post-charrette MetroQuest surveys.

E.2.3 Historic Resources. This section would address any built-in mitigation programs to address historic resources and create a set of comprehensive policies and procedures for treating historic resources that are part of development projects.

E.2.4 Mobility and Parking. This section would include a description of the identified multi-modal mobility infrastructure, policies supporting complete streets within the study area, and mapping depicting the mobility plan. Additionally, it will identify recommended parking improvements in the study area for incorporation into the plan based on the application of the GIS Parking Model, and parking management strategies. It will incorporate any recommendations related to mobility from other concurrent plans and studies (such as the Riverside Reconnects) to ensure consistency.

The project team led by FP will develop a calibrated travel demand forecasting model for the City that will be utilized to identify areas of potential congestion based on the final regulating plan for the project area. The section will discuss potential solutions to identified mobility impacts, including added infrastructure (pedestrian facilities, bicycle lanes, transit infrastructure, and additional roadway capacity), policy modifications, land use modifications, and other measures to mitigate significant impacts.

The required transportation infrastructure to support the Specific Plan will be identified along with rough “triggers” for when that infrastructure is needed. The project team will work with the City to identify an approach to estimate absorption of the plan and identify likely phasing of the needed infrastructure.

E.2.5 Infrastructure. This section will synthesize the results on the background material research and recommendations from the technical memo prepared in Task B into the Specific Plan. It will address phasing and capacities of proposed infrastructure build out for the appropriate systems: including: storm drainage, sanitary sewer, and water.

E.2.6 Implementation & Financing. This section will provide a strategy to implement the preferred Specific Plan in terms of both public improvements and private land uses, that will result in catalytic impacts and economic development benefits for the sub-areas and City as a whole. The implementation strategy will address both key action items and financing approaches., and be organized as a recommended action plan that will identify key action steps, priority projects, responsible parties, phasing, and prerequisites for development.

Major public improvements required in terms of type, magnitude, and approximate cost will be identified, and a menu methods of potential funding sources/mechanisms would be provided.

E.2.7 TDR Implementation Memo. Concurrent with the Specific Plan the Project Team will draft a memorandum that assembles the TDR valuation analysis, related analysis performed during the Charrettes, and makes recommendations for TDR implementation. City Staff will review the draft memo and provide comments to the City within 10 days of receipt for the Project Team to prepare a final memo.

Deliverables from Project Team:

- *Administrative Draft Specific Plan*
- *Draft and Final TDR Implementation Memo*

City Responsibilities:

- *Review and comment on TDR Implementation Memo*

E.3 ESTABLISH FORM-BASED CODE TOC, OUTLINE, AND STYLE SHEET

E.3.1 Establish Form-Based Code TOC, Outline, and Style Sheet. The Project team will prepare a draft Table of Contents, Specific Plan outline, and Style Sheet for discussion with City Staff.

E.3.2 Staff Conference Call. The Project Team will facilitate a conference call with staff to discuss the Specific Plan outline and style sheet.

E.3.3 Final Form-Based Code TOC, Outline, and Style Sheet. Staff will review the draft TOC, Outline, and Style Sheet and provide comments to the Project Team within 10 days of receipt. The Project Team will prepare a final version of the TOC, Outline, and Style Sheet based on staff comments.

Deliverables from Project Team:

- *Form-Based Code Table of Contents, Outline, Style Sheet*

City Responsibilities:

- *Review and comment on draft FBC TOC, Outline, Style Sheet*

E.4 PREPARE ADMINISTRATIVE DRAFT FORM-BASED CODE

While it is anticipated that the content and format of the Form-Based Code will be determined during Task B, the Code is anticipated to include the following regulatory sections:

E.4.1 General Provisions. This section would typically establish the authority and applicability for the Code and explains its relationship to the rest of Title 19.

E.4.2 General to Community Design. This section would typically provide guidance for community-scaled projects, and include standards for public realm elements associated with them, including thoroughfares and civic spaces.

E.4.3 Specific to Transect Zones. This section would typically include building form standards regulating building placement, parking placement and requirements, allowed frontages and encroachments, and allowed land uses. The zones will provide base and bonus intensities for use in a TDR program (see E.4.8 below).

E.4.4 Supplemental to Transect Zones. This section typically provides standards supplemental to Transect Zones, including Building type standards regulating allowable building types and their disposition, massing, and configuration; frontage standards regulating allowed frontages, and

E.4.5 Procedures. This section would typically establish review and application procedures for Form-Based Coding projects.

E.4.6 Definitions. This section would typically provide definitions and a glossary for terms specific to the Form-Based Code.

E.4.7 Regulating Plans. This section would provide regulating plans of the Specific Plan area.

E.4.8 TDR Integration. The Code will integrate, if applicable, standards and procedures for the TDR program.

Deliverables from Project Team:

- *Administrative Draft Form-Based Code*

City Responsibilities:

- *None*

E.5 REVIEW ADMINISTRATIVE DRAFT SPECIFIC PLAN AND FORM-BASED CODE. The Project Team will work with City Staff to review the draft Specific Plan and Form-Based Code.

E.5.1 Initial Staff Working Session (Visit #11). The Project Team will meet with City Staff to walk through the Administrative Draft Specific Plan and Form-Based Code.

E.5.2 Followup Staff Working Sessions. The Project Team will meet with City Staff up to three additional (3) times to discuss the draft Specific Plan and Form-Based Code. Assume remote meetings.

E.5.3 Advisory Group Meeting #6,7 (Visit #12). The Project Team will facilitate up to two meetings with the Advisory Group to review and discuss the draft Specific Plan and Form-Based Code

E.5.4 Advisory Group Meeting #8-9 (Visit #13). The Project Team will facilitate up to two additional meetings with the Advisory Group, as needed, to continue discussions on the Plan and Form-Based Code. Within 10 days of the final Advisory Group Meeting,

Deliverables from Project Team:

- *Advisory Group Meeting Notes*

City Responsibilities:

- *Provide meeting space for Advisory Group Meetings*
- *Staff comments on Administrative Draft Specific Plan and Form-Based Code*

E.6 PREPARE AND CIRCULATE PUBLIC REVIEW DRAFT SPECIFIC PLAN AND FORM-BASED CODE. The Project Team will work with City Staff to finalize the Draft Specific Plan and Form-Base Code based on comments received from Staff and the Advisory Group.

E.6.1 Respond to Staff and Advisory Group Comments. The Project Team will respond to Staff and Advisory Group Comments and prepare a Public Review Draft Specific Plan and Form-Based Code (172 hours max).

E.6.2 Circulate Public Review Draft Specific Plan and Form-Based Code. The Project Team will circulate the Public Review Draft of the Specific Plan and Form-Based Code.

Deliverables from Project Team:

- *Public Review Draft Specific Plan*
- *Public Review Draft Form-Based Code*

City Responsibilities:

- *Comment on Administrative Draft Specific Plan and Form-Based Code*

Task F: PEIR Scoping and Program EIR

Months 6-13: November 2014 – August 2015 (40 weeks)

INTENT. To prepare a Program Environmental Impact Report (PEIR) for the project.

The completion of the CEQA analysis will occur in tandem, rather than subsequent to, the creation of the Master Plan and Specific Plan. A programmatic level analysis to identify potential impacts associated with the Smart Code Specific Plan as well as the Northside Neighborhood Vision will be prepared, utilizing the policies and guidelines developed in tandem with the Specific Plan and Northside Vision to create mitigation measures for the PEIR, so that essentially the Specific Plan and Northside Vision are self-mitigating documents.

The 179-acre site will be included in the PEIR, and analyzed in a programmatic nature as well, with the assumption that the level of detail or type of land uses on the 179-acre site can be developed in more detail once a developer is brought on board. In order to expedite the entitlements for the 179-acre site as much as possible, the scope prepares the biological and cultural resources reports necessary for any subsequent CEQA analysis for the 179-acre site in Task B. Once a developer acquires the site, and the planning and land uses for the 179-acres site are more flushed out, then a streamlined CEQA document hopefully utilizing CEQA Guidelines Section 15183.3 can be prepared. The analysis for some level of development on the 179-acre site will be included at a programmatic level in the PEIR, and where the physical site analysis has been conducted (i.e. biological and cultural) it will be included in the PEIR at a project-level analysis.

Per City direction on April 7th, 2014, the City will contract with Best, Best & Krieger (BBK) to provide legal review of all CEQA documents. This cost is not included in the scope and instead is the responsibility of the City.

F.1 PREPARATORY TECHNICAL STUDIES – SPECIFIC PLAN AND NORTHSIDE VISION. The following technical studies will be completed in support of the Smart Code Specific Plan and Northside Neighborhood Vision:

F.1.1 Air Quality and Greenhouse Gas Emissions. Dudek will prepare an analysis of the air quality and greenhouse gas emission potential impacts as part of the PEIR for the Smart Code and Northside Neighborhood Vision. The air quality analysis will focus on local and regional climate, meteorology and topography as they affect the accumulation or dispersal of air pollutants will be presented in the air quality section of the PEIR. Current air quality conditions and recent trends in the South Coast Air Basin and project area will be described on the basis of California Air Resources Board air quality monitoring data summaries. Federal, state and local regulatory agencies responsible for air quality management will be identified and applicable federal, state and local air quality policies, regulations, and standards will be summarized.

With regard to potential construction emissions, Dudek will focus on a qualitative analysis discussing the potential sources of air pollutant emissions and relevant mitigation measures. To the extent information is available, Dudek will quantify emissions associated with the construction under the Smart Code Specific Plan for one or two representative projects using the California Emissions Estimator Model (CalEEMod) land use and air emissions model. It is likely that Dudek would use default CalEEMod construction scenarios and values for this analysis.

The South Coast Air Quality Management District (SCAQMD) also recommends that a project's construction emissions be assessed with respect to the SCAQMD's "localized significance thresholds"

(LSTs). The LSTs are intended to assess whether development of a project—primarily the carbon monoxide (CO), oxides of nitrogen NOx, particulate matter equal to or less than 10 microns (PM10), and particulate matter equal to or less than 2.5 microns (PM2.5) emissions generated during construction—would cause or contribute to exceedances of ambient air quality standards at sensitive receptors near the project site. Due to the programmatic nature of the PEIR and the absence of sufficient detail, an LST analysis will not be performed for the project. Generally, the SCAQMD does not recommend LST analyses for plan-level CEQA documents.

Using CalEEMod, Dudek will estimate the operational emissions associated with existing (i.e., baseline) and proposed uses within the Smart Code Specific Plan area, including motor vehicles and area sources (e.g., space and water heating, landscape maintenance). It is anticipated that none of the uses would include large stationary sources (e.g., boilers) for which emissions would have to be estimated separately. Motor vehicle trip generation will be based on the results of the traffic impact analysis for the project. The net change in operational emissions (proposed less existing) will be compared to the SCAQMD emissions-based significance thresholds.

The air quality section will include a discussion of consistency with plans and strategies to meet ambient air quality standards for ozone and particulate matter, both of which are nonattainment pollutants in the South Coast Air Basin. Growth associated with the Smart Code Specific Plan and Northside Neighborhood Vision will be compared to the regional population and employment forecasts upon which the SCAQMD air quality plans are based. Lastly, the air quality section will include an evaluation of the project's cumulative air quality impacts. This evaluation will be based on the estimated emissions as a measure of whether implementation of these planning efforts would result in a cumulatively considerable contribution to the South Coast Air Basin's ozone and particulate matter nonattainment status, as well as consistency with underlying growth forecasts for the SCAQMD's air quality plans.

The greenhouse gas (GHG) section of the PEIR will include an assessment of the project in relation to the potential impacts on global climate change. This section will include a description of global climate change, summarizing the scientific and fundamentals and emission inventories at the national, state, and local levels. It will also include a summary of the key federal, state, and local regulatory actions as the regulatory setting for this topic.

Dudek will calculate the existing and proposed GHG emissions associated with construction and operation under the plans using CalEEMod in the same manner as that discussed under Air Quality. The estimated GHG emissions will reflect the GHG reductions associated with statewide measures, design or sustainability standards, and applicable Smart Code Specific Plan policies. The impact analysis will reflect Appendix G of the State CEQA Guidelines; specifically, whether a project would (a) generate greenhouse gas emissions, either directly or indirectly, that may have a significant impact on the environment and (b) conflict with an applicable plan, policy or regulation adopted for the purpose of reducing the emissions of greenhouse gases. The SCAQMD has not established GHG significance thresholds that would apply to a planning effort. We will work with City staff interactively to determine the appropriate threshold for evaluating GHG impacts. For budgetary purposes, we have assumed that a simple approach that does not involve extensive additional analysis can be used for evaluating the GHG impacts. It is anticipated that the approach may be more qualitative, focusing on the policies under the Smart Code Specific Plan as well as the City's efforts to implement sustainability measures and reduce GHG emissions, including but not limited to the Green Action Plan.

F.1.2 Archaeology and Paleontology. The Smart Code and Northside Neighborhood program level analyses will draw on existing cultural resources information, such as records searches and previously completed cultural resources studies relevant to each plan. However, it is anticipated that a records search update will be required for each in order to obtain the most current information on cultural resources known to exist within or near to the current project limits. While it is difficult to estimate the true cost of a records search update for large areas, we assume that records search fees for the Smart Code and Northside Neighborhood plans will not exceed $1,500. Dudek also assumes that the City will make available all of its relevant cultural resources information in order to properly gauge the scope of any required records search updates.

The City will likely require assistance in fulfilling its SB-18 Native American consultation obligations. To that end, at the City's request we will initiate correspondence with the California Native American Heritage Commission (NAHC). The NAHC will respond with a list of Tribes and individuals to contact that may have information on Native American resources within or near to the Project Areas. We will contact those entities in writing, electronically and by phone and forward ongoing correspondence to the City for their government-to-government consultation needs.

We will prepare a report documenting the results of an analysis of cultural resources constraints within the Smart Code Specific Plan and Northside Neighborhood Master Plan, including recommendations for additional work that may be necessary. This report will be used to prepare environmental documentation regarding analysis of impacts and mitigation.

We propose to complete Paleontological records searches and archival research for the Smart Code Specific Plan and Northside Neighborhood Vision. The documentation created for the 179-acre site outlined above can also be used to support the CEQA analysis related to paleontology for the Smart Code Specific Plan and Northside Neighborhood Vision.

F.1.3 Biological Resources. Dudek will complete a general programmatic review of the general Smart Code Specific Plan and Northside Vision areas. The analysis conducted in support of the PEIR includes an evaluation of existing biological data, performance of a brief, reconnaissance-level field visit to confirm the current validity of the existing data. Dudek will assess the current biological resources and the implications of any impacts associated with the Smart Code Specific Plan and Northside Vision. Programmatic mitigation measures related to biological resources will be established by Dudek and incorporated, as needed into the PEIR or planning documents.

F.1.4 Noise. As part of the EIR for the Smart Code Specific Plan and Program Environmental Impact Report with Northside Neighborhood Vision, Dudek will prepare an acoustical analysis evaluating noise impacts generated by temporary (construction, demolition) and long-term (traffic noise and on-site operational activities) associated with project.

For the Smart Code Specific Plan and Program Environmental Impact Report with Northside Neighborhood Vision portion of the project, potential noise impacts will be addressed on a programmatic level. The existing and future noise environments in the project areas will be described on a "macro" scale, and potential future land uses will be addressed in the context of the General Plan Noise Element noise standards and Noise/Land Use Compatibility guidelines.

The noise environment and regulatory background, analysis methodology, analysis results, impacts analysis and avoidance / mitigation measures will be summarized in the project's EIR.

F.1.5 Visual Simulations. Dudek has anticipated the need to show visual simulations in the Aesthetics section of the PEIR of some of the anticipated changes in land uses that could occur as a result of the Smart Code Specific Plan and Northside Vision planning processes. Dudek will create up to ten (10) photographic simulations for the proposed Smart Code Specific Plan and Northside Neighborhood Vision plan. Two views for each of five locations will be simulated. The 3d simulation will include existing site photographs as backgrounds and true scale 3d models for the proposed specific plan uses rendered into the background photos. These simulations will include proposed grading, paving, structures, walls, fences, and landscape, as available. Landscaping will only include trees and large shrubs and will be shown at 10 year growth. If the exact plant species shown in the landscape plan is not available, Dudek will match the plants shape and color. Only proposed facilities visible to the cameras will be modeled.

The photo locations for the simulations shall be from public vantage points. The exact location shall be determined by Dudek staff after field investigation and City of Riverside staff recommendations.

F.1.6 Transportation. The transportation study will provide the following elements:

- A review of existing conditions addressing roadways, transit, sidewalks, bicycle lanes, and other facilities. Existing transportation data collected during the preparation of the Specific Plan will serve as the primary source for this existing data.
- A review of existing regulatory constraints including any changes in CEQA thresholds and approaches as identified by SB 743, which may be implemented prior to the issuance of the NOP for this EIR
- An assessment of project trip generation using data provided by the Riverside County Travel Demand Model, as updated for use in this effort. Project trip generation will be provided for both the existing and project build out (by generalized land use type). This assessment of project trip generation will also evaluate likely trip reductions associated with land use internalization, travel demand management and parking management strategies.
- Project impacts will be identified for study facilities for Existing Plus Project and Buildout Year project scenarios. Impacts will reflect the City's adopted significance criteria, which may require updating based on the implementation of SB 743.
- Mitigation measures for any impacts will be noted which may include physical improvements, policy measures, trip reduction strategies, and other approaches as appropriate. Mitigation measures will be coordinated with Specific Plan elements identifying infrastructure improvements.

  The traffic study will also provide data suitable for inclusion in an Air Quality and Noise Studies. Specific data to be provided in the study would include but not be limited to the following:

- Daily roadway segment volumes for Existing, Existing Plus Project, and Buildout Year Without Project, and Buildout Year With Project scenarios
- Anticipated fleet mix for Existing and Buildout Year
- Speed limits for study area roadways
- VMT estimates for the Existing, Buildout Year Without Project, and Buildout Year With Project

City Responsibilities:

- *Provide site access and GIS data for the 179-acre site*
- *Legal review*

F.2 EIR PREPARATION. The following scope is based on our understanding of the project's anticipated environmental issues.

F.2.1: EIR Kickoff, Initial Study, and Notice of Preparation. The CEQA compliance process will begin with an EIR Kickoff meeting between the Dudek EIR team, the project team and City staff. Legal counsel will be utilized in the Kickoff meeting to discuss the approach and type of documentation for the 179-acre site and how that relates to the overall goal of the Program EIR for the Smart Code Specific Plan and Northside Neighborhood Vision.

The purpose of the kickoff meeting will be to finalize the project description and to review roles, communication procedures, and points of contact. We will also verify the technical reports being prepared by Dudek and discuss any outstanding information needed from the City in order to commence the EIR process.

Once agreement is reached on the project description for the Program EIR (PEIR), Dudek will begin preparation of the initial study/notice of preparation (NOP). The initial study will follow the City's approved format. The intent of the initial study is to document the areas that are expected to have less than significant impacts and document that determination with substantiation. Where it is not possible to make a substantive determination of the project's impacts, the initial study will identify issues that will be addressed in the forthcoming PEIR. Based on our experience, we expect the following issue areas to be found less than significant and therefore not to be discussed further in the EIR: agricultural/forestry resources and mineral resources.

The purpose of the initial study is to disclose to the public and decision makers the potential scope and issues to be addressed in the PEIR. The NOP is a notice that will accompany the initial study and be circulated for a 30-day public review period. The purpose of the NOP is to solicit input from the public or other agencies on the scope and content of the forthcoming PEIR. Dudek will prepare the draft NOP according to the City's standard format. It will be important to work out the timing of the release of the NOP with the public outreach meetings to be held related to the visioning and planning efforts for both the Smart Code Specific Plan and Northside Neighborhood Vision.

The project team assumes the City will reproduce and distribute the initial study/NOP to recipients on its distribution list as well as to the County Clerk and State Clearinghouse. The team will include three rounds of revisions to the initial study/NOP (two screenchecks and one final screencheck). Dudek will provide electronic copies of the screencheck initial study/NOP for review and approval.

F.2.2: Public Scoping. Public scoping for the project will consist of issuance of an NOP by the City and incorporation of comments received on the NOP as required by CEQA. For this effort, Dudek will coordinate and lead one public scoping meeting in coordination with the Planning Commission. The meeting will be initiated with an overview of the project description, the goals of the Smart Code Specific Plan and Northside Neighborhood Vision, and the PEIR scope of work, based on the initial study. Dudek will review the City's transcript of the meeting and ensure that topics introduced by the public are addressed in the draft EIR.

F.2.3: Preparation of Draft PEIR. Dudek will use input from the scoping process, including any public input from the planning process, as well as comments received during the NOP public comment period to prepare the screencheck draft PEIR. The draft PEIR will be prepared in conformance with the criteria, standards, and provisions of CEQA of 1970, the California Public Resources Code Section 21000 et seq., and the State CEQA guidelines.

During this task, the project description (derived from the Smart Code Specific Plan and Northside Neighborhood Vision) will be detailed in the draft PEIR. It is important that upon commencement of the draft PEIR, the project description be agreed upon and no significant changes be made to the project description. Changes to the project description or the scope of the project after the draft PEIR is underway can lead to schedule and budget augmentations. The technical reports outlined above will serve as the cornerstone to the PEIR analysis.

The draft PEIR will include the issue areas that the initial study determined could be potentially significant either with or without mitigation. Based on our understanding of the project so far, we anticipate that the EIR would address the following issue areas:

- Aesthetics
- Air quality
- Biological Resources
- Cultural resources
- Energy conservation

- Greenhouse gas emissions
- Hazards and hazardous materials
- Hydrology/water quality
- Land use
- Population/Housing
- Public Services
- Noise
- Transportation/traffic
- Utilities/service systems
- Cumulative impacts, Alternatives (up to four)
- Growth-inducing impacts/irreversible impacts.

The team will include three rounds of review and revisions to the screencheck draft PEIR by the City and its legal counsel. The final, third round of screencheck review is assumed to be the final approval of the proof copy, with no substantial changes made. Each screencheck will be delivered via email in Word and expect the City to utilize Track Changes in one consolidated document, to transmit comments and edits to the screenchecks. Upon approval of the draft PEIR to be released for public review, Dudek will prepare and provide the Notice of Completion (NOC) and executive summary to accompany the draft EIR for review and signature. Dudek assumes that the City will distribute the draft PEIR for public review, including the 15 electronic copies (compact discs) to the State Clearinghouse, and 15 copies of the executive summary. Our budget assumes 35 hard copies and 20 compact discs of the draft PEIR, including the technical reports as appendices. Dudek will provide a total of 20 CDs so that 15 can be sent to the State Clearinghouse along with the 15 hard copies of the executive summary. It is assumed that the City will provide all the documentation necessary to the State Clearinghouse. The City will be responsible for seeing that the NOC is posted at the County Clerk's Office as well as sent to the State Clearinghouse. Our scope also assumes that the City will also be responsible for notifying the public pursuant to CEQA Section 21092.

F.2.4: Preparation of Final EIR and Related Tasks. At the close of the public review period, Dudek will review the comments received and meet with City staff to develop the strategy for responding to substantial comments. Dudek will prepare draft responses to comments received on the draft PEIR and provide those responses to the City for review and comment. Dudek will incorporate two rounds of comments to the City's satisfaction to produce the "proof" responses to comments for final (third) review by the City. After City approval of the proof responses to comments, Dudek will produce final responses for distribution by the City no later than 15 days prior to the public hearing decision on the Final PEIR. The Final PEIR will include copies of all written comments received on the draft PEIR and responses to these comments (up to 400 overall individual comments are included in this scope, including comments received up to the final certification of the final EIR). If needed, Dudek will prepare an erratum from the draft EIR that incorporates minor changes, additional information, or corrections made from the draft EIR to the final EIR. The errata will be included in the final EIR. Dudek will prepare a screencheck errata document for review by the City and incorporate one round of comments to the satisfaction of the City to produce a proof copy of the errata for final approval prior to reproduction of the final EIR. It is assumed that no changes to the technical reports will be required at this stage of EIR processing. Dudek will not reproduce the PEIR document and technical appendices as part of the Final PEIR. Dudek will provide 35 hard copies and 20 compact discs of the final PEIR to the City.

CEQA requires the preparation and adoption of a mitigation monitoring and reporting program (MMRP) to address all mitigation measures required by the EIR (Public Resources Code 21081.6). Dudek will prepare a summary of the program and will prepare a matrix of mitigation measures that identifies (1) the agency/agencies responsible for their implementation and monitoring, (2) the monitoring and reporting schedule, and (3) completion requirements. The MMRP will be developed and finalized during the final phase of the final PEIR preparation. This task assumes two rounds of revision to the MMRP based on City comments. Electronic copies of the MMRP will be submitted for review and approval.

The City's standard format for findings will be used to prepare a version of a draft for the City to then review. Dudek will make one round of revisions to the Findings document based on legal and City comments. The City's format will also be used to prepare a draft statement (or statements) of overriding considerations (SOC), if it is determined to be warranted as a result of the EIR analysis. It is assumed that the City will sign the Notice of Determination (NOD) within 5 days of certification and provide to Dudek. Dudek will file the NOD with the County Clerk and State Clearinghouse.

Deliverables from Project Team:

- *Notice of Preparation/Initial Study*
- *Public Scoping Meeting presentation*
- *Screencheck Draft PEIRs (up to 3)*
- *Responses to PEIR Comments with erratum, if needed*
- *Final PEIR*
- *Mitigation Monitoring and Reporting Program (MMRP)*
- *Findings/SOCs*

City Responsibilities:

- *Renew and provide up to 2 rounds of comment on Initial Study, Screencheck Dreaft PEIR, response to comments, MMRP, and Findings*
- *Legal review*
- *Provide venue for Scoping meeting*
- *Provide digital GIS data on specific plan boundaries, infrastructure information, or other background information needed on city facilities for EIR analysis*
- *Signed NOD*

Task G: Specific Plan and Code Finalization

Months 16-20: August 2015 – December 2015 (16 weeks)

INTENT. To finalize the Specific Plan and Form-Based Code in preparation for adoption.

G.1 DRAFT SPECIFIC PLAN AND FORM-BASED CODE FINALIZATION

G.1.1 Preparation of Comment/Resolution Matrix. The Project Team will provide a final comment/resolution matrix to City Staff.

G.1.2 Conference Calls with City Staff to review comments and discuss revisions. The Project Team will host up to two conference calls with City Staff to review comments on the Specific Plan and Code and discuss revisions.

G.1.3 Preparation of Final Specific Plan and Form-Based Code. The Project Team will prepare a final Specific Plan and Form-Based Code (132 hours max).

Deliverables from Project Team:

- *Specific Plan and Form-Based Code Comment Resolution Matrix*
- *Final Specific Plan in .pdf and InDesign formats*
- *Final Form-Based Code in .pdf and InDesign formats*

City Responsibilities:

- *Attend up to two (2) conference calls to discuss revisions to the Specific Plan and Form-Based Code*

G.2 SUMMARY VISION POSTER AND SUPPORTING MEDIA

G.2.1 Summary Vision Poster. The Project Team will prepare an interactive rendering (164 hours max.) of the project area, using the material produced during the charrettes as a baseline and adding up to 4 aerial perspective views and accompanying eye-level perspectives. The renderings will be made available to the documentary filmmaker for incorporation into the promotional video (see task H.2.5). The final format of the deliverable will be determined during the course of the project.

G.3 PUBLIC HEARING(S).

G.3.1 Presentations to Planning Commission (Visits # 14,15). The Project Team will support City Staff in presenting the Specific Plan and Form-Based Code at up to two Planning Commission meetings.

G.3.2 Presentations to City Council (Visits #16,17). The Project Team will support City Staff in presenting the Specific Plan and Form-Based Code at up to two City Council meetings.

Deliverables from Project Team:

- *Summary Vision Poster and Supporting Media*
- *Planning Commission Presentation(s)*
- *City Council Presentation(s)*

City Responsibilities:

- *Scheduling and noticing for Public Hearings*

Task H: Community Engagement

Months 1-20: June 2014 – January 2016 (78 weeks)

INTENT. To provide ongoing community engagement activities throughout the duration of the project that are tailored to the key components of the work scope and the stakeholder groups identified in the Community Engagement Plan.

H.1 ONGOING COMMUNITY ENGAGEMENT ACTIVITIES.

H.1.1 Create and Distribute Collateral Materials. A set of easy to understand, and multi-lingual, collateral materials will be important communication tools for the public outreach effort. Materials will range from hand-outs to presentation boards and may include project brochures, project newsletters (direct mail hard copy and electronic bulletins), fact sheets, frequently-asked-questions (FAQ), PowerPoint presentations and public comment cards, frequent website updates, etc. Arellano Associates' staff has extensive experience in developing very creative and functional collateral materials in collaboration with Staff and the other members of the Project Team. All materials will be designed to be used in conjunction with other community outreach tools, such as social media and internet project tools that use innovative QR codes linking directly to the website. All collateral materials will be created with a uniform look to help create a project identity within the community.

City staff will review draft collateral materials and provide comments to the Project Team within 5 days of receipt of each deliverable.

H.1.2 Notification Strategies. The Project Team will develop outreach materials (up to XX hours) for each activity of the Community Engagement Plan including some combination of flyers, newsletters, and presentation materials.

The tools utilized may include but are not limited to the following:

- Newspaper Advertisements – Display ads placed in regional papers such as the Press Enterprise plus local weekly papers. Ads will also be placed in minority publications if deemed necessary.
- Public Access Venues – Hard copy notification materials can also be disseminated via City Hall, Chamber of Commerce, local schools, libraries, churches, and businesses.
- Social media – The project website and Facebook Fan page will be utilized to post meeting notification. Facebook ads can also be placed to increase public awareness. Links to project stakeholder web and social media sites will also be pursued to increase meeting visibility.
- E-Blasts – Extremely cost effective method to reach the project database.
- Banners/Signage on the Street – Can be a low cost solution to increase meeting awareness and reach the community and motorists that pass through the area daily.
- Stakeholder Interviews/Briefings – The project team can be made available to reach out to stakeholder groups and promote meetings in person.

City staff will review draft notifications and provide comments to the Project Team within 2 days of receipt of each deliverable.

H.1.3 Website. The Project Team will assist the City in developing and maintaining the content, graphics and materials needed to support the project webpage.

H.1.4 Social Media Strategy. The Project Team will provide up to 170 hours to utilize social media materials and to assist in creating press releases, notifications of project events and announcements of new project developments, including updated website content.

The following social media strategies are recommended:

- Facebook - Projects can be set up for fans to sign-up and track updated and useful information and have on-line discussions.
- Twitter - Integrated with all social media strategies, as an effective to disseminate real time information, updates and meeting reminders.
- Blogs - We will identify and follow public blogs that mention or focus on our project and provide input or assistance in organized responses or tracking.
- Electronic News Outlets - We will identify and monitor e-news outlets to capture project related articles as wells as utilize these sites to publicize project information and market the project social media sites.
- Chat Rooms/Discussion Boards – Our approach includes identifying and monitoring chat rooms and discussion boards to capture any information related to the project. Strategic consideration will also be given with City input on opportunities to start discussion threads on selected and vetted topics that may benefit from public dialogue.

H.1.5 Charrette and Public Workshop Assistance

The project team will provide coordination and logistics for up to four (4) community based design charrettes and four (4) public workshops.

For each workshop and charrette the Project Team will assist with the following:

- Work with the City to secure venues in the project area suitable for hosting the design team and public events.
- Outreach and coordination with local stakeholders and neighborhoods in preparation for each event. Assist City Staff to disseminate the charrette schedule and communicate to stakeholders when and what they should attend.
- Assess translation needs for each workshop/charrette and provide facilitation in appropriate languages.
- Coordinate charrette efforts with an "evening forum" for each of the workshops.

H.1.6 MetroQuest Surveys

The project team will enhance public outreach with the MetroQuest engagement tool that links directly to the project website. One survey will be created using the material from each charrette report and released for comment for a 30-day period.

The project team will coordinate with MetroQuest to create draft surveys for review by City Staff. Staff will review the Draft Project Management Plan and provide comments to the Project Team within 5 days of receipt. Project team shall revise as needed, releasing the survey online through the project website and placing it in key survey intercept locations in the City.

Deliverables from Project Team:

- *One project overview fact sheet*
- *Eblasts for each project charette (4 charettes)*
- *Project notice (resized to flyer or poster size as needed for 4 charettes)*
- *Topic specific fact sheets (2 versions)*
- *Powerpoint presentation deck (1 version)*
- *Design and placement of a newspaper ad design for charettes (1 design)*
- *Coordination and placement of cable slates and on websites/blogs*
- *Eblasts for project updates (1 per quarter – 7 total)*
- *Design of project street banner (printing and installation by City)*
- *Monthly coordination with City webmaster*
- *Coordination with City IT team on a monthly basis*
- *Implementation and use of MetroQuest for a 30-day period following each charette (4 rounds total)*

City Responsibilities:

- *Review and comment on draft collateral materials*
- *Review and comment on Draft Notifications*
- *Receive materials from Project Team and incorporate them into project website.*
- *Coordinate with Project Team on a monthly basis regarding Social Media Strategy*
- *Review and comment on draft MetroQuest surveys*

H.2 PROJECT COMMUNICATIONS AND AWARENESS PROGRAM.

H.2.1 Riverside Design Center: The Project Team will assist the City with staffing and maintaining a presence at a Design Center that will be established for the project. It is anticipated that the City will secure a storefront in Riverside that can be used to host key meetings and house drawings and other media related to the project. The Project Team will staff the Design Center for a total of 16 days; 8 days before or after charrettes and public workshops and an additional 8 days over the course of the project.

H.2.2 Ambassadors' Toolkit: The Project Team will develop a comprehensive tool kit to assist City staff and project representatives to serve as "ambassadors" to tell the project's story. The comprehensive tool kit will feature a standard presentation, collateral materials and project video. The tool kit will allow for project ambassadors to share project details with a wider audience through the development of a speakers bureau targeting community organizations, professional organizations, individual networks, and other audiences. The tool kit can be tailored to meet the needs of audiences at industry and trade conferences and for distribution to the media.

H.2.3 Speaker's Bureau: The Project Team will establish a speaker's bureau staffed with appropriate project representatives that will provide project presentations at key times during the project. The Project Team will provide coordination and logistics to provide five speaking engagements during the community workshops as well as up to 12 additional meetings/briefings/presentations to community organizations that may be needed (assume up to 3 additional meetings per charrette).

H.2.4 Mobile Outreach: The Project Team will attend and participate in up to 12 mobile outreach engagements (assume up to 3 mobile outreach opportunities per charrette). Mobile outreach will be conducted in community venues such as farmer's markets, holiday festivals, community fairs, concerts-in-the-park, and other similar seasonal and local events.

H.2.5 Public Process Summary Documentary: The Project Team will prepare a short summary video of the process. The video would be appropriate as a summary of the main ideas of the plan and the code, and a recap of the public process through which these were developed. The nature of the video could be promotional, describing Riversides aspirations and its strategies for achieving its goals for quality of life, prosperity, economic development and environmental improvement. Target audiences would include current and future city leaders and citizens, as well as businesses and developers considering investments in Riverside. The video will be around 15 to 20 minutes in length and of good professional quality and appropriate for airing on local public access television or showing at professional conferences.

The content would include a narrated illustrative presentation of the final plan and a number of the alternatives considered through the planning process, cut together with footage of key public meetings, charrettes, team working sessions and perhaps walking tours and other community activities.

The documentary will be prepared with the following features:

1. *Clear goals:* The objectives, key audiences, and general type and length of the video will be identified at the outset of the project.
2. *Experienced leader:* The editor/director will work with the project team to map out the activities to be taped and the approach to taping them.
3. *Complete taping:* Taping of all major public meetings and activities, and selected planning team and advisory committee meetings. An initial list of such activities, by task, follows.
4. *Professional editing:* Cutting the documentary together with graphics and illustrations prepared throughout the planning process, and adding narration and title graphics as appropriate.

Activities to be taped: An initial list of the main project activities to be taped, and an estimate of the hours of taping (generally with two cameras per hour) is as follows:

- Task A – Initiation: Some footage of initial team and city staff meetings, setting up the process. (Tape of the team interviews should be preserved for potential use in setting up the start of the project as well.) Estimate: 4 to 8 hours of taping.

- Task B - Analysis: Internal Working Session #1 and the Evening Forum. Some of the more photogenic activities of the existing conditions analysis, such as field investigation of the Northside Community Area. Estimate: 12 to 20 hours of taping.
- Task C - Charrettes: Each of the 4 Community Workshops and 4 Community Charrettes. High quality images of all progress and final documents will be collected for integration into video. Estimate: 12 to 16 hours of taping per Workshop and 20 to 30 hours of taping per Charrette; Total 100 to 150 hours of taping.
- Task D – Entitlement Package: If this task includes meeting in which the strategy for issuing a Developer RFP, some footage of those conversations may be of interest, depending on the type of documentary is intended. Estimate: 4 to 8 hours of taping.
- Task E – Specific Plan: Meetings in which major decisions are made regarding the direction for the plan and code may be of interest. Some short interviews with or narration by key team members or city staff. High quality images of all documents will be collected for integration into video. Estimate: 8 to 12 hours of taping.
- Task F – PEIR: Short interviews with or narration by key planning team members or city staff on main topics will be of interest. Estimate: 4 to 8 hours of taping.
- Task G – Final Documents: Tape of the public meetings and hearings, as well as tape of meetings between city staff, the planning team and the Advisory Group in reviewing drafts and making decisions. Estimate: 20 to 30 hours of taping.

Deliverables from Project Team:

- *16 days staffing for the Riverside Design Center*
- *Draft and Final Ambassadors' Toolkit*
- *5 Speaking Engagements as part of Community Workshops*
- *Up to 12 additional meetings/briefings/presentations*
- *Up to 12 mobile outreach engagements*
- *Public Process Summary Documentary*

City Responsibilities:

- *Secure and Maintain Riverside Design Center*
- *Review and comment on Draft Ambassador's Toolkit*

Task I: Project Administration

Months 1-20: June 2014 – December 2015 (ongoing throughout project)

INTENT. To provide ongoing project management and coordination throughout the duration of the project.

I.1 SUBCONTRACTING AND ADMINISTRATION. This task includes Project Team management of the subconsultant team.

I.2 EXTERNAL PROJECT COORDINATION. The Project Team will participate in quarterly working sessions with representatives of projects occurring in parallel with the Specific Plan, including the Riverside Restorative Growthprint and the Riverside Streetcar Feasibility Study. Assume six (6), 1-day meetings, up to four of which will be coordinated with other scope events.

I.3 INTERNAL PROJECT TEAM COORDINATION. This task includes general project meetings, conference calls, and project coordination for the duration of the project to ensure on-time and on-budget deliverables. Assume bi-weekly coordination meetings with the subconsultant team. Sargent Town Planning will be responsible for coordinating the efforts of the consultant team.

I.4 BI-WEEKLY PROGRESS REPORTS. Opticos Design and Sargent Town Planning will provide the City with regular (bi-weekly) progress reports regarding the progress of the project. The reports will transition to monthly progress reports at Month 14.

I.5 MONTHLY INVOICING AND ACCOUNTING. Opticos Design will provide monthly invoices to the City of Riverside.

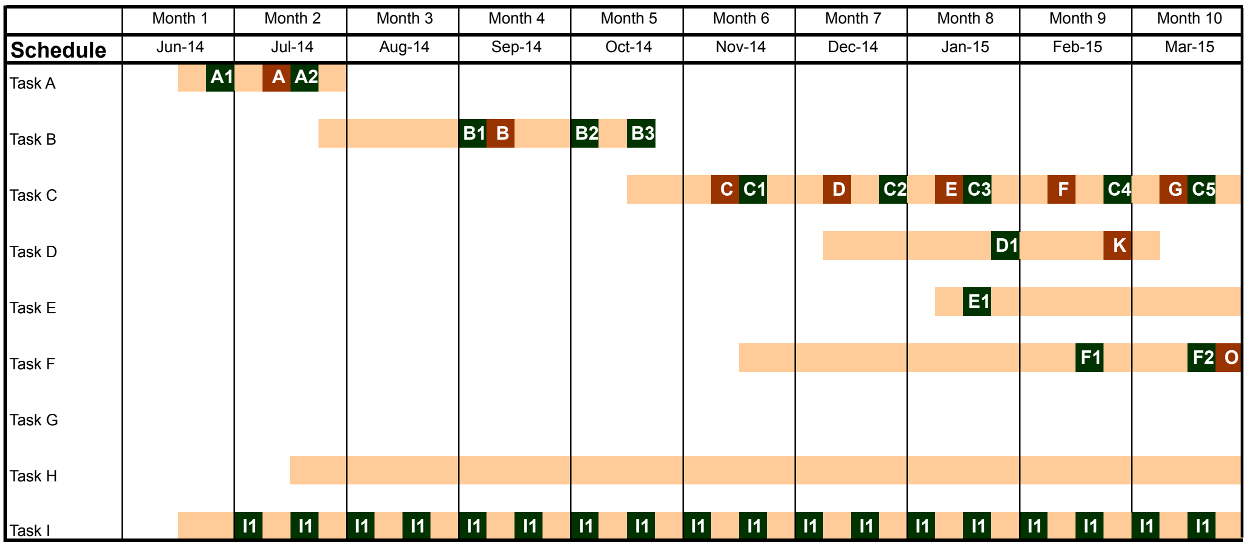
Deliverables from Project Team:

- *Bi-weekly progress reports*
- *Monthly Invoicing and Accounting*

City Responsibilities:

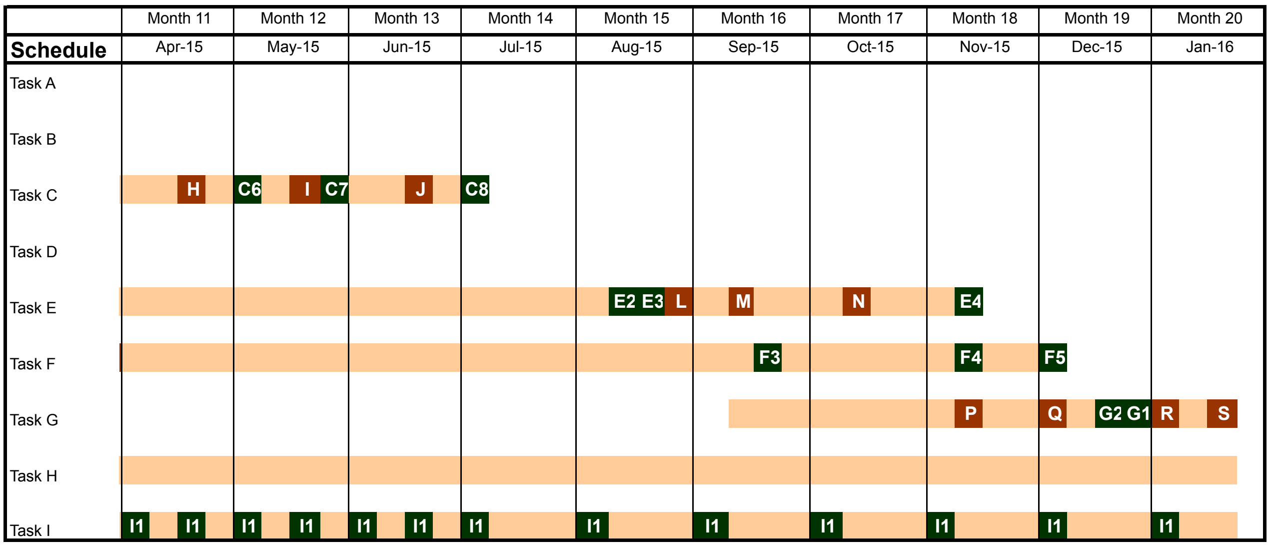
- *None*

SCHEDULE



Milestones

A	A: Kickoff Meeting and Initial Site Tour (Visit #1)
B	B: Internal Working Session, Advisory Group Meeting #1, Evening Forum #1
C	C: Community Workshop #1, Evening Forum #2 (Visit #3)
D	C: 5-Day Community Charrette #1, Advisory Group #2 (Visit #4)
E	C: Community Workshop #2, Evening Forum #3 (Visit #5)
F	C: 5-Day Community Charrette #2, Advisory Group #3 (Visit #6)
G	C: Community Workshop #3, Evening Forum #4 (Visit #7)
H	C: 5-Day Community Charrette #3, Advisory Group #4 (Visit #8)
I	C: Community Workshop #4, Evening Forum #5 (Visit #9)
J	C: 5-Day Community Charrette #4, Advisory Group #5 (Visit #10)
K	D: Developer RFP for Northside Neighborhood 179 Acres
L	E: Staff Working Session (Visit #11)
M	E: Advisory Group #6,7 (Visit #12)
N	E: Advisory Group #8,9 (Visit #13)
O	F: Public Scoping Meeting
P	G: Planning Commission #1 (Visit #14)
Q	G: Planning Commission #2 (Visit #15)
R	G: City Council #1 (Visit #16)
S	G: City Council #2 (Visit #17)



Deliverables

A1	A: Staff Kickoff Meeting, Initial 1-day Site Visit	D1	D: RFP Strategy Action Plan (for Northside Neighborhood
A2	A: Stakeholder Database, Background Data Requests, Community Engageme	E1	E: Specific Plan and Code TOC, Outline, Style Sheet
B1	B: Preparatory Analysis and Technical Memos	E2	E: Administrative Draft Specific Plan
B2	B: Approach to Community Character, Form-Based Code, and Specific Plan (I	E3	E: Administrative Draft Form-Based Code
B3	B: Approach to Community Character, Form-Based Code, and Specific Plan (F	E4	E: Public Review Draft Specific Plan and Form-Based Cod
C1	C: Community Character #1	F1	F: EIR Technical Studies
C2	C: Charrette Report #1	F2	F: Notice of Preparation
C3	C: Community Character #2	F3	F: Administrative Draft PEIR
C4	C: Charrette Report #2	F4	F: Final Draft PEIR
C5	C: Community Character #3	F5	F: Mitigation Monitoring and Reporting Program (MMRP)
C6	C: Charrette Report #3	G1	G: Final Specific Plan and Form-Based Code
C7	C: Community Character #4	G2	G: Summary Vision Poster
C8	C: Charrette Report #4	I1	I: Bi-Weekly Progress Reports

BUDGET SUMMARY

Team Member	Budget	Hours
Opticos Design, Inc. (ODI)	$1,023,597	5,201
Sargent Town Planning (STP)	$413,270	2,611
Duany Plater-Zyberk (DPZ)	$234,585	1,194
Arellano Associates (AA)	$229,563	2,398
Lisa Wise Consulting (LWC)	$176,813	1,174
Keyser Marston Associates (KMA)	$308,163	1,135
Fehr & Peers (FP)	$279,667	1,776
Dudek - Infrastructure (DUI)	$102,555	588
Sherwood Design Engineers (SDE)	$111,480	572
Dudek - Environmental Review (DUE)	$408,605	1,842
Green Octopus Consulting (GO)	$82,800	532
Studio III (SIII)	$97,970	464
Fong Hart Schneider (FHS)	$54,550	338
Historic Resources Group (HRG)	$76,550	490
New Urban Realty Advisors (NURA)	$60,930	371
Rick Pruetz - TDR (TDR)	$20,000	87
Documentary Filmmaker (DFC)	$45,000	234
TOTALS	**$3,726,098**	**21,007**
CONTINGENCY (5%)	**$186,305**	
GRAND TOTAL	**$3,912,402**	

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DETAILED BUDGET BY TASK

		ODI	STP	DPZ	AA	GO	LWC	KMA	FP	DUI	SDE	DUE	SIII	FHS	HRG	NUR	TDR	DFC	Total
Task A: Project Initiation		**$47,069**	**$45,200**	**$19,800**	**$49,230**	**$7,950**	**$7,586**	**$5,878**	**$17,714**	**$20,415**	**$9,280**	**$7,400**	**$10,080**	**$5,350**	**$10,400**	**$4,445**	**$4,000**	**$0**	**$271,797**
A.1	Project Management Plan	8,580	5,500	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	14,080
A.2	Kickoff Meeting and Initial Site Tour (Visit #1)	25,704	11,260	19,800	10,000	3,900	6,842	5,378	3,423	9,635	5,280	7,400	10,080	5,350	9,000	4,445	0	0	137,496
A.3	Background Data Collection	9,585	28,440	0	9,176	1,650	744	500	14,291	10,780	4,000	0	0	0	1,400	0	4,000	0	84,566
A.4	Community Engagement Plan	3,200	0	0	30,055	2,400	0	0	0	0	0	0	0	0	0	0	0	0	35,655
Task B: Analysis		**$149,234**	**$31,120**	**$42,550**	**$850**	**$5,250**	**$35,961**	**$172,465**	**$62,517**	**$25,800**	**$47,800**	**$46,705**	**$3,850**	**$0**	**$25,300**	**$6,800**	**$0**	**$0**	**$660,292**
B.1	Review of Background Materials	14,600	0	0	0	1,500	2,200	6,565	0	0	3,200	2,100	3,850	0	0	1,360	0	0	35,375
B.2	Preparatory Focused Technical Studies	58,980	12,080	10,000	0	1,500	16,088	165,900	62,517	25,800	38,200	1,260	0	0	25,300	4,080	4,000	0	425,705
B.3	Preparatory Technical Studies for the Northside Neighborhood 179-acre Site	400	0	0	0	150	0	0	0	0	0	43,435	0	0	0	1,360	0	0	45,345
B.4	Internal Working Session (Visit #2)	25,704	13,440	21,780	850	1,500	11.681	0	0	0	6,400	0	0	0	0	0	0	0	81,355
B.5	Approach to Community Character, Form-Based Code, and Specific Plan	49,550	5,600	10,770	0	600	5,992	0	0	0	0	0	0	0	0	0	0	0	72,512
Task C: Charrettes and Visioning		**$406,654**	**$238,240**	**$168,545**	**$69,937**	**$57,600**	**$85,006**	**$50,640**	**$17,220**	**$27,280**	**$38,400**	**$1,680**	**$84,040**	**$49,200**	**$16,900**	**$22,920**	**$7,000**	**$0**	**$1,330,077**
C.1	Initial Community Workshops	99,814	69,600	34,760	13,336	18,900	27,716	15,740	0	0	0	0	18,020	0	16,900	4,875	0	0	319,663
C.2	5-Day Community Design Charrettes	208,060	107,080	133,785	24,328	28,200	48,684	34,900	17,220	27,280	38,400	1,680	64,460	49,200	0	12,340	7,000	0	791,431
C.3	Charrette Reports	98,780	61,560	0	32,272	10,500	8,605	0	0	0	0	0	1,560	0	0	5,705	0	0	218,983
Task D: Northside Neighborhood Entitlements Package		**$3,250**	**$,9720**	**$0**	**$0**	**$1,200**	**$5,620**	**$31,240**	**$0**	**$0**	**$0**	**$0**	**$0**	**$0**	**$0**	**$7,140**	**$0**	**$0**	**$58,170**
D.1	Application Submittal Parameters	2,250	9,720	0	0	600	4,728	15,240	0	0	0	0	0	0	0	3,060	0	0	35,598
D.2	Developer Request for Proposals	1,000	0	0	0	600	892	16,000	0	0	0	0	0	0	0	4,080	0	0	22,572
Task E: Specific Plan and Code		**$226,350**	**$50,430**	**$14,875**	**$0**	**$1,200**	**$36,453**	**$27,463**	**$107,528**	**$29,060**	**$16,000**	**$2,000**	**$0**	**$0**	**$20,700**	**$8,840**	**$5,000**	**$0**	**$545,899**
E.1	Establish Specific Plan TOC, Outline, and Style Sheet	5,540	1,050	0	0	0	2,494	7,403	430	0	0	720	0	0	1,300	0	0	0	18,937
E.2	Prepare and Circulate Administrative Draft Specific Plan	52,100	16,280	0	0	600	4,874	9,065	107,098	23,000	16,000	480	0	0	17,800	6,120	0	0	253,417
E.3	Establish Form-Based Code TOC, Outline, and Style Sheet	6,120	1,470	3,690	0	0	0	0	0	0	0	0	0	0	0	0	0	0	22,465
E.4	Prepare Administrative Draft Form-Based Code	98,900	8,910	0	0	0	20,472	7,500	0	0	0	0	0	0	0	0	5,000	0	140,782
E.5	Review Administrative Draft Specific Plan and Form-Based Code	30,100	12.480	0	0	300	6,119	3,495	0	0	0	800	0	0	650	2,720	0	0	56,664
E.6	Prepare and Circulate Public Review Draft Specific Plan and Form-Based Code	33,590	10,240	0	0	300	2,494	0	0	6,060	0	0	0	0	950	0	0	0	53,634
Task F: PEIR Scoping and Program EIR		**$21,240**	**$4,820**	**$0**	**$0**	**$0**	**$0**	**$0**	**$55,713**	**$0**	**$0**	**$293,950**	**$0**	**$0**	**$1,950**	**$7,280**	**$0**	**$0**	**$384,953**
F.1	Preparatory Technical Studies - Specific Plan and Northside Vision	8,680	2,970	0	0	0	0	0	48,783	0	0	75,370	0	0	0	1,640	0	0	137,443
F.2	EIR Preparation	12,560	1,850	0	0	0	0	0	6,930	0	0	218,580	0	0	1,950	5,640	0	0	247,510
Task G: Specific Plan and Code Finalization		**$71,000**	**$10,240**	**$0**	**$0**	**$0**	**$4,531**	**$9,963**	**$0**	**$0**	**$0**	**$0**	**$0**	**$0**	**$1,300**	**$2,380**	**$0**	**$0**	**$99,413**
G.1	Draft Specific Plan and Form-Based Code Finalization	24,660	7,440	0	0	0	1,560	0	0	0	0	0	0	0	1,300	2,380	0	0	37,340
G.2	Summary Vision Poster and Supporting Media	28,500	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	28,500
G.3	Public Hearings	17,840	2,800	0	0	0	2,971	9,963	0	0	0	0	0	0	0	0	0	0	33,573
Task H: Community Engagement		**$24,000**	**$7,840**	**$0**	**$109,546**	**$5,100**	**$0**	**$0**	**$0**	**$0**	**$0**	**$0**	**$0**	**$0**	**$0**	**$0**	**$0**	**$45,000**	**$191,486**
H.1	Ongoing Community Engagement Activities	0	3,280	0	53,136	3,900	0	0	0	0	0	0	0	0	0	0	0	0	60,316
H.2	Project Communications and Awareness Program	24,000	4,560	0	56,410	1,200	0	0	0	0	0	0	0	0	0	0	0	45,000	131,170
Task I: Project Administration		**$74,800**	**$15,660**	**$0**	**$0**	**$0**	**$1,656**	**$10,515**	**$18,975**	**$0**	**$0**	**$56,780**	**$0**	**$0**	**$0**	**$1,125**	**$0**	**$0**	**$184,011**
I.1	Subcontracting and Administration	10,000	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	10,000
I.2	External Project Coordination	10,500	6,840	0	0	0	0	0	6,150	0	0	0	0	0	0	0	0	0	24,990
I.3	Internal Project Coordination	24,000	1,020	0	0	0	1,656	10,515	6,150	0	0	39,880	0	0	0	1,125	0	0	87,346
I.4	Bi-Weekly Progress Reports	11,500	6,400	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	24,575
I.5	Monthly Invoicing and Accounting	18,800	1,400	0	0	0	0	0	6,675	0	0	16,900	0	0	0	0	0	0	37,100
Totals by Consultant		**$1,023,597**	**$413,270**	**$234,585**	**$229,563**	**$82,800**	**$176,813**	**$308,163**	**$279,667**	**$102,555**	**$111,480**	**$408,605**	**$97,970**	**$54,550**	**$76,550**	**$60,930**	**$20,000**	**$45,000**	**$3,726,098**

PAYMENT TERMS:

City shall pay Consultant on a fee basis for performance of services under this agreement in accordance with the terms of this table. Hours, if provided, are for reference only. Expenses are included in this overall contract amount. Any additional tasks performed outside of those specified in this table will be compensated at the hourly rates set forth above, which are subject to increase by five percent (5%) on January 1 of each calendar year occurring during the term of this Agreement.

Invoices shall be submitted by the Consultant monthly on a percentage-complete basis and are due upon presentation and shall be considered past due if not paid within fifteen (15) calendar days of the due date. If the City fails to make payments when due or otherwise is in breach of this Agreement, the Consultant may suspend performance of services upon five (5) days' notice to the City. The Consultant shall have no liability whatsoever to the City for any costs or damages as a result of such suspension. Upon payment in full by the City, the Consultant shall resume services under this Agreement, and the time schedule and compensation shall be equitably adjusted to compensate for the period of suspension plus any other reasonable time and expense necessary for the Consultant to resume performance.

ADDITIONAL TERMS:

1. **Space and Equipment Rental:** Budget does not include rental or purchasing fees for space or equipment for workshops, charrettes and other meetings. (Consultant to bring computers and drafting supplies.) Consultant will not be responsible for any such planning or expenses.
2. **Food:** Budget does not include food for participants other than the design team for workshops, charrette and working sessions. A $2,500 contingency has been reserved for public events where the City is not expected to be present or is to have a limited role.
3. **Postage:** Budget does not include postage associated with public outreach and marketing. A $4,000 contingency has been reserved to cover additional postage, printing, and photocopying costs associated with outreach and marketing that may be incurred.
4. **Media Installation:** Budget does not include installation of any and all public outreach media including but not limited to banners and signage.
5. **City Responsibilities:** City has responsibilities to contribute toward the success of this project, including the City's Deliverables as listed in this scope.

   City shall identify a single representative authorized to speak and act on the City's behalf.
6. **City's Review and Comment:** When City's review and comments are required, City will provide comments within the timeframe specified in the scope or timeline. City shall provide such comments to the Consultant in a single, consolidated, non-conflicting list in Word or pdf format. The Consultant shall not be responsible for responding to or incorporating comments or feedback into subsequent related deliverables that are received outside of this consolidated list of comments from the City.

   Opportunities for the City to review and comment on the Consultant's deliverables are provided in the above scope of work. Each submission to the City of a version of a document as described in the scope of work will be considered the final deliverable.

7. **Deliverables:** In the interest of environmental considerations, the consultant will provide a PDF file of each deliverable unless otherwise specified.

8. **Document Adoption:** The City recognizes that adoption of the Specific Plan and Form-Based Code into law is a public process that the Consultant cannot control. Therefore, the Consultant cannot guarantee that the Specific Plan or Form-Based Code will be adopted into law.

9. **Base Information:** City is responsible for providing all necessary base information regarding the site and any project requirements before design commences. This may include but is not limited to site surveys, geotechnical data, pertinent background documents, etc. During the performance of services, Consultant may require additional base information. City shall promptly provide any such additional base information. Consultant shall not be responsible for any delays in obtaining any base information regardless of when requested. Consultant is not responsible for any errors, omissions, or changes required due to late, incorrect, or missing base information.

10. **Schedule:** Consultant is not responsible for delays caused by factors beyond the Consultant's reasonable control, and the City and Consultant will work together to establish a revised schedule if such delays occur. In addition, if the delays resulting from any such causes increase the cost or time required by the Consultant to perform its services in an orderly and efficient manner, the Consultant shall be entitled to a reasonable adjustment in schedule and compensation.

    The final dates for all visits must be set at least 4 weeks in advance. If any dates are set or changed within that 4-week time period, the Consultant will make its best efforts to attend, but cannot guarantee attendance. In addition, any increase in expenses above what was budgeted will be reimbursed by the City from the contingency or through additional funds.

11. **Ownership of Documents:** Notwithstanding any provisions in the Professional Consultant Services Agreement to the contrary, the Consultant's documents, including electronic files, are the work papers of the Consultant and the Consultant's instruments of professional service. Nevertheless, upon completion of the Services and payment in full of all monies due to Consultant, ownership of the final deliverables as specified in this Exhibit A shall vest with City immediately and without need of further action by either party . Consultant retains all ownership and intellectual property rights to Consultant's document templates and previously produced work upon which any such instruments of service may be based.

    The use of the instruments of service is limited to the purposes contemplated by the scope of work and that the Consultant makes no representation or warranty, express or implied, of the suitability of the instruments of service for use in or application to circumstances not contemplated by the scope of work. Such instruments of service shall not be transferred to any other party or used for any purpose for which the material was not intended under the terms of this Agreement without the express prior written consent of the Consultant. If City or any person or entity that acquires or obtains the documents from or through City reuses the instruments of service without the Consultant's specific written authorization, verification or adaptation, such reuse will be at the risk of City and without liability to the Consultant.

    Under no circumstances shall the delivery or transfer of ownership of the Consultant's drawings, specifications, electronic files or other instruments of service be deemed a sale by the Consultant. Consultant makes no warranties, either express or implied, of merchantability and fitness for any particular purpose, nor shall such transfer be construed or regarded as any waiver or other relinquishment of the Consultant's copyrights in any of the foregoing, full ownership of which shall remain with the Consultant. Consultant's electronic files will be in the format specified in this Exhibit A. Consultant makes no representation as to the compatibility of their electronic files with City's hardware or software.

In the event that Consultant's services are terminated in accordance with this Agreement, these provisions shall also apply to documents delivered to City after such termination.