



April 22, 2024

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Development Review Board Panel B  
City of Wilsonville  
c/o Cindy Luxhoj, Associate Planner  
29799 Town Center Loop E  
Wilsonville, OR 97070

RE: ***Applicant's Final Written Argument for AR23-0031 (DB24-0003)***

Dear Members of the Development Review Board:

This firm represents The Home Depot, Inc. (“**Home Depot**” or the “**Applicant**”) in the above-referenced casefile (the “**Appeal**”). On April 8, 2024, the Development Review Board (the “**DRB**”) held a public hearing on the Appeal. Home Depot testified orally during the hearing. At the conclusion of the hearing, the DRB closed the record to further oral testimony but allowed the written record to remain open until 5:00 PM on April 15th for any party to submit any evidence or testimony. Home Depot is also entitled to at least seven days after the record is closed to all other parties (April 22, 2024) to submit final written argument, pursuant to ORS 197.797(6)(e).

This letter constitutes Home Depot’s final written argument in this matter and is submitted prior to the end of the final written argument period at 5:00 PM on Monday, April 22, 2024. Home Depot respectfully requests that the DRB approve AR23-0031 (the “**subject application**”) and find that Home Depot’s proposed development and operations constitute a continuation of the lawfully established retail nonconforming use at 29400 SW Town Center Loop West (the “**subject property**”).

## **I. INTRODUCTION AND OVERVIEW**

The Applicant proposes to operate a Home Depot within the existing structure on the subject property. To this end, the Applicant sought a Class I director’s determination that the commercial retail use that was established as a result of the 1991 development approval (the “**1991 Decision**”) attached hereto as **Exhibit A**) remained a lawfully established nonconforming use at the subject property, and that the scope of that use was a retail use of up to 159,400 square feet. Upon receipt of the Applicant’s Class I application, the City attempted to bifurcate Applicant’s request to confirm the legality of a nonconforming use at the subject property from Applicant’s request



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for a determination to establish the scope of use at the property. *See* ADMN23-0029, Enclosure. The City required the Applicant to submit two applications – a Class I application to confirm the legality of the nonconforming use, and a Class II application to establish the *actual* nature, extent, and scope of the nonconforming use at the subject property. The Applicant’s Class II application was submitted to the City on December 15, 2023. On March 19, 2024, the Applicant’s Class II request was referred to the DRB for a public hearing rather than a decision being rendered by the Planning Director. *See* AR23-0031; DB24-0003.

Concurrent with the City’s processing of Home Depot’s Class II application, the City also issued a Director’s Determination for Home Depot’s Class I application,<sup>1</sup> finding that “Fry’s Electronics, on the subject property at 29400 SW Town Center Loop West, is a legally established Non-Conforming Use.” *See* ADMN23-0029. Home Depot appealed the Director’s Determination to the DRB,<sup>2</sup> who affirmed – but also modified – Planning Director Determination ADMN23-0029 and denied the Applicant’s Appeal. *See* DRB Resolution No. 429. On March 27, 2024, Home Depot filed a Notice of Appeal of the DRB’s Decision. On April 15, 2024, the Wilsonville City Council denied Home Depot’s appeal of the DRB Decision. *See* Order on Appeal – DRB Resolution No. 429 (Apr. 15, 2024).

As stated previously, Home Depot has regularly and consistently requested that the City meet to discuss its proposal and how Home Depot might partner with the City to realize the City’s goals in its Town Center Plan. Until recently, the City has denied these requests for a meaningful meeting. On April 8, 2024, Home Depot’s applicant team met with City staff to discuss a collaborative path forward entailing the development of a Wilsonville-specific Home Depot store that would meet the intent and vision of the City’s Town Center Plan. Although discussions with the City remain ongoing, the City has taken the controversial position that the only path forward for Home Depot to operate in Wilsonville is to apply for a waiver to standards or other form of application regulated under the subject property’s current Town Center (“TC”) zoning. The City’s position disregards Home Depot’s lawful right to operate at the subject property under the property’s existing nonconforming use rights. Moreover, in processing and presenting the subject application to the DRB, City staff has repeatedly taken actions inimical to the Applicant – in furtherance of City staff’s apparent goal to abrogate subject property’s lawfully established nonconforming use rights.

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<sup>1</sup> The Planning Director issued their Director’s Determination on December 28, 2023. *See* ADMN23-0029.

<sup>2</sup> APPL24-0001.

## II. APPLICANT'S REQUEST

Applicant requests continuation of the commercial retail, or retail use of the subject property. Throughout the staff report and staff presentation to the DRB, City staff has suggested or commented that the Applicant has asked to continue a different commercial retail use than the lawfully established commercial retail use currently occurring at the subject property. That is not correct and the City has pointed to no provision of its code or the law that permits it to limit the type of retail use of the structure. Staff is incorrect that the use of the property may be limited to a "single-user electronic retail store." as was the decision in the Class I, which remains appealable. Resolution No. 429 is not binding on the DRB's decision for this Class II application, as the DRB can, and should, determine that Home Depot's application is a continuation of the property's commercial retail nonconforming use rights.

The evidence and testimony within the record demonstrate that the scope and nature of the commercial retail use that was occurring on June 5, 2019 is consistent with that of Home Depot's operations, even down to the layout of the respective stores. Moreover, the record also demonstrates that Home Depot's operations will be *less intensive* than Fry's, including in terms of parking requirements and traffic impacts. Therefore, the Applicant respectfully requests that the DRB find that Home Depot may continue the commercial retail nonconforming use that has been lawfully established at the subject property.

## III. ARGUMENT

### A. Standard of review.

The DRB's decision must be supported by substantial evidence in the whole record. ORS 197.835(9)(a)(C). Substantial evidence is evidence a reasonable person would rely upon to reach a conclusion, notwithstanding that different reasonable people could draw different conclusions from the evidence. *Adler v. City of Portland*, 25 Or LUBA 546 (1993) In making its decision, the DRB must also take care not to improperly construe applicable law, which includes Oregon's nonconforming use caselaw. *See* ORS 197.835(9)(a)(D).

### B. The nonconforming use at the subject property is the commercial retail use that was approved within the 1991 Decision.

The 1991 Decision is the controlling authority for determining the nature and extent of the nonconforming commercial retail use at the property because the 1991 Decision lawfully established the nonconforming use in the first instance. "The purpose of a local government proceeding to determine the existence of a nonconforming use is to determine what use existed

on the date restrictive regulations were applied." *Nehoda v. Coos Cnty.*, 29 Or LUBA 251, 1995 WL 1773153, at \*5 (1995). A non-conforming use is "one that is contrary to a land use ordinance but that nonetheless is allowed to continue because the use lawfully existed prior to the enactment of the ordinance." *Morgan v. Jackson Cnty.*, 290 Or App 111, 114 (2018) (citing *Rogue Advocates v. Board of Comm. Of Jackson Cnty.*, 277 Or App 651, 654 (2016), *rev. dismissed*, 362 Or 269, 407 (2017)); *see* Wilsonville Development Code ("WDC") 4.001.196 (defining a nonconforming use as "a legally established use, which was established prior to the adoption of the zoning use requirements for the site with which it does not conform").

The commercial retail use at the subject property is a lawfully established nonconforming use pursuant to WDC 4.001.196 and *Morgan*. As explained in Home Depot's application materials and throughout this appeal proceeding, the City approved a commercial retail use at the subject property on December 9, 1991 with the adoption of Planning Commission Resolution No. 91PC43 (the 1991 Decision). Exhibit A, at 3.<sup>3</sup> Specifically, the 1991 Decision approved a 159,400 retail commercial building and associated commercial retail activities on the 14.75 acre subject property. Exhibit A, at 9. At the time, the subject property's Planned Development Commercial ("PDC") zoning allowed commercial retail uses of the nature and extent that was approved by the 1991 Decision. Exhibit A, at 9.

The commercial retail use approved by the 1991 Decision was rendered nonconforming on June 5, 2019, when the City adopted its Town Center Plan and rezoned the property Town Center. This is because the property's present TC zoning prohibits commercial retail uses that exceed 30,000 square feet, unless the commercial retail use is located on more than one story of a multi-story building, and the 1991 Decision approved a 159,400 retail commercial building. WDC 4.132.03(A)(1); Exhibit A, at 9. Although the City's application of the TC zone to the property rendered the ongoing commercial retail use nonconforming, the commercial retail use approved in the 1991 Decision is essential to determining the use of the subject property as of June 5, 2019 because the 1991 Decision *sets the parameters* for the use that was occurring at the time of nonconformance.

Importantly, the use TC zone adoption does *not limit* the type of retail use, but instead the *size* of that use. Put another way, nothing in the existing and adopted code so limits the character of retail use, the only issue on conformity is the *size* of that retail use. To the extent relevant, the City has already determined in the Class I decision (still appealable) that the relevant size of the

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<sup>3</sup> The Planning Commission's adopting resolution includes findings of fact and conditions of approval, and incorporates all application materials, staff reports, and associated planning exhibits. Exhibit A, at 3.

retail operation can continue. The fact that the WDC provides *no character of retail use* restriction is dispositive of the Class II decision. The only question before the DRB is whether Home Depot is a commercial retail store, which it clearly is.

The operation of a Home Depot at the subject property represents a continuation of the lawfully established commercial retail nonconforming use at the property. Conversely, the City Council's affirmation of the finding in DRB Resolution No. 429 that the nonconforming use allowed to continue at the subject property is "a 159,400 square-foot electronics-related retail store" is contrary to the express language of the 1991 Decision, which is the controlling substantial evidence for the City's nonconforming use analysis *in this case*. The City will not receive deference for its interpretation of the 1991 Decision on a challenge to LUBA, even if the City's interpretation was accurate. *See Gould v. Deschutes County*, \_\_ Or LUBA \_\_, \_\_ (LUBA No. 2020-095). The 1991 Decision established the parameters of the commercial retail use that was occurring at the time of nonconformance, and therefore, the 1991 Decision is relevant substantial evidence in support of the position that Home Depot is entitled to continue the commercial retail nonconforming use pursuant to WDC 4.001.196 and *Morgan*, 290 Or App 111 (2018).

The DRB and City Council's determination that the nonconforming use at the subject property is a "single-user electronics retail store" violates Oregon's codification requirement, which requires the approval or denial of an application to be based on standards and criteria which shall be set forth in the zoning ordinance or other appropriate ordinance. *See e.g.*, ORS 227.173; ORS 227.178(3)(a). In this case, the zoning code in effect at the time of the 1991 Decision did not contain limitations on the nature of a commercial retail use. Instead, the 1991 Decision approved a broad commercial retail use at the property, not a single-user electronics retail store.

City staff's position that "uses more closely associated with the Proposed Occupant were not listed in the CC use category" of the zoning ordinance (Ordinance No. 55) that was in place for the subject property's Planned Development Commercial – Central Commercial ("PDC-CC") zoning at the time of the 1991 Decision is misleading and has no determinative bearing on the subject application. *See* Staff Report for AR 23-0031, 22 (Apr. 8, 2024). Although the Applicant disagrees with staff's characterization of the uses associated with Home Depot's application, it is important to note that staff concedes, "electronics store was not a use listed specifically in CC" either. *Id.* Instead, Ordinance No. 55 simply provides a list of "typical recommended uses" allowed within the CC – *including retail stores* – of which Home Depot and Fry's both are. Staff's backhanded attempt to characterize the "recommended uses" category for the PDC-CC zone as an exclusive list of "allowed uses" conflicts with the plain language of Ordinance No. 55, and inserts what has been omitted from the Ordinance in violation of ORS 174.010.

Importantly, the Courts have determined that the codification requirement applies to cities, as well as counties. *Waveseer of Or., LLC v. Deschutes Cnty.*, 308 Or App 494, 501 (2021); *BCT Partnership v. City of Portland*, 130 Or App 271, 276 (1994); ORS 227.173(1). The key is that the standards must be ascertainable from the terms of the local government's *legislation*. *Zirker v. City of Bend*, 233 Or App 601, 610, 227 P3d 1174, *rev. den.*, 348 Or 415, 233 P3d 818 (2010). In other words, ORS 227.173(1) generally does not permit a city to develop land use approval standards and criteria through quasi-adjudicative decision-making; the standards must be reasonably discernible from provisions of the code itself. Here, the City has arbitrarily limited the scope of the subject property's nonconforming use rights through a quasi-judicial process. As detailed above, the 1991 Decision established the parameters of the use that was occurring in 2019 at the time of nonconformance and the 1991 Decision was not limited to the approval of only single-user electronic retail stores, but rather approved the subject property for commercial retail use generally.<sup>4</sup> The DRB risks violating Oregon's codification requirement if the DRB finds that Home Depot cannot operate as a continuation of the commercial retail nonconforming use that lawfully exists at the subject property.

The findings, recommendations, and conditions of approval within the 1991 Decision established the scope and extent of the commercial retail use that the 1991 Decision approved at the subject property. The 1991 Decision was made in accordance with the City's zoning code that was in place at the time when the 1991 Decision was issued, and the zoning code did not limit commercial retail uses to certain subsets based on the products that the applicant intended to sell. The City's argument that the 1991 Decision is not relevant to Home Depot's Class II application defies reason, as without the 1991 Decision which established the commercial retail use of the subject property, there is no way to determine the *lawfully established* nonconforming use for the property.

The DRB should find that the 1991 Decision is the controlling substantial evidence in the record for determining the scope and extent of the nonconforming use at the subject property.

**C. Home Depot may continue the commercial retail use that was existing at the time of nonconformance on June 5, 2019.**

Home Depot proposes to continue the same use that Fry's Electronics was employing the subject property for – commercial retail. WDC 4.001.344 defines “use” as “the purpose for which land

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<sup>4</sup> Any commercial retail use operating at the subject property prior to the 2019 adoption of the Town Center Plan may need to comply with the standards and conditions contained within the 1991 Decision.

or a building is arranged, designed or intended, or for which either land or a building is or may be occupied.” The “purpose” of the use at the subject property as approved in the 1991 Decision was commercial retail, including the construction and occupancy of the existing structure at the property. As set forth in the 1991 Decision, the existing structure at the property was approved for office, warehouse, manufacturing, service, and retail use. Exhibit A, at 12. Therefore, the commercial retail purpose of the existing structure and subject property will continue through any change in the characteristic of the owner of the property, i.e., whether it is Home Depot or Fry’s that operates at the property.

This position is consistent with Oregon’s nonconforming use caselaw. In *Vanspeybroeck v. Tillamook County Camden Inns, LLC*, 221 Or App 677 (2008) petitioners challenged a decision of the Tillamook Board of County Commissioners (“Board”) that approved alterations to a second floor residence through a minor nonconforming use review. Petitioners argued that the nonconforming use had been abandoned due to a change in the type of occupancy from an owner-occupied unit to non-owner occupied unit. *Id.* at 684. The court examined the definition of “use” in the Tillamook County Land Use Ordinance, which is defined as the “purpose...for which a unit of land is developed, occupied or maintained” and concluded that “the single-family residential purpose of the second-floor occupancy continued through any change in the characteristic of the occupant as owner or renter, and the nonconforming use was not abandoned or discontinued by that change.” *Id.* at 686.

Similarly, in *Hendgen v. Clackamas County*, 15 Or App 117 (1992), the court considered whether a proposed business warehouse, which would store produce of an off-site business, was a continuation of a nonconforming use that used the same buildings to store supplies and inventory with a business located on the same property. The court concluded that the “common nucleus of both activities is storage.” *Id.* at 120 (emphasis in original). The court went on to state that “LUBA regarded the nature of the businesses that employed the structures to be the decisive inquiry. We think that the more relevant question is whether there is a common use that the various operations share.” *Id.* at 121.

Here, the common nucleus in activities for both Home Depot and Fry’s Electronics is *commercial retail use*. Just like in *Vanspeybroeck* and *Hendgen*, both Fry’s and Home Depot purpose and intent for operating the subject property is the same – commercial retail use. As explained in more detail within Home Depot’s application materials, although Fry’s and Home Depot stores retail different products, the principal purpose and use for both stores is the retail sale of products displayed and stored in a warehouse format. The fact that Fry’s retailed computer and electronics goods and tools and Home Depot retails home improvement and trade

goods and tools is not relevant for determining whether Fry's and Home Depot are commercial retail uses allowed under the 1991 Decision.

As explained during the April 8 DRB hearing, Home Depot and Fry's share a significant amount of similarities in terms of the scope and extent of their commercial retail operations. *See attached*, Home Depot Slide Deck (Apr. 8, 2024) (**Exhibit B**). Home Depot and Fry's (when Fry's was operating) are both organized warehouse style, engage in the retail sale of products to both individuals and professionals, provide technical expertise and service, offer direct-to-door delivery options, and stock a large amount of ancillary and seasonal products that are not directly related to the companies' primary retail offerings. *Id.* Specifically, both Fry's (when operating) and Home Depot retail household-type major appliances, small appliances, tools, component products, accessories, lights, light bulbs, and batteries. *Id.* Fry's and Home Depot organize and stock merchandise in a traditional warehouse commercial retail style, utilizing large aisle and shelving layouts (including pegboard product hangs), warehouse-style shopping carts, front-end checkout and store pickup stations, endcaps, and service kiosks. Fry's and Home Depot also sell many identical ancillary products, including chairs and furniture, apparel, and food. *Id.* In sum, Fry's and Home Depot's operational characteristics, store layouts, offerings, and activities are extremely similar—even indistinguishable.

There is ample evidence within the record demonstrating the scope and nature of Fry's operations at the time of nonconformance, including the photographic evidence detailed within the Applicant's April 8, 2024 PowerPoint, which shows the wide variety of retail goods that Fry's was selling, beyond simply electronics. Moreover, the Lumberjack LP Letter submitted by the owner of the subject property and previous operator of Fry's Electronics details both the similarities between Fry's and Home Depot, as well as the wide variety of retail offerings that were occurring at the time the commercial retail use became nonconforming. Therefore, the DRB should find that Home Depot can operate as a continuation of the commercial retail use – approved in the 1991 Decision – that Fry's was previously operating under.

Critically, Fry's Certificate of Occupancy (“CofO”) for the existing structure at the subject property makes clear that the *use of the structure is retail*, not a “single-user electronics retail store” or a “Fry's Electronics.” *See attached*, **Exhibit C**. As such, the existing nonconforming use at the subject property is commercial retail, or simply retail generally. The City's position that the existing nonconforming use at the property is a “single-user electronics retail store” or a “Fry's Electronics” is not supported by any substantial evidence in the record and is unreasonable in light of the CofO—which is a second instance of a City-issued permit that only dictates that the subject property be used for retail use and not a particular character of retail use.



Home Depot's position is further supported by the CofO for the Wilsonville Ace Hardware located at 29029 SW Town Center Loop E. *See attached, Exhibit D.* The CofO for the Wilsonville Ace states that the use of the structure is *retail*, not "hardware retail" or "home improvement retail." The City's own occupancy approval for an existing hardware store currently operating within the City specifies that the *use* is retail, not a limited subset thereof. In conjunction, the CofO's for both Fry's and Ace Hardware demonstrate that the City Staff's interpretation that the nonconforming use at the property is a single-user electronics retail store is nothing more than a thinly veiled attempt to prevent Home Depot from continuing the lawfully established commercial retail use at the property.

In short, City Staff may dislike the idea of a Home Depot at the subject property because Staff believes that a Home Depot is inconsistent with the adopted City's Town Center Plan. However, staff's position is inconsistent with the legal authorization for Home Depot to continue the lawfully established commercial retail nonconforming use at the property. Exhibit A; WDC 4.001.196; *Morgan*, 290 Or App 111 (2018).

Moreover, Staff's position is also inconsistent and incorrect given that the TC Plan specifically permits retail uses, it just limits the size. Equally important is that the existing CC&Rs that burden the subject property and *many if not most* of the other properties within the TC Plan area also control and *expressly preclude* the residential uses that the TC Plan seeks to encourage. Home Depot has stated that it will support an amendment to the CC&Rs, and will accept a condition of approval that requires such reasonable amendment.

The DRB should determine that Home Depot may operate at the subject property under a continuation of the property's lawfully established commercial retail nonconforming use rights.

#### **D. The City's Legal Analysis within the Staff Report is Flawed**

City Staff's legal analysis within the Staff Report for the subject application is flawed in many respects. Within the Staff Report the City cites several cases in support of its position that the continuation of nonconforming uses are disfavored, and that "provisions for limiting nonconforming uses are liberally construed to prevent the continuation or expansion of nonconforming uses as much as possible." The City's continued reliance on this proposition evidences the City's fundamental misunderstanding regarding the law applicable to the subject application, as well as the current posture of the application itself.

Foremost, there is no question that the lawfully established nonconforming use at the subject property *can continue*. The Applicant has met its burden to demonstrate compliance with WDC 4.189.01, and the City has not called the application's compliance with this standard into

question. There is also no question that the nonconforming use that the subject property has *not been abandoned*, as the Applicant's Class I application addresses the abandonment standards within WDC 4.189.03, and the City did not challenge the Application's compliance with WDC 4.189.03. *See* DRB Resolution No. 429; Order on Appeal – DRB Resolution No. 429 (Apr. 15, 2024). The City's statement that provisions for limiting nonconforming uses must be liberally construed to limit nonconforming uses is not relevant for this application, because the application of the City's continuance and abandonment standards within WDC 4.189 are not being interpreted by the City and are not at issue.

Rather, the City must weigh the evidence and testimony within the record under the substantial evidence standard, and cannot inject a heightened degree of animosity towards Home Depot's property to continue the lawfully established commercial retail nonconforming use at the subject property. *Adler*, 25 Or LUBA 546 (1993) (detailing the substantial evidence standard). Put simply, there is no requirement under law for the City to disfavor Home Depot's application under the provisions of the WDC, because the City has not applied the provisions of the WDC to the subject application. For this application, the DRB must weigh the evidence in the record with an even hand to determine whether Home Depot's proposed development proposes a commercial retail use of the same (or less intensive) nature and extent as the previous commercial retail nonconforming use that was occurring.

Turning to the City's additional legal analysis, the City's reliance on *Fraley v. Deschutes County*,<sup>5</sup> is similarly misplaced. First, *Fraley* addressed ORS 215.130, a County statute relating to the application of ordinances and comprehensive plans for the alteration of nonconforming uses. ORS 215.130 is not applicable to the subject application. Additionally, *Fraley*'s facts are inapposite to the facts of the subject application. In *Fraley*, Deschutes County found that a use proposing to repair diesel engines and tractor trailer trucks could not continue under the nonconforming use rights that flowed from a previous business that was engaged in the structural repair of motorhomes, campers, and RVs. LUBA also found that in *Fraley*, the storage yard for the property in question was used by the structural repair business *solely* for lumber storage, whereas the diesel engine and truck repair business intended to use the yard to store large trucks in various stages of repair. *Fraley*, 32 Or LUBA, at 35. LUBA concluded that the nature and scope of use differed between a commercial vehicle repair business replete with engine servicing for eighteen-wheeler trucks, and a business engaged in structural (non-motorized) repair of recreational vehicles and campers.

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<sup>5</sup> 32 Or LUBA (1996).

LUBA based its decision in *Fraleley* in large part on an interpretation of the “common nucleus test” first set forth in *Hendgen*, finding that the two businesses did not share the same essential nature. *Fraleley*, 32 Or LUBA, at 35. Here, both Fry’s and Home Depot share the same essential nature, as the common nucleus of both businesses is commercial retail, notwithstanding the use of the existing structure by different businesses. Unlike the disparate use of the storage yard in *Fraleley* that entailed the storage of lumber versus the storage of eighteen-wheelers, the evidentiary record in this case reflects that Fry’s and Home Depot operate(d) in an extremely similar fashion as warehouse-style commercial retailers. Exhibit B; Lumberjack LP Letter (Apr. 11, 2024); Exhibit C (establishing retail as the essential nature of the use for the existing structure).

Critical to LUBA’s holding in *Fraleley* and the application currently before the DRB, the common nucleus test established in *Hendgen* remains good law, regardless of City staff’s statements to the contrary. As stated above, in the original *Hendgen* Court of Appeals proceeding, the Court set forth the common nucleus test for determining the nature and scope of nonconforming uses. *Hendgen*, 115 Or App, at 120–21 (storage use of property is a common nucleus that prevents loss of nonconforming use status, notwithstanding use by different types of businesses). After establishing the appropriate legal test – the common nucleus test – the Court remanded the decision on appeal to LUBA, who subsequently remanded the decision back to Clackamas County. Property owners petitioned review, and in the second *Hendgen* proceeding, the Court of Appeals simply held that the prior decision setting forth the test to be used in deciding whether proposed use was a continuation of a nonconforming use did not preclude LUBA from remanding to the county for new findings on the issue. *Hendgen v. Clackamas County*, 119 Or App 55 (1993) (herein after “*Hendgen II*”).

*Hendgen II* did not disturb the original *Hendgen* Court’s establishment of the common nucleus test. In fact, the decision for *Hendgen II* does not even mention the common nucleus test, because the appeal in *Hendgen II* was related to factual issues, not the relevant legal standard. Moreover, LUBA applied the common nucleus test in *Fraleley*, which was decided in 1996, three years after *Hendgen II*. The City’s quixotic theory that *Hendgen II* somehow abolished the *Hendgen* Court’s prior establishment of the common nucleus test is entirely unsupported by the plain language of *Hendgen II* and cannot be followed. The common nucleus test remains good law and must be applied to the subject application.

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#### IV. CONCLUSION

Home Depot requests that the DRB impose the relief requested by the Appellant in the above argument. Specifically, the Applicant requests that the DRB uphold the 1991 Decision as the controlling authority for determining the nature and extent of the subject property's nonconforming use rights, and find that the lawfully established nonconforming use at the property is a commercial retail use. Furthermore, the Applicant respectfully requests that the DRB determine that Home Depot can operate under the subject property's existing commercial retail nonconforming use rights because the scope and extent of Home Depot's proposed operations are consistent with the scope and extent of use approved in the 1991 Decision, as well as the scope and extent of the use that was occurring on June 5, 2019.

SCHWABE, WILLIAMSON & WYATT, P.C.

Sincerely,



J. Kenneth Katzaroff

JKKA:KOB:jmhi  
Enclosures

Unique Serial Number: (assigned by dbase) 4808

Department: Planning

Case No: 91PC43

File Creation Date:

Request: Modified Stage I Master Plan and Stage II Phase II site development plans, reconsideration of Condition of Approval #8 of 90PC15

Action: Approved with conditions

Project Expiration Date:

Property Description: TL 500, 600, 601, 604

Sec. 13

County: C

TL 101, 200, 201, 300, 405

Sec. 14D

County: C

Location: Wilsonville Town Center

Street Address:

Project Name(s): Project Thunder

Applicant: Capital Realty Corporation

Retention Schedule: Permanent

Location of Microfilm: City Hall Vault

Hard Copies of drawings/plans available? Yes

Physical copy of file retained? No

See also Case Files: 89PC50, 90PC15, 90PC15EX, 91DR29, 92DR21

Other name(s) on file:

MAP

SW 10/5/06

Initial/Date

City of  
**WILSONVILLE**  
In OREGON

30000 SW Town Center Loop E • PO Box 220  
Wilsonville, OR 97070  
(503) 682-1011

## NOTICE OF DECISION

Project Name: PROJECT THUNDER File No: 91PC43

Applicant / Owner: Capital Realty Corp.

Proposed Action: Modified Stage I Master Plan, Phase II Stage II Site  
Development Plans and Amending Condition of Approval 8 of Resolution 90PC5

Property Description:

Map No: 13 & 14D Tax Lot No: 101, 102, 200, 201 Site Size: \_\_\_\_\_

Address: \_\_\_\_\_

Location: Wilsonville Town Center - east of Town Center Loop West and northwest  
of shopping center

On December 9, 1991, at the meeting of the Planning Commission  
the following decision was made on the above-referenced Proposed Development Action:

Approval  Approval with Conditions  Denied

This decision has been finalized in written form and placed on file in the City records at the Wilsonville City Hall this 16th day of December, 1991, and is available for public inspection. The date of filing is the date of the decision. Any appeal(s) must be filed with the Planning Department by 5:00 p.m. on December 30, 1991.

Written decision is attached

Written decision is on file and available for inspection and/or copying.

This action, if approved, will expire on December 9, 1993 unless development commences prior to the expiration date.

For further information, please contact the Wilsonville Planning Department at City Hall, Community Development, or phone 682-4960.

**FILED** 12-16-91  
Exhibit A-2

PLANNING COMMISSION  
RESOLUTION NO. 91PC43

A RESOLUTION ADOPTING FINDINGS AND CONDITIONS OF APPROVAL FOR A MODIFIED STAGE I MASTER PLAN, PHASE II STAGE II SITE DEVELOPMENT PLANS AND AMENDING CONDITION OF APPROVAL 8 OF RESOLUTION 90PC5 - CAPITAL REALTY CORP., APPLICANT. THE PROPERTY IS IDENTIFIED AS WILSONVILLE TOWN CENTER AND IS LOCATED ON TAX LOTS 101, 102, 200, 201, 300 AND 500, T3S-R1W, SECTIONS 13 AND 14D, CLACKAMAS COUNTY, OREGON

WHEREAS, an application, together with planning exhibits for the above-captioned development, has been submitted in accordance with the procedures set forth in Sections 4.008(4) and 4.139(1), (2) and (3) of the Wilsonville Code, and .

WHEREAS, the Planning staff has prepared a report on the above-captioned subject which is attached hereto as Exhibit A, and

WHEREAS, said planning exhibits and staff report were duly considered by the Planning Commission at a regularly scheduled meeting conducted on December 9, 1991, at which time all exhibits, together with findings and public testimony, were entered into the public record, and


WHEREAS, the Commission has duly considered the subject and the recommendations contained in the staff report, and

WHEREAS, all interested parties have been afforded an opportunity to be heard on the subject.

NOW, THEREFORE, BE IT RESOLVED that the Wilsonville Planning Commission does hereby adopt the staff report attached hereto as Exhibit A, along with the findings, recommendations and Conditions of Approval contained therein. The Wilsonville Planning Director is hereby authorized to issue a Stage I Master Plan and Stage II Site Development Permit for Phase II and a Revised Condition of Approval 8 -Resolution 90PC5 once the prescribed appeal period has expired.

ADOPTED by the Planning Commission of the City of Wilsonville at a regular meeting thereof this 9th day of December, 1991, and filed with the Planning Secretary this same day.

Attest:

  
Judge Emison, Planning Secretary

  
Chairman, Planning Commission

And to provide an additional finding of fact that says that the traffic signal at the intersection of Town Center Loop West and Wilsonville Road is in process and should be in place by July of 1992, which it appears will alleviate some of the traffic congestion, but the Planning Commission still has significant concerns regarding the traffic at the intersection of Wilsonville Road and Parkway Avenue. (That's a finding of fact and not a Condition of Approval.)

**STAGE I MASTER SITE PLAN AND  
PHASE II STAGE II SITE DEVELOPMENT  
CONDITIONS OF APPROVAL**

1. This approves the subject Stage I Master Plan and Stage II Site Development of Phase II Project Thunder store. Developers shall submit separate applications for Stage II development review and separate applications for Site Design Review for each pad and development phase proposed in the Master Plan.
2. Automotive service stations/centers and automotive wash centers shall not be permitted within the Wilsonville Town Center Master Plan.
3. The owner shall waive right of remonstrance against any local improvement district that may be formed to provide public improvements to serve the subject site.
4. All survey monuments on the subject site shall be protected. If destroyed by the proposed site construction, the applicant shall retain a professional land surveyor to replace the monuments and file a copy of the record survey with the City.
5. The developer shall retain an engineer to provide a detailed drainage analysis of the subject property and prepare a 24" x 36" sheet identifying contributing drainage areas to be included with the final design plans.
6. Storm sewer system shall be designed to pass a 25-year frequency storm. Engineer shall provide detailed drainage computations. Applicant's design engineer shall provide runoff protection to downstream property owners. The design may require a detailed erosion control plan.
7. The developer shall coordinate with the City Engineer in preparing grading plans and in the design and location of all public utilities.
8. The developer shall conform with all requirements of the Tualatin Valley Fire District.



9. The developer shall submit to the Design Review Board a pedestrian sidewalk plan showing connections along the access drives through Phase II to the open space. Construct a five-foot wide concrete sidewalk, off-set five feet from the curb along the entire frontage of Town Center Loop West with Phase II and the adjoining pads. Connect all public sidewalks to the on-site sidewalk system. All sidewalks shall be constructed prior to occupancy of Project Thunder.

10. This approval amends Condition No. 16 of Resolution 89PC50 and Condition No. 8 of Resolution 90PC15 to state as follows:

The applicant shall dedicate 5.1 acres for a public park before issuance of the Certificate of Occupancy for Phase II unless the applicant and the City Council reach an agreement for a later date. The City and the applicant will work toward resolving the access and timing issues of the public park dedication up to including the time of the Certificate of Occupancy.

11. That an association of owners or tenants shall be established which shall adopt such Articles of Incorporation, By-Laws or other appropriate agreement, and shall adopt and impose such Declaration of Covenants and Restrictions on such common areas (landscaped areas) that are acceptable to the Planning Director. Said association shall be formed and continued for the purpose for maintenance. Such an association may undertake other functions. It shall be created in such a manner that tenants or owners of property shall automatically be members and shall be subject to assessments levied to maintain said common areas for the purposes intended. The period of existence of such association shall be not less than twenty years and it shall continue thereafter until other arrangements are made subject to City approval. This condition of approval does not apply to the open space proposed to be dedicated to the City.

12. All final plans shall be submitted on a 24" x 36" format. A title page will be required with a space left in the lower right-hand corner for an 8-1/2" x 11" information sheet to be provided by the City and to be affixed to the final as-built plans before acceptance. The applicant shall provide 3 mil mylar as-builts to the City which must be submitted and approved by the City before the final punch list inspection will be performed by the City.

13. Final utility design shall meet the following general format:

- A. Sanitary sewer shall be aligned on the north and west side of all street centerlines.
- B. Storm sewer shall be aligned on the south and east side of all street centerlines.
- C. Water line shall be aligned on the south and east side of all street centerlines.
- D. Minimum centerline finish grade shall be no less than 1% and the maximum centerline finish grade shall be no more than 12% for local streets. Minimum centerline finish grade shall be no more than 8% for any street above local street in classification and shall be constructed of concrete.
- E. The top of the curb shall equal centerline finish grade unless offset crown design or curb return transition.

- F. Composite utility plan shall be part of the final plan set.
  - G. Detailed grading plan shall be part of the final plan set.
  - H. Utilities not in the street area shall provide maintenance access acceptable to the City, and shall be centered in a 15-foot easement to be conveyed to the City of Wilsonville.
  - I. Final design of the public utilities shall be approved at the time of the City's issuance of a Public Works Construction Permit.
  - J. All on-and-off-site utilities shall comply with the State of Oregon and the City of Wilsonville requirements and Codes.
  - K. All cul-de-sacs shall have a minimum 45-foot radius to the face of the curb to allow for adequate turning radius.
  - L. All public streets shall meet design requirements for sight distance - horizontal, vertical and intersectional.
  - M. Final design plans shall identify locations for street lighting, gas service, power lines, telephone lines, cable television, street trees and mailbox clusters.
14. All survey monuments on the subject site shall be protected. If destroyed by the proposed site construction, the applicant shall retain a professional land surveyor to replace the monuments and file a copy of the record survey with the City.
  15. All power and telephone utilities shall be installed underground.
  16. Provide the Planning Director crossover reciprocal easements to adjacent properties for ingress and egress of traffic to cross over drives and private roads.
  17. The developer shall designate and construct City of Wilsonville Rapid Area Transport transit stops. Coordinate with Tom Barthel, the City Administrative Analyst, on the number and locations of the transit stops.
  18. The minimum parking space dimensions shall be 9' x 18' with 25-foot travel lanes.
  19. That Phase II be developed in such a manner that traffic generated by the development can be accommodated safely and without congestion in excess of level service D defined in the Highway Capacity Manual published by the National Highway Research Board on access drives at Town Center Loop West and at the intersection of Town Center Loop West with Wilsonville Road.
  20. The Phase II Stage II development shall take access at the prescribed access locations approved in Local Improvement District No. 5 along Town Center Loop West, except for the proposed access drive shown to be relocated at the southwest boundary of Phase II and is subject to the approval of the City Attorney and agreement being reached regarding lining up of the access drives on Town Center Loop West and the property across the street. The City Attorney is going to review the agreements to make sure that we end up with a full intersection on Town Center Loop West and the access drive to Project Thunder unless the property owner and the City Council reach another agreement.

21. At the time the Design Review Board specifically reviews the applicant's plans regarding the east wall of the large structure in Phase II, the applicant shall insure its compatibility with the proposed park. DRB shall also look at the pathway and sidewalk circulation plan.
22. That all construction workers park on site and not within public streets.
23. Prior to site grading, the developer shall coordinate with the Oregon Division of State Lands to investigate the existing storm water detention pond for possible wetlands.
24. The applicant shall coordinate with the City Engineer to consider on-site detention in its submittal to the City. The applicant shall coordinate with the Engineering Department all storm drainage plans with some consideration toward whether or not on-site detention is feasible and meets the engineering standards of the City.

Chairman Mike Williams moved to accept the staff report with the following amendments:

Revise Condition of Approval Number 10 to provide that instead of at the time building permits are issued at the Phase II Stage II site development, to provide that at the time the Certificate of Occupancy is issued the applicant/property owner shall dedicate 5.1 acres. And to provide another sentence at the end, that the City and the applicant will work toward resolving the access and timing issues of the public park dedication up to including the time of the Certificate of Occupancy.

Provide an additional condition of approval that at the time that the Design Review Board specifically reviews the applicants plans, regarding the east wall of the large structure on Phase II, to insure its compatibility with the proposed park. And to also have the DRB look at the pathway and sidewalk circulation plan. And an additional condition of approval that the applicant consider on-site detention in its submittal to the city. That the applicant coordinate with the engineering department the storm drainage plans with some consideration toward whether or not an on-site detention is feasible and meets the engineering standards of the city. And to provide an additional finding of fact that says that the traffic signal at the intersection of Town Center Loop West and Wilsonville Road is in process and should be in place by July of 1992, which it appears will alleviate some of the traffic congestion but the Planning Commission still has significant concerns regarding the traffic at the intersection of Wilsonville Road and Parkway Avenue. (That's a finding of fact and not a Condition of Approval.)

An additional Condition of approval is subject to the approval of the City Attorney and agreement being reached regarding lining up of the access drives on Town Center Loop West and the property across the street. The City Attorney is going to review the agreements to make sure that we end up with a full intersection on Town Center Loop West and the access drive to the Project Thunder.

(Mike Kohlhoff - Add the phrase, "unless the project owner and the city council reach other agreement")

Condition 10 will read that dedication of 5.1 acres for a public park will be required before issuance of the Certificate of Occupancy unless the applicant and the City Council reach an agreement for a later date.

Motion was seconded by Lew Hendershott and carried 4-2.

**PLANNING DEPARTMENT  
STAFF REPORT**

**DATE: December 9, 1991**

**TO: Planning Commission**

**PREPARED BY: Blaise Edmonds**

**REQUEST: 91PC43 Modification to Stage I Site Master Plan, reconsider Condition of Approval 8 of Resolution 90PC15; Stage II Phase II Site Development review for a 159,400 square foot retail commercial building - Project Thunder - Capital Realty Corp., applicant.**

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**SUMMARY**

Capital Realty Corporation is representing a retail business with the anonymous name "Project Thunder". The Project Thunder people desire to develop 14.75 acres (Phase II of Wilsonville Town Center) for a 159,400 square foot electronics-related retail store.

The proposed Project Thunder Stage II Site Development Plans has caused Capital Realty Corp. to modify and re-submit the Stage I Wilsonville Town Center Master Plan to reflect an expanded master plan area, reclassify overlay zones associated with Ordinance 55, redesignate the phasing sequence and to establish approximately 5.4 acres for open space.

Capital Realty Corp. is also seeking reconsideration of Condition 8 of Planning Commission Resolution 90PC15 which imposed certain design and development requirements for the development of the 5.4 acre open space.

All Comprehensive Plan and Zoning Code requirements that apply to this Stage I review are satisfied or can be met. Parking issues, building height and setback, final design, utility placement, and other site specific development requirements are further considered in this application for Stage II Phase II site development of Thunder Project, a 159,400 square foot retail commercial building. The applicant has also submitted conceptual plans showing Project Thunder's architecture, landscaping and a signage program. The Design Review Board is the City's review authority of the project's architecture, landscaping and signage program.

The applicant's traffic report demonstrates that the location, design and uses are such that traffic generated by Project Thunder can be accommodated safely and without congestion in excess of level service D defined in the Highway Capacity Manual at the access drives to Town Center Loop West and at the intersection of Town Center Loop with Parkway Avenue and the intersection with Town Center Loop West with Wilsonville Road. It may also be determined that the location and design of the access drives may be refined to reflect conclusionary findings of the traffic analysis report and of the City Engineering Department. The proposed findings do not take into account traffic impact on the intersection of Wilsonville Road with Parkway Avenue and the Wilsonville interchange from the proposed Phase II development. With respect to the previous statement, the Planning Commission did not analyze traffic congestion levels on the aforementioned intersection in the review of Phase I Wilsonville Town Center. Furthermore, Subsection 4.139(4)(b)WC does not ask the applicant to accommodate traffic safely and without congestion in excess of level service "D" at the Wilsonville Interchange.

Project Thunder can be adequately served by existing or immediately planned public facilities and services.

**RECOMMENDATION:** Approve the modified Stage I Wilsonville Town Center Master Plan and Stage II Phase II Site Development Plans with Conditions of Approval attached herein. This recommendation acknowledges the conceptual configuration of a 5.1 acre open space as proposed by the developer.

**FINDINGS: PDC & PDI**

The following findings are hereby adopted by the PLANNING COMMISSION and entered into the public record in consideration of the application as submitted in conformance with the City's Comprehensive Plan and Zoning Regulations. "PROJECT THUNDER"

NA = NOT APPLICABLE  
DRB = DESIGN REVIEW BOARD

	Code Std.	Proposed	Code Compliance		Additional Findings
			Yes	No	
<b>A. Land Use</b>					
Zoning	<u>PDC</u>	<u>PDC</u>	<input checked="" type="radio"/>	<input type="radio"/>	<u>1 to 7</u>
Comprehensive Plan Designation	<u>COMMERCIAL TOWN CENTER</u>		<input checked="" type="radio"/>	<input type="radio"/>	<u>1 to 7</u> <u>32 to 36</u>
<b>B. Land and Building Improvements</b>					
<b>1. Lot Size</b>					
a. Total site area (acreage)	<u>NOT SPECIFIED</u>	<u>652,687 SF</u>	<input checked="" type="radio"/>	<input type="radio"/>	<u>        </u>
b. Lot sizes (subdivision)	<u>NA</u>		<input type="radio"/>	<input type="radio"/>	<u>NA</u>
Acreage lot size	<u>NA</u>		<input type="radio"/>	<input type="radio"/>	<u>NA</u>
<b>2. Lot Coverage</b>					
a. All buildings	<u>NOT SPECIFIED</u>	<u>24% 159,400 SF</u>	<input checked="" type="radio"/>	<input type="radio"/>	<u>        </u>
b. Parking/paved	<u>↓</u>	<u>61% 395,242 SF</u>	<input checked="" type="radio"/>	<input type="radio"/>	<u>        </u>
<b>c. Landscaping</b>					
1. total size area (%)	<u>MINIMUM 15%</u>	<u>15% 98,045 SF</u>	<input type="radio"/>	<input type="radio"/>	<u>DRB</u>
2. parking area (%)	<u>10%</u>	<u>-</u>	<input type="radio"/>	<input type="radio"/>	<u>↓</u>
3. screening/buffering	<u>REQ'D</u>	<u>-</u>	<input type="radio"/>	<input checked="" type="radio"/>	<u>42,43</u>
4. irrigation system	<u>↓</u>	<u>-</u>	<input type="radio"/>	<input type="radio"/>	<u>DRB</u>
<b>3. Building Setbacks</b>					
Front / <u>TOWN CENTER LOAD WEST</u>	<u>0'</u>	<u>445'</u>	<input checked="" type="radio"/>	<input type="radio"/>	<u>        </u>
Right side / <u>NORTH</u>	<u>0'</u>	<u>160'</u>	<input checked="" type="radio"/>	<input type="radio"/>	<u>        </u>
Left side / <u>SOUTH</u>	<u>0'</u>	<u>85'</u>	<input checked="" type="radio"/>	<input type="radio"/>	<u>        </u>
Rear side / <u>EAST</u>	<u>0'</u>	<u>70'</u>	<input checked="" type="radio"/>	<input type="radio"/>	<u>        </u>

	Code Std.	Proposed	Code Compliance		Additional Findings
			Yes	No	
4. Building Use					
a. Office	sq. ft.	9,117 SF	<input checked="" type="radio"/>	<input type="radio"/>	
b. Warehouse	sq. ft.	39,330 SF	<input checked="" type="radio"/>	<input type="radio"/>	
c. Manufacturing/SERVICE	sq. ft.	17,276 SF	<input checked="" type="radio"/>	<input type="radio"/>	
d. Other/DETAIL	sq. ft.	63,914 SF	<input checked="" type="radio"/>	<input type="radio"/>	
5. Building Specifications					
a. Building Height	35'	-	<input checked="" type="radio"/>	<input type="radio"/>	44
b. (Sun Exposure Plane)	NA		<input type="radio"/>	<input type="radio"/>	NA.
c. Gross Floor area of Building	NO LIMIT	150,400 SF	<input checked="" type="radio"/>	<input type="radio"/>	
6. Number of Off-Street Parking					
a. Standard 9' X 18'	472	850	<input checked="" type="radio"/>	<input type="radio"/>	48
b. Compact 8 1/2' X 17' (30% 10 allowed)	OPTIONAL	NOT SHOWN	<input checked="" type="radio"/>	<input type="radio"/>	
c. Handicapped 12' X 18' (1 to 50 required)	11	16	<input checked="" type="radio"/>	<input type="radio"/>	UBC TABLE 31-A
Total	483	872	<input checked="" type="radio"/>	<input type="radio"/>	46 to 48
d. Truck load berths	2	26	<input checked="" type="radio"/>	<input type="radio"/>	
7. Access/Egress					
a. Direct access to street	-	3	<input type="radio"/>	<input checked="" type="radio"/>	17, 18
b. Access provided by easement	NA		<input type="radio"/>	<input type="radio"/>	NA
c. Rail Access	NA		<input type="radio"/>	<input type="radio"/>	NA.
8. Open Space Slope Protection					
a. Existing vegetation protected	NA		<input type="radio"/>	<input type="radio"/>	NA
b. Slopes over 20% to 30% impervious coverage	NA		<input type="radio"/>	<input type="radio"/>	NA
c. River and stream corridors protected	NA		<input type="radio"/>	<input type="radio"/>	NA
d. Adequate erosion control provided			<input checked="" type="radio"/>	<input type="radio"/>	EXHIBIT G4
e. Within greenway	NA		<input type="radio"/>	<input type="radio"/>	NA



	Code Std.	Proposed	Code Compliance		Additional Findings
			Yes	No	
<b>C. <u>Other Planning Considerations</u></b>					
1. Outside storage area provided/ screening	<u>-</u>	<u>-</u>	<input type="radio"/>	<input type="radio"/>	<u>DRB</u>
2. Adequate screenage of mechanical equipment	<u>-</u>	<u>-</u>	<input type="radio"/>	<input type="radio"/>	<u>DRB</u>
3. Safety/crime prevention					
a. Location of addressing	<u>-</u>	<u>-</u>	<input type="radio"/>	<input type="radio"/>	<u>DRB</u>
b. Natural surveillance	<u>-</u>	<u>-</u>	<input type="radio"/>	<input type="radio"/>	
c. Type of exterior lighting	<u>-</u>	<u>-</u>	<input type="radio"/>	<input type="radio"/>	

<b>D. <u>Bike Paths, Pedestrian Trails, &amp; Equestrian Trails</u></b>					
1. Pathway Standards					
a. Pathways are provided consistent with pathway master plan and design standards (Section 4.168 W.C.)	<u>REQ'd</u>	<u>HOT SHOW</u>	<input type="radio"/>	<input checked="" type="radio"/>	<u>201031</u>

<b>E. <u>Previous Approval actions and applicable conditions or approvals</u></b>					
1. City Council	<u>Yes</u>	<u>No</u>	File No.	See finding	<u>DRB 55</u>
2. DRB	<u>Yes</u>	<u>No</u>	File No.	See finding	<u>90215 Agre 50</u>
3. P.C.	<u>Yes</u>	<u>No</u>	File No.	See finding	<u>_____</u>
4. Other	<u>Yes</u>	<u>No</u>	File No.	See finding	<u>_____</u>
Inter-agency review comments					
Yes	<u>No</u>	See Exhibit No.			<u>_____</u>
Inter-agency review comments (Written Only)					
City Engineer	<u>Yes</u>	<u>No</u>	See Exhibit No.		<u>D</u>
Parks & Recreat.	<u>Yes</u>	<u>No</u>	See Exhibit No.		<u>_____</u>
Traffic Safety	<u>Yes</u>	<u>No</u>	See Exhibit No.		<u>_____</u>
Building Dept.	<u>Yes</u>	<u>No</u>	See Exhibit No.		<u>E</u>
Tualatin Fire Dept.	<u>Yes</u>	<u>No</u>	See Exhibit No.		<u>_____</u>
Sheriff	<u>Yes</u>	<u>No</u>	See Exhibit No.		<u>_____</u>

**MODIFIED STAGE I MASTER PLAN AND  
STAGE II PHASE II SITE DEVELOPMENT PLANS  
AND RECONSIDERATION OF  
CONDITION OF APPROVAL 8 OF 90PC15  
PLANNING COMMISSION FINDINGS**

**Property Owner:** Capitol Realty Corporation  
**Project:** Project Thunder  
**Developer:** Project Thunder  
**Architects:** Stage I Master Plan revision - JKS Architects  
 Stage II Phase II - Design Forum Architects  
**Traffic Engineer:** Kittelson & Associates, Inc.

**Property Description:**

The subject master plan area comprises 59.79 acres for retail commercial/office development more specifically described as Tax Lots 500, 600, 601 and 604 of Section 13 and Tax Lots 101, 200, 201, 300 and 405 of Section 14D, T3S-R1W, Clackamas County, Wilsonville Oregon. Approximately 114 acres comprise the Town Center Master Plan as recognized in Ordinance No. 55. Wilsonville Town Center, the name of Capital Realty Corporation's commercial retail development, has the same name of a retail district identified in Ordinance No. 55. For clarification, the applicant's Stage I Master Plan will be identified as the Wilsonville Town Center and the City's Master Plan of the district will be identified as Ordinance No. 55.

For years the interior area of Town Center Loop was in agricultural use with farm exemption tax status. It wasn't until the last eight years that the area experienced rapid residential and commercial growth with the development of Park Center Apartments, Town Center Mercantile, Wilsonville Market Place, Phase I Wilsonville Town Center, Clackamas Community College and various office and retail developments. It is apparent that the remaining undeveloped property has become very desirable as reflected by this application for a 159,400 square foot commercial retail store. Capital Realty forecasted commercial growth trends in Town Center and have subsequently purchased additional property to accommodate their plans to develop the Wilsonville Town Center Master Plan. Thus, the overall master plan area will increase from 53.39 acres to 59.79 acres. This adjustment will also create a new development phase in the overall Master Plan. With respect to Project Thunder, the relatively level site is easily accessible to Town Center Loop, Parkway Court and Wilsonville Road. The proposed Project Thunder site is also highly visible to I-5 and Town Center Loop West.

## LAND USE

### Project Data Stage I - 89PC50

#### 1. Building Area

Phase I	24.08 acres	170,900 square feet
Phase II	6.52 acres	61,000 square feet
Phase III	<u>22.79 acres</u>	179,000 square feet
Total	53.39 acres	

#### Building Area

Phase I	207,130 square feet
Open Space	5.62 acres

### Project Data Stage I Modification:

2. Phase I	22.96 acres (Existing Wilsonville Town Center commercial dev.)
Phase II	14.75 acres (Proposed Project Thunder)
<u>Phase III</u>	<u>22.08 acres (Undeveloped property)</u>
Total	59.79 acres

#### Building Area

Phase I	207,130 sq.ft.
Phase II	159,400 sq.ft.

3. The Master Plan amendment also seeks to amend the current overlay zones in Ordinance No. 55 to reflect modifications proposed in Stage I Wilsonville Town Center. Essentially, the amendments would replace the Motor Hotel (MH), Office Professional (OP), Service Commercial (SC) and Residential (R) use designations with Central Commercial (CC).

### Plan Designation and Zoning

4. The subject site is designated "Commercial" on the Comprehensive Plan map and zoned "Planned Development Commercial" (PDC) on the zoning map. The site is also situated within an area identified as Town Center Master Plan area (Ordinance No. 254). Ordinance No. 254 identifies the property in the following overlay zones; Service Commercial (SC), Office Professional (OP), Central Commercial (CC), Motor Hotel (MH), Residential (R) and within an area designated for a Lake or Open Space.

5. Within the Comprehensive Plan, a number of goal and policy statements address the commercial planning designation and development review which apply to the subject property. The applicable criteria for Stage I Master Plan review is found in Section 4.139(2) of the Wilsonville Code. Recommended uses for development within the Town Center Master Plan are embodied in Chapter 4 of the Wilsonville Code. In brief, the combined review criteria are the following:

The Most Applicable Comprehensive Plan Goals, Policies and Objectives

Goal 1.1	Citizen Involvement Goal
Objective 3.1	Public Facilities Availability
Policy 3.3.1	Street System Master Plan
Policy 3.3.1(b)	Street System Master Plan
Policy 3.3.1(c)	Street System Master Plan
Policy 3.3.2(a)	Arterial and Collector Streets
Policy 3.3.5(b)	Private Owner Responsibility to Build Streets
Policy 3.3.8(a)	Transportation Impact Analysis
Policy 3.3.8(c)	Traffic Trip Reduction
Policy 3.3.8(d)	Consolidation of Vehicle Trips
Policy 3.3.8(e)	Mass Transit
Policy 3.3.14	Major Street Improvements Required
Policy 3.3.3	Street Standard and Dedication
Policy 3.3.11	Bikeways and Pathways
Policy 3.3.12	Pathway Construction
Policy 3.8.3	Open Space
Policy 4.2.3	Site Plan Information Requirements
Policy 4.2.5	Development Coincide with Public Facilities

Applicable Zoning Ordinance Provisions

Section 4.123	This Section provides the requirements of the PDC zone which are governed by Section 4.130 to 4.140.
Section 4.138(4)	Stage I Master Plan compliance
Section 4.139(4)	Criteria for approval of a planned development including subsections a, b and c

Town Center Master Plan

Ordinance Nos. 55 and 254.

**Goal 1.1 - Citizen Involvement**

6. The Planning Commission will be conducting the Stage I Master Plan as a public hearing and all notification requirements have been met.

## CONCLUSIONARY FINDING

7. The proposed uses, both separately and as a whole, are consistent with the Comprehensive Plan and can be made consistent with Ordinance No. 55.

## PUBLIC FACILITIES

### Objective 3.1

8. The City Engineering Department has provided detailed comments regarding public facilities improvements required to serve the site. These findings and recommendations are listed on Exhibit D.

### Sanitary Sewer

9. Three sanitary sewer lines serve the site. An eight-inch line is located on the west side of the site which extends south through Citizens Drive to a trunkline in Wilsonville Road. A 15-inch line is located in the center of the site and a 10-inch line traverses the site originating from the Courtside Estates subdivision. This line was relocated to accommodate Phase I development. Approximately 1,500 linear feet of a sanitary sewer line was constructed along the northerly right-of-way of Wilsonville Road. This finding is also applicable to Stage II site development.

### Storm Drainage

10. The subject site is located within two storm drainage basins. Phase I site grading recontoured the site Master Plan to divert storm water to a piped system in the easterly basin that out falls to an existing 48-inch pipe on the southeast corner of Phase I site. This diversion helps relieve the westerly storm basin from the storm drainage system that out falls to constricted culvert under I-5. Phase II development will remove the existing storm detention pond located on the west side of the site and be replaced with storm pipes to connect with the improved Phase I storm system. The City requires detailed storm drainage plans designed to pass a 25-year storm frequency. The detention pond has not been investigated with the Oregon Division of State Lands for wetlands status.

### Water

11. Existing 12-inch waterlines located in Wilsonville Road and Town Center Loop East and West have adequate flow to serve full buildout of the site. This finding is also applicable to Stage II site development.

### Police

12. Police protection is provided to the City by the Clackamas County Sheriff's Department. This department has a headquarters in Wilsonville City Hall which is near the subject property.

## Fire/Emergency

13. The Tualatin Valley Consolidated Fire and Rescue District provides fire protection to this site. The City is served by two fire stations strategically located in the City that can provide adequate fire protection services to the proposed development.

## CONCLUSIONARY FINDING

14. That the location, design and uses are such that the retail commercial center will be adequately served by existing or immediately planned facilities and services.

## STREETS and TRAFFIC

### Policy 3.3.1(a) - Street System Master Plan

15. The Street System Master Plan identifies design standards and conceptual locations for arterials and major collectors. Wilsonville Road and Town Center Loop are classified as major arterial streets. The Master Street System and Functional Classification Map does not identify or classify any internal streets within the Town Center Loop. In the case of the proposed retail development, private drives will be constructed and connected to an internal drive/road system. This finding is also applicable to Phase II Stage II site development.
16. The design standards for Wilsonville Road show an approximate 94-foot right-of-way with a median planter island. The standards for the Town Center Loop show a 72-foot right-of-way with a median planter island. This finding is also applicable to Stage II site development.
17. The proposed development will construct driveway connections within Town Center Loop, but not in the same alignments as shown on the pictorial map representing the Town Center Master Plan. This finding is also applicable to Stage II site development.
18. Though the proposed access drive located near the northwest corner of the site is shown at a location supported by the Town Center Master Plan, this access is situated along a radius of Town Center Loop West that may position it in an unsafe location for egress and ingress.

### Policy 3.3.2(a) - Dedication of Arterial and Collector Streets and Control or Consolidation of Access Drives.

19. The dedication of additional right-of-way and half-street improvements along Wilsonville Road and Town Center Loop East were accomplished in Phase I Stage II site development. This finding is also applicable to Stage II site development.
20. The Wilsonville Town Center Master Plan shows ten access drives at arterials. The full access drive shown near the northwest corner of Phase III at Town Center Loop West should be analyzed for safe vision clearance.

21. The proposed access drive to Project Thunder, shown at the southwest corner of the site, does not align with the location of the existing curb cut approved to the site in Local Improvement District No. 5. This access drive would further create a staggered intersection with access drives constructed on the opposite side of Town Center Loop West. This access drive also deviates from the access drive shown on the Town Center Master Plan approved in 89PC50. The Planning Commission cannot change the locations of access drives approved in LID No. 5 without first obtaining approval from the City Council. This finding is also applicable to Stage II site Development.
22. It appears from the re-submitted Stage I Master Plan that access is not proposed at Parkway Court which would have encouraged through traffic from Wilsonville Road and Town Center Loop to the Parkway Court.

### Policy 3.3.3

23. Policy 3.3.3 requires the City to establish minimum street standards and dedication of adequate right-of-way prior to actual site development. It further provides that if proposed development exceeds minimum service capacity, then appropriate improvements shall be required prior to occupancy of the completed development. With respect to Project Thunder, the arterials servicing the site, Town Center Loop West and Wilsonville Road are already constructed to the Public Works standards. Phase I of Wilsonville Town Center is required to install a traffic signal to comply with minimum service capacity levels.
24. Section 4.139(4) stipulates that a Planned Development Permit may be granted by the Planning Commission only if it is found that the development conforms to subsections 4.139(4)(a),(b) and (c) and Sections 4.130 to 4.140. Section 4.139(4)(b) states:

"That the location, design, size and uses are such that traffic generated by the development can be accommodated safely and without congestion in excess of level service D defined in the Highway Capacity Manual published by the National Highway Research Board on existing or immediately planned arterial or collector streets and will, in the case of commercial or industrial developments, avoid traversing local streets."
25. The applicant has provided an updated transportation analysis prepared by Kittelson & Associates, Inc. for Project Thunder. Wayne Kittelson's updated report is labeled Exhibit G-7. The report recommends that a traffic signal be installed at the intersection of Town Center Loop West with Wilsonville Road at the time of occupancy of Phase II. However, Capital Realty was conditioned in Phase I Stage II development (Resolution 90PC15) to install the subject traffic signal as determined by the City Engineering Department. This requires that the State of Oregon Department of Transportation warrant the signal. This finding is also applicable to Stage II site development.
  - All of the intersections within the study area, with the exception of Wilsonville Road/Parkway Avenue, are currently operating within acceptable level of service limits.

- Under projected 1991 total traffic conditions and with the addition of site-generated Phase I traffic, the minor street left-turn movements at the Town Center Loop West/Wilsonville Road intersection are projected to experience an "E" Level of Service. While a traffic signal would improve the level of service for the 45 vehicles making this movement, it would also cause an overall increase in intersection delay and is not considered appropriate in view of the surrounding street system, the traffic circulation patterns and the projected operational characteristics of this intersection.
- By 1995, the projected background traffic volume conditions, without Phases II and III, will warrant the installation of a traffic signal at the intersections of Wilsonville Road/Town Center Loop West and Wilsonville Road/Town Center Loop East. It is therefore recommended that traffic operations at both the Town Center Loop intersections with Wilsonville Road be monitored on a regular basis. Traffic signals should be installed only when one or more MUTCD signal warrants are met and the operational and/or safety characteristics dictate a need for a traffic signal.
- The number of access drives included in the Site Plan will be adequate to serve the proposed retail development. These access drives will disperse the site-generated traffic sufficiently to minimize the overall effect of the retail center on the capacity and quality of service provided by the adjacent arterial street system. At the same time, they are sufficiently separated from each other and from adjacent intersections to avoid significant operational, stacking and safety problems.
- By 1995, the projected background traffic volume will, by itself, exceed the existing capacity of Wilsonville Road in the vicinity of the Wilsonville Road/I-5 interchange. The proposed ODOT improvement project at the interchange would add sufficient capacity to accommodate both the 1995 background traffic, as well as the additional traffic from Phases II and III of the proposed development.

Kittleson and Associates has also provided additional findings and recommendations found in their letter of October 16, 1991, labeled Exhibit G, which are as follows:

- The key unsignalized intersections within the study area are currently operating at an acceptable LOS during weekday evening peak hour conditions.
- Upon completion of the development, the site driveways and key off-site intersections, with the exception of Wilsonville/Town Center Loop West, will operate within acceptable level of service limits during the evening peak-hour time period.



- A traffic signal is warranted to accommodate projected 1992 traffic volumes at the Wilsonville Road/Town Center Loop West intersection. It is therefore recommended that a traffic signal be installed at this location upon completion of the proposed development.

**Policies 3.3.8(a)-(e)**

26. These policies address traffic impacts and congestion.

As noted in the previous findings responding to Policy 3.3.3, the applicant has provided a detailed traffic analysis that responds to Policies 3.3.8(a)-(e) and Section 4.139(4) of the Wilsonville Code.

**CONCLUSIONARY FINDING**

27. The applicant's traffic report demonstrates that the location, design and uses are such that traffic generated by Project Thunder can be accommodated safely and without congestion in excess of level service D defined in the Highway Capacity Manual at the access drives to Town Center Loop West, and at the intersection of Town Center Loop with Parkway Avenue and the intersection with Town Center Loop West with Wilsonville Road. It may also be determined that the location and design of the access drives may be refined to reflect conclusionary findings of the traffic analysis report and of the City Engineering Department. These findings do not take into account traffic impact on the intersection of Wilsonville Road with Parkway Avenue and the Wilsonville interchange from the proposed Phase II development. With respect to the previous statement, the Planning Commission did not analyze traffic congestion levels on the aforementioned intersection in the review of Phase I Wilsonville Town Center. Furthermore, Subsection 4.139(4)(b)WC does not ask the applicant to accommodate traffic safely and without congestion in excess of level service "D" at the Wilsonville Interchange.

**TRANSIT FEATURES, SIDEWALKS AND BIKEWAYS**

28. Specific transit features such as transit stop locations and right-of-way fixtures for transit uses should be provided in the Stage II Site Development Plan. These findings are also applicable to Stage II site development.

**Policies 3.3.11, 3.3.12, 3.3.13 and 3.3.13(b)**

29. These policies addresses pathways and bikeways. Written comments received by Myers/Kroker (the architectural firm responsible for master planning Town Center) in case file 90PC15, have the following observations concerning pedestrian pathways:

"There will need to be a landscape design study of the public right-of-way system defining the nature of plant materials, berm forms, ground cover, public walk systems and street light systems. Design definition of pedestrian overpasses would be developed within the recommended 'Design Review Parameter Study'."

30. The modified Stage I Master Plan shows a bikeway through Phase I to extend through Phase III and connect with the future park. A shoulder-side bikeway is required on the Comprehensive Plan to occur on the south side of Wilsonville Road.
31. The Phase II Stage II submittal plans do not indicate sidewalks along Town Center Loop West as required by Ordinance No. 55 and by Section 4.168 and Subsection 4.167(1)(b) of the Wilsonville Code. Regarding Project Thunder, a five-foot wide concrete sidewalk is required along Town Center Loop West to be off-set five feet from the curb. In order to provide for safe pedestrian access around and on the Phase II site, pedestrian walkways should be extended from Town Center Loop West via the central access drives up to Project Thunder's storefront. It also appears that the applicant has not considered pedestrian sidewalks to link the site with the future park and adjoining businesses.

### OPEN SPACE

#### Policy 3.8.3

32. This policy addresses open space. The proposal, as presented, will have a major impact on the location, size and configuration of the area designated by Ordinance No. 55 shown as lake or open space. Approximately 8.5 acres of lake or open space is conceptually shown on the Town Center Master Plan. The open space depicted on the modified Town Center Master Plan or Ordinance No. 55 does not have the same configuration as shown for the Primary Open Space area depicted on the Comprehensive Plan Map.
33. The modified Stage I Master Plan shows 5.1 acres in open space to be reconfigured to satisfy Capital Realty's site development program, and hopefully, for the City's benefit to develop the property as a public park. The application does not propose a specific open space plan with uses, nor is the applicant proposing a development schedule. In this regard, the Planning Commission had previously conditioned the applicant in Resolution 90PC15 to perform the following:

#### Condition No. 8:

"At Phase II Stage II site development, which shall be the next phase presented, applicant shall submit to the Planning Commission and the Design Review Board a detailed open space plan and development schedule for the development of the 5.4 acre open space shown on the Stage I Master Plan."

With respect to the above issues, the applicant is requesting the Planning Commission to reconsider Condition No. 8 as follows:

1. Develop a design for the conceptual Wilsonville Town Center open space that allows for the participation of the appropriate City staff and commissions.
2. To formulate a development plan and time frame consistent with the development of Phases II and III of the balance of the Wilsonville Town Center property, and

3. Determine Capital Realty's financial obligation and any credits related thereto."
34. Ordinance No. 55 depicts an open space or lake with a centralized location in Town Center with surrounding development to be oriented and related with it. One can compare this relationship to be similar with the concept of a public square of a small European city or even with an Early American town square. Those kind of public spaces create a sense of place and encourage a community gathering place within an urban context. It also creates a city center environment that involves the pedestrian in its function and design that is not found in retail strip developments designed around automobiles.
35. The proposal, as presented, shows approximately 5.1 acres in open space. The City will require that the open space be dedicated for development of a City park. At issue is the proposed configuration of the open space. In this regard, the proposed open space has a spacial composition that positively responds to the open space concept in Ordinance No. 55. The proposed Master Plan is an assembly of properties that make up a reasonable configuration for future park development. Conversely, the surrounding development plan represents an augmentation of the more traditional strip retail commercial center showing buildings oriented to major collectors and arterials together with large storefront parking areas. Truck delivery activities are then generally found on the sides or at the rear of the stores which attract outside storage of palettes, boxes etc. The applicant has modified the original submittal drawings designed to lessen the impact of Project Thunder's building mass on the proposed open space. Buffering can be accomplished by reducing the mass of Project Thunder with siting a smaller intervening building between Project Thunder and the open space. The revised plan also re-positioned potential building sites to open up the view of the open space to Town Center Loop West.
36. The proposed 5.1 acre open space, combined with approximately 3 acres in open space created for Town Center Park Apartments and Clackamas Community College, will provide a generous area for a future public park.

**Policy 4.2.3 and Section 4.139(2)(a) and (b)**

37. This policy and zoning section identify the information which must be included in the Site Plan. The information set forth has been submitted in compliance with the Comprehensive Plan and Zoning Ordinance. Landscape and Architectural Plans will be reviewed by the Design Review Board.

**Policy 4.2.5**

38. This policy requires that development coincide with the provision of public streets, water, sanitary sewer and storm drainage facilities. Such facilities are currently available at the site. Sewer and water are located within the abutting roads. Storm drainage is provided at the eastern portion of the site. The extension of these services will be coordinated with site construction and facilities and will be designed to meet City public works standards.

## Sections 4.130 to 4.140

39. The proposed use is authorized by, and consistent with, the Comprehensive Plan and the official City Zoning Map. The proposed commercial/office uses are permitted in overlay zones as part of the Town Center Master Plan. An approval of this Master Plan, however, will amend overlay zones of Ordinance No. 55.
40. Ordinance No. 55 is a conceptual plan intended to list recommended uses prescribed by commercial overlay zones. The Ordinance further allows the Planning Commission flexibility to change the plan to reflect changes of community needs, shopping habits, transportation and in social economic needs. Such is the case in this application with proposed changes in building orientation, driveway location, reclassified uses and reconfigured open space.
41. Condition No. 2 of the Stage I Master Plan approval requires separate Stage II land development applications for review of each pad. Therefore, the buildings proposed on the pads are not part of this application.

### BUFFERING and SCREENING

42. Section 4.163 of the Wilsonville Code requires:
  - A. All outdoor storage and garbage collection areas shall be screened from off-site view with fencing and/or landscaping.
  - B. Activity areas on commercial and industrial sites shall be buffered and screened from adjacent residential areas. Multi-family developments shall be screened and buffered from single-family areas.
43. The Site Plan illustrates an area between the truck loading area and proposed open space. This site arrangement orients the massive and mundane backside of Project Thunder to Parkway Court and the proposed open space. The impact can be lessened, as proposed in Finding No. 35, together with innovative design utilizing landscaping, screenage, murals etc.

### BUILDING HEIGHT

44. Definition no. 12 of Chapter 4 of the Wilsonville Code (Building of Structural Height) is defined by the following:

"The term 'height of building' shall be deemed to mean the perpendicular distance from the average elevation of the adjoining ground to the highest point of the coping of a flat roof or to the deck line of a mansard roof or to the middle height gable between the eaves and ridge of a pitch or hip roof. If a building is divided into units by means of masonry division walls, each unit shall be considered separately in calculation for height of building."

45. In order to distinguish Project Thunder to the public, the applicant proposes to construct a dome and flag pole atop the main entrance of the store. Section 4.172(1) exempts domes and flag poles from the height limits of the PDC zone. However, the flag pole can only fly the United States and the State of Oregon flags. Just for general information, the top of the dome is shown approximately 55 feet above grade level. The top of the flag pole is approximately 81 feet above grade level.

**PARKING ANALYSIS**

46. Section 4.150WC:

"Commercial:

Commercial retail, 1,501 square feet or more	1 space/200 sq.ft. @ 63,914 sq. ft. of floor area
Service or repair shops	1 space/200 sq.ft. @ 17,276 sq. ft. of floor area
Eating or drinking establishments	1 space/200 sq.ft. @ 6,096 sq. ft. of floor area
Storage warehouse, wholesale establishment, rail or trucking freight terminal	1 space/2,000 sq.ft. @ 39,336 sq.ft. of floor area up to 40,000 sq.ft.; 1 space/4,000 sq. ft. thereafter
Office	1 space/250 sq.ft. @ 9,117 sq.ft.

These calculations do not include employee lunch rooms, restrooms, HVAC rooms, cat walks, etc.

**Building Area - Phase II**

**Minimum Parking Required:**

Project Thunder approximate floor areas:

Retail Commercial	$63,914 / 200 = 320$ spaces
Service	$17,276 / 200 = 86$ spaces
Office	$9,117 / 250 = 36$ spaces
Restaurant	$6,096 / 200 = 31$ spaces
<u>Storage</u>	<u><math>39,336 / 4000 = 10</math> spaces</u>

Minimum parking : **483 spaces**

47. Though the proposed off-street parking count shows 16 handicapped and 856 standard parking spaces for a total of 872 parking spaces, the proposed parking is almost twice the minimum requirement of the Code. This figure does not include parking for the future pads. Those parking areas will not be constructed until each pad is developed.

48. The parking plan specifies dimensions for a typical standard parking space at 9' x 18' with 25'-0" drive aisles. The Zoning Code has a minimum 9' x 18' standard parking space dimension. Compact parking spaces are not proposed and are optional by the Zoning Code.

And to provide an additional finding of fact that says that the traffic signal at the intersection of Town Center Loop West and Wilsonville Road is in process and should be in place by July of 1992, which it appears will alleviate some of the traffic congestion, but the Planning Commission still has significant concerns regarding the traffic at the intersection of Wilsonville Road and Parkway Avenue. (That's a finding of fact and not a Condition of Approval.)

**STAGE I MASTER SITE PLAN AND  
PHASE II STAGE II SITE DEVELOPMENT  
CONDITIONS OF APPROVAL**

1. This approves the subject Stage I Master Plan and Stage II Site Development of Phase II Project Thunder store. Developers shall submit separate applications for Stage II development review and separate applications for Site Design Review for each pad and development phase proposed in the Master Plan.
2. Automotive service stations/centers and automotive wash centers shall not be permitted within the Wilsonville Town Center Master Plan.
3. The owner shall waive right of remonstrance against any local improvement district that may be formed to provide public improvements to serve the subject site.
4. All survey monuments on the subject site shall be protected. If destroyed by the proposed site construction, the applicant shall retain a professional land surveyor to replace the monuments and file a copy of the record survey with the City.
5. The developer shall retain an engineer to provide a detailed drainage analysis of the subject property and prepare a 24" x 36" sheet identifying contributing drainage areas to be included with the final design plans.
6. Storm sewer system shall be designed to pass a 25-year frequency storm. Engineer shall provide detailed drainage computations. Applicant's design engineer shall provide runoff protection to downstream property owners. The design may require a detailed erosion control plan.
7. The developer shall coordinate with the City Engineer in preparing grading plans and in the design and location of all public utilities.
8. The developer shall conform with all requirements of the Tualatin Valley Fire District.

9. The developer shall submit to the Design Review Board a pedestrian sidewalk plan showing connections along the access drives through Phase II to the open space. Construct a five-foot wide concrete sidewalk, off-set five feet from the curb along the entire frontage of Town Center Loop West with Phase II and the adjoining pads. Connect all public sidewalks to the on-site sidewalk system. All sidewalks shall be constructed prior to occupancy of Project Thunder.

10. This approval amends Condition No. 16 of Resolution 89PC50 and Condition No. 8 of Resolution 90PC15 to state as follows:

The applicant shall dedicate 5.1 acres for a public park before issuance of the Certificate of Occupancy for Phase II unless the applicant and the City Council reach an agreement for a later date. The City and the applicant will work toward resolving the access and timing issues of the public park dedication up to including the time of the Certificate of Occupancy.

11. That an association of owners or tenants shall be established which shall adopt such Articles of Incorporation, By-Laws or other appropriate agreement, and shall adopt and impose such Declaration of Covenants and Restrictions on such common areas (landscaped areas) that are acceptable to the Planning Director. Said association shall be formed and continued for the purpose for maintenance. Such an association may undertake other functions. It shall be created in such a manner that tenants or owners of property shall automatically be members and shall be subject to assessments levied to maintain said common areas for the purposes intended. The period of existence of such association shall be not less than twenty years and it shall continue thereafter until other arrangements are made subject to City approval. This condition of approval does not apply to the open space proposed to be dedicated to the City.

12. All final plans shall be submitted on a 24" x 36" format. A title page will be required with a space left in the lower right-hand corner for an 8-1/2" x 11" information sheet to be provided by the City and to be affixed to the final as-built plans before acceptance. The applicant shall provide 3 mil mylar as-builts to the City which must be submitted and approved by the City before the final punch list inspection will be performed by the City.

13. Final utility design shall meet the following general format:

- A. Sanitary sewer shall be aligned on the north and west side of all street centerlines.
- B. Storm sewer shall be aligned on the south and east side of all street centerlines.
- C. Water line shall be aligned on the south and east side of all street centerlines.
- D. Minimum centerline finish grade shall be no less than 1% and the maximum centerline finish grade shall be no more than 12% for local streets. Minimum centerline finish grade shall be no more than 8% for any street above local street in classification and shall be constructed of concrete.
- E. The top of the curb shall equal centerline finish grade unless offset crown design or curb return transition.



- F. Composite utility plan shall be part of the final plan set.
  - G. Detailed grading plan shall be part of the final plan set.
  - H. Utilities not in the street area shall provide maintenance access acceptable to the City, and shall be centered in a 15-foot easement to be conveyed to the City of Wilsonville.
  - I. Final design of the public utilities shall be approved at the time of the City's issuance of a Public Works Construction Permit.
  - J. All on-and-off-site utilities shall comply with the State of Oregon and the City of Wilsonville requirements and Codes.
  - K. All cul-de-sacs shall have a minimum 45-foot radius to the face of the curb to allow for adequate turning radius.
  - L. All public streets shall meet design requirements for sight distance - horizontal, vertical and intersectional.
  - M. Final design plans shall identify locations for street lighting, gas service, power lines, telephone lines, cable television, street trees and mailbox clusters.
14. All survey monuments on the subject site shall be protected. If destroyed by the proposed site construction, the applicant shall retain a professional land surveyor to replace the monuments and file a copy of the record survey with the City.
  15. All power and telephone utilities shall be installed underground.
  16. Provide the Planning Director crossover reciprocal easements to adjacent properties for ingress and egress of traffic to cross over drives and private roads.
  17. The developer shall designate and construct City of Wilsonville Rapid Area Transport transit stops. Coordinate with Tom Barthel, the City Administrative Analyst, on the number and locations of the transit stops.
  18. The minimum parking space dimensions shall be 9' x 18' with 25-foot travel lanes.
  19. That Phase II be developed in such a manner that traffic generated by the development can be accommodated safely and without congestion in excess of level service D defined in the Highway Capacity Manual published by the National Highway Research Board on access drives at Town Center Loop West and at the intersection of Town Center Loop West with Wilsonville Road.
  20. The Phase II Stage II development shall take access at the prescribed access locations approved in Local Improvement District No. 5 along Town Center Loop West, except for the proposed access drive shown to be relocated at the southwest boundary of Phase II and is subject to the approval of the City Attorney and agreement being reached regarding lining up of the access drives on Town Center Loop West and the property across the street. The City Attorney is going to review the agreements to make sure that we end up with a full intersection on Town Center Loop West and the access drive to Project Thunder unless the property owner and the City Council reach another agreement.

21. At the time the Design Review Board specifically reviews the applicant's plans regarding the east wall of the large structure in Phase II, the applicant shall insure its compatibility with the proposed park. DRB shall also look at the pathway and sidewalk circulation plan.
22. That all construction workers park on site and not within public streets.
23. Prior to site grading, the developer shall coordinate with the Oregon Division of State Lands to investigate the existing storm water detention pond for possible wetlands.
24. The applicant shall coordinate with the City Engineer to consider on-site detention in its submittal to the City. The applicant shall coordinate with the Engineering Department all storm drainage plans with some consideration toward whether or not on-site detention is feasible and meets the engineering standards of the City.

## EXHIBITS

The following Exhibits are hereby entered into the public record by the Planning Commission as confirmation of its consideration of the application as submitted.

- A. Findings and Conditions of Approval
- B. City of Wilsonville Comprehensive Plan
- C. Chapter 4 of the Wilsonville Code
- D. City Engineering Department Report
- E. City Building Official's Report
- F. Town Center Master Plan
- G. Applicant's submittal documents:
  - 1. Revised Stage I Master Plan and Master Utilities Plan
  - 2. Phase II Site Plan
  - 3. Phase II Exterior Elevations
  - 4. Phase II Grading Plan and Erosion Control Plan
  - 5. Phase II Utilities Plan
  - 6. Phase II Preliminary Landscape Plan
  - 7. Traffic Report by Wayne Kittelson and addendum letter
  - 8. Request for Modification of Condition No. 8 of 90PC15
  - 9. Stage I Master Plan Re-submittal
  - 10. Phase II Stage II narrative
  - 11. Alternative Open Space Concept
- H. Original Stage I Master Plan - 89PC50.
- I. Ordinance no. 55

91PC43

City of

**WILSONVILLE**  
in OREGON



30000 SW Town Center Loop E  
Wilsonville, Oregon 97070  
(503) 682-1011  
(503) 682-1015 Fax  
(503) 682-0843 TDD

August 16, 1999

Gary M. Graumann  
Lumberjack, L.P.  
PO Box 7458  
Menlo Park, California 94026

Re: 29400 SW Town Center Loop

Dear Mr. Graumann:

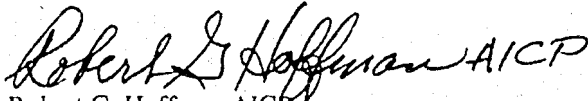
Mr. Lashbrook, Wilsonville Planning Director, has asked me to answer your request for a zoning compliance letter. You will find the information you requested as follows:

1. Zoning Classification Code:  
Planned Development Commercial (PDC) (Town Center)
  
2. Property Owner's Name and Lender's Name  
Lumberjack, L.P. (owner)  
PO Box 7458  
Menlo Park, CA 94026  
  
GE Capital Business Asset Funding Corp.  
10900 NE 4<sup>th</sup> St., Suite 500  
Bellevue WA 98004
  
3. Address of the Property:  
29400 SW Town Center Loop, Wilsonville, Oregon
  
4. Type of Permitted Use:  
Commercial (Planned Development)
  
5. Expiration Dated Copy of Conditions or Restrictions of Use:  
Case File 91PC43 approved 12/9/91  
Case File 91DR29 approved 1/27/92  
Case File 92DR21 motion revising condition



I have researched our records and find that in receiving final occupancy the city found that the development had complied with all plan proposals and conditions of approval. However, the project is now almost seven years old and is beginning to show some wear and deferred maintenance. About a year ago, Mr. Blaise Edmonds wrote you about broken curbs and destroyed landscaping where vehicles have driven over the curb. This is at a major entrance area (Southwest entry drive, between the rug dealer and McDonalds.) This problem area still requires attention.

Sincerely,

  
Robert G. Hoffman AICP  
Manager of Current Planning

Attachment: Decision and Conditions of Approval  
98PC43  
91DR29

RGH:sh

BOB

LUMBERJACK, L.P.  
P.O. BOX 7458  
MENLO PARK, CALIFORNIA 94026  
(650)813-9100 FAX(650)813-9190

August 5, 1999

Mr. Stephan Lashbrook  
Planning Director  
CITY OF WILSONVILLE  
30000 SW Town Center Loop E  
Wilsonville, OR 97070

Dear Mr. Lashbrook:


Thank you very much for returning my call with respect to revisions to the Development Codes. I look forward to reviewing the changes and will provide any comments that I may have.

We also discussed the following outline that my lender has requested that I obtain from the city. I have provided the information for items 2) and 3). If you could have someone on your staff complete the rest of the requirements requested by the lender it would be greatly appreciated.

I would like to receive a compliance letter from your office within the next 10 days. Should you have any questions please feel free to call me at the number listed above.

Once again, thank you for your attention to this matter.

Sincerely,

  
Gary M. Graumann

ZONING COMPLIANCE LETTER REQUIREMENTS

This item should be obtained from the City Planner's, County Clerk's, or Zoning Department's office and should contain the following information:

1) Zoning Classification Code *Planning Development Commercial (PDC)*  
*(Town Center)*

2) Property Owner's Name and Lender's Name

3) Address of the Property

4) Type of Permitted Use. *Commercial (Planned Development)*

5) Expiration Dated Copy of Conditions or Restrictions of Use.

*91PC43 - Appr. 12-9-91*  
*91DR29 - Appr 1-27-92*  
*92DR21 - Appr 6-22-92*

2) *Lumberjack, L.P. (owner)*

*P.O. Box 7458*

*MENLO PARK, CA 94026*

*GE Capital Business Asset Funding Corp.*

*10900 NE 4th St., Suite 500*

*Bellevue, Wa 98004*

3) *29400 SW TOWN CENTER LOOP*

*WILSONVILLE, OR.*

*Incredible Universe 93 91PL43*

# Aetna's local presence shrinks after loss of key large clients

Continued from page 1

er away from the Portland market.

Despite a strong national presence, Aetna's local client base has eroded as

market is already dominated by strong HMO players that have left little room for carriers like Aetna.

Stone said the downsizing was planned a national restructuring effort, and not nply because of the lost clients in Portland. Many who watch insurance activities nationally agree. The change reflects nular strategies by nationwide carriers. tna wants to consolidate offices, re ce overhead and gain efficiencies in : increasingly competitive health insurance market.

'It is definitely consistent with the nd that we've seen in this industry,' id Post. Improvements in electronic tims handling and standardization ross offices have made such changes ssible and even advantageous, he said, gain efficiencies.

'Insurance in general has become more d more of a commodity market,' said iss Poll, an insurance analyst with the icago Corp., a Chicago-based invest- ent bank that tracks insurance compa- nies. "Insurance companies, especially the big guys, have a big expense burden. They tend to be big and clumsy."

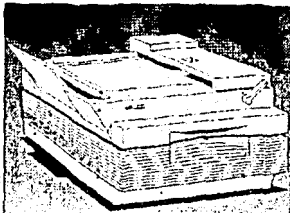
In Aetna's case, said Poll, the national carrier's life and health business has been its strongest asset. Hartford, Conn.-based Aetna is the third-largest U.S.-based property and casualty insurer, according to Value Line's December 1993 investment survey. Aetna, a public company traded on the New York Stock Exchange, also has been subject to large market fluctuations.

Aetna "peaked" on Nov. 1, 1993, with a per-share price of \$60.75, said Poll. The stock closed at \$47.75 per share on Oct. 18.

Aetna Health Plans reported \$4.5 million in insurance premiums in Oregon during 1993, down from \$12.7 million in premiums it wrote in 1991, according to reports filed with the state. It covers an estimated 40,000 enrollees.

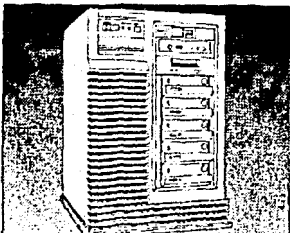
Aetna handles about 4.9 million Medicare claims representing some \$250 million annually out of the Portland office.

# comes to working, DI onnected!



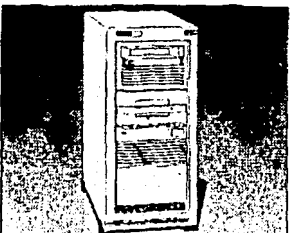
### HP ScanJet IIcx 1600 dpi Scanners

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*Blaise*  
*Pam*  
*Sally*

## Incredible Universe building sold, leased

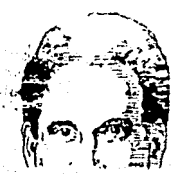
Tandy Corp. has sold off its Incredible Universe building in Wilsonville and leased back the facility from the new owner.

Tandy sold the 166,495-square-foot retail property to Pier Set Inc., a Delaware corporation, for \$13.5 million, according to a Clackamas County sale deed.

Pier Set is a subsidiary of London-based NatWest bank, said Bill Bousquette, chief financial officer of Fort Worth, Texas-based Tandy.

Tandy also sold three other Incredible Universe buildings to the bank. The four properties sold for about \$60 million, Bousquette said.

Selling off store facilities to outside investors is common among large retailers. "We have no interest in tying up our capital in real estate," Bousquette said.



# Trust JBL&K



File  
9.1pc 43

City of Wilsonville  
Community Development Department  
30000 S.W. Town Center Loop East  
Wilsonville, Oregon 97070  
(503) 682-4960  
Fax 682-7025

FAX COVER SHEET

DATE: 11-29-93  
TO: Mark Whitlow FAX: 721-3666  
FROM: Mike Kisheloff / Wayne Lorenson  
SUBJECT: Project Thunder

NUMBER OF PAGES IN THIS TRANSMITTAL (INCLUDING COVER SHEET) 20

COMMENTS: \_\_\_\_\_  
\_\_\_\_\_  
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\_\_\_\_\_



City of  
**WILSONVILLE**  
in OREGON

September 29, 1993

30000 SW Town Center Loop E  
Wilsonville, Oregon 97070  
FAX (503) 682-1015  
(503) 682-1011

Mr. Bryan L. Spain, CSM  
Assistant Director State/Local Taxation  
Tandy Tax Service  
Tandy Corporation  
P.O. Box 1643  
Fort Worth TX 76101

*91PC 43*

Re: Systems Development Credit - Wilsonville Incredible Universe

Dear Mr. Spain:

The purpose of this letter is to formally close action on an appeal of the discretionary decision concerning the amount of the street systems development charge for the Incredible Universe. Prior to his departure from Tandy Tax Service, Mr. Bryan L. Spain, CSM, had formally appealed the discretionary decision.

On December 7, 1992, I provided an interim response in which we provided a comparison of a number of different calculations of the street systems development charge and in all cases they came very close to the amount that was charged based on the number of employees. Subsequently, on March 2, 1992, I extended the time for submission of any additional data concerning the street systems development charge to April 15, 1993.

Later telephone conversations indicated that you were not going to submit any additional data. Based on the information that has been received, your appeal of the discretionary decision has not been favorably considered. I would like to inform you that we will be using most of the systems development charge for streets that you paid to install an asphalt overlay on Town Center Loop West to increase the structural strength of the road. This should significantly delay deterioration of the street.

I apologize for the delay in providing a formal response; however, other higher priority projects have interfered with a more timely response. Your understanding is appreciated.

Sincerely,

Eldon R. Johansen  
Community Development Director

pc: Arlene Loble, City Manager  
Mike Kohlhoff, City Attorney  
Tom Jowaiszas, Finance Director  
Wayne Sorensen, Planning Director  
Mike Stone, City Engineer  
Martin Brown, Building Official



City of  
**WILSONVILLE**  
in OREGON

30000 SW Town Center Loop E  
Wilsonville, Oregon 97070  
FAX (503) 682-1015  
(503) 682-1011

Info —  
Pam ✓  
Blaise ✓  
Sally ✓  
file ✓ 910643

December 4, 1992

Mr. Wayne Kittelson  
Kittelson & Associates, Inc.  
610 SW Alder, Suite 700  
Portland OR 97205

Re: Incredible Universe Traffic Issues

Dear Mr. Kittelson:

You provided me with a copy of your letter dated October 27, 1992, to Mr. Wayne Sorensen, Planning Director, concerning the above subject. I appreciate receiving a copy of your letter since it provides an excellent background from the consultant and the developer's perspective.

Your letter addresses several transportation topics which are of current interest to staff and council. Your letter included a copy to Councilor Carter and copies have also been provided to the Mayor and other Councilors to ensure that they all have the same background concerning this topic.

Your letter indicated that you are troubled by several comments in the October 22 issue of the Oregonian, entitled "Traffic Count Zooms at Electronic Store". I also am troubled by several of the statements in your letter of October 27, 1992, and would like to explain my concerns with your letter. Prior to explaining my concerns, I will review the overall traffic information that was provided to the Planning Commission prior to its decision. The Transportation Impact Analysis for the Wilsonville Town Center, dated April, 1990, was submitted to the Planning Commission as background for approval of the Master Plans for Phase I, Phase II and Phase III of the Wilsonville Town Center. Subsequently, the letter dated October 16, 1991, subject Traffic Analysis for Wilsonville Town Center - Phase II was submitted to the Planning Commission prior to approval of the plan for Project Thunder, which subsequently was changed in name to the Incredible Universe. When Project Thunder was approved, the Traffic Impact Analysis Report for the Wilsonville Town Center, dated April, 1990, was not provided to the Planning Commission at the time of the hearing.

Specific sections of your letter which are troublesome to me as well as comments on these sections are as follows:

Mr. Wayne Kittelson  
Re: Incredible Universe Traffic Issues  
December 4, 1992 - Page 2

"Contrary to Mr. Johansen's statements in the article, our engineers did investigate the intersection of I-5 and Wilsonville Road as part of this study. As early as 1990, in fact, they predicted the capacity deficiencies that were just recently experienced. At the time that this original traffic impact analysis report was submitted, (April 1990), our engineers pointed out to city staff that the intersections of I-5 and Wilsonville Road were already operating near capacity under weekday peak-hour conditions, and would continue to operate at or above capacity until planned (but as yet unfunded) interchange improvements are made by ODOT. The following excerpt from the original traffic impact analysis report confirms this observation:

'As shown in Table 9, all of the intersections within the study area, with the exception of the I-5 northbound and southbound intersection, are anticipated to operate at an acceptable level of service [under projected 1995 peak-hour conditions]. The projected demand at both of the I-5 ramp intersections will result in an over-capacity condition.'

The April 1990 Traffic Impact Analysis for Wilsonville Town Center has several tables which give the existing and predicted level of services for the southbound and northbound I-5/Wilsonville Road interchanges. Table 5 on Page 16 gives an existing level of service for both intersections of "B". Table 8 indicates level of service "C" for both intersections for the 1991 total traffic level of service results. These levels of service do not support your statement that the intersections were already operating near peak capacity.

The Project Thunder update, which was included in your October 16, 1991 letter concerning traffic analysis for Wilsonville Town Center Phase II, could be read as you state, "that this update included the I-5 northbound and southbound intersections with Wilsonville Road". If I read it that way, then I concur that the significant findings and recommendations of the October 16, 1991 report state: "Upon completion of the development, the site driveways and key off-site intersections, with the exception of Wilsonville Road/Town Center Loop West will operate within acceptable level of service limits during the evening peak-hour time period." This would be contrary to your dire predictions of intersection failure.

On the other hand, I have looked at the October 16, 1991 letter and have found no specific updates for the traffic analysis for Wilsonville Town Center Phase II concerning the I-5 intersections with Wilsonville Road. It was this lack of any data concerning the I-5 northbound and southbound intersections with Wilsonville Road that led me to conclude that the traffic impact analysis for the Incredible Universe did not include information on the I-5 intersections with Wilsonville Road. If I had read the October 16, 1991 report to accept at face value the statement that "the key off-site intersections, with the exception of Wilsonville Road/Town Center Loop West will operate within acceptable level of service limits during the evening peak-hour time period", then I would have concluded that you covered the interchange; however, I would have also felt that your coverage was inaccurate.

"Initial planning for the Incredible Universe Store began in late 1991 and was completed in 1992. It is important to note that throughout the planning and traffic impact analysis effort, the Incredible Universe store was known as Project Thunder. City staff will recall that, because the Tandy Corporation wanted to keep the details of the development secret, no specific description of Project Thunder was given; our

engineers knew only that it was to be a retail development. By their own choice, city staff elected to allow the Tandy Corporation to keep the details of Project Thunder a secret. Such a decision is entirely at the discretion of city staff and the developer, and without knowing the details of the discussions we cannot question the prudence of this decision. However, at least one effect of this decision should have been obvious even at the time that city staff made this decision; for the purposes of the traffic analysis, our engineers had no additional basis for any more refined assumptions regarding the type of planned retail development other than those used in the original 1990 analysis. In other words, we had no basis on which to forecast the special event nature of Project Thunder, which has to date been the primary cause of the interchange-related congestion."

The April 1990 Traffic Impact Analysis includes three pages to describe the site-generated traffic volume and also a special study by Kittelson & Associates, Inc. to better define the probable breakdown of site-generated vehicle trips among the category of drop-in trips, diverted trips and new trips. There is nothing in the April 1990 report or the October 16, 1991 update to forewarn staff, the Planning Commission or Council that there could be unusual special event nature retail activities which could have a different impact on traffic volumes than is predicted by the transportation impact analysis and the October 16, 1991 update for Wilsonville Town Center Phase II. This lack of information concerning a potential problem area leaves the city staff responsible for prediction of traffic problems which should be left to traffic experts. I also would think that a plan for a commercial building with 160,000 square feet of floor space in a city with less than 10,000 residents would at least cause a question in the mind of the traffic engineer concerning drop-ins of 40%.

"Even if we had known about the actual retail activity likely to be associated with Project Thunder, it is doubtful that much more could have been done at the traffic impact analysis level. This is not to say that very little was done: in fact, we identified a number of major roadway improvement needs, and Capital Realty expended nearly \$650,000 in capital improvements to the city's transportation system in order to mitigate the traffic impacts we identified. Further, the Incredible Universe store contributed \$250,000 in system development charges for transportation-related improvements. The October 22 newspaper article seems to confirm the effectiveness of these investments; it points out that the congestion on Grand Opening Day was caused by the failure of the Wilsonville Road/I-5 interchange. All other intersections and road segments in the area functioned in an acceptable manner, because they were designed and upgraded by Capital Realty to meet the anticipated travel demand needs."

The newspaper article states in reference to the I-5 and Wilsonville Road interchange "It was that intersection that clogged up at the Incredible Universe opening, September 17, 1992, and caused traffic to back up for miles in both directions." The expenditures by Capital Realty did nothing to improve the intersection of Wilsonville Road and Parkway, and the improvements proved inadequate to handle the traffic at the intersection of Wilsonville Road and Town Center Loop West. The city had county sheriff's deputies available and Tandy Corporation had private security guards. These individuals directed traffic at the Town Center Loop West and Wilsonville Road intersection as well as at the intersection of Wilsonville Road and Parkway during much of the Grand Opening weekend so that traffic was able to get through these intersections. By no stretch of anyone's imagination could the expenditures and improvements by Capital Realty be

Mr. Wayne Kittelso...  
Re: Incredible Universe Traffic Issues  
December 4, 1992 - Page 4

considered to be adequate to allow the traffic to freely flow through these intersections at level of service D or better.

"Had we known of the special event nature of the project during its first few weeks, then it would have been both logical and relatively simple to develop a traffic control plan to minimize vehicle disruption and delay. But it should also be recognized that the Grand Opening effects of a new store, which can extend for three to six months beyond the initial store opening, are only temporary and eventually dissipate. Our traffic impact analyses are based on the long-term equilibrium conditions that develop after the Grand Opening effects have dissipated. This is a reasonable and standard principle of traffic engineering."

Upon reflection, this comment contains a good suggestion in that the city should require a traffic control plan to minimize vehicle disruption and delay during the initial opening of a new store of significant size. We will incorporate this in to our plans review efforts and into our recommended conditions of development for future stores with a major traffic impact.

"In summary, then, the traffic congestion problem that was reported upon in the October 22 newspaper article stemmed from a previously identified capacity deficiency at the I-5/Wilsonville Road interchange. This capacity deficiency has been known to city staff since early 1990 at least."

Your October 16, 1991 letter deleted the concerns for the I-5/Wilsonville Road interchange in the third subparagraph under the significant findings and recommendations which reads as follows:

"Upon completion of the development, the site driveways and key off-site intersections, with the exception of Wilsonville Road/Town Center Loop West will operate within acceptable level of service limits during the evening peak-hour time period."

Based on my reading of a level of service "C" for 1991, and this particular paragraph, I had assumed that we, initially, on the opening of the Incredible Universe would not have any major problems with the I-5 and Wilsonville Road interchange and would not anticipate problems until later. In summary on this particular item, it appears that your April 1990 report did indicate that by 1995 there would be problems; however, the October 16, 1991 report alleviated the concern for these problems.

"Since that time and through all subsequent development reviews, city staff, planning official, and policy makers have had three options available to them:

- a) Require that the capacity deficiency be mitigated as part of any development proposal in which additional traffic is projected to travel on Wilsonville Road in the vicinity of I-5;
- b) Place a moratorium on all new development proposals that add traffic volume to Wilsonville Road in the vicinity of I-5 until after the ODOT interchange improvement project is completed (viz., on or after 1996);  
or

Mr. Wayne Kittelson  
Re: Incredible Universe Traffic Issues  
December 4, 1992 - Page 5

- c) **Accept the fact that the interchange's operating characteristics will be considered unacceptable very soon, and will continue to get worse through the time that the ODOT improvement project is completed.**

**The City of Wilsonville has, in its review and approval of new development projects extending beyond Project Thunder, consciously adopted option c). The effects of the Incredible Universe store during its Grand Opening were the first physical confirmation of this decision."**

It may well be a viable option to consider your suggestion of placing a moratorium on all new development proposals that add traffic volume to Wilsonville Road in the vicinity of I-5; however, staff feels that it would be premature to present this option to Council at this time. In addition with the October 16, 1991 letter from your organization, subject: Traffic Analysis for Wilsonville Town Center Phase II, including the following significant finding and recommendation:

"Upon completion of the development, the site driveways and key off-site intersections, with the exception of Wilsonville Road/Town Center Loop West, will operate within acceptable level of service limits during the evening peak-hour time period."

The record does not reflect a conscious adoption of option c). It reflects that intersections will operate within an acceptable level of service limits.

"We value our reputation for honest, objective, and technically valid analysis very highly, and so it is important to us that this matter be resolved to everyone's satisfaction."

In the comments which staff made at the council meeting, and also in subsequent responses to questions from newspaper reporters, we were careful not to be judgmental concerning particular consulting firms and kept from placing blame on any of the consultants which were involved. I have reread the article which you quoted and still feel that we adhered to the above and avoided incorrectly placing blame.

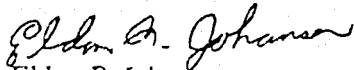
"If you believe it would be appropriate, we would be happy to meet with you personally at a time and location convenient to you in order to further discuss this matter."

Your letter very eloquently describes your position with regard to the impact of the Incredible Universe on traffic. I have come to a somewhat different conclusion from reading the applicable reports. Although I would be very happy to meet with you to discuss this issue, it appears that this may be one subject in which we probably will continue to have different opinions which may never be fully resolved. If you do desire

Mr. Wayne Kittels  
Re: Incredible Universe Traffic Issues  
December 4, 1992 - Page 6

to meet with myself or other members of the Community Development staff on this subject, please contact the undersigned.

Sincerely,



Eldon R. Johansen  
Community Development Director

erj:mld

pc: Kim Beach, Capital Realty  
Mayor & City Council  
Transportation Advisory Commission  
Arlene Loble, City Manager  
Mike Kohlhoff, City Attorney  
Mike Stone, City Engineer  
Wayne Sorensen, Planning Director  
Steve Starner, Public Works Director





**KITTELSON & ASSOCIATES, INC.**  
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Project file  
9/1/92 4/3

OCT 29 1992

October 27, 1992

Project No.: P10.00

Mr. Wayne Sorensen  
Planning Director  
City of Wilsonville  
P.O. Box 220  
Wilsonville, Oregon 97070

SUBJECT: Incredible Universe Traffic Issues

Dear Wayne,

I read with some concern an article in the October 22 issue of *The Oregonian* titled, "Traffic Count Zooms at Electronic Store". I am enclosing a copy of the article for your information in case you missed it.

I was troubled by several comments in the article which seemed to suggest that, in the eyes of some high-level City officials, our traffic analysis had misled City officials:

"The traffic analysis prepared by Capital Realty and the Incredible Universe's traffic consultants, Kittelson and Associates, has greatly underestimated the traffic impacts", said Arlene Loble, city manager.

The Incredible Universe study analyzed traffic flows through the adjoining intersection, at Town Center Loop West and Wilsonville Road. But it did not reach to the next intersection to the west, at Wilsonville Road and Interstate 5...If the study were being done today, the city would insist that engineers look at one more intersection down the road, [Eldon Johansen] said.

[Eldon Johansen] said three things went wrong with the Incredible Universe traffic study. First, the predictions were made as if the city's Transportation Plan was already in place, but many roads are yet to be built. Second, the study assumed that 40 percent of the flow into the Incredible Universe would be "drop-in" traffic...Finally, the traffic study did not account for the success of the store's marketing effort.

Mr. Wayne Sorensen  
October 27, 1992  
Page 2

I would like to take this opportunity to clarify the analytic process we followed and the directions we received. Hopefully, this clarification will allow you, Ms. Loble, Mr. Johansen, and other City staff to more confidently and accurately respond should this issue arise again.

The transportation impact analysis that we performed for Capital Realty was begun in 1990 and completed in 1991. The site development plans called for construction of a shopping center containing 450,000 gross square feet of floor area. Given this information, the trip generation rates that we used were entirely appropriate, as was the estimate that 40 percent of the site-generated trips would be drop-in traffic. This is evidenced by the fact that the first phase of the shopping center development, which has already been completed, operates very close to the estimates that we provided.

Contrary to Mr. Johansen's statements in the article, our engineers did investigate the intersections of I-5 and Wilsonville Road as part of this study. As early as 1990, in fact, they predicted the capacity deficiencies that were just recently experienced. At the time that this original traffic impact analysis report was submitted (April 1990), our engineers pointed out to City staff that the intersections of I-5 and Wilsonville Road were already operating near capacity under weekday peak hour conditions, and would continue to operate at or above capacity until planned (but as yet unfunded) interchange improvements are made by ODOT. The following excerpt from the original traffic impact analysis report confirms this observation:

"As shown in Table 9, all of the intersections within the study area, with the exception of the I-5 northbound and southbound intersections, are anticipated to operate at an acceptable level of service [under projected 1995 peak hour conditions]. The projected demand at both of the I-5 ramp intersections will result in an over-capacity condition."

The current best estimate, by the way, is that these improvements will not be completed before 1996. Further, it should be noted that, even at this early date, City staff did not rely solely upon the findings of Kittelson & Associates, who were retained by the applicant. Instead, the City retained its own independent traffic engineering consultant to review the traffic impact analysis report and to critique the analysis assumptions, methodology, and findings. This independent traffic engineering consultant performed the requested review and confirmed every essential element of the report, including the projected capacity deficiency at the I-5/Wilsonville interchange area.

Mr. Wayne Sorensen  
October 27, 1992  
Page 3

In personal discussions, City staff were informed of this finding of a future capacity deficiency, and were asked to interpret the City's requirement that a level of service equal to or better than "D" be provided at all intersections. City staff informed our engineers that, because the I-5/Wilsonville Road intersections are actually controlled by ODOT and, further, because ODOT has already established plans to improve the interchange and increase the capacity of these intersections, the finding of a capacity deficiency at the interchange would not be considered a fatal flaw. This conclusion by City staff is confirmed by the fact that the project was ultimately recommended for approval, even with the report's recognition of capacity deficiencies on Wilsonville Road near I-5 as noted above. It should also be pointed out that City staff's position was not unique to this project, but has also been recently applied to projects in the vicinity of the Stafford Road interchange.

On this basis, the transportation impact analysis was completed, all other on-site and off-site traffic-related deficiencies were identified, considerable mitigation projects were undertaken, and the necessary approvals were obtained.

Initial planning for the Incredible Universe store began in late 1991, and was completed in 1992. It is important to note that, throughout the planning and traffic impact analysis effort, the Incredible Universe store was known as Project Thunder. City staff will recall that, because the Tandy Corporation wanted to keep the details of the development secret, no specific description of Project Thunder was given; our engineers knew only that it was to be a retail development. By their own choice, City staff elected to allow the Tandy Corporation to keep the details of Project Thunder a secret. Such a decision is entirely at the discretion of City staff and the developer, and without knowing the details of the discussions we cannot question the prudence of this decision. However, at least one effect of this decision should have been obvious even at the time that City staff made this decision: for the purposes of the traffic analysis, our engineers had no additional basis for any more refined assumptions regarding the type of planned retail development other than those used in the original 1990 analysis. In other words, we had no basis on which to forecast the special event nature of Project Thunder, which has to date been the primary cause of the interchange-related congestion.

Even if we had known about the actual retail activity likely to be associated with Project Thunder, it is doubtful that much more could have been done at the traffic impact analysis level. This is not to say that very little was done: in fact, we identified a number of major roadway improvement needs, and Capital Realty expended nearly \$650,000 in capital improvements to the City's transportation system in order to mitigate the traffic impacts we

Mr. Wayne Sorensen  
October 27, 1992  
Page 4

identified. Further, the Incredible Universe store contributed \$250,000 in System Development charges for transportation-related improvements. The October 22 newspaper article seems to confirm the effectiveness of these investments: it points out that the congestion on Grand Opening Day was caused by the failure of the Wilsonville Road/I-5 interchange. All other intersections and road segments in the area functioned in an acceptable manner, because they were designed and upgraded by Capital Realty to meet the anticipated travel demand needs.

Had we known of the special event nature of the project during its first few weeks, then it would have been both logical and relatively simple to develop a traffic control plan to minimize vehicle disruption and delay. But it should also be recognized that the Grand Opening effects of a new store, which can extend for three to six months beyond the initial store opening, are only temporary and eventually dissipate. Our traffic impact analyses are based on the long-term equilibrium conditions that develop after the Grand Opening effects have dissipated. This is a reasonable and standard principle of traffic engineering.

In summary, then, the traffic congestion problem that was reported upon in the October 22 newspaper article stemmed from a previously identified capacity deficiency at the I-5/Wilsonville Road interchange. This capacity deficiency has been known to City staff since early 1990 at least. Since that time and through all subsequent development reviews, City staff, planning officials, and policy makers have had three options available to them:

- a) Require that the capacity deficiency be mitigated as part of any development proposal in which additional traffic is projected to travel on Wilsonville Road in the vicinity of I-5;
- b) Place a moratorium on all new development proposals that add traffic volume to Wilsonville Road in the vicinity of I-5 until after the ODOT interchange improvement project is completed (viz., on or after 1996); or
- c) Accept the fact that the interchange's operating characteristics will be considered unacceptable very soon, and will continue to get worse through the time that the ODOT improvement project is completed.

The City of Wilsonville has, in its review and approval of new development projects extending beyond Project Thunder, consciously adopted option c). The effects of the Incredible Universe store during its Grand Opening were the first physical confirmation of this decision. These

Mr. Wayne Sorensen  
October 27, 1992  
Page 5

effects were temporary in that they will most likely die away after the Christmas season and as the store's novelty begins to fade. Additionally, these effects were exaggerated by the special event nature of the Grand Opening, which did not give patrons a chance to adjust their arrival time or choice of route. Therefore, it is unlikely that the City will again experience extended periods of mile-plus queues caused by the failure of the I-5/Wilsonville Road interchange. Even so, City staff and policy makers should recognize that less visible daily failures of the interchange are already programmed to occur: several already-approved residential and commercial projects have not yet been completed, and the combined future traffic effects of these projects virtually assure periods of peak-hour failure of the interchange during most typical weekdays. Thus, the City no longer has control over *whether* peak hour congestion and failures will occur at the interchange (they will), although future land use decisions can still affect the *duration* of these failures.

We have no quarrel with the prudence of the City's conscious decision to adopt option c) above. We are, however, disappointed that the City would suggest to the public, through articles such as the one published on October 22, that the congestion was not anticipated and that the fault for this lies with the traffic impact analysis process.

If you have any questions, please call me. We value our reputation for honest, objective, and technically valid analyses very highly, and so it is important to us that this matter be resolved to everyone's satisfaction. If you believe it would be appropriate, we would be happy to meet with you personally at a time and location convenient to you in order to further discuss this matter.

Sincerely,

A handwritten signature in cursive script that reads "Wayne K. Kittelson". A horizontal line extends from the end of the signature to the right.

Wayne K. Kittelson, P.E.  
Principal

cc: Arlene Loble  
Eldon Johansen  
Greg Carter  
Kim Beach

**CITY OF WILSONVILLE**  
 P.O. Box 220  
 30000 S.W. Town Center Loop East  
 WILSONVILLE, OREGON 97070

**LETTER OF TRANSMITTAL**

(503) 682-1011

TO \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

DATE 10/3/92	JOB NO.
ATTENTION Arlene Lohle	
RE Inver Hills University	
Copy of Notice of Decision, and attachment	
File copy of Transportation Impact Analysis prepared by Kittelson & Assoc	

WE ARE SENDING YOU  Attached  Under separate cover via \_\_\_\_\_ the following items:

- Shop drawings     Prints     Plans     Samples     Specifications  
 Copy of letter     Change order     \_\_\_\_\_

COPIES	DATE	NO.	DESCRIPTION

THESE ARE TRANSMITTED as checked below:

- For approval     Approved as submitted     Resubmit \_\_\_\_\_ copies for approval  
 For your use     Approved as noted     Submit \_\_\_\_\_ copies for distribution  
 As requested     Returned for corrections     Return \_\_\_\_\_ corrected prints  
 For review and comment     \_\_\_\_\_  
 FOR BIDS DUE \_\_\_\_\_ 19 \_\_\_\_\_     PRINTS RETURNED AFTER LOAN TO US

REMARKS \_\_\_\_\_  
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COPY TO \_\_\_\_\_

SIGNED: Wayne Cooper Exhibit A

*Wynne*



City of  
**WILSONVILLE**  
in OREGON

3000 SW Town Center Loop E  
Wilsonville, Oregon 97070  
FAX (503) 682-1015  
(503) 682-1011

May 28, 1992

Mr. Rich Hollander  
Vice President  
Tandy Name Brands  
P.O. Box 1643  
Fort Worth, TX 76101

Ms. Kim Beach  
Capital Realty  
101 S.W. Main St. Ste. 905  
Portland, OR 97204

Re: Tandy Name Brands dba Project Thunder

Dear Mr. Hollander & Ms. Beach:

The purpose of this letter is to summarize the current status of ongoing actions which must be completed prior to opening the facilities which were previously known as Project Thunder and currently known as the Incredible Universe. An additional purpose is to solicit your continuing assistance in resolving the remaining points of difference so that when the construction is completed, there will be no outstanding actions which would preclude issuance of the Certificate of Occupancy.

Primary items of concern are as follows:

Street Systems Development Charge

On March 2, 1992, Council adopted Resolution No. 902 authorizing deferral of the Systems Development Charges for streets from time of issuance of building permit to time of issuance of occupancy permit for Tandy Name Brand Retail Group. Resolution No. 902 contained an estimate for the Street Systems Development Charges in the amount of approximately \$370,880.00. This was based on a total of 160 employees at the site. On March 6, 1992, Mr. Brian L. Spain, Assistant Tax Manager, for Tandy Tax Service, forwarded a check in the amount of \$124,592.15 for the Street Systems Development charge. I am concerned that use of peak hour employees is irrelevant to peak hour traffic generation and will correspond directly with Mr. Spain to resolve differences.

Mr. Rich Hollander & Ms. Kim Beach  
May 28, 1992

Page 2

Traffic Signal - Town Center Loop West and Wilsonville Road

One of the conditions that was placed on this development was that the signal at the intersection of Wilsonville Road and Town Center Loop West must be installed prior to the occupancy of the Project Thunder site. Plans have recently been received at the Community Development Department for a second review.

Kim Beach, Capital Realty, is pushing to insure that the signal is in place prior to occupancy of the Project Thunder site.

Detention Facility

The Project Thunder site was conditioned to be designed for the 25 year storm. Detailed calculations indicate detention could be deferred until development of the property just north of the Project Thunder site. The condition would appear not to allow staff to administratively transfer the detention requirement to another property. Staff is again working with Capitol Realty to insure that this is resolved.

Construction as Included in the Public Works Permit

The City requires that the Punch List for Public Works items be completed prior to issuance of a Temporary Occupancy Permit.

Maintenance Bond

The City will require a 10% Maintenance Bond for twelve months following acceptance of the work included in the Public Works Permit.

Repair of Town Center Loop West Road

The City has contacted S.D. Deacon, General Contractor, concerning the street repairs to Town Center Loop West Road. Mr. Art L. Bush, Project Manager, has informed the City that S.D. Deacon Corporation will not be held responsible for any road repairs or replacement to existing condition of either north or southbound lanes of Town Center Loop West Road at the conclusion of this project. The contractor has removed the curb along the east side of Town Center Loop West and the asphalt has substantially failed wherever the curb has been removed. The City has no intention of accepting the project until such time as damages caused by the contractor are repaired.

Modification of Median - Town Center Loop West

We have received construction plans for modification of the median. We will be submitting those plans to Council for approval. It appears that this work is necessary prior to having adequate access to parking.



Mr. Rich Hollander & Ms. Kim Beach  
May 28, 1992

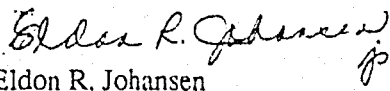
Page 3

Abandonment of Right-of-Way

The City has received documentation requesting abandonment of right-of-way that was part of the former Parkway Avenue. This is being processed to insure abandonment by August 1, 1992.

As you no doubt realize, I did not begin work in Wilsonville until April 6, 1992, after this project was well under way. My concern is that if we do not keep our attentions focused on resolving all outstanding issues, we will reach a point where the building will have been completed and you will have hired employees to open the facility and will be unable to issue a Certificate of Occupancy because of failure to resolve the above items. Your continued assistance and cooperation will be appreciated.

Sincerely,

  
Eldon R. Johansen  
Community Development Director

ej/js

pc: Arlene Loble, City Manager  
Michael Kohlhoff, City Attorney  
Steve Starner, Public Works Director  
Martin Brown, Building Official  
Wayne Sorensen, Planning Director

# W&H PACIFIC

8405 S.W. Nimbus Ave.  
P.O. Box 80040  
Portland, OR 97280

(503) 626-0455  
Fax (503) 526-0775

- Planning
- Surveying
- Environmental Services
- Engineering
- Landscape Architecture

To: ELDON JOHANSEN  
CITY OF WILSONVILLE

Date: 5-7-92

Project Number: 755-0202

Project Name: THUNDER

Regarding: TEMP. DETENTION AREA

**PLEASE NOTIFY US IMMEDIATELY AT (503) 626-0455 IF THERE ARE ANY PROBLEMS RECEIVING THIS TRANSMISSION**

We Are Sending:

- Attached
- Facsimile
- 3 Number Of Pages Including Cover
- X 682-7025

These Are Transmitted:

- For Your Info/File
- As Requested
- For Review And Comment

Copied To:

KUM BEACH w/o ENCL  
FAK 223-0200

Copies	Description
1	ADD'L Storm CACCS.

*margo 5/19*  
*Orig to Elson*  
*Thunder file*  
*Copy to Wayne myself*  
*Eden*

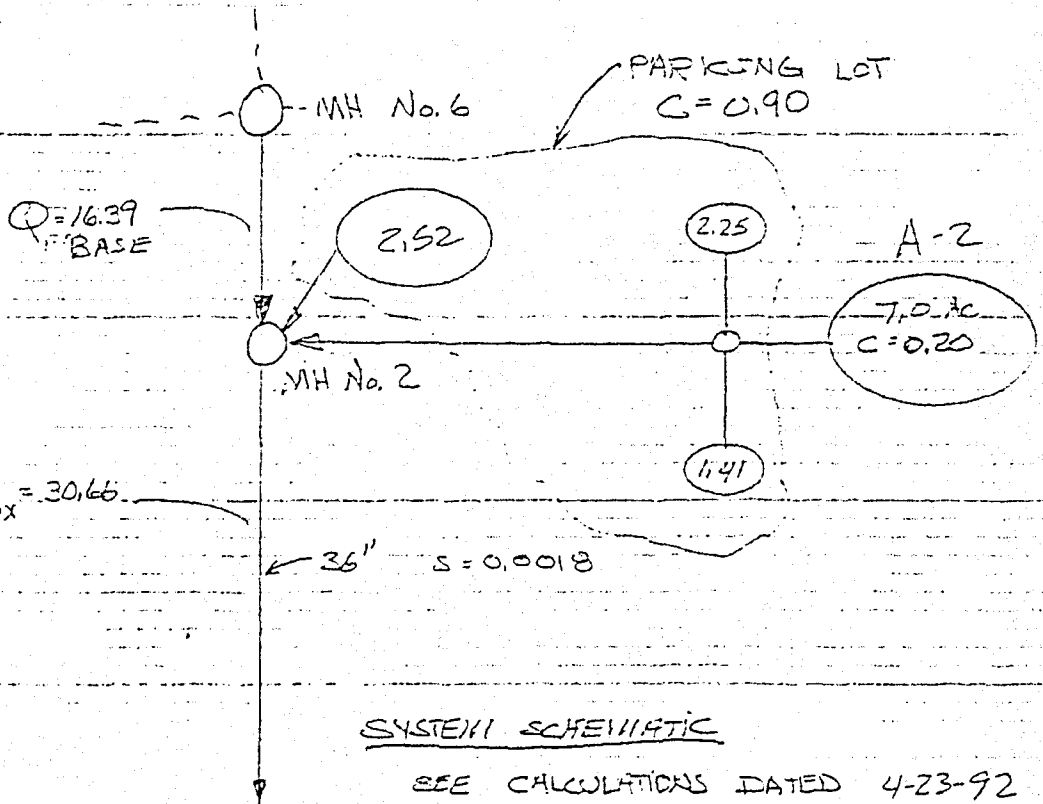
Comments

ELSON,  
Jimi LEHMANET HAS PREPARED ADD'L STORM RUNOFF  
CACCS WHICH SHOW THAT A TEMPORARY DETENTION AREA WILL  
NOT BE REQUIRED UNTIL PHASE III AREA DEVELOPS. PLEASE  
REVIEW & COMMENT - CONTACT JIM DIRECTLY IF YOU  
HAVE QUESTIONS.

Signed

*Jack Martin*

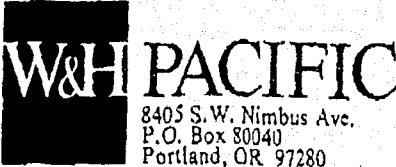
DETENTION REQUIREMENTS FOR A-2 IN MN UNDEVELOPED CONDITION.



ASSUME WORST CASE SCENARIO

- 1.) FLOW FROM MH. No. 6 TO MH No. 2 IS MAXIMUM DUE TO UPSTREAM STORAGE,  $Q_{BASE} = 16.39$  CFS
- 2.) ASSUME GRASSED AREA FOR A-2 WITH  $C = 0.20$
- 3.) ASSUME 500 FEET OVERLAND TRAVEL FROM A-2  
 1st 200 FEET = 20 MINUTES  
 REMAINING 300' = 4 MINUTES. (SLOPE = 1%)  
 (IN CHANNEL)  
 $t_c = 24$  MINUTES

Creative Solutions ... Superior Service



(503) 626-0455 Fax (503) 526-0775

- Planning
- Engineering
- Surveying
- Landscape Architecture
- Environmental Services

To: ELDON JOHANSEN  
CITY OF WILSONVILLE

Date: 5-7-92  
 Project Number: 755-0202  
 Project Name: THUNDER  
 Regarding: TEMP. DETENTION AREA

PLEASE NOTIFY US IMMEDIATELY AT (503) 626-0455 IF THERE ARE ANY PROBLEMS RECEIVING THIS TRANSMISSION

We Are Sending:

- Attached
- Facsimile
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- 682-7025

These Are Transmitted:

- For Your Info/File
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- For Review And Comment
- 

Copied To:

KIM BEACH W/ ENCL  
FAX 223-0200

Copies	Description
1	ADD'L Storm Cages.

Comments

ELDON,

Jim LEMKERT HAS PREPARED ADD'L STORM RUNOFF  
CAVES WHICH SHOW THAT A TEMPORARY DETENTION AREA WILL  
NOT BE REQUIRED UNTIL PHASE III AREA DEVELOPS. PLEASE  
REVIEW & COMMENT - CONTACT JIM DIRECTLY IF YOU  
HAVE QUESTIONS.  
PARKING DETENTION IS POSSIBLE IN PH III OR EITHER PROPERTY NORTH  
OF TANDY.

Eric Martin

Signed

Exhibit A

$$i_{25} @ 24 \text{ MINUTES} = 1.6 \text{ in/hour.}$$

$$Q_{PEAK} = i \sum CA_i = (0.2)(7.0 \text{ AC})(1.6) = 2.24$$

$$(0.9)(6.18)(1.6) = 11.33$$

13.57 CFS.

$$Q_{ALLOWABLE \text{ IN PIPE}} = Q_{MAX} - Q_{BASE} = 30,66 - 16,39$$

$$Q_{ALLOWABLE} = \underline{14,27 \text{ CFS.}}$$

SINCE  $Q_{PEAK} (13.57) < Q_{ALLOWABLE}$

NO DETENTION IS REQUIRED

NOTE! THIS CALCULATION IS FOR UNDEVELOPED CONDITIONS ONLY.

# W&H PACIFIC

1099 S.W. Columbia Street  
Portland, Oregon 97201

(503) 227-0455  
Fax (503) 274-4607

- Planning
- Surveying
- Environmental Services
- Engineering
- Landscape Architecture

To: William L. Parks  
DIVISION OF STATE LANDS  
1100 STATE STREET  
SALEM, OR 97310

Date: 12-16-91  
 Project Number: 4-755-0202  
 Project Name: PROJECT THUNDER  
 Regarding: \_\_\_\_\_

PLEASE NOTIFY US IMMEDIATELY  
 AT (503) 227-0455 IF THERE ARE ANY  
 PROBLEMS RECEIVING THIS  
 TRANSMISSION

We Are Sending:

- Attached
- Facsimile
- Number Of Pages Including Cover
- 

These Are Transmitted:

- For Your Info/File
- As Requested
- For Review And Comment

Copied To:

Copies	Description
1	VICINITY MAP 8 1/2 x 11
1	SITE MAP 11 x 17
<p>X NO Jurisdiction 10 YR 3/4          A/C Hydrology - Ann Detail          by Flowing</p>	

Comments

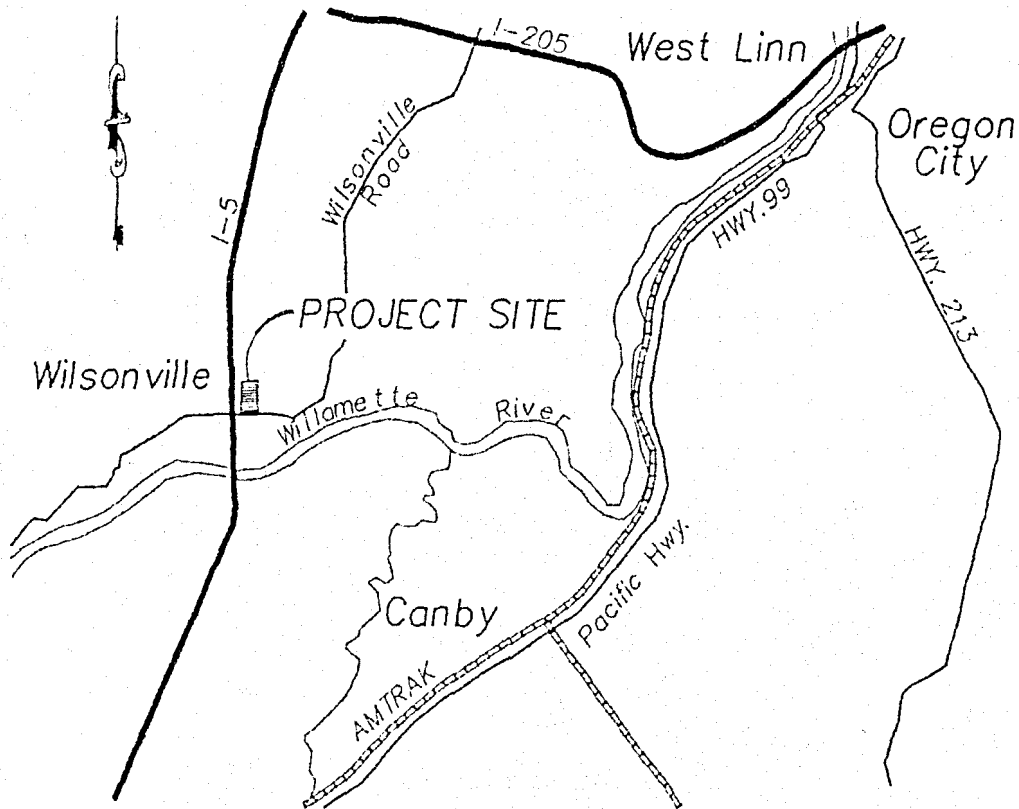
Bill,

Please make a determination whether or not  
 the existing detention pond is a "wetland" as  
 defined by DSL.

I prefer a response as soon as possible, but no  
 later than January 3, 1992. If this presents a  
 problem, please call me at your earliest.

Signed

thanks,  
 Rick Martin



## VICINITY MAP

NTS

- EXIT I-5 NORTH @ WILSONVILLE RD
- TURN LEFT @ TOWN CENTER LOOP RD WEST  
(PORTLANDIA PIZZA ON CORNER)
- SITE IS ± 1/4 MILE NORTH OR RIGHT.







December 30, 1991

Mr. Mike Kohlhoff  
City Attorney  
City of Wilsonville  
30000 S.W. Town Ctr. Loop E.  
Wilsonville, OR 97070

Please submit the following language for approval by the City Council at the January 6, 1992 regularly scheduled meeting, to clarify Condition #10 of Resolution 91PC43:

The 5.1 acre public park dedication will be required the earlier of the issuance of a building permit for Phase III or May 31, 1994. The City and the applicant will work toward resolving the related access issues prior to the land dedication. The applicant will be involved in the Town Center park development planning in an advisory capacity but will not be required to make any financial outlay for the park planning process or its actual development.

For your information I have also enclosed a master site plan, color coded by original ownership. If you have any questions or require additional information please contact me. Thank you in advance for your prompt attention to this matter as we need to resolve this issue by January 7, 1992 to proceed with our contract with Thunder.

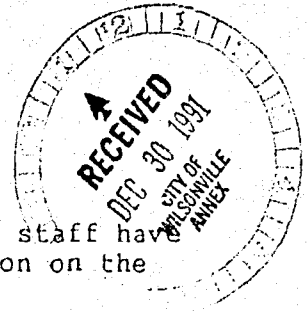
Very truly yours,

A handwritten signature in black ink that reads "Kim Beach". The signature is fluid and cursive, with a long horizontal stroke at the end.

Kimberly J. Beach  
Vice President

cc. Ms. Arlene Loble (with enclosure)  
✓ Mr. Wayne Sorenson (with enclosure)

DIVISION OF STATE LANDS  
Environmental Planning and Permits  
775 Summer Street, NE  
Salem, OR 97310  
503/378-3805



WETLAND DETERMINATION REPORT

At the request of the landowner or agent, Division staff has conducted an offsite or onsite wetland determination on the property described below.

COUNTY Clac CITY \_\_\_\_\_  
LOCATION Exit I-5 @ W. Wilsonville TR left @ Centerloop R west 1/4 mile  
T 35 R 1W S 23 TAX LOT(S) \_\_\_\_\_  
OWNER/AGENT: Rick Martin W & H Pacific  
ADDRESS: 1099 S.W. Columbia St. Portland, OR  
DATE OF ONSITE INVESTIGATION: 12-19-91

There are no jurisdictional wetlands or waterways on the property. Therefore, no removal-fill permit is required.  
Notes: No Hydrology present - soil 10YR 3/4

There are wetlands and/or waterways on the property. Those areas are subject to the State Removal-Fill Law. A permit is required for 50 cubic yards or more of fill, removal, or alteration of substrate.  
Notes: \_\_\_\_\_

A wetland delineation will be needed to locate and stake the wetland/non-wetland boundary. A list of consultants can be obtained from the Division.  
Notes: \_\_\_\_\_

A removal-fill permit will be required for \_\_\_\_\_

No removal-fill permit will be required for \_\_\_\_\_ because/if \_\_\_\_\_

A permit may be required by the Army Corps of Engineers (326-6995)

Comments: \_\_\_\_\_

Determination by: William Parks Date: 12-23-91

Response Copy To:  
 Owner/Applicant  Enclosures: Request of Site Plan Map  
 City of Wilsonville Planning Department  
 \_\_\_\_\_, Corps of Engineers  
 DSL file copy  
 Reading file copy - TO LORNA no Turs.

City of  
**WILSONVILLE**  
in OREGON

December 30, 1991

30000 SW Town Center Loop E • ~~PO Box 226~~  
Wilsonville, OR 97070  
(503) 682-1011

Mr. Jim Faulkner  
Design Forum Architects  
3484 Far Hills Avenue  
Dayton, OH 45429

Dear Jim:

I appreciated you, Rich Hollander and Jared Chaney taking the time to meet with Blaise and me regarding Project Thunder. I hope that we will be able to find an acceptable compromise in the design of the Incredible Universe project.

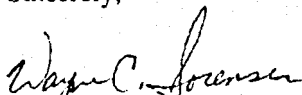
Enclosed is a copy of my notes which generally outline the basic issues we discussed at the December 23rd meeting. I am also enclosing material to provide additional insight into our planning process for the Town Center:

1. A copy of the legal opinion prepared by Michael Kohlhoff, City Attorney, that was furnished to the Wilsonville Design Review Board during the hearings on the Les Schwab Tire Center which will also be located in Town Center;
2. Variance criteria contained in our City Code which must be fully met before the DRB can approve a variance request.

I want to assure you that the City will do everything we can to accommodate your schedule, but I want to be sure you understand the legal limitations to fast tracking the review process.

Once again, it was a pleasure to meet with you. I appreciate your cooperation in finding an acceptable design alternative that will do justice to the Town Center, including the future Town Center Park, and still meet your client's needs. If you have any questions, please feel free to contact either Blaise or me at (503) 682-4960.

Sincerely,

  
Wayne C. Sorensen  
Planning Director

wcs:dp  
Enclosure

TO: Honorable Mayor and City Council

FROM: Arlene Loble  
City Manager

RE: City Manager's Business

DATE: December 12, 1991

SUBJECT: PROJECT THUNDER DEDICATION OF PARK LAND

Project Thunder, which is Phase II of the Town Center development, was approved by the Planning Commission and now goes before the Design Review Board. I have attached a copy of their proposed design and their request for variances from the sign code. I bring it to your attention because it seems so entirely inconsistent with what has been previously approved in Town Center and the architectural proposal was not before Planning Commission for review. They have not seen the design proposals that dealt solely with the land use issues.

There are a couple conditions of approval that need to be brought to Council's attention. One of the conditions of approval requires the dedication of a 5.4 acre public park. The dedication would be required at the time occupancy permits are issued unless the City Council and the applicant agree to a later date. The value of the property to be dedicated is at least \$1,000,000, and the developers would like to be involved in the planning for park development but because of the value of the land are not willing to pay for any of the associated development costs. It is my understanding that at Phase I approval one of the conditions included not only the land dedication but financial responsibility for development of the park. That condition has now been removed because of the cost of the park land.

Leaving aside for the moment the inappropriateness of the design of the project, you can see from the attached exhibit that shows the location of the open space and the proposed building pads. This \$1,000,000 park is really located in the backyard of the proposed development. Because of the type of business which is some sort of high tech retail, the rear of the building, which faces the park, doesn't even include any windows - just a large expansive blank wall. To help offset that, a smaller building to be developed at a future Phase III has been placed on the property in such a way that it could front into the city park. The development that has already occurred in Phase I, the shopping center, also faces its least attractive areas into the proposed park site. If the open space actually is worth \$1,000,000, it will take at least that, in terms of the City's financial commitment, to improve the park. To put that kind of money into something that is really more of an after thought than a planned part of the development seems to me to be a big mistake. This is a

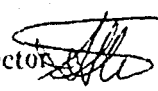
good example of something coming to Council's attention so late in the planning process that you have not had any meaningful input and yet now the City will be asked to make a substantial financial commitment. If the land is to be dedicated the developers justifiably want to know that the property will be developed in the future. What should be a wonderful design feature is really just an after thought. I don't know what, if anything, can be done at this stage, but I wanted to bring it to your attention as we will need to begin negotiations over the actual dedication of the property. Do you want a park in this location under these circumstances?

Another condition of approval that I would like to bring to your attention deals with the handling of storm drainage. Once again, this looks like we could be creating future problems because we have not had an engineer on staff and the project has probably not received the level of review from an engineering perspective that is necessary. So, the Planning Commission has added a requirement that storm sewer plans need to be coordinated with the City Engineer with a possibility of exploring the feasibility of onsite retention. As proposed by the developer, they would be eliminating the existing detention area and paving it over for additional parking. I don't know how this impact as a wetland but the staff report also brings that issue to your attention. Since the detailed engineering won't be done until or unless the plan is approved, we won't know until we get further into it how the developer's engineer plans to handle storm drainage. It is possible that they will actually need to relocate water and sewer lines that have been installed in Phase I in order to accommodate the proposed storm drainage plans for Phase II. Again, this is an area where we truly need the assistance of a City Engineer.

City of  
**WILSONVILLE**  
in OREGON

30000 SW Town Center Loop E • PO Box 220  
Wilsonville, OR 97070  
(503) 682-1011

MEMORANDUM

TO: Wayne Sorensen, Planning Director  
FROM: Steve Starnier, Community Development Director   
DATE: December 9, 1991  
RE: Project Thunder

In keeping with our usual land use process, the engineers associated with the development team for this project have submitted detailed studies to quantify the impacts of traffic volume and storm sewer capacities. Although their conclusions demonstrate compliance with Wilsonville's development criteria, I am concerned about some of the practical issues raised in the staff report.

A. Traffic - Wilsonville Road/Parkway Avenue intersection

The Wilsonville Code does not require Project Thunder to demonstrate compliance with level of service "D" at the above-referenced intersection. However, for any motorist currently using the intersection during peak hours, it is obvious vehicle congestion is reducing existing traffic management functions to an unacceptable quality. Especially for motorists attempting to enter Wilsonville Road from Parkway Avenue, the City is exploring the following:

1. Increasing the visibility of the "Do Not Block Intersection" signage.
2. Placing a pavement stop bar on Wilsonville Road which corresponds with the intersection signage.
3. Controlling ingress and egress to Parkway Avenue north of Wilsonville Road.
4. Investigate the installation of an intersection traffic signal which would operate in sequence with the interchange traffic controls.
5. Investigate the construction elements involved with a new roadway joining Parkway Avenue and Town Center Loop West.

Ultimately, traffic congestion adjacent to the Wilsonville interchange (from Town Center Loop West to Kinsman Road) will only be relieved when ODOT completes the construction of the expanded interchange design.

B. Storm Sewer - Memorial Park

As I understand it, Project Thunder storm drainage will flow into the I-5 storm sewer system. At peak flows, excess water will be diverted into the Phase I (Thriftway/Payless development) storm sewer which flows past the Library and into Memorial Park. In order to accommodate the anti-cipated flows, the following park storm drainage improvements are underway:

November - December, 1991	Surge basin, stilling basin and water quality swale design
January - February, 1992	Complete design
March	Construction bidding
April	Award construction contract
May	Begin construction
September	Complete construction

The estimated cost of this project is \$124,420 and is scheduled to be funded in conjunction with Memorial Park improvements. Approximately 52 per cent of the total project cost may be recovered from a payback when the Teufel and Boozier properties develop.

Also, the City will soon be undertaking a City-wide storm sewer Master Plan study in order to identify and plan for infrastructure needs. Under the current storm sewer SDC program, Project Thunder will generate approximately \$16,640 to be applied directly against the cost of the new Storm Sewer Master Plan.

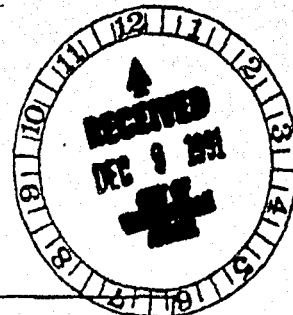
I hope this information is helpful.

ss:jme

# PROJECT THUNDER

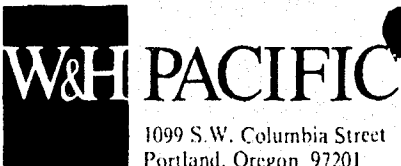
PEOPLE IN ATTENDANCE

MEETING: PLANNING COMMISSION  
 DATE: 9 DEC 91



NAME	ADDRESS
Tom Lertz	233 SE Washington St Hillsboro OR 97123
LEGAL CRAVENS	JKS ARCHITECTS 1676 SW TAYLOR PORTLAND 97222
JIM FAULKNER	3484 FAR HILLS AV DESIGN FORUM DAYTON, OH 45429 ARCHITECTS
Chris Tope	29025 S.W. towncenter Wilsonville OR LOOP
Tom Jones	1099 SW COLUMBIA PDX 97201
Rick Martin	1099 SW COLUMBIA PDX 97201
Kim Beach	101 SW Main Suite 1500 Portland OR 97204
Don Allen	8755 SW Citizens Drive Wilsonville
Marie Vandehy	610 SW Alder Suite 700 PDX 97205
Bob Lamb	13890 SW Bull Mt Road TIGARD OR 97224





1099 S.W. Columbia Street  
Portland, Oregon 97201

(503) 227-0455  
Fax (503) 274-4607

- Planning
- Surveying
- Environmental Services
- Engineering
- Landscape Architecture

To: Blaise Edmonds  
City of Wilsonville Annex  
30470 SW Parkway  
Wilsonville, OR

Date: Dec. 2, 1991  
 Project Number: 467-0301  
 Project Name: Wilsonville Town Center  
 Regarding: Open Space Alternative  
Concept Plan

PLEASE NOTIFY US IMMEDIATELY  
 AT (503) 227-0455 IF THERE ARE ANY  
 PROBLEMS RECEIVING THIS  
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- Facsimile
- Number Of Pages Including Cover

These Are Transmitted:

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- As Requested
- For Review And Comment

Copied To:

KIM BEACH  
LOGAN CRAVEN

Copies	Description
10	FOLDED FULL SIZE REVERSED MASTER PLAN (SHT. #1)
1	PMT (8 1/2" x 11") OF ABOVE
1	ORIGINAL (8 1/2" x 11"): ALTERNATIVE OPEN SPACE CONCEPT.

Comments

Blaise:  
 Please enclose the attached materials w/in your  
 staff report.  
 s. again for all your help !!!

1 Jones

November 26, 1991

Mr. Blaise Edmonds  
Associate Planner  
City of Wilsonville  
8445 SW Elligsen Road  
Wilsonville, Oregon 97070

**RE: PROJECT THUNDER  
DESIGN REVIEW SUBMITTAL  
JOB NO. 4-755-0102**

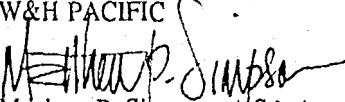
Dear Blaise:

Thank you again for taking time this morning to discuss Project Thunder. As per our discussion, the following items were discussed and agreed upon:

1. Approval of Drawing Scales:
  - A. Design Review Submittal at 50 scale.
  - B. Construction Document Submittal at 30 scale.
2. Approval to omit irrigation design for Design Review Submittal. Notes will be provided.
3. Design Review Submittal will be 50 scale landscape plan showing tree, plant and lawn layout. Plant lists and details will be provided as per City of Wilsonville's Design Review Criteria.
4. W&H Pacific will have 100% complete construction documents by December 27, 1991. We will submit to the City a set of complete drawings for additional information. These drawings will include complete landscape and irrigation plans and can be included for the January 27, 1992 Design Review meeting.

If you have any questions or comments, please give me a call.

Sincerely,

W&H PACIFIC  
  
Matthew P. Simpson, A.S.L.A.  
Project Landscape Architect

MPS/kal

STORAGE  
 6208  
 9600  
 22,892  
 420  
 210  
39,330

SERVICE  
 4700  
 900  
 1020  
 640  
 1932  
 5016  
 2040  
 1008  
17,276

RETAIL  
 47,874  
 2,240  
 5,880  
 7,920  
63,914

RENT  
 572  
 1024  
 4500  
6096

OFFICE  
 1856  
 200  
 50  
 5,294  
 280  
 912  
 240  
 149  
 128  
9,117

EXHIBIT "A"



City of  
**WILSONVILLE**  
in OREGON

30000 SW Town Center Loop E • PO Box 220  
Wilsonville, OR 97070  
(503) 682-1011

ADMINISTRATION DEPARTMENT  
MEMORANDUM

DATE: OCTOBER 9, 1990  
TO: DESIGN REVIEW BOARD  
THROUGH: WAYNE SORENSEN, PLANNING DIRECTOR  
FROM: MICHAEL E. KOHLHOFF, CITY ATTORNEY  
SUBJECT: REQUESTED OPINION FOR LES SCHWAB TIRE CENTER

INTRODUCTION

At the City of Wilsonville's Design Review Board meeting of September 24, 1990, applicant, Les Schwab Tire Centers (Les Schwab), filed three legal objections to the planning staff's recommendations for revisions to the Les Schwab site plan applications as conditions of approval: violation of U.S. Constitution and Oregon Constitution free speech rights, lack of authority, and arbitrariness. The Design Review Board has requested my review of these objections, which are discussed below. The application was continued for decision only until the next regularly scheduled meeting in October.

The recommended revisions were to proposed material and color to the exterior of the tire center building. The site plan submitted by Les Schwab called for the building to be constructed of concrete block, with a metal roof and metal mansard. The proposed exterior colors of the building were red and white. The revisions recommend the use of red-colored brick instead of the red painted block on the south, east and west elevations, with the north elevation to be painted white. Also, the metal roof trim and mansard were recommended to be repainted with an earth tone color.

BACKGROUND

The City of Wilsonville was incorporated in 1969. Pursuant to state statute it adopted and had acknowledgment by the state its city-wide Comprehensive Land Use Plan and implementing Zoning Ordinance in 1982. As a newly developing city it has placed its emphasis on planning in the form of "planned development" for commercial, industrial and residential uses. In the area of commercial development, the City's Zoning Code provides:

"4.136 (1) (c). Planned Development Commercial shall be planned in the form of centers or complexes as follows:

- a. The Town Center
- b. Service Centers
- c. Office complexes.
- d. Commercial recreation.
- e. Neighborhood commercial."

The Town Center was zoned and master planned. The Wilsonville Town Center Plan drawing was placed into the Zoning Code at 4.136 (1) (c) (12). The Town Center Plan drawing conceptually locates functional use areas of central commercial, service commercial (includes tire sales and service), food and sundries, fast foods service, office professional, offices for general use, and high density apartments. The zoning text provides for permitted and accessory uses within each of the designated functional use areas.

The purpose of this zone is stated under 4.136 (1) (c) (12) (a).

"Purpose: (i) The purpose of this zoning is to permit and encourage a City Center, adhering to planned commercial and planned development concepts, including provision for commercial services, sales of goods and wares, business and professional offices, department stores, shopping centers and other customer-oriented uses to meet the needs of the Wilsonville community as well as to meet the general shopping and service needs of an area-wide basis, together with such multiple family residential facilities, open space, recreational and park areas, and public uses facilities as may be approved as part of the City Center compatible with the Comprehensive Plan of the City."

The location of the Les Schwab property application is in the northwest corner of the Town Center commercial area adjacent to Interstate 5. The Town Center is planned as the City's focal center. The property's location is a major viewing point of the City's focal center and identity. Development has occurred in the area with appropriate uses, high quality materials and design, which has provided the city center with uniform and harmonious developments with an aesthetically pleasing visual environment. This development has been and is overseen by the City's Planning Commission and its Design Review Board, pursuant to the city's zoning code.

The Les Schwab application has duly gone through the Planning Commission Planned Development Approval process and is located appropriately in the service commercial area of Town Center Master Plan. Its use approval adheres to the planned commercial/planned development concepts for Town Center. It comes before the Design Review Board for site development approval.

#### LEGAL REVIEW

"Comprehensive planning is clearly recognized as a proper exercise of municipal police power, often seen as a safeguarding of property values on a broad public basis. The conservation of property values is a very common consideration in comprehensive zoning, ordinarily required by state zoning acts, incorporated in ordinances and sustained by the courts (footnote omitted). Likewise, regulations as to the height and mode of construction

of buildings have been sustained on the ground of the 'safety, comfort and convenience of the people and for the benefit of property owners generally'" (footnote omitted). McQuillan Mun. Corp., § 24.14 (3rd. Ed.)

As also stated in McQuillan Mun. Corp., § 24.10:

"It is well said that the police power is based chiefly on the Latin maxims, *salus populi suprema est lex* - the welfare of the people is the first law (footnote omitted) and *sic utere tuo ut alienum non laedas* - so use your property as not to injure the rights of another (footnote omitted). As stated by the United States Supreme Court, the police power has its foundation in the maxim of all well-ordered society which requires everyone to use his own property so as not to injure the equal enjoyment of others having equal rights of property". (Slaughter House Cases, 16 Wall 36, 21 L. Ed. 394).

However, the power of municipal government in this respect is not unlimited. It is limited by federal and state constitutional guarantees.

Applicant raises issues pertaining to federal and state constitutional rights to free speech, arguing that the proposed color revisions invade its rights to advertise as it chooses. Applicant also raises due process issues which prohibit the unreasonable, arbitrary use of such powers claiming the Design Review Board does not have the authority to limit materials and colors (unreasonable) and is without standards and criteria (arbitrary) to do so.

As previously stated, public necessity and protection of the public welfare forms the basis for the exercise of police power; that every person ought to so use his or her property so as to not injure one's neighbors. The unavoidable consequence of the need to exercise the police power in this regard results in the restriction on the use of property. It should also be noted that the police power is of a dynamic nature. McQuillan Mun. Corp., § 24.08 (3rd ed.) states, "Like equity jurisprudence, the police power has a dynamic or progressive capacity to be applied to new subjects or to be exercised by new or revised measures as economic and social changes require."

Wilsonville adopted its zoning code as an exercise of its police power. The presence of its Design Review Board is an example of the progressive capacity which was brought about by the public necessity and modern day quality of life concerns. Wilsonville as part of its general zoning regulations provides in 4.151 General regulations - signs for signage regulation.

The public necessity to regulate signage in terms of time, place and manner so that the signage chosen is not abusive of the rights of others is clearly recognized. See cases cited in McQuillan Mun. Corp., § 24.384 (footnotes 1-10). Within these general regulations, 4.151 (3) applies to commercial use within the Wilsonville Town Center as follows:

"(a) The Wilsonville Town Center, as designated in the Wilsonville Code, Section 4.136 et seq., is well suited for the institution of a coordinated signing program because of its geographic unity, focal location, and the fact that it is in the early stage of development. The purpose of Section 4.151(3) of this chapter is to provide the Town Center with a program of coordinated signing which is both functional and aesthetic, and to provide a method of administration which will insure continuity and enforcement. In this manner, the framework will be provided for a comprehensive balanced system of street graphics which provide a clear and pleasant communication between people and their environment..."

"In regulating the use of street graphics and building signage, the following design criteria shall be applied in conjunction with the provisions of this Code: That street graphics and building signage be:

1. Appropriate to the type of activity to which they pertain.
2. Expressive of the identity of the individual proprietors and the Wilsonville Town Center as a whole.
3. Legible in the circumstances in which they are seen.
4. Functional as they relate to other graphics and signage."

Wilsonville Code 4.001 (70) defines "sign" as "\*\*\*painting...or other device that is designed, used or intended for advertising purposes, or to inform or to attract the attention of the public, and includes where applicable...display surfaces and all components of the sign\*\*\*".

Wilsonville Code 4.151 (3) (b) (2) provides the following definition: "Building Graphics. Signs that are not located within the first 15 feet of a property line that abut a public right-of-way. Building graphics are signs that include building-mounted and roof-mounted signs."

Wilsonville Code 4.151 (3) (d) (3) a. provides for Building Graphics Signage: "The total square foot of all signs except the single address sign and the street graphics sign shall not exceed the width of the building occupied by the use advertised. The width of a building is to be measured as the longest dimension of the width or depth of the building."

Wilsonville Code 4.151 (3) (c) (2) a. provides authority of the Design Review Board "...to administer and enforce all the provisions in Section 4.151(3) as they affect the design function and appearance of the sign."

Therefore, assuming that the applicant painted color schemes are as it proposes "an important element of the company's advertising" that "aid instant customer recognition", then the painted color scheme is a sign under Wilsonville Code 4.001 (70) whose display surface is violative of the size limitations for building graphics under 4.151 (3) (d) 3.a.

The specific criteria of size rationally limits a building by virtue of the amount and color it's painted from becoming a massive, garish sign incompatible with its neighbors. This is a reasonable time, place and manner prohibition to prevent an abusive medium, and is context neutral. The thrust of Art. 1, Section 8 of the Oregon Constitution is that free speech is not to be restricted unless it becomes abusive. See Ackerly v. Multnomah County, 72 Or. App. 617, 696 P2d 1140 (1985). The maxims involved in the police power cited above to not injure the property of others are found in the design criteria also cited that building signage not only be appropriate to the type of activity to which they pertain, but also be expressive of the identity of the individual proprietors and the Wilsonville Town Center as a whole. There is an obvious need to protect the aesthetic nature and character of other properties and the identity of the Town Center. There is no less need to preserve the property values of peaceful and harmonious use from loud and offensive noise than from loud and massive signage. Each is equally abusive.

As referenced above, comprehensive planning is widely recognized as a legitimate exercise of police power to preserve property values. Because of geographic unity, focal location and its early stage of development there is a rational basis to provide for a

coordinated signage program which is both functional and aesthetic and to provide a method of administration through a Design Review Board for Town Center development. Clearly, this is in keeping with the multiple and often interrelated purposes set forth in 4.440 of the City's Code for Design Review Board. General criteria and standards are set forth to review site development in section 4.421, including color and material and as it relates to advertising medium that they "shall not detract from the design of proposed buildings and structures and the surrounding properties." Aesthetic sensibilities are also recognized as a sole ground and a proper subject for support of zoning regulation. See Oregon Citv v. Hartke, 240 Or 35, 400 Ord. 255.(1965); Naegele Outdoor Advertising v. City of Wavnesville, 833 F.2d 43 (CA4 1987); Don's Porta Signs Inc. v. City of Clearwater, 829 F2d 1051 (CA11 1987).

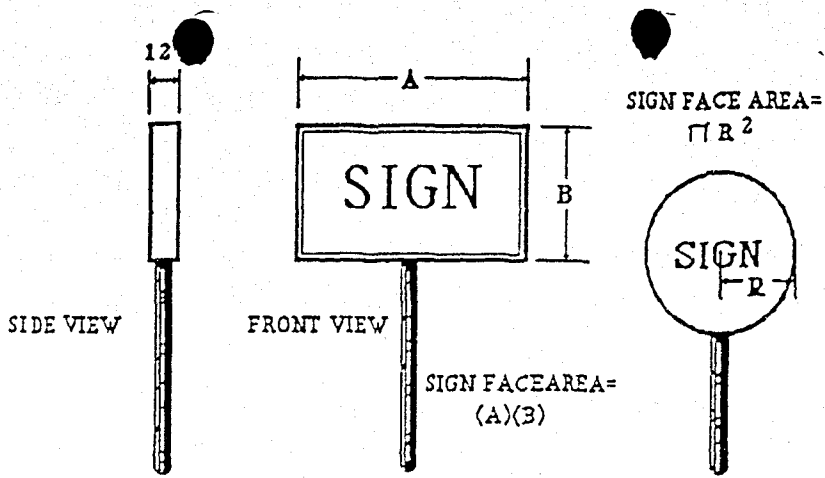
The dynamic nature of police power is clearly seen in the contemporary, community trends to view aesthetic considerations as valid subjects for the exercise of police power. The very exercise of police power is based upon need. Modern, contemporary society has recognized that advertising in the commercial setting has historically been poorly constructed, grossly disproportionate in size or height, aesthetically disharmonious, located in manners detrimental to traffic safety, and has even obscured the rights of others to be seen, creating a need to establish reasonable time, place and manner restrictions.

On the other hand, such necessity has not risen to the same level of need to regulate the use of homes as signs. The business entrepreneurs who are willing to advertise their commercial product by virtue of using gross advertising structures in commercial areas have not historically turned their private homes into such uses. In short, the need to protect other homeowners from the detrimental effects of having the color schemes of homes turned into speech of a loud and abusive nature has not presented a public need to regulate. (Often, developers have instituted self regulation through homeowners associations in residential subdivisions). Thus, single family dwelling units are exempt from initial Design Review Board development approval. They are not exempt if and when the use involves signage. There are specific regulations which the Design Review Board has authority to govern addressing normal and typical signage within a residential use area, namely residential name plates, 4.151 (1)(a), bulletin boards, 4.151 (1)(b); real estate signs advertising individual lots, 4.151 (1)(c); subdivision signage, 4.151 (1)(d) and home occupation signage, 4.151 (1)(d). Nor is the applicant's comparison of industrial Planned Developments with the commercial developments a justification for not distinguishing the differences in the nature of uses. What may be appropriate to locate and identify industrial users and be harmonious with other surrounding industrial properties may, in fact, not be compatible with commercial uses. That basic recognition between different uses is what allows for zoning districts in the first instance.

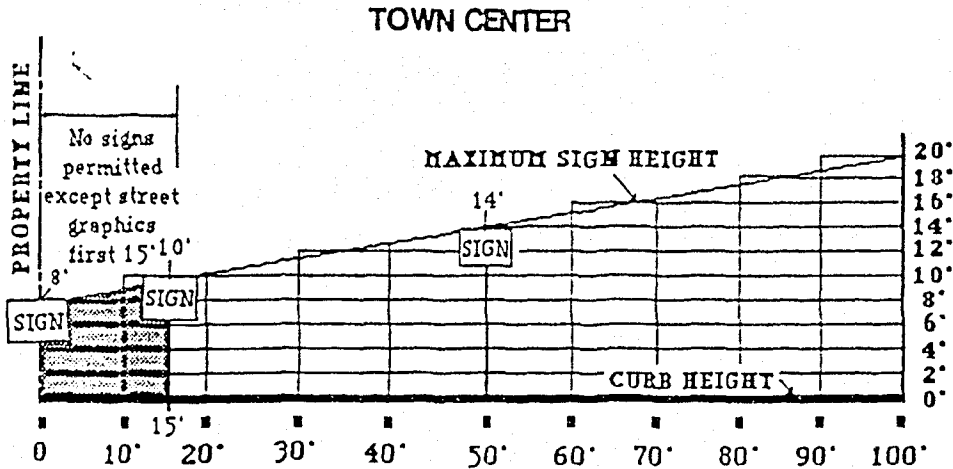
Therefore, I am of the opinion that the recommended revisions submitted by staff are reasonable time, place and manner restrictions, to prevent the use of a building as a grossly, large sign offensive to aesthetic sensibilities, coupled with the use of materials which are not harmonious with existing properties and the focal nature of Town Center to the detriment of the property of others. The regulations provide authority in the Design Review Board to act and neither as set forth or applied, are they arbitrary.

mek:pjm





SIGN FACE MEASUREMENT



The maximum height of a sign is measured from a point 8 feet above the curb at the property line, to a point 20 feet in height or 4 feet above the roof, whichever is less.

MAXIMUM SIGN HEIGHT

EaE1aE1a  
 abcdefghijklmnopqrstuvwxyz  
 ABCDEFGHIJKLMNOPQRST  
 UVWXYZ  
 123456780&?!\$(.,.,)^><

FIG. 2

CHAPTER 4, ZONING CODE  
 TOWN CENTER SIGNAGE CODE

EXHIBIT A

City of Wilsonville

COMMUNITY DEVELOPMENT DEPARTMENT

Memorandum

November 7, 1991

TO: Blaise Edmonds, Planning  
FROM: *MB* Martin Brown, Building Official  
SUBJECT: DEVELOPMENT REVIEW TEAM

The following is a list of concerns for the proposed Project Thunder and the proposed Liberty Organization office/warehouse. Actual working drawings may expose additional code concerns.

THUNDER PROJECT

1. Provide a fire hydrant within 250 feet in hose-lay fashion of all exterior walls.

LIBERTY ORGANIZATION OFFICE/WAREHOUSE

1. Provide a fire hydrant within 250 feet in hose-lay fashion of all exterior walls.
2. Proposed building shall comply with the A.D.A.

/sf

EXHIBIT E

DEFECTS IN

ORIGINAL

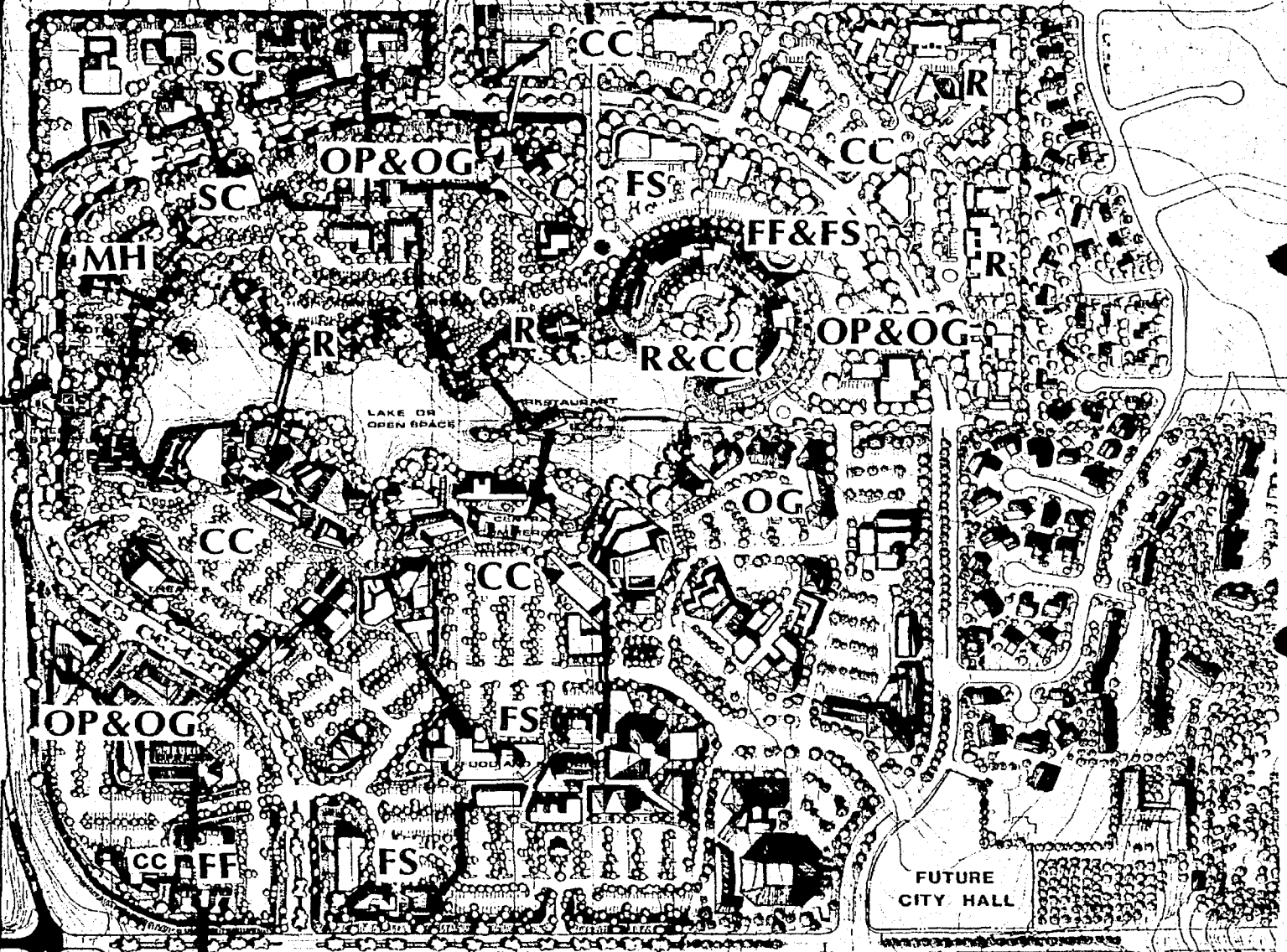
DOCUMENT

# LEGEND

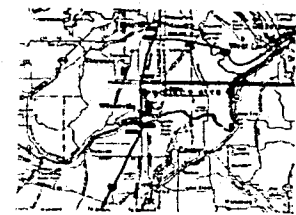
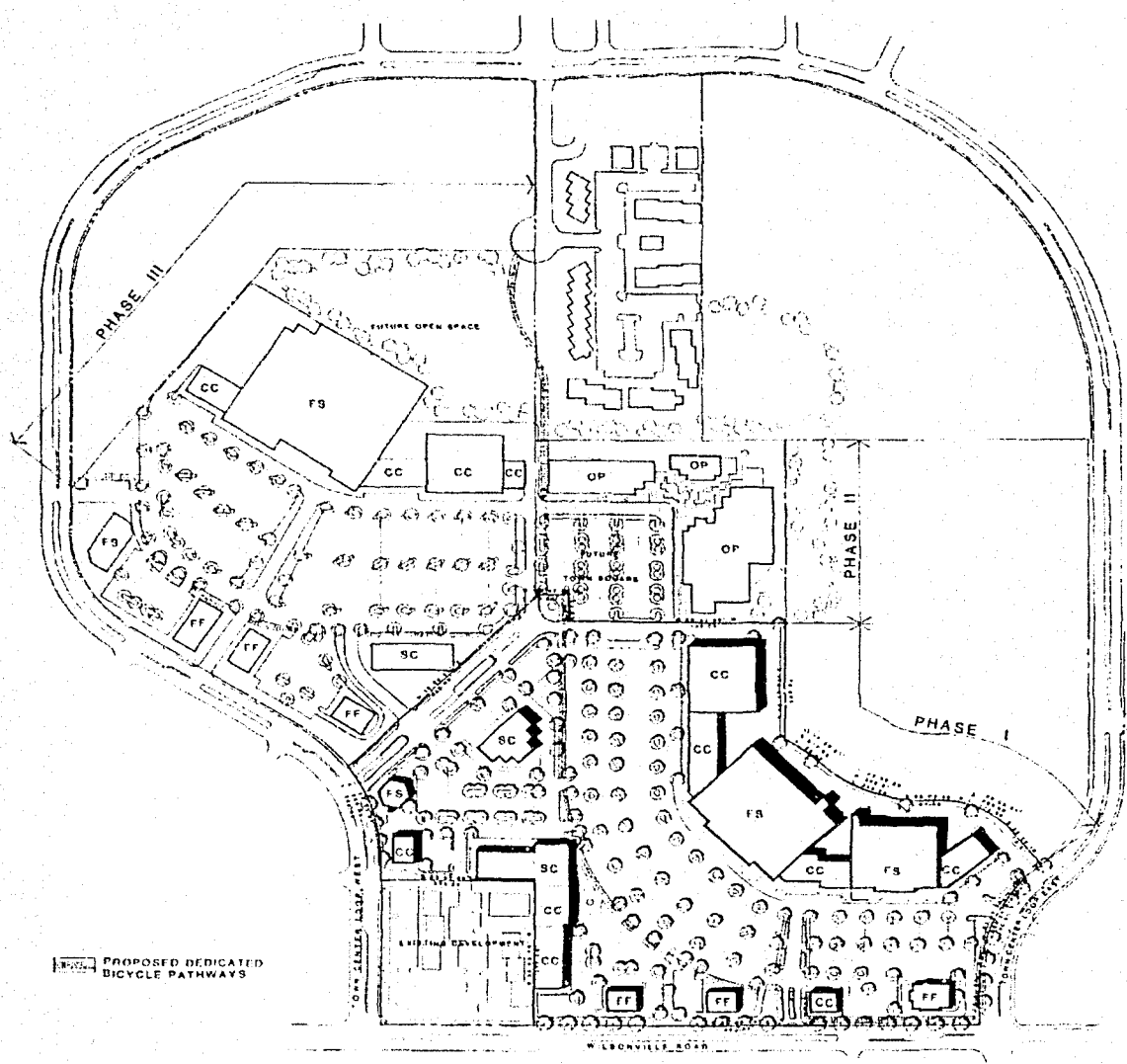
- CC** Central Commercial
- SC** Service Commercial
- FS** Food and Sundries
- FF** Fast Food Service
- OP** Office Professional
- OG** Offices for General Use
- R** High Density Residential
- MH** Motor Hotel

EXHIBIT

F



# Wilsonville City Center Plan



VICINITY MAP

ACREAGE	
PHASE I	22.17 ACRES
PHASE II	5.41 ACRES
PHASE III	22.02 ACRES
<b>TOTAL</b>	<b>49.60 ACRES</b>

PHASE ONE ZONING DESCRIPTION

A parcel of land situated in the southeast corner of Section 13, Range 11 North, West 2nd East, Township 16 North, Range 11 West, County of Washington, Oregon, hereinafter referred to as the "Site," is owned by the Wilsonville Development Authority. The Site is located in the southeast corner of Section 13, Range 11 North, West 2nd East, Township 16 North, Range 11 West, County of Washington, Oregon, and is bounded on the north by the Wilsonville Road, on the east by the Wilsonville Road, on the south by the Wilsonville Road, and on the west by the Wilsonville Road. The Site is currently zoned as Rural 10, which allows for the construction of a single-family detached dwelling. The Wilsonville Development Authority has applied for a change of zoning to Community Commercial, which would allow for the construction of a mixed-use development. The Wilsonville Development Authority has also applied for a change of zoning to Office Professional, which would allow for the construction of an office building. The Wilsonville Development Authority has also applied for a change of zoning to Service Commercial, which would allow for the construction of a retail building. The Wilsonville Development Authority has also applied for a change of zoning to Food/Beverage, which would allow for the construction of a restaurant. The Wilsonville Development Authority has also applied for a change of zoning to Fitness/Recreation, which would allow for the construction of a gym. The Wilsonville Development Authority has also applied for a change of zoning to Community/Civic, which would allow for the construction of a community center. The Wilsonville Development Authority has also applied for a change of zoning to Future Open Space, which would allow for the construction of a park. The Wilsonville Development Authority has also applied for a change of zoning to Office Professional, which would allow for the construction of an office building. The Wilsonville Development Authority has also applied for a change of zoning to Service Commercial, which would allow for the construction of a retail building. The Wilsonville Development Authority has also applied for a change of zoning to Food/Beverage, which would allow for the construction of a restaurant. The Wilsonville Development Authority has also applied for a change of zoning to Fitness/Recreation, which would allow for the construction of a gym. The Wilsonville Development Authority has also applied for a change of zoning to Community/Civic, which would allow for the construction of a community center. The Wilsonville Development Authority has also applied for a change of zoning to Future Open Space, which would allow for the construction of a park.

JKS  
JKS Architects PC  
8401 N. Oak Street • Suite 100 • Portland, Oregon 97217  
503.255.1234

WILSONVILLE MARKETPLACE

MASTER PLAN: PHASE I, II, & III  
1/18/2007

EXHIBIT H



**KITTELSON & ASSOCIATES, INC.**  
**TRANSPORTATION PLANNING/TRAFFIC ENGINEERING**

610 SW ALDER, SUITE 700 • PORTLAND, OREGON 97205 • (503) 228-5230 • FAX (503) 273-8169

October 16, 1991

Ms. Kim Beach  
Capital Realty Corporation  
101 SW Main, Suite 1500  
Portland, OR 97204

RE: Traffic Analysis for Wilsonville Town Center Phase II

Dear Ms. Beach:

The purpose of this letter is to discuss the results of an update to the April 1990 Traffic Impact Analysis we conducted for the Wilsonville Town Center relative to the current phase II development proposal. Some of the specific issues that this letter addresses include:

- the level of development proposed in the current phase II submittal,
- the level of development analyzed in the April 1990 Traffic Impact Analysis,
- an update of current conditions within the vicinity of the site
- an assessment of projected conditions upon completion of the current development proposal
- an assessment of the need for a traffic signal at the Wilsonville Road/Town Center Loop West intersection upon completion of the proposed development

Based on the results of both the previous and updated analysis, the proposed development can occur while still maintaining acceptable levels of traffic operations and safety at site driveways and nearby key intersections. The significant findings and recommendations are as follows:

- The key unsignalized intersections within the study area are currently operating at an acceptable LOS during weekday evening peak hour conditions.

EXHIBIT  
G.7  
SUPPLEMENTAL EXHIBIT A

- Upon completion of the development, the site driveways and key off-site intersections, with the exception of Wilsonville Road/Town Center Loop West, will operate within acceptable level of service limits during the evening peak hour time period.
- A traffic signal is warranted to accommodate projected 1992 traffic volumes at the Wilsonville Road/Town Center Loop West intersection. It is therefore recommended that a traffic signal be installed at this location upon completion of the proposed development.

### ***Current Phase II Development Plans***

The current phase II development plans call for the construction of a retail facility consisting of approximately 159,000 gross square feet of floor area. This development level (and substantially more) has already been accounted for in the previous traffic impact analysis. The traffic impact analysis conducted in April 1990 considered a Phase I development level of approximately 211,000 gross square feet of floor area, and a combined Phase II and III development level of approximately 451,000 gross square feet of retail space and 40,000 gross square feet of commercial office space. Therefore, the original traffic impact analysis, which evaluated conditions through the year 1995 is considered to be more than adequate in terms of its assessment of traffic impacts of the proposed development for the four year horizon. Included with this letter are 10 copies of the April 1990 Traffic Impact Analysis.

### ***Update of Existing Conditions***

Within the last week, Kittelson & Associates, Inc. obtained weekday p.m. peak hour turning movement counts at the intersections of Wilsonville Road/Town Center Loop West, and Wilsonville Road/Town Center Loop East. The results of those counts revealed that compared to the counts conducted in conjunction with the April 1990 study, traffic volumes have increased by approximately 70 percent on Wilsonville Road, by approximately 80 percent on Town Center Loop East, and have remained essentially the same on Town Center Loop West. The growth in traffic on Wilsonville Road and Town Center Loop East is due primarily to the substantial amount of residential development that has occurred within the vicinity of the site (particularly to the east of Town Center Loop East) within the past year, as well as to the development associated with Phase I of the Wilsonville Town Center.

The reason traffic volumes have remained basically the same on Town Center Loop West is likely due to the fact that the majority site-generated traffic associated with Phase I of the Wilsonville Town Center, as well as some of the site-generated traffic from the retail/office development located in the southwest corner of Town Center Loop are using the Wilsonville Town Center access drives on Wilsonville Road and Town Center Loop East. Another contributing factor may be that traffic volumes within the Wilsonville area have re-distributed somewhat since 1990. Table 1 displays a comparison of the 1990 and the current 1991 volumes.

Intersection	Approach	1990 Volume (Veh/Hr)	1991 Volume (Veh/Hr)
Wilsonville Rd./ Town Center Loop W.	Westbound	165	410
	Eastbound	530	785
	Southbound	295	270
Wilsonville Rd./ Town Center Loop E.	Westbound	155	300
	Eastbound	280	435
	Southbound	80	145

Based on the results of the recent p.m. peak hour traffic counts, Level of Service analyses were conducted at each of the intersections following the analytical techniques described in the *1985 Highway Capacity Manual*. Table 2 displays the results of that analysis. As indicated in the table, both intersections are currently operating at Level of Service "D" or better, which is considered acceptable by standards.

***Projected 1992 Conditions***

The current site plan indicates that three access driveways on Town Center Loop West will serve the proposed retail development, consisting of a main access drive, a secondary access drive, and a service drive on the north end of the development which will be limited to right-turns only. This access scheme is consistent with what was assumed in the 1990 Traffic Impact Analysis, with the exception of the north service drive. In the previous analysis, the two primary access drives were projected to operate at Level of Service "D" or better through the year 1995. Given that traffic volumes will be substantially lower in 1992 than the projected 1995 levels, all three driveways serving



TABLE 2 PM PEAK HOUR LOS EXISTING TRAFFIC VOLUMES			
Intersection	Time Period	UNSIGNALIZED	
		Reserve Capacity	LOS
Wilsonville Rd/ Town Center Loop W.	PM	113	D
Wilsonville Rd/ Town Center Loop E.	PM	299	C

the development are anticipated to operate at Level of Service "D" or better upon completion development.

Estimates of site-generated traffic for the Phase II development proposal were added to the existing traffic volumes at the intersections of Wilsonville Road/Town Center Loop W. and Wilsonville Road/Town Center Loop E. Based on that assignment, additional analyses were conducted to assess the level of service at these two intersections upon completion of the development. Table 3 displays the results of that analysis. As shown in the table, the intersection of Wilsonville Road/Town Center Loop West is anticipated to experience an "F" Level of Service, which is considered unacceptable by City standards. An examination of signal warrants contained in the *Manual on Uniform Traffic Control Devices* indicates that at least two warrants for a traffic signal will be met under projected 1992 conditions.

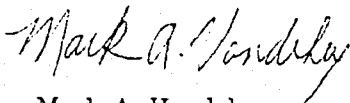
Based on these results, and given that background traffic volumes on Wilsonville Road are likely to continue to increase somewhat, it is recommended that a traffic signal be installed at the Wilsonville Road/Town Center Loop West intersection coinciding with the completion of the current Phase II development proposal. Based on this recommendation officials at Capital Realty Corporation have retained Kittelson & Associates, Inc. to begin the preliminary design of a traffic signal at the Wilsonville Road/Town Center Loop West intersection.

Ms. Kim Beach  
October 16, 1991  
Page 5

Intersection	Time Period	UNSIGNALIZED	
		Reserve Capacity	LOS
Wilsonville Rd/ Town Center Loop W.	PM	-29	F
Wilsonville Rd/ Town Center Loop E.	PM	113	D

I trust that this letter adequately addresses City staff's traffic related concerns with respect to this development proposal. If in the meantime you have any questions or comments please do not hesitate to contact me.

Sincerely,



Mark A. Vandehey  
Associate

October 18, 1991

Wayne Sorenson  
Planning Director, Wilsonville  
City Hall  
P. O. Box 270  
Wilsonville, OR 92070

Dear Mr. Sorenson:

**Re: Request for Modification of Condition of Approval No. 90PC15**

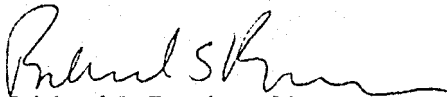
On behalf of the Owner, Capital Realty Corp., we request a reconsideration of Condition No. 8 of Planning Commission Resolution No. 90PC15 to provide the opportunity for Capital Realty to work with the City to accomplish the following:

1. Develop a design for the conceptual Wilsonville Town Center open space that allows for the participation of the appropriate City staff and commissions,
2. To formulate a development plan and time frame consistent with the development of Phase II and III of the balance of the Wilsonville Town Center property, and
3. Determine Capital Realty's financial obligation and any credits related thereto.

Concurrently submitted to you are Stage I Master Plan Re-submittal and Stage II, Phase II of the Center. We feel that they have a bearing on this condition and warrant review.

Thank you for your consideration, if you have any questions, please call.

Very truly yours,



Richard S. Brooks, AIA  
Project Manager

bc

C:\BCRSB\WTC-1017.PM

**JKS Architects PC**  
1620 S.W. Taylor Street, Suite 200  
Portland, Oregon 97205  
503-227-5616 • 800-292-5400 • FAX 503-227-3590

EXHIBIT G-8

Stage I Master Plan Re-submittal  
Wilsonville Town Center—Wilsonville, Oregon

1. Nature of Application:

This is a re-submittal for Stage I Master Plan approval for a proposed retail development of 59.79 acres, to be located adjacent to, and north of Wilsonville Road spanning from the southeast portion of Town Center Loop East, the inner portion of Town Center Loop West, north to the intersection of the Loop West and Parkway in that area previously designated as The Wilsonville Town Centre.

The Applicant:

Seeks to develop the site as a community shopping center. The center, at full build out would consist of approximately five larger retail commercial anchor stores, infill retail commercial space and pads located independently from the central retail complex for commercial retail development.

The proposed development includes a total building area of approximately 500,000 square feet constructed in three phases.

Phase I

The existing development of Phase I will include retail commercial space of approximately 207,130 square feet oriented primarily to Wilsonville Road. The Phase I Center consists of three anchor tenants, including major grocery and drugstore tenants, with infill commercial retail shop space and several pads at the periphery for retail uses. Parking for Phase I is 1,063 spaces at a ratio in excess of five spaces per 1,000 square feet of gross leasable area. The third anchor and several of the pads are as yet un-built.

The initial development provides two full-turning accesses along Town Center Loop; one at the eastern end of the development near Wilsonville Road, and the other off Town Center Loop West, which is a heavily landscaped entry boulevard, that in later phases will become the central identified main entry to the fully built-out center. Further, a secondary full turn access is proposed at Town Center Loop West and the Northern boundary of the existing retail center; and finally in Phase I, a right-in-right-out access at mid-site on Wilsonville Road, which is temporarily a full access entry until development to the south of Wilsonville Road completes construction of the final road design.

EXHIBIT 69

1. Nature of Application: (cont'd)

Phase II:

The proposed Phase II development is one retail user of approximately 159,400 square feet located on 14.75 acres primarily fronting Loop Road West. Phase II is to be built and developed by a separate owner other than Capital Realty Corp. Capital Realty, however, maintains its right of review for compliance with the concept and intent of the Town Center retail development. Approximately 872 parking spaces are provided (see Stage II Submittal attached).

Phase III:

The proposed development of Phase III includes retail commercial space of approximately 143,568 square feet completing the connection to Phases I and II. The Phase III development would consist of one large retail anchor tenant, retail pad tenants, and a two-story professional office building oriented at the end of the main entrance boulevard.

The parking development for Phase III, approximately 980 spaces, brings the total parking count to 2,915 spaces, serving the proposed 510,000 square feet of gross building area.

2. Property Description:

The property is located north of Wilsonville Road, east of Interstate 5, and west of City Hall. The property is located on the following parcels:

Parcel 1: 19.73 acres

Tax Lots 600 and 601, Section 13, Township 3 south, Range 1 west, Willamette meridian, situated in the City of Wilsonville, County of Clackamas, State of Oregon.

Parcel 2: 4.37 acres

Tax Lot 500, Section 13, Township 3, south, Range 1 west, Willamette meridian, situated in the City of Wilsonville, County of Clackamas, State of Oregon.

2. Description (cont'd)

Parcel 3: 25.96 acres

Tax Lots 200, 300, and 405, Clackamas County Map 3-1W-14D and ownership interests in a triangle of land approximately 6,381 square feet on the west of Tax Lot 200.

Parcel 4: 9.73 acres

Tax Lots 101, 201, and 102 Clackamas County Map 3-1W-14D

3. Plan Designation and Zoning:

The subject site is designated commercial on the comprehensive plan map and zoned Planned Development Commercial on the zoning map. The site, being situated within the Wilsonville Town Center master Plan map, has underlying use designations indicating CC Central Commercial, FS Food and Sundries, OP Office Professional, FF Fast Food Restaurant, R high density residential, and open space.

The intent of our proposal is to accomplish the mix of other desired and designated uses within the boundaries of our development. We feel our plan as submitted is consistent with the comprehensive plan goals and with the Town Center Master Plan.

October 18, 1991

Wayne Sorenson  
Planning Director, Wilsonville  
City Hall  
P. O. Box 270  
Wilsonville, OR 92070

Dear Mr. Sorenson:

**Re: Stage I Re-submittal Master Plan Approval Wilsonville Town Center  
Stage II, Phase II Submittal**

On behalf of Capital Realty Corp., and the owners of properties so designated as comprising the development area, we are re-submitting this application for a Stage I Master Plan Approval for a 59.79 acre commercial center and Stage II approval for the Phase II 14.75 acre site.

As you may be well aware, Phase I of this plan has been completed in part. The economics of the region and the country have impacted the nature of the project as originally planned. This re-submittal represents those pressures, and at the same time expands the size of the project while maintaining the original intent of mixed uses as outlined in the Wilsonville City Center Plan.

Capital Realty has the opportunity to bring to the Town Center project a major, innovative retail anchor which will comprise all of Phase II. This parcel will be sold to a separate user for which application for Stage II, Phase II is attached. Their progress and subsequent design submittals will be reviewed and monitored by Capital Realty.

The addition of this anchor, at this time will serve as a catalyst for the completion of Phase I buildings as well as increase the desirability of Phase III tenants. This, in effect, will improve the success of the entire City Center Plan to the benefit of Wilsonville as a whole.

JKS Architects PC  
1620 S.W. Taylor Street, Suite 200  
Portland, Oregon 97205  
503-227-5616 • 800-292-5400 • FAX 503-227-3590

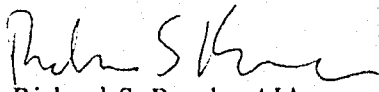
EXHIBIT  
6-90

Wilsonville Town Center  
Stage I Re-submittal  
October 18, 1991

Page 2

We are always available to answer questions to aid you in your analysis of this re-submission and its compliance with the current conditions of approval. This project represents a long-term commitment on the part of Capital Realty in the development of a strong, successful center for Wilsonville which will serve the needs of all its citizens. Thank you for your's and the City Staff's time, energy and cooperation towards the realization of this project.

Sincerely,



Richard S. Brooks, AIA  
Project Manager

bc



# Alternative Open Space Concept

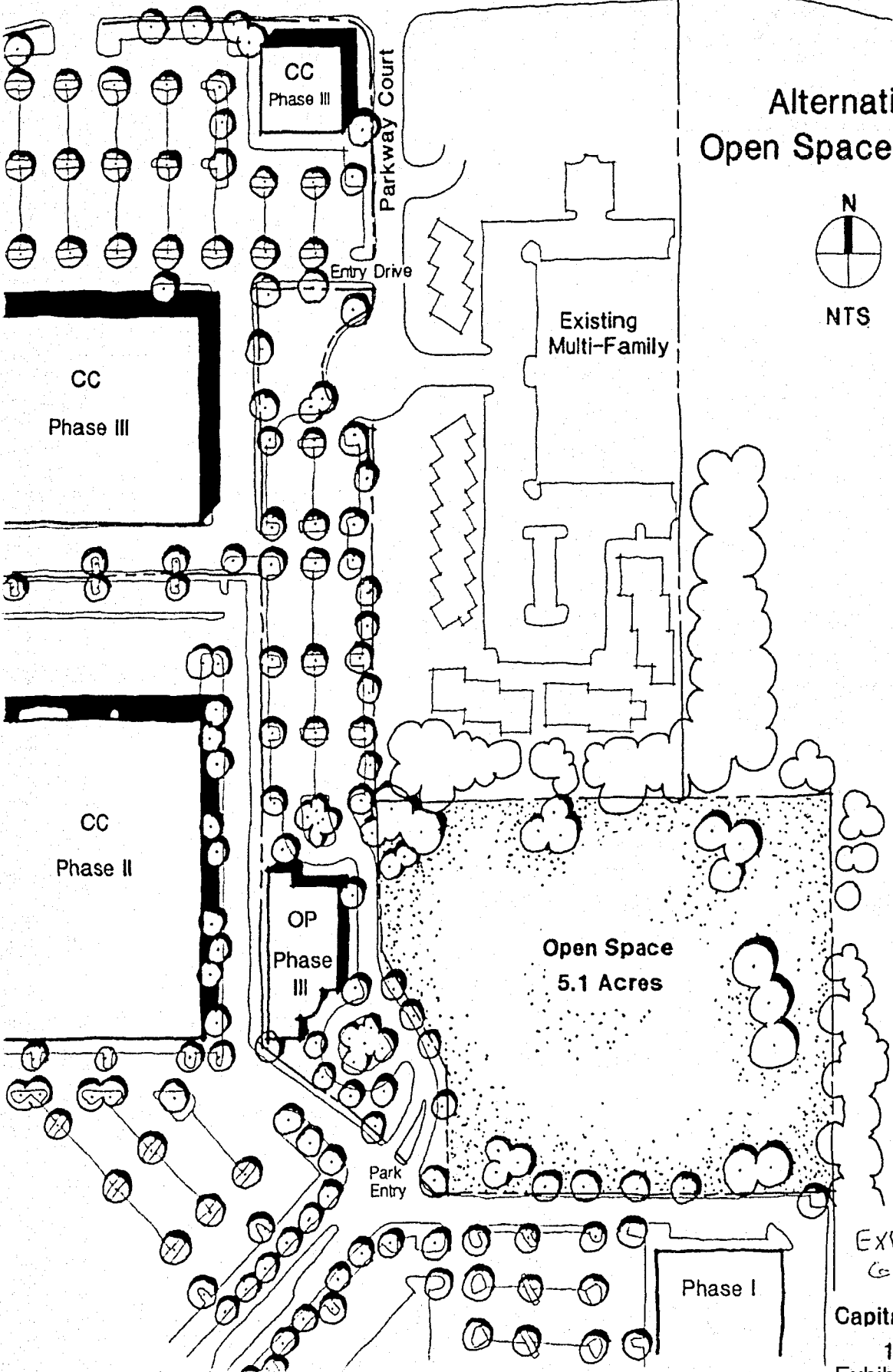
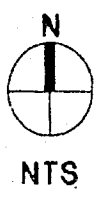


EXHIBIT  
G-11

Capital Realty Corp.

11/26/91

Exhibit A

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AS REVISED  
1/7/92

**DesignForum**  
ARCHITECTS

# DesignForum

ARCHITECTS

PROJECT THUNDER  
Wilsonville, Oregon  
Design Review Board  
January 27, 1992 Meeting

1R

**REVISED GENERAL COMMENTARY:**

Project Thunder is a single story building with mezzanine, 166,495 GSF retail sales building, with accessory storage areas. Project Thunder is a new concept in merchandising with this location selected for the pilot program.

Enclosed is data that we believe supports the design concepts expressed, outlines the project exterior signage program; building architecture, materials and colors. The project exterior lighting program, the project landscaping and site improvements information is shown on the revised drawings included with this additional submittal.

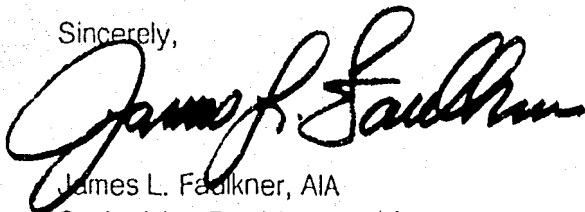
As per phone conversations with Blaise Edmonds, Associate Planner, the materials and colors sample board will be presented at the evening of the actual meeting. It will not be forgotten. We will provide a sample board of wall elements, as requested, as soon as we receive material samples from the manufacturers involved.

Enclosed within this booklet are color photocopies of the revised color scheme, two views, plus the proposed parking lot light standards with the directory signage of aisle indicators. Also enclosed is a new drawing titled "View Corridor Concept." Submitted separately are revised drawings DRBC1, DRBC2, DRB1, DRB2, DRB3, and DRBL1.

We believe we meet all known City of Wilsonville ordinances in regards to architecture, landscaping and site improvements. There are no signage variances required. We do request a deviation from the Phase I signage program as explained following. Since our reconsideration of the signage program has eliminated all variances we request reimbursement of the variance fees previously paid.

We request the Design Review Boards consideration of Project Thunder, as resubmitted.

Sincerely,



James L. Faulkner, AIA  
Senior Vice President, Architecture

JLF:dr

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## PROJECT THUNDER

Wilsonville, Oregon

Design Review Board

January 27, 1992 Meeting

2R

### MATERIALS/COLORS DIALOGUE:

The general concept of the project design aesthetic is to create a vibrant and lively shopping environment, having this a "fun place to be". This concept is visualized to the shopper by the dynamic main facade of the building by three means: building form, materials selected and colors used.

The basic building background material is an "Exterior Insulation and Finish System", common name used Dryvit. While proprietary, we will use this term in this discussion. The Dryvit will be in a field color of light beige (neutral) with dark green color Dryvit used as a horizontal accent band on the North and West elevations. Dark green will also be used at the curved wall element of the primary building entry and exit points on the West elevation. The Dryvit will be on all sides of the building, scored in the patterns indicated on the elevations. Use of the dark green color relates this project to the Phase I buildings.

To compliment the Dryvit field, and to help to reduce the scale of this building, a horizontal band of metal siding, in a light bronze color with 50% reflectivity is expressed on the West, North and South elevations. This metal siding is a vertical pattern with vertical "grooves" 6" o.c. On the East elevation, the color and position of the metal siding is simulated by use of Dryvit accent band.

To accent and provide visitor orientation to the entry area, an open "dome" of steel framing, painted red, is mounted on the roof. Coupled with the curved element wall, this designates the building entry area. At grade the curved element concept is carried forward with curved concrete curbs, radial lined concrete walkways and flagpoles/bollards in a circular centerline aligning with the curved wall element at entry. The flagpoles are 25'-0" high, natural aluminum color, and will fly solid color flags or nylon banners. The non-illuminated bollards are 42" high, 10" diameter pipe painted light beige. Bollards around entry points will be internally lighted, and be painted red.

To further designate entry points, clear glass in natural aluminum storefront framing is located adjacent to the curved element entry area, and also occurs at the building service entrance and other secondary entrance points.

The overhead doors will be solid, insulating units without windows, painted light beige. Other secondary doors will be hollow metal painted to match adjacent wall color. Miscellaneous site items such as handrails will be painted black.

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## PROJECT THUNDER

Wilsonville, Oregon

Design Review Board

January 27, 1992 Meeting

3R

The following are our calculations of area for the Project Thunder Signage Program:

### Wall Graphics:

Single face, backlit signs:

Store Name Sign*	1 Each at 224 SF	=	224 SF
Fascia Sign: "Service":	1 Each at 12 SF	=	12 SF
Fascia Sign: "Customer Pickup":	1 Each at 28.5 SF	=	28.5 SF
Fascia Sign: "Car Stereo Installation":	1 Each at 40.5 SF	=	40.5 SF

TOTAL WALL GRAPHICS AREA 305 SF

\* This sign of channelume construction with individual letters for the word "UNIVERSE"; the word "INCREDIBLE" is in script neon.

There are miscellaneous directional signs on site, i.e. stop signs, that are under 2' x 2' in size, single face, non-illuminated and pole mounted. These include the Parking Lot Aisle Indicator Signs: 12 each at 8 SF = 96 SF. These are shown on sheet DRBC1, but are not included in signage area calculations.

# DesignForum

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**PROJECT THUNDER**  
**Wilsonville, Oregon**  
**Design Review Board**  
**January 27, 1992 Meeting**

4R

We request the consideration of the Design Review Board for a deviation from the Phase I, Wilsonville Town Center Signage program, as follows:

- Deviation #1 from Phase I signage program for sign construction method

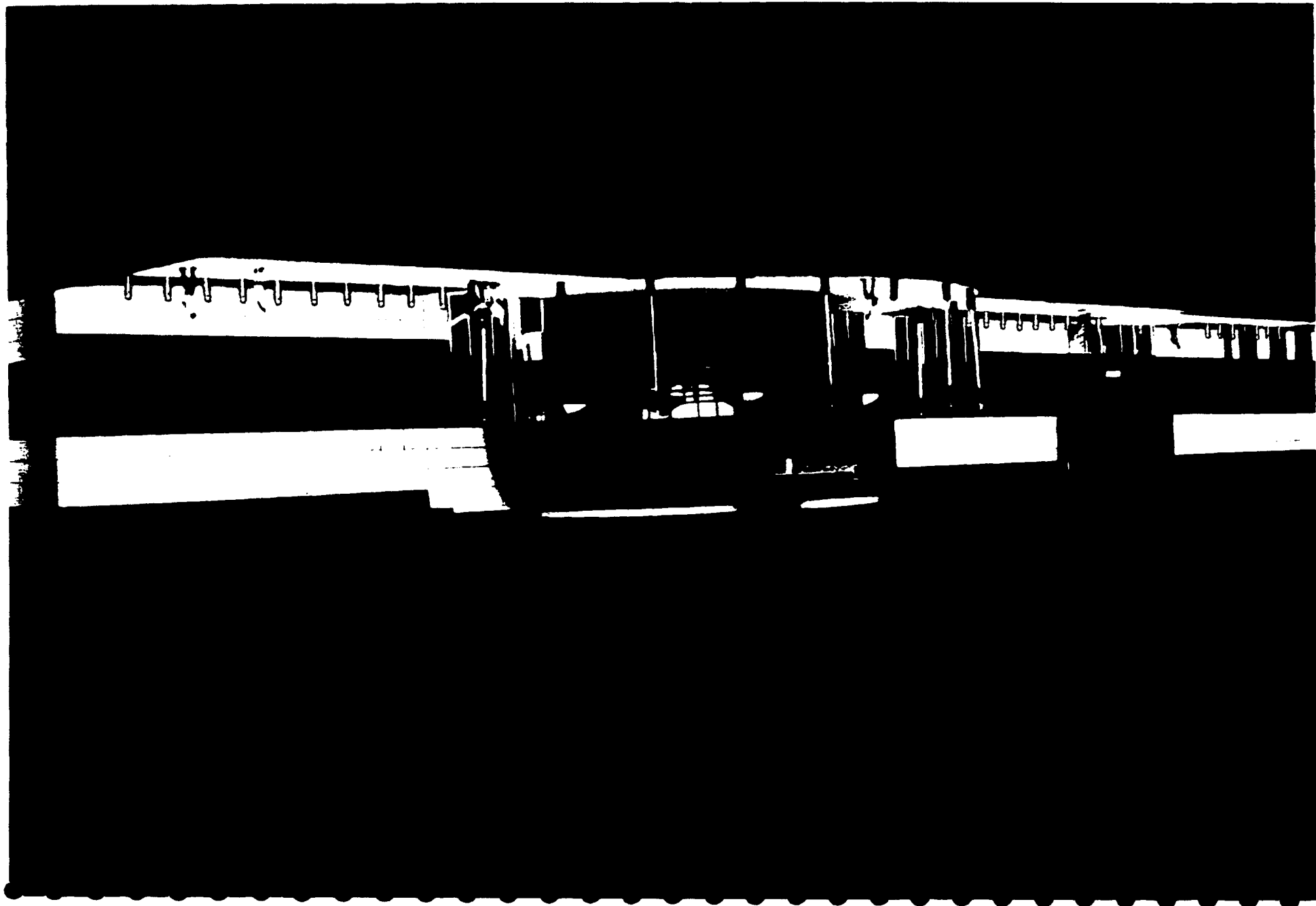
### **Deviation #1 from Phase I signage program for Wilsonville Town Center**

We request this deviation from the approved program for the purpose of changing the method of construction for the 3 fascia signs (aggregate area approximate 81 SF) to be consistent with our design idiom. We feel our approach of a fascia panel type sign, back lit, cutout individual letters, appearing to be in a larger horizontal band to be of more benefit to this architectural design. Individual channel construction is not an appropriate usage in this application.

DEFECTS IN

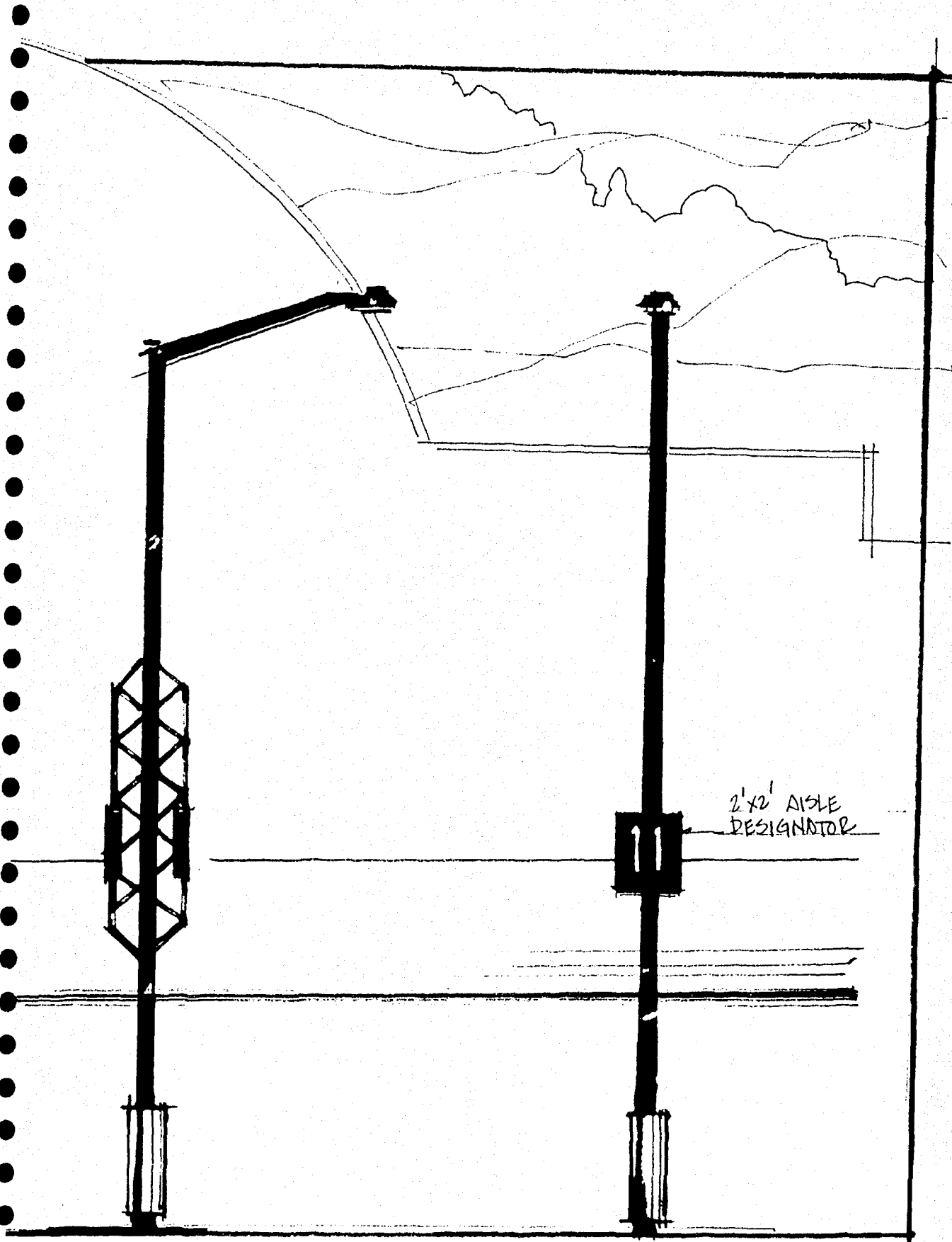
ORIGINAL

DOCUMENT









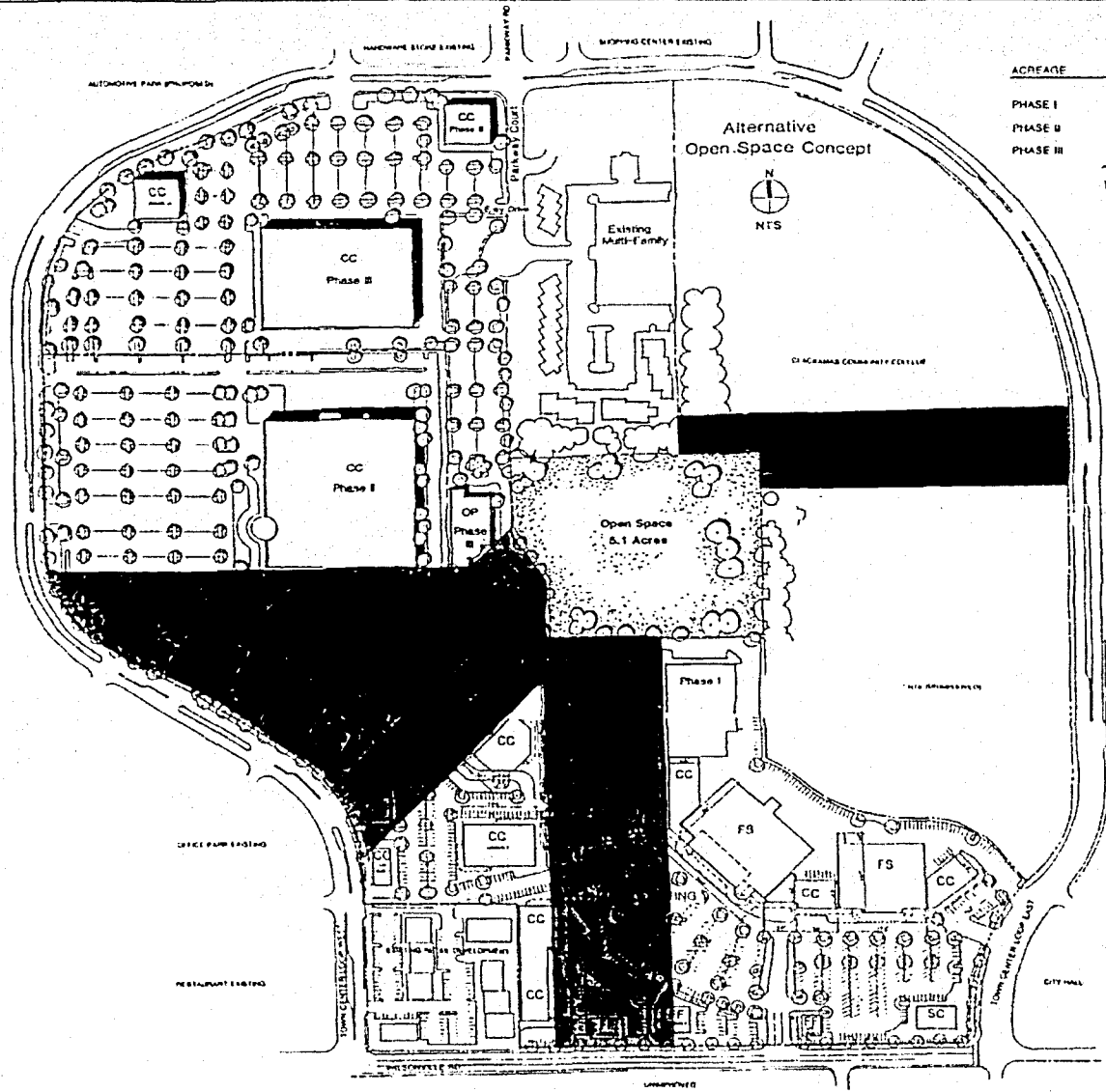
2'x2' AISLE  
DESIGNATOR

PROJECT THUNDER  
Wilsonville, Oregon  
Design Review Board  
January 27, 1992 Meeting

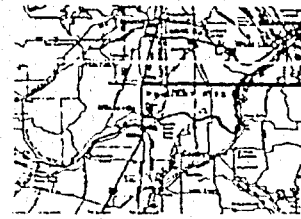
**DesignForum**  
ARCHITECTS

2401 Fox Hills Avenue, Dayton, Ohio 45424 Telephone (612) 258-4488

Exhibit A



ACREAGE	
PHASE I	22.96 ACRES
PHASE II	14.75 ACRES
PHASE III	22.08 ACRES
<b>TOTAL</b>	<b>59.79 ACRES</b>



VICINITY MAP

**NOTES**

1. THIS PLAN IS FOR INFORMATION ONLY AND IS NOT TO BE USED FOR CONSTRUCTION.

2. THE PROJECT IS SUBJECT TO THE CITY OF WILSONVILLE ZONING ORDINANCES AND THE CITY ENGINEER'S REVIEW AND APPROVAL.

3. THE PROJECT IS SUBJECT TO THE CITY OF WILSONVILLE COMMUNITY DEVELOPMENT DEPARTMENT'S REVIEW AND APPROVAL.

4. THE PROJECT IS SUBJECT TO THE CITY OF WILSONVILLE PLANNING DEPARTMENT'S REVIEW AND APPROVAL.

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**PHASE I AND III DEVELOPMENT**

1. PHASE I AND III DEVELOPMENT IS SUBJECT TO THE CITY OF WILSONVILLE ZONING ORDINANCES AND THE CITY ENGINEER'S REVIEW AND APPROVAL.

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SITE MASTER PLAN: PHASE I, II, & III  
**VIEW CORRIDOR CONCEPT**

1-6-92

**JKS**  
**JKS Architects PC**  
 625 SW 5th Street, Suite 200 - Portland, Oregon 97204  
 Phone: 503.274.1000 Fax: 503.274.1001

**WILSONVILLE TOWN CENTER**  
 WILSONVILLE, OREGON

NO. 1	NO. 2	NO. 3	NO. 4
NO. 5	NO. 6	NO. 7	NO. 8
NO. 9	NO. 10	NO. 11	NO. 12
NO. 13	NO. 14	NO. 15	NO. 16

1

## LETTER OF TRANSMITTAL

From: William F. Bergman, AIA  
Design Forum  
3484 Far Hills Avenue  
Dayton, OH 45429

To: Mr. Blaise Edmonds  
Associate Planner  
City of Wilsonville  
8445 S.W. Elligsen Road  
Wilsonville, OR 97070

We are sending you:

- |                                 |  |   |   |                                   |
|---------------------------------|--|---|---|-----------------------------------|
| <input type="checkbox"/> Prints | <input type="checkbox"/> Estimates     | <input type="checkbox"/> Copy of letter   | <input type="checkbox"/> Photography    | <input type="checkbox"/> Keylines |
| <input type="checkbox"/> Plans  | <input type="checkbox"/> Shop Drawings | <input type="checkbox"/> Samples          | <input type="checkbox"/> Specifications | <input type="checkbox"/> Layouts  |
|                                 |  | <input type="checkbox"/> Comps Prototypes |   |                                   |

COPIES    DATE OR NO.

DESCRIPTION

COPIES	DATE OR NO.	DESCRIPTION
2	10/28/91	Preliminary Prints of First Floor and Mezzanine Floor Plans

- |  |  |  |
|--|--|--|
| <input checked="" type="checkbox"/> For your use | <input type="checkbox"/> Approved & noted            | <input type="checkbox"/> Return _____ corrected prints   |
| <input type="checkbox"/> For approval            | <input type="checkbox"/> Construction approval       | <input type="checkbox"/> Submit _____ copies for _____   |
| <input checked="" type="checkbox"/> As requested | <input type="checkbox"/> Returned for corrections    | <input type="checkbox"/> Resubmit _____ copies for _____ |
| <input type="checkbox"/> For review & comment    | <input type="checkbox"/> Returned after loaned to us | <input type="checkbox"/> For bids due _____              |
| <input type="checkbox"/> _____                   |  |  |

Remarks: \_\_\_\_\_  
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Signed: William F. Bergman  
 William F. Bergman, AIA  
 Project Architect

Date: 10/28/91

**MEMORANDUM**

**TO: Development Review Team**

**DATE: October 21, 1991**

**FROM: Blaise Edmonds, Associate Planner, City of Wilsonville.**

Please review the enclosed Site Development Plans for the following projects:

1. Thunder project (retail anchor store).
2. Office and warehouse, Liberty Organization, applicant.
3. Comprehensive plan amendment, Mr. Marvin Wagner, applicant.

Your review should focus on the technical aspects required for development. In addition, please comment on any other issue that may affect approval as proposed.

Please submit written comments or requirements to the Planning staff by Nov 15, 1991, so that my review can be more complete.

MEMORANDUM

TO: Blaze Edmonds, Associate Planner  
City of Wilsonville

FROM: Rick Martin, P.E.  
W&H Pacific

DATE: October 18, 1991

RE: Phase Two Development - Storm Drainage  
Wilsonville Town Center

The Phase Two development will require the existing drainage detention pond be filled due to construction of required parking areas. It should be noted that drainage calculations completed for Phase One development took into account that the detention pond will be eliminated with future development in the proposed Phase Two area.

Final Phase Two development design will provide connections to the existing storm drain system currently terminating at the pond. Refer to the Phase Two Utility Plan submitted with this application.

Blaise -  
I understand  
W & H says 150 cfs  
for Town Center to go into  
48" culvert - is there  
more from other properties -  
if so how does that affect  
park drainage - if you  
know & if not I'd be probably  
need to make sure all  
info is available - before  
abandoning on site retention -  
could be a plus as a water  
feature for Town Center  
Mike,  
cc. Steve Stamer

PLEASE MAIL  
TO  
LESLIE  
DOT  
WAYNE  
SAID THAT  
YOU HAVE  
HLS  
ADVISORY

MEMORANDUM

TO: Development Review Team

DATE:

FROM: Blaise Edmonds, Associate Planner, City

B

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**RE:** Phase Two Development - Storm Drainage  
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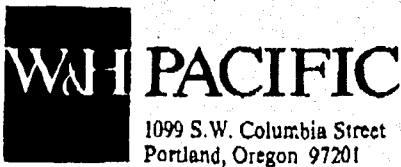
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Creative Solutions ... Superior Service



1099 S.W. Columbia Street  
Portland, Oregon 97201

(503) 227-0455  
Fax (503) 274-4607

• Planning • Surveying  
• Engineering • Landscape Architecture

• Environmental Services

To: Blaise Edmunds Date: 10/16/91  
Pam Edmunds  
City of Wilsonville, Annex Project Number: 407-0301  
30000 SW TOWN CENTER LOOP EAST Project Name: PROJECT THUNDER  
Wilsonville, OR, 97070 Regarding:

PLEASE NOTIFY US IMMEDIATELY  
AT (503) 227-0455 IF THERE ARE ANY  
PROBLEMS RECEIVING THIS  
TRANSMISSION

We Are Sending:

- Attached
- Facsimile 682-7025
- 3 Number Of Pages Including Cover
- 

These Are Transmitted:

- For Your Info/File
- As Requested
- For Review And Comment
- 

Copied To:

Copies	Description
1 ea	Minutes of 10/14/91 Meeting

Comments

Blaise & Pam

We'll see you tomorrow w/ 13 FOLDED sets of drawings ...

Please call if you have any questions during the review/application acceptance. This submittal date & scheduling of hearings is vitally important ...  
Thanks

Signed

Tan Stines

## MEMORANDUM

October 15, 1991

**TO:** Kim Beach, Capital Realty Corp.  
Bill Bergman, Design Form Architects  
All in Attendance

**FROM:** Tom Jones

**RE:** MINUTES OF MEETING WITH THE CITY OF WILSONVILLE  
OCTOBER 14, 1991, 4:00 P.M. TO 5:05 P.M.  
PROJECT THUNDER  
4-467-0301; 4-755-0101

**ATTENDEES:** Tom Jones, W&H Pacific  
Rick Martin, W&H Pacific  
Pat Marquis, W&H Pacific  
Logan Cravens, JKS Architects  
Blaise Edmonds, City Planner  
Pam Emmons, Planning Assistant

---

The following was discussed regarding the project in preparation for the Friday, October 18th submittal.

### STAGE ONE SUBMITTAL

1. The site plan prepared by JKS should show:
  - a. Revised project phasing
  - b. Open space area as previously shown as a condition of approval from initial submittal.
  - c. Specific "Town Center" land use designations must be shown for the northerly portion of the site not previously included and for any changed designations from the original submittal for Phases II and III.
2. Submit ten (10) copies of the original Traffic Report and provide an Executive Summary outlining any revisions to the initial projections and provide a summary that addresses the level of service "D" or better at surrounding intersections. Review the Parkway/Loop Road intersection.
3. Show existing adjacent land uses (i.e., vacant or improved) and the names of key surrounding developments for the Planning Commission orientation. Show only existing improvements not proposed.
4. Capital Realty must provide an updated list of addresses and property owners within 250 feet from the project.





October 15, 1991  
Page 2

5. Capital Realty must submit the Certification of Assessments and Liens form with the application. This is to determine if the tax lots included owe money to the City. Contact Atta Curser for clarification.
6. All property owners must sign the application.
7. Application fees:
  - a. Stage One Submittal: \$500.00
  - b. Stage Two Submittal: \$250.00 plus \$25 per acre (Project Thunder is 14.98 acres)
  - c. Application fee for Friday: (\$500 + \$250 + \$375 = \$1,125)
  - d. Design Review: \$250 plus a fee for the master signage plan review.

#### STAGE TWO SUBMITTAL

1. Design of site signs are not required to be submitted until Design Review submittal of December 6th.
2. Landscape design needs to show planting areas, significant trees and plaza areas. Plant list is optional.
3. Grading calculations and storm drainage calculations are not required for Friday's submittal according to Blaise. Grading plan should show existing contours and general grading concept.
4. Utilities design should be kept schematic. Graphically illustrate the utility alignments that will require easement vacations and relocation.
5. Architectural elevations can be conceptual in detail. Planning Commission is only concerned with general massing and quality of appearance. Materials and color board to be submitted at Design Review.
6. If waivers to the City development standards are anticipated, be specific with your request and how it would be consistent with other surrounding project development standards.

#### GENERAL COMMENT

The two issues that will be of the most interest to the Planning Commission will be traffic and the implementation of the open space. We should develop a clear strategy to present to the Commission prior to the December 9th hearing addressing these two issues.

The meeting notes represent comments that have been paraphrased as accurately as possible. The notes will be held as an accurate and true account as to intent unless notice to the contrary is set forth within 10 days of the date above.





1099 S.W. Columbia Street  
Portland, Oregon 97201

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Fax (503) 274-4607

- Planning
- Engineering

- Surveying
- Landscape Architecture

- Environmental Services

**FAXED**  
10/17/91

To: Blaise Edmonds Date: 10/16/91  
Pam Eumons Project Number: 467-0301  
City of Wilsonville, Annex Project Name: PROJECT THUNDER  
30000 SW TOWN CENTER LOOP EXT. Regarding:  
WILSONVILLE, OR. 97070

PLEASE NOTIFY US IMMEDIATELY  
AT (503) 227-0455 IF THERE ARE ANY  
PROBLEMS RECEIVING THIS  
TRANSMISSION

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1es.	Minutes of 10/14/91 Meeting

Comments

Blaise & Pam

We'll see you tomorrow w/ 13 FOLDED sets of drawings ...

Please call if you have any questions during the review/application acceptance. This submittal date & scheduling of hearings is vitally important ... Thanks

Signed Tan Jones

# DesignForum

A R C H I T E C T S

**Project Thunder**  
**Wilsonville, Oregon**  
**Project No. 91702.03**  
**Pre-Application Conference**  
**October 8, 1991**

In Attendance:

Pam Emmons	City of Wilsonville, Associate Planner	WSV 503-682-4960
Martin Brown	City of Wilsonville, Building Official	WSV 503-682-4960
Steven Starner	City of Wilsonville, Community Development Dir.	WSV 503-682-4960
Jim Long	City of Wilsonville, Design & Survey Technician	WSV 503-682-4960
Doug Seely	Real Estate Investment and Sales	REI 503-655-7631
Jim Parsons	Grubb & Ellis	GEI 503-241-1155
Jim Faulkner	Design Forum Architects	DFA 800-835-4401

Item No.	Action	Item
1.10	CAP/WHP	Storm drainage is an issue. Calculations and 25 year storm design for Phase II master plan must be submitted with application by October 18, 1991 deadline. The connection for metered release to interstate highway from existing retention pond and the retention pond itself will be eliminated. According to Wayne Bauer of Wilsey & Ham Pacific, Civil Engineers for Phase I development of the site, the new storm sewer system was designed to accommodate this. The city would like to see calculations supporting this.
1.2	CAP/KAI	According to the city, a traffic light at Wilsonville Road and Town Center Loop West is now warranted. The north intersection at Town Center Loop East and West at Parkway Avenue needs to be addressed in traffic study.
1.3	DFA	The currently approved master plan calls for "Food and Sundries" (FS) and "Central Commercial" (CC). These zoned uses are compatible with the desired development of Project Thunder. No rezoning is necessary, however, currently approved uses will have to be redistributed on the site.

# DesignForum

ARCHITECTS

Project Thunder  
Wilsonville, Oregon  
Project No. 91702.03  
Pre-Application Conference  
October 8, 1991

- 1.4 ALL The Stage I and Stage II planning review applications will be made simultaneously on October 8, 1991, and be reviewed simultaneously at the Planning Commission on December 9, 1991.
- 1.5 GEI Hearing notification list for all property owners of record within 250 foot of any point on property (not including street widths) must be presented with October 18, 1991 submittal. Notification does not have to cross interstate highway. The city will send the notices. Jim Parsons will obtain list from assessors office or from a title company.
- 1.6 DFA The signage theme from Phase I should be carried through Phase II. Sign issues are handled by the Design Review Board. Setback issues are handled by the Planning Commission.
- 1.7 DFA/WHP The building is designed utilizing the "unlimited area" provision of the code. A sixty (60) foot minimum distance from all property lines and an approved automatic sprinkler system throughout will be provided to accommodate this provision.
- 1.8 TNB There is a ten (10) day appeal period following design review approval. Normal procedure is such that no work should be commenced during the appeal period. Due to the tight schedule for this project and the need to utilize every available good weather period for site excavation, an option for work during the appeal period was discussed. A "hold harmless" agreement from owner in favor of the City of Wilsonville, enabling work to start immediately after design review approval during the appeal period at the sole risk of the owner has been used in the past to facilitate an early start.

# DesignForum

ARCHITECTS

Project Thunder  
Wilsonville, Oregon  
Project No. 91702.03  
Pre-Application Conference  
October 8, 1991

- 1.9 WHP For any construction to begin, fire hydrants must be installed to within 250 feet of any point of the exterior wall of the building. Work should begin immediately to obtain Public Works approval and have installation complete by scheduled start of construction, February 1, 1992.
- 1.10 ALL The required completion date of construction necessitates a start date for construction of February 1, 1992. For this to happen, working drawings and specifications would have to be accomplished prior to design review hearing date of January 27, 1992. To minimize risk of changes to completed documents, a partial permit (foundation permit) can be applied for at a cost of \$250.00. This would allow work to begin while balance of documents are being prepared. The review time for foundation and underground utilities permit is approximately three weeks, so documents should be submitted by January 10, 1992 for a February 1, 1992 start of construction.
- 1.11 DFA The zoning height limitation for any point of the building is 35'-0". Design Forum will check with Blaise Edmonds regarding height of dome feature with center pole.
- 1.12 DFA Elevations and material, color and finish boards must be submitted with Design Review Board application by December 6, 1991 deadline for hearing date of January 27, 1992.

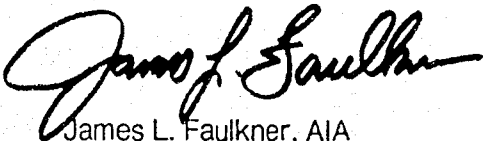
# DesignForum

ARCHITECTS

Project Thunder  
Wilsonville, Oregon  
Project No. 91702.03  
Pre-Application Conference  
October 8, 1991

The meeting notes represent comments that have been paraphrased as accurately as possible. The notes will be held as an accurate and true account as to intent unless notice to the contrary is set forth within 10 days of the date above.

Respectfully submitted,

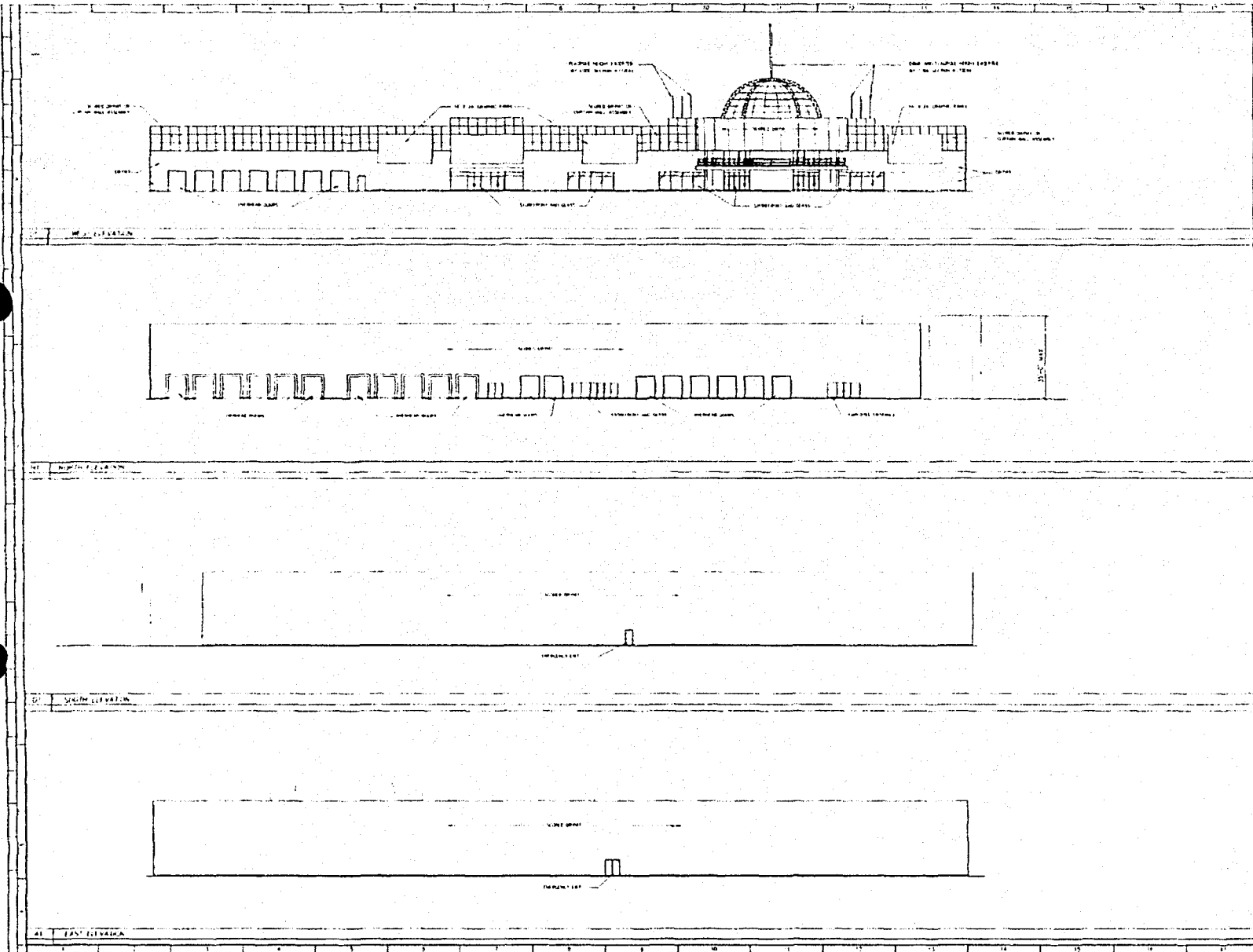


James L. Faulkner, AIA  
Vice President, Architecture

cc: All in Attendance  
Rich Hollander, Tandy Name Brand (TNB)  
Blaise Edmonds, City of Wilsonville, Associate Planner (WSV)  
Kimberly Beach, Capital Realty Corporation (CAP)  
Tom Jones, Wilsy & Ham Pacific (WHP)  
Wayne Kittelson, Kittelson & Associates, Inc. (KAI)  
D. Lee Carpenter, Design Forum  
Bruce Dybvad, Design Forum  
Marla Halley, Design Forum  
Bill Bergman, Design Forum Architects







SHEET 1175

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EXTERIOR ELEVATIONS

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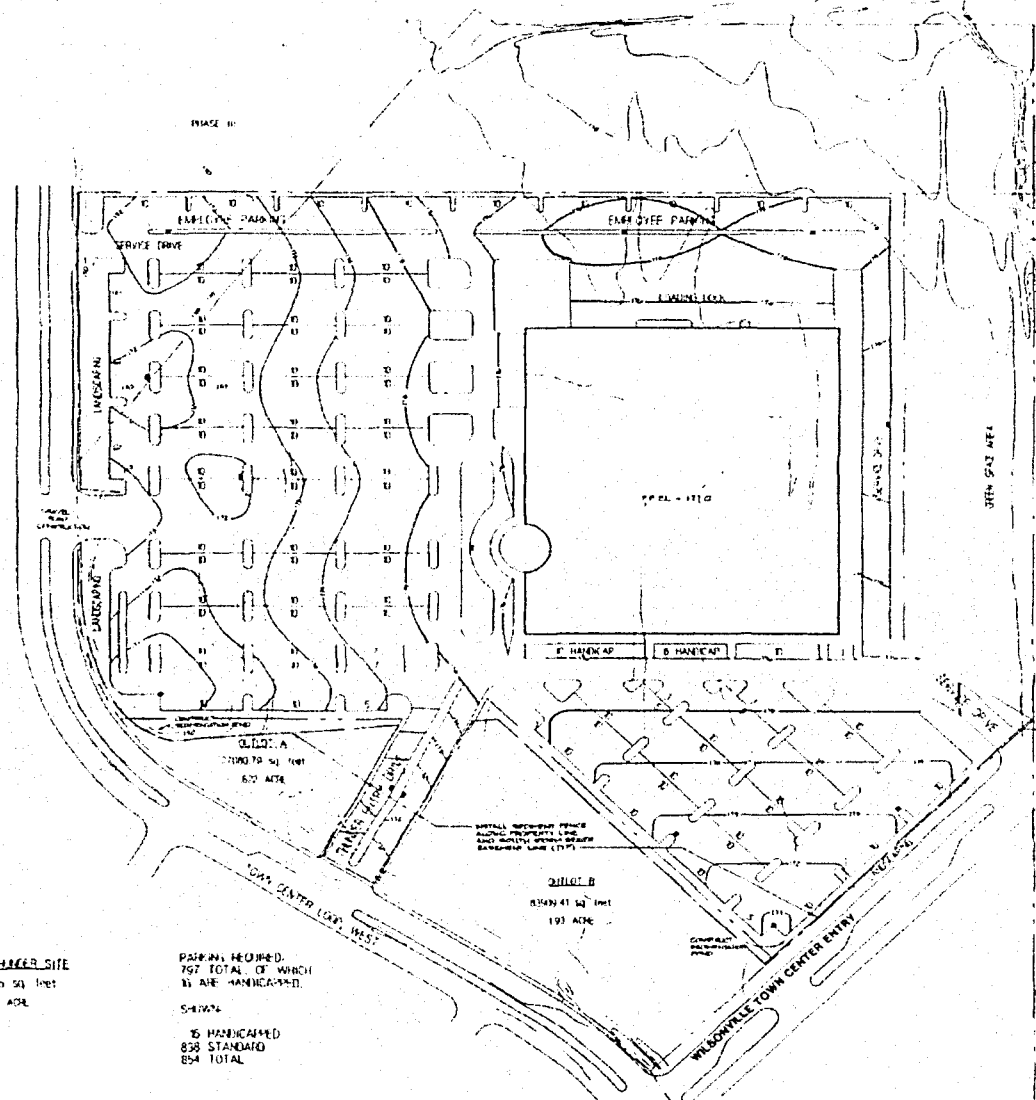
PROJECT THUNDER  
WESLEYVILLE, MICHIGAN

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EXTERIOR ELEVATIONS

---

<small>Author</small> WFB	<small>Project No.</small> 97-022-14
<small>Designer</small> WFB	<small>Date</small> 1/10/07
<small>Checker</small> WFB	<small>Scale</small>
<small>Plotter</small> 11x17	<small>Sheet No.</small> SP102



PROJECT THUNDER SITE  
 100' x 150' (approx)  
 14.08 ACRES

PARKING REQUIRED:  
 767 TOTAL OF WHICH  
 15 ARE HANDICAPPED.  
 548/212  
 15 HANDICAPPED  
 838 STANDARD  
 854 TOTAL

INSTALL RETENTION FENCE  
 10' HIGH WITH 1/2" RAILING  
 AND 4" DIA. PIPES AT  
 20' INTERVALS

LOT B  
 83499.41 SQ. FEET  
 1.93 ACRES

- NOTES
- 1) RECALCULATE ALL SQUARE FEETAGES, VOLUMES, WEIGHTS AND PERCENTS TO BE SUBMITTED TO THE CLERK OF COURTS FOR RECORDATION IN THE CLERK'S OFFICE OF CLERK OF COURTS IN WILSONVILLE, OREGON. (RECALCULATE ALL SQUARE FEETAGES, VOLUMES, WEIGHTS AND PERCENTS TO BE SUBMITTED TO THE CLERK OF COURTS FOR RECORDATION IN THE CLERK'S OFFICE OF CLERK OF COURTS IN WILSONVILLE, OREGON.)
  - 2) WHEREAS THE ACCESS DRIVE SHALL BE FINISHED AND SHALL BE IN THE CARE OF THE OWNER, THE OWNER SHALL BE RESPONSIBLE FOR THE MAINTENANCE OF THE DRIVE AND SHALL BE RESPONSIBLE FOR THE MAINTENANCE OF THE DRIVE.

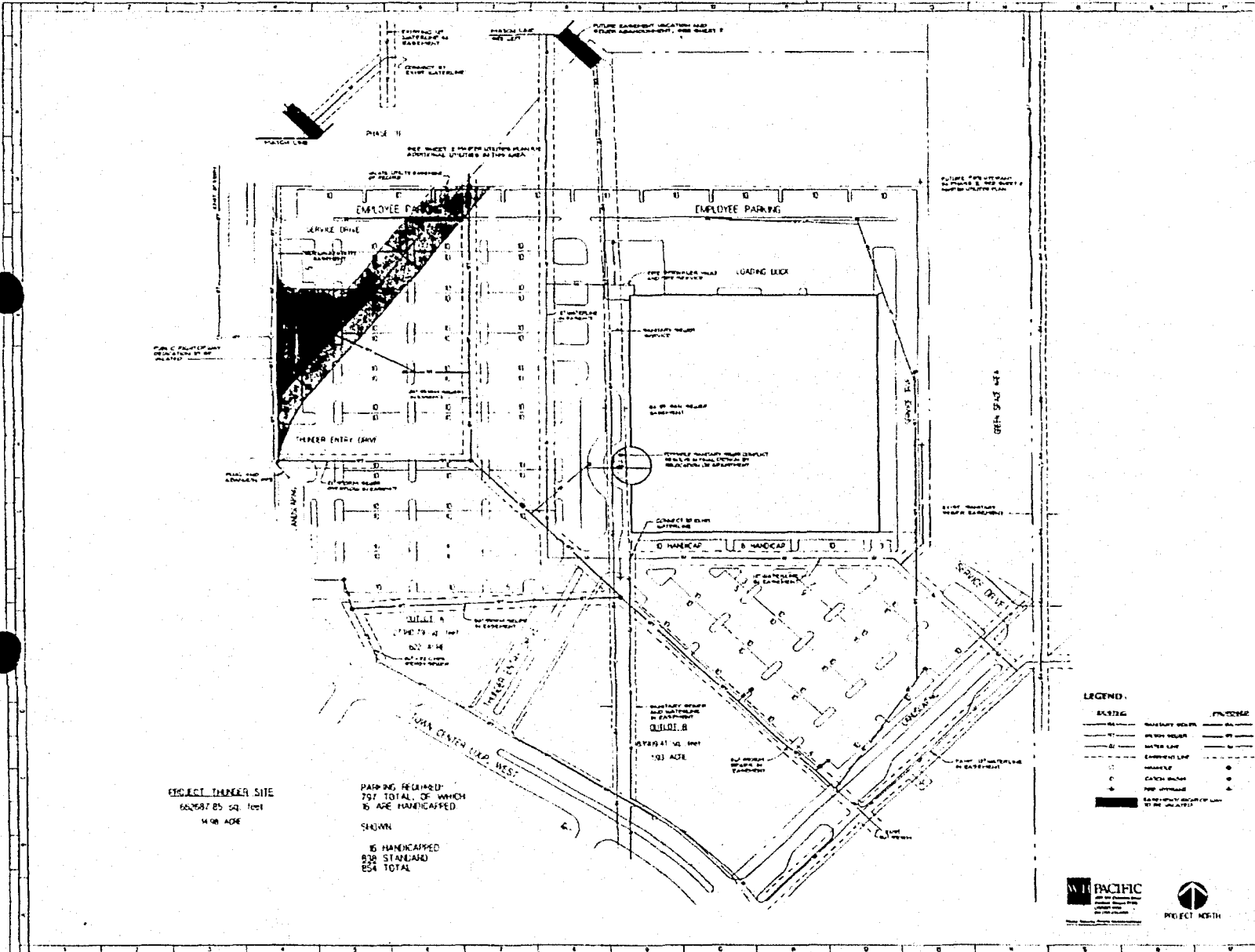
- LEGEND
- EXISTING CONTOUR
  - FINISH CONTOUR
  - HATCHED AREA SHALL BE FINISHED
  - FINISH PLANT ELEVATIONS
  - RETENTION FENCE

**DesignForum**  
 ARCHITECTS  
 1000 NE 10TH ST, SUITE 200  
 WILSONVILLE, OREGON 97150

PROJECT THUNDER  
 WILSONVILLE, OREGON  
 PHASE II GRADING/EROSION  
 CONTROL PLAN



DATE	NOV 14 2007
SCALE	1" = 50'-0"
DRAWN BY	W.A.P.
CHECKED BY	W.A.P.
DATE	NOV 14 2007
<b>C 103</b>	



PROJECT THUNDER SITE  
 66,267.85 sq. feet  
 1408 ADE

PARKING REQUIRED:  
 757 TOTAL, OF WHICH  
 16 ARE HANDICAPPED  
 SHOWN  
 16 HANDICAPPED  
 830 STANDARD  
 854 TOTAL

**LEGEND**

SYMBOL	DESCRIPTION
(Symbol)	MASS GRADE
(Symbol)	WATER MAIN
(Symbol)	SEWER LINE
(Symbol)	ENVIRONMENT LINE
(Symbol)	WALKWAY
(Symbol)	EXISTING DRIVE
(Symbol)	NEW DRIVE
(Symbol)	EXISTING SIDEWALK
(Symbol)	NEW SIDEWALK

**SHEET NOTES**

**GENERAL NOTES**

Key Plan


**DesignForum**  
 ARCHITECTS

**PROJECT THUNDER**  
 WILSONVILLE, OREGON

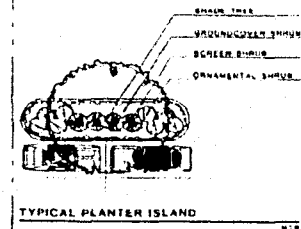
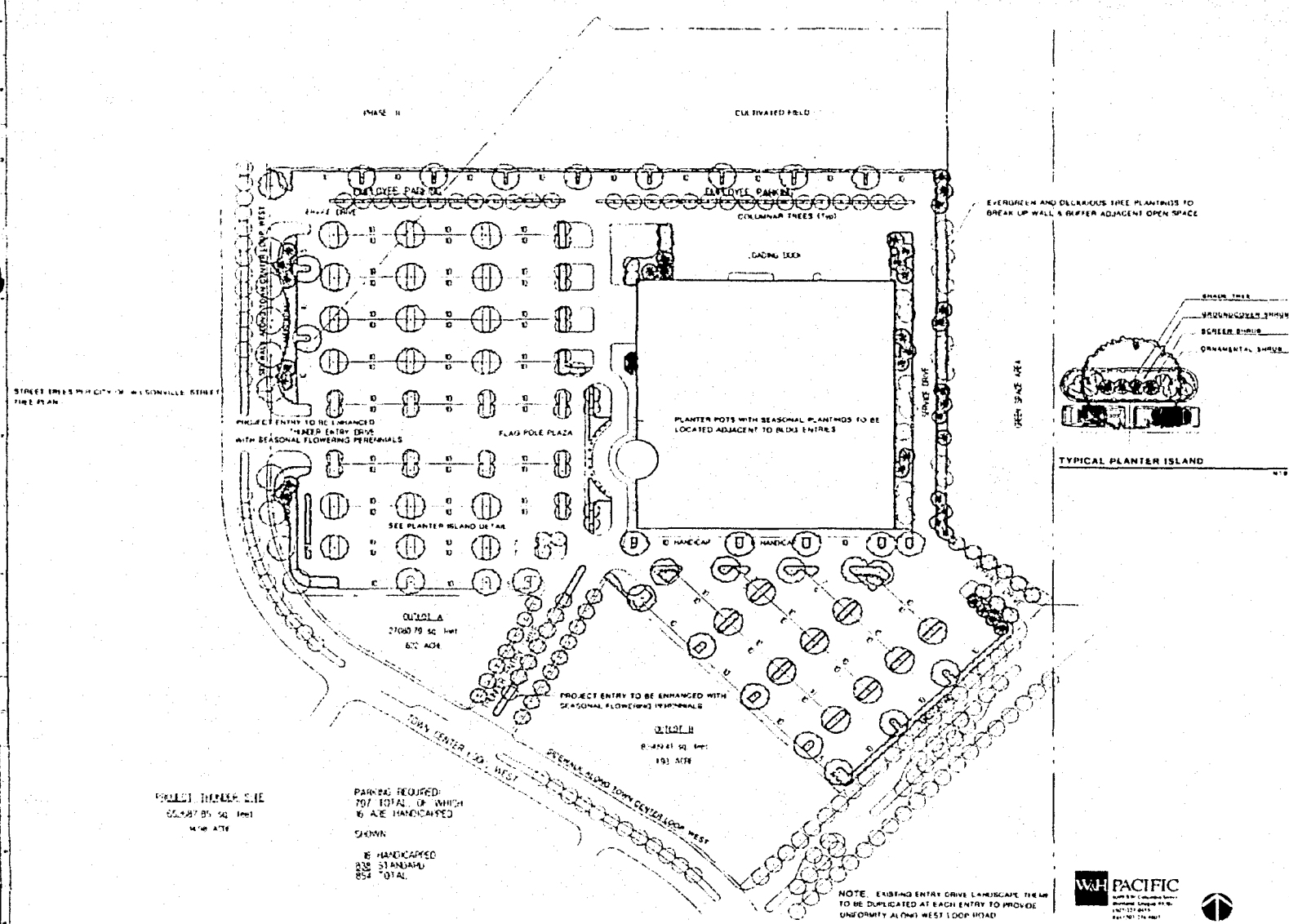
**PHASE II UTILITIES PLAN**



DATE	
SCALE	1" = 50'

**C 104**

- LEGEND**
- SHADE TREES
  - FLOWERING TREES
  - EVERGREEN CONIFER TREES
  - ORNAMENTAL LANDSCAPE SHRUBS & GROUNDCOVER
  - LAWN
  - EXISTING STREET TREES



GENERAL NOTES  
 \* AUTOMATIC IRRIGATION SYSTEM WILL BE PROVIDED

PROJECT NUMBER: 05-287 05 54 1001  
 1/16/05

PARKING REQUIRED:  
 707 TOTAL (48 HANICAPPED)  
 6 ARE HANICAPPED  
 SHOWN  
 6 HANICAPPED  
 236 STANDARD  
 854 TOTAL

NOTE: EXISTING ENTRY DRIVE LANDSCAPE TREES TO BE DUPLICATED AT EACH ENTRY TO PROVIDE UNIFORMITY ALONG WEST LOOP ROAD



**DesignForum**  
 ARCHITECTS

PROJECT: THUNDER  
 WASHINGTONVILLE, OR

PHASE II LANDSCAPE PLAN

DATE	1/16/05
BY	...
CHECKED	...
DATE	...
PROJECT NUMBER	05-287 05 54 1001
SHEET NUMBER	L 105


ASSIGNMENT

FOR VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, SFS INVESTMENT CORP., an Oregon corporation (Assignor), hereby assigns, transfers and conveys to CAPITAL REALTY CORP., an Oregon corporation (Assignee), all of Assignor's right, title and interest in each option agreement, offer and other document described in Exhibit A attached hereto, the real property described in any such option agreement or offer, and all rights which Assignor now has or may hereafter acquire with respect thereto.

February 1, 1990,

SFS INVESTMENT CORP.

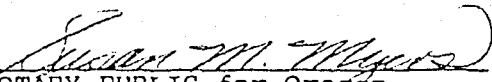
By

  
\_\_\_\_\_  
President

STATE OF OREGON            )  
  ) ss.  
County of Multnomah    )

On this 1st day of February, 1990, before me personally appeared Steven F. Stiles who, being duly sworn, did say that he is the president of SFS INVESTMENT CORP., an Oregon corporation, and acknowledged that the foregoing instrument was executed on behalf of the corporation by authority of its board of directors as its voluntary act and deed.

Before me:

  
\_\_\_\_\_  
NOTARY PUBLIC for Oregon  
My Commission Expires 10/31/92

AGREEMENT AND OPTION

1  
1989 (11)

THIS AGREEMENT AND OPTION is between E. JEAN YOUNG, SHERILYNN J. YOUNG, DAVID S. YOUNG, MARLENE A. YOUNG, also known as Marlene A. Young Rifai, the Estate of Harold J. Laswell, Deceased, and FRED A. ANDERSON, hereinafter collectively referred to as Grantors, and SFS INVESTMENT CORP., an Oregon corporation, hereinafter referred to as Grantee.

RECITALS

A. The owners of Parcel I, i.e. tax lot 600 & 601, MAP 3-1W-13D, are E. Jean Young, Sherilyn J. Young, David S. Young, Marlene A. Young, also known as Marlene A. Young Rifai, and Jack L. Lozo.

B. The owner of Parcel II, i.e. tax lot 500, MAP 3-1W-13D is Jack L. Lozo.

C. Grantee has options to purchase Parcel I and II by documents respectively dated August 17, 1989 and August 23, 1989; said options are valid through December 21, 1989.

D. Grantor's offer to option Parcel III is contingent upon Grantee's obtaining extensions of the options to purchase Parcel I and II.

E. Grantors own Parcel III, i.e. Tax Lot 200, 300 & 400, Clackamas County MAP 3-1W-14D and ownership interests in a triangle of land approximately 6391 square feet on the west of Tax Lot 200, described in Exhibit A. Parcel III shall refer to the

be made in full upon closing and a statutory warrenty deed provided at that time.

3.4 Notice of Intent to Close must be given at least 15 days before closing. In any event notice of intent to close must be received by October 2, 1990 or the terms of this Option shall be Null and Void.

With notice of intent to close, Grantee shall specify which Phases are to be purchased in closing and changes, if any, in the boundaries of the Phases referencing the survey, to be completed as specified below, the written legal descriptions and acreage/footage specifications.

~~tion.~~ The Option to purchase Phase 2 in its entirety or square foot shall terminate on July 16, 1990 or at closing of sale of any portion of Parcel III unless Grantees pay to Grantors \$50,000 for an extension of the Option for one year. Payment for such extension is nonrefundable and not applicable to the purchase price.

If the above extension of Option is purchased, Grantee may purchase further extension of the Option providing that any sale must close on or before November 2, 1992, at the purchase price of \_\_\_\_\_ and an additional \$50,000, nonrefundable and not applicable

In event of such extensions, notice of intent to close shall be provided not less than 15 days before closing, and closing shall occur not more than 30 days thereafter. A Statutory



property. Grantee may, at its expense, make such grading plans, architectural and land planning studies and services, traffic engineering studies, economic and commercial benefit studies, and other surveys, services and studies which it deems reasonably necessary for its development of the Option Property.

9. Land Use Applications. Grantors agree to cooperate fully with Grantee in making all applications which Grantee deems necessary for Grantee's use and development of the Option Property, including but not limited to site plan approval, partition and other land use determinations which relate to Grantee's use and development of the property.

Grantors authorize Grantee to execute any such application in Grantor's name and as Grantors' representative. Grantee shall pay all expenses relating to any such application. Grantors shall bear no expense associated herewith.

10. Land use changes such as but not limited to size and location of Open Space and roads shall be presented to Grantors prior to formal application to the City of Wilsonville. Grantors shall retain the right of review during the planning process with the City,

Grantee may not agree to any request to increase the Open Space requirements on any Phase of any Parcel.

11. Real Property Taxes. The Option Property has been specifically assessed as Farm Use Land. Therefore, portions of the annual taxes are deferred until the Option Property becomes disqualified for that purpose. If Grantee exercises the Option as

preliminary agreements. This Option may not be changed except in writing, executed by both parties.

IN WITNESS WHEREOF, the parties have executed this Option this 31 day of October, 1989.

E. Jean Young  
E. JEAN YOUNG

SFS INVESTMENT CORP.

11-8-89

Sherilyn J. Young  
SHERILYNN J. YOUNG

By [Signature]  
SFS President  
Steven F. Styles

David S. Young  
DAVID S. YOUNG

SFS INVESTMENT CORP.

Marlene A. Young  
by [Signature], attorney in fact  
MARLENE A. YOUNG

By [Signature]  
SFS OFFICER

ESTATE OF HAROLD J. LASWELL  
DECEASED

GRANTEES

By Emma D. Laswell  
Emma D. Laswell  
Personal Representative

By Eugene L. Doffler  
Eugene L. Doffler  
Personal Representative

Fred A. Anderson  
FRED A. ANDERSON

GRANTORS

ST IES PROPERTIES LTD.  
by [Signature]

EXHIBIT A

I

Wilsonville Property

Option dated November 16, 1989 granted by Jack L. Lozo for property generally known as Tax Lot 500, Map 3-1W-13, Clackamas County, Oregon.

Agreement and Option dated October 31, 1989 from E. Jean Young, Sherilynn J. Young, David S. Young, Marlene A. Young, Estate of Harold J. Laswell, Deceased, and Fred A. Anderson for property generally known as Tax Lots 200, 300 and 405, Map 3-1W-14D, Clackamas County, Oregon, together with a triangular parcel containing approximately 6,381 square feet on the westerly side of Tax Lot 200.

Option dated November 15, 1989 from E. Jean Young, Sherilynn J. Young, David S. Young, Marlene A. Young, Jack L. Lozo, and Anne S. Lozo, Trustee for Claude F. Smith Trust, for property generally known as Tax Lots 600 and 601, Map 3-1W-13, Clackamas County, Oregon.

Attached hereto is a plot map showing the general location of the three parcels.

II

Gresham Property

Earnest Money Agreement dated August 1, 1989, amended by Memorandum of Agreement dated September 20, 1989, with Leonard P. Holfman and Kenneth G. Holfman, Trustees of the Olive H. Holfman 1979 Trust dated May 7, 1979, for the purchase of a tract of land in the Robert P. Wilmot DLC and being Sections 19 and 30, Township 1 North, Range 3 East of the Willamette Meridian, Multnomah County, Oregon (Tax Lot #32), containing approximately 21.3 acres on the north side of N. E. Sandy Boulevard west of Northeast 181st Avenue.

III

Salem Property

Offer dated November 1, 1989, accepted by Anita Hager Conley, Trustee, on November 29, 1989, for a parcel containing approximately 9.38 acres in the southwest quarter of Section 31, Township 7 South, Range 2 West, known as Tax Lot 200, Salem, Marion County, Oregon.

AGREEMENT AND OPTION

PARCEL II

THIS AGREEMENT AND OPTION is between JACK L. LOZO, hereinafter referred to as Grantors, and SFS INVESTMENT CORP., an Oregon corporation, hereinafter referred to as Grantee.

RECITALS

A. The owners of Parcel I, i.e. tax lot 600 & 601, MAP 3-1W-13, are E. JEAN YOUNG, SHERILYN J. YOUNG, DAVID S. YOUNG, MARLENE A. YOUNG, also known as MARLENE A. YOUNG RIFAI, JACK L. LOZO, and the CLAUDE F. SMITH TRUST, ANN S. LOZO Trustee.

B. The owner of Parcel III, i.e. tax lot 200, 300 & 405, Clackamas County MAP 3-1W-14B and a triangle of land approximately 6,391 square feet on the west of tax lot 200 are E. JEAN YOUNG, SHERILYNN J. YOUNG, DAVID S. YOUNG, MARLENE A. YOUNG, also known as MARLENE A. YOUNG RIFAI, the estate of HAROLD J. LASWELL, Deceased, and FRED A. ANDERSON.

C. Grantors own Parcel II, i.e. Tax Lot 500, MAP 3-1W-13. Parcel II shall also be referred to as the Option property.

D. Grantee has options to purchase Parcel I & II by documents dated August 17, 1969 and August 23, 1969, said options are valid through December 31, 1979.

E. Grantors' offer to option Parcel II is contingent upon Grantee's obtaining an extension of the option to purchase Parcel

3.4 Notice of Intent to Close must be given at least 15 days before closing. In any event notice of intent to close must be received by October 2, 1990 or the terms of this Option shall be Null and Void.

With notice of intent to close, Grantee shall specify which Phases are to be purchased in closing and changes, if any, in the boundaries of the Phases referencing the survey, to be completed as specified below, the written legal descriptions and acreage/footage specifications.

4. Extension. The Option to purchase Phase 1b and 2 in its entirety per square foot shall terminate on July 16, 1990 or at closing of sale of any portion of Parcel II unless Grantee pays to Grantors \$5,000 for an extension of the Option to purchase Phase 1b property, and ~~pays to Grantor an additional \$5,000 for an extension of the Option to purchase Phase 2 property if owned by Grantors.~~ Payment for such extension shall be for one year, is nonrefundable and not applicable to the purchase price. (F) 2. X. Z.

If the above extension of Option is purchased, Grantee may purchase further extension of the Option providing that any sale must close on or before November 2, 1990 at the purchase price of payment on an additional \$5,000, s, nonrefundable and not applicable

In event of such extensions, notice of intent to close shall be provided not less than 15 days before closing, and closing shall occur not more than 30 days thereafter. A Statutory

authority to grant the Option and to sell their interest in the Option Property in accordance herewith.

7. Reciprocal Easements: Grantors and Grantee agree that each will enter into reciprocal easements with the owners of Parcels I and III as agreed upon by the parties.

8. Right of Entry. Grantee may, at its risk and expense during the term of the Option, enter upon the Option Property at any time to make engineering tests, soil tests and for any other lawful purpose in pursuit of the purchase and development of said property. Grantee may, at its expense, make such grading plans, architectural and land planning studies and services, traffic engineering studies, economic and commercial benefit studies, and other surveys, services and studies which it deems reasonably necessary for its development of the Option Property.

9. Land Use Applications. Grantors agree to cooperate fully with Grantee in making all applications which Grantee deems necessary for Grantee's use and development of the Option Property, including but not limited to site plan approval, partition and other land use determinations which relate to Grantee's use and development of the property.

~~Grantors authorize Grantee to execute any such application in Grantors' name and as Grantors' representative.~~ Grantee shall pay all expenses relating to any such application. Grantors shall bear no expense associated herewith.

10. Land use changes such as but not limited to size and location of Open Space and roads shall be presented to Grantors

the entire agreement among the parties with respect to the subject matter hereof, superseding all negotiations, prior discussions and preliminary agreements. This Agreement and Option may not be changed except in writing, executed by both parties.

IN WITNESS WHEREOF, the parties have executed this Option this 14 day of November, 1989.

*Jack L. Lozo*  
JACK L. LOZO

SFS INVESTMENT CORP.

*ANN S. LOZO*, Trustee for  
CLAUDE F. SMITH TRUST *Q.T.T.*  
*SF*

By *[Signature]*  
SFS President  
Steven F. Stiles

GRANTORS

SFS INVESTMENT CORP.

By *[Signature]*  
SFS Officer

GRANTEES

PROJECT THUNDER LEGAL DESCRIPTION

A parcel of land situated in the southeast quarter of Section 14 in Township 3 South, Range 1 West, Willamette Meridian, City of Wilsonville, Clackamas County, Oregon. Said parcel of land being more particularly described as follows:

**COMMENCING** at the southeast corner of Section 14, Township 3 South, Range 1 West, Willamette Meridian, Clackamas County, Oregon; thence North  $00^{\circ}03'01''$  East along the section line between Sections 13 and 14 a distance of 1,077.07 feet to the most westerly northwest corner of Parcel 1 of Partition Plat No. 1991-164 recorded in Fee 91-48507 of the Clackamas County Plat Records and the **TRUE POINT OF BEGINNING**; thence leaving said section line and tracing the following courses and distances: South  $45^{\circ}03'00''$  West 400.00 feet; thence North  $44^{\circ}57'00''$  West 435.01 feet to a point of non-tangent curvature; thence tracing the arc of a 2,000.00 foot radius curve to the right (the radial center of which bears North  $65^{\circ}07'50''$  West) through a central angle of  $07^{\circ}23'12''$  an arc distance of 257.84 feet (the long chord bears South  $28^{\circ}33'46''$  West 257.66 feet) to the northeasterly right-of-way line of Town Center Loop Road West (a 72.00 foot-wide public road right-of-way); thence tracing said northeasterly road right-of-way line North  $57^{\circ}44'38''$  West 72.00 feet to a point of radial intersection with a 1,928.00 foot radius curve; thence leaving said northeasterly right-of-way line and tracing the arc of a 1,928.00 foot radius curve to the left through a central angle of  $05^{\circ}32'12''$  an arc distance of 186.31 feet (the long chord bears North  $29^{\circ}29'16''$  East 186.23 feet); thence South  $89^{\circ}52'55''$  West 304.91 feet to a point of non-tangent curvature on the said northeasterly right-of-way line of Town Center Loop Road West; thence tracing said right-of-way line along a 268.16 foot radius curve to the right (the radial center bears North  $56^{\circ}01'43''$  East) through a central angle of  $33^{\circ}55'55''$  an arc distance of 158.81 feet (the long chord bears North  $17^{\circ}00'19''$  West 156.50 feet) to a point of tangency; thence continuing along said right-of-way line North  $00^{\circ}02'22''$  West 151.37 feet to the southeasterly line of that certain tract as deeded to the City of Wilsonville, Oregon in deed recorded November 12, 1986 in recorder's fee 86-44957; thence tracing said southeasterly line and continuing on the southeasterly line of that certain tract deeded to the City of Wilsonville in deed recorded November 12, 1986 in recorder's fee 86-44959 North  $38^{\circ}37'19''$  East 215.39 feet to the northerly line of said tract per fee 86-44959; thence tracing said northerly line South  $89^{\circ}58'19''$  West 104.56 feet to a point of curvature; thence tracing a 30.00 foot radius curve to the right through a central angle of  $89^{\circ}59'19''$  an arc distance of 47.12 feet (the long chord bears North  $45^{\circ}02'02''$  West 42.42 feet) to a point of tangency on the easterly right-of-way line of said Town Center Loop Road West; thence leaving said northerly property line and tracing said right-of-way line North  $00^{\circ}02'22''$  West 121.76 feet; thence leaving said right-of-way line and tracing the following



courses and distances: North 89°52'55" East 894.39 feet to a line being parallel with and 140.00 feet westerly of the said section line common to sections 13 and 14; thence tracing said parallel line South 00°03'01" West 528.73 feet; thence South 56°23'33" East 168.00 feet to the **TRUE POINT OF BEGINNING**. Said parcel contains 642,427 square feet or 14.75 acres more or less.

755-0101

10/16/91

REGISTERED  
PROFESSIONAL  
LAND SURVEYOR

*Pat Marquis*

OREGON  
JANUARY 20, 1989  
PAT MARQUIS  
2382

Jim Parsons  
Jim Faulkner  
Doug Seely

~~Phase~~  
Stage I, II, III → Cap. Realty will submit

Phase II →

Cap. Realty Δ master plan modification  
Site plan I, II

Lindy - Transfer 170<sup>+</sup> <sup>thou</sup> footprint  
Electronics +

Driveway / TC (E) + (W)

Driveway → Open Space

Submit Stage I + II Simultaneously

Blaise  
What else?

\* Gave Stage I + II + application x 2  
250' radius map owners

Topo - 1' intervals - (map has readings)

~~Blaise 52' top down~~  
Phase

CITY

100 - 120 DWELING UNITS.

- DOUG SEELY TALKED TO BOB DANT -
- ABOUT DENSITY TRANSFER TO BRIDGE CREEK,
- P.O.S.

- CONTOUR SURVEY - 720' / 0

[ TREE SURVEY  
 > 6" CALIBER ]

MAJOR DRAINAGEWAY.

STAKE THE PROPERTY - SITE VISIT TO VERIFY  
 P.O.S. LINE - AMBIGUITY - GO TO P.C. TO C.C.  
 FOR INTERPRETATION.

---

CALC. VALUE ~~120~~

**CITY of WILSONVILLE  
PLANNING COMMISSION  
SITE MASTER PLAN (STAGE I)  
GENERAL SUBMISSION REQUIREMENTS**

1. Completed application form, with appropriate fee, signed by property owner.
2. Set forth the professional coordinator and professional design team.
3. State whether the development will include mixed land uses, and if so, what uses and in what proportions and locations.
4. The application shall include conceptual and quantitatively accurate representation of the entire development sufficient to judge the scope, size and impact of the development on the community; and, in addition, shall be accommodated by the following information:

13 FOLDED copies of Site Master Plan dimensioned at a scale of 1" = 20 ft. ( or as determined by the Planning Director ) showing the following:

- a. Vicinity map.
  - b. The entire lot as described by the legal description.
  - c. Location and size if all public facilities, utilities and easements.
  - d. Location and dimension of site improvements such as roads, buildings, driveways, parking, loading and landscaping.
  - e. All adjacent rights-of-way and improvements.
  - f. Any surrounding development, i.e., existing buildings, property lines, driveways, etc.
  - g. Development phasing. A stage development schedule demonstrating that the developer intends to commence construction within (1) One year after the approval of the development plan, and will proceed diligently to completion.
  - h. Topographic information at one-foot intervals up to 5% slope; two-foot intervals, 6% - 12%; five-foot intervals, 12% - 20%; ten-foot intervals, 20% and above.
5. One copy of Site Plan reduced to 8-1/2" x 11". This must be a legible photo-mechanical transfer (PMT).
  6. Site Analysis Data.

<u>Item</u>	<u>Lot Coverage in sq. ft.</u>	<u>Lot Coverage in %</u>
Building area	458,771 sq. ft.	.18 %
Parking and Drives	1,394,390 sq. ft.	.53 %
Landscaping/Open Space	751,291.4 sq. ft.	.29 %
Residential density per net acreage.		
TOTAL SITE AREA	2,604,452.4 sq. ft. 59.79 ACRES	100 %

*Planning Department 682-4960*

**INCOMPLETE SUBMITTALS WILL NOT BE SCHEDULED FOR A PUBLIC MEETING !**

# Traffic count zooms at electronic store

■ Wilsonville's projections for vehicle flow at the Incredible Universe fall woefully short

By JOHN M. GRUND

Correspondent, The Oregonian

WILSONVILLE — When it comes to predicting how much traffic a new development will bring, Wilsonville officials always have gone by the book.

But going by the book has not worked for some recently opened projects — in particular the Incredible Universe electronics store. In some cases, traffic is already at levels predicted for 2010.

Now city officials are looking at ways to refine the city's traffic projections.

Eldon Johansen, community development director, told the City Council early this month that traffic on Town Center Loop West near the new electronics store is averaging 1,227 vehicles an hour northbound at 2 p.m. That's 550 more vehicles per hour than anticipated in projections for 1995, he said.

"As far as the traffic counts go, we've had a real eye-opener on our traffic projections. We're already up past (the year) 2010 on some of our traffic projections," Johansen said.

"The traffic analysis prepared by Capital Realty and the Incredible Universe's traffic consultants, Kittelson and Associates, has greatly underestimated the traffic impacts," said Arlene Loble, city manager.

The city has changed its procedure for getting traffic analysis done on proposed developments. This fall, it switched from having a developer hire a traffic engineering firm to requiring applicants to pay for a study by D.K.S. Associates, the firm chosen by the city to handle all of its traffic analysis.

Planning Director Wayne Sorensen said the move should not be interpreted as a criticism of the firms that have done studies in the past. All of them, in fact, bid on the city contract, he said.

"I think we feel better now (that) the traffic engineer is working for the city," he said. "When the applicant hires the engineer, they're working for the client, and the city's not the client."

Johansen said the city also would expand the scope of some studies.

The Incredible Universe study analyzed traffic flows through the adjoining intersection, at Town Center Loop West and Wilsonville Road. But it did not reach to the next intersection to the west, at Wilsonville Road and Interstate 5.

It was that intersection that clogged up at the Incredible Universe opening Sept. 17 and caused traffic to back up for miles in both directions.

If the study were being done today, the city would insist that engineers look at one more intersection down the road, Johansen said.

City Councilor Greg Carter asked if the traffic effects of some recent developments meant that the city should consider a moratorium on some new construction.

"I'm not willing to say that yet," Johansen said.

He said three things went wrong with the Incredible Universe traffic study. First, the predictions were made as if the city's Transportation Plan was already in place, but many roads are yet to be built.

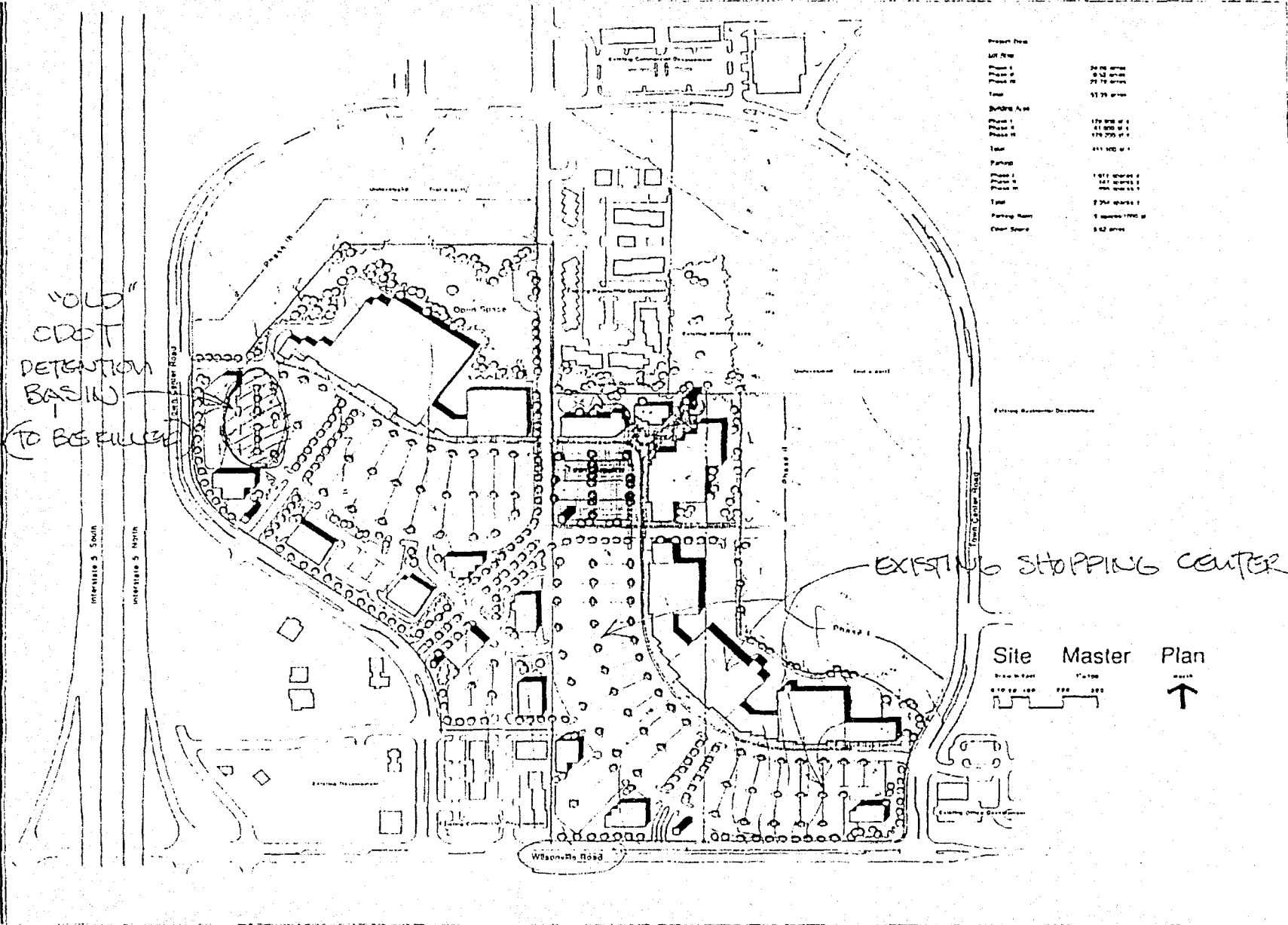
Second, the study assumed that 40 percent of the flow into the Incredible Universe would be "drop-in" traffic — that is, traffic already on the streets for other reasons. But the store has become a regional draw, and "drop-in" traffic is a tiny percentage of traffic it attracts. Finally, the traffic study did not account for the success of the store's marketing effort.

"At a minimum, we need to be broadening the assumptions on which decisions are made," Loble said. "We've recognized that the traffic situation is beyond anything anticipated in the rational decision-making model."

Sorensen, however, later said there are no plans to tinker with the engineering manual — he called it "the bible" — that predicts how many new trips will be generated by a particular use.

Sorensen would not hazard a guess about whether any of the changes will mean that developments will have a tougher time getting planning approval in Wilsonville. But he said that at least one major development was turned down as long as two years ago because it would have brought too much traffic to an overburdened street.

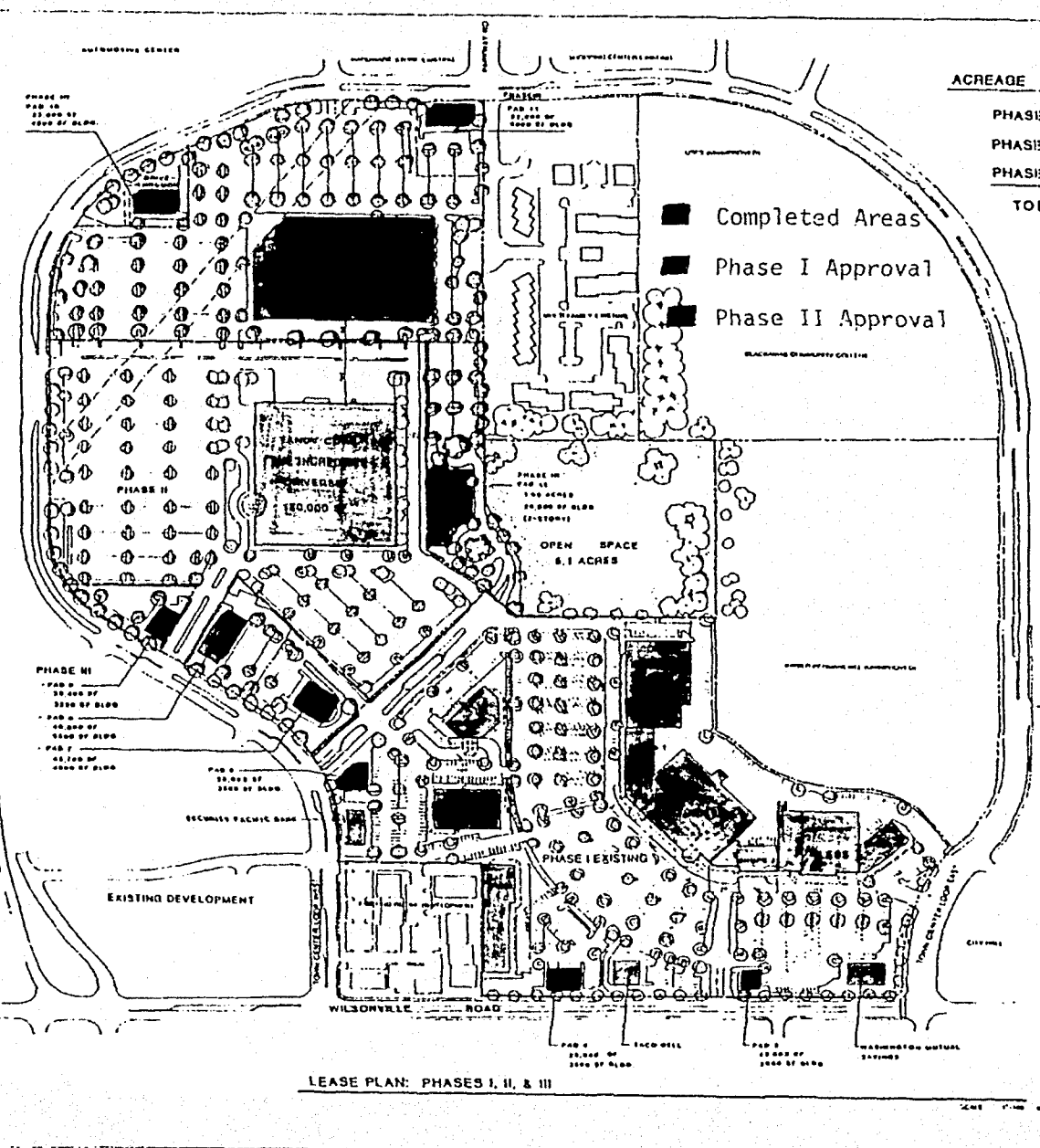
cc: Bill, JAVLS



JKS Architects PC  
Wilsonville Town Centre



TO PORTLAND  
 1-5 FREEWAY SOUTH  
 1-5 FREEWAY NORTH  
 (TO SALEM)



ACREAGE	
PHASE I	22.98 ACRES
PHASE II	14.75 ACRES
PHASE III	22.05 ACRES
<b>TOTAL</b>	<b>59.79 ACRES</b>

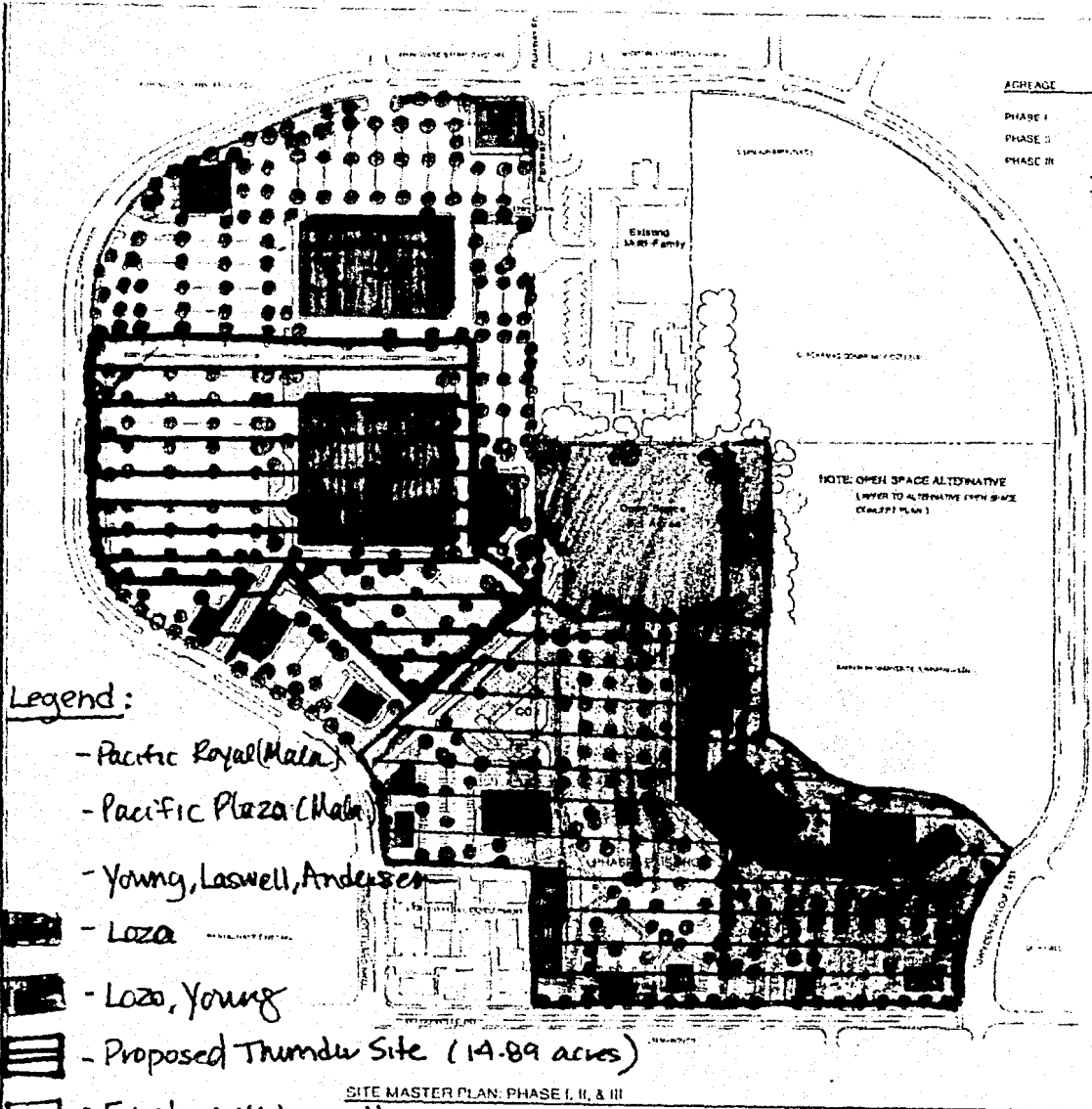
- Completed Areas
- Phase I Approval
- Phase II Approval

LEASE PLAN: PHASES I, II, & III

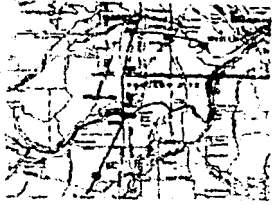
JKS Architects PC  
 1001 W. Taylor Street, Suite 200 • Portland, Oregon 97207  
 503.255.1111 • Fax: 503.255.1112

WILSONVILLE TOWN CENTER  
 WILSONVILLE, OREGON





ACREAGE	
PHASE I	22.96 ACRES
PHASE II	14.75 ACRES
PHASE III	22.58 ACRES
<b>TOTAL</b>	<b>60.29 ACRES</b>



VICINITY MAP

Legend:

- Pacific Royal (Mala)
- Pacific Plaza (Mala)
- Young, Laswell, Andersen
- Loza
- Loza, Young
- Proposed Thunder Site (14.89 acres)
- Existing Wilsonville Town Center - Shopping Center (22.96 acres)

SITE MASTER PLAN: PHASE I, II, & III

DATE: 11/11/09  
 DRAWN BY: JKS  
 CHECKED BY: JKS  
 APPROVED BY: JKS  
 PROJECT NO: 09-001  
 SHEET NO: 1 OF 1

JKS Architects PC  
 22 SW 3rd Ave, Suite 200, Portland, Oregon 97204  
 503.228.1111

WILSONVILLE TOWN CENTER  
 WILSONVILLE, OREGON

DEFECTS IN

ORIGINAL

DOCUMENT





**EXHIBIT F**

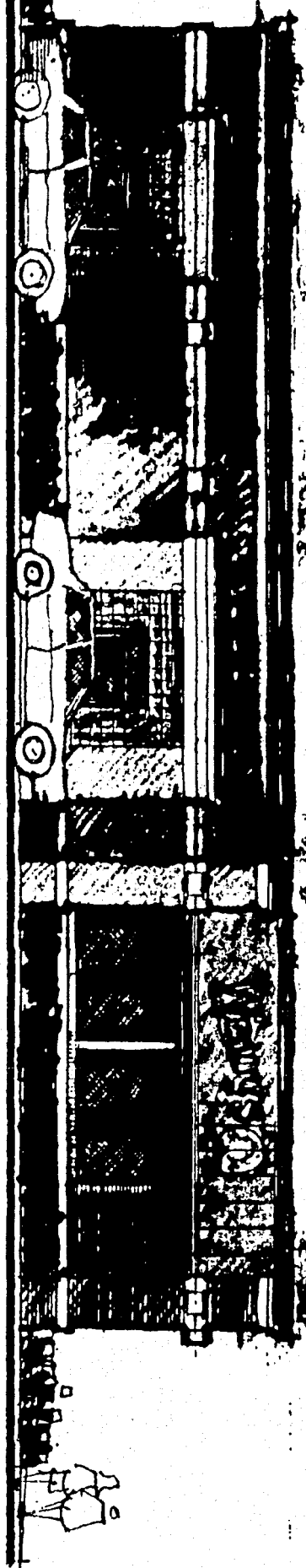
1/8" = 1'-0"

**NORTH ELEVATION**



1/8" = 1'-0"

**SOUTH ELEVATION**

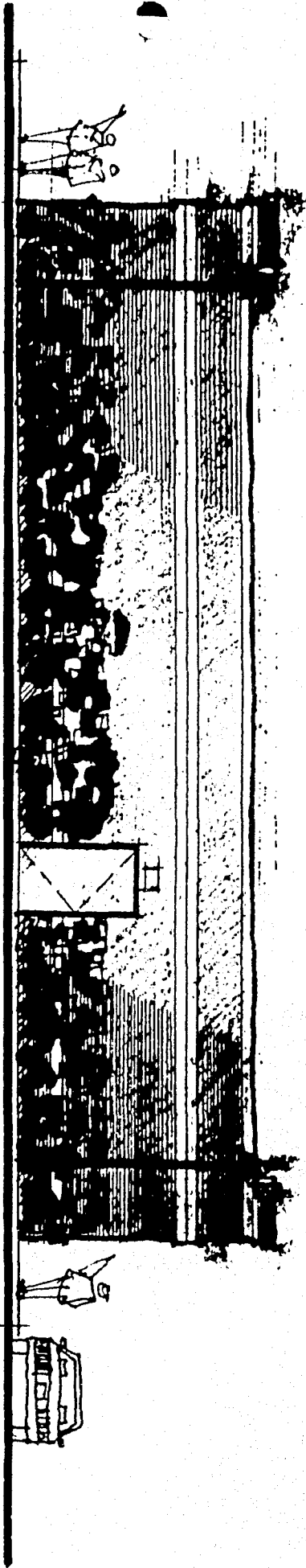


<b>1</b> DRAWING NO:	PROJECT NAME: <b>Wendy's Restaurant</b>	DATE: <b>2/5/93</b>
	DRAWING TITLE: <b>Elevations</b>	REVISION:



1/8" = 1'-0"

WEST ELEVATION



1/8" = 1'-0"

EAST ELEVATION



<b>2</b>	DRAWING NO:	PROJECT NAME:	DATE:
		DRAWING TITLE:	REVISION:

Wendy's Restaurant

Elevations

2/5/93



# CITY OF WILSONVILLE

# PLANNING DEPARTMENT SITE DEVELOPMENT APPLICATION AND PERMIT

3445 S.W. Elsworth Road  
P.O. Box 220 Wilsonville, OR 97150-0220  
503-662-3445

File No. 91 PC 43 1/4 Sec.  
Final action on application or other change is required within 120 days in accordance with provisions of ORS 227.175  
A pre-application conference normally is required prior to submission of an application. Please contact the Planning Department at (503) 662-3445 for an appointment.

Pre-App. No. Day Yr

### APPLICANT - COMPLETE

Owner's Name CAPITAL REALTY CORP Contact Person Kim Beach  
Address 101 S.W. MAIN SUITE 1500 Address  
Portland OR 97204  
Phone 223-1200 Phone SAME  
Owner's Signature Kimberly Beach, Vice President Capital Realty Corp  
Plaza Royal Office Center Representative Box on 13  
Property Description: 1 3 Map 13 & 14-D Tax. class 200, 201, 101  
102, 300  
Request: STAGE I MASTER PLAN REVISION  
STAGE II PHASE II WILSONVILLE Town Center  
SITE PLAN - MOBILITY CONDITION #8 OF 90PC15

Please attach a plat plan (scale: 1"=40') and any other documents to this application. Please review the Planning Department submittal requirements to ensure that your application is complete.

### - OFFICE USE ONLY -

Complete Application Accepted: Date 10/18/91 Public Hearing Date 12/19/91

Staff Signature Brian Edwards

Class I  Class II  Class III

- |   |   |   |
|---|---|---|
| <input type="checkbox"/> PLAN AMENDMENT                 | <input type="checkbox"/> MAJOR PARTITION                                      | <input type="checkbox"/> DESIGN REVIEW  |
| <input type="checkbox"/> ZONE CHANGE                    | <input type="checkbox"/> MINOR PARTITION                                      | <input type="checkbox"/> TEXT AMENDMENT |
| <input type="checkbox"/> PRELIMINARY PLAT               | <input type="checkbox"/> CONDITIONAL USE                                      | <input type="checkbox"/> SIGN REVIEW    |
| <input type="checkbox"/> FINAL PLAT                     | <input type="checkbox"/> VARIANCE   | <input type="checkbox"/> TEMPORARY USE  |
| <input checked="" type="checkbox"/> PLANNED DEVELOPMENT | <input checked="" type="checkbox"/> OTHER RECONSIDERED CONDITION #8 OF 90PC15 |   |

### SITE FINDINGS

- Zoning: PC15 TOWN CENTERS, Building Area \_\_\_\_\_
- Area of lot: SEE FILE
- Building or Sign Height: TOWN CENTERS LOOP WEST  
(Max) \_\_\_\_\_
- Zoning Code Minimum Set-backs:  
Front \_\_\_\_\_  
Side \_\_\_\_\_  
Rear \_\_\_\_\_
- Access to Property \_\_\_\_\_
- Other: \_\_\_\_\_

Approved  Denied  Approved with Conditions (See attached)

Conditions of Development:

Approval of this Development Permit is submitted as based on information submitted by the applicant or called into view. Any change of plans or incorrect information submitted may result in revocation of permit. This decision may be appealed in accordance with the provisions of the Wilsonville Code and ORS 227.180.

Fee Amount Paid \$1315.00 Check No. SEE FILE Cash 1205 Fee \$500.00 Fee - I  
1206 Fee \$825.00  
1207 Fee \$250.00 - cash

Permit Approval: Planner's Signature \_\_\_\_\_ Date: \_\_\_\_\_

City Council or Planning Commission Approval  Yes  No

Order: Resolution \_\_\_\_\_

Exhibit A

Write - Applicant's Name

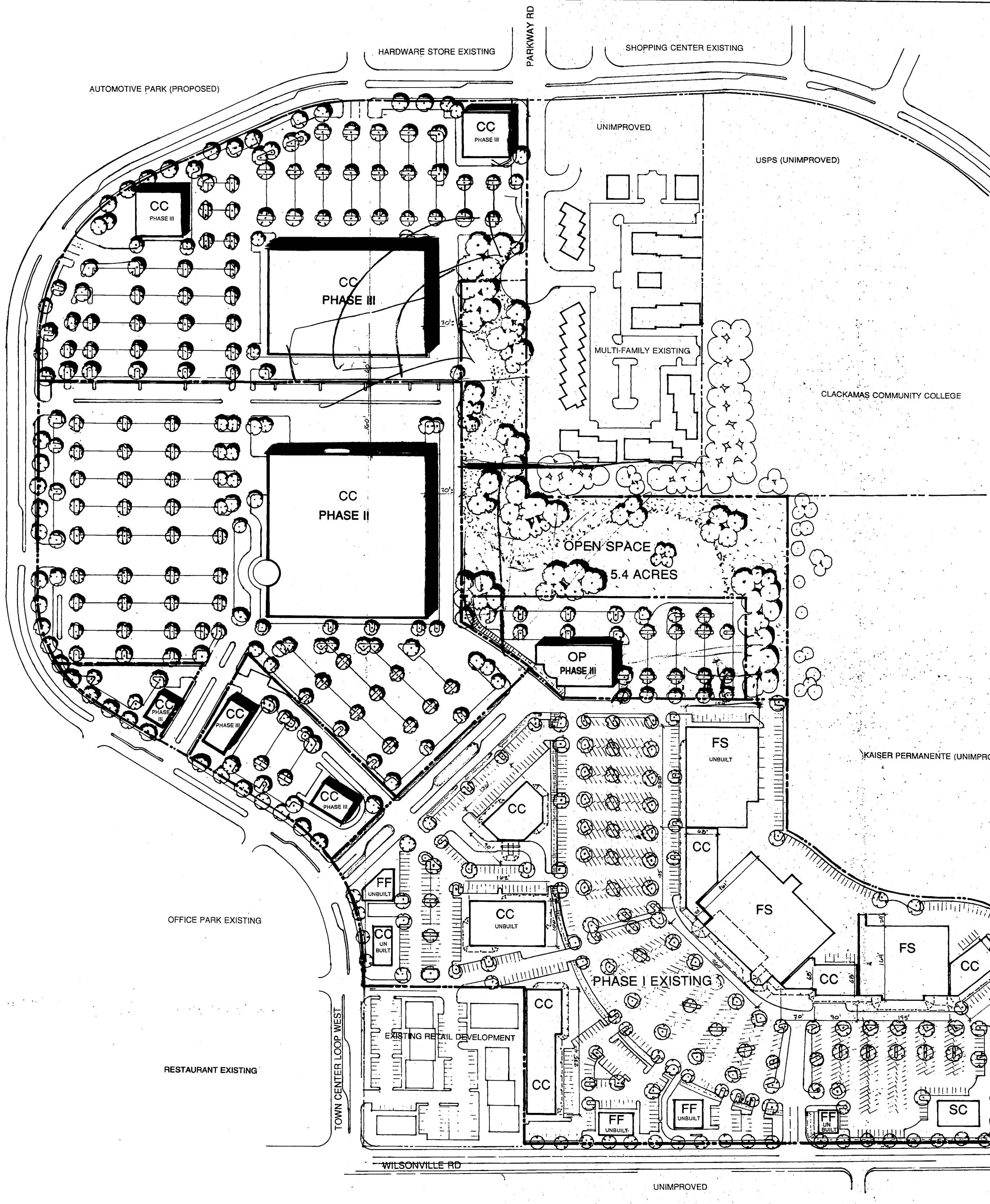
County - Title

Book - Number

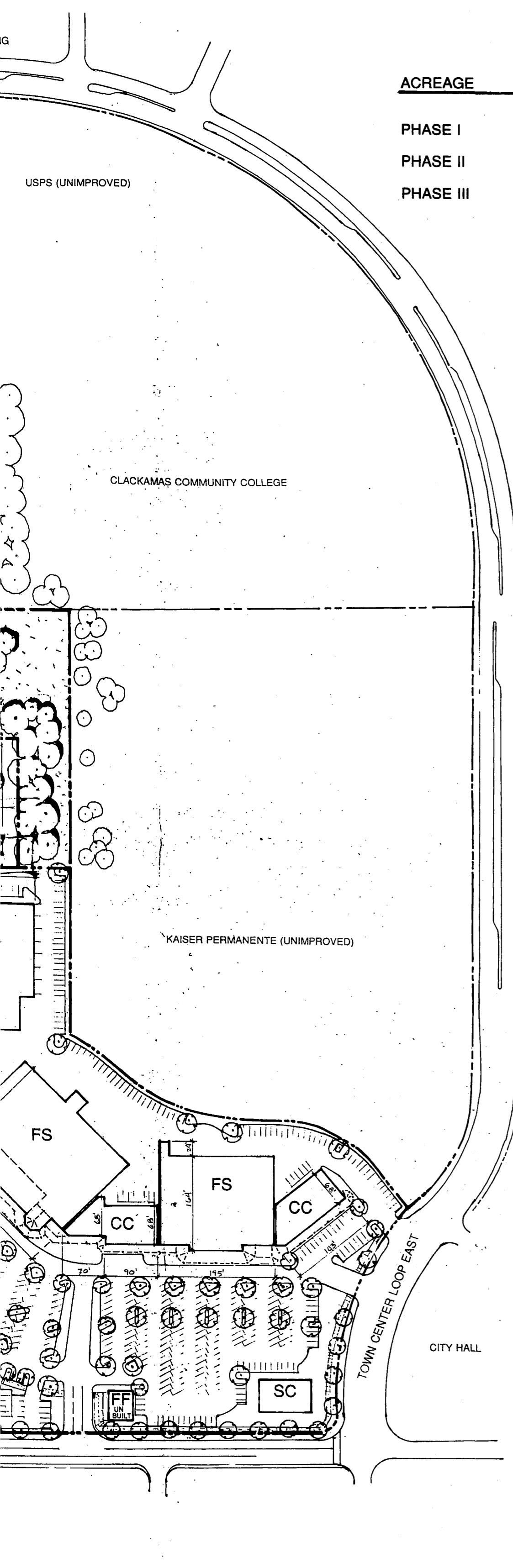
City Council - Applicant's Name of





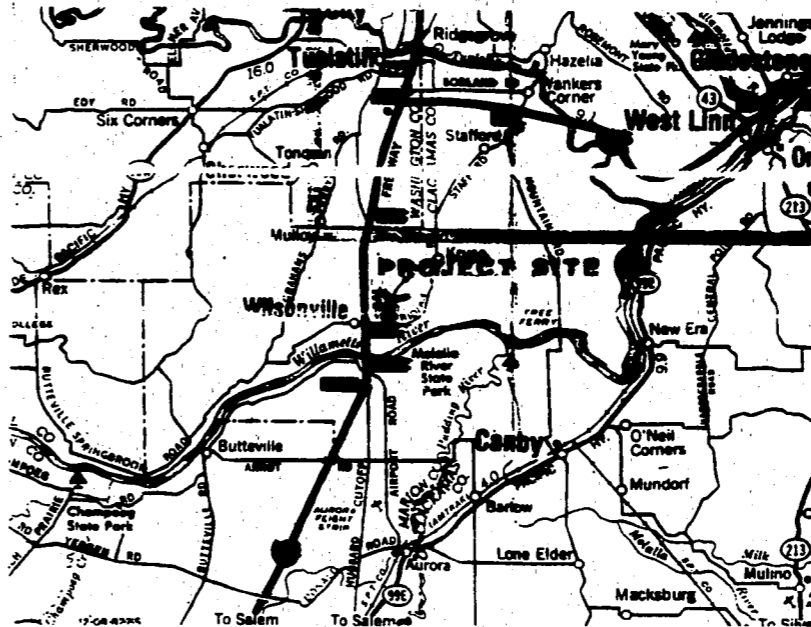


**SITE MASTER PLAN: PHASE I, II, & III**



**ACREAGE**

PHASE I	22.96 ACRES
PHASE II	14.75 ACRES
PHASE III	22.08 ACRES
<b>TOTAL</b>	<b>59.79 ACRES</b>



**VICINITY MAP**

467-0102  
5/6/91

**PHASE ONE LEGAL DESCRIPTION**

A parcel of land situated in the southwest quarter of Section 13 and the southeast quarter of Section 14 in Township 3 South, Range 1 West, Willamette Meridian, Clackamas County, Oregon. Said parcel of land being more particularly described as follows:

**COMMENCING** at the southwest corner of Section 13, Township 3 South, Range 1 West, Willamette Meridian, Clackamas County, Oregon; thence North 00°03'21" East along the section line between Sections 13 and 14 a distance of 44.00 feet to the **POINT OF BEGINNING**; thence continuing North 02°03'00" East along said section line a distance of 339.50 feet; thence South 89°55'30" West a distance of 338.63 feet to the easterly right-of-way line of Town Center Loop Road West; thence North 00°00'22" East along said easterly right-of-way line a distance of 46.55 feet to a point of curvature; thence 247.91 feet along the arc of a 250.34 foot radius curve to the left through a central angle of 37°15'11" and whose chord bears North 15°39'27" West a distance of 243.55 feet to a point on a curve; thence North 45°03'00" East a distance of 554.11 feet; thence South 89°57'00" East a distance of 66.14 feet; thence South 00°03'00" West a distance of 63.00 feet; thence South 89°57'00" East a distance of 479.78 feet; thence South 00°03'01" West a distance of 285.58 feet to the intersection with a non-tangent curve; thence 33.82 feet along the arc of a 317.35 foot radius curve to the right through a central angle of 16°59'21" and whose chord bears South 55°30'50" East a distance of 93.45 feet to a point of reverse curvature; thence 148.26 feet along the arc of a 338.67 foot radius curve to the left through a central angle of 42°03'30" and whose chord bears South 89°02'49" East a distance of 51.65 feet to a point of curvature; thence 74.68 feet along the arc of a 200.00 foot radius curve to the right through a central angle of 5°27'30" and whose chord bears South 89°01'32" East a distance of 169.15 feet to a point of tangency; thence South 29°00'13" East a distance of 97.50 feet to a point on a non-tangent curve; thence 124.11 feet along the arc of a 200.00 foot radius curve to the left through a central angle of 37°14'18" and whose chord bears South 29°40'08" West a distance of 331.74 feet to a point of tangency; thence South 00°03'01" West a distance of 88.17 feet to a point of curvature; thence 48.14 feet along the arc of a 30.00 foot radius curve to the right through a central angle of 89°16'20" and whose chord bears South 89°42'00" West a distance of 48.17 feet to a point of tangency; thence South 22°22'25" West a distance of 375.14 feet to the **POINT OF BEGINNING**. Said parcel of land contains 22.96 acres, more or less.

**PHASE II AND III LEGAL DESCRIPTION**

A parcel of land situated in the southwest quarter of Section 13 and the southeast quarter of Section 14 in Township 3 South, Range 1 West, Willamette Meridian, City of Wilsonville, Clackamas County, Oregon. Said parcel of land being more particularly described as follows:

**COMMENCING** at the southwest corner of Section 13, Township 3 South, Range 1 West, Willamette Meridian, Clackamas County, Oregon; thence North 00°03'01" East along the section line between Sections 13 and 14 a distance of 1,077.07 feet to the most westerly northwest corner of Parcel of Partition Plat No. 1991-164 recorded in Fee 91-48507 of the Clackamas County Plat Records and the **TRUE POINT OF BEGINNING**; thence leaving said section line South 45°03'00" West 589.42 feet to point of non-tangent curvature on the northeasterly right-of-way line of Center Loop Road West (a 75.00 foot-wide public road right-of-way); thence tracing said northeasterly road right-of-way line along the following courses and distances: tracing the arc of a 350.84 foot radius curve to the left the radial center of which bears South 52°40'44" West) through a central angle of 20°25'22" an arc distance of 135.64 feet (the long chord bears North 47°11'56" West 134.32 feet) to a point of tangency; thence North 57°44'38" West 463.50 feet to a point of curvature; thence tracing the arc of a 258.16 foot radius curve to the right through a central angle of 57°27'16" an arc distance of 270.07 feet (the long chord bears North 28°53'30" West 258.80 feet) to a point of tangency; thence North 00°02'22" West 151.37 feet to the southeasterly line of that certain tract as deeded to the City of Wilsonville in deed recorded November 12, 1986 in recorder's fee 86-44957; thence tracing said southeasterly line and continuing on the southeasterly line of that certain tract as deeded to the City of Wilsonville in deed recorded November 12, 1986 in recorder's fee 86-44959 North 38°37'13" East 215.39 feet to the northerly line of said tract per fee 86-44957; thence tracing said northerly line South 89°58'19" West 104.56 feet to a point of curvature; thence tracing a 30.00 foot radius curve to the right through a central angle of 89°58'19" an arc distance of 47.12 feet (the long chord bears North 45°02'02" West 42.42 feet) to a point of tangency on the easterly right-of-way line of said Town Center Loop Road West; thence leaving said northerly property line and tracing the easterly arc curvilinearly along the easterly right-of-way line of said Town Center Loop Road West along the following courses and distances: North 02°02'21" West 230.31 feet to a point of curvature; thence tracing the arc of a 250.00 foot radius curve to the right through a central angle of 84°13'44" an arc distance of 458.91 feet (the long chord bears North 32°24'30" East 444.25 feet) to a point of tangency; thence North 89°57'00" East 285.58 feet to a point of curvature; thence tracing the arc of a 414.00 foot radius curve to the right through a central angle of 24°58'03" an arc distance of 150.41 feet (the long chord bears North 70°22'24" East 178.36 feet) to a point of tangency; thence North 89°43'25" East 300.93 feet to a point of curvature for a right-of-way return to Parkway Avenue; thence leaving said southerly right-of-way line of Town Center Loop Road West and tracing the arc of a 20.00 foot radius curve to the right through a central angle of 90°13'35" an arc distance of 31.49 feet (the long chord bears South 45°03'47" East 28.34 feet) to the westerly right-of-way line of said Parkway Avenue (31.00 feet from center line); thence tracing said right-of-way line through the following courses and distances: South 00°03'01" West 311.17 feet to a point of curvature for the return to the cul-de-sac for said Parkway Avenue; thence tracing the arc of a 20.00 foot radius curve to the right through a central angle of 47°09'23" an arc distance of 15.46 feet (the long chord bears South 23°27'42" West 15.90 feet); to a point of reverse curvature; thence tracing the arc of a 55.00 foot radius curve to the left through a central angle of 87°59'01" an arc distance of 84.46 feet (the long chord bears South 03°12'53" West 76.40 feet); thence leaving said Parkway Avenue right-of-way line North 89°52'55" East 41.62 feet to the east line of section 14, Township 3 South, Range 1 West, of the Willamette Meridian in the State of Oregon; thence tracing said east line of section 14 South 00°03'01" West 446.55 feet to the northerly line of Parcel 1 of said Partition Plat No. 1991-164; thence tracing the easterly line of said Parcel 1 North 89°28'52" East 549.20 feet to the northeast corner of said Parcel 1; thence tracing the southerly line of said Parcel 1 North 00°03'01" West 440.61 feet to the southeast corner of said Parcel 1; thence tracing the southerly line of said Parcel 1 and continuing along the southerly line of said Parcel 1 North 89°57'00" West 479.78 feet to an angle point in said southerly line; thence tracing the westerly portion of said southerly line of Parcel 1 the following courses and distances: North 00°03'01" East 63.00 feet; thence North 89°57'00" West 66.14 feet; thence South 45°03'00" West 4.59 feet to the **TRUE POINT OF BEGINNING**.

Containing 1,604,349 square feet or 36.83 acres more or less.

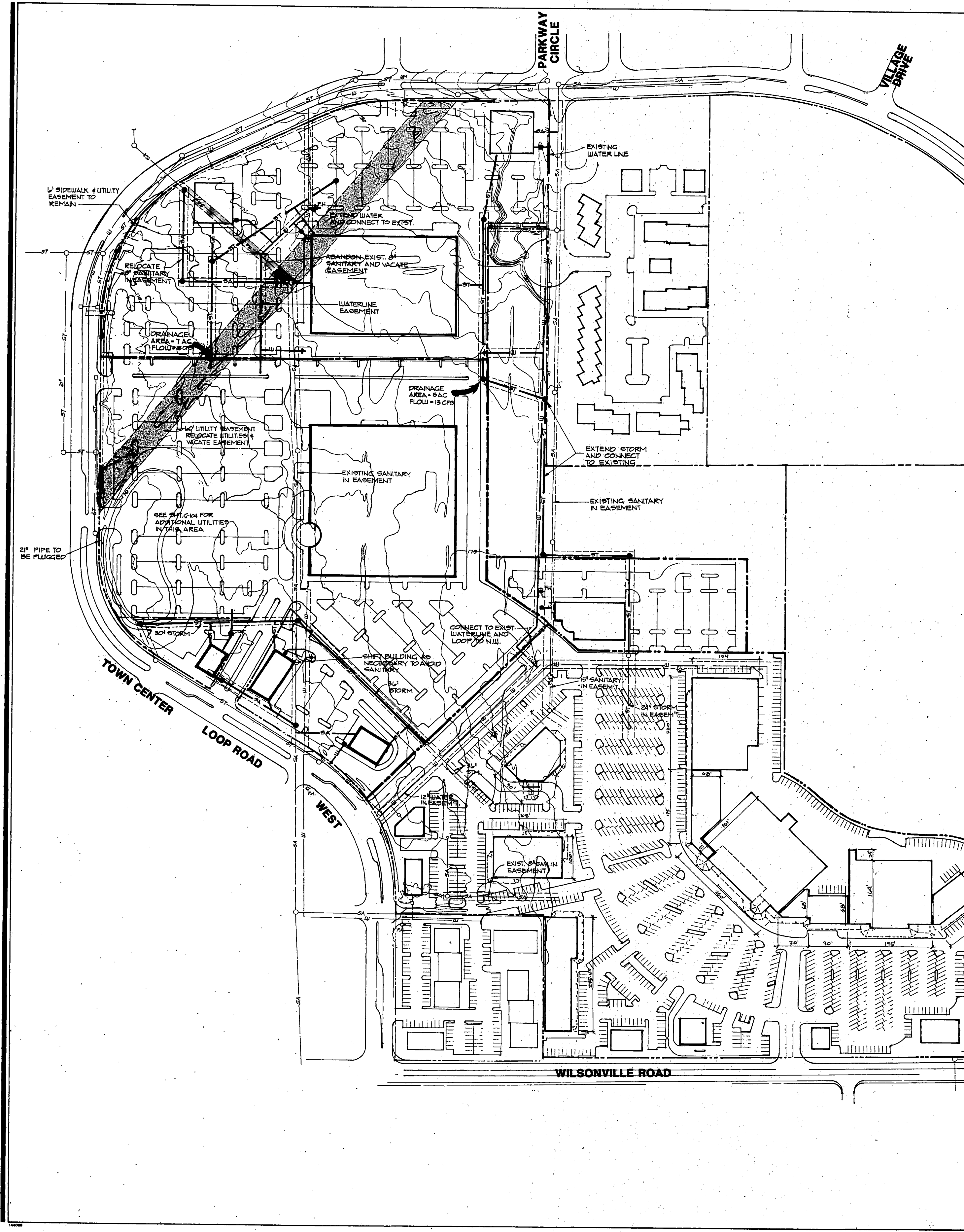
467-0301  
10/16/91

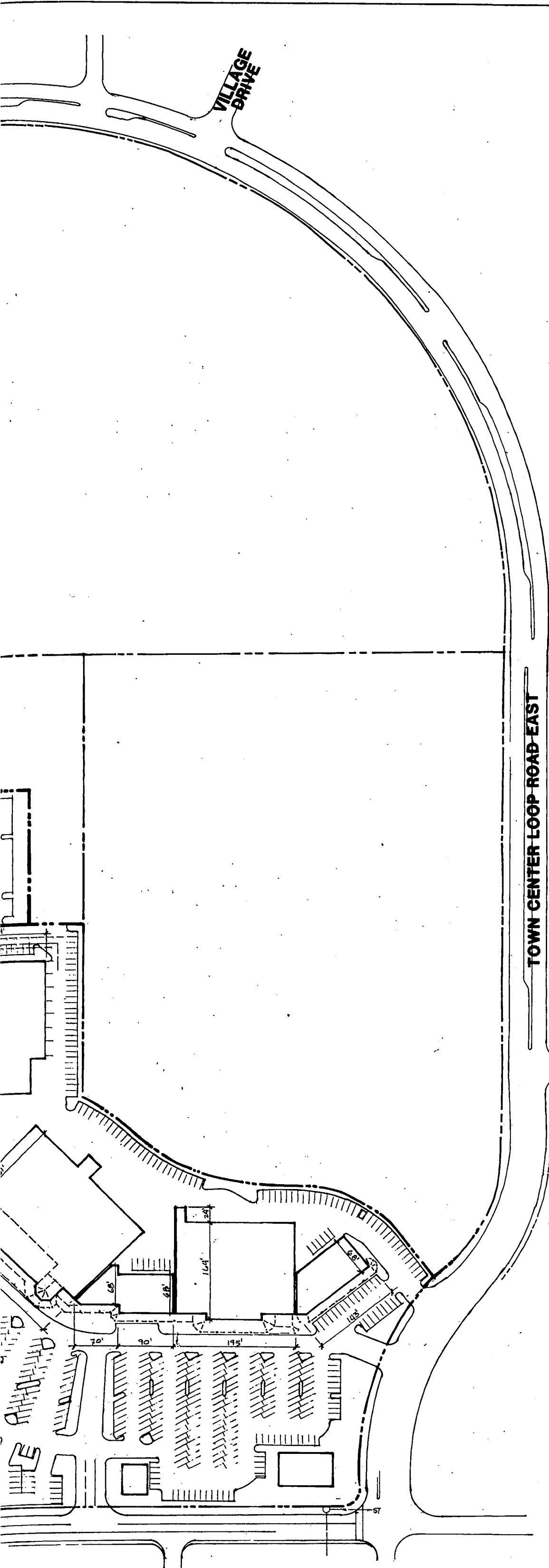
**JKS Architects PC**  
1620 S.W. Taylor Street • Suite 200 • Portland, Oregon 97205  
503-227-5616 • FAX 503-227-3590

**WILSONVILLE TOWN CENTER**  
WILSONVILLE, OREGON

Revisions	
KJD Drawn By	RBB Checked By
8963	10/18/91
Job No.	Date
SITE MASTER PLAN	
Sheet Title	
Sheet No.	

**1**





COURTSIDE DRIVE

TOWN CENTER LOOP ROAD EAST

VILLAGE DRIVE

**NOTE**  
 PROPOSED UTILITIES WILL CONNECT TO UTILITY STUBS CONSTRUCTED WITH PHASE I PROJECT.

**LEGEND**

EXISTING		PROPOSED
— SA —	SANITARY SEWER	— SA —
— ST —	STORM SEWER	— ST —
— W —	WATER LINE	— W —
- - - -	EASEMENT LINE	- - - -
○	MANHOLE	●
□	CATCH BASIN	●
⊕	FIRE HYDRANT	⊕
▨	EASEMENT TO BE VACATED	



**JKS Architects PC**  
 1620 S.W. Taylor Street • Suite 200 • Portland, Oregon 97205  
 503-227-5616 • FAX 503-227-3590

**WILL PACIFIC**  
 1099 S.W. Columbia Street  
 Portland, Oregon 97201  
 Fax (503) 224-4407  
 Planning • Lighting • Surveying • Landscape Architecture

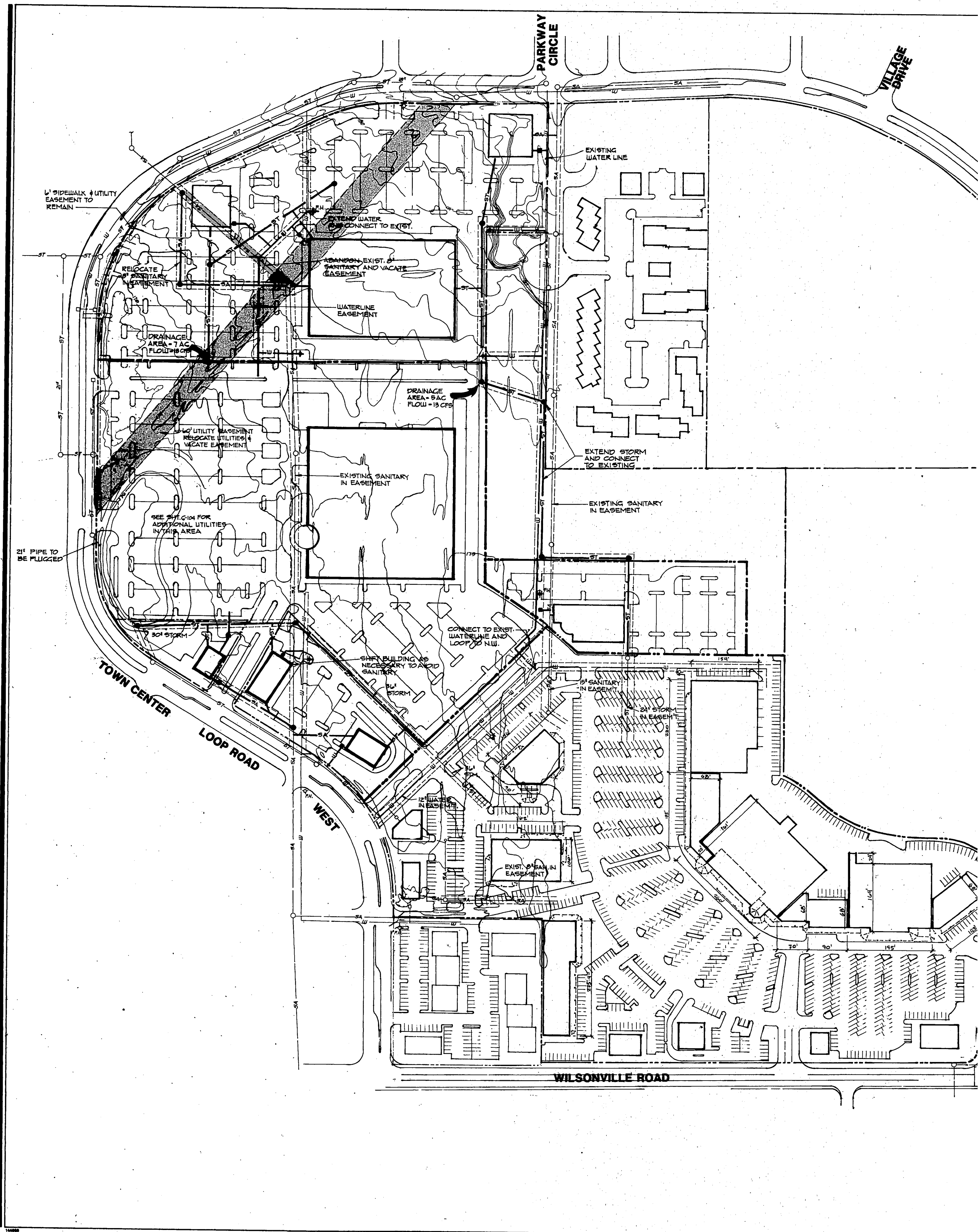
**WILSONVILLE TOWN CENTER**  
 Wilsonville, Oregon

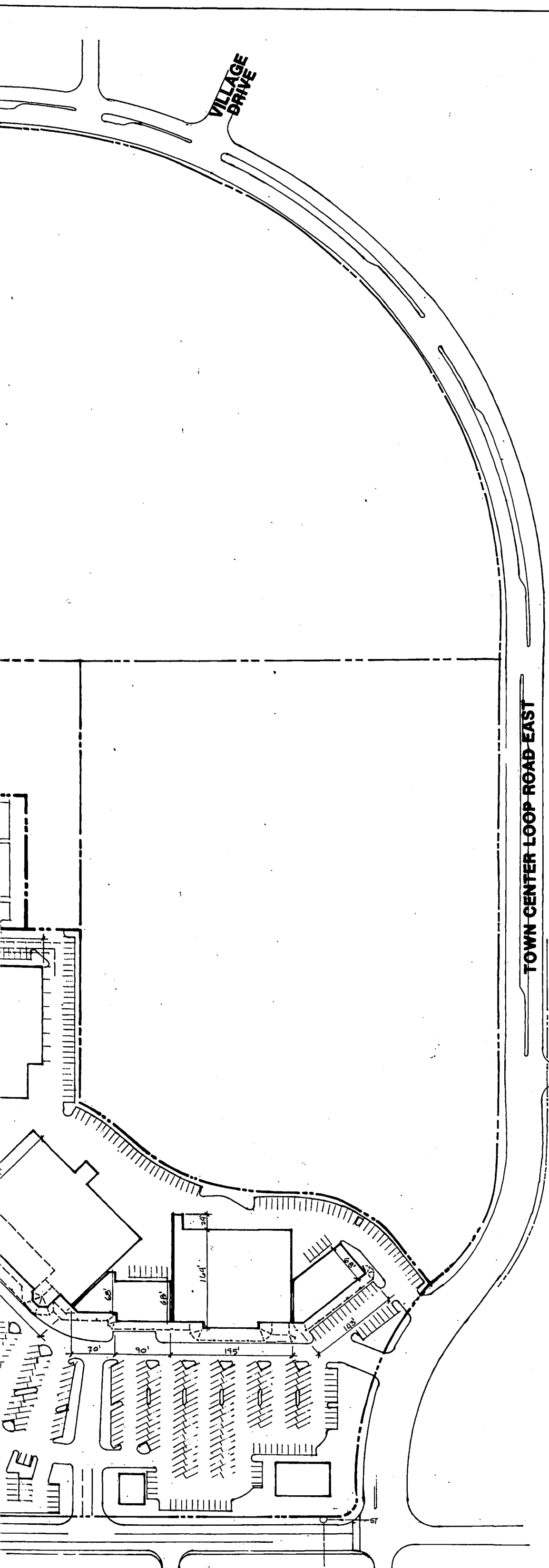
Revisions

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Drawn By \_\_\_\_\_ Checked By \_\_\_\_\_  
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**MASTER UTILITIES PLAN**  
 Sheet Title

Sheet No.  
**2**





COURTSIDE DRIVE

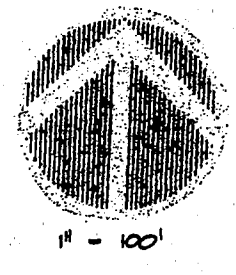
TOWN CENTER LOOP ROAD EAST

VILLAGE DRIVE

**NOTE**  
 PROPOSED UTILITIES WILL CONNECT TO UTILITY STUBS CONSTRUCTED WITH PHASE I PROJECT.

**LEGEND**

EXISTING		PROPOSED
— SA —	SANITARY SEWER	— SA —
— ST —	STORM SEWER	— ST —
— W —	WATER LINE	— W —
---	EASEMENT LINE	---
○	MANHOLE	●
□	CATCH BASIN	■
+	FIRE HYDRANT	+
▨	EASEMENT TO BE VACATED	



1" = 100'

APPROVED *[Signature]*  
*[Signature]*

**JKS Architects PC**  
 1620 S.W. Taylor Street • Suite 200 • Portland, Oregon 97205  
 503-227-5616 • FAX 503-227-3590

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 Fax (503) 274-4607  
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**WILSONVILLE TOWN CENTER**  
 Wilsonville, Oregon

Revisions

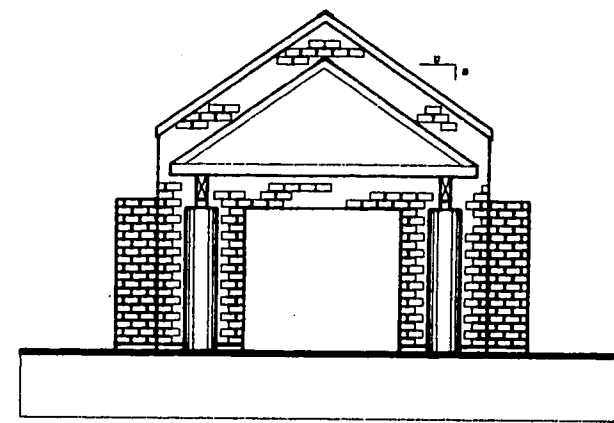
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Drawn By \_\_\_\_\_ Checked By \_\_\_\_\_  
 Job No. 4-467-0301 Date 10-18-91  
**MASTER UTILITIES PLAN**  
 Sheet Title

Sheet No.  
**2**

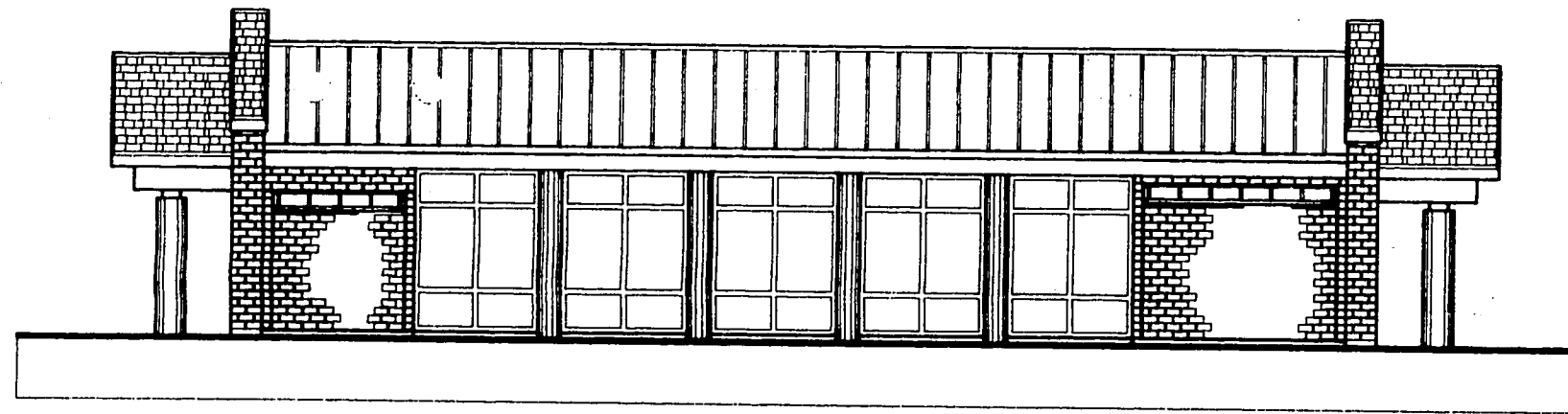
**WILSONVILLE TOWN CENTER  
PROPOSED CAR WASH**

WILSONVILLE, OREGON



**END ELEVATION**

1/8" = 1'-0"

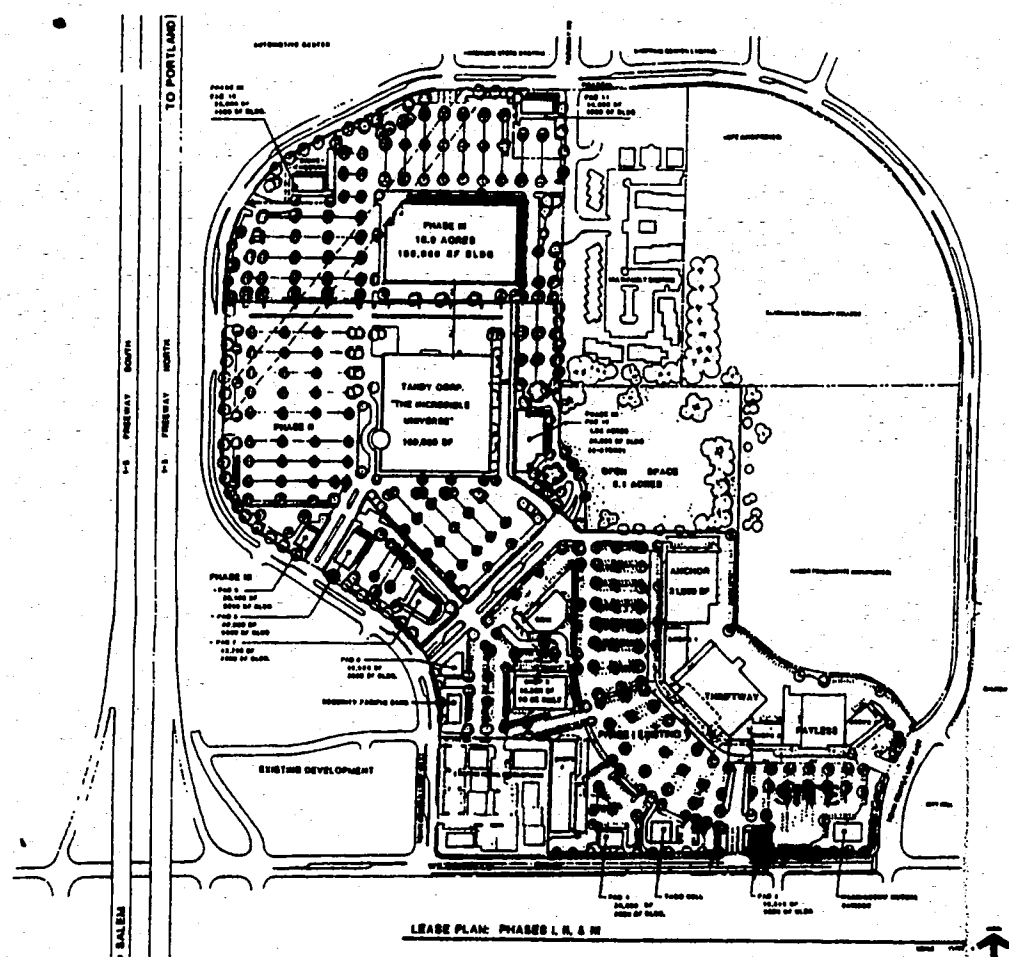


**FRONT ELEVATION**

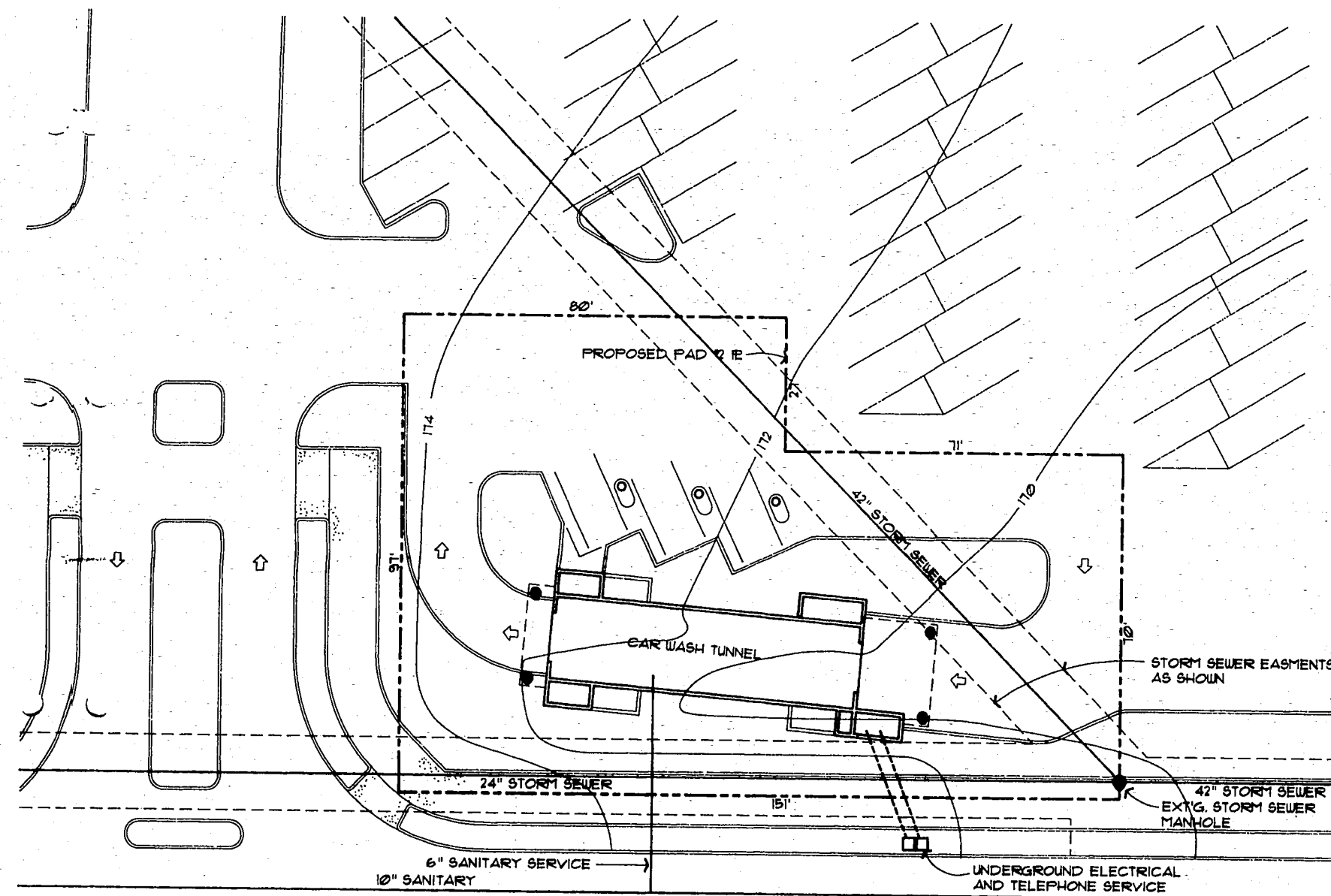
1/8" = 1'-0"

**SITE DATA**

	LOT COVERAGE IN SQ. FT.	LOT COVERAGE IN %
BUILDING AREA	15,000	12%
PARKING & DRIVES	8,293	65%
LANDSCAPING/OPEN SPACE	2,937	23%
TOTAL SITE AREA	12,730	100%



**VICINITY MAP**



WILSONVILLE RD.

NORTH



**PRELIMINARY SITE PLAN**

1" = 20'

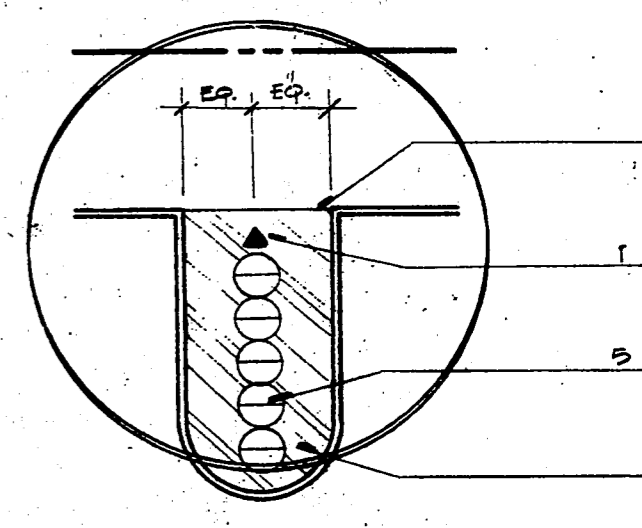
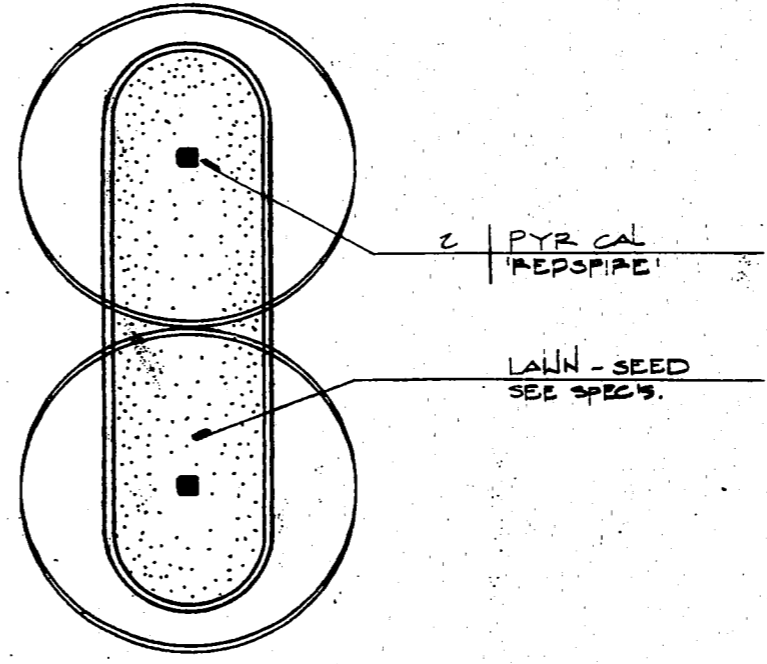
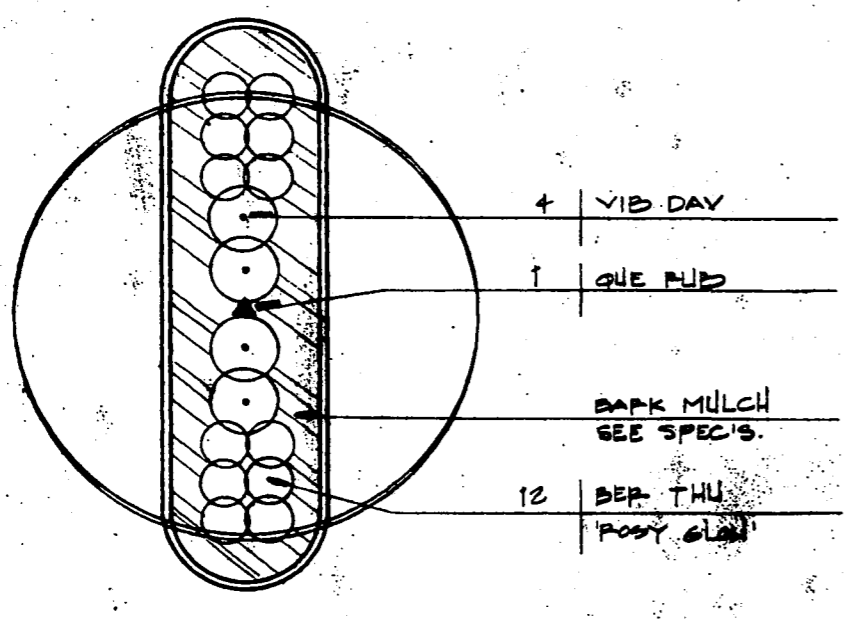
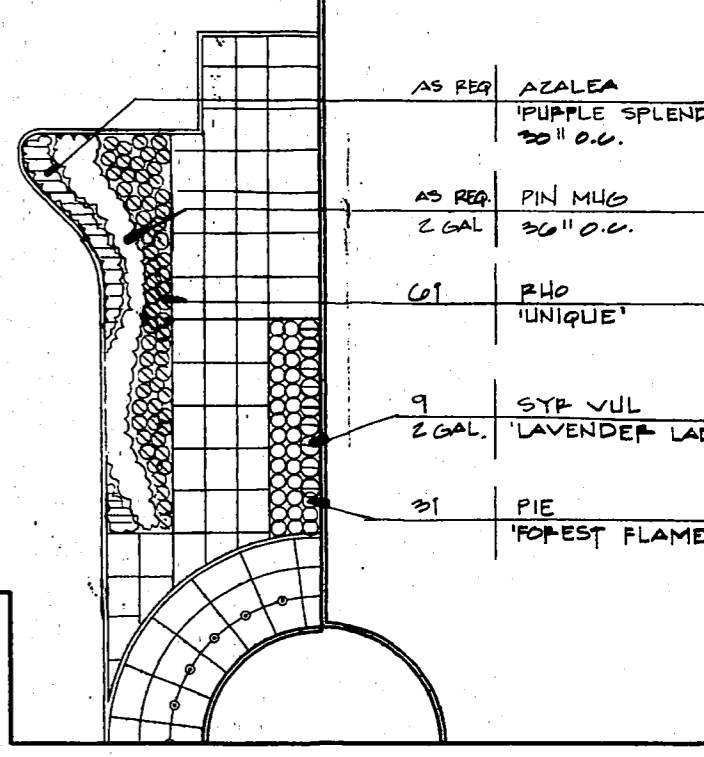
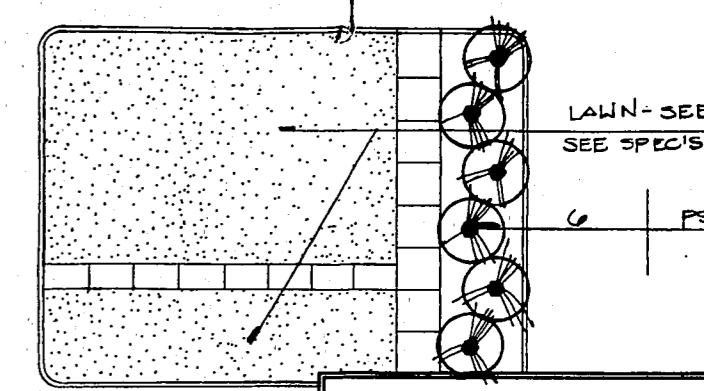
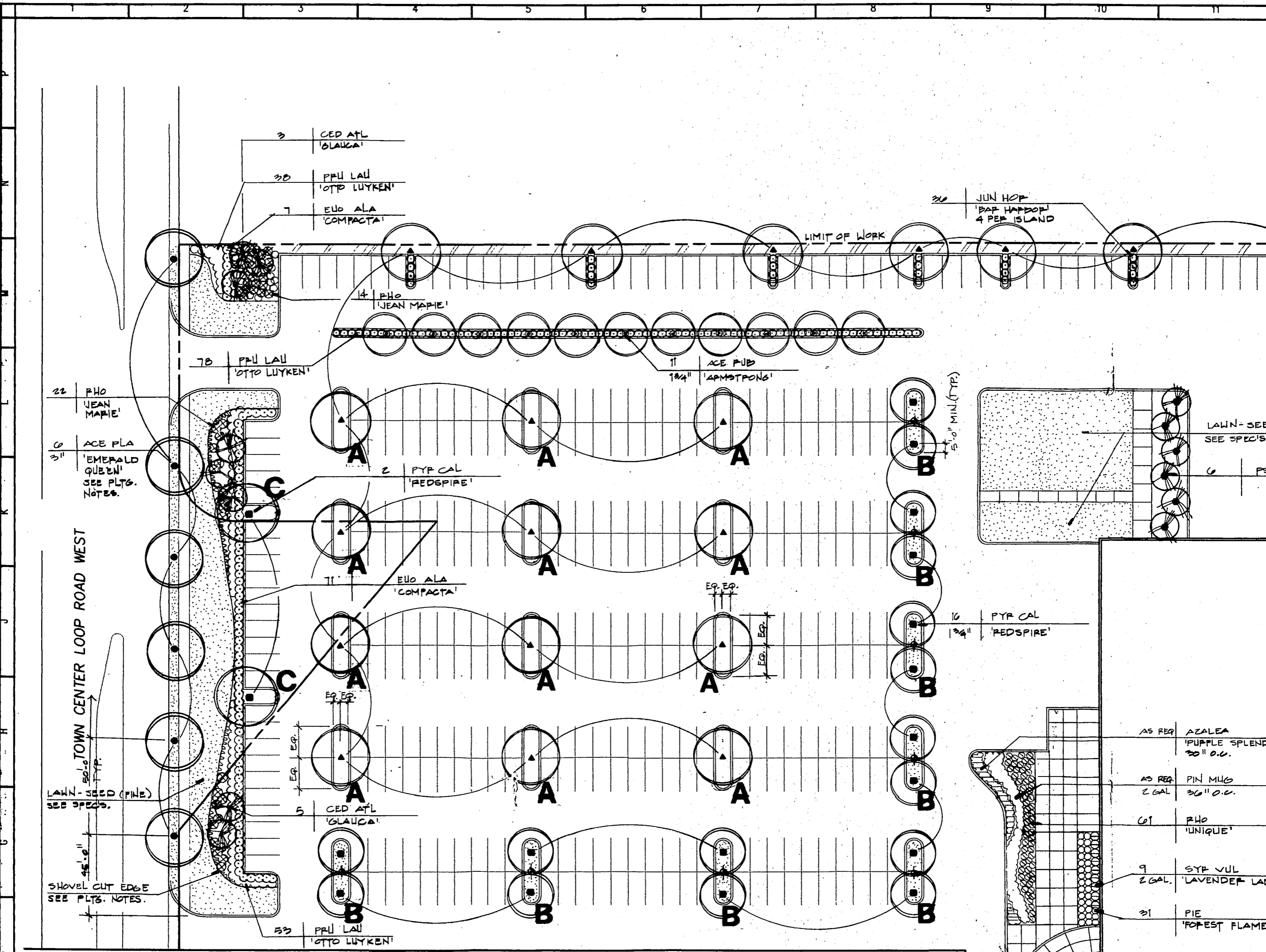
CLIENT:  
**DENNIS THOMPSON**

REVISIONS:

Date: 11-20-92  
Scale: AS SHOWN  
Drawn by: SET  
Checked by: JDA  
Job No.: 2023  
Drawing No.: 2023TITL

PER WS. 1, 2, 3, 4, 13, 18, 88, 88, 88, 88

PROJECT NO. 4-755-0327  
 CAD FILE 07/25/01.DWG



**A PLANTING ISLAND 'A' DETAIL**

**B PLANTING ISLAND 'B' DETAIL**

**C PLANTING ISLAND 'C' DETAIL**



**SHEET NOTES**

**PLANTING GENERAL NOTES:**

CONTRACTOR SHALL VERIFY LOCATIONS OF ALL UTILITIES IN PLANTING AREAS PRIOR TO PLANTING. CONTRACTOR SHALL CONTACT THE FOLLOWING AGENCIES 48 HOURS PRIOR TO BEGINNING EXCAVATION WORK FOR UTILITY LOCATION INFORMATION:

- TELEPHONE: 503 246 6699
- GAS: 503 246 6699
- ELECTRIC: 503 246 6699
- SEWER: 503 682 4960 ATTN: MARTIN BROWN
- WATER: 503 682 4960 ATTN: MARTIN BROWN

LIGHT STANDARDS ARE SHOWN FOR REFERENCE ONLY. REFER TO DRAWING NUMBER DRBC2 FOR ADDITIONAL LIGHTING INFORMATION.

PLANTING IN PARKING LOT ISLANDS AS SHOWN IN ENLARGEMENTS ON SHEET L-1.0.

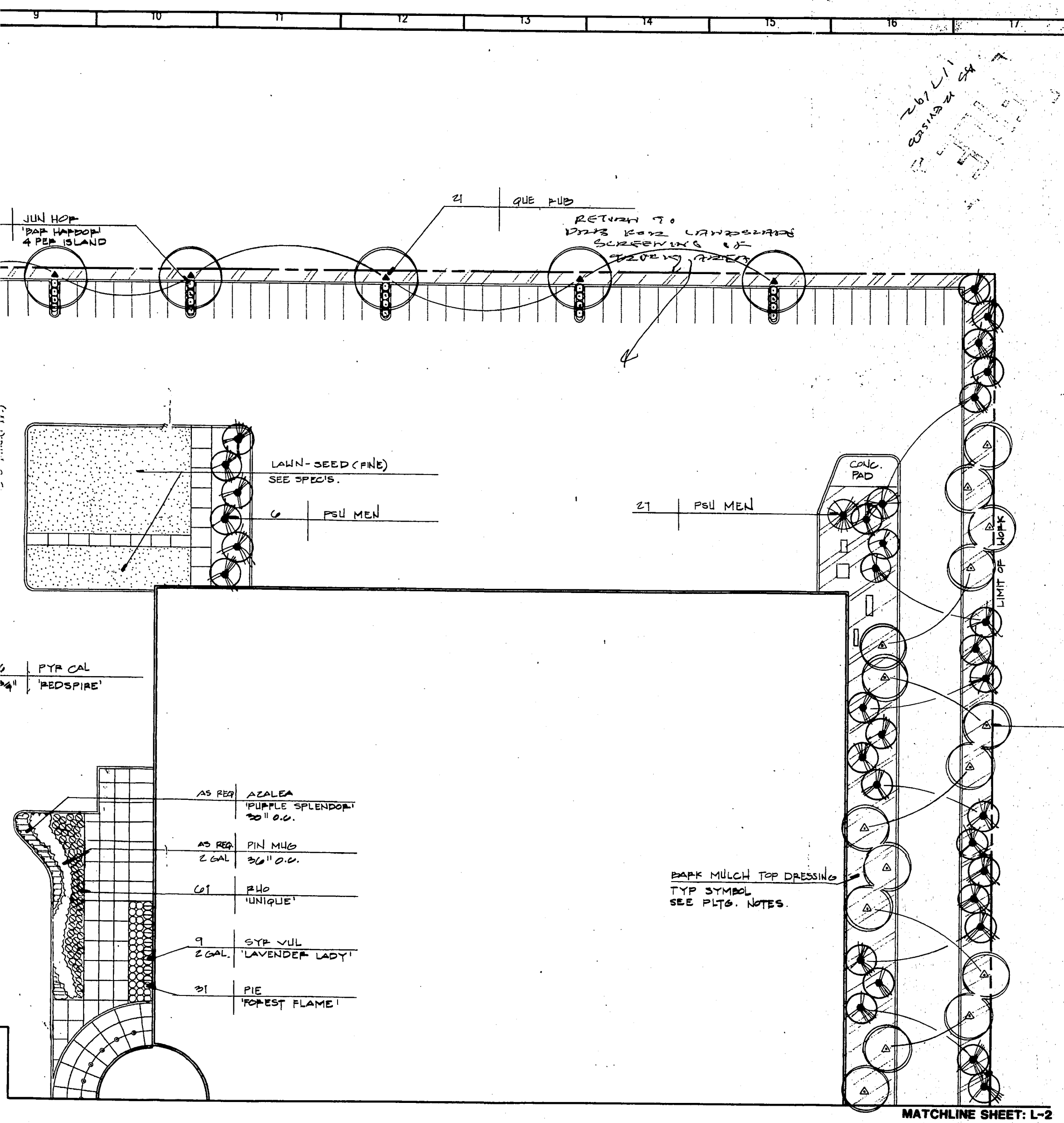
ALL SHRUB AND GROUNDCOVER PLANTING AREAS TO RECEIVE MINIMUM 2" DEPTH OF BARK MULCH. SEE SPECIFICATIONS 02950.

REFER TO CIVIL'S FOR FINISH GRADES IN PLANTING AREAS.

STREET TREES ON TOWN CENTER LOOP ROAD WEST SHALL BE PLANTED PER CITY OF WILSONVILLE STANDARD PLAN. IF NONE EXISTS, INSTALL PER DETAIL 1, L-2.0.

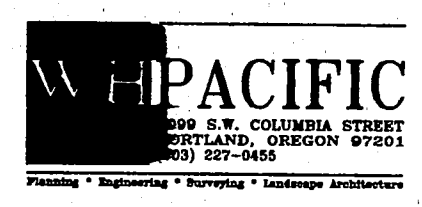
ALL LAWN EDGES AT SHRUB PLANTING AREAS SHALL BE SHOVEL CUT. CONTRACTOR SHALL MAINTAIN ALL SHOVEL CUT EDGES IN A SMOOTH AND EVEN CONDITION UNTIL FINAL ACCEPTANCE.

CONTRACTOR SHALL SUPPLY AND INSTALL ANNUAL COLOR, 4" POT SIZE AT 10" O.C. COLOR MATERIALS TO BE SELECTED BY CONTRACTOR AND APPROVED BY OWNER'S REPRESENTATIVE PRIOR TO PLANTING. ANNUAL COLOR MATERIAL SHALL BE IN SEASON (FULL BLOOM) AT TIME OF INSTALLATION.



*2017 L1.1  
2015/24/24*

No.	Revisions/Submissions	Date



**DesignForum ARCHITECTS**

3484 For Hills Avenue, Dayton, Ohio 45428 Telephone: (513) 288-4400

Project Title: **PROJECT THUNDER**  
WILSONVILLE, OREGON

Drawing Title: **LANDSCAPE PLAN**

Seal REGISTERED 2011 Matthew P. Simpson MATTHEW P. SIMPSON OREGON LANDSCAPE ARCHITECT	Designed <b>MDS MPS</b>	Project No. 4-755-0202
	Drawn <b>MDS</b>	Scale 1" = 30'-0"
	Checked <b>MPS</b>	Drawing No. <b>L1.0</b>
	Reviewed <b>MH</b>	Date 12-27-91

*6/22/2016*

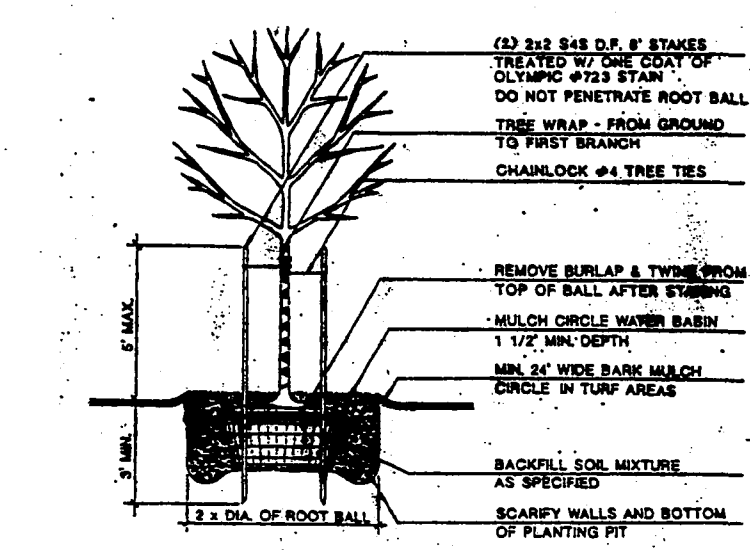
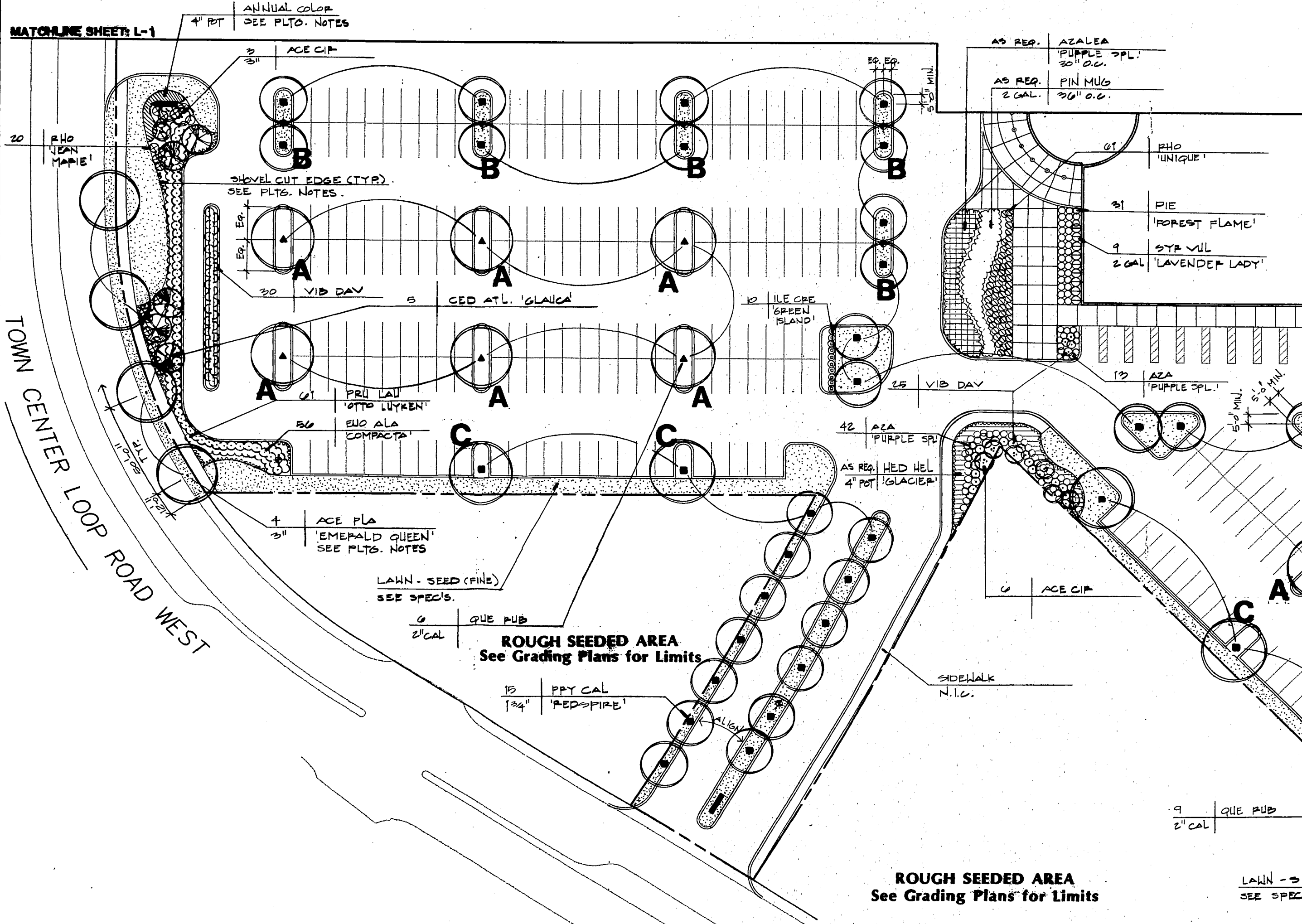
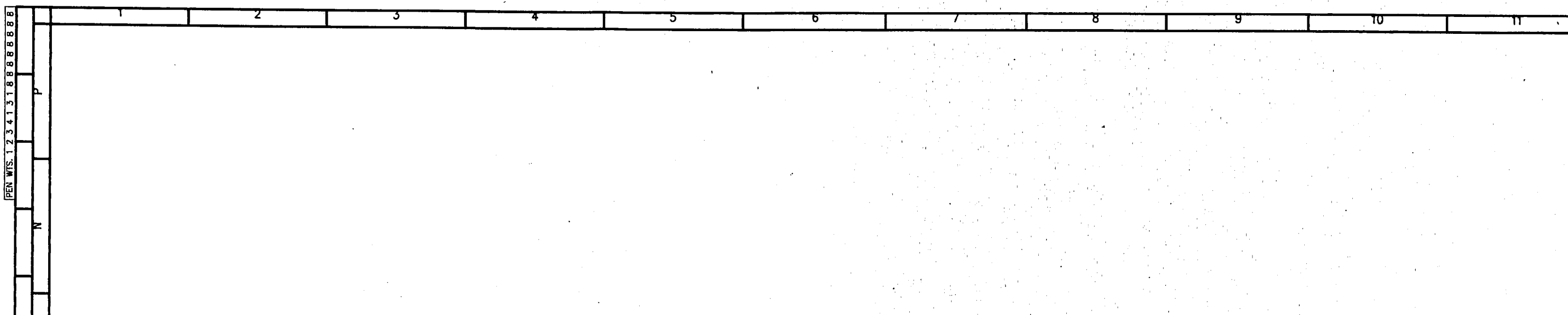
**APPROVED**

**NOT FOR CONSTRUCTION**

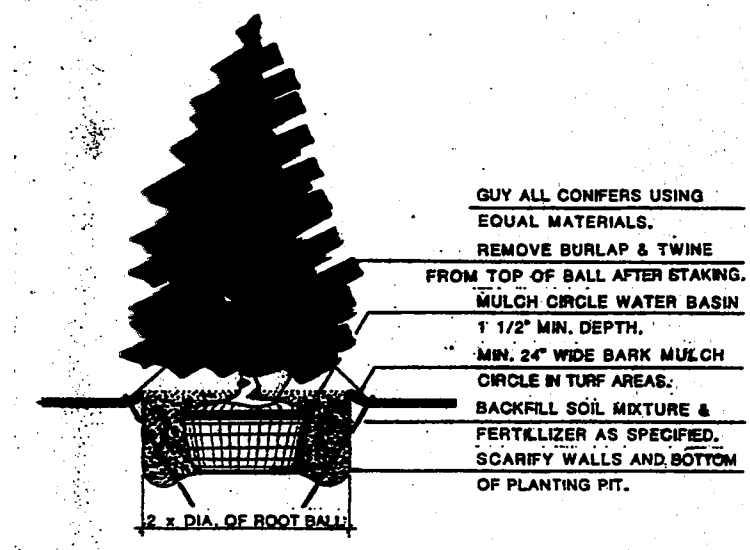
PRINTED  
JAN 06 1992  
W & H PACIFIC



**PLANTING ISLAND 'C' DETAIL**



**1 TREE PLANTING DETAIL**  
N.T.S.



**2 CONIFER PLANTING DETAIL**  
N.T.S.

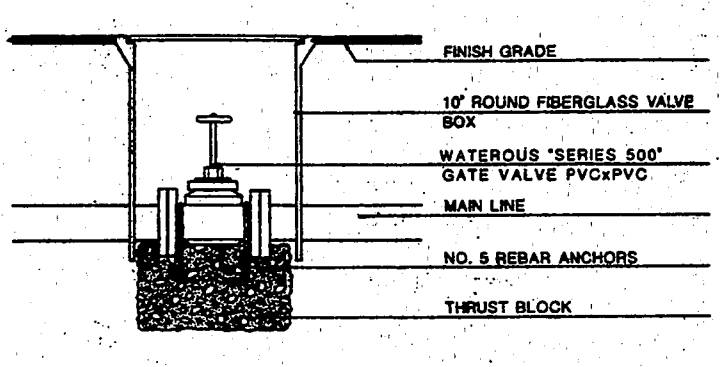
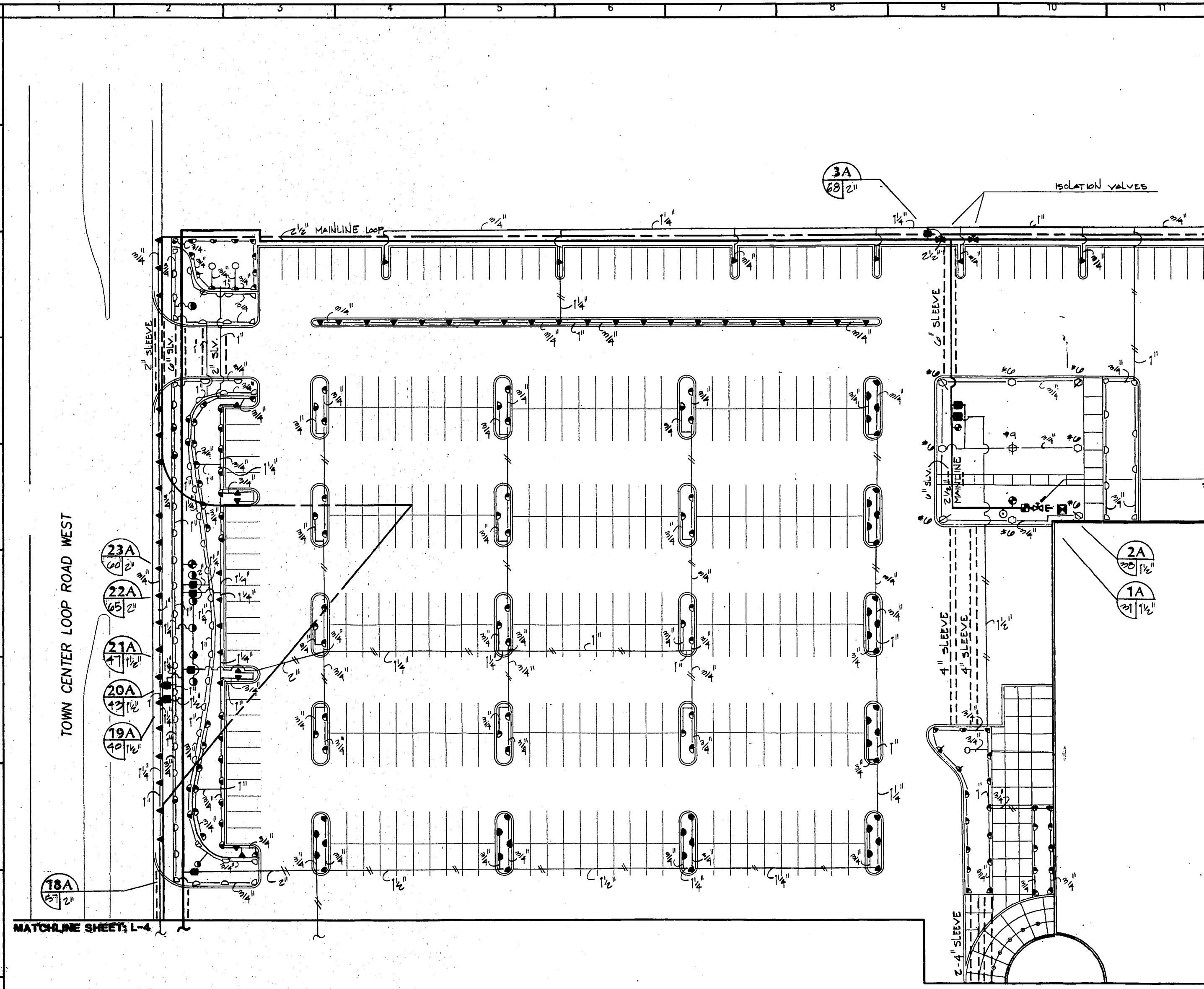
**PLANT LEGEND**

QTY	CODE	BOTANICAL NAME	COMMON NAME	SIZE
<b>TREES</b>				
9	Ace Cir	Acer circinatum	Vine Maple	7'-8'
11	Ace pla	Acer platanoides 'Emerald Queen'	Emerald Queen Maple	3" Cal.
11	Ace rub	Acer rubrum 'Armstrong'	Armstrong Columnar Maple	1-3/4" Cal.
18	Ced atl	Cedrus atlantica 'Glauc'	Blue Atlas Cedar	8'-10'
18	Pyr cal	Pyrus calleryana 'Chanticleer'	Chanticleer Pear	1-3/4" Cal.
40	Pse men	Pseudotsuga menziesii	Douglas Fir	8'-10'
36	Que rub	Quercus rubra	Red Oak	2" Cal.
70	Pyr cal	Pyrus calleryana 'Redspire'	Redspire Pear	1 3/4" Cal.
<b>SHRUBS</b>				
210	Aza	Azalea 'Purple Splendor'	Purple Splendor Azalea	12-15"
12	Ber thu	Berberis thunbergii 'Rosy Glow'	Rosy Glow Japanese Barberry	2 Gal.
184	Euo ala	Euonymus alata 'Compacta'	Rosy Glow Japanese Barberry	12-15"
35	I le cre	Illex crenata 'Green Island'	Compact Winged Euonymus	2 Gal.
12	Pie	Pieris 'Forest Flame'	Japanese Holly	12-15"
132	Pin mug	Pinus mugo	Forest Flame Pieris	2 Gal.
148	Pru lau	Prunus lauro-cerasus 'Otto Luyken'	Dwarf Mugo Pine	12-15"
36	Rho	Rhododendron 'Jesse Marie'	Otto Luyken Laurel	12-15"
112	Rho	Rhododendron 'Unique'	Rhododendron	12-15"
18	Syr vil	Syringa vulgaris 'Lavender Lady'	Rhododendron Lilac	2 Gal.
33	Vib dav	Viburnum davidii	Lavender Lady	12-15"
<b>GROUND COVER</b>				
2,230	Hed hel	Hedera helix 'Glacier'	Glacier Ivy	4" Pots
66	Jun hor	Juniperus horizontalis 'Bar Harbor'	Bar Harbor Juniper	1 Gal.
216	Annual Color		Annual Color	4" Pots

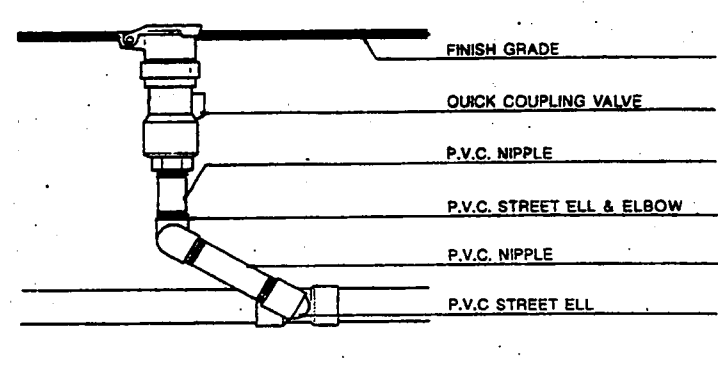
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CAD FILE 07PES02.DWG

PER WIS. 1233413188888888

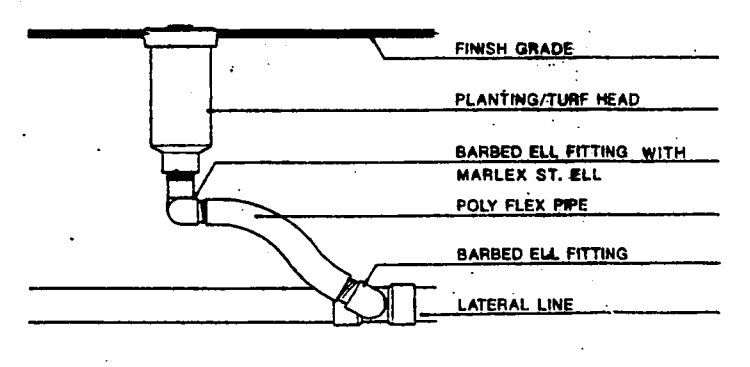
PROJECT NO. 7-15E-0002  
CADD FILE: 07580000



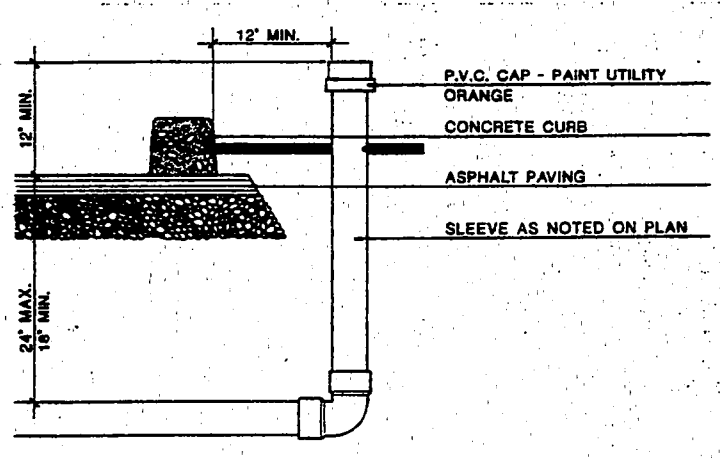
MAINLINE GATE VALVE



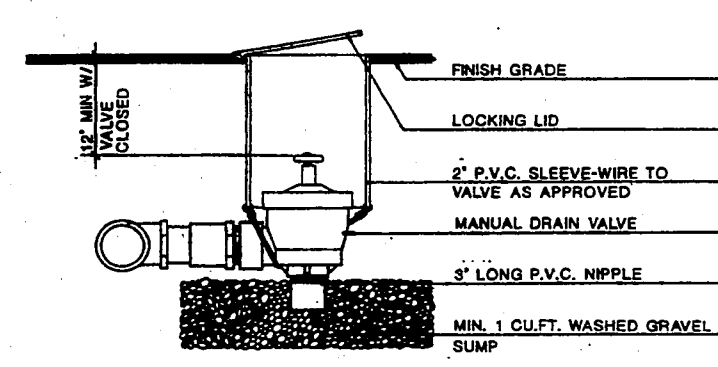
QUICK COUPLING VALVE DETAIL



POLY FLEX RISER DETAIL



SLEEVING DETAIL



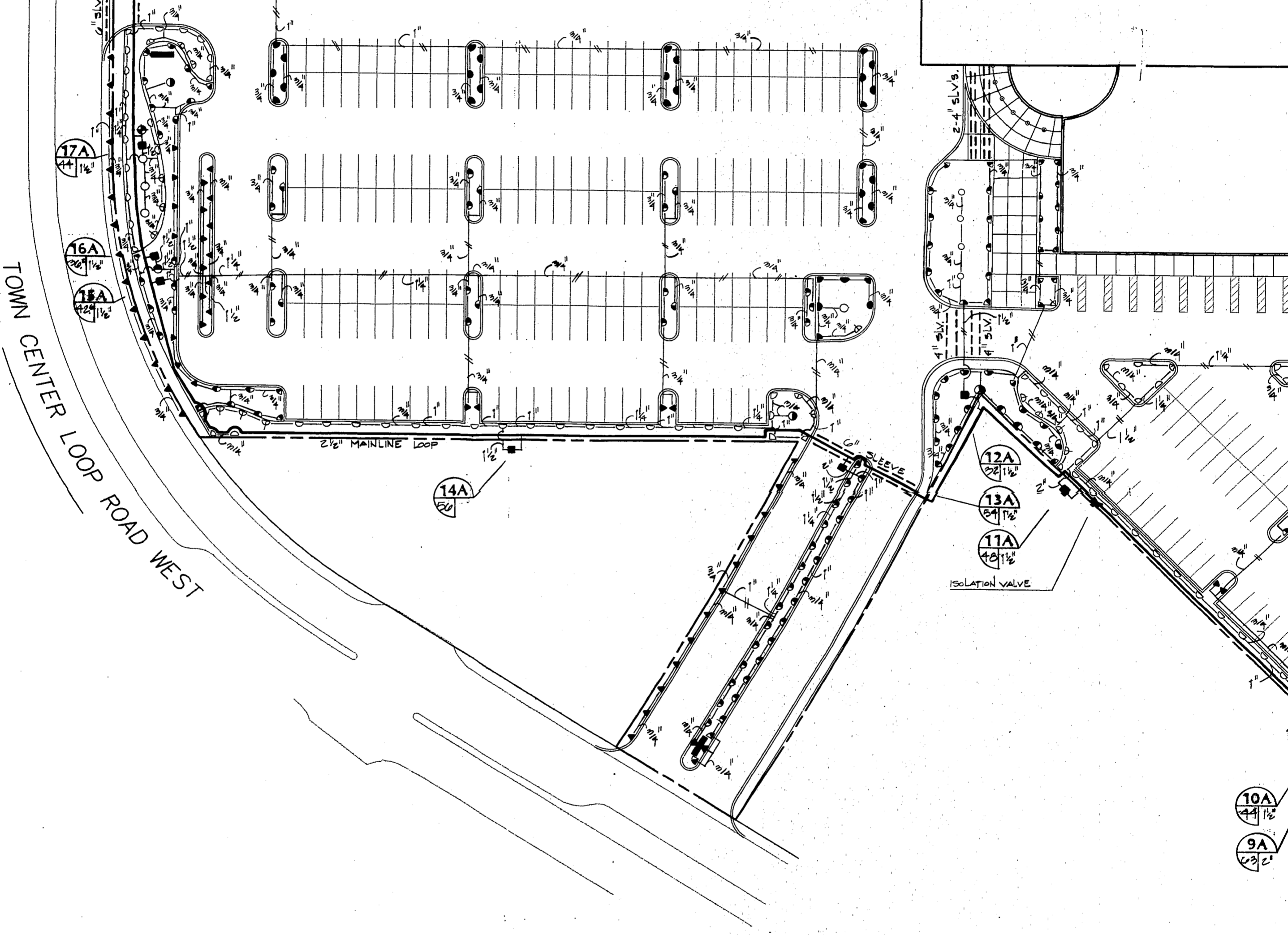
MANUAL DRAIN VALVE DETAIL

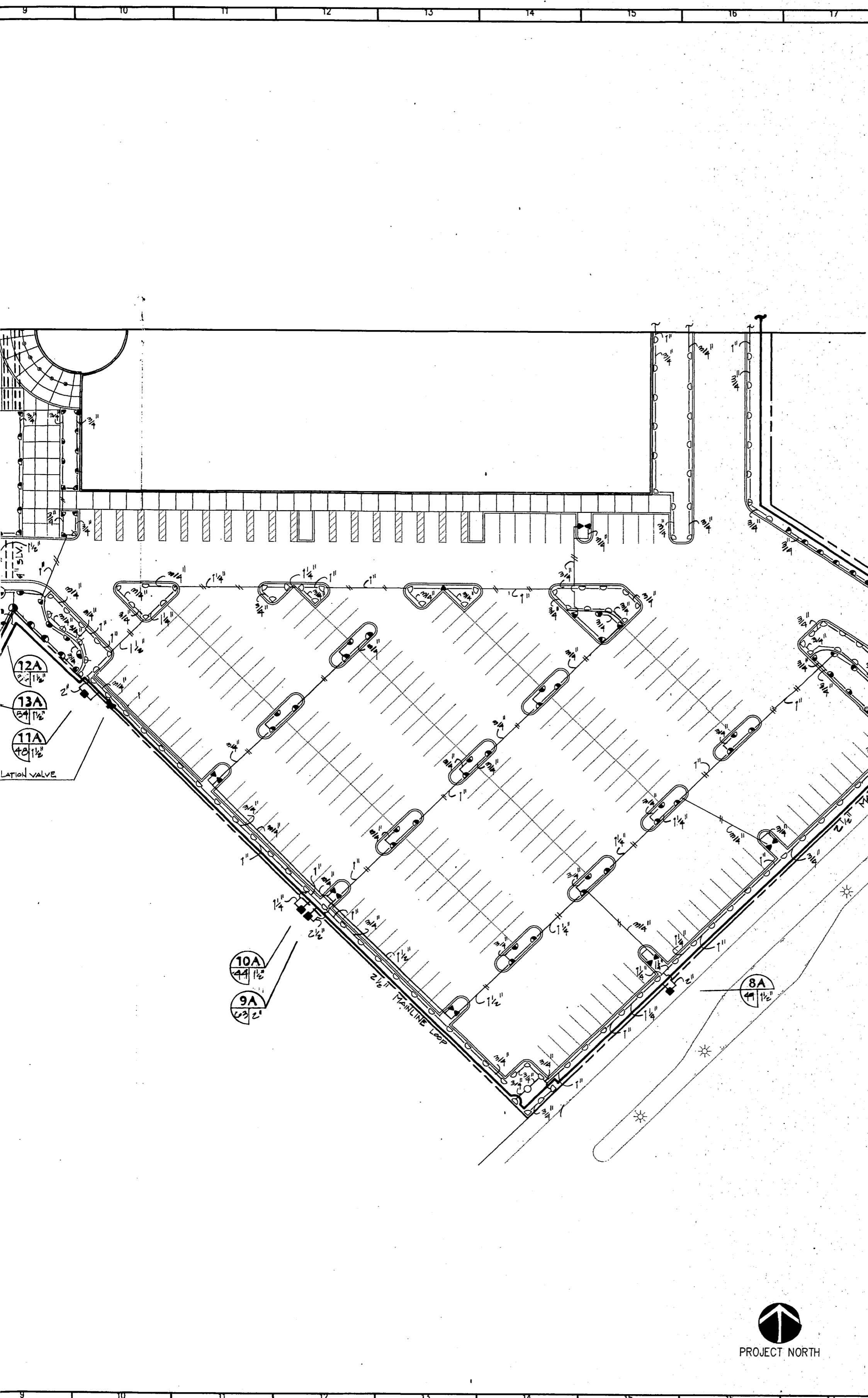
PEN WS. 1 2 3 4 1 3 1 8 8 8 8 8 8 8 8 8

PROJECT NO. 4-755-0202  
CAD FILE: 07150220WS

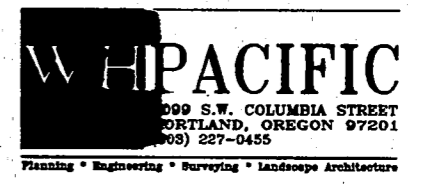
MATCHLINE SHEET: 1-3

TOWN CENTER LOOP ROAD WEST





**SHEET NOTES**



No.	Revisions/Submissions	Date

**DesignForum**  
ARCHITECTS

3484 For Hills Avenue, Dayton, Ohio 45429 Telephone: (513) 298-4400

Project Title **PROJECT THUNDER**  
WILSONVILLE, OREGON

Drawing Title **IRRIGATION PLAN**

Seal 	Designed <b>MDS MPS</b>	Project No. 4-755-0202
	Drawn <b>MDS</b>	Scale 1" = 30'-0"
	Checked <b>MPS</b>	Drawing No. <b>L4.0</b>
	Reviewed <b>MH</b>	Date 12-27-91 c 1991 DESIGN FORUM ARCHITECTS



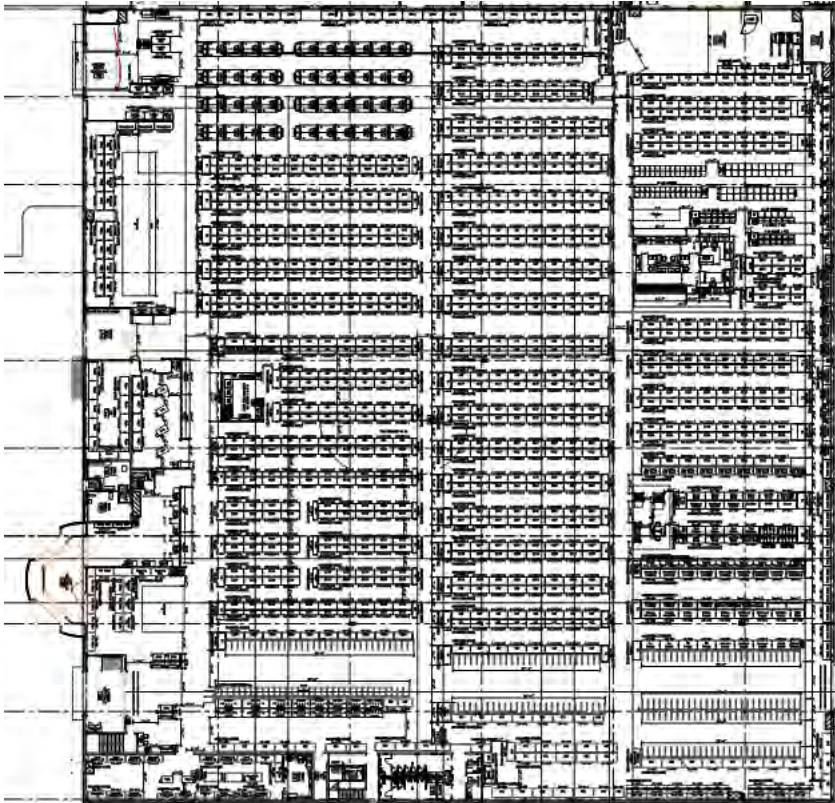
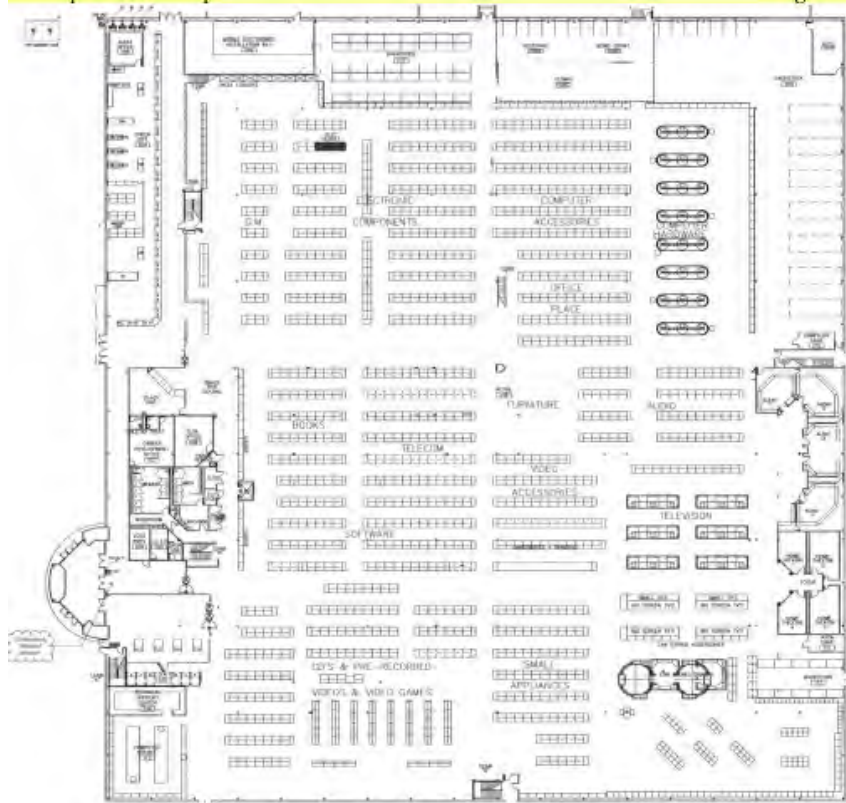


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# Resolution No. 432-Continuation of Non-Conforming Use



# Continuation of Use - Commercial Retail



Left: Previous Commercial Retail As-Built, 2014. Source: City of Wilsonville Building Division  
Right: Proposed Future Commercial Retail Interior Fixture Plan, 2024. Non-prototype layout. No exterior garden center.





# Continuation of Use – Commercial Retail

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## Less Traffic Impacts

---

- Existing Commercial Retail generated 4,101 trips daily
- Future Commercial Retail Use will generate 2,302 trips daily
- **Future Commercial Retail will have a reduction of 1,799 daily trips**



## Less Parking Impacts

---

- Existing Commercial Retail Use provided 839 stalls
- Future Commercial Retail Use requires 400 stalls



## Opportunity to redevelop 5+ acres

---

- The future Commercial Retail Use's reduced parking demand will result in approximately 5 acres of area to redevelop.





# Continuation of Use - Commercial Retail



Left: Previous Occupant in Commercial Retail Space. Source: Yelp – Fry's Electronics, Photos (9/23/2017), [https://www.yelp.com/biz\\_photos/frys-electronics-Wilsonville](https://www.yelp.com/biz_photos/frys-electronics-Wilsonville), (visited 4/3/2024)  
Right: Proposed Occupant in Commercial Retail Space. Typical Store.



# Continuation of Use - Commercial Retail



Left: Previous Occupant in Commercial Retail Space. Source: Yelp – Fry’s Electronics, Photos (11/21/2019), [https://www.yelp.com/biz\\_photos/frys-electronics-Wilsonville](https://www.yelp.com/biz_photos/frys-electronics-Wilsonville), (visited 4/3/2024)  
Right: Proposed Occupant in Commercial Retail Space. Typical Store.



# Continuation of Use - Commercial Retail



Left: Previous Occupant in Commercial Retail Space. Source: Foursquare – Fry's Electronics, Photos (6/12/2017), <https://foursquare.com/v/frys-electronics> (visited 4/6/2024)

Right: Proposed Occupant in Commercial Retail Space. Typical Store.



# Continuation of Use - Commercial Retail

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Left: Previous Occupant in Commercial Retail Space. Source: Foursquare – Fry's Electronics, Photos (3/9/2013), <https://foursquare.com/v/frys-electronics> (visited 4/6/2024)  
Right: Proposed Occupant in Commercial Retail Space. Typical Store.



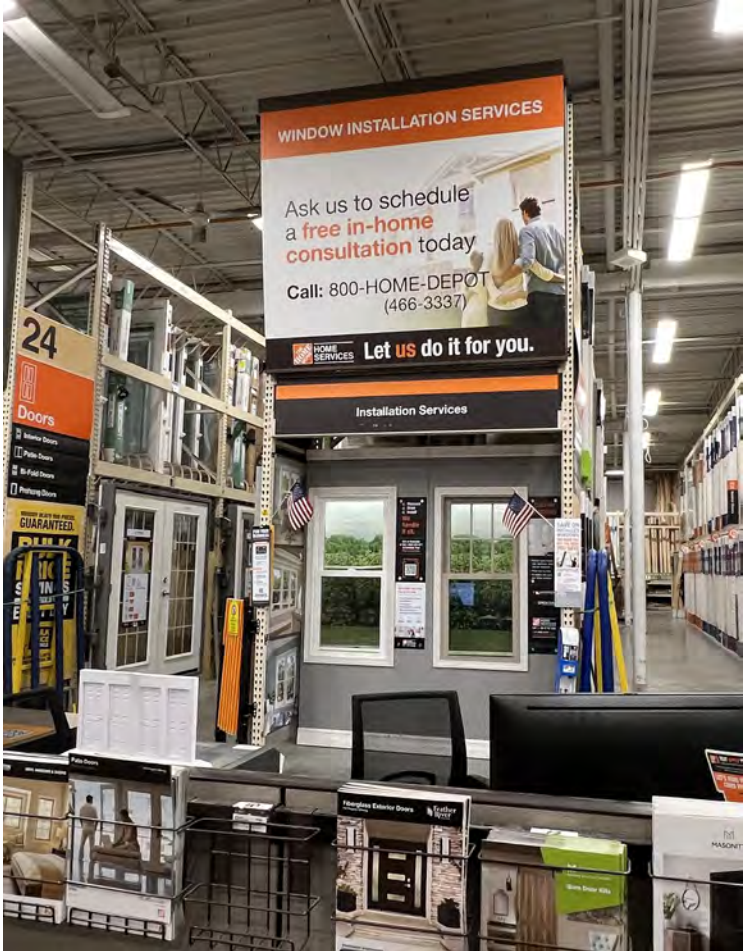
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Right: Proposed Occupant in Commercial Retail Space. Typical Store.



# Continuation of Use - Commercial Retail



Left: Previous Occupant in Commercial Retail Space. Source: Yelp – Fry's Electronics, Photos (10/28/2018), [https://www.yelp.com/biz\\_photos/frys-electronics-Wilsonville](https://www.yelp.com/biz_photos/frys-electronics-Wilsonville), (visited 4/3/2024)  
Right: Proposed Occupant in Commercial Retail Space. Typical Store.



# Continuation of Use - Commercial Retail



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Right: Proposed Occupant in Commercial Retail Space. Typical Store.



# Continuation of Use - Commercial Retail

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Left: Previous Occupant in Commercial Retail Space. Source: Yelp – Fry's Electronics, Photos (11/21/2019), [https://www.yelp.com/biz\\_photos/frys-electronics-Wilsonville](https://www.yelp.com/biz_photos/frys-electronics-Wilsonville), (visited 4/3/2024)  
Right: Proposed Occupant in Commercial Retail Space. Typical Store.





# Continuation of Use - Commercial Retail

---



Left: Previous Occupant in Commercial Retail Space. Source: Yelp – Fry's Electronics, Photos (11/21/2019), [https://www.yelp.com/biz\\_photos/frys-electronics-Wilsonville](https://www.yelp.com/biz_photos/frys-electronics-Wilsonville), (visited 4/3/2024)  
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# Continuation of Use - Commercial Retail



Left: Previous Occupant in Commercial Retail Space. Source: Yelp – Fry's Electronics, Photos (11/21/2019), [https://www.yelp.com/biz\\_photos/frys-electronics-wilsonville](https://www.yelp.com/biz_photos/frys-electronics-wilsonville), (visited 4/3/2024)  
Right: Proposed Occupant in Commercial Retail Space. Typical Store.



# Continuation of Use - Commercial Retail

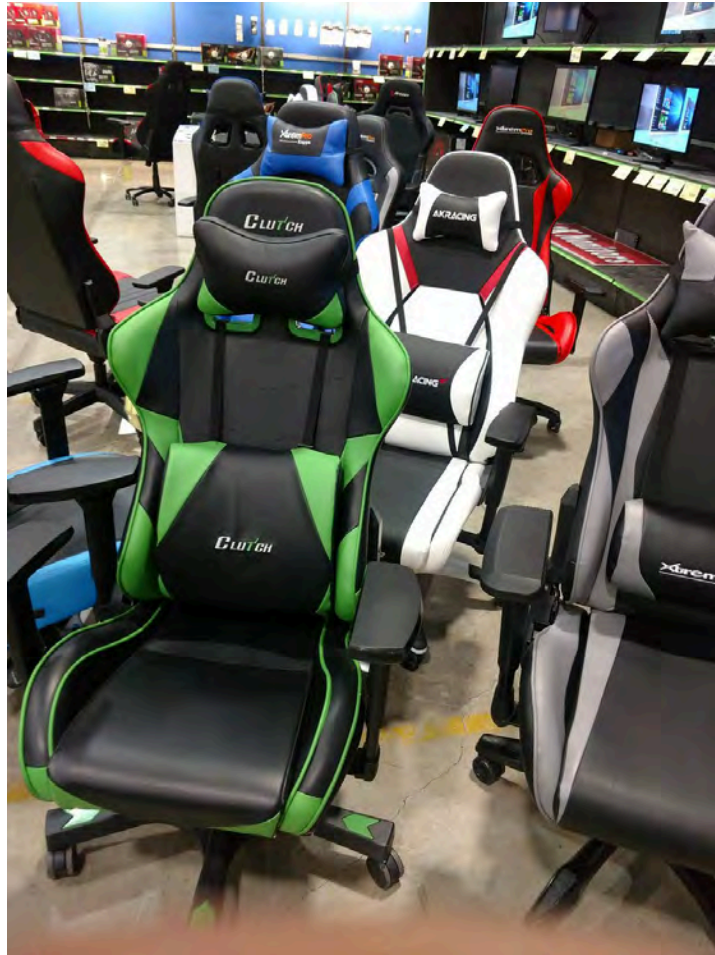


Left: Previous Occupant in Commercial Retail Space. Source: Foursquare – Fry's Electronics, Photos (12/24/2016), <https://foursquare.com/v/frys-electronics> (visited 4/6/2024)  
Right: Proposed Occupant in Commercial Retail Space. Typical Store.



# Continuation of Use - Commercial Retail

---



Left: Previous Occupant in Commercial Retail Space. Source: Foursquare – Fry's Electronics, Photos (11/10/2017), <https://foursquare.com/v/frys-electronics> (visited 4/6/2024)  
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# Continuation of Use - Commercial Retail



Left: Previous Occupant in Commercial Retail Space. Source: Foursquare – Fry's Electronics, Photos (11/23/2012), <https://foursquare.com/v/frys-electronics> (visited 4/6/2024)  
Right: Proposed Occupant in Commercial Retail Space. Typical Store.



# Continuation of Use – Commercial Retail

## Consumer Products Offered

## Previous Retail Use

## Proposed Retail Use

- Appliances
- Tools
- Measurement Equipment
- Technical Expertise
- Service
- Delivery Options
- Ancillary Sales (Snacks, etc.)
- Marketed to Professionals





# Continuation of Use – Commercial Retail

---

- Planned as a non-prototypical Home Depot store
  
- Home Depot plans to occupy existing structure
  - Sustainable reuse of the existing building
  - Exterior modifications primarily maintenance-related
  - No exterior garden center
  - Lumber pad is an operational area for safe receiving / unloading for heavier merchandise, **NOT** for exterior storage
  
- Home Depot has **NOT** applied for:
  - Sidewalk sales
  - Outdoor seasonal sales
  - Exterior shed displays
  - Exterior rental equipment staging
  
- Home Depot direct-to-customer delivery capability reduces pro volume through stores





# Town Center Plan



**TOWN CENTER FUTURE SCENARIO  
PHASE 1 (INFILL)**

**FIGURE 3.6**



# Proposed Development



**The Home Depot - Wilsonville Town Center**  
29400 Town Center Loop W  
Wilsonville, Oregon



# Proposed Development

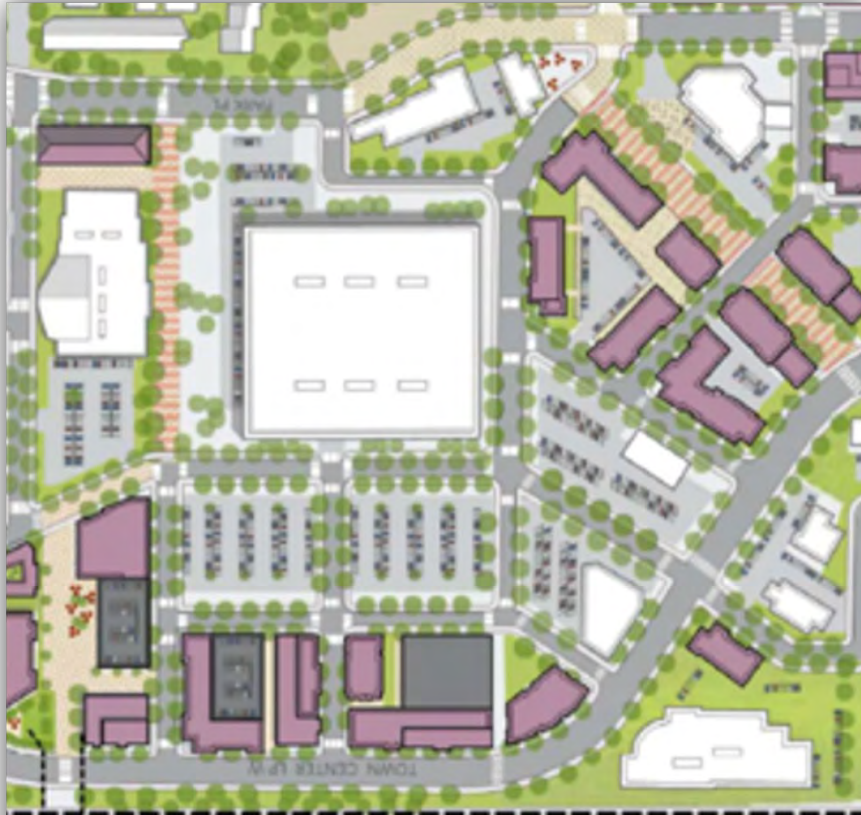


The Home Depot - Wilsonville Town Center  
29400 Town Center Loop W  
Wilsonville, Oregon



# Alignment With Plan

---



Left: Inset from Figure 3.6, Town Center Future Scenario Phase 1 (Infill), City of Wilsonville Town Center Plan  
Right: Proposed Occupant rendering of existing structure with multi-family housing units

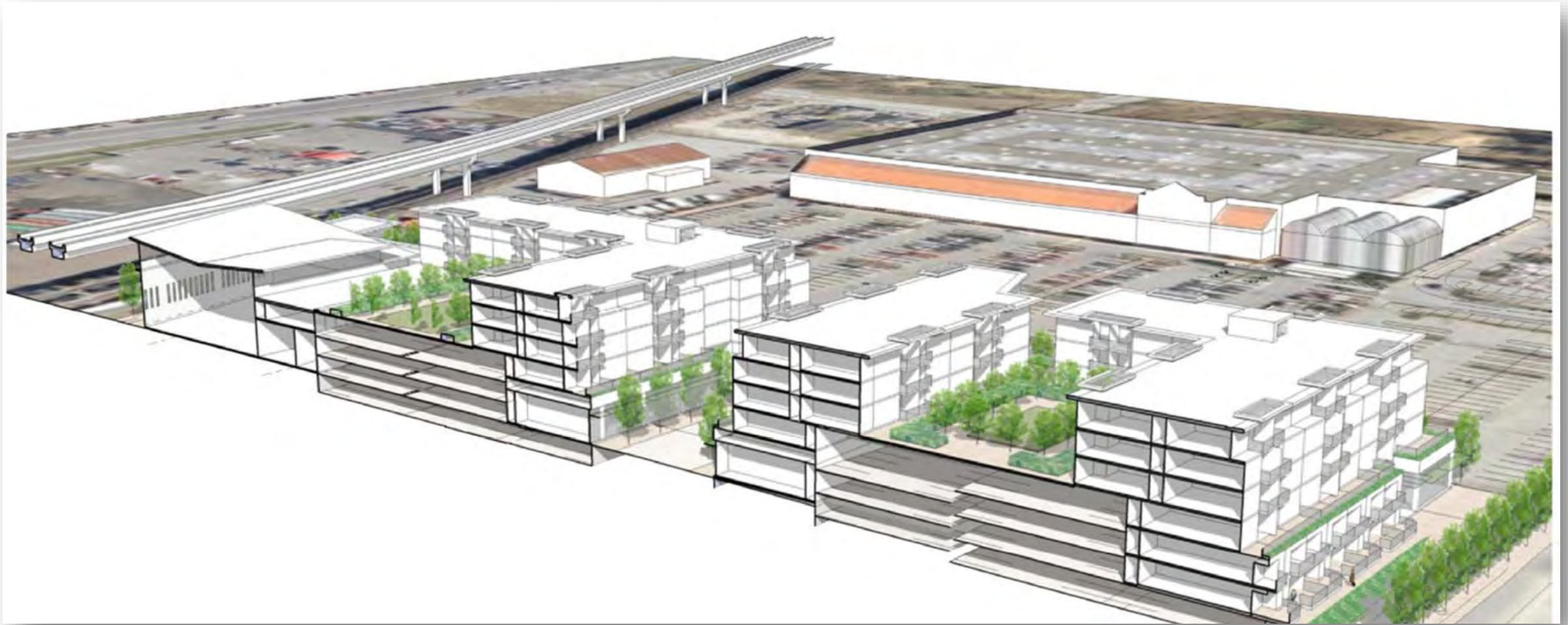


# Lynnwood, Washington



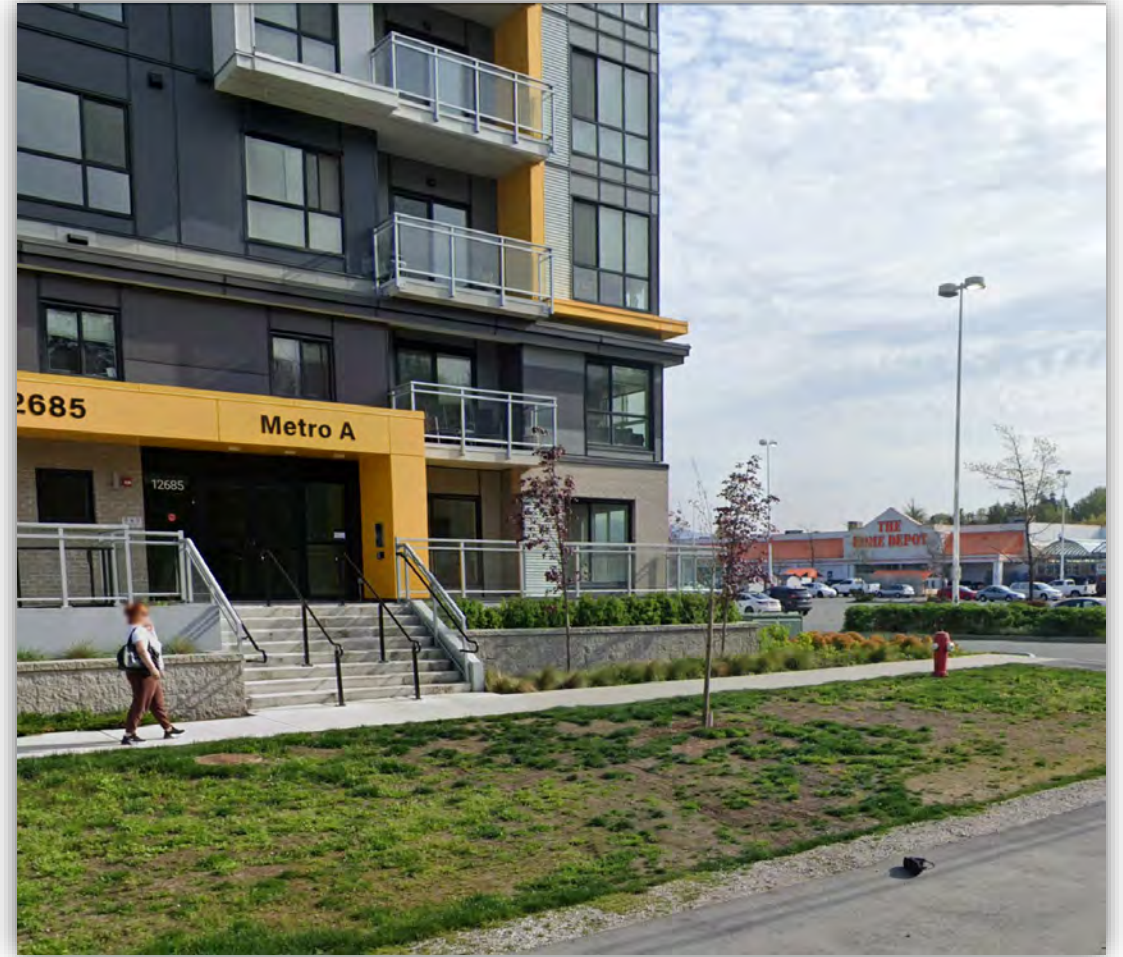
# N. Surrey, Canada

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# N. Surrey, Canada

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# ESG Highlights

2023 The Home Depot ESG Report  
www.ecoactions.homedepot.com

## The Home Depot

### Focus On Our People



More than **90%** of our U.S. store leaders started as hourly associates

Achieved our goal to invest **>1 million hours per year** over five years in training and development to help our front-line associates grow their careers



Approximately **36%** of our U.S. new hires were women and **58%** were ethnically/racially diverse

Named to Forbes' 2022 List of **Best American Companies for Veterans**

### Operate Sustainably

We reduced our Scope 1 and 2 carbon emissions by approximately **92,000 metric tons**, equivalent to taking more than **20,000 cars** off the road for a year

We decreased electricity consumption **>52%** in our U.S. stores since 2010



We set science-based targets to **reduce our emissions** across Scopes 1, 2 & 3 (category 11) by the end of 2030

We redesigned **350+ private-brand packages** to reduce size and materials. This helped us eliminate **>81M square feet** of PVC film – enough to cover Central Park twice

We set a goal that **85%** of our U.S. & Canadian sales in push mowers and handheld outdoor lawn equipment will be **battery powered by the end of 2028**

### Strengthen Our Communities



The Home Depot Foundation granted **\$82 million** in total during 2022

As of the end of 2022, The Home Depot Foundation had contributed more than **\$450 million** towards veteran causes since 2011

Since 2009, our **Retool Your School** grant program has helped fund over **180+ projects** benefiting 70% of HBCUs

In 2022, we drove **~\$3.4 billion** of spend with diverse suppliers

Since 2011, Team Depot has volunteered **1.4+ million service hours** to veteran causes





# Sustainability

2023 The Home Depot ESG Report  
[www.ecoactions.homedepot.com](http://www.ecoactions.homedepot.com)

- Responsible Sourcing
- Sustainable Packaging
- Responsible Waste Management
- Water / Energy Saving Products
- Responsible Chemistry (from cleaning to gardening)

**2022 BY THE NUMBERS**

**>7.3 million** cubic feet  
of EPS foam was removed from our private-label packaging — equal to >4,700 Boeing 737s

---

**>81 million** square feet  
of PVC film was eliminated — enough to cover Central Park twice

---

**~940 thousand**  
pounds  
of damaged product avoided landfills due to private-branded packaging projects aimed at creating packaging to better protect products

---

**>40 million**  
packaging units  
were rightsized from projects covering 350+ private-brand SKUs.

 <p>Identifies products that use safer chemical ingredients without sacrificing performance</p>	 <p>Identifies products that meet emissions standards for helping reduce indoor air pollution and risk of chemical exposure</p>	 <p>Leaping Bunny label certifies no animal testing in manufacturing</p>
 <p>Certifies manufacturer's commitment to improving what products are made of and how they're made</p>	 <p>Assures a USDA-verified amount of renewable biological ingredients</p>	 <p>Suite of eco-labels that certifies environmental stewardship, social responsibility and quality</p>



**© DID YOU KNOW**

The Home Depot U.S. was recognized as the 2022 ENERGY STAR Retail Partner of the Year for Sustained Excellence for the second year in a row.



# Economic Impact

## Oregon



### OUR ECONOMIC IMPACT: OREGON

Our Core Values guide everything we do at The Home Depot, like working to grow the state's economy.

#### \$3.2B TOTAL IMPACT

Our **entrepreneurial spirit** drives the economy via:

- Job creation in stores, distribution centers and offices
- Vendor purchases and partner offerings
- **\$348.8M** direct contribution to GDP
- **\$285M** in total tax impact

#### 35.6K JOBS SUPPORTED

Taking care of our people means:

- Investing in the safety, well-being and development of our **5.7K** associates
- Promoting **65K** associates, nationwide
- Each THD job supports **4+** additional jobs across the US



#### \$2.3B ENABLED IMPACT

...created by THD Home Services and the Pros that rely on our best-in-class interconnected retail offerings and **excellent customer service**

- **33.2K** projects provided to local Pros via THD Home Services



#### 3.5M+ SQUARE FEET

...across **30+** brick-and-mortar stores, warehouses and/or offices help us **build strong relationships** within the community

- **27** stores

#### 90+ LOCAL SUPPLIERS

We foster shared success and **create shareholder value** for both THD and our vendor partners – we do so by cultivating a supplier base that includes small and diverse businesses like local manufacturers and plant nurseries

#### 28K VOLUNTEER HOURS

We **give back** to our communities and those who served our country through Team Depot service projects and THD Foundation initiatives

- Supported **210+** non-profits
- Contributed **\$1.7M** to veterans' causes



All numbers are rounded approximations and reflect FY2022 data unless otherwise indicated. Calculated impact figures were determined using PwC's IMPLAN modeling system. HD Supply included in all calculations except Pro project count and Supplier count. Volunteer hours include THD Foundation figures are cumulative from 2011 through FY2022.



CITY OF



P.O. Box 220 / Wilsonville, Oregon 97070  
503/682-1011

**BUILDING DEPARTMENT**

**CERTIFICATE OF OCCUPANCY**

Address: 29400 S.W. Town Center Loop West  
 Name: Incredible Universe  
 Owner: Tandy Name Brand  
 Address: 1400 Two Tandy Center Fort Worth, Texas 76102  
 Contractor: S.D. Deacon  
 Address: P.O. Box 25392  
 Use of Structure Retail  
 Permit No. B92081 Zone: PDC  
 Certificate is hereby given this 29th day of September, 19 93

that said building may be occupied and that it complies with all requirements of the State of Oregon Structural Specialty Code and Fire and Life Safety Code, as approved by the Wilsonville City Council.

\_\_\_\_\_

Building Official

CITY OF



30000 SW Town Center Loop East  
Wilsonville, Oregon 97070  
503-682-4960

BUILDING DEPARTMENT

# CERTIFICATE OF OCCUPANCY

Address: 29029 S.W. Town Center Loop East

Name: Ace Hardware

Owner: Chris Dunn

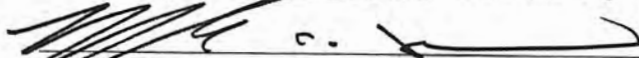
Address: 16200 SW Pacific Hwy #276 Tigard, OR 97224

Use of Structure: Retail Group M & S.1

Permit Number: B0093

Certificate is hereby given this 16th day of August, 2000

that said building may be occupied and that it complies with all requirements of the State of Oregon Structural Specialty Codes and Fire/Life Safety Code, as adopted by the Wilsonville City Council.

  
 \_\_\_\_\_  
 Building Official

*Handwritten notes:*  
 Approved  
 CCE


City of  
**WILSONVILLE**

799 SW Town Center Loop East  
Wilsonville, Oregon 97070  
503-682-4960  
**BUILDING DEPARTMENT**

## **CERTIFICATE OF OCCUPANCY**

Use:	<b>Mercantile</b>	Bldg. Permit No.:	<b>BB11-0079</b>
Business Name:	<b>ACE HARDWARE</b>	Group:	<b>M/S-1</b>
Building Address:	<b>29029 SW TOWN CENTER LOOP E WILSONVILLE OR 97070-9409</b>	Type of Construction:	<b>Type VB</b>
Owner:	<b>DARYL SOLI</b>	Fire Sprinkler:	<b>No</b>
Owner Address:	<b>29029 SW TOWN CENTER LOOP E WILSONVILLE OR 97070-9409</b>	Occupant Load:	<b>333</b>
		Code Edition:	<b>1998</b>
		Date of Issuance:	<b>03/07/2011</b>

That said building may be occupied and that it complies with all requirements of the State of Oregon Structural Specialty Codes and Fire/Life Safety Code, as adopted by the Wilsonville City Council.

  
Building Official

**Exhibit D**

**DETOXIFICATION FACILITIES.** Facilities that serve patients who are provided treatment for substance abuse on a 24-hour basis and who are incapable of self-preservation or who are harmful to themselves or others.

**HOSPITALS AND MENTAL HOSPITALS.** Buildings or portions thereof used on a 24-hour basis for the medical, psychiatric, obstetrical or surgical treatment of inpatients who are incapable of self-preservation.

**NURSING HOMES.** Nursing homes are long-term care facilities on a 24-hour basis, including both intermediate care facilities and skilled nursing facilities, serving more than five persons and any of the persons are incapable of self-preservation.

308.4 Group 1-3. This occupancy shall include buildings and structures that are inhabited by more than five persons who are under restraint or security. An 1-3 facility is occupied by persons who are generally incapable of self-preservation due to security measures not under the occupants' control. This group shall include, but not be limited to, the following:

- Correctional centers
- Detention centers
- Jails
- Prerelease centers
- Prisons
- Reformatories

Buildings of Group 1-3 shall be classified as one of the occupancy conditions indicated in Sections 308.4.1 through 308.4.5 (see Section 408.1).

308.4.1 Condition 1. This occupancy condition shall include buildings in which free movement is allowed from sleeping areas, and other spaces where access or occupancy is permitted, to the exterior via *means of egress* without restraint. A Condition 1 facility is permitted to be constructed as Group R.

308.4.2 Condition 2. This occupancy condition shall include buildings in which free movement is allowed from sleeping areas and any other occupied smoke compartment to one or more other smoke compartments. Egress to the exterior is impeded by locked *exits*.

308.4.3 Condition 3. This occupancy condition shall include buildings in which free movement is allowed within individual smoke compartments, such as within a residential unit comprised of individual *sleeping units* and group activity spaces, where egress is impeded by remote-controlled release of *means of egress* from such a smoke compartment to another smoke compartment.

308.4.4 Condition 4. This occupancy condition shall include buildings in which free movement is restricted from an occupied space. Remote-controlled release is provided to permit movement from *sleeping units*, activity spaces and other occupied areas within the smoke compartment to other smoke compartments.

308.4.5 Condition 5. This occupancy condition shall include buildings in which free movement is restricted from an occupied space. Staff-controlled manual release is provided to permit movement from *sleeping units*, activity spaces and other occupied areas within the smoke compartment to other smoke compartments.

308.5 Group 1-4, day care facilities. This group shall include buildings and structures occupied by persons of any age who receive custodial care for less than 24 hours by individuals other than parents or guardians, relatives by blood, marriage or adoption, and in a place other than the home of the person cared for. A facility such as the above with five or fewer persons shall be classified as a Group R-3 or shall comply with the *International Residential Code* in accordance with Section 101.2. Places of worship during religious functions are not included.

308.5.1 Adult care facility. A facility that provides accommodations for less than 24 hours for more than five unrelated adults and provides supervision and *personal care services* shall be classified as Group 1-4.

Exception: A facility where occupants are capable of responding to an emergency situation without physical assistance from the staff shall be classified as Group R-3.

308.5.2 Child care facility. A facility that provides supervision and personal care on less than a 24-hour basis for more than five children 2½ years of age or less shall be classified as Group 1-4.

Exception: A child day care facility that provides care for more than five but no more than 100 children 2½ years or less of age, where the rooms in which the children are cared for are located on a *level of exit discharge* serving such rooms and each of these child care rooms has an *exit door* directly to the exterior, shall be classified as Group E.

## SECTION 309 MERCANTILE GROUP M

309.1 Mercantile Group M. Mercantile Group M occupancy includes, among others, the use of a building or structure or a portion thereof, for the display and sale of merchandise and involves stocks of goods, wares or merchandise incidental to such purposes and accessible to the public. Mercantile occupancies shall include, but not be limited to, the following:

- Department stores
- Drug stores
- Markets
- Motor fuel-dispensing facilities
- Retail or wholesale stores
- Sales rooms

309.2 Quantity of hazardous materials. The aggregate quantity of nonflammable solid and nonflammable or noncombustible liquid hazardous materials stored or displayed in a single *control area* of a Group M occupancy shall not exceed the quantities in Table 414.2.5(1).

## SECTION 310 RESIDENTIAL GROUP R

310.1 Residential Group R. Residential Group R includes, among others, the use of a building or structure, or a portion thereof, for sleeping purposes when not classified as an Institutional Group I or when not regulated by the *International Residential Code* in accordance with Section 101.2. Residential occupancies shall include the following:

R-1 Residential occupancies containing *sleeping units* where the occupants are primarily transient in nature, including:

- Boarding houses* (transient)
- Hotels (transient)
- Motels (transient)

*Congregate living facilities* (transient) with 10 or fewer occupants are permitted to comply with the construction requirements for Group R-3.

R-2 Residential occupancies containing *sleeping units* or more than two *dwelling units* where the occupants are primarily permanent in nature, including:

- Apartment houses
- Boarding houses* (nontransient)
- Convents
- Dormitories
- Fraternities and sororities
- Hotels (nontransient)
- Live/work units
- Monasteries
- Motels (nontransient)
- Vacation timeshare properties

*Congregate living facilities* with 16 or fewer occupants are permitted to comply with the construction requirements for Group R-3.

R-3 Residential occupancies where the occupants are primarily permanent in nature and not classified as Group R-1, R-2, R-4 or I, including:

- Buildings that do not contain more than two *dwelling units*.
- Adult care facilities that provide accommodations for five or fewer persons of any age for less than 24 hours.
- Child care facilities that provide accommodations for five or fewer persons of any age for less than 24 hours.
- Congregate living facilities* with 16 or fewer persons.

Adult care and child care facilities that are within a single-family home are permitted to comply with the *International Residential Code*.

R-4 Residential occupancies shall include buildings arranged for occupancy as residential care/assisted living facilities including more than five but not more than 16 occupants, excluding staff.

Group R-4 occupancies shall meet the requirements for construction as defined for Group R-3, except as otherwise provided for in this code or shall comply with the *International Residential Code* provided the building is protected by an *automatic sprinkler system* installed in accordance with Section 903.2.7.

310.2 Definitions. The following words and terms shall, for the purposes of this section and as used elsewhere in this code, have the meanings shown herein.

**BOARDING HOUSE.** A building arranged or used for lodging for compensation, with or without meals, and not occupied as a single-family unit.

**CONGREGATE LIVING FACILITIES.** A building or part thereof that contains sleeping units where residents share bathroom and/or kitchen facilities.

**DORMITORY.** A space in a building where group sleeping accommodations are provided in one room, or in a series of closely associated rooms, for persons not members of the same family group, under joint occupancy and single management, as in college dormitories or fraternity houses.

**PERSONAL CARE SERVICE.** The care of residents who do not require chronic or convalescent medical or nursing care. Personal care involves responsibility for the safety of the resident while inside the building.

**RESIDENTIAL CARE/ASSISTED LIVING FACILITIES.** A building or part thereof housing persons, on a 24-hour basis, who because of age, mental disability or other reasons, live in a supervised residential environment which provides *personal care services*. The occupants are capable of responding to an emergency situation without physical assistance from staff. This classification shall include, but not be limited to, the following: residential board and care facilities, assisted living facilities, halfway houses, group homes, congregate care facilities, social rehabilitation facilities, alcohol and drug abuse centers and convalescent facilities.

**TRANSIENT.** Occupancy of a *dwelling unit* or *sleeping unit* for not more than 30 days.

## SECTION 311 STORAGE GROUP S

311.1 Storage Group S. Storage Group S occupancy includes, among others, the use of a building or structure, or a portion thereof, for storage that is not classified as a hazardous occupancy.

311.2 Moderate-hazard storage, Group S-I. Buildings occupied for storage uses that are not classified as Group S-2, including, but not limited to, storage of the following:

- Aerosols, Levels 2 and 3
- Aircraft hangar (storage and repair)
- Bags: cloth, burlap and paper
- Bamboos and rattan
- Baskets
- Belting: canvas and leather
- Books and paper in rolls or packs
- Boots and shoes
- Buttons, including cloth covered, pearl or bone
- Cardboard and cardboard boxes
- Clothing, woolen wearing apparel
- Cordage
- Dry boat storage (indoor)
- Furniture

Furs  
 Glues, mucilage, pastes and size  
 Grains  
 Horns and combs, other than celluloid  
 Leather  
 Linoleum  
 Lumber  
 Motor vehicle repair garages complying with the maximum allowable quantities of hazardous materials listed in Table 307.1 (1) (see Section 406.6)  
 Photo engravings  
 Resilient flooring  
 Silks  
 Soaps  
 Sugar  
 Tires, bulk storage of  
 Tobacco, cigars, cigarettes and snuff  
 Upholstery and mattresses  
 Wax candles

**311.3 Low-hazard storage, Group S-2.** Includes, among others, buildings used for the storage of noncombustible materials such as products on wood pallets or in paper cartons with or without single thickness divisions; or in paper wrappings. Such products are permitted to have a negligible amount of plastic *trim*, such as knobs, handles or film wrapping. Group S-2 storage uses shall include, but not be limited to, storage of the following:

- Asbestos
- I Beverages up to and including 16-percent alcohol in metal, glass or ceramic containers
- Cement in bags
- Chalk and crayons
- Dairy products in nonwaxed coated paper containers
- Dry cell batteries
- Electrical coils
- Electrical motors
- Empty cans
- Food products
- Foods in noncombustible containers
- Fresh fruits and vegetables in nonplastic trays or containers
- Frozen foods
- Glass
- Glass bottles, empty or filled with noncombustible liquids
- Gypsum board
- Inert pigments
- Ivory
- Meats
- Metal cabinets
- Metal desks with plastic tops and *trim*
- Metal parts
- Metals
- Mirrors
- Oil-filled and other types of distribution transformers
- Parking garages, open or enclosed
- Porcelain and pottery
- Stoves
- Talc and soapstones
- Washers and dryers

**SECTION 312**

**UTILITY AND MISCELLANEOUS GROUP U**

**312.1 General.** Buildings and structures of an accessory character and miscellaneous structures not classified in any specific occupancy shall be constructed, equipped and maintained to conform to the requirements of this code commensurate with the fire and life hazard incidental to their occupancy. Group U shall include, but not be limited to, the following:

- Agricultural buildings
- Aircraft hangars, accessory to a one- or two-family residence (see Section 412.5)
- Barns
- Carports
- Fences more than 6 feet (1829 mm) high
- Grain silos, accessory to a residential occupancy
- Greenhouses
- Livestock shelters
- Private garages
- Retaining walls
- Sheds
- Stables
- Tanks
- Towers





