



REVISED STAFF REPORT AND RECOMMENDATION TO THE DESIGN COMMISSION

CASE FILE: LU 13-127647 DZM (PC # 12-132117)
Lloyd Blocks
REVIEW BY: Design Commission
WHEN: July 25, 2013 at 1:30 PM
WHERE: 1900 SW Fourth Ave., Room 2500A
Portland, OR 97201

It is important to submit all evidence to the Design Commission. City Council will not accept additional evidence if there is an appeal of this proposal.

Bureau of Development Services Staff: Kara Fioravanti 503-823-5892 /
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GENERAL INFORMATION

Applicant: Jerry Gammieri, American Assets Trust
11455 El Camino Real, Suite 200 / San Diego, CA 92130

Representative: Kyle Andersen, GBD Architects
1120 NW Couch Street Suite 300 / Portland, OR 97209

Site Address: Block bounded by NE Multnomah, NE Holladay, NE 7th, and NE 9th

Legal Description: BLOCK 92 LOT 1-8 TL 3100, HOLLADAYS ADD; BLOCK 93 LOT 1-3&6-8 TL 2600, HOLLADAYS ADD; BLOCK 93 LOT 3-6 TL 2700, HOLLADAYS ADD; BLOCK 100 TL 2800, HOLLADAYS ADD; BLOCK 101 LOT 1-8 TL 3000, HOLLADAYS ADD; BLOCK 101 TL 2900, HOLLADAYS ADD

Tax Account No.: R396204830, R396204910, R396204950, R396205510, R396205560, R396205610

State ID No.: 1N1E35BB 03100, 1N1E35BB 02600, 1N1E35BB 02700, 1N1E35BB 02800, 1N1E35BB 03000, 1N1E35BB 02900

Quarter Section: 2931

Neighborhood: Lloyd District Community, contact Lisa Faust at 503-350-1205

Business District: Lloyd District Community, contact Gary Warren at 503-234-8271.

Plan District: Central City - Lloyd District

Zoning: CXd, Central Commercial with design overlay

Case Type: DZM, Design Review with Modification requests

Procedure: Type III, with a public hearing before the Design Commission. The decision of the Design Commission can be appealed to City Council.

Proposal: The applicant seeks Design Review approval for three new buildings, a landscaped private drive, an outdoor plaza/pedestrianway and exterior alterations to

the existing Lloyd 700 office tower. The project is proposing to add over 1,000,000 square feet of new construction which includes: over 600 apartment units, 44,000 square feet of retail, and 1,200 below grade parking stalls.

As a consequence of this project, trash/recycling and loading (which happens in the surface parking lot for the existing building) will need to be relocated and replaced. As such, the project includes a new trash/recycling room in the SW corner ground level of the **Lloyd 700** office tower that will open onto NE 7th Avenue and a new open air loading dock incorporated into the proposed outdoor plaza. Other work proposed for the existing Lloyd 700 office tower includes: upgrading mechanical equipment, replacing tinted glass at the ground level with clear glass, and adding new glass and steel entry canopies at the main lobby entries – one facing the new plaza and one facing NE Multnomah.

Development of the 120,000 square foot site will reinstate the 200 foot street grid by introducing a pedestrianway aligned with **NE 8th Avenue** in the north/south direction, and a private drive aligned with **NE Hassalo Street** in the east/west direction.

The block to the southwest is **Block 92** in the project. The building on this block is a six-level mixed-use project with ground floor retail and ground level residential units. Retail is focused to the south and faces NE Holladay at the MAX alignment. The building massing consists of two bars running east/west with a private garden courtyard in between. The bars are bridged through level 5 where the building steps down to create an elevated residential amenity terrace. The materials of the building consist of clear vision glass, metal clad wood windows, composite metal panel (metal panel adhered to a honeycomb backing with a rout and return on the edges), fiber cement panels (smooth with concealed fasteners), and brick. The main elevations are comprised of a field of metal panel surrounding a series of horizontal channel shaped bands that are infilled with vertical panels of smooth ebony colored cement panels with concealed fasteners. A similar treatment happens at the elevations within the courtyard but the areas of cement panels are replaced with ebony brick in a stacked bond pattern.

The block to the northeast is **Block 100** in the project. The building on this block is a five-level mixed-use project with a ground floor anchor retail. This block is targeting and positioned to include a specialty grocer to serve the district. The services of this building are focused to the east along NE 9th Avenue, while the residential lobby is focused to the south and faces the new NE Hassalo Street. The building is a combination of clear glass, metal clad wood windows, a running bond pattern of blended earthtone colored brick, composite metal panels, fiber cement with a lap siding profile. The massing of the building is conceptualized as being a series of interlocking blocks, some that touch the ground, and some that interlock and span over the retail below. Dark bronze composite metal panels are used to stitch the massing elements together while lighter composite metal panels are used within the openings within the masses. The massing of the building is U-shape and encloses a residential amenity courtyard at level two; the fiber cement lap siding is included at the building faces within this upper courtyard.

The block to the southeast is **Block 101** in the project. The building on this block is a 21-story mixed-use project with ground floor retail and ground level residential units. Retail is focused to the south and faces NE Holladay at the MAX alignment. The building massing consists of a tower and podium. The tower touches the ground at the SE and SW corners to accentuate the verticality of the form. The tower is made up of smooth limestone colored brick in a stacked bond pattern. The podium, in contrast, is a blend of smooth and mission cut ebony brick in a stacked bond pattern. The podium

is held up visually with a series of precast concrete fins with a light acid wash to even the finish. Those bays either have an infill of glass storefront, or residential walk up units along NE 8th Avenue and NE Hassalo Street. All windows are aluminum.

All parking will be accessed from NE 9th, both Blocks 100 and 101 have a parking garage entry/exit. Loading facilities for Blocks 100 and 101 face NE 9th. Loading facilities for Block 92 and Lloyd 700 face NE 7th.

Modification Requests:

1. **Ground Floor Windows, 33.130.230, at Block 101.** This standard applies to the 3 new buildings at each ground level façade. The standard requires 50% of the ground level length and 25% of the ground level wall area to be qualifying window features.
 - **Block 101:** The standard is not met at NE 9th, only 28% of the building’s length provides windows instead of 50%.
2. **Loading, 33.266.310 F.2., at Block 92 and Lloyd 700.** Loading facilities that abut a streetcar alignment (NE 7th) must be designed so that vehicles enter and exit the site in a forward motion. The loading facilities proposed at Block 92 and Lloyd 700 require that vehicles enter the site in a backward motion.

Approval Criteria:

In order to be approved, this proposal must comply with the approval criteria of Title 33, Portland Zoning Code. The applicable approval criteria are:

- Central City Fundamental Design Guidelines
- 33.825.040 Modifications That Will Better Meet Design Review Requirements
- Special Design Guidelines for the Design Zone of the Lloyd District of the Central City Plan

ANALYSIS

Site and Vicinity: The site is located within the Central City Plan District, more specifically, the Lloyd Sub-district. The site is considered a “Superblock” as it is made up of multiple blocks with vacated streets – specifically for this site, four typical 200’ x 200’ blocks with two 60’-wide vacated streets (NE 8th Avenue and NE Hassalo). The northern boundary is NE Multnomah (City Walkway, Transit Access Street, City Bikeway), the southern boundary is NE Holladay (Regional Transitway and Major Priority Street, MAX Line, Central City Transit/Pedestrian Street), the eastern boundary is NE 7th Avenue (Streetcar Line, City Walkway, Transit Access Street, City Bikeway), and the western boundary is NE 9th Avenue (City Walkway).

The site consists of a 16-story office building with ground level retail, Lloyd 700, at the northwest corner of the site. This International Style office tower was built in 1971. The remainder of the site is surface and structured parking. It is currently a significantly underdeveloped site.

This 4-block site is part of a string of Superblocks between NE 7th and 9th Avenues owned by the owner of this site, American Assets Trust (AAT). To the south is Oregon Square (AAT owned), beyond that is the State office building abutting Interstate 84 to its south. To the north is a 6 block Superblock with a similar 1970’s office tower and a substantial parking area for the remainder of the site (AAT owned). Across the site to the northeast is Lloyd Center, a substantial indoor shopping center with large anchor tenants. Across NE 9th is a large hotel user on a 4-block Superblock. Three blocks to the west is the Oregon Convention Center (OCC). And just northwest of the OCC is the Rose Garden Complex – the Rose Garden Arena and Memorial Coliseum. There are ample redevelopment and/or infill opportunities on various large properties

surrounding this site, similar to the current state of the subject site. Approximately 5 blocks to the east and 6 blocks to the north are established residential neighborhoods.

Zoning: The Central Commercial Zone (CX) is intended to provide for commercial development within Portland's most urban and intense areas. A broad range of uses is allowed to reflect Portland's role as a commercial, cultural and governmental center. Development is intended to be very intense with high building coverage, large buildings, and buildings placed close together. Development is intended to be pedestrian-oriented with a strong emphasis on a safe and attractive streetscape.

The Design Overlay Zone [d] promotes the conservation, enhancement, and continued vitality of areas of the City with special scenic, architectural, or cultural value. This is achieved through the creation of design districts and applying the Design Overlay Zone as part of community planning projects, development of design guidelines for each district, and by requiring design review. In addition, design review ensures that certain types of infill development will be compatible with the neighborhood and enhance the area.

The Central City Plan District implements the Central City Plan and other plans applicable to the Central City area. These other plans include the Downtown Plan, the River District Plan, the University District Plan, and the Central City Transportation management Plan. The Central City plan district implements portions of these plans by adding code provisions which address special circumstances existing in the Central City area. The site is within the Lloyd Subdistrict of this plan district.

Land Use History: City records indicate that prior land use reviews since 1998 include:

- **LU 11-192699 DZM** approved an extension of the timeline established prior (LU 06-119638 DZM) for completion of parking lot landscaping for the site. This approval included 3 Modifications to Zoning Code standards and 2 Conditions of Approval. Once development occurs on the surface parking lots of the Lloyd 700 Superblock, the requirements of this case related to the Lloyd 700 Superblock will not apply, as the approved development would establish conformance with the Zoning Code or the appropriate Modifications/Adjustments would be processed. However, "site" is defined by developed lots in common ownership, which means any prior requirements and/or conditions of approval for the other lots in the "site" must be met at the time of building permit.
- **LU 06-119638 DZM** approved a 3-year timeline to upgrade parking lot landscaping for the site. This approval included several Modifications to Zoning Code standards and Conditions of Approval. Once development occurs on the surface parking lots of the Lloyd 700 Superblock, the requirements of this case related to the Lloyd 700 Superblock will not apply, as the approved development would establish conformance with the Zoning Code or the appropriate Modifications/Adjustments would be processed. However, "site" is defined by developed lots in common ownership, which means any prior requirements and/or conditions of approval for the other lots in the "site" must be met at the time of building permit.
- **LU 06-148259 DZM** approved an ornamental freestanding clock in the public right-of-way on NE Multnomah Street.
- **LUR 99-00547 DZ** approved the following upgrades to the Lloyd 700 office tower: enclose the south entry vestibule, replace existing storefront doors, modify the column bases at the entries, install colored concrete paving at entries, remove an accessible ramp in conjunction with the creation of other ramps for accessibility, relocate 2 planters from the north entry to the south entry, and remove 2 planters at the north entrance.

Agency Review: A “Request for Response” was mailed April 15, 2013. The following Bureaus have responded with no issue or concerns: the Water Bureau (Exh E-3), Fire Bureau (Exh E-4) and BDS Life Safety.

The Bureau of Environmental Services responded with the following comment: Please see Exh E-1 for additional details.

- *BES does not object to approval of the Design Review application, but notes that the proposed development will be subject to BES standards and requirements during the review of all foundation and building permits. The establishment of easements for the shared sanitary and stormwater systems – as well as ensuring that adequate treatment and detention will be provided for runoff from each building as site construction is phased – are of primary concern to BES staff as permit reviews commence. Contact Bret Winkler 503-823-6170 with any questions for BES about the review of building permits.*

The Bureau of Transportation Engineering responded with the following comment: Please see Exh E-2 for additional details.

Portland Transportation/Development Review has reviewed the application for its potential impacts regarding the public right-of-way, traffic impacts and conformance with adopted policies, street designations, Title 33, Title 17, and for potential impacts upon transportation services.

PBOT is in support of approval of this project. Previously identified street improvements to the four public street frontages continue to apply. However, PBOT had significant concerns with the location of loading and trash activities in the public rights-of-way. All four frontages have operational limitations that make these activities problematic. The limitations are as follows:

NE Multnomah: On-street parking is separated from the sidewalk with a buffered bike lane making any loading activities unacceptable.

NE 7th Ave and NE Holladay: There is no on-street parking allowed.

NE 9th Ave: Due the proposed loading spaces for the grocery store, Tri-Met Bust stop, two entrances for the below grade parking, and the proposed trash rooms, there is very limited frontage remaining for any on-street parking or loading spaces.

The current site plan is acceptable with recommended conditions of approval that limit the hours and activities for Block 92 as it relates to loading and trash. The curb cut on NE 7th shall only be used for trash/recycling activities. The loading space for this building must be located in NE Hassalo with an internal corridor. Use of the curb cut on NE 7th will be limited to non-peak hours since the vehicle will block the sidewalk and the bike lane. The applicant has stated that by using a compactor, trash/recycling will only occur on a weekly basis and should take no longer than 15 minutes.

The applicant has provided truck turning templates for all loading vehicles. PBOT can support the loading space off of NE 7th serving the Lloyd 700 building. PBOT anticipates that since the loading space will be partially located within the plaza, loading activities will also be scheduled for non-peak hours.

Given the relatively infrequent and off-peak hours for the trash/recycling activities at Block 92, and since loading vehicles for the Lloyd 700 building will be completely on the site, PBOT can support the modification to the forward ingress/egress requirement.

PBOT is supportive of the changes made to the loading spaces for blocks 100 and 101 on NE 9th as shown on the most current site plan.

*Transportation System Development Charges (Chapter 17.15)
System Development Charges (SDCs) may be assessed for this development. The applicant can receive an estimate of the SDC amount prior to submission of building permits by contacting Rich Eisenhauer at 503-823-6108.*

*Driveways and Curb Cuts (Section 17.28)
Curb cuts and driveway construction must meet the requirements in Title 17. The Title 17 driveway requirements will be enforced during the review of building permits.*

RECOMMENDATION

No objection to approval subject to the following conditions:

- 1. As a condition of building permit approval, the applicant shall record public walkway easements for the north/south (NE 8th) alignment between NE Multnomah and NE Holladay, and a full public access easement including vehicles, for the east/west private NE Hassalo between NE 7th and NE 9th. Reasonable restrictions on closing the private NE Hassalo and NE 8th for community events consistent with current PBOT public road closure policies shall be subject to PBOT approval.*
- 2. The trash/recycling pick up hours on NE 7th Avenue for Block 92 shall be limited to the hours between 10 PM and 6 AM to reduce potential conflicts with pedestrians, cyclists, and vehicles in NE 7th Avenue. The loading space for Block 92 shall be located in the private NE Hassalo and not in public right-of-way.*
- 3. The dedications and a bond and contract for the public works permit shall be a condition of building permit approval.*

The Bureau of Parks-Forestry Division responded with the following comment (Exh E-5):

- *Mitigation will be required at \$300/inch of diameter of trees removed on row minus the same for trees replanted on row.*

The Site Development Section of BDS responded with the following comment (Exh E-6):

- *Site topography. The site is relatively flat.*
- *Geotechnical. A geotechnical engineering report has been submitted with the application for the excavation and shoring partial permit for this project; permit number 12-153461-EXC-01-SD. The report includes a site specific seismic hazard study.*
- *Please direct questions to Jason Butler-Brown, at 503-823-4936.*
- *Potential Landslide Hazard Area. The site is not located in the Potential Landslide Hazard Area.*
- *Applicant: It may be determined that additional geotechnical information is required following our review of the building permit application.*
- *Floodplain. The site is not within the 100-year floodplain.*

- *Stormwater discharge and treatment. The Bureau of Environmental Services will review the project for conformance to the 2008 Stormwater Management Manual. Site Development has no concerns with the slope/building setbacks.*
- *On-Site Injection of Sanitary Effluent. Two on-site injection wells are proposed for the disposal of treated waste water. Treated water is to be reused on the site. Excess water will be routed to on-site injection wells. The wells are located below a basement level structure housing the living machine. As such, an administrative building code appeal will be required at the time of building permit for foundations to place the wells within the footprint of the structure.*
- *The injection wells include an overflow connection to the City sewer. Given this connection, it is our understanding that if the appeal was denied the excess water could be routed to the sewer without effecting this design review. Therefore, an approved building code appeal is not required prior to Site Development approval of this design review.*
- *Erosion control. Erosion prevention and sediment control requirements found in Title 10 apply to both site preparation work and development. Full compliance with the erosion control requirements of Title 10, as well as maintenance of the erosion control elements, such as silt fences on private property, storm drain inlet protection and bio bags in the public right-of-way, is the responsibility of the property owner and the builders of structures on the individual lots. Please refer to the City of Portland Erosion and Sediment Control Manual for additional information regarding erosion and sediment control requirements.*
- *The project area meets the criteria specified in City Code 10.30.030 as a Special Site with additional requirements for erosion, sediment and pollution control. An erosion control plan prepared by a Certified Professional in Erosion and Sediment Control (CPESC) or State of Oregon registered professional engineer will be required at the time of building permit application. Special inspections by the CPESC or P.E. may be required during construction.*
- *DEQ permit required: A 1200-C permit from the Oregon Department of Environmental Quality is required for construction activities including clearing, grading, excavation, and stockpiling that will disturb one or more acres and may discharge to surface waters or conveyance systems leading to surface waters of the state.*
- *Site Development has no objection to the approval of this design review and does not request any conditions of approval.*

Neighborhood Review: A Notice of Proposal in Your Neighborhood was mailed on May 3, 2013. No written responses have been received from either the Neighborhood Association or notified property owners in response to the proposal.

Prior Design Advice Requests (DAR): This project had two DAR's with the Design Commission, one on February 7, 2013 and one on March 7, 2013. Comments are summarized in Exhibits G.2 and G.3.

Prior Design Commission hearings: There were 2 hearings held for this land use review case thus far, the first on 5-23-13 and the second on 6-27-13. Both times the Commission had extensive comments on the building and landscape designs. Exhibit G.7 is a staff summary of the 5-23-13 comments and Exhibit G.16 is a staff summary of the 6-27-13 comments. Staff did not prepare a Staff Report for hearing #2 on 6-27-13 because the design did not address all concerns raised on 5-23-13. Instead, staff prepared a memo (Exhibit G.13) summarizing progress status.

ZONING CODE APPROVAL CRITERIA

Chapter 33.825, Design Review Section 33.825.010 Purpose

Design review ensures that development conserves and enhances the recognized special design values of a site or area. Design review is used to ensure the conservation, enhancement, and continued vitality of the identified scenic, architectural, and cultural values of each design district or area. Design review ensures that certain types of infill development will be compatible with the neighborhood and enhance the area. Design review is also used in certain cases to review public and private projects to ensure that they are of a high design quality.

Section 33.825.055, Design Review Approval Criteria

A design review application will be approved if the review body finds the applicant to have shown that the proposal complies with the design district guidelines.

It is important to emphasize that design review goes beyond minimal design standards and is viewed as an opportunity for applicants to propose new and innovative designs. The design guidelines are not intended to be inflexible requirements. Their mission is to aid project designers in understanding the principal expectations of the city concerning urban design.

The review body may also address aspects of a project design which are not covered in the guidelines where the review body finds that such action is necessary to better achieve the goals and objectives of design review in the Central City.

Findings: The site is designated with design overlay zoning (d), therefore the proposal requires Design Review approval. Because of the site's location, the applicable design guidelines are the Central City Fundamental and Lloyd District Special Design Guidelines.

Special Design Guidelines for the Design Zone of the Lloyd District of the Central City Plan and Central City Fundamental Design Guidelines

The Lloyd District is a unique, multi-dimensional neighborhood in the Central City, with special features and assets found nowhere else in Oregon.

With the recent completion of the Oregon Convention Center, the District now serves as the "front door for Oregon and our city." The District as a whole is emerging as a special area in the state and the region, and the way it is developed will determine its comfort and continued use.

The purpose of design review is to carry out the urban design vision for the District by emphasizing unique district assets in a manner that is respectful, creative, supportive, and compatible with all its areas. Although the District is a complex urban environment, it can become a cohesive whole with the use of these design principles.

The Central City Fundamental Design Guidelines and the River District Design Guidelines focus on four general categories. **(A) Portland Personality**, addresses design issues and elements that reinforce and enhance Portland's character. **(B) Pedestrian Emphasis**, addresses design issues and elements that contribute to a successful pedestrian environment. **(C) Project Design**, addresses specific building characteristics and their relationships to the public environment. **(D) Special Areas**, provides design guidelines for the four special areas of the Central City.

Lloyd District Design Goals

The following goals and objectives define the urban design vision for new development and other improvements in the Lloyd District

- Encourage the special distinction and identity of the Lloyd District;

- Integrate the sub-areas of the District for a visual and functional coherence of the whole; and
- Improve the safety, convenience, pleasure, and comfort of pedestrians.

Central City Plan Design Goals

This set of goals are those developed to guide development throughout the Central City. They apply within the River District as well as to the other seven Central City policy areas. The nine goals for design review within the Central City are as follows:

1. Encourage urban design excellence in the Central City;
2. Integrate urban design and preservation of our heritage into the development process;
3. Enhance the character of the Central City's districts;
4. Promote the development of diversity and areas of special character within the Central City;
5. Establish an urban design relationship between the Central City's districts and the Central City as a whole;
6. Provide for a pleasant, rich and diverse pedestrian experience for pedestrians;
7. Provide for the humanization of the Central City through promotion of the arts;
8. Assist in creating a 24-hour Central City which is safe, humane and prosperous;
9. Ensure that new development is at a human scale and that it relates to the scale and desired character of its setting and the Central City as a whole.

Staff has considered all guidelines and has addressed only those guidelines considered applicable to this project. Central City and Lloyd District Guidelines are addressed concurrently.

A1 INTEGRATE THE RIVER *Orient architectural and landscape elements including, but not limited to lobbies, entries, balconies, terraces, and outdoor areas to the Willamette River and Greenway. Develop access ways for pedestrians that provide connections to the Willamette River and Greenway.*

A1-1 CONNECT PUBLIC FACILITIES TO THE RIVER *Provide public access to, from, and along the river in a manner that connects major public use facilities in the District to the river which stimulate year-round enjoyment.*

Findings for A1, A1-1: The site is not directly adjacent to the Willamette River, which is located several blocks to the west on the opposite side of the Rose Quarter. NE Multnomah Street is a key vehicle, pedestrian and bike connector to the Eastbank Esplanade and Steel Bridge. The significant public plaza included in this project, along with the dynamic and interactive NE 8th (or NE Water Street, as it is referred to for this project) design, may become another of Lloyd District's "major public facilities" and its adjacency to NE Multnomah reinforces the guidelines' suggestion of connecting those important spaces to the river. Additionally, the entry location of Block 100 and the biasing of the large anchor retailer to NE Multnomah will help reinforce that corridor to the river. Portions higher in the buildings will have access to views toward the river (Block 101).

These guidelines are met.

A2 EMPHASIZE PORTLAND THEMES *When provided, integrate Portland-related themes with the development's overall design concept.*

A4 USE UNIFYING ELEMENTS *Integrate unifying elements and/or develop new features that help unify and connect individual buildings and different areas.*

A5 ENHANCE, EMBELLISH AND IDENTIFY AREAS *Enhance an area by reflecting the local character within the right-of-way. Embellish an area by integrating elements in*

new development that build on the area's character. Identify an area's special features or qualities by integrating them into new development.

A5-1 DEVELOP IDENTIFYING FEATURES *Encourage the inclusion of features in the design of projects that give projects identity and a sense of place or significance within the District.*

C2 PROMOTE PERMANENCE AND QUALITY IN DEVELOPMENT *Use design principles and building materials that promote quality and permanence.*

C4 COMPLEMENT THE CONTEXT OF EXISTING BUILDINGS *Complement the context of existing buildings by using and adding to the local design vocabulary.*

C5 DESIGN FOR COHERENCY *Integrate the different building and design elements including, but not limited to, construction materials, roofs, entrances, as well as window, door, sign, and lighting systems, to achieve a coherent composition.*

C10-1 USE MASONRY MATERIALS *Except for window glazing, use masonry types of materials as the predominant exterior material for building walls. Use modular stone or masonry materials on the building base or first floor of buildings whenever possible.*

C10-2 DESIGN EXTERIOR BUILDING WALLS THAT ARE TRANSPARENT IN GLAZED AREAS AND SCULPTURAL IN SURFACE *Design exterior building walls that are transparent or translucent in the glazed areas and which are textural, sculptural and articulated in surface character.*

C10-3 USE LIGHT COLORS *The use of light color values is preferred for the predominant exterior building materials. Darker value materials should be used to accent or articulate the design.*

Findings for A2, A4, A5, A5-1, C2, C4, C5, C10-1, C10-2, C10-3: The project works to develop a sense of place through the way the ground plane and landscape are treated. The use of water, sustainability, scale and active space help enhance the area, and identify that desired sense of place within the project. The goal is to not only create a vibrant and dynamic place for the residents and tenants, but to also create a destination for people from other parts of the city.

The project incorporates significant “green” components throughout, supporting the Lloyd District’s designation as an Eco-District. The expectation is that all 3 buildings will be certified LEED Platinum and the project as a whole will be certified LEED Platinum for Neighborhood Development. NE Water Street in concept is an open and visible reservoir for holding and circulating rainwater that falls on the roofs and terraces of the new buildings. Additionally the street will integrate bio-swales for treating stormwater, and a constructed wetland for handling all wastewater within the four block project. Cleansed water will be for re-use. Other strategies include district energy and heat exchange within commercial spaces, natural day lighting, rooftop solar hot water heaters, ecoroofs, and ample bike parking.

In contemplating the architectural character of the Lloyd District, many people associate it to the significant office towers (like Lloyd 700) which were described at the prior Commission hearings as “heroic modernism”; the Lloyd District is a “district of objects”. With these iconic buildings being character-defining, many of the DAR comments pushed the project to link its new buildings to Lloyd 700 and the other towers - either match the simplicity and sophistication or create a tension.

The sentiment at the last DAR was that Block 100 was a little too conventional and the program was expressed too much. The first Design Commission hearing comments on Block 92, generally, were questioning the varied moves at all facades and complicated details. And finally, Block 101 comments focused on it being more vertical, infused with the simplicity of the Lloyd towers, and having a simplified break between the tower and the sidecar. Many of the Commission suggestions

resulted in successful revisions to the building designs, though not all comments were embraced particularly the aesthetics of Block 101 being more like the modern towers of Lloyd. Block 100 improved upon its color choice from the first DAR, significantly improved the ground level, and added more rigor to the composition of its facades. Block 101 is taller, has a clearer break between the tower and the sidecar, and has a slightly simplified graphic expression, which help better express the tower's verticality and maintain simplicity. Block 92 is less complicated its composition and incorporates more higher quality materials.

The building palettes have evolved during the DAR and hearing processes to better reflect the strong "white" and bronze of the Lloyd District's iconic towers, including Lloyd 700. Establishing that strong relationship with color and texture was an important first step in acknowledging the special qualities of the Lloyd District identity and furthering it.

As encouraged by C10-1, all three building use masonry material (brick) as a primary material. In Block 92 the dark stacked bond brick appears in panels that rest on a recessed metal channel. Block 100 uses a more traditional running bond pattern to develop a series of platonic masses that are separated with dark reveals. The tower of Block 101 uses smooth limestone brick in a stacked pattern to give it a clean and referential nod to the existing Lloyd 700 building, and the sidecar uses a light limestone brick that helps tie back to Blocks 92 and 100. Fiber cement is minimized greatly from the original proposal. Additionally, in its limited application, it has a clean installation – it has a smooth finish, there are no exposed fasteners, and it turns few corners.

The transparency provided for retail, residential and commercial space is incorporated into all of the projects of this development. NE 9th Avenue is the one best street for service functions and was therefore a big focus of the review process in terms of improving its pedestrian orientation. Service doors were squeezed, programs were pushed, the driveway walls and lighting are now designed, and canopies were introduced, all to improve the experience of walking the 2 blocks at NW 9th Avenue.

Overall the building materials meet quality and permanence expectations – clear glass, metal clad wood windows, aluminum storefront, glass canopies, real wood soffits, brick, composite metal panel (metal panel adhered to a honeycomb backing with a rout and return on the edges), and very limited areas of fiber cement.

These guidelines could are met.

A3 RESPECT THE PORTLAND BLOCK STRUCTURES *Maintain and extend the traditional 200-foot block pattern to preserve the Central City's ratio of open space to built space. Where superblocks exist, locate public and/or private rights-of-way in a manner that reflects the 200-foot block pattern, and include landscaping and seating to enhance the pedestrian environment.*

A5-7 INTEGRATE THE CIVIC CAMPUS INTO THE LLOYD DISTRICT *Integrate the Civic Campus into the Lloyd District in a manner that provides a cohesive link westerly to the river and easterly to the core of the Lloyd District. Extend the Holladay Street pedestrian project to an active terminus overlooking the Willamette River. Link river overlooks, open spaces and trails into a unified system to and along the riverfront wherever possible; create clear pedestrian connections to the riverfront; and encourage and enhance visual and physical corridors to river viewpoints and amenities. Provide safe and attractive vehicular/pedestrian access through the area that connects with*

development patterns in surrounding sub-districts. Integrate bridge and freeway access ramps into the arterial streets circulation pattern.

Findings for A3, A5-7: The project takes a four block Superblock and quarters it into four standard Portland blocks of roughly 200 ft by 200 ft. The new streets/pathways that create these four new blocks are in alignment with NE Water Street in the north/south orientation and NE Hassalo in the east/west orientation. Each will have its own identity – NE Water Street is for pedestrian and bike traffic only and heavily landscaped to showcase the project’s green technologies, and NE Hassalo will follow some of the Lloyd District street standards, but have its own identity with distinctive streetlights and paving. Both connections are sized to match the width of the typical Lloyd District street grid. The hope for future development of other Superblocks nearby is that, as with this project, the Lloyd District Street grid is re-established to increase permeability and connectivity throughout this district. NE Multnomah Street is a key vehicle, pedestrian and bike connector to the Eastbank Esplanade and Steel Bridge. This project provides an active edge to help reinforce that corridor to the River as a continuum.

These guidelines are met.

A3-1 SUPPORT A CONVENIENT PEDESTRIAN LINKAGE THROUGH THE SUPERBLOCKS BETWEEN THE CONVENTION CENTER AND LLOYD CENTER

Provide and support a convenient pedestrian linkage through the superblocks between the Oregon Convention Center at NE Martin Luther King Blvd. and NE Oregon to the Lloyd Center at NE Multnomah and 9th.

A5-2 ACCOMMODATE OR INCORPORATE UNDERGROUND UTILITY SERVICE

Accommodate or incorporate underground utility service to development projects.

A5-8 INTEGRATE THE LLOYD CENTER SHOPPING CENTER INTO THE LLOYD DISTRICT

Through inviting pedestrian access and clear visual connections for both vehicles and people, integrate by linking the Lloyd Center with residential areas to the east and west, office areas along Multnomah Street, Holladay Park and Holladay Street transit stops. Improve and extend the Center’s pedestrian access to the north.

Establish pedestrian access through the shopping center that connects with development in surrounding subdistricts.

A8 CONTRIBUTE TO A VIBRANT STREETScape *Integrate building setbacks with adjacent sidewalks to increase the space for potential public use. Develop visual and physical connections into buildings’ active interior spaces from adjacent sidewalks. Use architectural elements such as atriums, grand entries and large ground-level windows to reveal important interior spaces and activities.*

B1-1 PROTECT PEDESTRIAN AREAS FROM MECHANICAL EXHAUST *Incorporate mechanical exhausting systems in a manner that does not detract from the quality of the pedestrian environment.*

B1-2 INCORPORATE ADDITIONAL LIGHTING *Incorporate project lighting in a manner that reinforces the pedestrian environment and which provides design continuity to an area by enhancing the drama and presence of architectural features.*

B2 PROTECT THE PEDESTRIAN *Protect the pedestrian environment from vehicular movement. Develop integrated identification, sign, and sidewalk-oriented night-lighting systems that offer safety, interest, and diversity to the pedestrian. Incorporate building equipment, mechanical exhaust routing systems, and/or service areas in a manner that does not detract from the pedestrian environment.*

C1-1 INTEGRATE PARKING *Integrate parking in a manner that is attractive and complementary to the site and its surroundings. Design parking garage exteriors to visually respect and integrate with adjacent buildings and environment.*

C3-2 ORIENT DEVELOPMENT ALONG THE LLOYD DISTRICT’S EASTERN EDGE TOWARD ADJACENT NEIGHBORHOODS *Design new projects along the eastern edge of*

the District so that they relate to the neighborhood through building orientation, building design and opportunities for public access.

C12 INTEGRATE EXTERIOR LIGHTING *Integrate exterior lighting and its staging or structural components with the building's overall design concept. Use exterior lighting to highlight the building's architecture, being sensitive to its impacts on the skyline at night.*

Findings for A3-1, A5-2, A5-8, A8, B1-1, B1-2, B2, C1-1, C3-2, C12: The project is so successful in creating a very pedestrian-oriented project, a type of project critical for the Lloyd District. Both NE Water and Hassalo will be important in re-establishing lost connections. They include wide pathways for pedestrians and a generous crossing at NE Water and Hassalo. The plaza provides opportunities to rest and gather; it offers a significant amenity that people from the neighborhood and beyond can enjoy.

Much of the ground level at all buildings will be vibrant and contribute to the pedestrian experience. The residential units have ample separation from the walkways, but the space between is well designed. Retail is abundant, especially at corners.

Mechanical exhaust systems are primarily located on the roof away from the pedestrian environment. Ground floor retail ventilation louvers are located above the retail canopies along each street frontage. Louvers for each of the apartments are integrated into the building's window systems. And, below-grade parking exhaust is tied to the CO2 monitoring and the point of discharge happens at least 10 feet above the pedestrian zone.

Lighting was a big consideration in the landscape design. Aside from the required twin ornamentals at the four public streets, three different light fixtures are part of the landscape design. All three respond to the different needs of the open spaces with which they are associated and will add to a quality experience of these spaces at night.

An important aspect of this project in contributing to a vibrant streetscape is that all parking is below-grade. Compared to existing conditions, this is a significant improvement. The solution for treating the ground level was a comprehensive solution, meaning the underground parking is shared so that each building does not need its own individual parking entrance. This is helpful with the street classifications of the surrounding streets (NE Multnomah is a Bikeway, NE 7th is a Streetcar line, NE Holladay is the MAX line) and the fact that the project proposes a pedestrian/bike only connection at NE Water and NE Hassalo as a quiet residential street. This leaves a big service burden on NE 9th. NE 9th is not inconsequential, though. It has bus service, it is a City Walkway, and the Lloyd Center Mall is at NE 9th and Multnomah northeast of this site. While the development directly to the east is void of any ground level activity, it could be improved at anytime in the future. The guidelines suggest NE Multnomah and 9th is a destination. And, they also suggest there will be pedestrian traffic coming from the east and south to NE 9th. For these reasons it was important that NE 9th be as successful as possible, which is evident with the various changes at the ground levels of both buildings fronting NE 9th.

These guidelines are met.

A3-2 MAKE SUPERBLOCK PLAZAS INVITING AND EASILY ACCESSIBLE FROM HOLLADAY STREET *Make superblock plazas and public spaces in superblocks fronting on Holladay Street inviting and easily accessible from Holladay Street. Public spaces*

should be visually connected to Holladay Street. Public/private spaces are also encouraged to be visually connected with adjacent public improvements.

Findings for A3-2: The project creates a pedestrian/bike connection from NE Holladay to NE Multnomah that is a working landscape for rainwater harvesting, and stormwater and wastewater treatment. The path moving to the north from NE Holladay Street opens up to a public plaza, which occurs at the front of Lloyd 700 helping create a new threshold to the existing office building. Given the existing footprint of the Lloyd 700 Building, the requirement for building lines at NE Holladay, and the introduction of Streetcar at NE 7th Avenue, the proposed public plaza is perfectly situated. By designing a welcoming entry to NE Water Street at Holladay, pedestrians will be comfortable accessing the site and enjoying the outdoor spaces provided or walking through to their destination.

This guideline is met.

A5-3 INCORPORATE WORKS OF ART *Incorporate works of art into development projects.*

Findings for A5-3: Despite strong encouragement at all Commission proceedings for the incorporation of art, including a possible significant work of art in the plaza, this project does not yet include art. Considering the incorporation of art within this project still remains a worthy endeavor and the applicant continues to maintain art is very possible.

This guideline does not apply.

A5-4 INCORPORATE WATER FEATURES *Enhance the quality of major public spaces by incorporating water features.*

A5-6 INCORPORATE LANDSCAPING AS AN INTEGRAL ELEMENT OF DESIGN *Incorporate landscaping as an integral element of design which is supportive of both the built and natural environment.*

Findings for A5-4, A5-6: Water Street is a working system to harvest and treat rainwater, and treat and re-use wastewater. The water level in those areas designated for water will rise and fall with seasons, but will always have some amount of water exposed as an environmental amenity for those passing by or enjoying the public outdoor spaces. The use of water in this project is significant and fully integrated into the landscape design.

The landscape design is the significant public amenity of this project. Varied outdoor spaces are offered to the public, residents and tenants to achieve a variety of activities – rest, play, gather, walk, bike, etc. The public spaces are designed with similar themes, materials and details, and the private outdoor spaces incorporate some of that identity. Through the Design Review process, the outdoor spaces better relate to and react to the adjacent building uses to provide the right amount of buffer, enclosure and fluidity.

These guidelines are met.

A5-5 USE PUBLIC RIGHT-OF-WAY DESIGN CRITERIA ESTABLISHED FOR THE LLOYD DISTRICT *Use the public right-of-way design criteria as established and administered by the City Engineer especially for the Lloyd District from the adopted “Lloyd District Transportation Capital Improvements – District-Wide Design Criteria”.*

Findings for A5-5: The project proposes standard right-of-way design criteria established for the Lloyd District at all four public streets – NE 7th and 9th Avenues and NE Holladay and Multnomah Streets.

This guideline is met.

A6 RE-USE / REHABILITATE / RESTORE BUILDINGS *Where practical, reuse, rehabilitate, and restore buildings and/or building elements.*

C3 RESPECT ARCHITECTURAL INTEGRITY *Respect the original character of an existing building when modifying its exterior. Develop vertical and horizontal additions that are compatible with the existing building, to enhance the overall proposal's architectural integrity.*

Findings for A6, C3: The existing 16-story office building in the northwest quadrant of the site, Lloyd 700, has a very strong presence in the district, and will be equally strong as part of a new ensemble of buildings on this Superblock. It will remain an office building with ground level retail. Lloyd 700 in many ways gets a new front door with the creation of a new outdoor public plaza at its south face. As such, this new entry, as well as the NE Multnomah entry, will receive new steel and glass canopies. The detailing of the canopies and their relationship to the building's architecture was improved with the revisions made during Design Review. All ground level storefront glass will be replaced with new clear, insulated glass – the existing storefront mullions will remain. Clear glass at the ground level of the office building supports the vitality of the building's retail tenants.

The parking pavilion building design now relates to Lloyd 700, and is similar to the architectural expression of the new Lloyd 700 entry canopies. The identity of the pavilion building was questioned through the process, starting with a desire to eliminate the need for a separate pavilion building. Though a detailed study that considered the pavilion's relationship to various components of the project, it makes sense for the pavilion to be of the Lloyd 700 ensemble and its current design makes it a less obvious element than other iterations.

The existing trash and loading functions are inefficient and circuitous, which is the impetus to incorporate loading and trash elsewhere as part of the proposed redevelopment. A study of loading/trash locations was a focus of this review and the outcome of preserving the southwest corner of the ground level for retail is a great improvement. And, the proposed tilt-up doors at the trash room will have the appearance of a continuation of the consistent storefront.

These guidelines are met.

A7 ESTABLISH AND MAINTAIN A SENSE OF URBAN ENCLOSURE *Define public rights-of-way by creating and maintaining a sense of urban enclosure.*

Findings: There is no enclosure at the site today, as the site was developed with a surface/structured parking lot for a majority of the Superblock. The proposed development provides strong and continuous façades facing NE Multnomah and Holladay Streets, and NE 7th and 9th Avenues (with the exception of the new plaza, which is encouraged through several other guidelines and standards). NE Water and Hassalo Streets, the new connections through the development, have continuous facades of residential and commercial uses that further strengthen the sense of urban enclosure.

This guideline is met.

B1 REINFORCE AND ENHANCE THE PEDESTRIAN SYSTEM *Maintain a convenient access route for pedestrian travel where a public right-of-way exists or has existed. Develop and define the different zones of a sidewalk: building frontage zone, street furniture zone, movement zone, and the curb. Develop pedestrian access routes to supplement the public right-of-way system through superblocs or other large blocks.*

B3 BRIDGE PEDESTRIAN OBSTACLES *Bridge across barriers and obstacles to pedestrian movement by connecting the pedestrian system with innovative, well-marked crossings and consistent sidewalk designs.*

B3-1 PROVIDE PEDESTRIAN CROSSINGS SPACED AT TRADITIONAL ONE-BLOCK INTERVALS *Provide and design for pedestrian crossings spaced at traditional one-block intervals where deemed safe and appropriate by the City Engineer.*

Findings for B1, B3, B3-1: The project certainly enhances pedestrian access through the creation of two new connections that will be privately owned (but have public access easements as required per Chapter 33.293) to continue the original 200 ft x 200 ft City grid. The north/south axis at NE Water Street is pedestrian/bike only and continues the pedestrian circulation provided on the Oregon Square Superblock to the south. The east/west axis at NE Hassalo is mixed like NE Pacific Street at the Oregon Square Superblock; it will be very similar to a typical local service right-of-way with 2 lanes of traffic, on-street parking, loading opportunities, sidewalks, street lights and street trees.

Where deemed safe by the City Engineer the traditional one-block intervals already exist at the four abutting public streets. No new crossings at those four streets will be required with the development of this project. The new crossing proposed at the intersection of NE Water Street and NE Hassalo Street will integrate a change of material and pattern and utilize a speed table to slow vehicular traffic and create a safe pedestrian crossing.

These guidelines are met.

B4 PROVIDE STOPPING AND VIEWING PLACES *Provide safe, comfortable places where people can stop, view, socialize and rest. Ensure that these places do not conflict with other sidewalk uses.*

B5 MAKE PLAZAS, PARKS, AND OPEN SPACE SUCCESSFUL *Orient building elements such as main entries, lobbies, windows, and balconies to face public parks, plazas, and open spaces. Where provided, integrate water features and/or public art to enhance the public open space. Develop locally oriented pocket parks that incorporate amenities for nearby patrons.*

C6 DEVELOP TRANSITIONS BETWEEN BUILDINGS AND PUBLIC SPACES *Develop transitions between private development and public open space. Use site design features such as movement zones, landscape elements, gathering places, and seating opportunities to develop transition areas where private development directly abuts a dedicated public open space.*

Findings for B4, B5, C6: This project is a vast improvement over what has been in place here since the 1970's. The current configuration has a significant amount of surface parking, does not facilitate pedestrian movement through the site, and does not showcase its iconic building that is a large part of what has become the Lloyd District character. With the introduction of NE Water and Hassalo Streets, a significant public plaza, and undergrounding of all the parking, this project corrects past mistakes. The new plaza and added pedestrian circulation will offer plenty of opportunities for rest, play, and education within the project and connectivity through the District.

The concepts for NE Water Street are to encourage public interpretation, and put “science on display”, where the landscape is functional and is helping tell a story about eco-district solutions. Additionally, seating opportunities are created outside major retail spaces to help activate the street. In a District where there are streets with heavy traffic, like NE Multnomah Street, and considerable expanses of pavement and large sites, the idea of water and landscape is a welcome addition. The transition from NE Water to the adjacent residences is thoughtful and successful – it softens the edge between the two uses and creates quite a comfortable interaction between public and private.

The trickle filters are necessary, but very significant elements situated at the west side of NE Water Street where NE Water meets NE Multnomah. They are an entry element for those traveling south into the development. To improve their utilitarian appearance, they will have a higher quality wrap painted red that relates to the red elevator cab at the project’s other Lloyd 700 site element. And, to further their identity as designed objects a high quality stainless steel wrap with a custom organic pattern is planned for each large drum. Though it was encouraged to study varied heights or a more random placement, the four drums are orderly and of the same height. Finally, to avoid the trickle filters from becoming too functional-looking, the areas to service the drums are hidden with a continuous hinge.

NE Hassalo is a more traditional street. It will be a quiet street given the only NE 7th traffic can be from the south due to the Streetcar platform and the fact that Hassalo will not extend beyond NE 7th or 9th for the foreseeable future. The street provides for pleasant passage, and allows the vocabulary of NE Water Street to layover its surface.

The public plaza provided at the Lloyd 700 forecourt is significant for this Superblock and the larger District. The two main spaces serve different purposes and, as such, will provide various opportunities for tenants, residents and the general public to enjoy; though, through review they are more interrelated in their design and surface treatment to ensure continuity through all open spaces (including the at-grade loading area which started out too separated from the larger open space). The materials and details are rich and support the project’s larger open space palette.

Overall, canopies, courtyards and changes in materials help transition between private and public spaces at both NE Water and Hassalo Streets and the plaza. Lighting is orderly, simplified and will provide the right amount of light for the uses within the differing spaces.

These guidelines are met.

B6 DEVELOP WEATHER PROTECTION *Develop integrated weather protection systems at the sidewalk-level of buildings to mitigate the effects of rain, wind, glare, shadow, reflection, and sunlight on the pedestrian environment.*

B6-1 PROVIDE PEDESTRIAN RAIN PROTECTION *Protection is encouraged at the ground level of all new and rehabilitated commercial buildings located adjacent to primary pedestrian routes. In required retail opportunity areas, rain protection is strongly recommended.*

Findings for B6, B6-1: Ample weather protection will be provided for pedestrians walking alongside the four buildings through a series of overhead canopies at all frontages, including NE Hassalo and Water Streets. Though, the protection at NE

Water Street is primarily for the residents due to the separation of the buildings from the street with deep landscaped areas. Lloyd 700 already has a generous overhang at the ground level around the entire building perimeter. To announce Lloyd 700's main lobby entries at NE Multnomah and the public plaza, the project includes 2 new generous canopies. At the ground level of the new buildings, canopies are at least overhead all public entries and large expanses of retail storefronts. And, private residences have canopies and/or recesses at their front doors.

These guidelines are met.

B7 INTEGRATE BARRIER-FREE DESIGN *Integrate access systems for all people with the building's overall design concept.*

Findings: All spaces in the buildings and outdoors have been designed for barrier-free access, including accessible routes to each apartment. Vertical circulation via public elevators provides barrier-free routes from below-grade to above-grade areas.

This guideline is met.

C1-2 INTEGRATE SIGNS *Carefully place signs and sign supports on and for buildings to integrate with the scale, color and articulation of the building design. Avoid large, excessively illuminated or freestanding signs that contribute to visual clutter. Demonstrate how signage is one of the design elements of a new or rehabilitation project and has been coordinated by the project designer/architect. Submit a master signage program as a part of every Design Review application. Incorporate signage that compliments and supports the pedestrian scale and use of the Broadway/Weidler Corridor and Holladay Street. While recognizing the dimensional provisions in the Code, size and scale of signs should be moderated in these pedestrian-oriented areas.*

C13 INTEGRATE SIGNS *Integrate signs and their associated structural components with the building's overall design concept. Size, place, design, and light signs to not dominate the skyline. Signs should have only a minimal presence in the Portland skyline.*

Findings: The submittal states, "The project will develop standards for approval that will set the tone and materiality of the signage so that it offers opportunity for personalization and brand, but also have a cohesive feel to the architecture of the specific building." Signs having a cohesive feel to the architecture is strongly encouraged when signs are being contemplated. The application, though, does not propose sign designs or locations.

These guidelines do not apply.

C1 ENHANCE VIEW OPPORTUNITIES *Orient windows, entrances, balconies and other building elements to surrounding points of interest and activity. Size and place new buildings to protect existing views and view corridors. Develop building façades that create visual connections to adjacent public spaces.*

C2-1 MAXIMIZE VIEW OPPORTUNITIES *Maximize view opportunities.*

C7 DESIGN CORNERS THAT BUILD ACTIVE INTERSECTIONS *Use design elements including, but not limited to, varying building heights, changes in façade plane, large windows, awnings, canopies, marquees, signs and pedestrian entrances to highlight building corners. Locate flexible sidewalk-level retail opportunities at building corners. Locate stairs, elevators, and other upper floor building access points toward the middle of the block.*

Findings for C1, C2-1, C7: Each block of the development has different view opportunities. Attention has not only been paid to view opportunities outside the development but also within the development, whether across a roof garden, or onto the street.

- Block 92 will have views mostly to the west toward the convention center spires. A roof top garden is put on the highest level to maximize those views.
- Block 100 takes advantage of more close in views focusing on the streetscape, while at the same time having framed view opportunities of the public plaza and NE Water Street from the 2nd and 5th floor amenity areas.
- Block 101 will have expansive views, given the low heights of Blocks 92 and 100. Balconies at upper floor units and the top floor common amenity deck will have some of the best views in town.

Not only do these guidelines focus on views of the skyline and City surroundings, but C1 also focuses on “visual connections to adjacent public spaces” at the ground level. From the beginning most all of the ground levels succeeded in activating the open spaces; ground level areas where the project improved most during review include: moving loading away from the Lloyd 700 southwest corner, shifting program at the east elevations of Blocks 100 and 101, and opening up the northeast corner of Block 100.

These guidelines are met.

C6-1 STEP BACK UPPER BUILDING FLOOR ALONG HOLLADAY STREET *Along Holladay Street from 1st to 13th Avenues, locate building bases along the build-to lines while setting upper floors of tall buildings back from the street.*

C8 DIFFERENTIATE THE SIDEWALK LEVEL OF THE BUILDINGS *Differentiate the sidewalk-level of the building from the middle and top by using elements including, but not limited to, different exterior materials, awnings, signs, and large windows.*

C9 DEVELOP FLEXIBLE SIDEWALK-LEVEL SPACES *Develop flexible spaces at the sidewalk-level of buildings to accommodate a variety of active uses.*

Findings for C6-1, C8, C9: The sidewalk levels of the buildings have been differentiated by a combination of design elements. The apartment lobbies and retail spaces have full height storefront windows with integrated canopies and concrete and/or metal panel wall segments. Blocks 92 and 101 have residential walk-up units that are slightly elevated from the sidewalk and create an entry porch to help further differentiate them from the sidewalk level.

Retail frontage is developed to specifically maximize flexibility so that future space can be subdivided in a multitude of ways. Other opportunities are created with ins and outs of the building at the sidewalk level to allow for outdoor seating and gathering spilling out from the commercial spaces.

Blocks 92 and 101 front on NE Holladay Street. Block 92 is only 6 levels high, and though it does differentiate the base with material and articulation, it is not necessary to step back upper floors as C9 suggests; C9 is more pertinent to tall tower buildings. Block 101, the one tower building proposed, is generally built out to the property line at the 20'-tall retail base. At the second floor the building steps back 8' to create a reveal between the base and the tower above. Additionally the tower portion on this frontage is slightly rotated to give an even greater perceived step back.

These guidelines are met.

C10 INTEGRATE ENCROACHMENTS *Size and place encroachments in the public right-of-way to visually and physically enhance the pedestrian environment. Locate permitted skybridges toward the middle of the block, and where they will be physically unobtrusive. Design skybridges to be visually level and transparent.*

Findings: Canopies and balconies encroach into the public right-of-way in various locations. All are logically placed and are integrated into with their respective building with regard to attachment, materials and proportions. Their main intent for the public realm is to add vitality, depth and pattern to the exterior of the building.

This guideline is met.

C11 INTEGRATE ROOFS AND USE ROOFTOPS *Integrate roof function, shape, surface materials, and colors with the building's overall design concept. Size and place rooftop mechanical equipment, penthouses, other components, and related screening elements to enhance views of the Central City's skyline, as well as views from other buildings or vantage points. Develop rooftop terraces, gardens, and associated landscaped areas to be effective storm water management tools.*

Findings for C11: This entire project clearly took into consideration the use and design of rooftops.

- Block 92 has a garden for rest and gathering at the top floor, while the roof level of this building has an eco-roof to capture rainwater and enhance the top of the building for those looking down upon it. Mechanical equipment/vents/screens are minimal.
- Block 100 has an elevated large 2nd floor outdoor space with private patios, and a smaller amenity deck at the 5th floor. The roof has organized rows of solar hot water heaters. Again, mechanical equipment/vents/screens are minimal.
- On Block 101 the lower levels have eco-roofs and terraces while the upper level has been sculpted with a sloped silhouette to add something to the skyline. A rooftop amenity floor with an associated terrace is programmed to let the residents take advantage of expansive views to the south, east and west.

This guideline is met.

Chapter 33.825, Design Review

Section 33.825.040 Modification Requests

33.825.040 Modifications That Will Better Meet Design Review Requirements:

The review body may consider modification of site-related development standards, including the sign standards of Chapters 32.32 and 32.34 of the Sign Code, as part of the design review process. These modifications are done as part of design review and are not required to go through the adjustment process. Adjustments to use-related development standards (such as floor area ratios, intensity of use, size of the use, number of units, or concentration of uses) are required to go through the adjustment process. Modifications that are denied through design review may be requested as an adjustment through the adjustment process. The review body will approve requested modifications if it finds that the applicant has shown that the following approval criteria are met:

- A. Better meets design guidelines.** The resulting development will better meet the applicable design guidelines; and
- B. Purpose of the standard.** On balance, the proposal will be consistent with the purpose of the standard for which a modification is requested.

The following two modifications are requested:

1. **Ground Floor Windows, 33.130.230, at Block 101.** This standard applies to the 3 new buildings at each ground level façade. The standard requires 50% of the ground level length and 25% of the ground level wall area to be qualifying window features.
 - **Block 101:** The standard is not met at NE 9th, only 28% of the building's length provides windows instead of 50%.

Purpose of the standard: In the Central City plan district, blank walls on the ground level of buildings are limited in order to:

- *Provide a pleasant, rich, and diverse pedestrian experience by connecting activities occurring within a structure to adjacent sidewalk areas;*
- *Encourage continuity of retail and service uses;*
- *Encourage surveillance opportunities by restricting fortress-like facades at street level; and*
- *Avoid a monotonous pedestrian environment.*

Findings: An important aspect of this project in contributing to a vibrant streetscape is that all parking is below-grade. Compared to existing conditions, the proposal is a significant improvement. The solution for treating the ground level was a comprehensive solution, meaning the underground parking is shared so that each building does not need its own individual parking entrance. This is helpful with the street classifications of the surrounding streets (NE Multnomah is a Bikeway, NE 7th is a Streetcar line, NE Holladay is the MAX line) and the fact that the applicant designed a pedestrian/bike only connection at NE Water and NE Hassalo is a quiet residential street. This leaves a big service burden on NE 9th. NE 9th is not inconsequential, though. It has bus service, it is a City Walkway, and the Lloyd Center Mall is at NE 9th and Multnomah northeast of this site. While the development directly to the east is void of any ground level activity, it could be improved at anytime in the future. The guidelines suggest NE Multnomah and 9th is a destination. And, they also suggest there will be traffic coming from the east and south to NE 9th. For these reasons it was important that NE 9th be as successful as possible, which is evident with the various changes at the ground levels of both buildings fronting NE 9th. Block 100 has reoriented the retail loading to get more retail square footage at the northeast corner, lightened the ground level materials at the service area, turned more retail to NE 9th at the southeast corner, considered the design of the walls and lighting at the garage entry, and overall squeezed the service area as much as possible. Block 101 introduced a residential lobby entry at NE 9th and added color, turned more retail to NE 9th at the southeast corner and added a door and canopy, moved the fire command center, and (overall) squeezed the service area as much as possible. Due to these various NE 9th improvements and considering the project in aggregate (including all parking underground and the remainder of the ground levels being fully active), the approval criteria are met.

2. **Loading, 33.266.310 F.2., at Block 92 and Lloyd 700.** Loading facilities that abut a streetcar alignment (NE 7th) must be designed so that vehicles enter and exit the site in a forward motion. The loading facilities proposed at Block 92 and Lloyd 700 require that vehicles enter the site in a backward motion.

Purpose of the standard: A minimum number of loading spaces are required to ensure adequate areas for loading for larger uses and developments. These regulations ensure that the appearance of loading areas will be consistent with that of parking areas. The regulations ensure that access to and from loading facilities will not have a

negative effect on the traffic safety or other transportation functions of the abutting right-of-way.

Findings: Portland Transportation/Development Review has reviewed the application for its potential impacts regarding the public right-of-way, traffic impacts and conformance with adopted policies, street designations, Title 33, Title 17, and for potential impacts upon transportation services.

The current site plan is acceptable with recommended conditions of approval that limit the hours and activities for Block 92 as it relates to loading and trash. The Block 92 curb cut on NE 7th shall only be used for trash/recycling activities. The loading space for this building must be located in NE Hassalo with an internal corridor. Use of the Block 92 curb cut on NE 7th will be limited to non-peak hours since the vehicle will block the sidewalk and the bike lane. The applicant has stated that by using a compactor, trash/recycling will only occur on a weekly basis and should take no longer than 15 minutes.

The applicant has provided truck turning templates for all loading vehicles. PBOT can support the loading space off of NE 7th serving the Lloyd 700 building. PBOT anticipates that since the loading space will be partially located within the plaza, loading activities will also be scheduled for non-peak hours.

Given the relatively infrequent and off-peak hours for the trash/recycling activities at Block 92, and since loading vehicles for the Lloyd 700 building will be completely on the site, PBOT can support the Modifications to the forward ingress/egress requirement.

The approval criteria are met with the following Condition of Approval: The trash/recycling pick up hours on NE 7th Avenue for Block 92 shall be limited to the hours between 10 PM and 6 AM to reduce potential conflicts with pedestrians, cyclists, and vehicles in NE 7th Avenue. The loading space for Block 92 shall be located in the private NE Hassalo and not in public right-of-way.

DEVELOPMENT STANDARDS

Unless specifically required in the approval criteria listed above, this proposal does not have to meet the development standards in order to be approved during this review process. The plans submitted for a building or zoning permit must demonstrate that all development standards of Title 33 can be met, or have received an Adjustment or Modification via a land use review prior to the approval of a building or zoning permit.

CONCLUSIONS

This project is a vast improvement over what has been in place here since the 1970's. The current configuration has a significant amount of surface parking, does not facilitate pedestrian movement through the site, and does not showcase its iconic building that is a large part of what has become the Lloyd District character. With the introduction of NE Water and Hassalo Streets, a significant public plaza, and undergrounding of all the parking, this project corrects past mistakes. The new plaza and added pedestrian circulation will offer plenty of opportunities for rest, play, and education within the project and connectivity through the District.

Three new buildings offering this significant amount of residential and retail uses is needed in the Lloyd District and can easily change the dynamic of the neighborhood.

This will be a hugely successful project for not only the Lloyd District, but for its neighbors and the Central City as a whole.

TENTATIVE STAFF RECOMMENDATION

(May be revised upon receipt of new information at any time to the Design Commission decision)

Staff recommends approval.

The following conditions of approval are recommended:

1. As a condition of building permit approval, the applicant shall record public walkway easements for the north/south (NE 8th) alignment between NE Multnomah and NE Holladay, and a full public access easement including vehicles, for the east/west private NE Hassalo between NE 7th and NE 9th. Reasonable restrictions on closing the private NE Hassalo and NE 8th for community events consistent with current PBOT public road closure policies shall be subject to PBOT approval.
2. The trash/recycling pick up hours on NE 7th Avenue for Block 92 shall be limited to the hours between 10 PM and 6 AM to reduce potential conflicts with pedestrians, cyclists, and vehicles in NE 7th Avenue. The loading space for Block 92 shall be located in the private NE Hassalo and not in public right-of-way.
3. The dedications and a bond and contract for the public works permit shall be a condition of building permit approval.

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Procedural Information. The application for this land use review was submitted on March 14, 2013, and was determined to be complete on April 4, 2013.

Zoning Code Section 33.700.080 states that Land Use Review applications are reviewed under the regulations in effect at the time the application was submitted, provided that the application is complete at the time of submittal, or complete within 180 days. Therefore this application was reviewed against the Zoning Code in effect on March 14, 2013.

ORS 227.178 states the City must issue a final decision on Land Use Review applications within 120-days of the application being deemed complete. The 120-day review period may be waived or extended at the request of the applicant. In this case, the applicant extend the 120-day review period. The 120-day review period was extended twice 1. from 5-23-13 to 6-27-13 (Exhibit G.6) and 2. from 6-27-13 to 7-25-13 (Exhibit G.15). If not extended further the 120-day clock will expire on: **October 4, 2013.**

Some of the information contained in this report was provided by the applicant. As required by Section 33.800.060 of the Portland Zoning Code, the burden of proof is on the applicant to show that the approval criteria are met. The Bureau of Development Services has independently reviewed the information submitted by the applicant and has included this information only where the Bureau of Development Services has determined the information satisfactorily demonstrates compliance with the applicable approval criteria. This report is the recommendation of the Bureau of Development Services with input from other City and public agencies.

This report is not a decision. The review body for this proposal is the Design Commission who will make the decision on this case. This report is a recommendation to the Design Commission by the Bureau of Development Services. The review body may adopt, modify, or reject this recommendation. The Design Commission will make a decision about this proposal at the hearing or will grant a continuance. Your comments to the Design Commission can be mailed, c/o the Design Commission, 1900 SW Fourth Ave., Suite 5000, Portland, OR 97201 or faxed to 503-823-5630.

You will receive mailed notice of the decision if you write a letter received before the hearing or testify at the hearing, or if you are the property owner or applicant. You may review the file on this case by appointment at the Development Services Building, 1900 SW Fourth Ave., Suite 5000, Portland, OR 97201.

Appeal of the decision. The decision of the Design Commission may be appealed to City Council, who will hold a public hearing. If you or anyone else appeals the decision of the review body, only evidence previously presented to the review body will be considered by the City Council.

Who can appeal: You may appeal the decision only if you write a letter which is received before the close of the record for the hearing, if you testify at the hearing, or if you are the property owner/applicant. **Appeals must be filed within 14 days of the decision. An appeal fee of \$5,000.00 will be charged.**

Additional information on how to file and the deadline for filing an appeal will be included with the decision. Assistance in filing the appeal and information on fee waivers are available from the Bureau of Development Services in the Development Services Center, 1900 SW Fourth Ave., First Floor. Neighborhood associations recognized by the Office of Neighborhood Involvement may qualify for a waiver of the appeal fee provided that the association has standing to appeal. The appeal must contain the signature of the Chair person or other person authorized by the association, confirming the vote to appeal was done in accordance with the organization's bylaws.

Neighborhood associations, who wish to qualify for a fee waiver, must complete the Type III Appeal Fee Waiver Request for Organizations Form and submit it prior to the appeal deadline. The Type III Appeal Fee Waiver Request for Organizations Form contains instructions on how to apply for a fee waiver, including the required vote to appeal.

Recording the final decision.

If this Land Use Review is approved the final decision must be recorded with the Multnomah County Recorder. A few days prior to the last day to appeal, the City will mail instructions to the applicant for recording the documents associated with their final land use decision.

- *Unless appealed*, The final decision may be recorded.
- A building or zoning permit will be issued only after the final decision is recorded.

The applicant, builder, or a representative may record the final decision as follows:

- By Mail: Send the two recording sheets (sent in separate mailing) and the final Land Use Review decision with a check made payable to the Multnomah County Recorder to: Multnomah County Recorder, P.O. Box 5007, Portland OR 97208. The recording fee is identified on the recording sheet. Please include a self-addressed, stamped envelope.

- In Person: Bring the two recording sheets (sent in separate mailing) and the final Land Use Review decision with a check made payable to the Multnomah County Recorder to the County Recorder's office located at 501 SE Hawthorne Boulevard, #158, Portland OR 97214. The recording fee is identified on the recording sheet.

For further information on recording, please call the County Recorder at 503-988-3034
For further information on your recording documents please call the Bureau of Development Services Land Use Services Division at 503-823-0625.

Expiration of this approval. An approval expires three years from the date the final decision is rendered unless a building permit has been issued, or the approved activity has begun.

Where a site has received approval for multiple developments, and a building permit is not issued for all of the approved development within three years of the date of the final decision, a new land use review will be required before a permit will be issued for the remaining development, subject to the Zoning Code in effect at that time.

Applying for your permits. A building permit, occupancy permit, or development permit must be obtained before carrying out this project. At the time they apply for a permit, permittees must demonstrate compliance with:

- All conditions imposed here.
- All applicable development standards, unless specifically exempted as part of this land use review.
- All requirements of the building code.
- All provisions of the Municipal Code of the City of Portland, and all other applicable ordinances, provisions and regulations of the city.

The Bureau of Development Services is committed to providing equal access to information and hearings. Please notify us no less than five business days prior to the event if you need special accommodations. Call 503-823-7300 (TTY 503-823-6868).

Kara Fioravanti
July 19, 2013

EXHIBITS – NOT ATTACHED UNLESS INDICATED

- A. Applicant's Submittals
 1. Original written narrative
 2. Original drawings
 3. Original materials and photos
 4. Written Narrative, 5-2-13 including: statement, LEED, Design Guidelines, Modifications
 5. Appendix A – Building Materials, Site Photos, Context Photos
 6. Appendix B – Parking Analysis
 7. Exploration of loading and trash configurations C.173-C.1.80 presented on May 23rd
 8. Drawings reviewed in original Staff Report and presented on 5-23-13 (C1-C180)
 9. Drawings presented on 6-27-13 (C1-C128)
 10. Revisions made since 6-27-13 (noted as Addendum #1), presented on 7-25-13
- B. Zoning Map (ATTACHED)
- C. Plan & Drawings
 - 2 MASTER PLAN**

3	VICINITY PLAN
4	EXISTING CONDITIONS
5	CIVIL: UTILITY, GRADING, + STREET DESIGN
12	MASTER PLAN: GROUND FLOOR
13	MASTER PLAN: TYPICAL FLOOR
14	MASTER PLAN: PARKING LEVEL PLANS
17	LOADING / TRASH DIAGRAM
18	ELECTRICAL TRANSFORMER DIAGRAM
19	COMPOSITE ELEVATIONS: EXTERNAL STREETS
23	COMPOSITE ELEVATIONS: INTERNAL STREETS
27	3D ARCHITECTURAL RENDERINGS
41	SITE LANDSCAPE SUMMARY
42	DESIGN GOALS + SITE APPROACH
43	SITE DIAGRAMS
49	ILLUSTRATIVE SITE PLAN
50	SITE DESIGN: HASSALO STREET
53	SITE DESIGN: WATER STREET NORTH
58	LIVING MACHINE DIAGRAMS
59	SITE DESIGN: WATER STREET SOUTH
63	SITE DESIGN: PLAZA
67	PLANTING CONCEPT PLANS
72	PLANTING PALETTE
73	LIGHTING CONCEPT PLANS
77	BIKE PARKING PLAN
78	FURNISHINGS
79	PROGRAMMING DIAGRAMS + VISUALIZATIONS
91	COMPOSITE SITE PLAN
92	KEY PLAN
93	MATERIALS, GRADING AND PLANTING PLANS
103	BLOCK 92
104	LLOYD BLOCKS GROUND FLOOR
105	3D ARCHITECTURAL RENDERINGS
110	PARKING PLAN
111	GROUND FLOOR PLAN
112	TYPICAL FLOOR PLAN (FLOORS 2-5)
113	SIXTH FLOOR PLAN
114	ROOF PLAN
115	LANDSCAPE: GROUND FLOOR RENDERED PLAN
116	LANDSCAPE: GROUND FLOOR MATERIALS PLAN
117	LANDSCAPE: 6TH FLOOR MATERIALS PLAN
118	LANDSCAPE: ECO-ROOF MATERIALS PLAN
119	LANDSCAPE: SECTIONS
120	LANDSCAPE: FURNISHINGS, LIGHTING, & PAVING
121	LANDSCAPE: GROUND FLOOR PLANTING PLAN
122	LANDSCAPE: 6TH FLOOR PLANTING PLAN
123	LANDSCAPE: ECO-ROOF PLANTING PLAN
124	LANDSCAPE: PLANT SCHEDULE
125	LANDSCAPE: PLANTING PALETTE
126	BUILDING SECTIONS
128	BUILDING ELEVATIONS
133	EXTERIOR ARCHITECTURAL FEATURES
134	DETAIL: KEYPLAN
135	DETAILS: GROUND FLOOR
140	DETAILS: SKIN COMPOSITE SHEETS
150	LIGHTING PLAN

150	BLOCK 100
151	LLOYD BLOCKS GROUND FLOOR
152	3D ARCHITECTURAL RENDERINGS
155	PARKING PLAN
156	GROUND FLOOR PLAN
157	SECOND FLOOR PLAN
158	FIFTH FLOOR PLAN
159	ROOF PLAN
160	LANDSCAPE: SECOND FLOOR RENDERED PLAN
161	LANDSCAPE: SECOND FLOOR MATERIALS PLAN
162	LANDSCAPE: SECTIONS
163	LANDSCAPE: FURNISHINGS, LIGHTING, & PAVING
164	LANDSCAPE: SECOND FLOOR PLANTING PLAN
165	LANDSCAPE: PLANT SCHEDULE
166	LANDSCAPE: PLANTING PALETTE
167	BUILDING SECTIONS
169	BUILDING ELEVATIONS
175	EXTERIOR ARCHITECTURAL FEATURES
176	DETAIL: KEYPLAN
177	DETAILS: GROUND FLOOR
180	DETAILS: SKIN COMPOSITE SHEETS
189	LIGHTING PLAN
190	BLOCK 101
191	LLOYD BLOCKS GROUND FLOOR
192	3D ARCHITECTURAL RENDERINGS
195	PARKING PLAN
196	GROUND FLOOR PLAN
197	SECOND FLOOR PLAN
198	FOURTH FLOOR PLAN
199	TYPICAL FLOOR PLAN (FLOORS 7-20)
200	TOP FLOOR AMENITY PLAN (FLOOR 21)
201	ROOF PLAN
202	LANDSCAPE: 1ST FLOOR RENDERED PLAN
203	LANDSCAPE: 1ST FLOOR MATERIALS PLAN
204	LANDSCAPE: 2ND FLOOR MATERIALS PLAN
205	LANDSCAPE: 4TH FLOOR MATERIALS PLAN
206	LANDSCAPE: 5TH FLOOR ECO-ROOF MATERIALS PLAN
207	LANDSCAPE: 19TH FLOOR MATERIALS PLAN
208	LANDSCAPE: 20TH FLOOR MATERIALS PLAN
209	LANDSCAPE: 21ST FLOOR MATERIALS PLAN
210	LANDSCAPE: SECTIONS
211	LANDSCAPE: FURNISHINGS, LIGHTING, & PAVING
212	LANDSCAPE: PLANTING PLANS (FLOORS 1-21)
219	LANDSCAPE: PLANT SCHEDULE
220	LANDSCAPE: PLANTING PALETTE
221	BUILDING SECTIONS
222	BUILDING ELEVATIONS
224	EXTERIOR ARCHITECTURAL FEATURES
225	ENLARGED BUILDING ELEVATIONS
228	DETAIL: KEYPLAN
229	DETAILS: GROUND FLOOR
234	DETAILS: SKIN COMPOSITE SHEETS
243	ACCENT COLOR LOCATION

- 244 STEP BACK @ TOWER ON NE HOLLADAY ST
- 246 LIGHTING PLAN
- 247 LLOYD 700**
- 248 LLOYD BLOCKS GROUND FLOOR
- 249 LLOYD 700: EXISTING CONDITIONS
- 250 LLOYD 700 GROUND FLOOR
- 251 3D ARCHITECTURAL RENDERINGS
- 253 ENTRY CANOPY CONCEPT
- 254 ENTRY CANOPY DETAILS
- 255 TRASH/LOADING CONCEPT
- 256 PARKING PAVILION CONCEPT
- 257 PARKING PAVILION DETAILS
- 258 TRICKLE FILTER DESIGN CONCEPT

D. Notification information:

1. Request for response
2. Posting letter sent to applicant
3. Notice to be posted
4. Applicant's statement certifying posting
5. Mailed notice
6. Mailing list

E. Agency Responses:

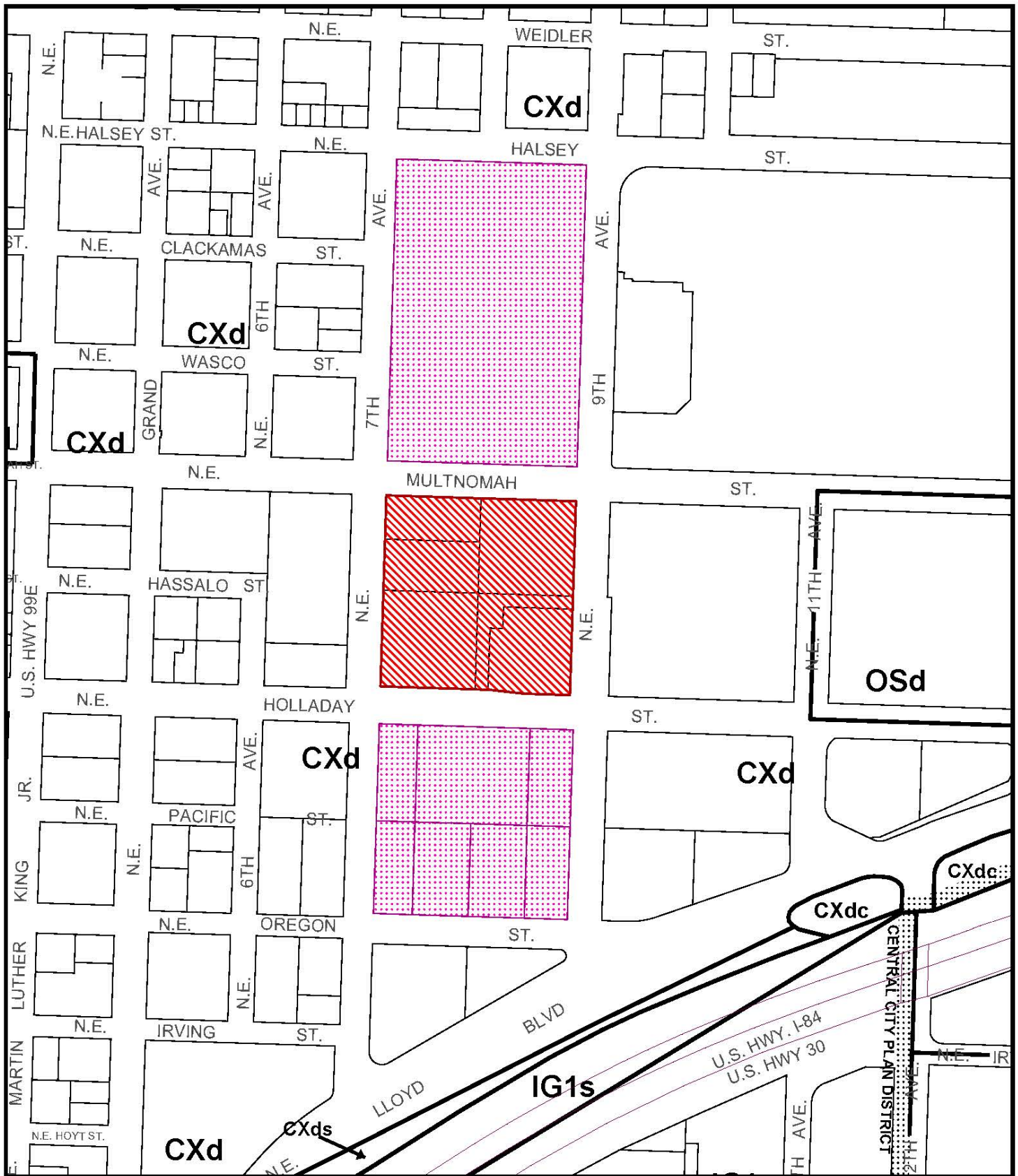
1. Bureau of Environmental Services
2. Bureau of Transportation Engineering and Development Review
3. Water Bureau
4. Fire Bureau
5. Bureau of Parks, Forestry Division
6. Site Development Review Section of BDS

F. Letters:

1. M Hanchros, 5-28-13, opposed to Modification requests
2. Justin Zeulner/Sarah Heinicke, 6-25-13, support for project
3. Alan P. Huston, 6-25-13, support for project

G. Other:

1. Original LUR Application
2. Summary comments from 2-7-13 DAR
3. Summary comments from 3-7-13 DAR
4. Original Staff Report, 5-16-13
5. Staff notes from 5-23-13 hearing
6. Applicant extension of 120-day clock from 5-23-13 to 6-27-13
7. Staff summary of 5-23-13 hearing
8. Applicant's response to Exhibit G.7
9. Notes from applicant/PBOT meeting on 5-30-13
10. Applicant draft presentation notes in preparation for 6-27-13 hearing
11. Notes from meeting with applicant on 6-11-13
12. Staff comments on drawing set #2 (Exhibit A.9)
13. 6-21-13 Staff memo to Commission in preparation for 6-27-13 hearing
14. Staff notes from 6-27-13 hearing
15. Applicant extension of 120-day clock from 6-27-13 to 7-25-13
16. Staff summary of 6-27-13 hearing



ZONING

-  Site
-  Also Owned



This site lies within the:
CENTRAL CITY PLAN DISTRICT
LLOYD DISTRICT

File No. LU 13-127647 DZM
 1/4 Section 2931
 Scale 1 inch = 300 feet
 State_Id 1N1E35BB 2900
 Exhibit B (Mar 15, 2013)