ACKNOWLEDGEMENTS

COLLABORATIVE PLANNING COMMITTEE

- Melissa Newman, McKinley Resident
- Markella Smith, Hawthorne resident, Committee Co-Chair
- Mary Jamin Maguire, Marshall Terrace resident
- Gayle Smaller
- Princess Haley
- Britt Howell
- Grace Rude, Cultural group representative
- Tanessa Greene, Cultural group representative
- Channon Lemon, Cultural group representative
- Makeda Zulu-Gillespie, Cultural group representative
- Jashan Eison, North/Northeast business owner
- Vanessa Dale Williams, Environmental Justice Coordinating Council representative, Committee Co-Chair
- Alexis Pennie, Above the Falls Community Advisory Committee representative
- William “Bill” English, At Large
- Courtney Schroeder, At Large

PAST COMMITTEE MEMBERS

- Phits Nantharath, Cultural group representative
- Tessa Anttila, Bottineau resident
- Paul Bauknight, At Large
- Roxanne O’Brien, Cultural Group Representative

CITY OF MINNEAPOLIS

- Councilmember Phillipe Cunningham
- Shauen Pearce, Economic Development Director, Mayor’s Office
- Erik Hansen, Hilary Holmes, Ann Calvert, Hilary Dvorak, Matthew Henricks, Andrea Bert, CPED
- Shelley Roe, City Attorney’s Office
- Nathan Koster, Alexander Kado, Ahmed Omer, City of Minneapolis Public Works
- Joy Marsh Stephens, Division of Race & Equity
- Dan Peterson and Velma Korbel, Department of Civil Rights
- JoAnna Hicks, City Contract Project Manager

DEVELOPMENT TEAM

- Brandon Champeau, United Properties
- Dayna Frank, First Avenue
- Devean George, Building Blocks
- Sean Slattery and Derik Eckhardt, ELDO
- Othello Meadows, The Meadows Group
- Bernard Furlow, JE Dunn
- Mohammed Lawal and Tunde Olusanya, LSE
- Becky Landon, The Landon Group
- Coen + Partners
- Tom Lincoln, Kimley Horn
- Rhonda Pierce and Tim Settala, Pierce Pini

PARTNERS & SUPPORTERS

- Kate Lamers, MPBB
- DeVon Nolen, Pillsbury United Communities Learning Tables Community Engagement Coordinator
- James Trice, Public Policy Project-Environmental Justice Coordinating Council
- Sam Grant, Public Policy Project-Environmental Justice Coordinating Council
- John Slack, Perkins & Will
- Dan Kalmon and Bruce Jacobsen, MWMO

Must confirm all names are approved by individuals
FOREWORD

Section to be completed with input from Collaborative Planning Committee
INTRODUCTION

VISION STATEMENT
UPPER HARBOR HISTORICAL AND SOCIAL CONTEXT
OUR PLAN FOR UPPER HARBOR
DEVELOPMENT OVERVIEW AND SUMMARY
SUMMARY OF COMMUNITY ENGAGEMENT
FROM CONCEPT PLAN TO COORDINATED PLAN
PLANNING AND PREDEVELOPMENT TIMELINE
The redevelopment of the Upper Harbor Terminal (UHT) provides a once-in-a-generation opportunity to create a large-scale, community-building asset in North Minneapolis, grounded in a restorative approach towards racial justice that meets the needs, aspirations and priorities of the nearby residents.

The City of Minneapolis, the Minneapolis Park & Recreation Board and the development team are committed to creative, equitable and inclusive development that will benefit the Northside Community.

This Plan recommends that the City and the development team implement specific solutions with a focus on healing with historically Black/American Descendants of Slavery and American Indian/Indigenous communities, recognizing that the issues of anti-Blackness and Native sovereignty continue to perpetrate harm against all groups.

Our vision of the Upper Harbor is grounded in six values:

**Economic Inclusion, Jobs & Careers:** Provide jobs, contracts, career pathways, and financial ownership workers, businesses, and organizations in the Northside Community.

**Disrupting Gentrification & Displacement:** Advance the interests of our Northside Community without creating gentrification and displacement.

**Wealth Creation & Community Ownership:** Provide ownership opportunities at every level in the project that preserve, protect and build the wealth of Northside Community residents and businesses.

**Affordable Housing:** Provide a diverse mix of housing types and sizes that is attainable and affordable for the current Northside Community in a healthy, safe and opportunity rich neighborhood.

**Environmental Justice & Sustainability:** Significantly advance community-wide efforts to repair environmental injustices that impact Northside Community residents, and more specifically the Northside’s Black community.

**Mobility, Public Space & Infrastructure:** Design, build, and support public spaces that prioritize inclusivity, community ownership and access for Northside BIPOC communities.

**Our definition of Community:**
For the purposes of this project, the Northside Community is defined as:
• People who have a vested stake in the outcomes of the development of the Upper Harbor, specifically American Descendants Of Slaves (ADOS) and Black, Indigenous and People of Color (BIPOC) individuals,
• Those living nearest to the project site,
• Those in historically marginalized communities who typically experience displacement due to unfair banking practices (predatory lending & red lining),
• Low- and medium-income individuals who have been forced out due to increased rents,
• Those who experienced displacement due to the 2011 tornado, and
• Those who also experience cultural disruption resulting from public and private investments.

Throughout this document, the word “Community” will be capitalized to refer readers back to this definition.
The City of Minneapolis has some of the most severe racial inequities in the country between Black and white residents. These inequities are the result of systematic racism enacted through policies that were designed to harm and exclude Black residents, particularly American Descendants of Slavery (ADOS), from economic opportunity including economic wealth building through residential and commercial property ownership, access to capital, and by lack of public and private investment in these communities. In North Minneapolis, these policies have directly and disproportionately impacted ADOS residents. The City of Minneapolis recognizes the institutional harm caused by government and private policies, practices, and investments and enforced through governing systems, locally and nationally, and the serious impact this has on the experience, physical and economic health of ADOS individuals and the community of North Minneapolis and across the City.

The City and the Northside community are advancing the Upper Harbor Terminal project in this context; the historic pattern of systematic and institutionalized discrimination, disinvestment, economic exclusion, and disenfranchisement that includes, but is not limited to:

- **as early as 1526**, the enslavement of Black people in the United States and the subsequent economic, physical, social, and emotional exploitation through the Jim Crow era, which still impacts communities today; and

- **between 1910s – 1960s**, racially restrictive covenants used by real estate developers to prohibit Black people, people of color and religious creeds, from buying and/or occupying property with 100% of racially restrictive covenants targeting ADOS; and

- **between 1930s – 1940s**, “redlined” areas of U.S. cities (including Minneapolis) identified by the Home Ownership Loan Corporation (HOLC), in which the federal government refused to underwrite mortgage loans, and which targeted and shaped Black neighborhoods and thus blocked Black residents from purchasing and owning property; and

- **in the 1960s**, the construction of Interstate 94 through North Minneapolis, which destroyed blocks of Northside residential neighborhoods and commercial corridors, displaced residents and businesses, and added an additional barrier between North Minneapolis residents, primarily ADOS, and the Mississippi River; and

- **in 2008**, the Great Recession that resulted in the foreclosure crisis due to consistent predatory lending and subprime mortgage loans which disproportionately impacted ADOS homeowners and tenants and other BIPOC residents; and

- **in 2011**, a tornado that tore through North Minneapolis, which resulted in the displacement of historic Northsiders, primarily ADOS residents, and the destruction and loss of many residential and commercial properties, due to the damage from the storm and costs to repair, and

- **in 2020**, the novel coronavirus (COVID-19) pandemic which is three times as likely to infect Black residents compared to white residents, has left more than 50% of Black Minnesotans unemployed or underemployed, and has exacerbated existing disparities in health, housing, business health, and economic disparities between Black and white residents; and

- **in 2020** the killing of Mr. George Floyd by Minneapolis Police while in their custody, within two months of the police killing of Ms. Breonna Taylor (Kentucky) and the killing of Mr. Ahmaud Arbery (Georgia), which has resulted in a community and global demand for justice and healing for ADOS lives.
UPPER HARBOR HISTORICAL AND SOCIAL CONTEXT

These economic and governmental policies have reinforced and perpetuated structural racism in Black communities such as North Minneapolis. This legacy of discrimination is seen across neighborhoods in North Minneapolis today, cemented by the disinvestment that was prescribed by the HOLC map for Minneapolis, which graded Black neighborhoods as “declining” or “hazardous” and signaled them as areas to disinvest in. Instruments such as subprime mortgage loans, which were the only accessible loans for many Black residents, came with the caveat of high interest rates, and areas like historic North Minneapolis, were the hardest hit after the Great Recession, and continue to be burdened by these financial institutions despite having the lowest residential and commercial ownership.

For too long, policies and decisions have been to the detriment of and without the participation of ADOS residents in North Minneapolis. The City is committed to addressing these institutionally perpetuated and historic racial disparities and providing specific solutions to address specific harms.

The City recognizes the opportunity and significance of the redevelopment of the Upper Harbor Terminal to invest in the Northside in a way that benefits primarily ADOS residents, while benefitting other BIPOC residents and the Northside community. The City’s Comprehensive Plan Minneapolis 2040 establishes the Northside policy, which lays the groundwork to ensure that the Upper Harbor Terminal redevelopment project is both an asset and wealth building opportunity for the community and addresses environmental racism through investments to improve the built and natural environment of North Minneapolis. The Upper Harbor Coordinated Plan fully realizes the Northside policy and advances specific solutions for North Minneapolis.
OUR PLAN FOR UPPER HARBOR TERMINAL

Beginning in 2019, the City of Minneapolis, United Properties, First Avenue, and the Upper Harbor Terminal Collaborative Planning Committee (UHT CPC), a community advisory group comprised of Northside residents and organizations, began collectively modifying the Upper Harbor Terminal Concept Plan for redevelopment to achieve more equitable and inclusive outcomes for North Minneapolis. Throughout 2019 and 2020, input from the UHT CPC and the Learning Tables community engagement events resulted in significant changes to the Concept Plan to bring it in better alignment with the values, including:

• A commitment that the City of Minneapolis would retain public ownership of the land by providing financeable ground leases for the developments with annual ground lease payments that will be directed to support wealth creation and anti-displacement initiatives within the Upper Harbor site and Northside neighborhoods.

• Reorientation of the parkway to provide a consolidated park space at Dowling and to provide public ownership of the entire riverfront frontage.

• A focus on preventing gentrification by providing a deeper level of affordability in the first phase of the development with 65% of rental housing units designed to be attainable by current Northside residents at or below 50% of the Area Median Income.

• Creation of a jobs focused zone in the southern portion of the site that could generate 300 living wage jobs in manufacturing, production and processing.

• Creation of a legal structure for ongoing community involvement in the management and programming of the Community Performing Arts Center, including the implementation of a transparent process for selecting a community entity that will receive and distribute funds from the proposed ticket fees, which would generate ongoing revenue to support small businesses and community programming onsite, and/or broader anti-displacement efforts in the Northside.

• The addition of at least 32 home ownership units, with a commitment to pursue affordability through a land trust or limited equity model.

• Identification of opportunities for community-based businesses in the Community Hub—focused on health and wellness programming for the Northside – and ground floor commercial spaces. In order to ensure economic inclusion and wealth creation, the development team will include strategic partners who are experienced in recruiting and supporting businesses owned by historically Black/American Descendants of Slavery (ADOS), Indigenous and other people of color.

• A commitment by the developer to develop a Comprehensive Strategy for Economic Inclusion, Jobs and Careers for every parcel so that the development team maximizes the BIPOC share of the projected $302 M in total planned contracting and the 1,200 anticipated construction jobs.

• The addition of at least 32 home ownership units.

• Creation of a legal structure for ongoing community involvement in the management and programming of the Community Performing Arts Center, including the implementation of a transparent process for selecting a community entity that will receive and distribute funds from the proposed ticket fees, which would generate ongoing revenue to support small businesses and community programming onsite, and/or broader anti-displacement efforts in the Northside.

• The addition of at least 32 home ownership units.

• Creation of a legal structure for ongoing community involvement in the management and programming of the Community Performing Arts Center, including the implementation of a transparent process for selecting a community entity that will receive and distribute funds from the proposed ticket fees, which would generate ongoing revenue to support small businesses and community programming onsite, and/or broader anti-displacement efforts in the Northside.
DEVELOPMENT OVERVIEW AND SUMMARY

**Senior Housing**
- Estimated Living Wage Business Park Jobs: 300
- Estimated Development Cost: $302M
  - *Does not include City infrastructure and Park costs*
- Annual revenue to community entity, generated by First Ave ticketed events: $500K-1M
- Acres of New Riverfront Park: 19.5
- Proposed Housing Units: 520
- Estimated Construction Jobs Created: 1,200
- Estimated Development Cost: $302M
  - *Does not include City infrastructure and Park costs*

**Community Hub**
- Health & Wellness Community Hub
- Ground Floor Commercial and Community Hub Space: 45-60,000 Sq. Ft.

**Mixed-Use Development**
- Manufacturing, Production & Processing
- Urban Food Production & Manufacturing
- Future Flexibility
- Park
- Community Performing Arts Center
- Health and Fitness HUB
- Unrestricted Housing with District Parking Ramp & Flexible Community Space
- Family Housing with Flexible Community Space
- Senior Housing

**UPPER HARBOR | COORDINATED DEVELOPMENT PLAN (DRAFT)**
SUMMARY OF COMMUNITY BENEFITS

Working collaboratively with community members and stakeholders, the Upper Harbor Terminal Coordinated Plan creates a best practice model for more equitable and inclusive development. It is well known that the construction of signature public parks, infrastructure improvements, and large-scale redevelopments can significantly increase nearby land values and accelerate gentrification of local residents and businesses in surrounding areas. Therefore every component of the UHT plan, from the real estate projects, procurement, programming, ownership and ongoing operations must maximize benefits back to the Community.

The following list is a summary of the identified community benefits that are generated by this plan:

Public Land Ownership – The City will maintain public ownership of the land, conveying development rights through a ground lease structure which will generate reoccurring revenue to the City and Community.

Sustainable Revenue Streams Back to the Community – Two major sources of revenue generated by private development will be used to support ongoing Community priorities and initiatives.

(1) Annual ground lease payments from private development to the City will be redistributed back to the Community toward anti-displacement initiatives or other Community priorities.

(2) A $3.00 CPAC ticket fee will be added to all First Avenue events, and the revenue will be redistributed back to Community fund, controlled by a Community Entity, who will subsequently allocate the funds to subsidize commercials spaces for Community business within the UHT project, provide support for Community arts programming, enhanced programming in the Community Hub, or to further support anti-displacement efforts or wealth creation initiatives in the Community.

Workforce Development – UHT will prioritize the hiring Community businesses and residents for preconstruction, construction, and post-construction jobs generated by the UHT development projects.

Affordable Housing – UHT will ensure that riverfront living and proximity to regional parks is not just a luxury reserved for high-income earners. The phase 1 housing will be 100% affordable, with 245 rental mixed-income units, priced for residents earning 30-70% of Area Median Income (AMI), including 160 units attainable to Northside residents earning 30-50% of AMI.

Riverfront Access – The phase 1 public realm and infrastructure improvements, including pedestrian upgrades to Dowling Ave, will start to repair the disconnect, caused by land use zoning and the Interstate 94 construction, which separated the Northside neighborhoods from the Mississippi River. The new improvements will provide a culturally-relevant, safe and inviting experience for residents to access and experience the River.

Community Programming – All publicly-accessible spaces, including the ground floor commercial space, the Community Performing Arts Center, and Community Hub will prioritize inclusion of Community-based residents, business, and organizations in the programming and activation of these spaces. This will ensure a culturally-relevant experience that celebrates and promotes the Community’s resources, history, and heritage.

Wealth Creation Opportunities – UHT will create several wealth creation opportunities for Community residents, workers, and businesses. These include a mix of attainable and living wage jobs, priority for Community businesses to occupy commercial and Community Hub spaces, affordable housing and affordable homeownership opportunities, as well as ongoing revenue streams that will support Community-selected initiatives.

Future Flexibility – A phased-approach to development will ensure that the plan can evolve to continually meet ongoing Community priorities, that may change based on the outcomes of phase 1. Phasing and flexibility of future development sites allows the Community, City, and development team multiple opportunities to work together to modify strategies, learn from and build on the success of phase 1.
FROM CONCEPT PLAN TO COORDINATED PLAN

Project History

This redevelopment planning process is guided by an Exclusive Negotiating Rights Agreement between the City, MPRB and United Properties. The Exclusive Rights Agreement sets forth the process, milestones, timeline and deliverables to reach redevelopment terms for eventual sale of the property to the development team and conveyance of park land to MPRB. The Exclusive Rights Agreement outlines two milestones for City Council and MPRB Board approval regarding the redevelopment planning process.

The Concept Plan defines the boundaries of the park and public space, general circulation patterns (with location of street network), the area and general type of anticipated private development (housing, office, commercial, etc.), and an initial implementation strategy.

The Coordinated Plan, based on evaluation of the Concept Plan, the Coordinated Plan refines the proposed land use and real estate program elements in the Concept Plan in more detail and establishes the business terms and public benefits for the private redevelopment and the conveyance of land to MPRB. The Coordinated Plan outlines: community benefit strategies for the overall redevelopment, the real estate plan for the private development, plans for public infrastructure the park improvements, an implementation strategy for redevelopment and the developer commitments that will ultimately be included in the redevelopment agreements.

Under the redevelopment agreements the City will convey land to MPRB and the master developer for the first phases of the park and private development.

Background

The City, MPRB, and the development team have engaged the Northside community on UHT over several years. The earlier stages of engagement occurred between 2010 to 2013 with the RiverFirst, Above the Falls Regional Park Master Plan, and Above the Falls Master Plan Update projects, all of which addressed the entire riverfront north of downtown. Following the announcement of the closure of the Upper St. Anthony Falls Lock and Dam, the City and MPRB issued a collaborative Request for Qualifications (RFQ) to seek a master developer for the entire site. From 2015 to 2016 the City and MPRB worked together on a community process to raise awareness of the upcoming UHT redevelopment and to inform the search for a master developer. Through the RFQ process, the City and MPRB selected United Properties as the master developer for the site in January 2017.

Following collaborative community engagement in 2017 (between the City, development team and MPRB) and research into the site’s assets and challenges, a draft redevelopment Concept Plan was proposed to the community in 2018. This Concept Plan was revised in response to community input, and an amended Concept Plan was approved by the Minneapolis City Council on March 1, 2019. (Appendix: Engagement Summary 2015-2019).

Engagement 2019-2020

Collaborative Planning Committee

Upon Concept Plan approval, the City Council established the Upper Harbor Terminal Collaborative Planning Committee (UHT CPC) to work together with the City, MPRB, and the development team to collaboratively create the Coordinated Plan for redevelopment of the Upper Harbor site and guide community engagement around the Coordinated Plan. The 17-member UHT CPC was established to be representative of the diversity of communities in north and northeast Minneapolis and is comprised of North and Northeast Minneapolis residents, an owner of a business located in North/Northeast Minneapolis, a representative of the Environmental Justice Coordinating Council (EJCC) and a representative of the Above the Falls Community Advisory Committee (AFCAC).

The UHT CPC met monthly from June 2019 to March 2020 and transitioned to online meetings in July 2020 due to the COVID-19 pandemic.
The Learning Tables were created to provide the “learning water”; a place to ask critical questions and develop the “learning glue”; a place to develop relationships, create partnerships, and make commitments to explore ideas for incorporation in the development for the initiative. Learning Tables convened monthly from July 2019 to February 2020 and transitioned to online events in September 2020 due to the COVID-19 pandemic. The theme of each Learning Table was directly related to development topics with a goal to:

- Learn together
- Create a shared approach
- Coordinate efforts

In Fall 2020, the City entered another phase of engagement to continue building awareness of the multi-year project, share the work of the UHT CPC, and gather public feedback on the Draft Coordinated Plan in order to advance redevelopment of the Upper Harbor Terminal. The broader Northside community provided feedback on the overall Draft Coordinated Plan, with a focus on community benefits operationalized.

MPRB Community Advisory Committee

In 2019 the MPRB established a 17-member Upper Harbor Terminal Community Advisory Committee (CAC) to work with the MPRB on the next phase of Upper Harbor park planning, including coordinating with the City and developer on infrastructure and private developments that will interact with the future park areas on site. The CAC began meeting in July 2019 and transitioned to online meetings in April 2020 due to the COVID-19 pandemic.

Learning Tables

In collaboration with the City, development team Learning Tables are monthly engagement events convened by Pillsbury United Communities and the Environmental Justice Coordinating Council (EJCC) in coordination with the City and with support from the McKnight Foundation. These events have explored topics directly related to the Upper Harbor Terminal project with the intention of creating a space to advance development that strengthens the social fabric of the existing North Minneapolis community, bring greater wealth and local ownership into the community, and foster stronger relationships between North Minneapolis and the River.
PLANNING AND PREDEVELOPMENT TIMELINE

2017

JAN | FEB | MAR | APR | MAY | JUN | JUL | AUG | SEP | OCT | NOV | DEC

Development Team Selected

Exclusive Rights Agreement

2018

JAN | FEB | MAR | APR | MAY | JUN | JUL | AUG | SEP | OCT | NOV | DEC

Draft Concept Plan

Revised Concept Plan

State Bonding Effort

2019

JAN | FEB | MAR | APR | MAY | JUN | JUL | AUG | SEP | OCT | NOV | DEC

Concept Plan

Start of CPC

Start of CAC

Detailed planning and additional engagement to create Coordinated Plan

2020

JAN | FEB | MAR | APR | MAY | JUN | JUL | AUG | SEP | OCT | NOV | DEC

COVID-19 Declaration

Draft Coordinated Plan

- Collaborative Planning Committee (CPC)
- Community Meeting or Public Event
- Community Site Visit
- Door Knocking
- State Bonding

Due to the COVID-19 Pandemic, Local Public Health Emergency in-person meetings and events were restricted March-December 2020.

Community meetings are shown; working meetings and non-public engagement is ongoing.

July 2019, the Community Advisory Committee (CAC) was established to assist MPRB with the creation of park-related components and advise MPRB on decisions about park program and design. After July 2019, park engagement was conducted by MPRB.
SITE CONTEXT

LOCATION
EXISTING CONDITIONS
HISTORIC AERIALS
ZONING
PROJECT HISTORY
LOCATION

North Mississippi Regional Park
Upper Harbor Site
Xcel Power Plant
Marshall Terrace Park
Folwell Park
Connection to North Minneapolis Communities
Cityview School

UPPER HARBOR | COORDINATED DEVELOPMENT PLAN (DRAFT)
**EXISTING CONDITIONS**

The 48-acre Upper Harbor Terminal site is owned by the City of Minneapolis and located along the Mississippi River. The site is the largest remaining single owner development opportunity along the river and offers almost a mile of riverfront in north Minneapolis, just over two miles from downtown Minneapolis.

The Upper Harbor Terminal site consists of nine tax parcels totaling over 48 acres. The site contains several structures and related improvements tied to its history as a barge shipping terminal, including two docks and related river wall features along the riverbank, a 110,000 sq. ft. cold storage warehouse, four large concrete storage domes, a grain elevator complex, an extensive conveyor system, a small office building and a variety of other support structures.

In order to better understand the condition of and potential for these existing structures, the City of Minneapolis contracted with a team of structural and historical consultants to evaluate the structures. The resulting study found that the major structures, while well-worn, are structurally still in fair to good condition. The study provided initial cost estimates for stabilizing them.

The presence of these structures and whether they can be adapted to serve appropriate new uses is still being considered through the MPRB’s Community Advisory Committee planning process.

Other site characteristics that will impact the site’s redevelopment include the rail line that abuts the five riverfront parcels and the presence of overhead electrical transmission lines that run from the power plant immediately across the river to a substation on the northern edge of downtown Minneapolis. Surrounding uses are generally industrial, with a few commercial uses and a few homes.
HISTORIC AERIALS

DATA SOURCE: AERIAL PHOTOGRAPHY FROM HISTORICAL INFORMATION GATHERERS, INC.
ZONING

As with all proposed development in the city, final plans are subject to compliance with adopted City policies and ordinances. Because of the site’s proximity to the Mississippi River, there may be other regulations and requirements that will come into play. For example, the Minnesota Department of Natural Resources and U.S. Army Corps of Engineers have various requirements and review processes relative to any proposed improvements within the River or immediately along the riverbank.

The Mississippi River Corridor Critical Area (MRCCA) program is a joint state, regional and local program that provides coordinated land use planning and zoning regulations for the 72-mile stretch of the Mississippi River through the seven-county metropolitan area covering 54,000 acres of land in 30 local jurisdictions. Minnesota Statute 116G.15 establishes Minnesota policy and authority for the MRCCA rules (6106.0010 – 6106.0180) requiring the development of local government plans and ordinances.

The MRCCA shares a boundary with the Mississippi National River and Recreation Area (MNRRA), a unit of the National Park Service. There are no federal land planning or zoning regulations associated with the MNRRA. The MRCCA was designated a state critical area in 1976 to protect its natural, cultural and scenic resources. These resources are protected through development standards administered through local government land use plans and zoning ordinances. More information about the MRCCA can be found in Chapter 6106 of the Minnesota Administrative Rules.

The Shoreland Overlay District is established by the City of Minneapolis to preserve and enhance the environmental qualities of surface waters and the natural and economic values of shoreland areas within the city, to provide for the efficient and beneficial utilization of those waters and shoreland areas, to comply with the requirements of state law regarding the management of shoreland areas, and to protect the public health, safety and welfare. More information about the Shoreland Overlay can be found in Chapter 551, Article VI of the Minneapolis Code of Ordinances.

The Floodplain Overlay District regulates development in the flood hazard areas of the City of Minneapolis. These flood hazard areas are subject to periodic inundation, which may result in loss of life and property, health and safety hazards, disruption of commerce and governmental services, extraordinary public expenditures for flood protection and relief, and impairment of the tax base. It is the purpose of this ordinance to promote the public health, safety, and general welfare by minimizing these losses and disruptions. More information about the Floodplain Overlay District can be found in Chapter 551, Article VII of the Minneapolis Code of Ordinances.
COMMUNITY VALUES

ECONOMIC INCLUSION, JOBS, CAREERS
DISRUPTING GENTRIFICATION AND DISPLACEMENT
ENVIRONMENTAL JUSTICE AND SUSTAINABILITY
AFFORDABLE HOUSING
WEALTH CREATION & COMMUNITY OWNERSHIP
MOBILITY, PUBLIC SPACE AND INFRASTRUCTURE
COMMUNITY VALUES & OBJECTIVES

Economic Inclusion, Jobs & Careers
- Job Creation & Retention
- Healthy Food Production & Access
- Community Participation
- City’s Strategic & Racial Equity Action Plan

Disrupting Gentrification & Displacement
- Stable Housing
- Local Business Opportunity
- Attainable Housing
- Prevent Displacement

Wealth Creation & Community Ownership
- Prioritize Community
- Community Participation
- BIPOC Business Support
- Address Income & Racial Disparities
- Attainable and Affordable Commercial Space
- Pursue Community Ownership Models
- Create Wealth Through Circular Economy Models
- Innovative Models and Best Practices
- Community Energy Models
- Preserve Affordability

Affordable Housing
- Address Racial Disparities
- Expand Affordable Housing Supply
- Prioritize Community
- Address Cost Burden Disparities
- Diverse Housing Options
- Complete Community Needs

Environmental Justice & Sustainability
- Native Vegetation & Habitat
- Reconnect River & Community
- Improve Environmental Conditions
- Healthy Living Standards
- Healthy Food Access
- Incorporate Renewable Energy Sources
- Achieve Environmental Benchmarks
- Reduce Energy Costs

Mobility, Public Space & Infrastructure
- Historic Significance & Preservation
- Pedestrian Improvements
- Curated Public Realm Design & Activation
- Accessibility & Mobility Options
- Community & Culturally-Relevant Programming
- Human-Scaled Places
- Access to Outdoors

Please refer to the UHT CPC Equitable and Resilient Inclusive Development Decision Matrix for more detail.
<table>
<thead>
<tr>
<th><strong>Value</strong></th>
<th><strong>Objectives</strong></th>
<th><strong>Outcomes</strong></th>
<th><strong>Strategies</strong></th>
</tr>
</thead>
<tbody>
<tr>
<td>Economic Inclusion, Jobs &amp; Careers</td>
<td>BIPOC participation in redevelopment &amp; employment</td>
<td>50% of Phase 1 Projects have BIPOC participation in ownership and development</td>
<td>1. Joint Venture with Building Blocks for affordable housing development, ownership &amp; management</td>
</tr>
<tr>
<td></td>
<td>75% of Phase 1 Projects designed by BIPOC architectural firms</td>
<td>75% of Phase 1 Projects designed by BIPOC architectural firms</td>
<td>2. Contracts with Mobilize Design on affordable housing and LSE to design the CPAC</td>
</tr>
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<td></td>
<td>Exceed City workforce participation goal of 32% for BIPOC</td>
<td>Exceed City workforce participation goal of 32% for BIPOC</td>
<td>3. Negotiate a Project Labor Agreement with commitments by contractors on small business set aside</td>
</tr>
<tr>
<td></td>
<td>Northside BIPOC firms are prioritized for management and operating vendor contracts</td>
<td>Northside BIPOC firms are prioritized for management and operating vendor contracts</td>
<td>and Community-business participation, apprenticeship and journeyman employment</td>
</tr>
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<td>Integrate Sustainable Agriculture</td>
<td>Set aside 10,000 SF of seasonal and/or year-round space for local vendors to grow, produce &amp; distribute healthy affordable food</td>
<td>4. Produce Comprehensive Strategy for Economic Inclusion, Jobs &amp; Careers for each project, addressing workforce development, job creation and opportunity, Community preference, small business support, and capacity building</td>
</tr>
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<td></td>
<td>Create opportunities for scalable, healthy urban food systems that have access and ownership by the Northside Community</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Living Wage Job Creation &amp; Retention for Northside Residents</td>
<td>300+ living wage jobs</td>
<td>1. Develop healthy food strategy tying together onsite food production, processing, distribution, and retail/restaurants, and identify community and corporate partners for broader Northside food ecosystem</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Career pathways in manufacturing, music production/operations, and food</td>
<td>2. Identify locations for integration of food, including seasonal and year-round space for local vendors and makers, farmers market, event vendors, food trucks, and restaurants</td>
</tr>
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<td></td>
<td>3. Identify anchor tenants in healthy food production, processing, and/or distribution</td>
</tr>
<tr>
<td></td>
<td>Increase City spend on racially &amp; ethnically diverse for-profit firms</td>
<td>Increase BIPOC firms registered on City CERT list by 50%</td>
<td>1. Host a series of “grass top events” focused on identifying and recruiting businesses to business park space (food manufacturing, advanced manufacturing, etc. that will offer high quality job opportunities</td>
</tr>
<tr>
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<td></td>
<td>Increase BIPOC firms on City’s Target Market List by 50%</td>
<td>2. Create internships and career pathways programs in Music Venue operations</td>
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<tr>
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<td></td>
<td>3. Provide or partner with incubator programs to grow and build BIPOC businesses</td>
</tr>
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<td></td>
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<td></td>
<td>4. First Look/First Hire Policies</td>
</tr>
<tr>
<td></td>
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<td></td>
<td>1. Aggressively recruit BIPOC firms to become certified through the MNUCPS system and Target Market program</td>
</tr>
</tbody>
</table>
Comprehensive Strategies for Economic Inclusion, Jobs & Careers—Per Parcel (Under Consideration by Development Team)

Light Blue = Established Strategies & Green = Ideas Requiring Partners, Funding or Additional Analysis

### Workforce Development
- **Pipeline Agreements** - Partner with local skilled-trade workforce organizations to identify skillsets needed and create a hiring pipeline for Project vendors and subcontractors.
- **Pre-Apprenticeship Program** – In conjunction with labor, workforce and trade organizations involved in the Project, develop a construction trades and pre-apprenticeship training program to be offered for participants, who upon completing training, will perform Project work.
- **Project Internship Program** - Establish a mentoring/internship program with firms working on the Project, in partnership with local community organizations, for high school and college students from the greater North Minneapolis area to work on the Project.

### Job Creation & Opportunity
- **Development Team Partnerships** - Joint Venture with Building Blocks. Additional development team partners shall be considered for Projects requiring expertise outside of the development team's capabilities.
- **Procurement & Participation** - Consider innovative strategies to evaluate and select contractors or subcontractors, prioritizing local businesses and employees, including procurement scoring systems, small business scope “set-asides,” and scopes for local businesses.
- **Project Ecosystem Opportunities & Reporting** – Transparent reporting on vendor and subcontractor selection for each phase of the Project.
- **Building Trades Agreement** – Work collaboratively with local building trades on final project participation and procurement goals.

### Northside/BIPOC Priority
- **Intentional Outreach** – Conduct regular MBE/WBE/LBE meetings; Project specific info sessions and prequalification workshops.
- **First Look/First Hire** – Implement policies to increase hiring of residents from North Minneapolis zip codes.

### Small Business Support
- **Pay Without Delay Program** - Commit to early & fast-pay for MBE/WBE/LBE partners on the Project.
- **Transportation Assistance** - Partner with local mobility provider to offer free or subsidized transportation to Project workers.
- **Child Care Assistance** – Fund extended childcare hours at centers near the Project site, to provide early morning and late evening licensed childcare solely for children of Project workers on days that such Project workers are working on the Project.
- **Construction Trades Incubator Space** – Fit out and equipped office space at or near the Project site solely for MBE/WBE/LBE firms working on the Project, providing access to an on-site plan room, electronic plans, and small business incubator resources.
- **Onsite Medical Clinic** – Partner with a local healthcare provider to operate an on-site health clinic at the Project site during working hours to treat Project workers’ injuries sustained on the job and to get basic medical services such as flu shots, etc.

### Small Business Capacity Building
- **Self-Bonding Program** - Implement a self-bonding program to allow MBE/WBE/LBE firms awarded Project work that have historically been unable to obtain a bond, yet which have the capacity to perform the Project work.
- **Low Interest Loan Program** - Partner with a financial institution to implement a low interest working capital loan program to assist MBE/WBE/LBE firms working on the Project.
- **Supplier Support** - Implement a program whereby the Project general contractor will leverage their purchasing power to directly procure materials and equipment for certain scopes of work, enabling MBA/WBE/LBE firms to more effectively compete for work on the Project.
- **On-Site Ombudsman** - Hire, or cause to be hired, an experienced, full-time ombudsman to serve as a liaison to coordinate the administrative aspects and requirements of the MBE/WBE/LBE firms' programs for the Project and to support and advocate for such firms performing Project work.
- **Minority Contractor Mentorship** – Encourage larger vendors and contractors to develop mentorship programs and strategic relationships with local minority partners.
Goal #2: Provide ownership opportunities at every level in the project that preserve, protect and build the wealth of Northside community residents and businesses.

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<table>
<thead>
<tr>
<th>Objectives</th>
<th>Outcomes</th>
<th>Strategies</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Promote &amp; nurture BIPOC businesses</strong></td>
<td>Site supports and nurtures thriving network of Community businesses that operate at UHT.</td>
<td>1. Produce Comprehensive Strategy for Economic Inclusion, Jobs &amp; Careers for each project 2. Identify strategic partners who can provide recruitment, financing, and technical assistance to BIPOC entrepreneurs 3. Partner with Community organizations to promote UHT job and vendor opportunities 4. Priority for Northside Community businesses in CPAC contracting</td>
</tr>
<tr>
<td></td>
<td>Site events help build and sustain Community businesses</td>
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<tr>
<td><strong>Maintain public ownership of land</strong></td>
<td>Development does not extract wealth from the Northside Community</td>
<td>1. City maintains public ownership of the private development land 2. Negotiate ground leases with private development projects and direct ground lease revenue to address Northside anti-displacement initiatives 3. Community role in ownership of CPAC land through FA+CE entity with Master Lease to the City of Minneapolis</td>
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<tr>
<td><strong>Community ownership &amp; control of buildings</strong></td>
<td>Innovative community ownership models are implemented</td>
<td>1. Develop a Community Health and Wellness Hub that is designed, owned and managed by a Community entity or collaboration 2. RFP process to select Community Entity for potential real estate owner, partner, or advisory role in the ground floor commercial, Community Hub, and CPAC co-management</td>
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<td>Mechanism in place to transfer long term ownership of ground floor commercial spaces</td>
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<td>Community Hub vision, program, and tenancy address Community needs in health and wellness</td>
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<tr>
<td><strong>Revenues generated from the project benefit the community</strong></td>
<td>CPAC Ticket Fee creates sustainable and repeatable revenue source to address Community priorities</td>
<td>1. Create a legal structure for ongoing Community involvement in the ownership structure, programming and management of the CPAC 2. RFP process to select Community Entity for fund manager role in collection, recommendation, and allocation of the ticket fee and private development ground lease revenue to support wealth creation and anti-displacement efforts in the project or broader Northside neighborhoods.</td>
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<td>Private development ground lease payments provide resources for anti-displacement efforts</td>
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<td>CPAC provides free space for up to 40 Community events per year</td>
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COMMUNITY OWNERSHIP & WEALTH CREATION

City directs annual Ground Lease payments into a dedicated Northside Fund from which the City will support programs that will exclusively address gentrification, displacement and wealth building in the Northside Community. The selection of fund recipients would be made through an RFP process that has community representation on the selection committee.

Community Entity negotiates a Community Benefits Agreement with First Ave that will provide the Community Entity the ability to direct and/or receive the funds to support programs that will benefit the Northside Community.

Affordable Rental Housing: Owned in LLC by LIHTC Investor & Building Blocks/United Properties.

HUB Space(s): Owned & Managed By *Community Entity

Jobs Park/Production Buildings
Owned by United Properties. Leasing will be consistent with financeable, commercially reasonable leasing practices.

City of Minneapolis
Master Leases Building, Controls Facility for Government Program for 62.5 years/Selects Operator

Operator: First Avenue

Ticket Fee Proceeds ($3/Ticket)

City has Right to Purchase at FMV at end of compliance period

*Community Entity (CE) to be determined. Could be neighborhood association, existing organization (ex. Building Blocks), new CDC, or other.

** Northside Community is the priority population defined by the Coordinated Plan.
### Value

**Goal #3: Advance the interests of our Northside community without creating gentrification and displacement.**

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<thead>
<tr>
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<th>Objectives</th>
<th>Outcomes</th>
<th>Strategies</th>
</tr>
</thead>
</table>
| **Increase residents and owners who are stably housed** | Provide high quality, affordable living for approximately 1,000 residents | 1. Execute overall housing strategy; deliver approximately 520 housing units to the site, in 4 buildings and over 2-3 anticipated phases.  
2. Execute Phase 1 housing strategy; deliver 245 affordable, mixed-income rentals, and 32 for-sale townhomes, which can be perpetually affordable through a non-profit partnership offering down payment support or limited equity programs (ex. land trust model).  
3. Partner with local financial institutions to offer down payment assistance or other financial planning services, to create opportunities for wealth creation beyond affordable rents. |
| **Affordable commercial space for Northside BIPOC business owners** | Flexible, low-cost leasing structures that lower barriers to entry and maximize opportunities for Community businesses | 1. Seek a community entity who could take ownership of the ground floor commercial space at cost, layered with low-cost financing and owned and managed in accordance with Community needs and priorities.  
2. Create standard percentage rent leases to lower initial occupancy costs for tenants.  
3. Seek a business incubator as tenant or partner, who could host local business/entrepreneur workshops and promote broader Community business development.  
4. Develop a culturally-relevant tenancy and program strategy, in accordance with Community priorities |
| **New housing is attainable for residents most at risk of displacement** | The 245 phase 1 rentals are attainable to residents making between 30-70% of Area Median Income (AMI); 65% of phase 1 housing units (160 total) will be affordable to those making 50% below AMI. | 1. Could pursue Project Based Section 8 to provide deeper levels of affordability  
2. Priority Marketing: All housing (rental and ownership) opportunities within the project will be pre-marketed to the Northside Community. |
| **Anticipate & prevent involuntary displacement** | Perpetual affordability for rental housing | 1. Racial inclusion policies, already in place, must be acknowledged and honored  
2. Comply and implement with the City’s Housing Preference Policy for ownership and rental housing (to be adopted).  
3. Implement proactive management policies to avoid involuntary resident relocation  
4. Phase 2 Housing Strategy. Continue engagement with the community on the Phase 2 housing strategy, which could include an additional 250 units, in 2 projects. The CPC indicated an interest in seeing the next riverfront project (Parcel 1A) as senior housing and holding off on proposing any market rate housing on Parcel 7A until we know what the community’s priorities are following completion of Phase 1. |
ROLE OF A COMMUNITY ENTITY

(1) PRIVATE DEVELOPMENT FUND MANAGER/DISTRIBUTOR

- **PRIVATE DEVELOPMENT**
  - **GROUND LEASE REVENUE** $250,000

- **CPAC**
  - **TICKET FEE REVENUE** $750,000

- **STATE CPAC BOND** ($12.5M)

- **CITY OF MINNEAPOLIS**
  - **INDEPENDENT BOARD**
    - **COMMUNITY ENTITY**
      - MANAGES FUND, MAKES RECOMMENDATION TO CITY AND DISTRIBUTES REVENUE TO COMMUNITY WEALTH CREATION STRATEGIES (ALLOCATION SUBJECT TO COMMUNITY PRIORITIES)

- **DISTRIBUTION**
  - $250,000

- **ASSET / PARTNER**
  - **COMMUNITY WEALTH CREATION STRATEGIES**

- **NORTHSIDE NEIGHBORHOODS**
  - **ANTI-DISPLACEMENT/GENTRIFICATION INITIATIVES (EX. PROPERTY TAX RELIEF FUND)**

- **COMMUNITY HUB**
  - **ENHANCED COMMUNITY SERVICES/PROGRAMS**

- **CPAC**
  - **COMMUNITY ARTS/PROGRAMMING**

- **GROUND FLOOR COMMERCIAL**
  - **SUBSIDIZED RENT FOR COMMUNITY TENANTS**

**Notes**
- Estimates for illustration purposes only.
- Ground lease payments to be determined based on appraised values of parcels at the time of land transactions. Current estimates range from $140,000 - $350,000/year from Phase 1 to completion of Phase 2.
- Ticket fee revenue estimated at approximately $750k-$1m/year; subject to the number of events and tickets sold.
- If community entity makes recommendation on allocation of ground lease payments, then they cannot receive the ground lease funds.
Goal #4: Provide a diverse mix of housing types and sizes that is attainable and affordable for the current Northside community in a healthy, safe and opportunity rich neighborhood.

<table>
<thead>
<tr>
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<th>Objectives</th>
<th>Outcomes</th>
<th>Strategies</th>
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</thead>
<tbody>
<tr>
<td>Affordable Housing</td>
<td>Decreased racial disparity in housing cost burdens</td>
<td>Reduction in cost burdened households in Northside community</td>
<td>1. Commit to implementing the Minneapolis Housing Preference Policy for rental and ownership housing; prioritize marketing to current and former residents. 2. Identify and incorporate healthy housing features to address total cost of living 3. Seek innovative partnerships, financing strategies, and revenue streams that lower operating costs for residents and incentivize healthy living</td>
</tr>
<tr>
<td></td>
<td>Increase inventory of affordable housing attainable by Northside residents</td>
<td>65% of Phase I units are affordable to those with incomes at or below 50% AMI</td>
<td>1. Provide a diversity of types of homes (multi-family apartments, single family homes, and live-work spaces) and sizes that can accommodate Community individuals, families and seniors. 2. Structure affordability levels in the first phase of the development to be attainable for current Northside Residents, with at least 65% of the units affordable to those with household incomes at or below 50% of the Area Median Income 3. Phase 2: Potentially provide senior housing, either in the form of affordable senior rental or cooperative housing 4. Provide home ownership opportunities that are affordable to current Northside residents, with the possibility of perpetual affordability offered through a land trust model for some units 5. Ongoing resident/stakeholder engagement on needs assessment and priorities 6. Enroll in Fannie Mae Healthy Housing Rewards program</td>
</tr>
<tr>
<td></td>
<td>Housing meets a diversity of dwelling needs</td>
<td>Offer rental housing serving a variety of household sizes and ages Offer home ownership opportunities Provide some units that are available to a mix of incomes</td>
<td>1. Provide a diversity of types of homes (multi-family apartments, single family homes, and live-work spaces) and sizes that can accommodate Community individuals, families and seniors. 2. Structure affordability levels in the first phase of the development to be attainable for current Northside Residents, with at least 65% of the units affordable to those with household incomes at or below 50% of the Area Median Income 3. Phase 2: Potentially provide senior housing, either in the form of affordable senior rental or cooperative housing 4. Provide home ownership opportunities that are affordable to current Northside residents, with the possibility of perpetual affordability offered through a land trust model for some units 5. Ongoing resident/stakeholder engagement on needs assessment and priorities 6. Enroll in Fannie Mae Healthy Housing Rewards program</td>
</tr>
<tr>
<td></td>
<td>Housing is close to facilities that offer a complete set of daily needs</td>
<td>UHT residents have access to basic goods and services</td>
<td>1. Conduct market study and needs assessment to direct commercial space and Community Hub program strategies</td>
</tr>
</tbody>
</table>
## PHASE 1 RENTAL HOUSING SUMMARY

### Unit Mix by Bedroom Count

<table>
<thead>
<tr>
<th>Bedroom Count</th>
<th># Units</th>
<th>Percent</th>
</tr>
</thead>
<tbody>
<tr>
<td>Studio</td>
<td>0</td>
<td>0%</td>
</tr>
<tr>
<td>1 Bedroom</td>
<td>62</td>
<td>25%</td>
</tr>
<tr>
<td>2 Bedroom</td>
<td>122</td>
<td>50%</td>
</tr>
<tr>
<td>3 Bedroom</td>
<td>51</td>
<td>21%</td>
</tr>
<tr>
<td>4 Bedroom</td>
<td>10</td>
<td>4%</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>245</strong></td>
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</table>

### Affordability Label

<table>
<thead>
<tr>
<th>Label</th>
<th># Units</th>
<th>Percent</th>
</tr>
</thead>
<tbody>
<tr>
<td>30% Rents - MPHA</td>
<td>80</td>
<td>33%</td>
</tr>
<tr>
<td>50% Rents</td>
<td>81</td>
<td>33%</td>
</tr>
<tr>
<td>60% Rents</td>
<td>42</td>
<td>17%</td>
</tr>
<tr>
<td>70% Rents</td>
<td>42</td>
<td>17%</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>245</strong></td>
<td></td>
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</tbody>
</table>

### Gross LIHTC Rents 2020

<table>
<thead>
<tr>
<th>Bedroom Count</th>
<th>30% AMI</th>
<th>50% AMI</th>
<th>60% AMI</th>
<th>70% AMI</th>
<th>MPHA</th>
</tr>
</thead>
<tbody>
<tr>
<td>Studio</td>
<td>$543</td>
<td>$905</td>
<td>$1,086</td>
<td>$1,267</td>
<td>$816</td>
</tr>
<tr>
<td>1 Bedroom</td>
<td>$582</td>
<td>$970</td>
<td>$1,164</td>
<td>$1,358</td>
<td>$988</td>
</tr>
<tr>
<td>2 Bedroom</td>
<td>$698</td>
<td>$1,163</td>
<td>$1,396</td>
<td>$1,629</td>
<td>$1,243</td>
</tr>
<tr>
<td>3 Bedroom</td>
<td>$806</td>
<td>$1,344</td>
<td>$1,613</td>
<td>$1,882</td>
<td>$1,636</td>
</tr>
<tr>
<td>4 Bedroom</td>
<td>$900</td>
<td>$1,500</td>
<td>$1,800</td>
<td>$2,100</td>
<td>$1,923</td>
</tr>
</tbody>
</table>

### 2020 Area Income by Median and Household Size

<table>
<thead>
<tr>
<th>Persons in Family</th>
<th>FY 2020 Income Limit Area</th>
<th>Median Family Income</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>36,200</td>
<td>$103,400</td>
</tr>
<tr>
<td>2</td>
<td>41,400</td>
<td></td>
</tr>
<tr>
<td>3</td>
<td>46,550</td>
<td></td>
</tr>
<tr>
<td>4</td>
<td>51,700</td>
<td></td>
</tr>
<tr>
<td>5</td>
<td>55,850</td>
<td></td>
</tr>
<tr>
<td>6</td>
<td>60,000</td>
<td></td>
</tr>
<tr>
<td>7</td>
<td>64,150</td>
<td></td>
</tr>
<tr>
<td>8</td>
<td>68,250</td>
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</tr>
</tbody>
</table>

### Median Family Income

- **Very Low (50%)**
  - 21,700
  - 24,800
  - 27,900
  - **31,000**
  - 33,500
  - 36,000
  - 39,640
  - 44,120

- **Extremely Low**
  - 17,700
  - 20,800
  - 23,900
  - **31,000**
  - 33,500
  - 36,000
  - 39,640
  - 44,120

- **Low (80%)**
  - 4,950
  - 62,800
  - 70,650
  - **78,500**
  - 84,800
  - 91,100
  - 97,350
  - 103,650
**Value**

<table>
<thead>
<tr>
<th>Objectives</th>
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</tr>
</thead>
<tbody>
<tr>
<td>Increase native vegetation and protect natural, open, green, and pollinator habitat</td>
<td>25% of site area excluding building footprints should be planted using native species.</td>
<td>1. Provide green infrastructure and landscaping that will increase native vegetation and pollinator habitats 2. Improve habitat connectivity between the River and Northside Neighborhoods</td>
</tr>
<tr>
<td>Design the site to provide habitats (food and shelter) for migratory birds that utilize the Mississippi River</td>
<td>Improve ecological systems on the River</td>
<td>1. Provide pedestrian and multi-modal connections across I-94 connecting North Minneapolis to Mississippi River 2. Provide protected bike paths and sidewalks to the Mississippi River</td>
</tr>
<tr>
<td>Increase access to the Mississippi River</td>
<td>Reduce registered air pollutants by 25% from 2020 levels</td>
<td>1. Coordinate implementation strategies with Northern Green Zone goals 2. Meet or exceed Minneapolis regulations and MWMO’s stormwater standards 3. Improve regional stormwater quality 4. Advance district-wide stormwater and renewable energy solutions in partnership with MPRB, MWMO, and nearby property owners. 5. Install air quality monitors to track air pollutants 6. Implement restrictions to reduce air pollution from construction vehicles</td>
</tr>
<tr>
<td>Improve environmental conditions in North Minneapolis</td>
<td>Manage 85% of site stormwater on site</td>
<td>1. Achieve LEED for Communities v4.1 for the overall site and LEED-NC Silver for all private developments (3f, 3.g, 3.h) 2. Achieve B3 standards for CPAC (3.g) 3. Provide energy efficient housing that complies with Minneapolis Unified Housing Plan (3.g) 4. Complete and make public a feasibility study for achieving Net Zero and Carbon Free projects for each development parcel. (3.f, 3.g)</td>
</tr>
<tr>
<td>Use clean energy generated from local renewable resources and improve energy efficiency of buildings</td>
<td>Provide 50% of the building’s needs with onsite local renewable energy</td>
<td>1. Achieve LEED for Communities v4.1 for the overall site and LEED-NC Silver for all private developments (3f, 3.g, 3.h) 2. Achieve B3 standards for CPAC (3.g) 3. Provide energy efficient housing that complies with Minneapolis Unified Housing Plan (3.g) 4. Complete and make public a feasibility study for achieving Net Zero and Carbon Free projects for each development parcel. (3.f, 3.g)</td>
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### LEED for Cities and Communities: Plan and Design

<table>
<thead>
<tr>
<th>Cities</th>
<th>Communities</th>
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<tbody>
<tr>
<td>Credit</td>
<td>6</td>
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<td>Credit</td>
<td>4</td>
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### INTEGRATIVE PROCESS
- **Possible**: 5
- **Prereq**: Integrative Planning and Design Process
- **Credit**: Green Building Policy and Incentives

### NATURAL SYSTEMS & ECOLOGY
- **Possible**: 13
- **Prereq**: Ecosystem Assessment
- **Prereq**: Construction Activity Pollution Prevention
- **Prereq**: Green Spaces
- **Credit**: Natural Resources Conservation and Restoration
- **Credit**: Light Pollution Reduction
- **Credit**: Resilience Planning

### TRANSPORTATION & LAND USE
- **Possible**: 18
- **Credit**: Compact, Mixed Use & Transit Oriented Development
- **Credit**: Walkability and Bikeability
- **Credit**: Access to Quality Transit
- **Credit**: Alternative Fuel Vehicles
- **Credit**: Smart Mobility and Transportation Policy
- **Credit**: High Priority Site

### WATER EFFICIENCY
- **Possible**: 12
- **Prereq**: Integrated Water Management
- **Prereq**: Water Access and Quality
- **Credit**: Stormwater Management
- **Credit**: Wastewater Management
- **Credit**: Smart Water Systems

### ENERGY AND GREENHOUSE GAS EMISSIONS
- **Possible**: 31
- **Prereq**: Power Access, Reliability and Resiliency
- **Prereq**: Energy and Greenhouse Gas Emissions Management
- **Credit**: Energy Efficiency

### QUALITY OF LIFE
- **Possible**: 10
- **Prereq**: Demographic Assessment
- **Prereq**: Social Infrastructure
- **Prereq**: Economic Growth
- **Credit**: Affordable Housing
- **Credit**: Public Health
- **Credit**: Emergency Management and Response

### INNOVATION
- **Possible**: 6
- **Credit**: Innovation

### REGIONAL PRIORITY
- **Possible**: 4
- **Credit**: Regional Priority

### TOTAL
- **110**

**UHT BASELINE GOAL**
- **40-49 Points**: CERTIFIED
- **50-59 Points**: SILVER
- **60-79 Points**: GOLD
- **80+ Points**: PLATINUM
**Goal #6: Design, build, and support public spaces that prioritize inclusivity, community ownership and access for Northside BIPOC communities.**

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</table>
| **Public realm supports inclusivity & ownership** | Places of historic significance to BIPOC communities are preserved and celebrated. | Integrate public art into the site | 1. Frame engagement to design and build the public realm in a manner that supports inclusivity and ownership for the Community  
2. Create a framework to integrate public art into the public realm.  
3. Develop a vision for the site that defines opportunities for Northside BIPOC storylines and themes  
4. Identify locations for a future artist to implement through the Art in Public Places Program |
| | Integrate public art into the site | Public realm will include spaces for community gathering |
| **Public realm encourages human/nature interaction** | Create opportunities to interact with the Mississippi River | Site will provide spaces to relax in nature | 1. Integrate art with stormwater designs and connections to the Mississippi River  
2. Identify opportunities to program and activate the public realm including Mobility Hubs, Open Streets, Farmers Markets, Festivals, and other community events |
| | Site will provide spaces to relax in nature | Places for interpretation and learning |
| | Places for interpretation and learning | Spaces will encourage movement and exercise |
| **Improve access to site for Northside community** | Connect Northside residents to proposed housing and jobs | Improve connection to site across I-94 | 1. Continue to work with Metro Transit to expand new local, limited stop, and/or express service to the Upper Harbor site  
2. Continue to explore funding and partnership opportunities with MnDOT to reconfigure the Dowling Avenue Bridge and construct a new nonmotorized bridge across I-94  
3. Build accessible pedestrian and bike connections between Northside neighborhoods and the site |
| | Connect Northside residents to proposed housing and jobs | Improve connection to site across I-94 |
| **Promote bike & pedestrian connections from the site to the neighborhoods** | Create 1.5 miles of separated bike paths on Dowling from Lyndale to I-94 | Create __ miles of bike and pedestrian paths | 1. Upgrade bicycle lanes to off-street trails that are separated from sidewalks and pedestrian paths  
2. Provide wide boulevards that offer separation from vehicle traffic and allow for healthy trees, landscaping, furnishings, public art, and pedestrian level street lighting  
3. Design safe streets with that prioritize and encourages safe travel behaviors |
| | Create 1.5 miles of separated bike paths on Dowling from Lyndale to I-94 | Create __ miles of bike and pedestrian paths |
COORDINATED PLAN

RENDERINGS
OVERVIEW & SUMMARY
LAND USE
PARCEL PLANS
District Rendering

Rendering for Illustrative Purposes Only - View Looking North of Riverfront Business Park (Parcel 4 and 5)
DEVELOPMENT OVERVIEW & SUMMARY

- Manufacturing, Production & Processing
- Urban Food Production & Manufacturing
- Community Performing Arts Center
- Health and Fitness HUB
- Future Flexibility
- Unrestricted Housing with District Parking Ramp & Flexible Community Space
- Mixed-Income Housing with Health & Wellness & Flexible Community Space
- Senior Housing

**UPPER HARBOR | COORDINATED DEVELOPMENT PLAN (DRAFT)**

- **19.5 Acres of New Riverfront Park**
- **$750K-1M** Annual revenue to community entity generated by ticketed events
- **1,000 Estimated Residents**
- **300 Estimated Living Wage Business Park Jobs**
- **Health & Wellness Community Hub**
- **45,000 Sq. Ft. Ground Floor Commercial/Community Space**
- **1,200 Estimated Construction Jobs Created**
- **$302M Estimated Development Cost**
  *Does not include City infrastructure and Park costs*
PARCEL 1A: SENIOR HOUSING – MARKET RATE/COOPERATIVE OR AFFORDABLE RENTAL (2025+)

Multiple Senior Program Options:
- Cooperative ownership
- Market rate, independent rental
- Affordable rental

Ground Floor
Patio and Resident Amenity Space

Feasibility Requirements
Subject to Final Plan, Program, Affordability, Financing, and Future Market Conditions
PARCEL 1B: FAMILY HOUSING + GROUND FLOOR COMMERCIAL (PHASE 1)

- **75** Total Affordable Rental Units
- **15** Perpetually Affordable Townhomes
- **76%** 2- & 3-bedroom units
- **15,000** Sq. Ft. Ground Floor Commercial/Community Space
- **50 Units** (65% of total) affordable for 30-50% AMI
- **$26m** Total Housing Development Cost

**Feasibility Requirements**
- Tax Increment Financing
- Affordable Housing Trust Fund
- Affordable Housing Feasibility Gap
- Community Entity Owner - Ground Floor Commercial

UPPER HARBOR | COORDINATED DEVELOPMENT PLAN (DRAFT)
PARCEL 3: COMMUNITY PERFORMING ARTS CENTER (PHASE 1)
PARCEL 4: FOOD PRODUCTION & PROCESSING + ROOFTOP AGRICULTURE/HYDROCULTURE (2025+)

- **60,000 Sq. Ft. of Ground Floor Business Park Area**
- **Single-Tenant/Owner Occupant Facility**
- **50,000 Sq. Ft. of Rooftop Area for Agriculture or Hydroculture**
- **$20.1m Total Development Cost**

**Feasibility Requirements**
Subject to Anchor Tenant/Employer & Rooftop Business/Operator, Project Financing, and Future Market Conditions
PARCEL 5: MANUFACTURING, PRODUCTION & PROCESSING (PHASE 1)

127,000 Sq. Ft.

$15.1m Estimated Development Cost

Single or Multi-Tenant

100,000 Sq. Ft. Rooftop Area for Solar Panels

Feasibility Requirements
• None; feasible in current market conditions
PARCEL 6A: MIXED-INCOME AFFORDABLE HOUSING + GROUND FLOOR COMMERCIAL (PHASE 1)

- **170** Total Affordable Rental Units
- **68%** 2- & 3-bedrooms units
- **66%** Units (65% of total) affordable for 30-50% AMI
- **17** Perpetually Affordable Townhomes
- **20,000** Sq. Ft. Ground Floor Commercial/Community Space
- **$50m** Total Housing Development Cost

**Feasibility Requirements**
- Tax Increment Financing
- Affordable Housing Trust Fund
- Affordable Housing Feasibility Gap
- Community Entity Owner - Ground Floor Commercial

**UPPER HARBOR | COORDINATED DEVELOPMENT PLAN (DRAFT)**
PARCEL 6B: HEALTH & WELLNESS COMMUNITY HUB

Feasibility TBD
Subject to Final: Plan, Program, Developer, Operator, Partners/Tenants, Financing, Fundraising, and Parking Requirements

Health & Wellness
Community Hub

Multiple Community Operators

$TBD
Development Cost TBD by Final Program & Design

View from the North East
Option 1: High Density
Unrestricted Incomes & Demographics

150 Units + 11,000 Sq. Ft. Commercial/Community Area

Affordability
Must Meet City’s Inclusionary Zoning Requirements

Feasibility TBD
Subject to Final Plan, Program, Housing Affordability, Ground Floor Ownership + Program, Financing, and Market Conditions
*Could consider innovative construction method such as high-rise timber or modular housing

Option 2: Medium Density
Flexible Options for Affordability Strategy

80 Units + 11,000 Sq. Ft. Commercial/Community Area

Affordability
Must Meet City’s Inclusionary Zoning Requirements

PARCEL 7A: FUTURE HOUSING (DENSITY & AFFORDABILITY TBD)
WASHINGTON AVENUE NORTH STREET WILL BE ACTIVATED THROUGH STREET FACING, GROUND FLOOR USES INCLUDING ARTIST LIVE/WORKSPACES. DISTRICT PARKING AND POTENTIAL MOBILITY HUB WILL BE INTEGRATED INTO THE REMAINDER OF THE BUILDING. THE STRUCTURE ITSELF COULD BECOME A CANVAS FOR NORTHSIDE BIPOC ARTISTS TO CREATE SECTIONED MURALS IN LIEU OF A FAÇADE, SHOWCASING NORTH’S CREATIVE ENERGY, DIVERSITY, AND HISTORY, AND BECOMING A CULTURAL DESTINATION AND “INSTAGRAM MOMENT” FOR NORTH.
Multiple Program Options:

Short-Term Activation:
• Surface Parking + Active Green Space (ex. Farmer’s Market)
• Temporary Public Art + Creative Placemaking (ex. “pop-up galleries”)

Long-Term Redevelopment:
• Hospitality – ex. Northside Boutique Hotel
• Housing – Rental, Ownership, Restricted or Unrestricted Incomes

Feasibility TBD
Subject to Final Plan, Program, Financing, and Market Conditions

PARCEL 7B: FUTURE PHASE FLEX PARCEL
PUBLIC REALM & INFRASTRUCTURE

INTRODUCTION
PHASE 1 SCOPE & BUDGET
FUTURE PUBLIC REALM & INFRASTRUCTURE NEEDS
PHASE 1: TRANSPORTATION
PHASE 1: PUBLIC UTILITIES
PHASE 1: DISTRICT SYSTEMS
XCEL POWERLINE RELOCATION
INTRODUCTION

To accommodate the transition of the Upper Harbor site from its original operation as a barge shipping terminal to a mixed-use development with housing, a music venue, commercial retail, park space, and offices; public realm and infrastructure improvements are necessary to support access to the site and redevelopment. Key components include a connected system of sidewalks, bicycle trails, and streets, and the extension of public utilities such as water, stormwater management, and sanitary sewer systems.

The City of Minneapolis, in close coordination with Minneapolis Park and Recreation Board (MPRB), proposes to reconstruct Dowling Avenue North and construct a new segment of parkway to provide access and circulation to the Upper Harbor site. Dowling Avenue North will be the primary access point to the site and will serve as the gateway between the site and the greater North Side community.

This project provides a significant opportunity to deliver public realm and infrastructure improvements that prioritize inclusivity and community ownership for local BIPOC communities. As such, new public realm and infrastructure improvements will prioritize pedestrian and bicycle connections between adjacent neighborhoods and the Upper Harbor site by incorporating designs that promote safe, convenient, and comfortable travel. Furthermore, this project provides an opportunity to offer a riverfront-oriented experience with a focus on innovative stormwater solutions to clean and reduce the volume of water entering the Mississippi River.
The City has worked closely with community stakeholders, residents, MPRB, Hennepin County, MnDOT, and MWMO to develop preliminary design concepts that provide a connected system of sidewalks, trails, streets to support greater connectivity and access between nearby neighborhoods and the Upper Harbor site. The transportation design concepts prioritize and incorporate designs that promote safe, convenient, and comfortable travel. Preliminary design concepts in this plan are the product of community engagement, technical work and collaboration with partner agencies, previous planning studies, and alignment with broader City goals and policies. The transportation concepts have been and will continue to be studied and designed in collaboration with other public utilities (e.g., water, sanitary sewer, stormwater management systems) development, and parks/trails to ensure that the designs are fully integrated and complementary to maximize public realm benefits.

The concepts are preliminary in nature and will continue to be guided by stakeholder engagement and more detailed technical analysis in advance of design approvals through City Council in 2021. Below is a summary of the preliminary design concepts that are proposed as a part of the Phase 1 public realm and infrastructure improvements.

"Upper" Dowling Avenue (Lyndale Avenue North to I-94): The City has expanded the Dowling Avenue North project limits westerly to Lyndale Avenue North to improve connectivity to the greater community and address a major access barrier to the Upper Harbor site. This section of Dowling Avenue North is identified in the City’s Vision Zero Action Plan as a High Injury Street, indicating a high concentration of traffic crashes that result in severe injuries and/or death for people using the street. Extending the project to include this stretch provides an opportunity to address life-altering crashes and a major barrier for North Side residents. The design concept for the reconstruction of Dowling Avenue North prioritizes a wider public realm with sidewalks, an off-street trail, boulevards, trees, pedestrian street lighting and new traffic signals. The City is working with MnDOT to pursue additional opportunities to improve safety and comfort for people walking, biking and rolling to the Upper Harbor site across I-94. Absent major investments from MnDOT, Public Works has also identified immediate solutions the City can implement to address safety and access concerns with crossing the bridge over I-94.

North-South Parkway: The design concept for the construction of the parkway has progressed in close coordination with MPRB and MWMO and includes a new alignment adjacent to park property to support activation, visibility, and accessibility along the riverfront. This design provides space for separated bicycle trails and walking paths adjacent to park land and sidewalks adjacent to development sites. The design maintains the Grand Rounds aesthetic but will include innovative design and operational solutions to support the new park and site development. The design will include unique parkway features such as: a narrow two-way street with a red granite chip-seal surface, a stouter curb and gutter section, parallel parking bays on either side of the street and standard lighting fixtures.

The City, MPRB, and MWMO are exploring innovative stormwater solutions along the north-south parkway in a series of linear aboveground stormwater management facilities to collect, convey, and treat stormwater from the parkway, while also providing habitat and aesthetic benefits. The vision of this linear system will be functionally and aesthetically integrated into the west side of the parkway and the east side of the development face, creating a unique pedestrian experience on the west side of the parkway that also treats stormwater before it enters the Mississippi River.

The long-term plan is for the parkway and riverfront trails to eventually extend along the river north and south of the site and connect to the larger network of parkways, trails and city streets. The parkway and trail connections will take years to develop as property along the river will need to be acquired, with the goal of continuous public access along the entire riverfront.

33rd Avenue North (2nd Street to Parkway): The design concept for 33rd Avenue North includes the construction of walking, biking and rolling infrastructure along 33rd Avenue North from 2nd Street North to the Upper Harbor site, including a reconstruction of the CP Rail crossing and a cul-de-sac near the river to serve local access. The City identified the need to explore improvements along 33rd Avenue North to further
PHASE 1: TRANSPORTATION

improve access to the Upper Harbor site near Lowry Avenue North and efficiently coordinate the two CP Rail crossing improvements as a part of the Phase 1 improvements. This is not intended to be a full street reconstruction, but a retrofit design solution to provide non-motorized access. The City will continue to explore design solutions that address the project and city goals, as well as feedback from stakeholders. The City, MPRB, and MWMO are also exploring innovative stormwater solutions near the terminus of 33rd Avenue North, such as a larger stormwater management feature [e.g., rain garden or stormwater wetland] to treat stormwater runoff from the parkway and connect to the stormwater management system along the parkway.

Discussions at UHT CPC meetings and Learning Table events have highlighted the need and strong desire for improved transit service and connections between North Side neighborhoods and the Upper Harbor site. The City will continue to work with Metro Transit to coordinate improvements that support existing and future transit service upgrades. As the plans for the development are finalized, Metro Transit will evaluate the phasing and intensity of uses to determine if route modification is warranted.
To accommodate the transformation of the Upper Harbor site, Phase 1 public realm and infrastructure improvements will require City investment in public utilities (e.g., water, sanitary sewer, stormwater management systems) and, at minimum, stormwater management for the public right-of-way. As a part of this work, the City has been in close collaboration with the development team to understand how the site will be developed and where utilities will be needed to support new land uses.

Furthermore, the City and MPRB have been working closely with the MWMO, who is evaluating opportunities for innovative stormwater solutions to clean and reduce the volume of water entering the Mississippi River. Below is a summary of the design concepts that are proposed as a part of the Phase 1 public realm and infrastructure improvements. All design concepts have been prepared and estimated to support the street design and planned development.

**Water:** The design concept for water utility extensions has been developed in close coordination with the development team and MPRB. The plans assumed much of the existing infrastructure will utilize existing service easements to the west parcels 3 – 5 and will serve parcels 1a, 1b, 2, 3, 4, 5, 6a and 6b. Future water improvements which are necessary to provide water services to parcels 7a and 7b will be implemented as future development on those parcels is finalized.

**Sanitary:** The design concept for upgrading the sanitary sewer system has been prepared in close coordination with the development team and MPRB. It is assumed that sanitary sewer service for the Phase 1 development sites will be provided by the existing Metropolitan Council interceptor pipe that traverses the site and other existing City sanitary sewer connections in the area. Reconstruction of the existing sanitary sewer system underneath Dowling Avenue North, east of Washington Avenue North, is necessary due to current condition. All sanitary infrastructure needs for new development associated with the Upper Harbor site will be constructed in Phase 1 and future phases of development will be served by existing and Phase 1 sanitary infrastructure.

**Stormwater:** The design concept for upgrading the stormwater management system has been developed in close coordination with MWMO, MPRB and the development team. The City is exploring several options to implement innovative stormwater solutions to treat stormwater runoff prior to discharge to the Mississippi River. The City has focused its efforts on planning and evaluating stormwater improvements that serve the public right-of-way, including both green infrastructure, grey infrastructure (i.e., end of pipe), and hybrids of these two designs. Stormwater management systems for the developable parcels and the regional park are not included as a part of this work but are being developed in close coordination with MWMO and the City.

Green infrastructure is an approach to water management (and other district systems) that protects, restores, or mimics the natural water cycle. Green infrastructure incorporates both the natural environment and engineered systems to provide clean water, conserve ecosystem values and functions, create or enhance habitat, thereby providing a wide range of benefits to people and wildlife. Examples of the green infrastructure designs being explored include bioretention areas with native plantings, bio infiltration and biofiltration swales (e.g., rain gardens), detention/retention basins, tree trenches, stormwater wetlands, stormwater reuse for irrigation, and permeable pavement.

The Upper Harbor site represents a tremendous opportunity for the City and MPRB to re-envision how the public interacts with the Mississippi River. While the City is focusing on managing stormwater within the public right-of-way, the MWMO has been evaluating stormwater solutions such as shared district and regional systems that would treat the public right-of-way as well as runoff from private development and off-site from the upland areas that flow through the site to the Mississippi River. The City and the MWMO are working collaboratively to review MWMO’s proposed study of a district and regional system as a potential alternative or supplement to the City’s concepts for right-of-way treatment. MWMO is leading the planning process for the district and regional system concepts in close coordination with the City, MPRB, and the development team. This work will provide high level cost estimates for construction and on-going maintenance, as well as potential community benefits or impacts from the system.
PHASE 1: PUBLIC UTILITIES

The development of a shared district and/or regional system will include many considerations that have yet to be determined. Below is a summary of key elements that will need to be developed further amongst all parties in order to implement a shared district and/or regional system on the Upper Harbor site.

- Any shared system will require the development of a multi-party agreement to clarify liability, maintenance, and stormwater regulatory requirements.
- It is undetermined whether the City would be party to a shared system if it were implemented. However, if the stormwater system was treating runoff from public right-of-way the City would be involved in the development of an agreement, as well as development of a maintenance plan.

Due to the many competing needs for space, it has not been determined how much stormwater treatment can be accomplished on the site, while still meeting the development goals. Any opportunities for shared district or regional systems at the site will largely be determined by the availability of funding amongst participating parties, maintenance requirements, and the corresponding complexity of the proposed system. Public Works prefers systems that require less maintenance and will be less supportive of operating and maintaining a system that requires large scale pumping of stormwater.

- Continue to explore multiple benefits of district systems measured through social, environmental, and economic outcomes.
UTILITIES CONCEPT WITH DESIGN EXAMPLES

ROADS PHASE 1
ROADS PHASE 2
SANITARY PHASE 1
WATER PHASE 1
WATER PHASE 2
STORM PHASE 1
STORM PHASE 2

DOWLING AVENUE

33RD AVENUE

PARKWAY PHASE 1

PARKWAY PHASE 2

UPPER HARBOR | COORDINATED DEVELOPMENT PLAN (DRAFT)
The Upper Harbor site is currently bisected by overhead high transmission powerlines, owned and operated by the private utility holding company Xcel Energy, that cross the Mississippi River from the Xcel Energy Riverside Plant on the east bank of the river and runs south through the middle of the riverfront parcels. The current alignment of the overhead high transmission powerlines and location of the powerline towers are a major site constraint in redevelopment. The overhead high transmission powerlines and powerline towers will need to be relocated on the site to prepare for redevelopment. The proposed relocation plan would relocate the north-south alignment of the overhead high transmission powerlines and towers to the western edge of the site, adjacent to the north/south CP Rail tracks, in order to minimize their impact on the park and development. It is possible to use the area within the powerline easement area (a clear area below and extending out from the powerlines) for loading, circulation, parking, and stormwater management. The City sought preliminary cost estimates for burying the high transmission powerlines underground rather than a new overhead alignment and determined that burying the lines is cost-prohibitive.

After working closely with MPRB, the development team, CP Rail, and other partner agencies, the City recommended a realignment that minimized impact through the park and routed the overhead high transmission powerlines as far west as possible near other existing utility easements and the railroad to maximize development area. Both the CPC and the MPRB CAC approved the adjusted alignment in 2019. Xcel Energy is leading the study and preliminary design for the recommended alignment to better understand design, cost, and coordination with existing utility easements, with completion expected by the end of 2020.
REGIONAL PARK PLAN

DESCRIPTION OF PROCESS
EXISTING CONDITIONS
COMMUNITY BENEFITS
IMPLEMENTATION
REGIONAL PARK PLAN

Park Planning Process
The Minneapolis Park and Recreation Board (MPRB) is leading a separate, but concurrent, Upper Harbor park development and planning process, which includes planning, design, and implementation of the first phase of park construction, and formation of a long-term concept plan. MPRB has authority over the park design, and MPRB staff and consultants remain committed to a collaborative process with the City and developer.

The City and MPRB jointly conducted general engagement and planning for the Upper Harbor Terminal beginning in late 2015. MPRB began the park specific engagement and planning process in the summer of 2019. In 2019 MPRB created a 17-person Community Advisory Committee (CAC) to provide recommendations on the initial park design concepts and programming. The CAC is charged with making a recommendation on the design concepts of the new park space at Upper Harbor to the Board of Commissioners.

Park Schedule and Milestones
The park concept planning process is expected to be completed in 2020/2021 Winter. The MPRB Board of Commissioners will approve a concept and a plan for first phase of improvements, and the project will move into the design and construction stage of park development. The staff and technical team will develop construction plans for the first phase of park improvements. MPRB plans to bid the project for a 2022 construction season start, with commencement prior to December 1, 2022 and anticipated completion by the end of 2023.

The park land will be conveyed to MPRB by the City. The land transfer will be contingent on MPRB demonstration of enough local funding to meet state bonding requirements and to complete the minimum park improvements outlined below. The land conveyance satisfies the parkland dedication requirements for the entire development.

Park Improvements
MPRB has committed to the following key elements with the understanding that these aspects of the project are foundational for all parties.

Minimum Park and Areas of Collaboration
There will be one north-south vehicular circulation corridor that will serve as both typical street access to development parcels and as the parkway. The City and MPRB will continue to coordinate on the design of this corridor so that it meets both parties’ needs. The corridor will be on park land, and the City will have the responsibility for constructing the street. This parkway is an important addition to the Grand Rounds and both parties agree that the parkway design and aesthetic guidelines will generally be followed. In the design phase, specific areas of collaboration will include street design and construction, including stormwater management, utilities, parking, signage, markings, and street design, and construction cost share and allocations. The City and MPRB will also agree on terms regarding maintenance, access, parking, street closures, and stormwater management.

While the specific design of Phase I park improvements will be finalized in the fall/winter of 2020, MPRB has committed to the following parameters around the park improvements:

- The park will include pedestrian and bike trails connecting to City sidewalks & trails along Dowling Avenue North and continuing through the site to 33rd Avenue.
- Phase I improvements will only cover improvements to a portion of the park property, likely near the Dowling Avenue North entrance into the property.
- For areas that will be developed in later phases, MPRB will provide land cover as appropriate.

MPRB will continue to collaborate on planning for stormwater treatment areas that enhance the park experience and health of the river corridor [See Chapter 5: Public Realm and Infrastructure]. While MPRB cannot currently commit to funding beyond the amount related to its own stormwater requirements, MPRB is able to allocate park land for collective management. This use of green space can support multiple goals for all partners and has synergy with community desires expressed for healthy land and water.
REGIONAL PARK PLAN

Existing Park Land and Industrial Infrastructure
The primary park land, which is approximately 6 acres at the end of Dowling Avenue and to the south, is characterized by much of the existing industrial infrastructure on site. (shown on xxx). The MPRB will accept the park land “as is”, which includes assuming responsibility for addressing any environmental site clean-up, contamination treatment, existing structures, etc. The City plans to demolish the warehouse, which encroaches onto park land, prior to closing.

While the plan for maintaining, repurposing, or removing the existing structures will be part of the park concept, MPRB has identified a tentative plan showing the maximum potential retention of structures. In any plan, MPRB would likely modify any structures retained to serve public park purposes. Through the engagement and planning process, MPRB may determine that it is optimal to remove some, or all, of the structures. Because the potential eligibility for historic designation is still being evaluated, MPRB would take responsibility for following standard processes if proposing changes.

Exhibit B shows the maximum potential preservation plan.

- MPRB may maintain two grain elevators, possibly for storage or to be repurposed as cisterns.
- The red grain elevator may be retained and renovated for public purposes.
- The domes pose challenges, but it is possible that one dome may be repurposed, in whole, or in part.
- Some of the overhead conveyors may be reused, others may be modified into site furnishings or other amenities.
- The riverwall will remain in place for the current phase of construction, although long term plans may specify whole or partial removal.
- The mooring structures in the river will also stay through the first phase of park improvements, given the challenges of removal.

MPRB is not planning on any scenario where more than one dome would be retained in the long term, although some removals may be deferred to future phases. MPRB would also likely remove at least two of the grain elevators; though the timing of such removals is uncertain. Some of the overhead conveyors will need to be removed for safety as well as for park use. All of the existing wooden outbuildings are in poor condition and would likely be removed with the first phase of construction.

Based on the concept planning, available funding, and regulatory reviews, MPRB may change its plan for preservation, removal or repurposing of any of the structures at any time. This articulation of the maximum potential preservation plan helps inform City and developer planning work but is not a specific commitment by MPRB.

POTENTIAL PRESERVATION OR ADAPTIVE REUSE OF SITE STRUCTURES

Exhibit B

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Program Model and Design
Planning for physical improvements lays the groundwork for how programming is structured, identifying potential community partners, and setting up expectations at MPRB and among community members.

Based on community feedback over the past several years, the MPRB project team developed a draft list of ten Program Experiences that people desire to have in the park. While this list is not final and is currently under review it is the foundation of a program model. A program model translates the desires of the community and the physical opportunities presented by the site into a set of experiences and activities that visitors should be able to have. After the park is built, the program model serves as a guide to shape ongoing staffing, events, activities, and how the park is run.

Any park designs will support multiple ways, for people of all ages and abilities, to find these experiences at the park. In summary the experiences include connecting with the river, holding larger events, supporting small gatherings and events, enjoying food – buying, harvesting, growing, learning, and supporting a just food system, relaxing in nature, supporting learning and education, encouraging intergenerational play and recreation, holding winter activities, and providing basic visitor support such as shelter and restrooms.

A few flexible spaces, visitor support, and staff spaces can support almost endless multiple programming options. The early years of a new park are an opportunity to test many types of programming, including options that may evolve to have a permanent site presence. In addition, once the park is established, residents will be able to provide ongoing input to staff and elected officials.

Procurement Opportunities
MPRB will follow standard City procurement and contracting requirements, including civil rights goals, where applicable. In order to increase participation of BIPOC and North Minneapolis residents and businesses on the park project, MPRB is assessing non-traditional construction processes for more targeted investment. In some cases, these procurement methods support capacity building, hands on experience, and other career pathways with the goal of long-term industry change. Establishing pathways on this project for directing construction dollars more locally can set a precedent for many future projects. MPRB has several existing employment and training programs that may be utilized to achieve some of the construction and employment goals outlined in this document.

Employment (park staffing)
All parks require MPRB staff to program, activate, and maintain the park. This project process has established a need for expanded programming, financial support for community members, and deliberate park activation. Onsite employment is a key tool to address these goals. In order to support enhanced employment and programming, MPRB needs to identify a clear need and interest, and establish both internal and external funding streams. There are many opportunities related to outdoor recreation, learning and education, management of green infrastructure and natural areas, that may develop.
IMPLEMENTATION PLAN

DEVELOPMENT TEAM
PHASING
IMPLEMENTATION SCHEDULE
COMMUNITY ENTITY
PUBLIC REALM & INFRASTRUCTURE
REGIONAL PARK
PRIVATE DEVELOPMENT PROJECTS
DEVELOPMENT TEAM

CPAC Operator

Lead Developer

Co-Developer
PROPOSED PROJECT OWNERSHIP

- Building Blocks + Community Entity (if
- Joint Venture: Building Blocks/United Properties
- United Properties or Tenant/Operator
- First Ave + Community Entity
- Individual Homeowners
- United Properties + Potential Partners (subject to final plan/program)

Manufacturing, Production & Processing
Urban Food Production & Manufacturing
Community Performing Arts Center
Health and Fitness HUB
Future Flexibility
Unrestricted Housing with District Parking Ramp & Flexible Community Space
Mixed-Income Housing with Health & Wellness & Flexible Community Space
Family Housing with Flexible Community Space
Park
Senior Housing
PUBLIC OWNERSHIP OF LAND
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<td>Estimated Business Park Area</td>
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<td>Affordable Housing Rental Units</td>
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<td>Annual revenue to community entity generated by ticketed events</td>
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<td>Estimated Residents</td>
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<td>Rental units (65% of total) affordable for 30-50% AMI</td>
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<td>Estimated Development Cost</td>
<td>$143M</td>
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**PHASE 1 (2022-2025)**
PHASE 2 (2025+)

- **100** Estimated Business Park Jobs
- **Health & Wellness** Community Hub
- **586** Community Hub District Parking Stalls
- **300-400** Estimated Residents
- **78** Senior Housing Units
- **15** Artist Live/Work Units
- **10,000** Sq. Ft. Commercial/Community Space

UPPER HARBOR | COORDINATED DEVELOPMENT PLAN (DRAFT)
ALL PHASES
## 2021-22 Implementation Schedule

### Community Engagement Checkpoints

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<tr>
<td>Coordinated Plan Approval</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>Phase 1 City Approvals</td>
</tr>
<tr>
<td>Auar Study &amp; Mitigation Strategies</td>
<td>City Approvals (Auar + Rev. Agreement)</td>
<td></td>
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<tr>
<td>Community Benefits Agreement (Term Sheet)</td>
<td></td>
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<tr>
<td>Redevelopment Agreement (Legal Document)</td>
<td></td>
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</tbody>
</table>

### Community Hub

<table>
<thead>
<tr>
<th>Q4 20</th>
<th>Q1 21</th>
<th>Q2 21</th>
<th>Q3 21</th>
<th>Q4 21</th>
<th>Q1 22</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Community Hub</strong></td>
<td></td>
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</tbody>
</table>

### Housing & Commercial Space

<table>
<thead>
<tr>
<th>Q4 20</th>
<th>Q1 21</th>
<th>Q2 21</th>
<th>Q3 21</th>
<th>Q4 21</th>
<th>Q1 22</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Housing &amp; Commercial Space</strong></td>
<td></td>
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</tbody>
</table>
IMPLEMENTATION: COMMUNITY ENTITY PROCESS

**Community Performing Arts Center**
- Area: 10,000 seats + Local Programming
- Cost: TBD; subject bonding bill outcome
- Revenue: Option 1: CE recommends uses of potential $750K-$1m annual ticket tax or Option 2: CE could receive funds if CBA utilized

**Community Hub**
- Area: Hub (45,000 SF) + 400 Parking Stalls
- Cost: $35-40 million
- Revenue: Tenant Leases, Events, Parking, Sponsorships, etc.
- Program: Health & Wellness Tenants + Building Blocks Programming

**Ground Floor Commercial**
- Area: 15,000 SF
- Cost: $7 million
- Revenue: Tenant Leases (% Rent)
- Program: Tenants that engage with river, park (ex. food related), potential MPRB space

**Ground Floor Commercial**
- Area: 20,000 SF
- Cost: $7 million
- Revenue: Tenant Leases (% Rent)
- Program: Health & Wellness Tenants

**Ground Floor Commercial**
- Area: 10,000 SF
- Cost: $3.5 million
- Revenue: Tenant Leases (% Rent)
- Program: TBD; future phase
Community benefits assume future participation by a (to be determined) community entity or entities in the following roles:

• Ownership of the Land under the Venue in partnership with First Avenue (FA+CE)
• Either separately or in combination with the Venue land ownership, the ability to receive the proceeds from the ticket fees if ticket fees are enforced through a CBA.
• Potential ownership and/or operation of the Community Hub
• Potential ownership and/or operation of ground level commercial space
• Potential CBA for commitments that cannot be mandated by the City
## ROLES OF A COMMUNITY ENTITY

<table>
<thead>
<tr>
<th>Role: Development Fund Manager</th>
<th>Scope of Responsibility:</th>
<th>Entity Requirements:</th>
<th>RFO Criteria for Selecting Entity</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1)</td>
<td>Receive private development funds, create process for distribution of private development funds, which can include subsidized space for Northside Community businesses, enhanced programming or events at CPAC and/or Community HUB, support for local arts programming and/or additional support to prevent displacement of Northside Community residents.</td>
<td>Organizational: (1) Create transparent and accountable process for receiving and distributing funds to support the Northside Community. (2) Leverage additional funds to amplify benefits of ticket fee fund and ground lease payments for the Northside Community.</td>
<td>• Demonstrated ability managing funds • Ability to leverage funding • Credibility within North Minneapolis • Governance that is truly representative of the Northside Community • Results driven with experience in North Minneapolis • Established experience with outreach and communication with Northside Community • Ability to build and leverage relationships • Organizational capacity to do the work</td>
</tr>
<tr>
<td>(2)</td>
<td>Assess requests, select recipients and distribute private development funds</td>
<td>Financial: Ability to raise additional funds to supplement ticket fee funds.</td>
<td></td>
</tr>
</tbody>
</table>
## ROLES OF A COMMUNITY ENTITY

<table>
<thead>
<tr>
<th>Role</th>
<th>Scope of Responsibility</th>
<th>Entity Requirements</th>
<th>RFQ Criteria for Selecting Entity</th>
</tr>
</thead>
</table>
| **Option 1:** Real Estate Advisor of Ground Floor Commercial and Community Hub | Ground Floor Commercial: 35-45,000 square feet of commercial space at full build-out (Phase 1 and Phase 2), potentially including restaurants, retail and office space. Community Health & Wellness Hub: Approximately 30-45,000 SF, subject to program, partners, and feasibility strategy. | Advisory Role:  
- Attend regular meetings with owners  
- Establish Leasing Program Strategy  
- Recruit and advise owners on tenants for commercial spaces  
- Advise on the creation of Flexible Leasing Structures  
- Select Strategic Partners to support & nurture Community Businesses  
- Property Management Vendor Selection  
- Community Outreach | Organizational:  
1. Providing community guidance and accountability related to the design and management of the ground floor commercial space and Community Hub.  
2. Working with the developer and future tenants to promote employment opportunities with career ladders.  
3. Create strategies and programs that will promote UHT goals including attracting and supporting BIPOC tenants for the commercial space.  
4. Provide guidance on operations including hiring, vendors, and other contracts.  
5. Potential right to purchase after end of NMTC compliance period. | • Credibility within North Minneapolis  
• Governance that is truly representative of the Northside Community  
• Results driven with experience in North Minneapolis  
• Experience working in community based small business business lending and technical assistance, job training/career pathways, food systems, health and wellness and youth engagement.  
• Established experience with outreach and communication with Northside Community  
• Ability to build and leverage relationships  
• Organizational capacity to do the work |
| **Option 2:** Co-Investor in Ground Floor Commercial/Joint Venture Partner | Co-Investor in Ground Floor Commercial (Partial Risk)  
Joint Venture Partner [up to 33%]  
Building Blocks  
United Properties  
Community Partner | Responsible for leasing, operations, and financial obligations. | Organizational:  
1. Participate in all leasing, operations and financial decisions, with vote based on ownership share.  
2. Potential right to purchase after end of NMTC compliance period  
3. Share in Asset Management Fee | • Criteria Above  
• Commercial Real Estate Expertise  
• Financial and organizational capacity to provide up to 33% of the initial equity required and capacity to participate in future capital calls |
| **Option 3:** Owner | Owner (Full Risk)  
Purchase ground floor commercial space from developer at cost at completion of project, manage all operations of commercial space. | Full financial benefits and risks. | Organizational:  
1. Make all leasing, operations and financial decisions.  
2. Receive all profits. | • Criteria Above  
• Commercial Real Estate Expertise  
• Financial and organizational capacity to raise purchase price at completion of development, ongoing operational budgets and make future capital improvements. |

**UPPER HARBOR | COORDINATED DEVELOPMENT PLAN (DRAFT) 75**
Phase 1 improvements will focus on providing improved access to the site and development. In order to support the transformation of the Upper Harbor site, the City will construct a cohesive system of sidewalks, bicycle trails, and streets, as well as an extension of existing public utilities such as water, stormwater management, and sanitary sewer systems. This transformation is supported by a $15 million General Obligation (G.O.) bond-funded grant, which was awarded to the City and Minneapolis Park and Recreation Board (MPRB) by the State of Minnesota in June 2018. The Upper Harbor Terminal Concept Plan stated that these funds will be allocated as $9 million to the City for the Phase 1 public realm and infrastructure improvements and $6 million to the MPRB for a new regional park.

Construction of these improvements are planned to start as soon as 2023 and are expected to be complete by the end of 2024. Due to the size of the Upper Harbor site, public realm and infrastructure improvements will be phased in over time and will be completed as market conditions and budget allow. The first phase is designed to provide access to all development parcels, including those currently planned for Phase 2. Phase 1 public realm and infrastructure improvements to be constructed by the City include:

• Reconstruction of Dowling Avenue North from Lyndale Avenue North to the new parkway within the Upper Harbor site
• Construction of the northern half of a new north-south parkway
• Construction and rehabilitation of public utility infrastructure, including water, stormwater management, and sanitary sewer systems
• Construction of walking, biking and rolling infrastructure along 33rd Avenue North from 2nd Street North to the Upper Harbor site, including a reconstruction of the Canadian Pacific Railroad (CP Rail) crossing and a cul-de-sac near the river to serve local access

The City will contribute local funding to the project at least equal to the City’s share of the State bond funds, which brings the estimated Phase I infrastructure project budget to $18 million. The following table summarizes Phase 1 public realm and infrastructure improvement cost estimates for construction, planning, engineering and contingencies.

### Phase 1 Public Realm and Infrastructure Budget

<table>
<thead>
<tr>
<th>Sources</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>State Bonds</td>
<td>$9,000,000</td>
</tr>
<tr>
<td>Capital Improvement Program Funds (CIP)</td>
<td>$4,450,000</td>
</tr>
<tr>
<td>Federal Funds</td>
<td>$750,000</td>
</tr>
<tr>
<td>TEDI Grant</td>
<td>$1,000,000</td>
</tr>
<tr>
<td>Partner Matching</td>
<td>$750,000</td>
</tr>
<tr>
<td>Other City Funds</td>
<td>$1,400,000</td>
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<tr>
<td><strong>Total</strong></td>
<td><strong>$17,350,000</strong></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Uses</th>
<th>Cost Estimate</th>
</tr>
</thead>
<tbody>
<tr>
<td>Dowling Avenue North</td>
<td>$7,500,000</td>
</tr>
<tr>
<td>New North-South Parkway</td>
<td>$4,400,000</td>
</tr>
<tr>
<td>33rd Avenue North</td>
<td>$1,650,000</td>
</tr>
<tr>
<td>Water Utilities</td>
<td>$1,300,000</td>
</tr>
<tr>
<td>Sanitary Utilities</td>
<td>$250,000</td>
</tr>
<tr>
<td>Stormwater Utilities</td>
<td>$2,250,000**</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>$17,350,000</strong></td>
</tr>
</tbody>
</table>

*This summary does not include an estimated $5 million in City funds necessary to relocate Xcel Energy’s overhead high transmission powerlines.

** This does not include additional funds that could be provided by the Mississippi Watershed Management Organization (MWMO) for potential district and regional level stormwater management and habitat improvements.
Future improvements will continue to improve access to the site and future phases of development within the Upper Harbor site. Construction of these improvements are subject to funding availability and will be completed as market conditions and budget allow. Future public realm and infrastructure improvements to be constructed by the City are planned to include:

- Construction of the southern half of the north-south parkway
- Construction and rehabilitation of public utility infrastructure
  - Water infrastructure for parcels 7a, 7b, and 6b
  - Stormwater management for the north-south parkway

The following table summarizes future public realm and infrastructure improvement costs for construction, planning, engineering, administrative and overheads.

<table>
<thead>
<tr>
<th>Future Public Infrastructure Funding Needs</th>
</tr>
</thead>
<tbody>
<tr>
<td>Uses</td>
</tr>
<tr>
<td>New North-South Parkway</td>
</tr>
<tr>
<td>Water Utilities</td>
</tr>
<tr>
<td>Sanitary Utilities</td>
</tr>
<tr>
<td>Stormwater Utilities</td>
</tr>
<tr>
<td><strong>Total</strong></td>
</tr>
</tbody>
</table>

**This does not include additional funds that could be provided by the MWMO for potential district and regional level stormwater management and habitat improvements**
REGIONAL PARK PLAN: IMPLEMENTATION

Park Budget
MPRB is conducting a $12 million dollar project that includes concept planning and the first phase of park improvements (design and construction). The MPRB will match the $6m share of the 2018 State Bond Funds. The general sources and uses chart below show the concept level park budget. Because regional park funds may vary slightly over the years, as well as project expenses, the chart below will be revised and updated.

<table>
<thead>
<tr>
<th>Sources</th>
<th>Amount</th>
<th>Notes</th>
</tr>
</thead>
<tbody>
<tr>
<td>Local Funds</td>
<td></td>
<td></td>
</tr>
<tr>
<td>ATF Regional Park Funds 2019</td>
<td>$85,000</td>
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</tr>
<tr>
<td>ATF Regional Park Funds 2020</td>
<td>$1,489,257</td>
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<tr>
<td>ATF Regional Park Funds 2021</td>
<td>$1,317,473</td>
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</tr>
<tr>
<td>ATF Regional Park Funds 2023</td>
<td>$2,193,250</td>
<td></td>
</tr>
<tr>
<td>Third Party Funds (grants, philanthropy, partnerships, etc.)</td>
<td>$902,020</td>
<td>Third party funds have not been secured as of fall, 2020. MPRB is confident of securing funds or will allocate internal budget to reach the necessary local match.</td>
</tr>
<tr>
<td>State Funds</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2018 State Bond Funds</td>
<td>$6,000,000</td>
<td></td>
</tr>
<tr>
<td>Total Sources</td>
<td>$12,000,000</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Uses</th>
<th>Amount</th>
<th>Notes</th>
</tr>
</thead>
<tbody>
<tr>
<td>Administrative Costs</td>
<td>$300,000</td>
<td>Staff time, project expenses (engagement expenses, advertisements, rentals, equipment, permits, materials, fees, etc.)</td>
</tr>
<tr>
<td>Consulting, Testing, and</td>
<td>$2,700,000</td>
<td>Program, design and engineering consultants, community liaison and engagement consultants, miscellaneous technical consultants such as survey, geotechnical, cultural resources, testing, archaeology, etc.</td>
</tr>
<tr>
<td>other Soft Costs (including</td>
<td></td>
<td></td>
</tr>
<tr>
<td>contingencies)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Construction (including</td>
<td>$9,000,000</td>
<td>May be bid and procured through multiple bid processes</td>
</tr>
<tr>
<td>contingencies)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Total Uses</td>
<td>$12,000,000</td>
<td></td>
</tr>
</tbody>
</table>
IMPLEMENTATION: HOUSING (1B & 6A)
IMPLEMENTATION: JOBS (PARCEL 5)
IMPLEMENTATION: CPAC
PHASE 1 DEVELOPMENT FINANCING