

U r b a n L a n d I n s t i t u t e

Orange County Council District



City of Mission Viejo
“Mission Viejo Village Center”

Final Report

ULI Orange County Technical Advisory Panel

April 24th-25th, 2007

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I. INTRODUCTION

ABOUT THE URBAN LAND INSTITUTE

The Urban Land Institute is an international, non-profit research and educational organization that serves to provide leadership in the responsible use of land and in creating and sustaining thriving communities worldwide. The ULI is based out of Washington D.C., and is connected throughout the Americas, Europe and Asia by a network of district councils. In North America, there are currently 63 district councils, and in Europe, there are currently 13 district councils. The ULI Orange County is the ninth largest district council, with over 1,300 members.

The ULI is funded by sponsors, programs, and its members. Over 36,000 members are active in the research and education of land use planning and development issues. ULI members have access to information such as publications, case studies, and community catalyst reports. The ULI also organizes special workshops and programs geared towards people who develop and redevelop neighborhoods, business districts and communities across the U.S. and around the world. Networking is one of the primary reasons to join the ULI as professionals seek to be connected and share best practices.

The members of the ULI Orange County are community builders. They represent a range of professions from academicians to economic development officials and designers to property managers. The activities of the ULI Orange County are geared specifically towards local land use issues, but also towards issues that affect the Southern California region and California statewide.

In an effort to create a forum where professionals under 35 years old could network with their colleagues or meet seasoned professionals in the industry, in 2003, the Young Leaders Group was formed. Today, nearly 30% of the ULI Orange County membership is involved in the Young Leaders Group.

The mission and the principles of the ULI have withstood the test of time over the past 70 years. Founded in 1936, by J. C. Nichols, the ULI has been bringing together leaders from the private and public sectors in an open exchange of ideas and experiences to improve the quality of real estate and development decisions in regions throughout the world and in Orange County.

ULI ADVISORY SERVICES

The Urban Land Institute is a leader in conducting research and providing information on all aspects of real estate development and land use policy. In order to maintain its status as a valued and objective source in the private and public sectors, the ULI seeks to bring together leaders from across the fields of real estate and land use policy to exchange best practices and serve community needs; foster collaboration within and beyond ULI's membership through mentoring, dialogue and problem-solving; explore issues of urbanization, conservation, regeneration, land use, capital formation, and sustainable development; advance land use policies and design practices that respect the uniqueness of both built and natural environments; share knowledge through education, applied research, publishing, and electronic media; and, sustain a diverse global network of local practice and advisory efforts that address current and future challenge.

Since 1947, ULI's Advisory Services Program has been assisting communities by bringing together panels of seasoned real estate, planning, financing, marketing, and development experts to provide unbiased pragmatic advice on complex land use and development issues. At the local level, the ULI Orange County District Council provides advisory services panels on specific issues, which are addressed in one or two days.

To ensure objectivity, members of a District Council Technical Advisory Panel (TAP) cannot be involved in matters pending before or be working for the sponsor and cannot solicit work from the sponsor during the panel's assignment period. The panel consists of professionals, who are ULI Orange County members, with expertise relative to the scope of the project. All TAP panelists are volunteering their time and expertise to participate. Sponsors request TAPs, and the District Council assists the sponsor in refining the scope of the assignment and in organizing the panel's efforts. At the conclusion of the TAP, the panel issues a report with findings and recommendations to the sponsor. A fee is paid to the ULI Orange County for the TAP, which is used by the district council to further the Institute's mission to share best practices and provide educational services in local land use planning and real estate development.

II. MISSION VIEJO VILLAGE CENTER TECHNICAL ADVISORY PANEL

OVERVIEW OF PREPARATION AND PROCESS

On April 24-25, 2007, the ULI Orange County held a Technical Advisory Panel (TAP) for the City of Mission Viejo. The City enlisted ULI Orange County's help with their desire to look at place making opportunities around the Mission Viejo Village Center.

A team of eleven professionals in the land use planning industry was assembled by the ULI Orange County to study the site and make recommendations to the City on how best to address this objective. Alex Wong, Principal, Red Oak Investments, Inc., and John Shumway, Principal, The Concord Group chaired the ULI Orange County TAP. The panel consisted of high-level professionals with backgrounds and experience in Landscape Architecture; Planning and Design; Mixed-Use/Multi-Use Development; Retail Development; Office Development; Residential Development; Market Research and Site Analysis; Redevelopment; Public Policy and Community Outreach. A list of the TAP panelists and their biographies are included in this report.

The TAP was tasked with focusing on the following general topic: Are there viable place-making opportunities in the 80-acre study area located at La Paz Road and Marguerite Parkway? A Scope of Work was developed by the City of Mission Viejo, outlining 12 specific questions relative to Market Demand and Potential, Planning and Design, and Policy and Implementation. A copy of the Scope of Work is included in this report.

In the weeks leading up to the TAP, the panelists were provided with instructions to take a driving tour of the district in order to be familiar with the Mission Viejo/Sub regional study area and, in particular, understand the diverse circulation challenges. A copy of the driving tour instructions is included in this report.

The City also prepared a thorough Briefing Book that was provided to all of the panelists.

On the first day of the TAP, April 24, the panelists met with 14 of 24 stakeholders invited by the City to participate in the community outreach portion, including property owners and tenants in the study area. One resident from Pacific Hills, a neighborhood adjacent to the study area, was also interviewed.

Property Owners

Joan Cernich
Eric Cernich
Jim Christensen
Fred Ewald
Terry Tornek

Resident

Deborah McCarthy

Tenants

Deanna Balbas, Union Bank of California
Tom Cannon, Associated Realtors
Helene Chaban, Associated Realtors
Scott Kim, Skimmers
Julie Marshall, The Shirt Cannery
Sallie Ngarmtap, Glass Door Thai
Cindy Pruzinsky, CVS Pharmacy
Victoria Reed, MVVC Property Management

The eleven panelists divided into three subgroups (Market Demand and Potential, Planning and Design, and Policy and Implementation) to focus on the specific questions in the Scope of Work. A list of the subgroups is included in this report.

After a two-day long process, the TAP panelists presented their findings and recommendations in a PowerPoint presentation to the City Staff on April 25, 2007. A copy of the PowerPoint presentation has already been forwarded to the City.

All members of the ULI Orange County TAP participate in writing the final report for the Mission Viejo Village Center TAP. Those comments are summarized below by subgroup. This written report is supplemental to the PowerPoint presentation presented to the City Staff on April 25, 2007. TAP panelists may provide additional elaborations on findings and recommendations by contacting them directly.

SCOPE OF WORK**Background**

The City of Mission Viejo's geographic center is a combination of commercial, office, public facility, and recreation uses generally located in vicinity of the intersection of Marguerite Parkway and La Paz Road. This proposed Town center area includes a civic center with a city hall and public library; several large neighborhood commercial centers with retail stores, offices, restaurants, and automobile repair shops; Thomas R. Potocki conference center; Norman P. Murray Community and Senior Center; Oso Viejo sports fields; and Oso Creek and existing trail system.

There has been minimal new development or revitalization of existing properties within the Mission Viejo Village Center area, especially the largest commercial center at the southeast quadrant of the intersection of Marguerite Parkway and La Paz Road. A fragmented ownership pattern, dated architectural design, an abundance of surface parking

lots, minimal landscaping, and the lack of a pedestrian environment are the observed challenges hindering the establishment of a downtown or town center for this area. A key question is what type or types of development opportunity is the missing ingredient to catalyze new development and revitalization. If there is a market for a different type of development, what are the appropriate product types and where should they be located?

The City seeks assistance and advice from the Urban Land Institute to assemble a Technical Advisory Panel of land use planning and development professionals to evaluate the Mission Viejo Village Center area described above, address the questions set forth above, and make general recommendations regarding future development and revitalization opportunities and implementation options. It is anticipated that the Technical Advisory Panel's recommendations will serve as a starting point for further public discussion and potential revisions to the current zoning districts and development standards for this area.

General Goals and Objectives for the Mission Viejo Village Center Area

- To improve and revitalize the commercial, cultural, and civic center of the city.
- To improve vehicular and pedestrian circulation and connectivity within the area.
- To improve the physical appearance of private property through new development, and revitalization of existing businesses and buildings.
- To improve the physical appearance of public and private property through a strong landscape and streetscape program.
- To improve identity of properties and businesses through a comprehensive identification sign program.
- To improve the linkage of Oso Creek and existing trail system to the City's recreation centers, and to better incorporate this linear open space into the built environment.
- To develop additional water quality measures and features to protect Oso Creek.
- To consider revising the zoning district(s) and development standards, if necessary, for this area to facilitate market-driven development opportunity and flexibility.
- To further enhance sales tax revenue and the creation of jobs.
- To recommend implementation strategies to turn the vision into reality.

- To establish planning and design guidelines ensuring implementation is consistent with the vision but flexible enough to respond to changing market conditions.

Market Demand and Potential

1. What is the market demand in the Mission Viejo Village Center area?
2. Who is the target market(s)?
3. What is the market demand for new commercial development?
4. What is the market demand for new mixed-use development?

Planning and Design

1. Which areas are most appropriate for new commercial development or revitalization?
2. Which areas are most appropriate for mixed-use development? Which areas are least appropriate?
3. What are the most critical traffic and pedestrian challenges in the area?
4. How might the creek and trail system be turned into an asset for the area?
5. What type of new zoning district(s) and related development standards would be necessary to facilitate new development or revitalization?

Implementation Issues

1. What new and creative approaches are being used to encourage private investment and development without the formal use of redevelopment and eminent domain? What are the incentive-based zoning possibilities?
2. How can the City encourage existing businesses / property owners to improve the appearance of their buildings and property? What tools are available?
3. If some form of residential development is permitted in this area, how can the City ensure that a healthy mix of non-residential uses is maintained or attracted to the area?

Aerial View of Study Area



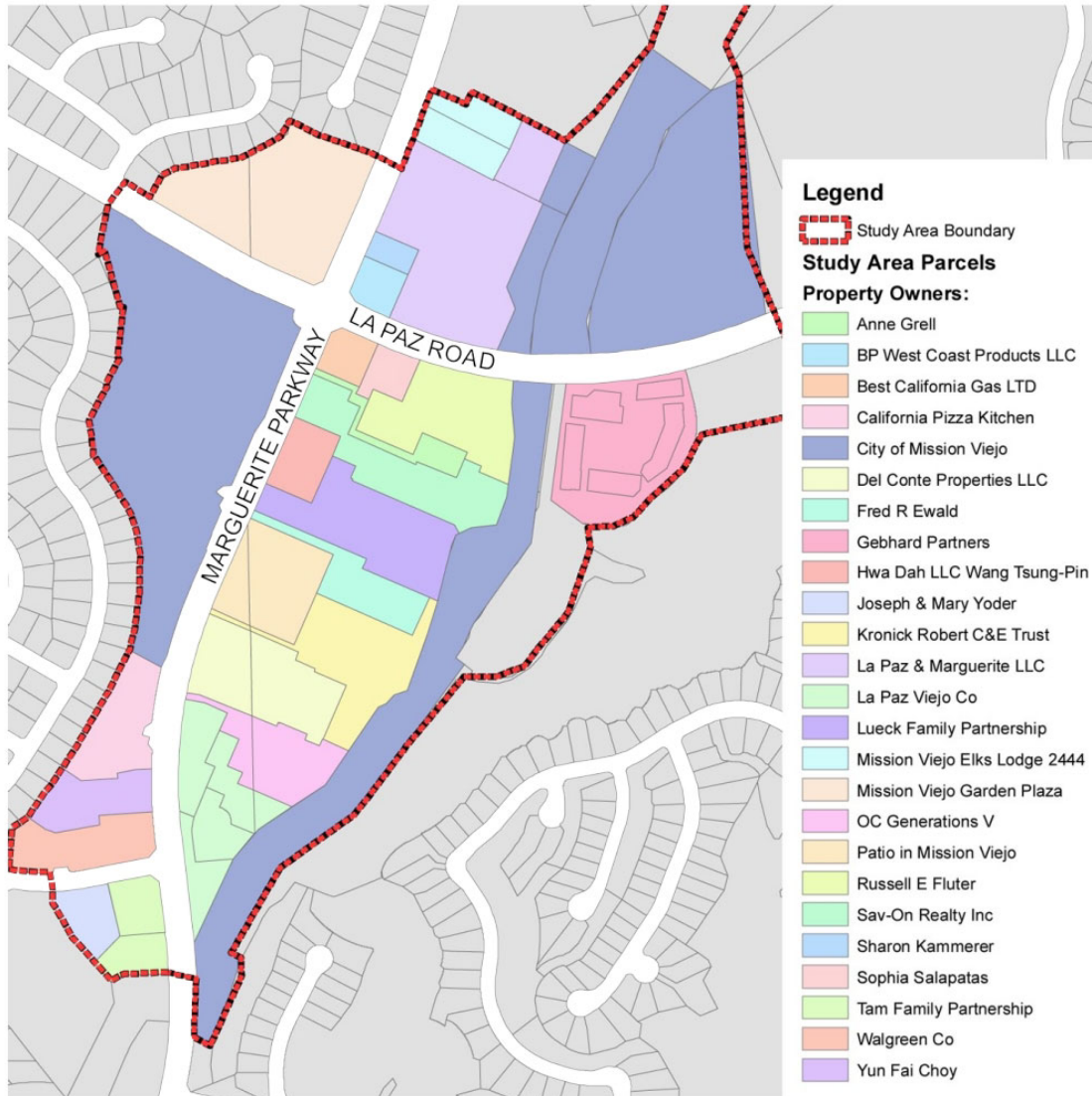
October 2006

Aerial View of Building and Parcel Areas



March 2007

Map of Parcel Ownership



III. FINDINGS AND RECOMMENDATIONS

STAKEHOLDERS COMMENTS AND OBSERVATIONS

The panelists initially spent approximately three-and-a-half hours interviewing City Staff, property owners, tenants and one Pacific Hills resident on the morning of April 24. Keep in mind, these interviews were brief, 30-minutes sessions with 3-5 people in each meeting, allowing the panelists to garner a general understanding of the stakeholders' opinions.

The TAP panelists started the discussions with the stakeholders, by asking the following two questions:

1. Are you happy or not with the current condition and layout of the Mission Viejo Village Center? If not, what changes would you like to see?
2. Does the surrounding area – the creek, park, civic center, nearby shopping centers, residences, traffic conditions, sidewalks, and paths connecting the above – enhance or detract from your business? What could be improved?

The general comments and observations noted by the stakeholders are that the Mission Viejo Village Center works for the owners' and tenants' individual business and investment needs. Addressing what changes the tenants would like to see, the stakeholders suggested that property and building owners could improve the Mission Viejo Village Center with painting structures, improved signage, upgrading building façades, improving landscaping, and adding much needed high-speed Internet access. The tenants also felt that the City should provide umbrella marketing programs to direct local residents to the businesses located in the Village Center.

Focusing on what could be improved in the surrounding area to connect the various amenities (such as the creek, park, civic center, etc.), the property owners and tenants interviewed recognized that the disjointed business ownership would be a challenge to making improvements in the study area. All suggested focusing on maintaining a mix of tenants and especially retaining the independent business mix of the current shopping centers.

Although the panel only interviewed one resident, it was her opinion that the Mission Viejo Village Center does not reflect the needs of the Pacific Hills residents with whom she is acquainted. In fact, a quote from the

resident suggested that the Center “is stuck in the 70s”. The topic of bringing in a mix of more residences near the Village Center was discussed very briefly, and the stakeholders commented that it might be permissible. However, it should be noted that the stakeholders were specifically averse to low-income housing in or near the Center.

It was apparent to the panelists that communication among and between property owners and tenants is lacking and there is a strong desire among tenants to establish and maintain better communication among themselves, with the property owners, the City and the residents.

MARKET DEMAND AND POTENTIAL

Specific to the request by the City of Mission Viejo staff, the Market Demand sub panel's focus was placed on developing market-driven recommendations in both land use and densities for the Mission Viejo Village Center study area. Using the large amount of data supplied early in the process by city staff and the panel's own broad-based development expertise, market knowledge, and land planning experience, the panel outlined the current market opportunities for each product type (retail, office and residential) within the Mission Viejo Village Center area.

Located in the heart of South Orange County, Mission Viejo can be considered a fully built-out city with a broad range of mid- and high-income residents who are looking for inviting places to grow their families as well as the opportunity to spend their time and money locally. In comparison with more traditional malls such as The Shops at Mission Viejo and Kaleidoscope, the panel observed that Mission Viejo lacks updated, higher-end commercial retail developments that provide outdoor, walkable areas that combine shopping, dining and entertainment. In essence, there is no downtown or town center in Mission Viejo for residents to congregate with friends and family, be entertained for extended periods, shop at attractive upscale stores, dine at a variety of restaurants, visit entertainment venues and conduct business. In addition, there are limited residential ownership opportunities for higher density residential living within walking distance of these amenities for new or current residents who are either unable or wish to transition from living in a single-family detached neighborhood.

Given this background, the panel analyzed the data at hand in a one to three-mile radius of the Study Area, including the City's demographic and household characteristics, resident retail spending patterns, housing mix, and traffic counts at major intersections to determine the level and type

of retail, commercial office and residential demand that would be supported in the Mission Viejo Village Center area. Given the number of residents in the established trade area (approximately 121,000), the higher incomes surrounding the proposed Village core (average - \$119,000; median - \$96,000) the high daily traffic counts along Marguerite Parkway (74,000 cars daily) and the close proximity to the Civic Center complex, the panel concluded that there is significant demand to establish a "new" Mission Viejo Village Town Center at the intersection of La Paz Road and Marguerite Parkway.

Furthermore, it is the opinion of the panel that the target market must be directed primarily at local residents – which will include families with children ages 0-18, married couples with no children, young professionals looking for residential purchase opportunities, in a mixed-use environment, and seniors looking for an inviting and attractive place to relax, dine and congregate with others. This mixed-use development configuration is specifically designed to retain Mission Viejo residents who are now driving to nearby, newer community center to meet their retail/lifestyle needs, as these needs are not being currently met in their own City.

The panel further concluded that from a market perspective, and to insure a "Town Center" vision moves forward in line with the expectations of the City, the City Council will need assume the role of project "champion" in order to initiate revitalization activities. Over time, this role should evolve to private sector and community champions. The panel's strong recommendation is that the City's role of project champion must be embraced if the proposed revitalization effort is to move forward and reach its full market potential.

In summary, the panel is confident that there is more than adequate demand for the development of a sustained lifestyle (commercial and residential) environment which integrates civic uses, outdoor communal spaces, upscale shopping with a local flair as well as national tenants, a variety of dining opportunities, boutique professional office and residential uses. Specifically, the market demand panel outlined a mix of land uses product type, and square footage recommendations to assist the city on a go-forward basis. The recommendations of the panel are outlined below:

Retail: 250,000 sq. ft.

- 100,000 sq. ft. "Lifestyle Tenants" (6-25,000 sq.ft.)
- 100,000 sq. ft. Inline retail space (1-5,000 sq.ft.)
- 35-50,000 sq. ft. Sit-down Restaurant/Entertainment

The Mission Viejo Village Center is clearly in one of Orange County's most desirable suburban communities. The strong market demand for a more urbanized, denser, upscale town center including retail, boutique office and residential is clearly an unmet need within this community. Objectives such as design quality, tenant mix, and sense of place are critical to the success of creating a unique study area and to reinforce and complement market demand. Lifestyle tenants of all sizes, like some of the tenants already there, and including sit-down restaurants, high-end fashion, homeware retail, bookstores, entertainment retail, and boutique markets and shops, will be very interested in a unique town center offered in this environment. Redundancies of stores in The Shops at Mission Viejo and the Laguna Hills Mall should be avoided for this reason. An eclectic offering of high quality national/regional stores and local operators will create the optimal combined offering for the Town Center area.

While it is easy to conclude that the property is mismanaged or not at its "best potential", it is important to underscore that property owners are acting rationally within the context of their individual interests. This behavior will continue to be the case unless some economic incentive (the carrot) or disincentive, such as penalties for deteriorating conditions (the stick), are introduced. Perhaps a combination of these forces will ultimately provide the best solution.

Office: 50-75,000 sq. ft.

- above retail
- designed for local professionals, smaller tenants

In a mixed-use, new "town center" development there is the opportunity to create approximately 50-to-70-thousand square feet of boutique office space. The panel envisions most of that space to be above some of the retail where the office users could enjoy the rich amenities available from the nearby shops and restaurants and even walk to work from the newly created lofts, townhomes or brownstones. These owners/tenants, such as accountants, attorneys, real estate and insurance agents, etc., would not only be encouraged to live nearby but would serve the local community. Owner/occupant space would typically average about 1,000 to 2000 square feet in size and could be rental or "condo". The space would not be as attractive to larger, more corporate users, which prefer to be closer to freeways in a larger office environment. Since the office space created would be used by locals and serving the local community, traffic would be minimized as well.

Residential: 350-450 units

- Designed for single-income professionals, double income-no children, seniors, and work/live
- Flats above the retail, garden walkups on grade behind the retail, and townhouses or Brownstones on grade near Oso Creek
- The number of units reflects the minimum amount necessary to create a premium over the current value of the real estate, as an operating strip retail center. The owners will find it worthwhile to sell or develop their properties only if they can achieve such premiums.

The housing over the retail adds to the Main Street experience by enclosing the space, by creating “eyes on the street”, and by bringing people physically closer to the retail sidewalk. In a similar way, the at-grade housing near Oso Creek activates the sidewalk and bike path. In both areas, the housing contributes most when it looks outwards, not inwards. Where the housing sits at grade, it also helps to have direct entries or stoops connecting the units to the sidewalks, even though alternate entries might sit on a corridor or an alley on the back side. The point is to connect the housing to the public space, both visually and functionally.

The inclusion of housing as an element of the mix creates an evening population and a small base of built-in customers for the retail. Several hundred households alone will not sustain a commercial center, but they will add to the energy of the area.

The land parcels can physically accommodate much more housing than the panel recommends, while staying within a 4-story height limit. The panel, however, was not interested in determining a theoretical maximum density that could fit on the properties. Instead, the panel tried to establish the minimum density necessary to provide sufficient economic incentives for redevelopment.

PLANNING AND DESIGN

The Mission Viejo Village Center has the potential to be a vibrant, thriving, and sustainable community hub for the City of Mission Viejo. The existing conditions of the study area, however, currently impede the realization of this vision. Several planning and design principles need to be implemented to facilitate a successful revitalization. The proposed concept plan for the study area reflects these principles as follows.

(1) Create an Engaging Main Street Environment

An interesting and dynamic street experience is critical to creating a vibrant village center. Some built environment features that help to accomplish this goal include: continuous streetscapes; public uses on ground floors; varied facades; window displays; tying in the local context; outdoor dining; street vendors; and banners and signage.

(2) Establish a mixed-use village center

A village center that incorporates various uses, including retail, office, residential, and civic, helps to establish a 24/7 “living” community that ensures safety and sustainability. In terms of the residential component, a transition between the neighborhood and commercial uses must be provided. Some built environment features that help to accomplish this goal include: establishing a variety of housing types at various densities; housing that reflects the mix of the broader community; providing entry-level workforce housing; senior housing; and providing live-work opportunities.

(3) Create a pedestrian-friendly, walkable center

A safe, comfortable, and convenient pedestrian environment needs to be created. In particular, connectivity within the town center must be established. For example, the concept plan proposes a pedestrian walkway (over Marguerite and over La Paz) connecting the civic center to mixed-use centers, and a grand stairway from the mixed-use center to the trail. Further, a trolley system should be considered to connect the Mission Viejo Village Center with the civic center, senior center, conference center, and the recreational center. Some built environment features that help to facilitate walkability include: wide, buffered sidewalks; tree-lined streets; on-street parking; marked crosswalks; special paving treatments; traffic calming features; and pedestrian-oriented amenities such as human-scaled lighting, street trees, and street furniture.

Rendered Overlay of Design Opportunities



(4) Extend the public realm

The town center should capitalize on existing civic uses and should serve as a “stage” for both the civic center and the entire community. Additionally, the town center can become a “museum without walls.” Some built environment features that help to accomplish this goal include: the creation of a variety of gathering spaces such as “village greens” public plazas, and “outdoor rooms” which provide passive and active public spaces; public art; and water elements/fountains.

POLICY AND IMPLEMENTATION

The City of Mission Viejo has the ability to reposition its town center so that it will become a south county destination dining and specialty retail center. The town center also will again become the hub of the community since it will provide shopping and dining opportunities, complemented by professional office space and residential living units. All this can be achieved with little or no city investment if the City is willing to allow increased densities for these uses.

The City Council should take a leadership role in creating a working group/task force of selected stakeholders and community leaders whose job it would be to vision the future of the Mission Viejo Village Center. An outside facilitator should be used whose strengths are community consensus building, land economics and urban design. ULI's “Ten Principles for Reinventing America's Suburban Business Districts” should be used as a guide to develop the vision and implementation program. Through this process, attention should be paid to identifying “champions” from the community, stakeholders and/or the City who may be able to implement the town center vision. City staff should play a support role, and will be responsible for presenting to the decision makers any regulatory implementing documents that may be identified, (i.e. Specific Plan, Planned Unit Development (PUD”), zoning changes, design guidelines, etc.), and should also identify/implement financing mechanisms (i.e. property and/or tenants-based business improvement district, fee reductions/waivers, expedited processing) which would aid in getting the project off the ground. In order for any vision implementation to be successful, a strong public/private partnership must be formed.

The importance of public/private cooperation in addressing revitalization opportunities for the Mission Viejo Village Center Study Area cannot be overemphasized. Good ideas are many times obvious. Building partnership arrangements among property owners, tenants, the community, city government and all other stakeholders to take action is

much more difficult and time consuming. Such partnerships are critical to addressing the Study and will provide its long-term “legs for success.” It is clear to the Panel that a vibrant town center could thrive in this area and that a market-driven, private sector managed and financed solution is available, in cooperation with the City and community leaders.

Several short-term initiatives should be considered:

Mission Viejo Village Center tenants and property owners should begin to meet together on a regular basis to start to identify their issues and opportunities to more fully realize more economic and community value from their businesses and properties.

The City should create a *working group/task force* that consists of property owners and tenants in the Mission Viejo Village Center Study Area, community leaders, and representatives of City advisory bodies such as the Planning Commission and the Design Review Board.

The City, in consultation with property owners, tenants and community leaders in the Study Area, should engage the services as an *outside community engagement facilitator* with knowledge in community planning and downtown revitalization to develop a market-based community-driven vision for the Mission Viejo Village Center Study Area. The outside facilitator would work with the working group/task force to develop the community-based vision; the strengths and weaknesses of the study area, the outside threats and opportunities affecting the Study Area; goals and objectives to further the vision; and a work program to achieve them. City staff would coordinate the administrative and support functions for the working group/task force such as schedules and milestones, public meeting and public hearing notices, community mailings, meeting minutes, interim working papers, and final reports.

The panel suggests that the working group/task force utilize an Urban Land Institute publication entitled, “Ten Principles for Reinventing American's Suburban Business Districts” as a guide to assist in the process. *(This publication is no longer in print, but can be provided to City Staff by contacting the ULI Orange County District Council office at (714) 628-2856.)* Briefly, those ten principles are: (1) understand your position in the market; (2) build community support; (3) develop a vision and a plan; (4) stress results over regulation; (5) break up the super block and optimize connectivity; (6) embrace mixed use; (7) honor the human scale by creating a pedestrian-friendly place; (8) think transit – think density; (9) create public/private partnerships, and (10) share and manage parking.

The emergence of “champions” from property owners, tenants, community leaders and the City should be nurtured and encouraged to implement the vision through specific actions and programs.

Depending upon the outcomes of the short-term initiatives, key long-term strategies should be considered:

The *land regulating plan* must be an outgrowth of the vision and its implementing objectives. This would include the development of (a) an urban design program and land use standards for the placement and massing of buildings; (b) the land uses allowed, including mixed use; (c) streetscapes and landscaping; (d) pedestrian-friendly access and connectivity, (e) the management of traffic flows, and (f) parking location and shared use.

A land regulating plan that could be explored for the Mission Viejo Village Center Study Area is the *Specific Plan*. This planning process permits local government and developers to write planning policies and development standards that have the flexibility to creating zoning standards appropriate to the site/project in question and to respond to evolving market forces. The development of a Specific Plan can be one of the most valuable ways to encourage and facilitate multiple property owners to participate in a single, coordinated planning process; it is similar to a zoning ordinance and particularly to a planned unit development. It must address land uses; needed public facilities and infrastructure; standards and criteria for development, and implementation measures including financing measures, needed to carry out the plan. Adoption is subject to the *California Environmental Quality Act* (“CEQA”).

Another land regulating plan that could be utilized is the *Planned-Unit Development* (“PUD”). The PUD would be particularly applicable to the Mission Viejo Center and could be described as a method of development as well as a zoning classification. As a method of development, it normally consists of individually owned lots with common areas (such as open space, street improvements, and parking) that are owned in common by the lot owners. As a zoning classification, it allows a single zoning district to combine a variety of uses (e.g. commercial, residential, open space, industrial) that are otherwise generally not permitted with the same zoning district. A Planned-Unit Development is also subject to CEQA.

A *business improvement district* (“BID”) should be considered, in particular for the Mission Viejo Village Center. BIDs allow business districts or areas to establish an assessment that generates revenue to support enhanced

services including maintenance security, marketing and economic development. Two types of BID mechanisms exist under California law. One, the *Business Improvement Area (BIA)*, has been used widely in the State and provides for an assessment on business licenses. The newer "*Property-Based Business Improvement District*" ("*PBID*") provides for an assessment on real property. Both the BIA and the PBID can be used in combination for the same area. BID/BIAs are a self-imposed and self-governed assessment mechanism for local businesses or property owners to pool funds for *physical improvements* such as streetscapes, street furniture, banners, additional parking, and for *activities* such as parking programs, increased maintenance, heightened security, local promotion, business attraction, special events, advocacy, etc. PBIDs have a broader set of allowed activities than BIAs, a longer life (maximum five years versus one year), typically a larger funding base, and additional authority for improving existing streets, sidewalks pedestrian malls, facilities to improve security, and rehabilitation or removal of existing structures. BID/BIAs can serve as the organizational entity for public/private partnerships and for the management of a common set of interests and/or common area. All BID/BIA assessments are subject to public hearings and approval by the City; both pay for services over and above those already provided by the City.

Subject to the establishment of a PBID, the City and the property owners in the Center should explore the use of a "*sales tax sharing or rebate agreement*" to provide further incentives to property owners to provide upgraded/enhanced physical improvements to the center. A sales tax base could be established based upon current sales, with a sharing (perhaps 50/50) of amount above the established base for a period of up to ten years or until the specified improvements are paid off, whichever occurs first. This could serve as the public contribution as well as a public incentive to property owners for upgrading the center.

The property owners of the Mission Viejo Village Center and/or the Study Area also could explore the formation of a "*Mello-Roos Community Facilities District*" for public improvements associated with an upgraded and more financially viable Mission Viejo Center and/or Study Area. This financing mechanism provides for tax-exempt financing of public improvements associated with upgrading the Center or the Study Area.

In order to provide incentives to the Center and/or Study Area development and associated infrastructure, the City of Mission Viejo should institute an *expedited development review process* for planned public and improvements at the Center and/or in the Study Area. Also,

the City could explore the possibility of fee reductions, waivers and/or secured installment payments for such fees over time.

“Reinventing” the Mission Viejo Village Center Study Area can only happen in an effective way when strong partnerships among the community, the City, property owners and tenants are developed. The most important function of these new partnerships will be to develop a community-based vision to achieve a sense of place, and to create a realistic implementation strategy that is embraced by stakeholders and the community. This “place-based” economic approach will provide differentiation in the market place and create renewed civic pride and economic vitality in the central part of Mission Viejo.

CONCLUSION

The Mission Viejo Center is declining, not improving. The owners and the tenants, acting in their own self-interests, are allowing the properties to deteriorate. The fragmented ownership pattern prevents owners from acting like the consolidated owners of other Orange County 1970's centers, many of which have been renovated, updated, or redeveloped. The Mission Viejo Center does serve a purpose in the marketplace: to provide space for low-rent tenants. Some of these are “character” tenants that add flavor to the area. The overall benefits that the center provides to the community, however, could be improved by new investment.

The property has the potential to be much more than it is today. It can be Mission Viejo's Town Center: a vibrant mix of shopping, housing, recreation, and civic use that sits at the geographic center of the City. There is ample potential for “place-making,” to create an environment and an experience that no other place in the City can provide. This location wants to be a town center, not another regional mall, and not another set of neighborhood strip centers on an arterial intersection. The four corners of La Paz Road and Marguerite Parkway can work together to create this better result. The economic potential, as well as the community-building potential, are there.

There is a market-driven, private sector-financed solution available to realize the potential. The City, as regulator of land use, can change its regulations so that owners find reinvestment to be in their economic interest. The housing component of the mix is important; it provides as much new value as the retail and office components combined. The current owners, however, do not know what is going on, and are suspicious of what has been done recently, including this ULI panel's work.

Yet they are the first step towards any change, and they are the ultimate economic beneficiaries of the change. Little will occur without the buy-in of the owners.

Tenant businesses are also suspicious of prospective change. Some are rightfully afraid that the higher rents that owners will seek by reinvesting in the properties will force some businesses to go elsewhere. Other tenants, however, will decide that the reinvestment dollars will improve their own businesses enough to accommodate higher rents, and still come out ahead.

This panel suggests that the City engage the stakeholders to create the vision. Once a vision is in place, a champion will be needed to implement the vision. The champion(s) replaces what has been lost by lack of common ownership; the champion(s), in effect, unites the multiple owners to act like a single owner. It is the owners, acting in self-interest, who will push reinvestment forward. The public benefits will be a byproduct of that reinvestment and a byproduct of the planning vision.

III. APPENDIX

ULI ORANGE COUNTY TAP PANELISTS – MISSION VIEJO VILLAGE CENTER

The following ULI members served on the Mission Viejo Technical Advisory Panel on the Mission Viejo Village Center, April 24-25, 2007.

Co-Chairs:

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Market Demand and Potential

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ULI ORANGE COUNTY TAP PANELISTS' BIOGRAPHIES

Mariela Alfonzo, Ph.D.

Mariela Alfonzo is an urban design consultant and researcher. She has a Ph.D. in Urban and Regional Planning with an emphasis in Urban Design and Behavior from the University of California, Irvine. Dr. Alfonzo is an expert on commercial and mixed-use redevelopment, sense of community, and walkability. As a consultant, her mission is to help developers, designers, and public officials enhance the social and economic value of their development projects. Bridging the worlds of academia and practice, she translates the results of new and existing research into effective, viable, and sustainable planning and development solutions. She has consulted on the urban design of several mixed-use and pedestrian-oriented developments, conducted site plan analysis, and developed retail and economic redevelopment strategies. Dr. Alfonzo has also sat on several Delphi panels as an expert on walkability. Dr. Alfonzo's research focuses on the links between design, community, and quality of life. Over the past three years, Dr. Alfonzo conducted an extensive study of three formerly failing malls that were converted into mixed-use neighborhoods. Her study of this increasingly popular national real estate trend led to several cutting-edge findings, including establishing empirical evidence for the link between the built environment and design and social and economic value. She has co-authored several academic articles in premier planning and design journals. She has also published a solo-authored paper on the various urban design characteristics that may motivate people to walk, which was amongst the 40 most top-read articles in the journal of Environment and Behavior. She also conducted a study of the urban design of 12 Houston neighborhoods and ranked them based on walkability and sense of place. She has presented her work on walkable neighborhoods and mixed-use redevelopment at various national conferences, including ULI Houston's Urban Marketplace program. Dr. Alfonzo sits on ULI Orange County's Young Leader Group committee as chair of University Outreach.

Mike Haack

Director, Community Development, City of La Habra, CA

A Los Angeles native, Michael attended local schools, and received his Master's Degree in Urban Planning from Cal-Poly Pomona. As a planning and redevelopment professional he has worked for a variety of organizations, including the cities of La Mirada, Santa Ana, Los Angeles, and Irvine. He is currently the Director of Community Development for the City of La Habra in north Orange County. He resides in the City of Yorba Linda, is a member of the City's Planning Commission, and is the past Chairman of the Measure M Transportation Initiative Citizen's Oversight

Committee. Michael brings a unique perspective in that he is a state licensed Engineering and Landscaping Contractor, and a small business owner. Mr. Haack is a member of the Urban Land Institute.

Erik S. Hansen

Senior Vice President, LNR Property Corporation-Commercial Property Group

Erik Hansen is Senior Vice President, Western Acquisitions for LNR Property Corporation and directs the acquisition and entitlement of land for retail, office, industrial and apartment development with primary focus on Southern California. Mr. Hansen has over 30 years experience in commercial real estate. Prior to joining LNR in 2003, he served as the Managing Partner of commercial development activities in Southern California for Lincoln Property/Legacy Partners for 20 years. During that time, he directed and participated in more than 19 million square feet of commercial real estate acquisition, development and management projects. Previously, Mr. Hansen was a salesman and Sales Manager for Coldwell Banker (now CB Richard Ellis). He served as a Navy Officer aboard destroyers based out of Long Beach, California. Mr. Hansen earned a bachelor's degree from the University of Montana and a Post Graduate Degree from the Thunderbird Graduate School of International Management in Phoenix, Arizona. He is a licensed California real estate broker. He is a member and former President of the local chapter of the National Association of Industrial and Office Parks (NAIOP). He is a member of the International Council of Shopping Centers (ICSC) and serves on various charitable and church boards. Mr. Hansen is also a member of the ULI and served as a panelist on the Technical Advisory Program for the City of Laguna Niguel Gateway project in April 2006.

Tal Jackson, ASLA

Senior Principal, Land Arc+West

As founding principal of Land Arc+West, a 32-person firm located in Newport Beach, Tal brings leadership in the design of master planned communities, retail/entertainment and town centers, mixed use urban design, destination resorts, and parks/recreation facilities. Tal's achievements also extend to successful international projects in Indonesia, Italy, The Philippines, China, Japan, Saudi Arabia, India and Mexico. Tal excels in the development of landscape concepts that meet clients' programmatic requirements with innovation and artistry. He provided concept design through construction administration for the Valencia Town Center, which created a vibrant core destination for specialty retail, restaurants, entertainments, businesses, and housing. At the forefront of lifestyle center design, the half-mile Town Center is graced with benches, street trees, fountains, art, and landscaping to encourage

leisurely strolling and shopping. The project was recognized by ULI in 2001 with an Award of Excellence. Jurors commented, *"This pioneering 'Main Street' project provides a much-needed sense of place and a soul for the master planned community of Valencia, creating an 'interactive' community and stimulating the redevelopment of the town's commercial district."* He also provided concept design for Summerlin Town Center, the heart of the rapidly growing Summerlin master planned community adjacent to Las Vegas, Nevada. The concept for the new Town Center encourages pedestrian use with landscape design emphasizing shade, water, and intimacy of scale. Tal also has experience in the landscape design of more than 30 urban and suburban retail/entertainment centers, including extensive re-imaging to update them to contemporary standards and enhance their appeal as destination people spaces. Tal is active in the Southern California Chapter of the American Society of Landscape Architects, serving as treasurer from 2001-2003, incoming president from 2003-2004, and as president from 2004-2005. He is also an active member in ULI and HBC Orange County.

Randal W. Jackson

Principal, The Planning Center

Throughout his more than 38 years of experience in planning and design, Randy Jackson has conceived and developed unique land use and community concepts for award-winning communities. He continues to focus his expertise on communities built around and integrating transportation, open space, and park and recreation systems. He oversees projects throughout California and in Arizona, Texas, South Carolina, Nevada, and Colorado. Randy has a wide range of community design and landscape architecture experience with both public and private concerns throughout the western and southwestern United States and the Pacific Basin. He served as Chairman on a 13-member Urban Design Commission that was appointed by the Pima County, Arizona Board of Supervisors. Randy serves as a guest lecturer at the University of California, Irvine, and Riverside campuses for courses in both the Air Quality and Planning Certificate programs. He currently teaches Land Development in the Graduate School of Social Ecology at the University of California, Irvine. Randy has also served as an Expert Witness on cases regarding the impact of land taking and severance as it relates to community development. Notable cases include the Domenigoni Reservoir, which resulted in a \$46,000,000 settlement in Hemet, California, and the 1580 condemnation case in Reno, Nevada. Prior to joining The Planning Center, Randy resided in Hawaii where he served as Special Projects Manager to the Chairman of the Board of the Department of Land and Natural Resources, establishing a statewide trail and access program.

Kenneth Robertson**President, Treadwell Robertson, Inc.**

Having been a part of the Southern California real estate landscape for more than fifteen years, Ken is a veteran in the commercial real estate industry. With a unique blend of finance, development, construction and brokerage experience, Ken has been successful in identifying investment opportunities throughout a variety of commercial real estate sectors. Prior to starting TRI, Ken was Vice-President with the Southern California office of Roger T. Staubach, a corporate real estate consulting firm called The Staubach Company. During his 10-year brokerage career, Ken represented many of America's largest corporations as well as private developers and investors. During this time, Ken completed commercial real estate transactions valued at over \$500 million, representing over 3 million square feet of space. Of particular noteworthiness, Ken completed many of the largest lease and self development transactions in Southern California; Experian World Headquarters, Costa Mesa (\$200M self-development), Nissan Motors (\$50M lease), Powerwave World Headquarters, Santa Ana (\$100M rehab). Ken attended California State University of Long Beach, where he graduated with a BS in Business Administration with an emphasis in finance. Ken is an active member of the Urban Land Institute (ULI) and International Council of Shopping Centers (ICSC). Born in Northern California, Ken has been a resident of Orange County for over 20 years. Ken currently lives in South Orange County with his wife Laura and their two children.

Marsha V. Rood, FAICP, CMSM**Principal, Urban Reinventions**

Marsha Rood is Principal of Urban Reinventions, a sole proprietorship company formed in 2002, devoted to creating mixed use, pedestrian and transit-based livable communities. Ms. Rood consults with infill developers regarding the entitlements process, and with cities and public agencies regarding redevelopment partnerships and community vision-based, action-oriented implementation programs. She is very experienced in effective engagement strategies for government agency coordination and for stakeholder involvement. Ms. Rood has a distinguished career during which she has served in various leadership roles to create public/private partnerships, community-based visions, creative funding strategies, and planning mechanisms oriented to mixed use commercial and residential districts and transit-oriented development projects. In her capacity as Community Development Director of the City of Culver City, Ms. Rood initiated and oversaw major boulevard revitalization efforts, streetscape improvements, public art projects, parking and economic revitalization strategies as well adaptive reuse projects such as the West Coast Headquarters of National Public Radio, and the Kirk Douglas

Theater in City's downtown. She also initiated the modernization of the City's permit process and land use regulations that had remained substantially unchanged since the 1970s. Prior to joining Culver City in January 2000, Ms. Rood served as the City of Pasadena's Development Administrator. In her 18 years with the City, she was responsible for an award-winning coordinated program of redevelopment, housing and economic revitalization efforts for Downtown Pasadena, including Old Pasadena, the Civic Center/Mid-Town, the Playhouse District, and South Lake Avenue Districts. In that capacity, she partnered with the community to develop community-based visions and implementation programs; developed and managed various retail, housing, cinema and performance theater, parking structure developments, and streetscapes improvement projects for three key downtown districts; initiated and formed both property-based and business-based improvement districts, and developed the strategy and disposition and development agreement for transforming the Plaza Pasadena into the "Paseo Colorado" mixed use urban village. She also was the lead project manager for the Holly Street Village Apartments, the first transit-oriented development project on the Pasadena Gold Line. Prior to joining the City of Pasadena, Ms. Rood was Planning Manager of the Community Redevelopment Agency of the City of Los Angeles and served as the Transportation Planner responsible for joint development and economic impacts for the planned Downtown People Mover project in Downtown Los Angeles. She also served as a private consultant to Henningson, Durham and Richardson; the Governor's Office of Planning and Research; the California Energy Commission; Dames & Moore, and the Great Los Angeles Community Action Agency. Ms. Rood serves as board member and president of several professional and community associations and is a Full Member of the Urban Land Institute.

Allison Schneider

Associate, CB Richard Ellis

Allison Schneider is an Associate in Brokerage Services in the Newport Beach office of CBRE. She specializes in the leasing and selling of office properties in the Airport Area and South Orange County. Summit Office Campus, 100 Bayview and Heritage Fields (formerly the El Toro Marine Base) are a few of the notable projects she is involved with. She also focuses on facilitating transactions for investors and developers to create adaptive re-use and mixed-use revitalization projects throughout Southern California.

Ms. Schneider's professional background includes working for MBNA America Bank and Warmington Homes. In 2006, Ms. Schneider was awarded by CBRE staff as Newport Beach Broker of the Year. That same year, she was also nominated for the Orange County Business Journal

Women in Business Award. She is a licensed California Real Estate Agent, a member of the ULI Young Leaders Group and the NAIOP Young Professionals Group as well as a member of the ICSC. Ms. Schneider was graduated Magna Cum Laude with a B.S. in Business Administration from the University of Southern California, Marshall School of Business.

John Shumway

Principal, The Concord Group

John R. Shumway is a principal with The Concord Group with offices in Newport Beach, San Francisco, California. The Concord Group is a real estate advisory firm providing strategic advice and analysis for land use issues in the development of residential, commercial office, retail, and industrial projects. Mr. Shumway's broad range of clients includes land developers, homebuilders, institutional investors, family landowners as well as public agencies and universities throughout the nation. Mr. Shumway has extensive experience, spanning 23 years, in the evaluation and analysis of both residential and commercial properties. He has lead in numerous engagements that focused on the optimum mix of land uses that would insure timely absorption of the property and bring enhanced land value to the landowner. From a density standpoint, these engagements range from large master-planned communities planned for hundred of homes to infill, mixed-use developments in the urban city core. Mr. Shumway's professional affiliations include the National Association of Home Builders (NAHB). The Building Industry Association (BIA), The National Association of Industrial and Office Parks (NAIOP) and a longstanding member of the Urban Land Institute. Recently, Mr. Shumway was selected to participate on the first panel, to develop and publish the 10 principles of Transit Oriented Development. He is a frequent guest lecturer before professional organizations, UCI and UCLA classes, as well as other academic groups. Mr. Shumway has also spoken overseas, including a recent lecture to a group of key Japanese homebuilders interested in learning strategies to expand market penetration in a downsizing economy. Mr. Shumway is a graduate of the University of Oregon with a degree in Business/Economics. He is very active in local community and civic groups. Mr. Shumway resides with his wife and son in the City of Irvine.

Ray Silver

City Manager, City of Westminster

Ray Silver currently serves as the City Manager for the City of Westminster. Before his current position Mr. Silver worked as a Director at the RSG, Inc. economic development consulting firm. He has previously served as the City Manager for the cities of Huntington Beach, Coronado and Upland. He has also served as the Director of Planning and Land Use for the

County of San Diego and the Director of Administrative Services for the City of Coronado. Mr. Silver is a member of the Urban Land Institute and serves on the ULI Orange County District Council Executive Committee as a co-Vice Chair of the Public Sector Committee. He is also a current member of the University of California, Irvine Urban Planning Graduate School Advisory Committee. He is a past President of the City Managers' Department of the League of California Cities, past Chairman of the Board of the Alba 80 Scholarship Foundation and the Chair of the County of San Diego Telecommunications Task Force.

Alex Wong

Principal, Red Oak Investments, Inc.

Alex Wong co-founded Red Oak Investments, Inc. with Joe Flanagan in 2005. Red Oak Investments owns retail, office, and industrial property in LA and Orange Counties, and is entitling 1,000 units of ground up housing and mixed-use development. From 1998 to 2005, Mr. Wong worked for Trammell Crow Residential. As Managing Director, he identified, acquired, and entitled projects in Los Angeles County, Orange County, and San Diego. He held primary responsibility, as an equity partner, for the success of those projects from start to finish. His work represents 1,300 units of luxury housing development and \$100 million of gross profit for Trammell Crow and its equity partners. The Savoy project in Downtown Los Angeles was the most profitable project in Trammell Crow Residential's 30-year history. From 1992 to 1998, Mr. Wong worked for Community Corporation of Santa Monica. As Development Director there, he managed a staff of project managers and held primary responsibility for the acquisition, entitlement, and finance of 12 buildings with 100% low-income housing. Mr. Wong was graduated from Harvard with a bachelor's degree in Economics.

Driving Tour of the 80-acre Mission Viejo TAP site

Notice Points of Interest throughout the area.

I-5 Freeway, La Paz Avenue exit east. Turn right on Marguerite Parkway to Oso Parkway. Make a U-turn.

Points of Interest (right side): Mission Viejo Civic Center at corner of La Paz and Marguerite, Shopping Center with California Pizza Kitchen, (new) Walgreen's, Plaza Viejo Shopping Center

Head back (north) on Marguerite toward La Paz.

Point of Interest (right side): Entrance to Oso Creek Trail, which runs thru the site featured in the TAP - 1 ½ to 2 miles north to Jeronimo. Goal is to extend trail to Saddleback Valley YMCA.

Turn right into Mission Viejo Village Center. Drive behind Pet Store and step out to look at Oso Creek Trail (if you decided not to enter the trail 200 yard back).

Continue driving north thru the Mission Viejo Village Center, with stores on your right side.

Points of Interest: Retailers (Trader Joes, Saddleback Lanes, Michaels, Steinmart, CVS Pharmacy, Big Lots), all the small stores in between, parking lot layout. The multiple-owner center, from Michael's north, is professionally managed by Victoria Reed.

Turn right on La Paz, then right at Commerce Center. Circle thru the parking lot back out to La Paz and make a right.

Points of Interest: Retail.

Turn left on Veteran's Way. Entrance to Community and Senior Center. Circle thru and head back out to La Paz. Make a right.

Points of interest: An active Center, run by the City, will be adding a new wing, Oso Creek Trail runs west of the Center.

Turn right on Thomas Potocki Conference Center and drive thru the parking lot. Go up hill, veer right.

Points of interest: Sports Park and underutilized conference center