



**Urban Land  
Institute**

Orange County/Inland Empire

# ORANGE COUNTY RESCUE MISSION

YOUNG LEADERS GROUP PRO BONO

2012 TECHNICAL ASSISTANCE PANEL REPORT

# THE ULI MISSION

The Urban Land Institute provides leadership in the responsible use of land and in creating and sustaining thriving communities worldwide.



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# ABOUT TECHNICAL ASSISTANCE PANELS

The Urban Land Institute (ULI) was founded in 1936 as a non-profit institute to conduct research and provide information on all aspects of real estate development and land use policy. ULI has over 34,000 public and private sector members comprised of professionals in all aspects of real estate development, policy, and regulation. ULI has 65 district councils in The Americas, Europe, the Middle East and Asia, a worldwide staff of 155, and a \$50 million annual operating budget in FY2012. The ULI has been a leader in smart growth, mixed use development, urban redevelopment, transportation, and affordable housing. ULI Orange County/Inland Empire ranked 7th among the top 10 largest District Councils in the world with nearly 900 individual members.

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. Often these panels meet with the sponsoring government or non-profit entity for five days at a fee of about \$110,000, and typically address issues of a broad and long-range scope.

The ULI District Councils provide panel services of one day. A fee is charged for the advisory service, but the panel members are not compensated for their time. To

ensure objectivity, panel members 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.

Sponsors request technical assistance services on complex land use issues. The District Council assists the sponsor in refining the scope of the assignment and in organizing the panel efforts. Panels are then formed to provide the expertise to address those issues. At the conclusion of the work period, the panel issues a report with recommendations to the sponsor.

## ABOUT THE YLG PRO BONO TAP PROGRAM

The Young Leaders Group of the ULI Orange County/Inland Empire began conducting Technical Assistance Panels (TAPs) in 2007, on a pro bono basis for charitable organizations. This type of TAP was the first of its kind in Orange County and the Inland Empire and for a ULI District Council worldwide.

The selection of the panelists for OCRM-TAP consisted of reaching out to ULI Orange County/Inland Empire members. TAPs are a way for ULI members to give back to the community. The ULI acknowledges all the members who served on OCRM TAP for giving their time and talent to support a local organization that benefits the poor and homeless in Southern California.



“If Orange County residents are feeling relief from the economic slump, it is not yet appearing in indicators of poverty or housing security among children, family or seniors.”

- Michael M. Ruane

*Project Director of the Orange County 2012 Community Indicators Report and Chairman, ULI Orange County/Inland Empire*



# INTRODUCTION

The Urban Land Institute Orange County/Inland Empire's Young Leaders Group ("ULI OC/IE YLG") conducted a pro bono Technical Assistance Panel ("TAP") on November 16, 2012 for the Orange County Rescue Mission ("OCRM"). The YLG pro bono TAP program provides charitable organizations, such as OCRM, with findings and recommendations that can be used to solve real estate and land use issues in a uniquely objective way. At the same time, the TAP process provides ULI Young Leaders with a means to give back to their communities, while helping to promote ULI's mission of providing leadership in the responsible use of land and in creating and sustaining thriving communities worldwide.

In summer 2012, the ULI OC/IE YLG began looking for a local charitable organization with complex land use and real estate needs. Several applications were received, as part of the annual solicitation process to conduct a pro bono TAP. OCRM was selected among the applicants and their land use and real estate issues and questions presented a unique and challenging project that would require the objective analysis of Panelists from a variety of real estate disciplines.

The Report that follows is a response to OCRM's Scope of Work that both addresses OCRM's key real estate and land use questions and makes recommendations that are intended not only to help OCRM, but any other organization that may face similar obstacles.

## THE ORANGE COUNTY RESCUE MISSION

OCRM is a faith-based organization that serves the least, the last, and the lost of Orange County ("County"). Their programs are designed to give comprehensive services that move homeless men, women, and children to self-sufficiency. OCRM encourages success in clients through graduation from the program or self-sufficiency. The client can fulfill the New Life program in 6-18 months. One year after graduating or leaving, the client should be self-sufficient without government welfare. OCRM currently provides over one dozen services to its clients formally enrolled in the New Life program. OCRM also provides poor and homeless not enrolled formally in the New Life program with support services. These services are provided in partnership with foundations, academic institutions, non-profit organizations and the business community.



**The Orange County Rescue Mission (OCRM)** was founded in 1963, by Tech Sergeant Lewis Whitehead upon recognizing a great need to support the poor and homeless in Orange County. He recognized that their homelessness was the result of a lifetime of crisis and abuse and that many of them would welcome the opportunity to be rescued by taking advantage of OCRM's innovative programs. Sergeant Whitehead grew OCRM from the support of a handful of churchgoers to the county's largest privately funded human service agency for the poor and homeless.



*Mr. & Mrs. Lewis Whitehead  
COURTESY OF OCRM*



*COURTESY OF OCRM*



## HOMELESSNESS IN ORANGE COUNTY

The TAP sought to obtain an understanding of homelessness in the County through a review of resources published by stakeholders. The Community Services department of the County of Orange published a report on the County's Ten-Year Plan to End Homelessness, which was prepared by an appointed Working Group comprised of a diverse group of public/private stakeholders. This Working Group was charged with developing a plan to end homelessness within a decade whose tasks included determining the costs of homelessness and the extent of need within the County. The following are summaries of some of the homelessness issues addressed in this report.

## WHO ARE ORANGE COUNTY'S HOMELESS?

In January 2011, homeless persons were enumerated in the shelters and on a sample of the streets in the County. These numbers were used to identify an estimate of 6,939 homeless persons county wide. Survey results showed that in the last 12 months, 83% of respondents had been homeless only once. Extrapolation of the count produced an annual estimate of 18,325 homeless persons using a Housing and Urban Development (HUD) supported annualization formula developed by the Corporation for Supportive Housing and survey data.

According to the 2011 Orange County Homeless Census and Survey, conducted by the Applied Survey Research, the results show:

- » 62% of those surveyed were unsheltered; 38% were sheltered.
- » 11% were victims of domestic violence.
- » 24% were chronically homeless.
- » 12.33% of the respondents stated that they were veterans.
- » 25.29% were severely mentally ill.
- » 27.5% were chronic substance abusers.
- » 1% were persons living with HIV/AIDS.



**“The answer to  
homelessness is  
housing .”**

*- Orange County Ten Year Plan*





### HOMELESS/UNSTABLY HOUSED CHILDREN

According to self-reported data collected by the Orange County Department of Education, in 2007/08, 15,814 County public school students were identified as living doubled- or tripled-up with another family due to economic hardship. This is equivalent to 3.1% of all K-12 students. The study reported an additional 788 students live in motels, 385 live in shelters, and 61 students live unsheltered in cars, parks or campgrounds. *Source: California Department of Education and Orange County Department of Education*

### THE ANSWER TO HOMELESSNESS IS HOUSING

No city within the County is unaffected by homelessness as each of the 34 cities were reported as a last permanent place of residence prior to homelessness. While the exact number of people who are homeless in the County on any given day or over the course of the year can be disputed, the need for services and assistance for those who are homeless is not. As stated in the Orange County Ten Year Plan, "The answer to homelessness is housing."





*ULI OC/IE Young Leaders Group members serving on the TAP.*

# SUMMARY OF TAP

In June 2012, the ULI Orange County/Inland Empire Executive Director, Phyllis Alzamora, the ULI OC/IE YLG TAP Advisor, Susan Davison, and YLG TAP Co-Chairs, Javier Gutierrez and Michael Hutaff, met with OCRM to develop and define the Scope of Work for the pro bono TAP efforts. It was important to clearly understand OCRM's issues, vision and objectives, in order to maximize the YLG's land use expertise and to provide relevant solutions and recommendations.

After the Scope of Work was prepared based on OCRM's objectives, a call was made for Panelists with real estate expertise, an interest in participating in this pro bono effort and current ULI membership status. Volunteer Panelists were sought who had experience and expertise in the following areas:

- » Planning
- » Environmental
- » Civil Engineering
- » Architecture
- » Construction and Development
- » Legal Transactions

Professional biographies for each of the Panelists are provided at the end of this report.

Once the ULI OC/IE YLG TAP team was assembled, each Panelist received a packet of information, which included the process and the Scope of Work. Each Panelist was encouraged to visit OCRM's webpage (<http://www.rescuemission.org>) to familiarize themselves with the organization, the services provided, and its history and mission.

A Panelist Kick-Off Conference Call was held, outlining what the following months leading up to the TAP would entail, and each Panelist was encouraged to reach out to OCRM staff during this due diligence period. All Panelists found OCRM staff's input throughout the due diligence period highly beneficial for understanding constraints and opportunities related to the land use issues identified in the Scope of Work. The Panelists held weekly conference calls to further brainstorm and discuss due diligence issues from the onset of the TAP up to the actual day of the TAP presentation.

Each TAP Panelist had the opportunity to tour OCRM's City of Hope facility in Tustin, Calif. in the months of September and November 2012. Ryan Burris, OCRM's Chief Relationship Officer, led the Panelists on a site visit. The visit was critical for the due diligence process as it provided the Panelists with an opportunity to understand the organization's needs, view the operations and hear from the people who run it on a day-to-day basis, and identify, first hand, the issues related to their respective parts of the Scope of Work.





*From left to right:  
Phyllis Alzamora, Andrew Watkins, Michelle Thrakulchavee, Javier Gutierrez, Ma'Ayn Johnson, Adam Lunzer, Michael Hutaff, Jessica Ochoa Candaele and Matthew Silver.*



In September 2012, TAP Panelists also performed a site visit of the parcels identified by OCRM for their new facility in San Clemente, Calif. These parcels are further discussed in the next section.

The full-day pro bono TAP was held at OCRM's City of Hope facility on November 16, 2012. The Panelists were welcomed by OCRM staff. This kick-off gave the panelists another opportunity to ask OCRM staff questions and clarify any information related to the expansion plans. OCRM's President, Jim Palmer, kindly made himself available throughout the day to answer questions and provide additional key information.

The day's events included group review of the day's objectives, reports on opportunities and constraints discovered during the due diligence process, small group discussions of the issues identified in the Scope of Work, and preparation of the PowerPoint for the afternoon public presentation. While the Panel worked as a whole and in sub-group sessions, Panelists' discussion was documented in detail

to provide material for the afternoon presentation and for the written report that would be delivered to OCRM following the TAP. During the last hour, the Panelists presented their findings and recommendations to OCRM staff and their invited guests. Attendees included ULI OC/IE Advisory Board Members Jason Silver, Lincoln Property Group; Sheri Vander Dussen, City of Anaheim and Alex Wong, Red Oak Investments; YLG Committee Members Josh Cox, Stirling Development; Eric Higuchi, Lehman Bros.; Olga Tsiba, Jeannette C. Justus Associates. Also, attending were Leslie Davis, San Clemente Collaborative; Scott Larson, HomeAid, Melanie McCann, City of Santa Ana and Kendra Chandler, ULI OC/IE.

The findings and recommendations are found within this written report. Each Scope of Work item is specifically addressed with exhibits, tables, maps, and often pictures. The last section of the report specifically outlines the key recommendations for OCRM.







# SCOPE OF WORK

In its application for assistance from the ULI OC/IE YLG Pro-Bono TAP, OCRM asked for assistance with the location and construction of a temporary emergency shelter and/or long-term transitional shelter in South Orange County. OCRM requested that the TAP's professional assistance focus on maximizing the number of beds available to accommodate its clients, with the aim to inspire hope in their lives by moving them towards self-sufficiency. OCRM preliminarily identified the need for professional assistance in multiple matters, including land use, site planning, architectural design, interior improvements and construction, for exterior horizontal and vertical improvements.

OCRM had previously examined numerous sites throughout South Orange County and outreached to cities to determine which sites were the most viable. The City of San Clemente ("City") was responsive to OCRM's inquiries and identified two possible sites to expand its mission to South Orange County; 1610 Calle Valle and 1150 Cordillera. The 1610 Calle Valle site is an undeveloped parcel close proximity to the multiple public transportation modes and is close to recreational areas such as community parks and the beach. The 1150 Cordillera site is located in a business complex and is lacking in access to public transportation. The 1610 Calle Valle was determined during the onset of the TAP to be the more viable of the two locations. The TAP Panelists accordingly focused their efforts on this location.

## STUDY QUESTIONS

The TAP Panelists asked OCRM to provide several questions for them to determine the Scope of Work. The following study questions were prepared by OCRM.

- » What are the site constraints of the 1610 Calle Valle open space and the 1150 Cordillera building in regards to opening a temporary emergency shelter or a long-term transitional shelter? What type of shelter should be built on these sites? Based on the kind of shelter, how many beds would be possible? What are your recommendations for addressing these constraints and increasing occupancy to take advantage of operational efficiencies?
- » Would we need to work with the city/county for any special zoning or permits? Do the business sites in which these locations are found require any special use conditions and would businesses be amenable to a shelter? Are there any ways we could improve upon these locations to create spaces that would not be recognized as homeless shelters by the public (i.e. beautification, walls, etc.)?

- » Based on the type of shelter being pursued, what designs should be pursued to increase occupancy and allow for all of the necessary program elements (i.e. on site kitchen, dining, bedrooms, bathroom facilities, etc.)? How much would such a building cost?
- » Would these locations be amenable to bringing in additional resources for the homeless and working poor (i.e. mobile food outreach, mobile medical, mobile showers, mobile laundry facilities, etc.)? Is there room to park and would the business community be agreeable?

Based on the study questions, the team identified key topics and issues that would be addressed during the day of the TAP. Ultimately, the following served as the Scope of Work and framework for the recommendations given to OCRM:

#### 1. Zoning and Land Use

- a. Research current planning policies for the subject parcel and surrounding parcels;
- b. Research necessary permits (i.e. building permits, special use permits, etc.);
- c. Research special use conditions;
- d. Review City parking requirements; and
- e. Determine if amendments to planning policies are needed;

#### 2. Environmental Considerations & Site Development

- a. Review environmental impact and possible hazards;
- a. Identify existing infrastructure improvements; and
- b. Examine physical constraints.



### 3. Design

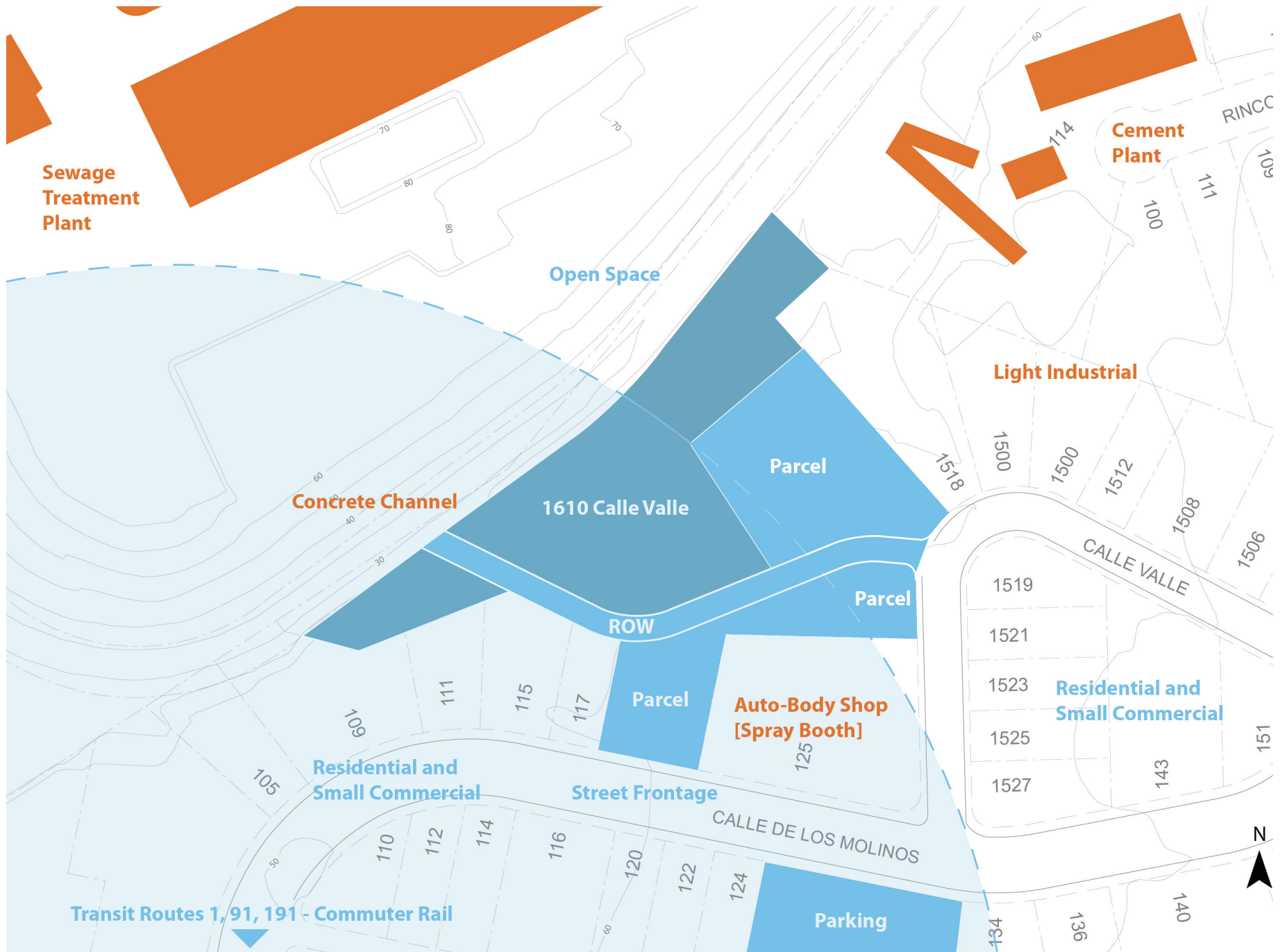
- a. Examine opportunities for phasing the development of the new facility;
- b. Propose what type of development should OCRM pursue to address their goal of maximizing beds;
- c. Prioritize phasing of program elements;
- d. Consider special needs and issues (the subject parcel is located adjacent to a concrete batch facility and multiple auto repair facilities);
- e. Optimize opportunities for beautification of the facility.

### 4. Construction & Land Costs

- a. Estimate cost of site improvements and building construction;
- b. Identify contingency costs; and
- c. Review alternatives to the development of a new facility.

### 5. Transactional Issues

- a. Summarize transactional due diligence that OCRM should perform, which include but are not limited to:
  - i. Conditions or contingencies that OCRM should negotiate into the purchase agreement for the property; and
  - ii. Rights in certain personal property that OCRM should obtain in addition to the fee ownership interest in the underlying parcel.



Site Opportunities and Constraints Map. The area color codes are as follows: Orange – Constraint and Blue – Opportunity.

# ZONING & LAND USE

Local zoning policy prescribes what developments may occur within a municipality. Developments are also further subject to local, state, and federal regulations. The TAP researched applicable zoning policy and regulations for the subject site and surrounding parcels to determine if a new facility can be developed that will meet OCRM's needs. This section provides an overview of these site considerations.

The site is currently zoned light industrial (I-2) and is adjacent to commercial and industrial and uses to the south, industrial land use to the east, heavy industrial to the north, and municipal land use to the west.

## GENERAL PLAN AND SPECIFIC PLAN OVERVIEW

The City's General Plan policy for the Los Molinos Industrial area provides for the transition of the existing industrial and commercial parcels of the area as a unified, well-designed business park. Uses include manufacturing, research and development, and professional offices. Standards provide for unifying streetscape amenities and signage, a high level of architectural design, and extensive site landscape. According to the West Pico Corridor Specific Plan Area, this area will be linked through sidewalks and pedestrian paths to the North Beach center area (mixed commercial and residential) and the adjacent Avenida Pico commercial center. The Specific Plan also indicates that much of the right-of-way of Calle Valle could be abandoned for public use and turned over to private ownership if adequate access to all individually-owned parcels could be guaranteed.

## EMERGENCY SHELTER OR TRANSITIONAL HOUSING

Senate Bill 2 (SB2) requires cities to identify a zone where year-round emergency shelters are permitted by right, regardless of the published zoning policies, to serve a community's homeless population. Emergency shelters are defined as housing with minimal supportive services for homeless persons that are limited to occupancy of six months or less by a homeless person. OCRM's current model is most similar to the definition of transitional housing versus emergency shelter. Transitional housing is defined as buildings configured as rental housing developments, but operated under program requirements that call for the termination of assistance and recirculation of the assisted unit to another eligible program recipient at some predetermined future point in time, which shall be no less than six months.

Based on the policies of the San Clemente General Plan and Specific Plan, any residential development within the Los Molinos Industrial area, including transitional housing, will require a conditional use permits (CUP).

Based on the definitions of an emergency shelter and transitional housing, it appears that the major difference among them is length of stay and level of support. State law does not currently describe required configurations of emergency shelters; thus, OCRM may develop its new facility as an emergency shelter provided it offers their clients with minimal support services and limits the amount of time a client resides at the facility to less than six months.



	EMERGENCY SHELTER	TRANSITIONAL HOUSING
LENGTH OF STAY	< 6 months	6 months to 2 years
SERVICES	Minimal	Support services and/or structured program
PERMITS REQUIRED	By-right on a local level	Treated similarly to other residential uses allowed
NEXT STEPS FOR ZONING	By-right development	Overlay/specific plan

*Comparison between definitions of emergency shelters and transitional housing.*

### ZONING AND GENERAL PLAN AMENDMENTS

OCRM desires the maximum permissible number of beds at its new facility. Based on this need, OCRM will need to pursue a Zoning and General Plan Amendment of RH (medium high density residential). This designation would allow for five or more units and a maximum of 36 dwelling units (d.u.) per acre. Consideration of a CUP is a discretionary act. A CUP allows the City to consider special uses that are not allowed as a matter of right within a zoning district, through a public hearing process. A CUP can provide flexibility within a zoning ordinance and if approved, is generally subject to a number of pertinent conditions of approval. Depending on local ordinance requirements, hearings are typically held by a board of zoning, the planning commission, or a zoning administrator. The owners of property within 300 feet are sent advance notice of the date, time, and place of the hearing. The legislative body’s action will be appealable to the City Council or Superior Court. Accordingly, OCRM should include contingencies in its budget and project timeline to account for potential legal challenges and delays, which may be likelier given the potential sensitivity of the project.

### CALIFORNIA ENVIRONMENTAL QUALITY ACT

All “projects”, as defined by law, are subject to the California Environmental Quality Act (“CEQA”). A CUP in this instance would almost certainly involve a “project” subject to CEQA. Prior to the public hearing on the proposed CUP, the City must evaluate the proposal to determine whether or not it may have any significant adverse effects on the environment. If the proposal is not exempt from environmental review, the City is required to prepare either a negative declaration indicating that the CUP will have no significant effect, a mitigated negative declaration indicating that any significant effects can be mitigated by taking identified measures, or an Environmental Impact Report (EIR) which describes the potential negative impacts of the proposal and the means to avoid or lessen those impacts. In order to determine which document to prepare, OCRM will need to complete an initial study. An initial study formalizes the Lead Agency’s, in this case the City, preliminary analysis to determine whether an EIR or Negative Declaration must be prepared. The initial study, supported by data, will provide the City with cursory review of potential environmental impacts which may result from the development of OCRM’s new facility. Supporting information of the potential environmental impacts, or lack thereof, may include specific studies which examine the potential significance of an anticipated environmental effect. A thorough referenced initial study is a crucial part of the record supporting the City’s determination.

## CALIFORNIA COASTAL ACT

The California Coastal Commission is a State Agency with quasi-judicial regulatory oversight over land use and public access in the California coastal zone, which is defined as 1,000 yards from the mean high tide line that a water area extends inland. The site is located within the Coastal Zone; thus, approval must be obtained from the Coastal Commission in addition to City Municipal Code requirements. There does not appear to be any special approvals required by the City for this site since the site is not on a coastal bluff or canyon nor does the proposed development displace affordable housing. However, per the California Coastal Act, development proposals within the Coastal Zone must also be approved by the California Coastal Commission. Approval is required whether the facility is an emergency shelter or transitional housing.

## PARKING

Project costs typically increase as the density of a project increases. The new facility will need enough parking spaces for its clients and staff. According to the City's General Plan, an RH (medium high density residential) zoning designation requires two parking spots per two-bedroom dwelling unit. The Design section of this report describes the number of parking spaces and their location in the conceptual design.

## SPECIAL USE CONDITIONS

Lastly, another important planning policy OCRM should investigate is the City's setback requirements. Since the site is an irregular lot, OCRM may seek a variance to modify the setback requirements. OCRM should ensure it complies with the requirements of the Municipal Code in applying for a setback, as specific findings will be required by the approving body.

## PROCESS

PLANNING COMMISSION/CITY COUNCIL

OVERLAY FOR RH ZONING

PLANNING COMMISSION/CITY COUNCIL

CONDITIONAL USE PERMIT (CUP)

LOCAL COASTAL COMMITTEE

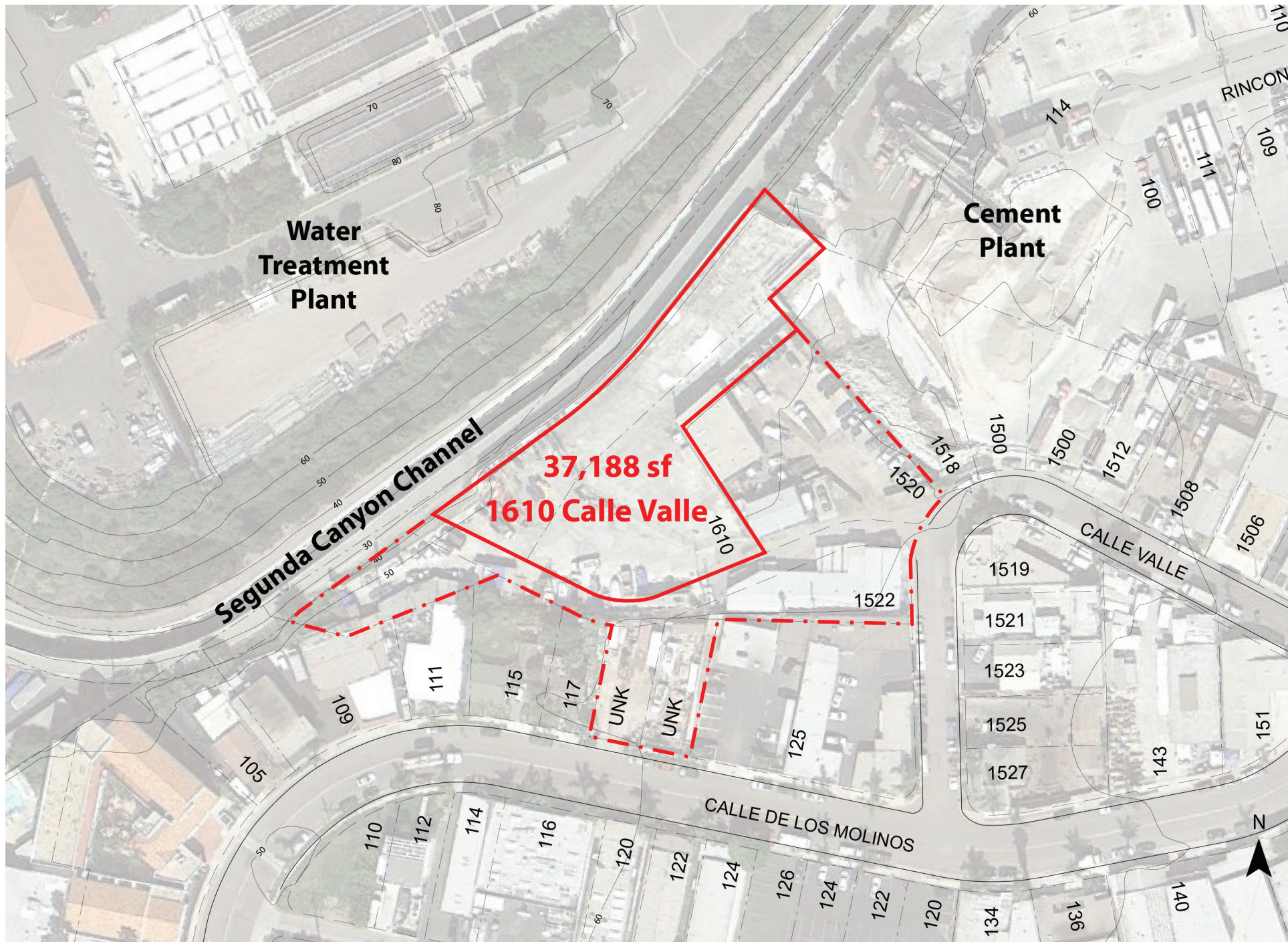
LOCAL COASTAL ZONE APPROVAL

CALIFORNIA COASTAL COMMISSION

CALIFORNIA COASTAL COMMISSION

*Flow chart illustrating the planning process  
for the new facility.*







# ENVIRONMENTAL CONSIDERATIONS & SITE DEVELOPMENT

Site analysis provides a developer with information about a site's area, boundaries, circulation, utility availability, prior uses, and surrounding uses. This information is obtained by conducting initial feasibility analysis and due diligence studies to identify the constraints and opportunities of the site. There are myriad analyses and studies to assist decision makers, many of which are often required contractually when there is a property transaction. The section on Transactional Considerations provides additional information on these analyses and studies.

## ENVIRONMENTAL CONSIDERATIONS

The potential site is zoned I-2 (light industrial) and is surrounded by industrial land uses, which by nature of the permissible land use practices for businesses with these zoning designations, poses potential environmental concerns. OCRM's proposed program for this site would provide services to women, men, and children. Children are categorized as sensitive receptors whose health and well-being may be vulnerable to harmful effects of environmental toxins.

The TAP performed cursory due diligence research for the site and adjacent properties for the potential for environmental contamination due to the presence of hazardous materials and impairments to air quality. This research was based entirely on public sources of information made available by the California Department of Toxic Substances Control (DTSC), State Water Resources Control Board (SWRQB), and South Coast Air Quality Management District.





*Picture nearby of concrete batch facility.*



PROPERTY ADDRESS	PROPERTY NAME	HAZARDOUS	AIR QUALITY
1610 Calle Valle (SITE)	unknown		
1520 Calle Valle	Dave's Auto Body & Detailing		X
1522 Calle Valle	Colors Unlimited Custom Paint		X
127 Los Molinos	Alex Dallorso Auto Collision		X
116 Rincon Court	Rincon Truck Center		X
116 Rincon Court (also 1518 Calle Valle)	Robertson's Ready Mix, Plant #20	X	X
125 Calle De Los Melinos	Avery Rentals, Inc.		

*Chart illustrating findings of an environmental review of business whose operations are regulated for hazardous materials and/or air pollutants.*

## HAZARDOUS MATERIALS

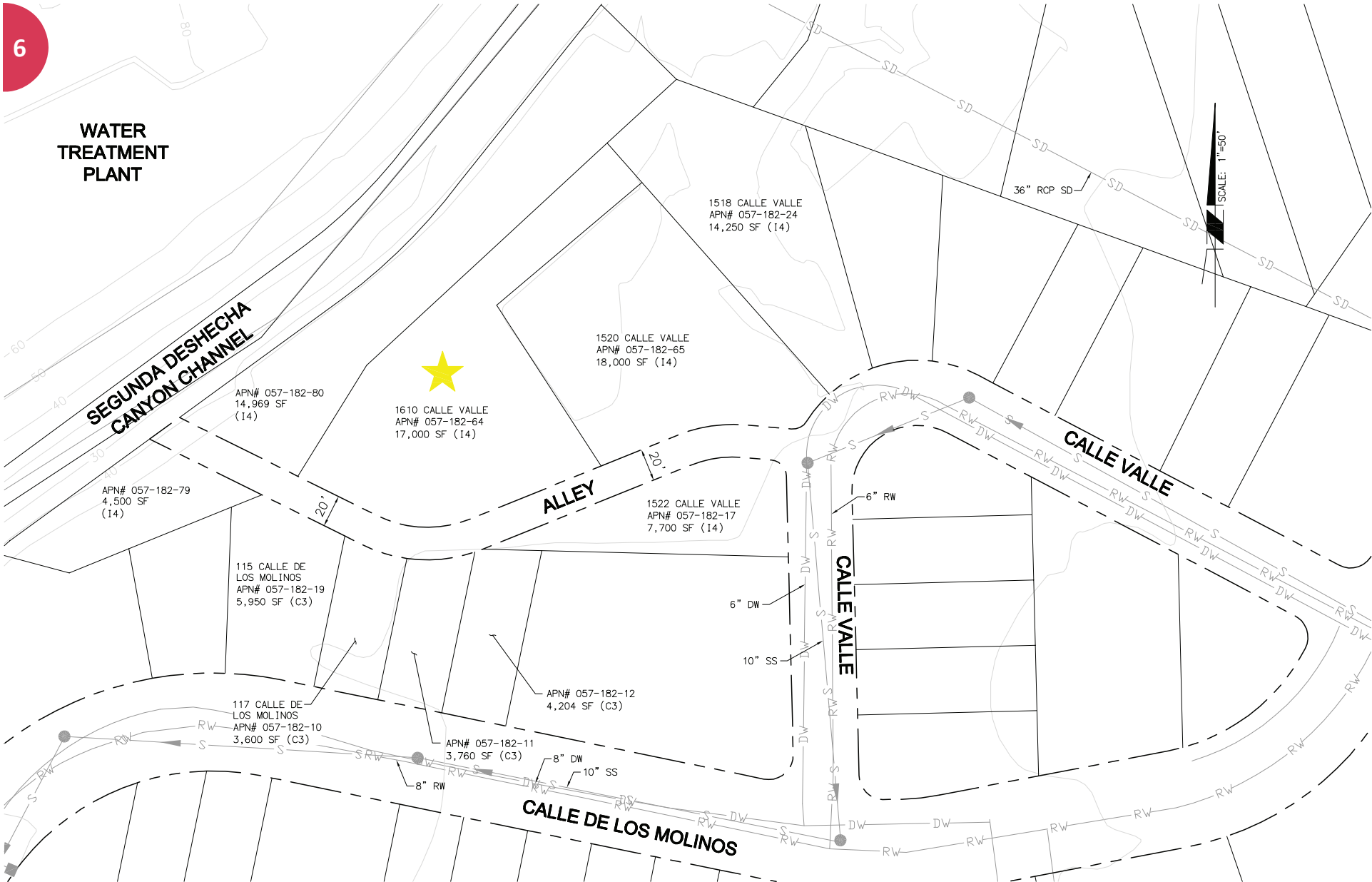
The DTSC regulates the generation, handling, treatment and disposal of hazardous waste in California. The TAP researched the DTSC's online databases for regulated facilities. The site nor surrounding parcels were not identified as cleanup sites or permitted sites. The TAP also researched the online databases of the SWRQB for sites that have impacted groundwater and permitted facilities. Several leaking underground storage tanks were identified at business within 100 ft. of the site; however, each case was reportedly closed. The potential OCRM site did not appear in either database.

## AIR QUALITY

The SCAQMD has jurisdiction over reducing emissions from businesses and other stationary sources and develops plans and regulations which are designed to achieve public health-based air quality standards established by the Environmental Protection Agency (EPA). The TAP researched the site and surrounding parcels to determine if these facilities were permitted to operate equipment that releases pollutants into the air and note recorded violations. This search was performed by using the SCAQMD's

Facility Information Detail (FIND) database. The results of the search identified five regulated facilities, most of which are auto repair businesses. Only one of these regulated facilities, Robertson's Ready Mix, was noted for notices of violations a notices to comply.

Robertson's Ready Mix is a concrete batch facility that was cited in 2002 and 2003 for fugitive dust level and not venting its silos to air pollution control equipment. The FIND database lists the 0.992 tons of total suspended particulates (TSP) emitted by the facility in 2007. In addition to pollutants of concern from the operation of concrete batch equipment, there is also concern for the pollution in the form of diesel particulate matter generated by truck traffic at the concrete batch plant. The TAP made numerous attempts to identify sources of information that would quantify the number of truck trips and was unfortunately unsuccessful. The California EPA recommends avoiding siting sensitive land uses within 1,000 ft. of business that accommodate more than 100 trucks per day.



Depiction of available utilities and topographic contours.

## ENGINEERING CONSIDERATIONS

Pre-development research and investigation provides decision makers with knowledge of existing and future constraints and opportunities affecting the potential site. A review and evaluation of existing site conditions (grading, utilities, neighboring parcels, etc.) will determine what existing improvements need to be protected, demolished or improved to achieve the desired program. This knowledge provides OCRM with an understanding of how these improvements may impact the project budget. It is important that fundamental design principals and concepts for the project be shared with the engineering design team.



### PHASE I

Residential Total 16,300 sf
Programming 2,400 sf
Dining 1,900 sf
Living 10,200 sf

### PHASE II

Outreach Total 11,934 sf
Multipurpose Room 6,600
Health Clinic 1,080 sf
Admin 1,100 sf

Outdoor Total 22,000 sf
Parking 18,000 sf
Recreation 4,000 sf



# DESIGN

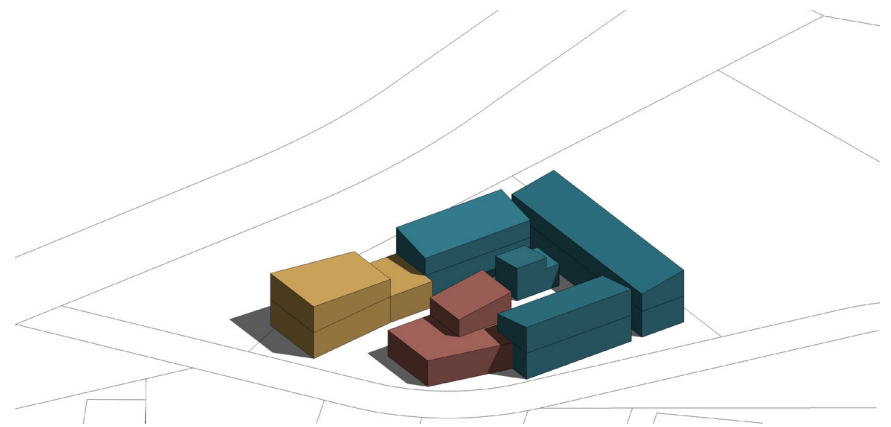
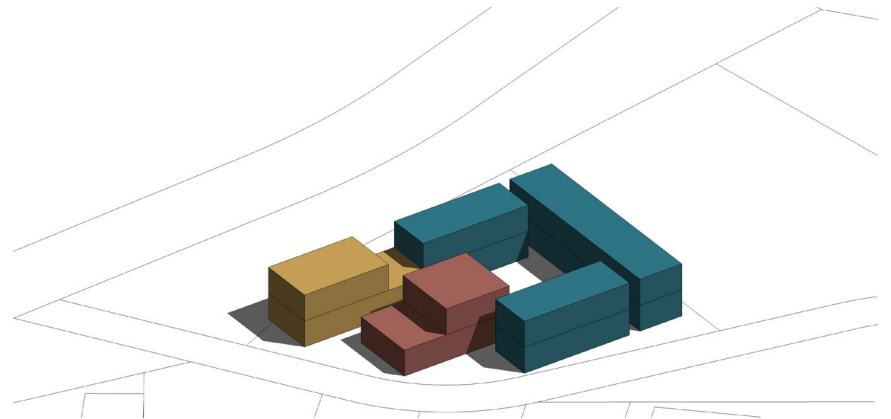
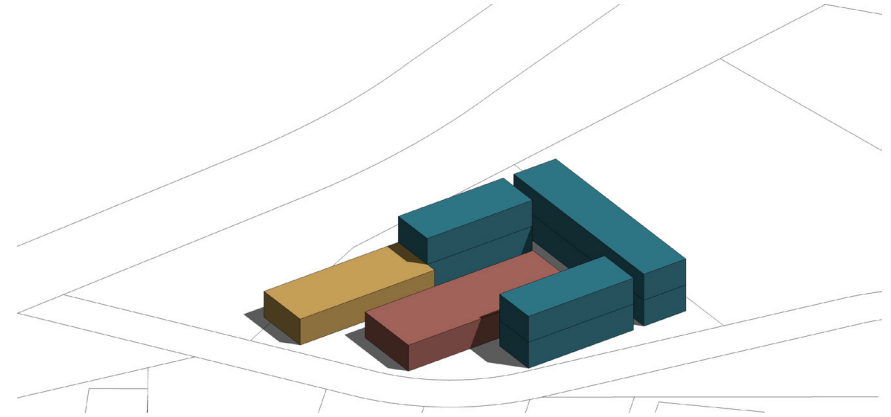
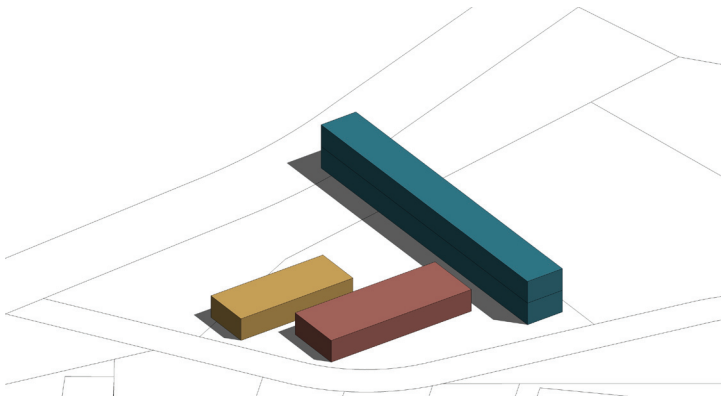
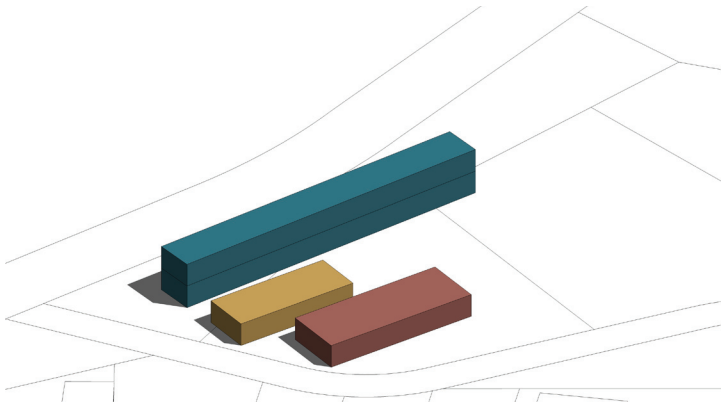
The design of OCRM facility requires responding to a complex program expressed by OCRM and organizing a site layout according to several opportunities and constraints related to the site's configuration and context. The resulting design creates a space of healing and solace at a residential scale while being adaptable to several larger programmatic needs of OCRM.

## PROGRAM/PHASING

OCRM expressed a primary need for additional residential capacity [beds] in South Orange County with a secondary desire to provide outreach services to the local population. In discussions with OCRM, the panelists determined that the residential component would ideally accommodate 100 beds and total approximately 15,000-20,000 square feet (sq. ft.) while the outreach program would total 10,000-12,000 sq. ft. Taking into account the site's parcel size, we knew that the program would need to be phased, with the secondary outreach clinic located on an additionally acquired adjacent site. With this prioritization, we organized the program into two phases—residential in the first phase on the primary site and the outreach program in the second phase on two adjacent parcels fronting on Calle de Los Molinos that appeared to be underutilized parcels. The site can additionally accommodate the most important exterior space needs including parking; however additional adjacent parcels may provide added opportunity for more open space program.

The proposed residential program consists of 88 beds in 28 units with a mix of one and two bedroom units. A common living area is provided as well as dining facilities, kitchen, classrooms, daycare and a recreation room. The residential program totals 16,300 sq. ft. Additional outdoor spaces are composed of a courtyard gathering space, entry court and parking lot that can accommodate up to 52 cars as well as a dedicated recreational vehicle (RV) or delivery truck parking spot. An odd shaped part of the parcel to the southwest may serve as an additional extended parking area for approximately 10 cars.

The outreach program consists of a large multipurpose room, a health clinic and administrative support spaces. This program totals approximately 12,000 sq. ft. This program and its associated parking would need to be located on additionally acquired parcels beyond the site and are thus considered as a second phase to OCRM's primary need for residential living accommodations.



*Illustrations of the design process to create a concept of a new facility based on the needs of OCRM.*





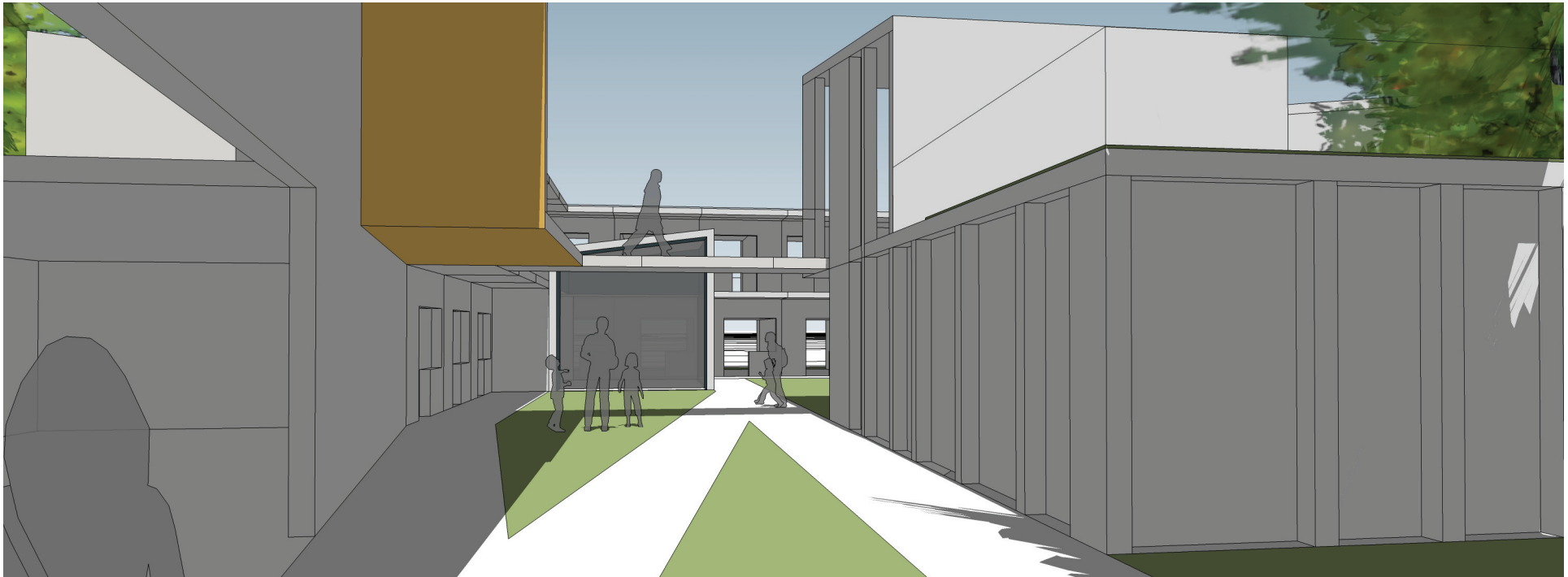
## SITE LAYOUT

The site has several contextual factors that influence the site layout. These include access to the site, the adjacent flood control channel, proximity to a neighboring cement batch plant and solar orientation.

Site access is from the east through an alley off of Calle Valle. The building entry should orient to the alley, providing the best pedestrian access and vehicular site-lines to the building entry. The adjacent flood control channel borders a long edge of

the site that may have some risk of flooding according to the FEMA flood maps with a .2% annual chance flood hazard zone. Accordingly, no building should be sited within this area; thus, the area is rather used for the parking lot. The siting of the parking lot therefore serves as a buffer to the building both from flooding and visual impact of the adjacent flood control channel and wastewater treatment plant.





The neighboring cement batch plant has the highest negative impact on the site with airborne particulate being of specific concern. The major building configuration therefore responds to mitigate this impact. The building first acts as a wall to the cement plant, backing up to the property edge closest to the cement plant. The 'U' shape of the building further encloses the primary open space, protecting it from environmental impacts while also orienting the open space to the sun and providing a sense of community through the creation of a courtyard. Gathering spaces with more public access are sited at the entry to form a gateway to the courtyard, creating an intermediary zone between public and private spaces.







# CONSTRUCTION & LAND COSTS

OCRM provided the TAP with a detailed Scope of Work for its desired program, and based on the assumption that an RH zoning is obtained, designed a program to meet their needs. The next step is to determine what costs OCRM will incur throughout the entire design and construction process. OCRM is funded entirely through donations and grants. Eighty percent of the funds come from individuals, and the remaining twenty percent comes from corporations, foundations and grants. The cost assumptions for this new facility will allow OCRM to develop a fundraising strategy with financial milestones and schedule to meet their anticipated operating time frame. Below is a summary of the major costs incurred for the new facility designed by this TAP.

## LAND COSTS

The asking prices of comparable properties in the City range from \$45 to \$100 per sq. ft. The property OCRM is considering purchasing is currently not listed for sale nor are the additional parcels identified in the Design section of this report. The desired properties do not have any major improvements; based on this factor, the TAP has assumed a lower per square foot price of \$45.91 or \$2,000,000 per acre. The caveat here is that the owner is a willing seller and is accepting of this price. The TAP identified one owner for all three of the parcels identified in Phase I in the previous section. In the event that the owner is unwilling to sell, an alternative for OCRM is to purchase an existing multi-family building and adapt it to their needs.

## PROFESSIONAL & ENTITLEMENT FEES

The professional costs include services obtained from civil engineers, architects, landscape architects, and other consultants needed to execute the project. The entitlement process has the potential to significantly affect the cost and schedule of a project. The major entitlements anticipated were discussed in the Zoning and Land Use section of this report. The TAP assumed that a Mitigated Negative Declaration is achievable for this project and assumed that this would amount to approximately 8% of the total cost, or \$500,000. A soft cost contingency should be factored into the Pro forma in the event of unexpected project modifications and/or legal requirements. This may be upwards of 15% of the project costs.



### SITE DEVELOPMENT

The site development costs includes infrastructure needs, both on-site and off-site, direct construction, and a hard cost contingency. The on-site costs are easily determined through consultation with a civil engineer during the due diligence period; however, off-site costs are not as easily determined as they may increase in scope due to Conditions of Approval required by the City. A hard cost contingency of 10% is recommended due to the anticipated offsite infrastructure needed. Direct construction costs can range from \$40 per sq. ft. to \$250 per sq. ft. depending on the type of construction. Based on construction costs for multi-family, a cost per sq. ft. of \$83.44 has been estimated. This figure can range from \$85 to \$100 per sq. ft.



	Total	Per Residential Unit	Per Project SF
<b>Land</b> ((\$2,000,000 per acre; \$45.91 per sq. ft.)	\$1,707,438	\$56,915	\$104.75
<b>Other Land Costs</b> (Legal, Escrow & Title, Closing Costs)	85,372	2,846	5.24
<b>Professional &amp; Entitlement Fees</b>	500,000	16,667	30.67
<b>Soft Cost Contingency</b> (15% of project cost)	75,000	2,500	4.60
<b>Site Development</b> (Onsite & Offsite Costs)	1,360,000	40,000	83.44
<b>Direct Construction</b>	1,385,500	46,183	85.00
<b>Hard Cost Contingency</b> (10% of Site Development & Direct Construction)	274,550	9,152	16.84
<b>Third Party General Contractor</b>	274,550	9,152	16.84
<b>Developer Impact Fees</b>	745,868	22,202	46.31
<b>Indirect Costs</b>	30,000	1,000	1.84
<b>Insurance</b> (3% of Land Development & Building)	75,501	2,221	4.53
<b>Property Taxes</b>	0	0	0
<b>Total Cost of Project</b>	\$6,522,779	\$217,426	\$400.17

*Chart illustrating development and construction assumptions for a new facility.*

### THIRD PARTY CONTRACTOR

General contractors charge 10-25% of labor and materials.

### DEVELOPER IMPACT FEES

The City of San Clemente has established impact fees for multi-family development. Based on their published fees, which are to be used for estimating purposed only, the anticipated impact fees for this facility are \$754,868.

### INDIRECT COSTS

Indirect costs include utilities, rent, legal, administrative staff, fuel, maintenance, security, telephone service and overhead. This cost is anticipated to be \$30,000.

### INSURANCE

Insurance is typically 3% of land, development, and building costs which result in anticipated cost of \$75,501.

### PROPERTY TAX

As a charity providing services at no cost, the OCRM is not required to pay property taxes.



# TRANSACTIONAL ISSUES

**B**ecause of the long-term planning and sustainable presence that OCRM desires in South Orange County, OCRM's preference for vacant land, and to provide OCRM with the appropriate amount of control over the real property to implement its programming, we recommend OCRM purchase the site, as opposed to entering into a long-term ground lease. The following summarizes the transactional due diligence that we recommend OCRM perform, certain conditions or contingencies that OCRM should negotiate into the purchase agreement for the property, and rights in certain personal property that OCRM should obtain in addition to the fee ownership interest in the underlying parcel. As part of any purchase transaction, we recommend that OCRM implement the following to minimize its exposure to liability and to assure that it has performed a complete and thorough analysis of the property prior to acquiring ownership.

## TRANSACTIONAL DUE DILIGENCE

As part of any arms-length real estate acquisition, OCRM should complete the appropriate level of due diligence on the property prior to entering into the purchase agreement and should negotiate for a comfortable feasibility period to continue analyzing the physical aspects of the property, among other matters of an underwriting concern.

Should OCRM decide to acquire fee ownership of the site, we recommend including a specific time period (e.g., 45 – 60 days) in the purchase agreement to review and analyze a title report issued by a reputable title company, so as to determine the extent of any title matters that appear on the County's official records. The title report will provide OCRM with information on any (a) existing financial encumbrances needing to be paid off prior to closing; (b) recorded easements benefitting and/or burdening the parcel; (c) covenants, conditions and restrictions encumbering the parcel, such as restrictions on uses allowed on the parcel; (d) any memoranda of lease or option evidencing an unrecorded lease or option agreement; (e) taxes, assessments and delinquencies; (f) litigation (lis pendens); and (g) mineral rights, if any, affecting the parcels. For example, in our limited due diligence of the site, we found that the property was currently leased to a U-Haul operator for the purpose of storing vehicles. OCRM would likely require the seller to terminate such leasehold interest prior to acquiring the parcels; otherwise, OCRM, as successor-owner, would be subject to a leasehold interest it does not desire.



During the title review period, we also recommend that OCRM engage a land surveyor to perform an ALTA/ACSM Land Title Survey (“ALTA Survey”). An ALTA Survey is a comprehensive boundary survey in which various issues are addressed that may be of concern to lenders and title companies, as well as OCRM. There are a number of items required to be shown on an ALTA Survey that are not shown on a typical boundary survey as well as some additional optional items, often referred to as “Table A Items”. The information shown on an ALTA Survey that would be helpful to OCRM’s due diligence are:

- » easements that may encumber or benefit the property;
- » possible encroachments across boundary lines or easements;
- » access to a public street or lack thereof;
- » zoning of the property along with setback requirements;
- » flood zones that may affect the subject property;
- » evidence of any use by other parties;
- » location of any water boundaries on the subject property;
- » evidence of cemeteries; and
- » names of adjoining property owners

In addition, the ALTA survey will provide the title company with enough comfort that the survey exception can be removed from an Owner’s Policy of Title Insurance, issued by the title company to OCRM at the Closing.

Using the information it obtains during the title review period, and prior to the expiration of such period, OCRM should also obtain a Pro forma Owner’s Policy of Title Insurance from the title company, providing OCRM with comfort on the condition of title at Closing. We recommended the following title endorsements to the title policy, to the extent applicable:

- » Zoning – Land Under Development (ALTA 3.2-06);
- » Comprehensive – CC&Rs, Unimproved Land (ALTA 9.1-06);
- » Access and Entry (ALTA 17-06);
- » Contiguity (ALTA 19-06);
- » Same as Survey (ALTA 25-06);
- » Easement – Damage or Enforced Removal (ALTA 28-06); and
- » Minerals and Other Substances – Land Under Development (ALTA 35.3-06).

The amount of the title policy should be representative of the value of the property, typically equal to the amount of the purchase price of the property.

## TRANSACTIONAL CONTINGENCIES; CONDITIONS

For the purpose of providing OCRM with the appropriate assurance on certain matters during the transactional process, the following contingencies or conditions should be negotiated and included in the purchase agreement:

- » *Title Review Period.* As indicated above, OCRM should use this contingency period to obtain a Proforma Title Policy and object to title matters that are not acceptable to OCRM, and which OCRM desires the Seller cure and/or remove from record title.
- » *Due Diligence/Feasibility Period.* This standard inspection period (e.g., 90 – 120 days) should be used to provide OCRM with the ability to inspect the property, and should allow OCRM to terminate the purchase agreement, for any reason or no reason, on or before the expiration of such period. During the Due Diligence/Feasibility Period, we recommend OCRM complete the necessary environmental review of the property, such as a Phase I Environmental Site Assessment, to generate a base line of information to establish an innocent land-owner defense to any latent environmental issues.
- » *Entitlements Contingency Period.* Due to the distinct entitlement issues attributable to the operation of a transitional housing facility for the homeless, we recommend building into the purchase agreement a contingency with respect to OCRM's ability to obtain final, non-appealable governmental approvals and/or special permits, change in zoning and variances.
- » *Existing Leasehold Termination.* As a result of the existing leasehold interest encumbering the parcel, we recommend that the termination of the existing leasehold be a condition to OCRM's obligation to close escrow.
- » *Finance/Fundraising Contingency.* To the extent OCRM desires a particular level of financial comfort in its proposed acquisition and development of the parcel, OCRM should also build into the purchase agreement a set amount of time to obtain traditional lender financing and/or non-profit fundraising to properly finance the proposed project.

- » *Adjacent Property Contingency.* As we are also recommending that OCRM phase in components of the project, thereby necessitating the acquisition of neighboring parcels, we also recommend that OCRM build into the initial purchase agreement a condition to its benefit that would allow it to terminate the deals should it be unable to obtain the contractual right to purchase the neighboring parcels.
- » *Environmental Contingency.* To the extent the property contains any existing environmental issues requiring remediation or past-environmental issues for which a no further action letter was appropriate, we also recommend that OCRM have the ability to condition its obligation to purchase the property on obtaining such items from the seller, if applicable. This might also include a reliance letter from the seller's environmental consultant on any environmental reports issued in connection with the seller's own investigation of the property.
- » *Natural Hazards Disclosure (NHD Report).* Finally, as is typical in acquisitions, we also recommend that OCRM condition its acquisition on the seller providing, at seller's sole cost and expense, an NHD Report. The NHD Report would cover the following required hazard disclosure items: (a) FEMA Flood Hazard; (b) Dam Inundation; (c) Earthquake Fault Zone; (d) Seismic Hazard Area; (e) Liquefaction; (f) Landslide; (g) Very High Fire Hazard Area; and (h) Wildland Fire Area.

#### TRANSACTIONAL REPRESENTATIONS AND WARRANTIES; INDEMNITY

Finally, we recommend that OCRM obtain from the seller and include in the purchase agreement representations and warranties. A recommended list of reps and warranties includes: (a) the seller's environmental law compliance; (b) seller's authority to enter into agreement; (c) requisite action (corporate authority) of seller to enter into purchase agreement; (d) signatory's individual authority to bind the selling entity entering into the purchase agreement; (e) that entering into the purchase agreement would not be in conflict or cause any default with respect to any of the seller's other agreements; (f) representation on the disclosures required by the NHD Report, mentioned above; (g) that the seller and neither of the signatories appear on any terrorist watch lists (OFAC List); (h) that the seller is not currently subject of any pending litigation; (i) that the property is in compliance with all laws; (j) that the seller and the property are not the subject of any bankruptcy proceedings; (k) that the property is not subject to any condemnation proceedings; and (l) that any property documents the seller has provided OCRM are as scheduled, true, accurate and complete. With respect to any representation and warranty, OCRM should obtain an indemnity from the seller in the purchase agreement should any representation or warranty made by the seller on the date of the agreement or at the Closing be untrue.



#### TRANSACTIONAL DOCUMENTS TO OBTAIN AT CLOSING

In addition to a grant deed from the seller to transfer the seller's fee ownership interest in the real property to OCRM, we also recommend OCRM obtain an assignment of rights from the seller of the following personal property: (a) entitlements, permits, approved tentative tract map and or final map; (b) plans and specifications, drawings, maps and renderings; (c) rights and claims against third parties; (d) warranties; (e) general intangibles, goodwill and rights benefiting property; (f) development rights benefiting the property; existing agreements; and (g) personal property located on property, if any.





# CONCLUSIONS

OCRM is ultimately seeking to expand their services to South Orange County with a fixed shelter to complement their outreach services in Dana Point, CA. The 1610 Calle Valle site possesses both considerable challenges and compelling opportunities. Based on the TAPs due diligence analysis, we have derived the following key recommendations for OCRM.

## KEY RECOMMENDATIONS

### ZONING AND LAND USE

Pursuit of a new transitional housing facility through an RH (medium density residential) zoning change will allow OCRM to continue serving their clients in South Orange County using the same model employed at their other facilities. Meeting with City staff during the pre-application period is essential to truly determine the viability of the proposed project. Discussions with City staff will provide OCRM with greater detail of the development requirements. This also affords OCRM with the opportunity to inform City staff about their project, which offers them the opportunity to provide advice and input. A successful project will be one that has City support and strategy to navigate all of the zoning and land use permits.

### ENVIRONMENTAL CONSIDERATIONS & SITE DEVELOPMENT

The site is located in the vicinity of business whose practices involve the handling and storage of hazardous materials and emission of pollutants into the air. The ambient air quality at the site should be determined through air quality tests to determine the levels of pollutants of concern. The levels of pollutants of concern, especially if they exceed the ambient air quality thresholds established by the SCAQMD, should be evaluated in conjunction with OCRM's desired program. An air quality specialist can further determine in factors such as prevailing wind to minimize the potential exposure to pollutants of concern. OCRM can implement mitigation measures for these pollutants of concern, although their effectiveness and appropriateness is dependent on the levels of pollutants of concern, such as incorporating trees as a wind barrier and installing air filters with a minimum MERV rating of 8 (MERV 6 is required under the new California Building Code).



## DESIGN

The building design for OCRM should seek to balance the residential nature of the program while also recognizing that the space is only meant as temporary housing. Within its context, the residential character can pick up on cues of the simple and clear forms found in the light industrial neighbors while also expressing Southern Californian flair. As a space of healing, it should be welcoming as a place of respite with spaces scaled to human comfort. The use of color, simple but natural materials, outdoor spaces, vegetation and large connections between inside and outside can all add to the healing character of the space while being cost effective within the favorable climate of the San Clemente site at 1610 Calle Valle.

## CONSTRUCTION & LAND COSTS

The major costs that are likely to have the greatest variance from the estimate generated by the TAP are land, entitlements, and off-site improvements. Since the desired parcel, and those included in subsequent phases, are not for sale, the price of land could increase if the owners are not motivated. The TAP assumed that a Mitigated Negative Declaration would need to be prepared for the site. The entitlement cost will increase if an EIR is required. The site is minimally improved, as are the points of ingress and egress to the site. Off-site improvements will likely entail

development of sidewalks from the site to arterials and widening of Calle Valle. By engaging City staff early in the pre-application phase, as advised above, they will be able to better determine the extent of these costs. The TAP recommends hiring a qualified consultant team and general contractor to not only ensure that the project schedule it met, but who will also serve a champion for OCRM's mission.

## TRANSACTIONAL ISSUES

OCRM is a non-profit organization, so we highly recommend that it limit its exposure to potential liability wherever and whenever it can. Many sophisticated land developers have the experience and/or certain business related pressures driving a particular land acquisition that might convince them to acquire a parcel of land as-is/where-is from the seller. Although this may be appropriate for experienced land developers, we do not recommend that OCRM acquire any parcel as-is/where-is. We do recommend that OCRM engage the appropriate professionals to perform a high level of due diligence on the parcel, should it desire to move forward with acquiring an ownership interest in real property for the development of a transitional housing shelter for the homeless. To the extent OCRM follows the transactional guidelines above, it should be in a position to make an informed decision on the potential acquisition.

# LIST OF INVOLVED PANELISTS

## ULI STAFF AND LEADERSHIP:

Phyllis Alzamora, Executive Director, ULI Orange County/Inland Empire  
 Susan Davison, Build It Green and ULI Orange County/Inland Empire Non-Profit  
 Liaison  
 Michael Ruane, Chairman, ULI Orange County/Inland Empire

## TAP CO-CHAIRS

Javier Gutierrez, Attorney, Stradling Yocca Carlson & Rauth  
 Michael Hutaff, Architect, RRM Design Group

## PANELISTS:

Ma'Ayn Johnson, Senior Regional Planner, South California Association of  
 Governments  
 Adam Lunzer, Civil Engineer, RBF Consulting, a Company of the Michael Baker  
 Corporation  
 Jessica Ochoa Candaele, Business Development Associate, Land Development, RBF  
 Consulting, a Company of the Michael Baker Corporation  
 Matthew Silver, Senior Associate, Best, Best & Krieger LLP  
 Michelle Thrakulchavee, Vice President, Land Acquisition, City Ventures  
 Andrew Watkins, Architect+Urban Designer, SWA Group

## ORANGE COUNTY RESCUE MISSION:

Jim Palmer, President, Orange County Rescue Mission  
 Ryan Burris, Chief Relationship Officer, Orange County Rescue Mission

## TAP PANELISTS

### MA'AYN JOHNSON

SENIOR REGIONAL PLANNER SOUTHERN CALIFORNIA ASSOCIATION OF GOVERNMENTS

Ma'Ayn Johnson joined SCAG in 2006 specializing in housing and land use, and served as the project manager of the successful 2012 Regional Housing Needs Assessment (RHNA). As a housing specialist, her work at SCAG includes communicating planning policy to elected officials and the public and researching and authoring reports related to projected demographic and economic growth. In addition, Ma'Ayn was the primary author of the housing chapter of the 2012 Sustainable Communities Strategy. While at SCAG, she has also served as the assistant to the SCAG President, preparing elected officials on key policy recommendations and developing pilot programs on behalf of the President.

Currently, Ma'Ayn is Co-chair of the ULI Young Leaders Group Education and Legislative Affairs Committee and is a member of the Sustainable Communities Initiative Council. She holds a Bachelor's degree with honors from the University of California, Berkeley in Legal Studies and a Master's degree from UCLA in Urban Planning. Ma'Ayn lives in Fullerton where she proudly serves as Chair of the City's Transportation and Circulation Commission.

### ADAM LUNZER, PE

PROJECT ENGINEER, RBF CONSULTING, A COMPANY OF MICHAEL BAKER CORPORATION

Adam Lunzer has been with RBF Consulting, a company of Michael Baker Corporation, since 2007 and has experience in Construction Management, Transportation Planning and Land Development. He has worked on planning level roadway improvement projects with CalTrans in which he completed Project Study Reports and coordinated completion of various documents including; traffic analysis, geotechnical reports, noise studies and environmental approval. He has also worked on both planning level and design level residential development projects including the Tentative Tract Map and Master Plan for District 7 of the Great Park Neighborhoods in Irvine, CA. He worked on multiple aspects of the project including; earthwork analysis, hydrology analysis, loting and site layout.

Adam is involved in many aspects of ULI. He serves on the Edge Development Initiative Council and is a Co-Chair of the Sixty Minute Mentor Mixer, a program designed to connect seasoned real estate professionals with the young leaders of today and tomorrow. Adam served on the 2011 ULI Young Leaders Group Pro Bono Technical Assistance Panel for Guide Dogs of the Desert. Adam was honored by ULI with the 2012 Emergent Leadership Award in the Engineering category.



**JESSICA OCHOA CANDAELE, LEED AP BD+C, CPSM**

BUSINESS DEVELOPMENT ASSOCIATE, LAND DEVELOPMENT, RBF CONSULTING, A COMPANY OF MICHAEL BAKER CORPORATION

Jessica joined RBF Consulting, a company of the Michael Baker Corporation, in 2010 and is responsible for developing and implementing strategies to obtain work and promote the firm's Land Development capabilities for a diverse array project types within several geographic of markets. She began her career with Terracon Consultants, Inc. as an environmental professional where she managed a breadth of project types, which included federal, industrial, commercial, and energy projects, and multi-disciplinary teams. Jessica developed a diverse set of skills to address land use issues related to natural resources, energy, and hazardous materials.

Jessica graduated from Loyola Marymount University with a Bachelor of Science in Biology and minor in Business Administration and from the California State University of California, Fullerton, with a Master of Science in Environmental Studies with an emphasis on Environmental Planning and Policy. She also currently holds the role of Vice-Chair of Outreach of the ULI OC/IE Infrastructure Initiative Council and Assistant Vice Chair of the ULI OC/IE Young Leaders Group.

**MATTHEW SILVER**

SENIOR ASSOCIATE, BEST, BEST & KRIEGER LLP

Mr. Silver is an attorney in the Municipal Law practice group of Best Best & Krieger LLP. Mr. Silver practices in municipal litigation, comprehensive code enforcement, land use and planning, and municipal law. He has extensive experience in the courtroom in both civil and criminal litigation, having handled hundreds of cases from inception to resolution, including trial and the appellate process. He also has substantial experience in laws relating to public entities, land use and zoning laws, and administrative hearings and processes. Mr. Silver also serves as counsel to local planning commissions. Mr. Silver currently provides legal assistance to numerous cities in Orange, San Bernardino, Riverside and Los Angeles counties.

Mr. Silver has dedicated a substantial portion of his practice to representing municipalities and special districts in prosecuting, litigating and investigating complex code enforcement and land use matters. This includes litigating and providing general advice on issues regarding land use entitlements, permits, development standards, and compliance requirements, as well as criminal and civil litigation with individuals and corporations violating municipal codes and certain state laws, enforcement of the Red Light and Drug Abatement Acts, the California Building Standards Code, ABC regulations, sexually oriented businesses, obtaining injunctive relief and appointment of receivers, representing clients at administrative hearings and CUP revocation hearings, defending writs and appeals of administrative decisions in Superior Court and subsequent appeals, and working with clients to develop efficient and effective systems for enforcing their municipal codes.

Mr. Silver graduated from the University of California Irvine with a Bachelors of Arts in English, and obtained a Juris Doctorate from the University of the Pacific.

**MICHELLE THRAKULCHAVEE**

VICE PRESIDENT, LAND ACQUISITION, CITY VENTURES

Michelle joined City Ventures in January of 2011 and is responsible for sourcing, underwriting, and managing land acquisitions for future residential development. In her acquisitions role, Michelle is focused on identifying underutilized, infill properties in constrained urban areas. Her day to day role includes initiating and maintaining relationships with land owners, real estate brokers, lenders, and city development staff, monitoring city zoning amendments and RFPs, identifying development opportunities, analyzing the financial viability of potential acquisitions, negotiating the purchase and sale contracts, and participating in due diligence analysis.

Prior to joining City Ventures, Michelle was an Acquisitions and Development Associate with Province Group, a private entrepreneurial real estate development and investment company active in the acquisition, entitlement, development, management, and disposition of planned residential communities and multifamily investments. Working directly with the Principal and Vice President of the Company, Michelle was responsible for sourcing and underwriting residential development and investment opportunities (both for for-sale and multifamily product), and conducting market research, financial analysis, due diligence, and project management. Prior to her career at Province Group, Michelle was a Land Acquisition Specialist with Richmond American Homes, a national public homebuilder, in their Irvine and San Diego divisions.

Michelle serves as the YLG Representative on the ULI OC/IE Capital Markets Initiative Council. This was Michelle's third TAP, having also served as a panelist on the ULI Young Leaders Group Pro Bono Technical Assistance Panel for United Cerebral Palsy in 2009 and Orange County Children's Therapeutic Arts Center in 2010. Michelle graduated from the University of Southern California with a Bachelors of Science in Business Administration after changing majors from architecture. While in school, she studied abroad for a semester at Copenhagen Business School.

**ANDREW WATKINS, AIA, LEED AP**

ARCHITECT+URBAN DESIGNER, SWA GROUP

Andrew is an architect, planner and urban designer at SWA in Southern California, having over 10 years of professional experience. He holds a Master's of Architecture in Urban Design degree from Harvard University's Graduate School of Design where he graduated with distinction and received the Award for Academic Excellence in Urban Planning and Urban Design. He is a registered architect; LEED accredited and received a Bachelor of Architecture Degree, Magna Cum Laude from Syracuse University in 2002 with the Luther Gifford Prize in Architecture for Highest Rank in Scholarship.

His current work focuses on large-scale urban design projects that explore the confluence of ecology and urbanism. Andrew is currently Project Manager for an 800 acre master plan for Rancho Mission Viejo. He is involved in local and national projects having worked in the United States, China, Indonesia, Malaysia, India, South Africa, Botswana, Ethiopia, Germany, Italy, and Mexico. Andrew has researched contemporary urban conditions related to infrastructure and grassroots organization in both developed and developing nations. Andrew is currently working on a research project entitled 'Social Entrepreneurship: Expanded Business Models for Design.' Past research projects have included 'Ecologies of Gold' in Johannesburg, South Africa; 'Villages in Development' in the rapidly developing Pearl River Delta in China; 'Opportunities of Contemporary Urban Transformations' in of Eastern Germany; and 'Tall Buildings in the City,' a research fellowship with Moshe Safdie that explored the potentials of connecting tall buildings. Andrew's research has been published in Places, 306090 and Architecture Plus.

Past professional office experience includes positions with Chan Krieger Sieniewicz, Design-Lab, Bohlin Cywinski Jackson, Andrea Ponsi Architetto and Childs Bertman Tseckares. He has entered multiple design competitions, winning first place for the Trapelo Road Transit Shelters with Design-Lab, The Bund Masterplan in Shanghai with Chan Krieger Sieniewicz and an honorable mention for Pasarella in Viareggio with Andrea Ponsi Architetto.

## TAP CO-CHAIRS

### **JAVIER F. GUTIERREZ, ESQ.**

ATTORNEY, STRADLING YOCCA CARLSON & RAUTH

Javier is an attorney with STRADLING YOCCA CARLSON & RAUTH specializing in transactional real estate law. He has considerable experience representing Fortune 100 companies, as well as medium and small sized companies, in a wide range of traditional and non-traditional real estate and corporate transactions. Javier is accustomed to helping clients acquire, finance, construct, lease and dispose of real estate and other corporate assets. He has extensive experience in shopping center development and leasing, and prior to joining Stradling represented the world's leading retailer with California acquisitions, leasing, entitlement and operational matters.

Mr. Gutierrez received his J.D. from the University of Southern California School of Law in 2007, after earning his B.A. degree with honors from the University of California, Los Angeles. Prior to beginning his legal studies, he completed the Senator Richard G. Polanco Fellowship in Sacramento, CA with the CA Latino Caucus Institute of Public Policy. As part of the fellowship program, he studied public policy at California State University of Sacramento while working for both the California Attorney General's Office and the California State Assembly.

Mr. Gutierrez is an active member of the State Bar of California, Orange County Bar Association, Orange County Hispanic Bar Association, International Council of Shopping Centers, and Urban Land Institute.

### **MICHAEL HUTAFF, AIA, LEED AP**

ARCHITECT, RRM DESIGN GROUP

After graduating with honors from the University of Southern California's School of Architecture, Michael Hutaff has become a licensed Architect in the State of California and a LEED® Accredited Professional. Currently, he is working at RRM Design Group where his responsibilities include Architectural Design, Project Management and Business Development. Michael has accumulated a diverse portfolio of work during his career while serving as the Project Architect on projects ranging from multi-family housing and mixed-use developments to K-12 schools and public safety facilities. He excels in the areas of programming, conceptual design and site planning.

Every project that he works on is rooted in basic sustainable principals that serve to design buildings that benefit both the user and the environment. This pursuit of sustainable design has been realized through his involvement with the successful completion of multiple LEED certified buildings throughout California. In addition to his professional pursuits, Michael is actively involved with the ULI OC/IE's Young Leaders Group and Architecture for Humanity. These pioneering organizations serve as an outlet for Michael to achieve his goal of restoring, rebuilding and renewing communities throughout Southern California. This was Michael's second TAP, having also served as a panelist on the 2011 ULI Young Leaders Group Pro Bono Technical Assistance Panel for Guide Dogs of the Desert.



## TAP ADVISORS

**PHYLLIS ALZAMORA**

EXECUTIVE DIRECTOR, ULI ORANGE COUNTY/INLAND EMPIRE

Phyllis Alzamora was appointed as the first-ever Executive Director of the ULI Orange County District Council in November 2005, and was the eighth Executive Director to be hired in the ULI organization. Phyllis has 26 years of experience in the communications, government affairs and community relations fields. She also has a strong background in public affairs, including developing grassroots advocacy campaigns for corporations and non-profit organizations and significant experience in managing media relations, print and Internet communications, and philanthropic and civic involvement.

Prior to joining the ULI, Phyllis managed the marketing and recruiting departments for the Orange County office of Greenberg Traurig, a large corporate law firm. She has an understanding of the residential construction industry having worked for a trade association of homebuilders. Her career also spans 14 years working for major southern California employers, Ricoh Electronics and Rockwell International and a large trade association, the National Association of Manufacturers. In the early 1990s, with access to the World Wide Web, Phyllis was able to provide PR outsourcing services to clients such as the International Public Relations Association, Hyundai Motor America, and the Laguna Beach Fire Relief Coalition from a home office, which allowed her to stay at home with her young children. Phyllis also has career experience living overseas for four years in Switzerland and Ireland.

Coupled with an extensive business background, Phyllis has served on many professional and philanthropic boards and committees affiliated with organizations such as the American Red Cross, the League of Women Voters, the Orange County Philharmonic Society and Exploring Scouts. Equally important to her is making a tangible contribution to the betterment of society through volunteerism. Among the many agencies where she has given her time and talents is the Oceanpark Community Shelter for Homeless Women in Los Angeles and the Divorce Recovery Workshop for Children.

Phyllis, a descendant of the Jeffrey family, who were early 20th century land owners located in east Irvine, has deep community roots. Not only does her family have former ties to the area for which Jeffrey Road is named, Phyllis' children are fifth generation Orange Countians.

**SUSAN DAVISON, AIA, CGBP** DIRECTOR, BUILD IT GREEN

Susan Davison's current work efforts includes contract and project management for Pacific Gas and Electric's (PG&E) Whole House Rebate Program, as part of the statewide Energy Upgrade California program. In her role as a Director at Build it Green, she is also responsible for the program implementation of PG&E's Multifamily Pilot and for the County of Los Angeles' Multifamily Pilot, both innovative energy efficiency retrofit programs. Prior to her work at Build It Green, she worked at VTBS, an architecture firm that specializes in mixed use, urban infill and multi-family development, designing a wide range of projects throughout Southern California. Susan started her career in economics and finance, and then spent ten years as a senior project manager at EDAW/AECOM, an international planning firm based in San Francisco. She has been responsible for managing multi-disciplinary teams to develop innovative and cost-effective sustainability programs for large-scale developments and IOUs.

Professional affiliations include the American Planning Association, as an AICP, and membership in the ULI. Susan serves on the Advisory Board of the ULI OC/IE District Council, as the Non-Profit Liaison, and on the ULI/OC Sustainable Communities Initiative Council. She has a Master of Arts in Urban Planning from the University of California, Los Angeles, and a Bachelor of Arts in Urban Studies + Planning from the University of California, San Diego.

## ABOUT THE YLG PRO BONO TAP PROGRAM

The Young Leaders Group of the ULI Orange County/Inland Empire began conducting Technical Assistance Panels (TAPs) in 2007, on a pro bono basis for charitable organizations. This type of TAP was the first of its kind in Orange County and the Inland Empire and for a ULI District Council worldwide.

The selection of the panelists for OCRM-TAP consisted of reaching out to ULI Orange County/Inland Empire members. TAPs are a way for ULI members to give back to the community. The ULI acknowledges all the members who served on OCRM TAP for giving their time and talent to support a local organization that benefits the poor and homeless in Southern California.

## ULI ORANGE COUNTY/INLAND EMPIRE

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*Concept of OCRM's South County facility.*