



Request for Qualifications for a Developer

The Columbus Road
Development Site

Greater Cleveland
Regional Transit Authority

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INVITATION

The Greater Cleveland Regional Transit Authority (“GCRTA”) is pleased to announce a development opportunity for key parcels on Columbus Road in Cleveland between Abbey Avenue and West 25th Street (the “Site”) ideally situated between the Ohio City/West Side Market District and Duck Island neighborhoods. This Request for Qualifications (“RFQ”) is intended to provide an opportunity for interested developers to demonstrate their interest and capability to develop the Columbus Road Property (The “Project”) consistent with the vision and Transit Oriented Development (“TOD”) goals stated herein.

Specifically, the GCRTA is seeking responses from experienced developers or development teams willing to purchase or lease the site or enter into a public private partnership in accordance with the TOD principles and procedures outlined here.

The proposal must demonstrate working a knowledge of, experience with and responsiveness to the TOD goals of the Federal Transit Administration (“FTA”) and the GCRTA.

This invitation, together with its supplemental information, comprises the RFQ. The objective is for prospective developers and development teams to submit sufficient information so that the GCRTA can select a short list of finalists who will be invited to present their Project concepts to the GCRTA.

RFQ responses are due by 5:00 PM on October 11, 2018. Late proposal responses are not accepted. We look forward to your submittal.

Development Team

The GCRTA seeks qualifications from developers and development teams with a demonstrated ability to develop projects which are compatible with the community and TOD goals. We are seeking a partnership with individuals and entities that have experience in developing, financing, marketing, selling, and/or managing projects of a size, scope and nature appropriate for this Project. **The ability to demonstrate the financial capacity and expertise to complete the Project is essential.** Compliance with budget, schedules and TOD goals will also be primary considerations. In addition to the qualities of the developer and team, the GCRTA desires a proposed concept that positively contributes to the neighborhood – fiscally, socially, environmentally and takes full advantage of the TOD opportunities for this unique location. To this end, respondents should include any discipline they deem appropriate including but not limited to:

1. Development entity (lead team member)
2. Architect (experience with sustainable TOD development preferred)
3. Real estate broker or consultant
4. Planner
5. Civil engineer
6. General contractor
7. Marketing/sales support team

8. Financial consultant/partner
9. TOD consultant
10. Other appropriate partners/consultants

SITE AND SURROUNDINGS

The Project Area

The Columbus Road Property is located along the GCRTA Red Line West Rapid Transit Line with frontage on Columbus Road between Abbey Avenue and West 25th Street. This unique location straddles the line between the Ohio City and Duck Island neighborhoods of Tremont in the City of Cleveland. Both neighborhoods are experiencing tremendous real estate development activity and reinvestment.

The Project site is bounded immediately to the North by the GCRTA West 25th Street Red Line Rapid Transit Station; to the South by West 25th Street; to the East by Columbus Road and to the West by the new Red Line Greenway Multi-Use path currently in development by the Cleveland Metroparks.

The West boundary also includes the Red Line Rail System and West 25th Street, now serviced by the newly branded BRT (Bus Rapid Transit) Metro Health Line. The transit assets, growing private investment and additional public investment, such as the redevelopment of Irishtown Bend that surround this Project site are significant. The Project is well situated in the center of a major regional development area.

Transportation

The Project is served by the GCRTA Red Line Rapid Transit Line, the proposed new Red Line Greenway multi-use path, the West 25th BRT Metro Health Line and several connecting bus lines. The interstate highway system is accessed via the West 25th entrance to I-90 and the Cleveland central business district entrances, all within a five minute drive of the Project.

A significant factor for evaluating the Proposals will be the connectivity of the Project to transit assets, bike and pedestrian linkages and other community assets.

Utilities

All major utilities are available along Columbus Road including electric, natural gas, water, sanitation and communications.

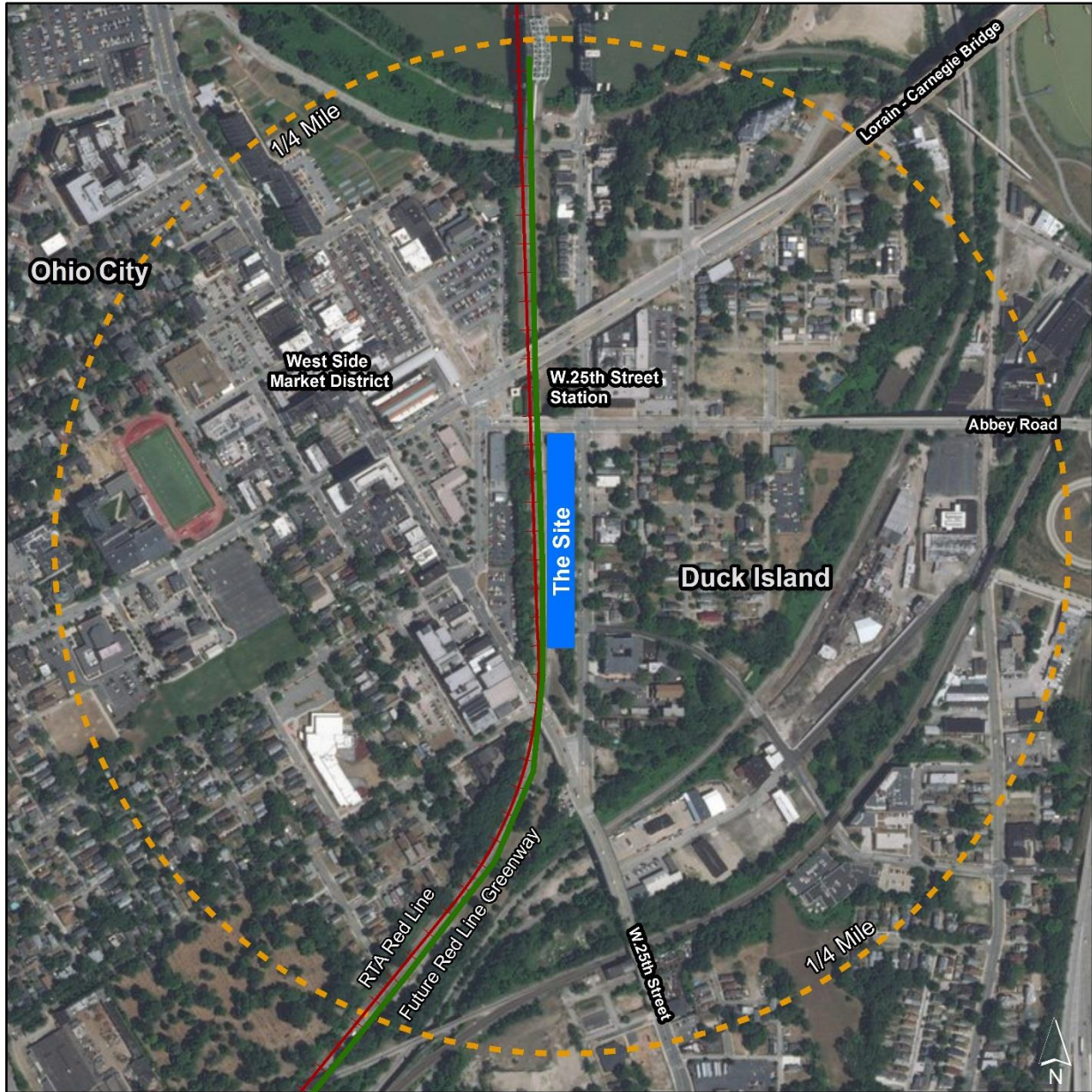
Current Conditions

1. There are no structures on the Site with the exception of a minimal amount of rail road infrastructure (catenary poles and base) from former rail operations.
2. Recent Boundary and Topographic Surveys detail site conditions and are attached as Supplemental Information.
3. A small area (approximately 350 square feet) was identified as a potential wetlands areas. No Wetlands Delineation Report is available.

4. Final size of the site is to be determined. At this time the approximate dimensions of the property are 85' X 700' and approximately 1.36 acres. Final size of the site may be adjusted by the GCRTA pending final design of the proposed Red Line Greenway.

5. In December 2013, a Market Study, Financial Feasibility and Fiscal Impact Analyses were completed for the general market area. The information is included in the *West 25th Street Transit-Oriented Development Plan and Implementation Study* shown on Page 16 as Supplemental Information.

Project Site Quarter Mile Vicinity



Regulatory Framework

1. Zoning: The site is zoned Semi-Industrial. Linked access to the City of Cleveland Zoning Code is included on Page 16 as Supplemental Information.
2. Project Design Standards: The City of Cleveland has *Design Review Guidelines* and will manage the entitlement review process. The goal is to create a TOD development project appropriate for this unique site while enhancing the existing and vibrant pedestrian environment. The *Design Review Guidelines* are linked as additional information on Page 16 Supplemental Information
3. Building Permits and Entitlement: All permitting for vertical and horizontal development will be issued by the City of Cleveland.
4. Air Rights: GCRTA will assist the developer in negotiations with the City of Cleveland to secure the acquisition of air rights for the development project. GCRTA will also consider concept plans of scale exceeding the proposed Project Site. Additional GCRTA property and air rights may be made available.

Census Data for the Project area

Census tracts 1033, 1036, 1039 and 1041 contain 4,290 households with a population of 8,922. The area has a median age of 34.3 years and a median household income of \$44,922 in 2017 inflation-adjusted dollars from the 2017 5-year American Community Survey.

PROJECT OVERVIEW

The GCRTA is seeking a developer that shares its enthusiasm for a unique TOD opportunity in this vibrant and growing district. A coordinated approach for the development of this property balancing market conditions and community interests is preferred. The Project should effectively balance multiple community interests with the appropriate mix of land uses and product types, unique to the other offerings in the district yet in line with the stated community and economic development goals of the district. This Project should be transformative. This section of Columbus Road has the potential to evolve as one of the grand boulevard spaces in the City of Cleveland with diverse appeal, pedestrian scale and market success.

Principles

The following plan principles were developed by GCRTA to advance TOD on the Project site. They are intended to serve as overall Project objectives for the Site. Creative response to these principles will be closely evaluated during the review of the proposals. Principles include the following:

1. **Increase Transit Ridership:** The Project is in close proximity to new GCRTA transit lines. How will the project increase ridership? How can the Project improve connectivity to the West 25th St Rail Station?
2. **Accessibility** to all transportation options: The Site is uniquely positioned in a cluster of many alternative transportation options. How will the Project take advantage of this?
3. **Economic Generator:** How will the project create employment opportunities and generate an equitable share of new tax revenue?

4. **Unique yet Complimentary** to the neighborhoods and Central Business District: The advantageous Project location between the West 25th St/West Side Market District and Duck Island neighborhoods and proximity to the Irishtown Bend Project and downtown Cleveland presents an opportunity to offer the marketplace a product that is unique yet complimentary. How will the Project address this challenge?
5. **Connectivity** to the outdoor environment: The Project is bounded by the new Red Line Greenway providing access to Cleveland's rapidly expanding outdoor links and parkways. It is also bounded by a major city thoroughfare and public transit lines. How will the Project take advantage of these transit, auto, pedestrian and bicycle assets?
6. **Mixed Use:** The Site configuration affords different and distinct zones of development for multiple product types. How will the Project respond?

Project Components

The West 25th Street TOD Plan and Implementation Strategy identified a number of uses for the district. Those uses include the following:

1. Residential Units
2. Live/Work Units
3. Office Space
4. Retail
5. Parking
6. Streetscape
7. Public Spaces/Pocket Parks
8. Improved Pedestrian Access to W 25th Street Station
9. Air Rights

Smart Development Principles

Development plans that incorporate the following Smart Development Principles (American Planning Association 2015) will be considered favorably:

1. Smart Principles: Efficient use of land resources; full use of urban services; mix of uses; multi modal options; detailed, human-scale design.
2. Positive community impact at several levels
3. Expanding the local and regional tax base
4. Provide maximum opportunities for viable mixed use and multi-use developments
5. Contributing to the overall character of the Market District and Duck Island neighborhoods
6. Maintain interesting and active facades at the street level

Market Study, Financial Feasibility Analysis and Fiscal Impact Analysis

In late 2013, GCRTA commissioned the *West 25th Street Transit-Oriented Development Plan and Implementation Study*. The study was intended to evaluate the potential for residential and commercial land uses within a quarter mile of the transit station and to identify the most favorable TOD opportunities. The overarching goal is to make the transit station more connected to the Market District and Duck Island

neighborhoods. Connectivity can be made through physical modifications to the station and the area immediately surrounding the station. The study identified Project goals and objectives:

- Leverage the presence of the W 25th Station and improve connectivity with the surrounding neighborhoods
- Provide physical modifications to the station to facilitate access from these neighborhoods
- Enhance transportation network to better balance accommodations for all travel modes.
- Support livable, walkable development
- Support and enhance transit ridership
- Incorporate economically feasible TOD

The link to the plan and study are attached as Supplemental Information on Page 16.

Relevant Documents

There are additional documents pertinent to the RFQ that can be downloaded for reference from the City of Cleveland website. See Page 16 for a list of documents available.

Relationship between the GCRTA and the Developer

The anticipated relationship between the Developer and the GCRTA will be negotiated between the parties. Several variations are being considered. The relationship could range from full autonomy for the developer with an outright purchase of the Site to a negotiated public private partnership between developer and GCRTA. The final decision will depend on the strengths and weaknesses of the successful responding team's development proposal and the results of the negotiations. Responses should include a description of the relationship between the parties preferred by the developer.

Developer Responsibilities

- Planned Development. The developer will be responsible for developing and implementing a planned Project that exemplifies the vision set forth in the district study and implementation plan. Creativity and concepts not identified in the plan would be welcome. The planned development Project will be finalized and created in collaboration with the GCRTA.
- Development Schedule. The developer will be responsible for creating detailed schedules for numerous planning, design, financing and construction and maintenance schedules.
- Design. The developer will create (in collaboration and coordination with GCRTA) design standards and schemes based on the general design criteria established by the City of Cleveland.
- Approvals. Developer is responsible for procuring all necessary regulatory approvals.
- Financing. The developer will be responsible for financing the entire cost of the Project, including the following:
 - a. Negotiating a Project financing plan that details all financing sources.
 - b. Securing all necessary private sources of debt and equity to fund development.
 - c. Financing the cost of the Project, including pre-development and development costs.
 - d. Designing and constructing required infrastructure and public realm improvements.
 - e. Vertical development and/or sale and assignment of development rights.
 - f. Compliance with all city land use regulations and building permits.
 - g. Acquiring the Site or Site control per the terms of any negotiated agreement.

- Construction. The developer will be responsible for all necessary cores and shells, improvements, tenant improvements, fixtures and equipment and on site and right-of-way landscaping within the Project development area. The developer will be required to comply with all applicable state and federal requirements regulating prevailing wage and other labor-related issues.
- Maintenance and Operations. The developer will be responsible for the on-going operation, maintenance and improvements of buildings and grounds developed in the Project.
- Community Engagement. The developer will commit to working collaboratively and cooperatively with the GCRTA, adjacent property owners, neighborhood organizations and stakeholders. This activity includes the possibility of conducting strategic community meetings, creating and maintaining comment processes for community involvement in planning, creating and maintaining channels for public information and comment and working with elected officials and the media.

SELECTION SCHEDULE/KEY DATES

The selection process as part of this RFQ includes the following steps and schedule:

Publication and distribution of RFQ	August 27, 2018
Pre-Proposal Meeting and Site Visit	September 13, 2018
Last day to submit written questions to GCRTA	September 27, 2018
RFQ addendum deadline	October 4, 2018
RFQ response deadline	October 11, 2018 (5:00 PM EST)
Review period	October 12 - October 26, 2018
Interview of potential development teams	Week of November 12 – 16, 2018
Notification to highest ranked development teams	November 21, 2018
Board of Trustees Action on Development Agreement	February 19, 2018

SELECTION PROCESS

GCRTA will conduct the developer selection process and is the final decision-maker regarding this selection. The GCRTA reserves the right to reject any or all responses or to terminate the development negotiations at any time.

Process

Upon receipt of qualifications, a selection committee will review the qualifications and Project concepts proposed by the respondents to this RFQ. The committee will be comprised of key GCRTA staff, including

representation from the General Manager's office and the Divisions of Engineering and Project Management, Operations and Finance. GCRTA reserves the right to request clarification or additional information from individual respondents and to request some or all respondents to make presentations to GCRTA, the selection committee, community groups or others.

For each RFQ respondent, rankings of the committee will be used to determine a composite ranking of respondents. Based upon composite rankings, the committee will select finalist RFQ respondents to be invited to present their concepts to the committee. As part of the evaluation process, the committee expects to interview some, but not necessarily all, of the developers that submit qualifications.

Following analysis of the RFQ responses, the GCRTA reserves the right to reject all proposals or to move immediately to selection of a developer. The GCRTA reserves the right to assess and determine the most qualified respondents in its sole and exclusive discretion.

Evaluation Criteria

The intent of the RFQ process is to identify qualified developers interested in implementing the vision and concepts specified in this RFQ. The selection of a qualified developer will be based generally upon their credentials, relevant experience, financial strength, ability to foster compatibility with surrounding development and willingness to carry out the Project in a coordinated manner in collaboration with GCRTA.

The GCRTA will select a developer with experience, commitment, vision, financial ability and technical competence necessary to complete the development of the Project. The primary basis for the committee's selection and recommendation to the GCRTA will be the contents of the developer's qualification statements and the results of due diligence and reference checks.

Submittals will be evaluated based on the following criteria, whose relative weight follows the order of their appearance:

1. Statement of Development Concept. Explain how the Project will advance the following: successful public-private partnership, key economic development goals, GCRTA and city goals, responsiveness to the marketplace, design quality and district and neighborhood impact.
2. Qualifications of the Project team and Relevant Experience: The respondent's demonstrated experience in mid-scale mixed and multi-use projects.
3. Financial Capacity. Documentable financial capacity to develop such projects.
4. Relevant Public-Private Partnership Experience: Prior experience negotiating with public partners, presenting to public audiences, securing quality tenants.
5. Strength of Project Team and Management Approach. The respondent's team dynamics in successful collaboration and execution of complex development projects.
6. Communications/Public Relations. Experience working with communities on highly political projects.
7. Vision and Development Strategy. How does the developer's vision connect with GCRTA and the district goals in terms of schedule, design and investment?
8. References. The input of references regarding the respondent and the past performance of completed projects.

Developers are cautioned not to undertake any activities or actions to promote or advertise their submittal, other than with GCRTA staff as described in this RFQ. After the release of this RFQ, developers and their representatives are not permitted to make any direct or indirect contact with employees of GCRTA, the City of Cleveland or the media on the subject of this RFQ except in the course of GCRTA sponsored presentations. Violation of these rules is grounds for disqualification of the development proposal and team.

GCRTA Discretion and Authority (Terms and Conditions)

1. GCRTA reserves the right to reject any and all RFQ respondents at any time, to waive minor irregularities, and to terminate any negotiations implied in this RFQ or initiated subsequent to it.
2. GCRTA reserves the right to request clarification of information submitted, and to request additional information from any respondent.
3. GCRTA reserves the right to revise this RFQ and the RFQ evaluation process. Note: Such revisions will be announced in writing to all RFQ respondents depending upon the timing of the change.
4. GCRTA reserves the right to award any contract to the next most qualified respondent, if the successful respondent does not execute within a specified deadline a Development Agreement contract after selection of a preferred developer.
5. GCRTA will determine from the information submitted in the responses, the most qualified developer or development team to meet the stated duties as evaluated under the criteria set forth herein.
6. The issuance of the RFQ and the receipt and evaluation of submissions do not obligate the GCRTA to select a developer and/or enter into an agreement.
7. Any submission does not constitute business terms under any eventual agreement.
8. GCRTA will not pay any costs incurred in responding to this RFQ.
9. GCRTA may cancel this process without liability at any time prior to the execution of any agreement.
10. GCRTA has the ability to award a contract to multiple developers, depending on the developer's area of expertise or specialization.
11. Any contract entered into between GCRTA and a developer or development team is subject to final approval and concurrence by the Federal Transit Administration (FTA) and the Board of Trustees of the GCRTA.
12. All information (Non-financial) submitted during the RFQ process will remain confidential until a Development Agreement with the successful proposer is approved by the GCRTA Board of Trustees. Financial information will remain confidential in accordance with State of Ohio law.

Development Agreement

Negotiations with the developer will begin immediately after the GCRTA's selection. The Development Agreement will establish timeframes, responsibilities, critical path items and the process for decision making. If selected as the finalist, GCRTA may require a security deposit from the developer. The deposit will be refundable upon compliance with milestones agreed to in the Development Agreement. Failure to reach an agreed upon Development Agreement or failure to provide a security deposit will result in the GCRTA rejecting and terminating the developer's proposal and selection.

Execution of a Development Agreement requires the approval of the GCRTA Board of Trustees. Approval of the Development Agreement by the GCRTA Board of Trustees does not exempt the developer from meeting all requirements of the City of Cleveland and other requirements.

SUBMITTAL REQUIREMENTS

Each development team responding to this RFQ is required to provide a Statement of Qualifications as described in this section. In order to facilitate review and evaluation by the Selection Committee, all respondents are requested to structure their responses in conformance with the outline presented below. RFQ must be typewritten or computer generated.

1. GCRTA requests that only information relevant to the type of project be included.
2. Vast amounts of marketing materials are discouraged.

Each respondent must initially submit ten (10) bound copies, one (1) unbound copy and one (1) USB drive containing the proposal of each response to this RFQ. Additional copies will be required from the finalists. Copies shall be submitted and must be received by 5:00 PM on October 11, 2018 at the following address:

Greater Cleveland Regional Transit Authority

Engineering and Project Management Division

1240 West 6th Street

Cleveland, Ohio 44113-1331

Attention: James A. Rusnov

All responses will become the property of the GCRTA and will not be returned. Information of a confidential nature must be noted in the response and will be kept confidential during and after the selection process as permitted by law when respondents properly identify such information.

Responses should be as complete and concise as possible. The outline for each respondent's Statement of Qualifications should be prepared as follows:

1. Table of Contents
2. Cover Letter: A letter of introduction and interest signed by the principal(s) of respondent firm(s).
3. Statement of Understanding and Project Concept: Discuss the significance of the Site and its relationship to the community and surrounding neighborhoods; describe the key opportunities and constraints as you see them from a market and planning perspective; discuss the team's willingness to negotiate a private-public partnership with GCRTA or suggest an alternate structure; the respondent's view of the roles and responsibilities of the partners; and, an understanding of the transformative impact this effort could have in the area. In addition, the respondent shall provide a written statement of the Project concept(s). In no way is this statement of the Project concept binding on eventual proposal submittals. It is intended to demonstrate the respondent's initial ideas and programmatic response to the development opportunities. (See No 1 under Evaluation Criteria)

4. Team Identification and Management Approach: Respondents may elect to form teams to best respond to the RFQ and provide the strongest team with the ideal blending of relevant experience. The Statement of Qualifications should identify and provide a general description of the firms of the team. Please clearly state the name, address, email and phone number of principal offices of the developer and each member firm of the team; description or form of organization (corporation, partnership, LLC, etc.); statement of years the firm has been in business under current name and a list of the other names under which the firm has operated.
5. Resumes: Given the unique nature of the Project and its importance to the GCRTA, it is essential to fully understand the experience and capabilities of all key members of the proposed development team. Resumes of all key project team members to be involved in the Project are required and should include: education and professional qualifications, relevant experience with details regarding the specific role proposed for the Project.
6. Project Examples: The following information is required for each key member of the proposed development team:
 - a. Description of relevant experience within the most recent ten-year period related to: TOD projects, integration into existing community fabric, public private partnering, quality design, and mixed use development projects that are similar in nature to the Project.
 - b. Demonstration of experience in completing projects of the scale and complexity proposed by the respondent.
 - c. Briefly include the following for all project examples:
 - 1) Project name, type and location.
 - 2) Summary description, including project size, uses and densities.
 - 3) Precise role of the development entity, its principals, partners and team members.
 - 4) Description of the unique challenges of the project and how they were addressed.
 - 5) Public/private structure, current ownership and financial structure.
 - 6) Project cost (budgeted and actual).
 - 7) Capital and financing sources utilized.
 - 8) Economic performance – project profitability
 - 9) Development timing/phasing/date opened (original schedule/final schedule).
 - 10) Master planning elements and investment in public amenities.
 - 11) Notable architectural, urban design and other design aspects of the project (provide photographs).
 - 12) Project and property management.
 - 13) Public/private partnerships.
 - 14) Sustainable and TOD development principles and practices.

7. References: Present the development team’s previous relevant project experience, including the name and contact information of the project contact, photographs and a brief project descriptions. For each reference, include the contact (name, physical address, telephone number and email address) for at least three (3) references from public agencies, private companies, major tenants or individuals whom the respondent has had relevant experience. Examples of relevant project experience include:

- a. High quality planned mix use projects that include residential developments;

- b. TOD development;
- c. Projects involving small business development;
- d. Projects with high quality and design elements, including unique public realm space; or
- e. Projects in partnerships with public entities.

Any innovative aspects of previous project experience which may be relevant to the Project should be described in detail.

8. Financial Information: GCRTA requests supporting documentation that the development entity has the financial capacity to implement the development program anticipated in the Project. The GCRTA recognizes the sensitive nature of the financial information requested in this RFQ. Such information may, therefore, be submitted under separate cover and labeled "CONFIDENTIAL." This information will be used solely by the GCRTA for purposes of evaluation and will be kept confidential to the fullest extent allowed by law. Requested financial information includes:

- a. Audited financial statements for the three (3) most recent calendar or fiscal years.
- b. Letters from the developers' lenders, equity sources and other financial partners attesting to the developer's financial capacity to undertake this Project.
- c. Provide preliminary financial and development cost and revenue information relating to the proposed development concept. If possible, include an estimate of the anticipated level of public participation in the Project, if any, or any other significant "deal points."
- d. Describe the level of risk the developer will be willing to assume and how the developer will be remunerated for the level of risk taken.
- e. Indicate other recent projects where similar level of investment was made.
- f. Is the development entity of any named individual in the proposed Project involved in any litigation or other disputes that could result in a financial settlement having a materially adverse effect on the ability to execute this Project? If yes, please explain.
- g. Has the development entity or any named individual in the project ever filed for bankruptcy or had projects that have been foreclosed? If yes, please list the dates and circumstances.

Submissions of financial information should be marked "CONFIDENTIAL INFORMATION" on the outside of a separate, sealed envelope.

Submissions to this RFQ shall be in the order specified above.

Qualifications must be submitted by no later than 5:00 PM on October 11, 2018. It is the responsibility solely of the respondent to see that its qualifications are received by the date and time stated in this RFQ. No oral submittals will be considered. Materials in response to this RFQ may not be submitted via facsimile or email. Responses may be sent by mail or hand delivered; however, if sent by mail, the responsibility of their timely delivery is wholly upon the respondent. Late responses will not be accepted.

Questions

Questions regarding this RFQ process must be directed in writing (email or mail) to the contact below. The GCRTA will respond to all questions in writing. If questions are deemed substantive to the submittal and evaluation process, the GCRTA will distribute a list of questions and responses to all registered

respondents through an RFQ Addendum(s). This Addendum, if needed, will be published on October 4, 2018.

The deadline for submitting questions to the GCRTA shall be September 27, 2018.

Contact

Questions and inquiries regarding all aspects of this RFQ should be directed to:

James A. Rusnov

Real Estate Manager

The Greater Cleveland Regional Transit Authority

1240 West 6th Street

Cleveland, Ohio 44113

Phone: (216) 356-3241

Email: jrusnov@gcrta.org

Do not make inquiries or send questions to any other individual except the individual listed above.

SUPPLEMENTAL INFORMATION

Due to the large size of the referenced documents, the files have been uploaded to the GCRTA website. To access the documents go to www.riderta.com/planning/columbusrd

To download these documents you will be required to provide your contact information.

The following documents/links may be found on the external site:

1. City of Cleveland Zoning Code
2. City of Cleveland Design Review Guidelines
3. GCRTA TOD Plan
4. FTA TOD Goals
5. W 25th Street TOD Plan and Implementation Study 2013
6. Development Site Location Map
7. Topographic Survey
8. Project Area Transportation Links
9. Duck Island Plan 2014
10. Project Area Development Activity